

EUROCASH

CONSOLIDATED QUARTERLY REPORT

4th QUARTER 2016

TRANSLATORS' EXPLANATORY NOTE

The following document is a free translation of the report of the above-mentioned Polish Company. In the event of any discrepancy in interpreting the terminology, the Polish version is binding.

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SELECTED CONSOLIDATED FINANCIAL DATA

| | Non audited for the period from 01.01.2016 to 31.12.2016 PLN | Non audited for the period from 01.01.2015 to 31.12.2015 PLN | Non audited for the period from 01.01.2016 to 31.12.2016 EUR | Non audited for the period from 01.01.2015 to 31.12.2015 EUR |
|--|--|--|--|--|
| Sales | 21 206 479 666 | 20 318 212 635 | 4 861 084 164 | 4 856 285 436 |
| Operating profit (loss) | 274 282 219 | 325 082 188 | 62 872 715 | 77 698 365 |
| Profit (loss) before income tax | 235 918 759 | 265 637 627 | 54 078 799 | 63 490 434 |
| Profit (loss) for the on continued operations | 190 016 746 | 230 211 370 | 43 556 847 | 55 023 153 |
| Profit (loss) for the period | 190 016 746 | 230 211 370 | 43 556 847 | 55 023 153 |
| Net cash from operating activities | 324 023 567 | 978 000 369 | 74 274 743 | 233 753 285 |
| Net cash used in investing activities | (269 940 673) | (153 258 780) | (61 877 518) | (36 630 603) |
| Net cash used in financing activities | 21 591 462 | (825 458 006) | 4 949 332 | (197 293 914) |
| Net change in cash and cash equivalents | 75 674 356 | (716 417) | 17 346 557 | (171 232) |
| Weighted average number of shares | 138 952 047 | 138 697 752 | 138 952 047 | 138 697 752 |
| Weighted average diluted number of shares | 139 100 635 | 138 761 353 | 139 100 635 | 138 761 353 |
| EPS (in PLN / EUR) | 1,29 | 1,53 | 0,30 | 0,37 |
| Diluted EPS (in PLN / EUR) | 1,29 | 1,53 | 0,30 | 0,37 |
| Average PLN / EUR rate* | | | 4,3625 | 4,1839 |
| | Non audited | | Non audited | |
| | as at 31.12.2016 PLN | as at 31.12.2015 PLN | as at 31.12.2016 EUR | as at 31.12.2015 EUR |
| Assets | 5 563 778 953 | 5 017 563 092 | 1 257 635 387 | 1 177 417 128 |
| Non-current liabilities | 334 960 717 | 262 834 175 | 75 714 448 | 61 676 446 |
| Current liabilities | 4 073 714 582 | 3 593 594 164 | 920 821 560 | 843 269 779 |
| Equity | 1 155 103 655 | 1 161 134 753 | 261 099 379 | 272 470 903 |
| Share capital | 139 096 361 | 138 829 311 | 31 441 311 | 32 577 569 |
| Number of shares | 139 096 361 | 138 829 311 | 139 096 361 | 138 829 311 |
| Diluted number of shares | 139 530 636 | 139 530 636 | 139 530 636 | 139 530 636 |
| Book value per share (in PLN / EUR) | 7,81 | 7,93 | 1,76 | 1,86 |
| Diluted book value per share (in PLN / EUR) | 7,78 | 7,89 | 1,76 | 1,85 |
| Declared or paid dividend (in PLN / EUR) | 146 394 794 | 111 482 055 | 33 091 048 | 26 160 285 |
| Declared or paid dividend per share (in PLN / EUR) | 1,05 | 0,80 | 0,24 | 0,19 |
| PLN / EUR rate at the end of the period** | | | 4,4240 | 4,2615 |

^{*} Profit and loss items and cash flow items calculated on basis at a weighted average rate announced by the National Bank of Poland for 4Q 2016,

^{**} Balance sheet items and book value per share have been converted using the official mid-rates announced by the National Bank of Poland prevailing on the balance sheet date.

Dividend for 2015 year was paid till 31 May 2016 for shareholders of Parent Company as at 11 May 2016.

EUROCASH S.A. GROUP

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE PERIOD FROM 1 JANUARY 2016 TO 31 DECEMBER 2016

TRANSLATORS' EXPLANATORY NOTE

This document is a free translation of the Polish original. The binding Polish original should be referred to in matters of interpretation.

| Condensed interim consolidated financial statements of EUROCASH Group. | | | | |
|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

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| Condensed interim consolidated financial statements of EUROCASH Group. | | | | |
|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

GENERAL INFORMATION

1. INFORMATION ABOUT THE PARENT ENTITY

NAME

EUROCASH Spółka Akcyjna ("Company", "Parent Entity")

REGISTERED OFFICE

ul. Wiśniowa 11, 62-052 Komorniki

CORE BUSINESS

Non-specialized wholesale trade (PKD 4690Z)

REGISTRATION COURT

District Court Poznań - Nowe Miasto and Wilda in Poznań, VIII Commercial Department of the National Court Register, KRS 0000213765

DURATION OF THE PARENT COMPANY

Indefinite

PERIOD COVERED BY THE FINANCIAL STATEMENTS

The reporting period is 1 January 2016 – 31 December 2016 and in addition, for the income statement and statement of comprehensive income, the period from 1 October 2016 to 31 December 2016.

The consolidated statement of financial position has been prepared as at 31 December 2016 and the comparative figures are presented as at 31 December 2015.

Comparative data has been prepared in accordance to UE-approved IAS 34 – Interim financial reporting.

2. BODIES OF THE PARENT ENTITY

2.1. MANAGEMENT BOARD OF THE PARENT ENTITY

As at 31 December 2016 the Parent Entity's Management Board consisted of the following members:

Luis Manuel Conceicao do Amaral – President of the Management Board,

Rui Amaral - Member of the Management Board,

Arnaldo Guerreiro - Member of the Management Board,

Pedro Martinho - Member of the Management Board,

Katarzyna Kopaczewska – Member of the Management Board,

Jacek Owczarek - Member of the Management Board,

David Boner - Member of the Management Board.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

2.2. SUPERVISORY BOARD OF THE PARENT ENTITY

As at 31 December 2016 the Parent Entity's Supervisory Board consisted of the following members:

João Borges de Assunção – President of the Supervisory Board,
Eduardo Aguinaga de Moraes – Member of the Supervisory Board,
Francisco José Valente Hipólito dos Santos – Member of the Supervisory Board,
Hans Joachim Körber – Member of the Supervisory Board,
Jacek Szwajcowski – Member of the Supervisory Board.

2.3. CHANGES IN THE MANAGEMENT AND SUPERVISORY BOARD

There were no changes in the membership of the Management and Supervisory Board in the reporting period.

On 13 January 2017, David Boner resigned from his position of Member of the Management Board, effective as at 13.01.2017.

On 22 February 2017, Przemysław Ciaś was appointed Member of the Management Board of Eurocash S.A.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|---|--|--|--|--|
| Financial statements period: | ncial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE PERIOD FROM 01.01. TO 31.12.2016 AND FOR THE PERIOD FROM 01.10 TO 31.12.2016

| | Non audited | Non audited | Non audited | Non audited |
|---|-----------------|------------------|-----------------|------------------|
| | 4th Quarter | 4 Quarters | 4th Quarter | 4 Quarters |
| | for the period | for the period | for the period | for the period |
| | from 01.10.2016 | from 01.01.2016 | from 01.10.2015 | from 01.01.2015 |
| | to 31.12.2016 | to 31.12.2016 | to 31.12.2015 | to 31.12.2015 |
| | | | restated* | restated* |
| Sales | 5 340 487 822 | 21 206 479 666 | 5 044 174 216 | 20 318 212 635 |
| Sales of goods | 4 938 557 512 | 19 859 561 420 | 4 728 164 042 | 19 239 581 939 |
| Sales of services | 400 737 959 | 1 341 438 313 | 314 262 687 | 1 073 270 965 |
| Sales of materials | 1 192 351 | 5 479 933 | 1 747 487 | 5 359 731 |
| Costs of sales | (4 738 946 722) | (19 022 688 832) | (4 491 104 827) | (18 301 381 475) |
| Costs of goods sold | (4 694 914 742) | (18 868 933 012) | (4 455 162 372) | (18 157 167 136) |
| Costs of services sold | (43 330 496) | (148 897 359) | (34 334 782) | (139 456 799) |
| Costs of materials sold | (701 484) | (4 858 461) | (1 607 673) | (4 757 540) |
| Gross profit (loss) | 601 541 100 | 2 183 790 834 | 553 069 389 | 2 016 831 160 |
| Selling expenses | (395 451 505) | (1 532 424 939) | (340 714 869) | (1 349 783 363) |
| General and administrative expenses | (85 271 625) | (322 192 712) | (63 055 933) | (298 344 145) |
| Profit (loss) on sales | 120 817 970 | 329 173 183 | 149 298 586 | 368 703 653 |
| Other operating income | 17 349 839 | 59 669 236 | 17 294 040 | 49 369 823 |
| Other operating expenses | (21 643 445) | (114 560 200) | (21 317 608) | (92 991 288) |
| Operating profit (loss) | 116 524 364 | 274 282 219 | 145 275 019 | 325 082 188 |
| Financial income | 5 007 104 | 24 205 984 | 4 377 028 | 17 009 610 |
| Financial costs | (27 076 621) | (57 849 438) | (31 521 625) | (72 657 419) |
| Share in profits (losses) of equity accounted investees | (816 165) | (4 720 007) | (773 606) | (3 796 752) |
| Profit before tax | 93 638 683 | 235 918 759 | 117 356 816 | 265 637 627 |
| Income tax expense | (20 403 998) | (45 902 013) | (8 526 341) | (35 426 257) |
| Profit for the period | 73 234 685 | 190 016 746 | 108 830 475 | 230 211 370 |
| Attributable to: | | | | |
| Owners of the Company | 00 000 777 | 470 004 000 | 00 000 000 | 040 000 004 |
| ' ' | 66 900 777 | 179 221 629 | 96 996 839 | 212 369 981 |
| Non-controlling interests | 6 333 909 | 10 795 118 | 11 833 637 | 17 841 388 |
| EARNINGS PER SHARE | | | | |
| | | PLN / share | | PLN / share |
| Profit attributable to Owners of the Company | | 179 221 629 | | 212 369 981 |
| Weighted average number of shares | | 138 952 047 | | 138 697 752 |
| Weighted average diluted number of shares | | 139 100 635 | | 138 761 353 |
| Earnings per share from continued operation | ıs | | | |
| - basic | | 1,29 | | 1,53 |
| - diluted | | 1,29 | | 1,53 |
| | | , - | | , |



* Note 2

| Condensed interim consolidated financial statements of EUROCASH Group. | | | | |
|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD FROM 01.01. TO 31.12.2016 AND FOR THE PERIOD FROM 01.10 TO 31.12.2016

| | Non audited 4th Quarter for the period from 01.10.2016 to 31.12.2016 | 4 Quarters for the period from 01.01.2016 | Non audited 4th Quarter for the period from 01.10.2015 to 31.12.2015 | Non audited 4 Quarters for the period from 01.01.2015 to 31.12.2015 |
|--|--|---|--|---|
| Profit for the period | 73 234 685 | 190 016 746 | 108 830 475 | 230 211 370 |
| Other comprehensive income for the period | 1 798 361 | 4 333 575 | 1 440 996 | 3 538 044 |
| Items that may be subsequently reclassified to profit or loss: | | | | |
| - The result on hedge accounting with the tax effect: | 1 798 361 | 4 333 575 | 1 440 996 | 3 538 044 |
| Total comprehensive income for the period | 75 033 046 | 194 350 322 | 110 271 471 | 233 749 414 |
| Total Income | | | | |

68 699 137

6 333 909

75 033 046

183 555 204

10 795 118

194 350 322

98 437 835

11 833 637

110 271 471

215 908 025

17 841 388

233 749 414



Owners of the Company

Non-controlling interests

Total comprehensive income for the period

| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31.12.2016

Non audited

as at as at

31.12.2016 31.12.2015

Assets

| Total assets | 5 563 778 953 | 5 017 563 09 |
|---|---------------|--------------|
| Cash and cash equivalents | 161 871 104 | 86 196 74 |
| Short-term prepayments | 47 246 807 | 23 245 62 |
| Other short-term financial assets | 5 713 175 | - |
| Other short-term receivables | 139 874 535 | 106 801 28 |
| Current tax receivables | 8 958 439 | 11 944 51 |
| Trade receivables | 1 748 183 884 | 1 533 302 77 |
| Inventories | 1 088 908 423 | 967 932 11 |
| Current assets (short-term) | 3 200 756 367 | 2 729 423 04 |
| Other long-term prepayments | 8 204 | 1 103 39 |
| Deferred tax assets | 123 467 392 | 126 560 95 |
| Long-term receivables | 3 251 647 | 3 022 85 |
| Other long-term investments | 531 570 | 531 57 |
| Investments in equity accounted investees | 34 951 736 | 35 691 12 |
| Investment property | 988 495 | 1 004 19 |
| Property, plant and equipment | 587 394 410 | 569 291 46 |
| Intangible assets | 358 321 106 | 378 635 85 |
| Goodwill | 1 254 108 025 | 1 172 298 64 |
| Non-current assets (long-term) | 2 363 022 585 | 2 288 140 04 |

^{*} Note 2



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|---|--|--|--|--|
| Financial statements period: | ncial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31.12.2016

Non audited as at as at 31.12.2016 31.12.2015 Equity and liabilities restated* Equity 1 155 103 655 1 161 134 753 **Equity attributable to Owners of the Company** 1 085 650 381 1 100 326 626 138 829 311 Share capital 139 096 361 Reserve capital 1 352 632 597 755 123 316 Option for purchase/selling the shares (6 310 705) (10 644 280) Option for purchase/selling the shares (69 189 100) 217 018 280 Retained earnings (330 578 771) 4 648 299 Accumulated profit / loss from previous years (509 800 401) Profit (loss) for the period 179 221 629 212 369 981 60 808 127 Non-controlling interests 69 453 273 Liabilities 4 408 675 298 3 856 428 339 Non-current liabilities 334 960 717 262 834 175 Long-term financial liabilities 154 322 501 158 980 543 Other long-term liabilities 72 643 362 3 098 869 Deferred tax liabilities 102 494 280 97 069 273 Employee benefits 4 966 996 3 495 089 **Provisions** 533 577 190 400 **Current liabilities** 4 073 714 582 3 593 594 164 Loans and borrowings 275 065 340 19 193 856 Short-term financial liabilities 56 624 075 82 574 451 Trade payables 3 459 300 147 3 225 544 402 Current tax liabilities 7 555 050 4 650 392 Other short-term payables 71 549 689 86 729 698 69 904 354 Current employee benefits 84 543 918 Provisions 119 076 364 104 997 011 5 017 563 092 5 563 778 953 Total equity and liabilities **BOOK VALUE PER SHARE** Non audited as at as at 31.12.2016 31.12.2015 **Equity attributable to Owners of the Company** 1 085 650 381 1 100 326 626 Number of shares 139 096 361 138 829 311 Diluted number of shares 139 530 636 139 530 636 Book value per share 7,81 7,93 Diluted book value per share 7,78 7,89



^{*} Note 2

| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | | |
|---|---------------------------------|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | | |
| Level of round-offs: | All amounts are expressed in Po | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD FROM 01.01. TO 31.12.2016

Non audited 4 Quarters 4 Quarters for the period from 01.01.2016 from 01.01.2015 to 31.12.2016 to 31.12.2015

Cash flow from operating activities

| Profit before tax | 235 918 759 | 265 637 627 |
|--|--------------------------|---------------|
| Adjustments for: | 219 036 091 | 215 959 237 |
| Depreciation and amortization | 166 212 492 | 150 551 652 |
| Share in profits (losses) of equity accounted investees | 4 720 007 | 3 796 752 |
| Valuation of motivational programm | - | 1 013 543 |
| Gain (loss) on sale of property, plant and equipment | 3 975 498 | 3 588 849 |
| Dividends received | (764 247) | - |
| Interest expenses | 51 361 824 | 59 324 101 |
| Interest received | (6 469 483) | (2 315 660) |
| Operating cash before changes in working capital | 454 954 850 | 481 596 864 |
| Changes in inventory | (71 557 836) | 317 688 580 |
| Changes in receivables | (211 466 827) | 29 157 446 |
| Changes in payables | 183 627 921 [°] | 175 216 661 |
| Changes in provisions and employee benefits | 13 873 632 | 17 394 173 |
| Other adjustments | 341 910 | (522 343) |
| Operating cash | 369 773 650 | 1 020 531 382 |
| Interest received | 1 517 960 | 1 014 481 |
| Interest paid | (13 753 752) | (19 577 318) |
| Income tax paid | (33 514 290) | (23 968 176) |
| Net cash from operating activities | 324 023 567 | 978 000 369 |
| = | 021 020 001 | 0.000000 |
| Cash flow from investing activities | | |
| Aquisition of intangible assets | (41 408 274) | (28 170 197) |
| Proceeds from sale of intangible assets, property, plant and equipment | 98 310 | 426 455 |
| Aquisition of property, plant and equipment tangible fixed assets | (136 103 161) | (139 352 300) |
| Proceeds from sale of property, plant and equipment | 13 777 177 | 22 734 920 |
| Dividends received | 764 247 | - |
| Aquisition of subsidiaries, net of cash aquired | (76 993 697) | - |
| Expenditures on the acquisition of subsidiares | (3 845 498) | (9 200 000) |
| Advances for acquisition of subsidiaries | (21 000 000) | - |
| Loans granted | (5 700 000) | - |
| Interest received | 470 223 | 302 342 |
| Net cash used in investing activities | (269 940 673) | (153 258 780) |
| Cash flow from financing activities | | |
| Proceeds from issue of share capital | 10 147 900 | 5 662 215 |
| Income/expenses for other financial liabilities | (47 810 776) | 45 148 691 |
| Issue of financial debt securities | 21 000 000 | (42 000 000) |
| Proceeds from loans and borrowings | 226 514 116 | - |
| Repayment of borrowings | - | (683 264 508) |
| Income/expenses for liabilities from financial leasing | (7 229 156) | 10 681 |
| Other interests | (25 910 780) | (22 583 491) |
| Interests on loans and borrowings | (8 725 048) | (17 310 069) |
| Dividends paid | (146 394 794) | (111 121 524) |
| Net cash used in financing activities | 21 591 462 | (825 458 006) |
| Net change in cash and cash equivalents | 75 674 356 | (716 417) |
| Cash and cash equivalents at the beginning of the period | 86 196 747 | 86 913 164 |
| Cash and cash equivalents at the end of the period | 161 871 103 | 86 196 747 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|--|---------------------------------|--|--------------------|--|--|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | | | |
| Level of round-offs: | All amounts are expressed in Po | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM 01.01. TO 31.12.2016

| | Share | Reserve | Option for purchase/selling | | Retained | Equity attributable to Owners of the | Non-controlling | |
|---|-------------|---------------|-----------------------------|---------------|---------------|---|-----------------|---------------|
| | capital | capital | the shares | Hedge reserve | earnings | Company | interests | Total |
| Changes in equity in the period from 01.01 to 31.12.2015 | | | | | | | | |
| Balance as at 01.01.2015 after changes | 138 680 636 | 457 945 167 | - | (14 182 324) | 413 788 613 | 996 232 092 | 42 966 738 | 1 039 198 831 |
| Total comprehensive income for the reporting period | | | | | | | | |
| Owners of the Company | - | - | - | - | 212 369 981 | 212 369 981 | - | 212 369 981 |
| Non-controlling interests | - | - | - | - | - | - | 17 841 388 | 17 841 388 |
| Net profit presented directly in equity | - | - | - | 3 538 044 | - | 3 538 044 | - | 3 538 044 |
| Total comprehensive income for the period from 01.01. to 31.12.2015 | - | - | - | 3 538 044 | 212 369 981 | 215 908 025 | 17 841 388 | 233 749 414 |
| Dividends | - | - | - | - | (111 482 055) | (111 482 055) | - | (111 482 055) |
| Transfer to reserve capital | - | 290 670 385 | - | - | (297 658 259) | (6 987 875) | | (6 987 875) |
| Equity-settled share-based payment transactions | | 1 013 543 | - | - | - | 1 013 543 | - | 1 013 543 |
| Share options excercised | 148 675 | 5 513 540 | - | - | - | 5 662 215 | - | 5 662 215 |
| Other | - | (19 319) | - | - | - | (19 319) | - | (19 319) |
| Total contributions by and distributions to Owners of the Company | 148 675 | 297 178 148 | - | - | (409 140 315) | (111 813 491) | - | (111 813 491) |
| Total transaction with Owners of the Company, recognized directly in equity | 148 675 | 297 178 148 | - | - | (409 140 315) | (111 813 491) | - | (111 813 491) |
| Balance as at 31.12.2015 | 138 829 311 | 755 123 316 | - | (10 644 280) | 217 018 280 | 1 100 326 626 | 60 808 127 | 1 161 134 753 |
| Changes in equity in the period from 01.01 to 31.12.2016 | | | | | | | | |
| Balance as at 01.01.2016 (restated *) | 138 829 311 | 755 123 316 | - | (10 644 280) | 217 018 280 | 1 100 326 626 | 60 808 127 | 1 161 134 753 |
| Total comprehensive income for the reporting period | | | | | | | | |
| Owners of the Company | - | - | - | - | 179 221 629 | 179 221 629 | - | 179 221 629 |
| Non-controlling interests | - | - | - | - | - | - | 10 795 118 | 10 795 118 |
| Other comprehensive income | - | - | - | 4 333 575 | - | 4 333 575 | - | 4 333 575 |
| Total comprehensive income for the period from 01.01. to 31.12.2016 | - | - | - | 4 333 575 | 179 221 629 | 183 555 204 | 10 795 118 | 194 350 322 |
| Dividends paid | - | - | - | - | (139 084 436) | (139 084 436) | (7 310 358) | (146 394 794) |
| Transfer to reserve capital | - | 587 721 393 | | - | (587 721 393) | - | - | - |
| Share options excercised | 267 050 | 9 880 850 | - | - | - | 10 147 900 | - | 10 147 900 |
| Settlement of acquisition and sale of shares | - | - | (69 189 100) | - | - | (69 189 100) | 5 160 387 | (64 028 713) |
| Other | - | (92 961) | - · | - | (12 851) | (105 813) | - | (105 813) |
| Total transaction with Owners of the Company, recognized directly in equity | 267 050 | 597 509 282 | (69 189 100) | - | (726 818 680) | (198 231 449) | (2 149 971) | (200 381 420) |
| Balance as at 31.12.2016 | 139 096 361 | 1 352 632 597 | (69 189 100) | (6 310 705) | (330 578 771) | 1 085 650 381 | 69 453 273 | 1 155 103 655 |

^{*} Note 2



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|---|---------------------------------|---------------------------------|------------|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | |
| Level of round-offs: | All amounts are expressed in Pe | olish zloty (unless indicated o | otherwise) | | | |

SUPPLEMENTARY INFORMATION TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS PREPARED FOR THE PERIOD FROM 01.01.2016 TO 31.12.2016

1. GENERAL INFORMATION

1.1. ISSUE OF THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS

According to the resolution of the Management Board dated 23 February 2017, the consolidated financial statements of Eurocash Group for the period from 1 January 2016 to 31 December 2016 were authorized for publication.

According to the information included in the report no. 2/2017 dated 10 January 2017 sent to the Polish Financial Supervision Authority, Eurocash S.A. issues its interim consolidated financial statements on 23 February 2017.

Eurocash S.A. is a listed company and its shares are publicly traded.

1.2. STATEMENT OF COMPLIANCE

These condensed interim consolidated financial statements of Eurocash S.A. Group have been prepared in accordance with IAS 34 - Interim Financial Reporting, approved by European Union. These condensed interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements of Eurocash S.A. Group as at and for the year ended 31 December 2015, which is available on the website www.eurocash.pl.

1.3. PRESENTATION CURRENCY, ROUNDINGS

These consolidated interim financial statements are presented in PLN, which is the Parent Entity's functional and presentation currency. All financial information presented in PLN has been rounded to the nearest PLN (unless it is otherwise indicated).

1.4. USE OF ESTIMATES AND JUDGEMENTS

The preparation of the consolidated financial statements in conformity with UE IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, incomes and expenses. Estimates and underlying assumptions are made based on historical experience and other factors accepted as reasonable in given circumstances, and the results of estimates and judgements are a basis for the determination of the carrying value of assets and liabilities not resulting directly from other sources. Actual results may differ from those estimates. The range of significant judgments, estimates and assumptions was presented in the financial statements for 2015 year and in the current period has not changed.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised or in the current period and any future periods affected, if a change in estimates relates to both the current and future periods.

1.5. COMPARABILITY OF FINANCIAL STATEMENTS

Accounting principles as well as calculation methods applied in the preparation of these condensed interim consolidated financial statements remained unchanged in comparison to the ones applied in the last annual consolidated financial statements for the financial year ended 31st December 2015.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|---|---------------------------------|---------------------------------|------------|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | |
| Level of round-offs: | All amounts are expressed in Pe | olish zloty (unless indicated o | otherwise) | | | |

1.6. INFORMATION ABOUT THE PARENT ENTITY AND THE GROUP

Eurocash Spółka Akcyjna is the Parent Entity, registered in the District Court Poznań - Nowe Miasto and Wilda in Poznań, VIII Commercial Department of the National Court Register; registration number: KRS 00000213765; located in Komorniki, ul. Wiśniowa 11.

The core business activity of the Parent Entity is non-specialized wholesale trade (PKD 4690Z).

Shares of Eurocash S.A. are traded on Warsaw Stock Exchange.

Eurocash Group comprises Eurocash S.A. and subsidiaries.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | | |
|---|---------------------------------|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | | |
| Level of round-offs: | All amounts are expressed in Po | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

| No | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 |
|------------------------------|---|--|---|---|---|---|---|---|
| Unit | Eurocash S.A. | Eurocash Serwis Sp. z o.o. | Eurocash Franczyza Sp. z o.o. | Eurocash Trade 1 Sp. z o.o. | Eurocash Trade 2 Sp. z o.o. | Eurocash VC2 Sp. z o.o. | Premium Distributors Sp. z o.o. | Przedsiębiorstwo Handlu Spożywczego Sp. z o.o. |
| address | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul. Bokserska 66a 02-690 Warszawa | ul .Wiśniowa 11 62-052 Komorniki |
| core business activity | PKD 4690Z | PKD 4635Z | PKD 8299Z | PKD 4634A | PKD 4634A | PKD 7740Z | PKD 4634A | PKD 4690Z |
| registration court | District Court Poznań - Nowe Miasto i Wilda of Poznań, VIII Commercia Division of the National Court Register KRS 0000213765 | District Court Poznań - Nowe Miasto i Wilda of Il Poznań, VIII Commercia Division of the National Court Register KRS 0000519553 | District Court Poznań - Nowe Miasto i Wilda of I Poznań, VIII Commercia Division of the National Court Register KRS 0000259846 | District Court Poznań - Nowe Miasto i Wilda of I Poznań, VIII Commercia Division of the National Court Register KRS 0000329002 | District Court Poznań - Nowe Miasto i Wilda of I Poznań, VIII Commercia Division of the National Court Register KRS 0000329037 | District Court Poznań - Nowe Miasto i Wilda of I Poznań, VIII Commercia Division of the National Court Register KRS 0000529945 | District Court Warszawa, XIII Commercial Division of the National Court Register KRS 0000287947 | |
| nature of relationship | Parent company | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary |
| applied consolidation method | Full | Full | Full | Full | Full | Full | Full | Full |
| date of aquisition | n/a | 31.03.2006 | 10.07.2006 | 06.04.2009 | 06.04.2009 | 03.11.2014 | 02.08.2010 | 02.08.2010 |
| ownership interest | n/a | 75,00% | 100,00% | 100,00% | 100,00% | 100,00% | 100,00% | 100,00% |
| voting rights (in %) | n/a | 75,00% | 100,00% | 100,00% | 100,00% | 100,00% | 100,00% | 100,00% |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|--|---------------------------------|--|--------------------|--|--|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | | | |
| Level of round-offs: | All amounts are expressed in Po | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

| No | 9 | 10 | 11 | 12 | 13 | 14 | 15 | 16 |
|------------------------------|---|---|---|--|--|--|--|---|
| Unit | DEF Sp. z o.o. | Detal Podlasie Sp. z o.o. | Lewiatan Podlasie Sp. z o.o. | Euro Sklep S.A. | Ambra Sp. z o.o. | Lewiatan Śląsk Sp. z o.o. | Lewiatan Orbita Sp. z o.o. | Lewiatan Kujawy Sp. z o.o. |
| address | ul. Handlowa 6 15-399 Białystok | ul. Sokólska 9 15-865 Białystok | Porosły 70A 16-070 Choroszcz | ul. Bystrzańska 94a 43-309 Bielsko-Biała | ul. Hutnicza 7 43-502 Czechowice- Dziedzice | ul. Lenartowicza 39 41-219 Sosnowiec | ul. Lubelska 33/15 10-410 Olsztyn | ul. Polna 4-8 87-800 Włocławek |
| core business activity | PKD 4639Z | PKD 4711Z | PKD 47 | PKD 4711Z | PKD 4645Z | PKD 7022Z | PKD 4690Z | PKD 4711Z |
| registration court | District Court Białystok, XII Commercial Division of the National Court Register KRS 0000048125 | District Court Białystok, XII Commercial Division of the National Court Register KRS 0000033766 | District Court Białystok, XII Commercial Division of the National Court Register KRS 0000508176 | District Court Bielsko Biała, VIII Commercial Division of the National Court Register KRS 0000012291 | District Court Katowice- Wschód, VIII Commercial Division of the National Court Register KRS 0000254307 | District Court Katowice- Wschód, VIII Commercial Division of the National Court Register KRS 0000175768 | District Court Olsztyn, VIII Commercial Division of the National Court Register KRS 0000039244 | District Court Toruń, VI Commercial Division o the National Court Register KRS 0000109502 |
| nature of relationship | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary |
| applied consolidation method | Full | Full | Full | Full | Full | Full | Full | Full |
| date of aquisition | 21.12.2011 | 21.12.2011 | 18.03.2014 | 21.12.2011 | 21.12.2011 | 21.12.2011 | 21.12.2011 | 21.12.2011 |
| ownership interest | 100% | 100% | 100% | 100% | 100% | 100% | 100% | 100% |
| voting rights (in %) | 100% | 100% | 100% | 100% | 100% | 100% | 100% | 100% |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|---|---------------------------------|---------------------------------|------------|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | |
| Level of round-offs: | All amounts are expressed in Po | olish zloty (unless indicated o | otherwise) | | | |

| No | 17 | 18 | 19 | 20 | 21 | 22 | 23 | 24 |
|------------------------------|--|--|--|---|---|--|--|---|
| Unit | Lewiatan Wielkopolska Sp. z o.o. | Lewiatan Opole Sp. z o.o. | Lewiatan Zachód Sp. z o.o. | Lewiatan Podkarpacie Sp. z o.o. | Lewiatan Holding S.A. | Lewiatan Północ Sp. z o.o. | Eurocash Detal Sp. z o.o. | PayUp Polska S.A. |
| address | Os. Winiary 54 60-665 Poznań | ul. Światowida 2 45-325 Opole | ul. Przemysłowa 5 73-110 Stargard Szczeciński | Straszęcin 295 39-218 Straszęcin | ul. Kilińskiego 10 87-800 Włocławek | ul. Bysewska 30 80-298 Gdańsk | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki |
| core business activity | PKD 7740Z | PKD 7740Z | PKD 6419Z | PKD 8299Z | PKD 7740Z | PKD 4639Z | PKD 4690Z | PKD 6120Z |
| registration court | District Court Poznań - Nowe Miasto i Wilda, VIII Commercial Divisior of the National Court Register KRS 0000133384 | District Court Opole, VIII Commercial Division of the National Court Register KRS 0000043199 | District Court Szczecin Centrum, XIII Commercial Division of the National Court Register KRS 0000017136 | District Court Rzeszów, XII Commercial Division of the National Court Register KRS 0000186622 | District Court Toruń, VII Commercial Division of the National Court Register KRS 0000089450 | District Court Gdańsk- North in Gdańsk, VII Commercial Division of the National Court Register KRS 0000322297 | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register, KRS 0000499437 | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000299000 |
| nature of relationship | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary |
| applied consolidation method | Full | Full | Full | Full | Full | Full | Full | Full |
| date of aquisition | 21.12.2011 | 21.12.2011 | 21.12.2011 | 28.06.2013 | 21.12.2011 | 21.12.2011 | 18.11.2013 | 06.05.2014 |
| ownership interest | 100% | 100% | 100% | 100% | 67% | 100% | 100% | 100% |
| voting rights (in %) | 100% | 100% | 100% | 100% | 71% | 100% | 100% | 100% |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

| No | 25 | 26 | 27 | 28 | 29 | 30 | 31 | 32 |
|------------------------------|---|---|--|--|-------------------------------------|---|--|---|
| Unit | Eurocash Convenience Sp. z o.o. | Kontigo Sp. z o.o. | Inmedio Sp. z o.o. | Eurocash VC3 Sp. z o.o. | ABC na kołach Sp. z o.o. | Duży Ben Sp. z o.o. | Firma Rogala Sp. z o.o. | 4Vapers Sp. z o.o. |
| address | ul .Wiśniowa 11 62-052 Komorniki | ul .Wiśniowa 11 62-052 Komorniki | ul.Al.Jerozolimskie 174 02-486 Warszawa | ul. Bokserska 66A 02-690 Warszawa | ul. Wiśniowa 11 62-052 Komorniki | ul. Wiśniowa 11 62-052 Komorniki | ul. Grunwaldzka 59 38-350 Bobowa | ul. Wiśniowa 11 62-052 Komorniki |
| core business activity | PKD 7010Z | PKD 7010Z | PKD 4617Z | PKD 7740Z | PKD 5621Z | PKD 4711Z | PKD 4711Z | PKD 4635Z |
| registration court | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000509266 | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000510241 | XII Commercial Division | District Court Warszawa XIII Commercial Division of the National Court Register KRS 0000560795 | Poznań, | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000577163 | District Court Kraków- Śródmieście in Kraków, XII Commercial Division of the National Court Register KRS 0000576321 | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000625487 |
| nature of relationship | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary |
| applied consolidation method | Full | Full | Full | Full | Full | Full | Full | Full |
| date of aquisition | 05.03.2014 | 17.04.2014 | 01.12.2014 | 11.05.2015 | 22.07.2015 | 22.07.2015 | 29.01.2016 | 20.06.2016 |
| ownership interest | 100% | 100% | 51% | 100% | 100% | 100% | 50% | 100% |
| voting rights (in %) | 100% | 100% | 51% | 100% | 100% | 100% | 50% | 100% |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

| No | 33 | 34 | 35 | 36 | 37 | 38 | 39 | 40 |
|------------------------------|---|-------------------------------------|--|---|-------------------------------------|--|---|---|
| Unit | Eurocash Nieruchomości Sp. z o.o. | Eurocash Food Sp. z o.o | . Sushi to go Sp. z o.o. | Sushi to go Sp. z o.o. Sp. k. | Detal finanse Sp. z o.o. | Polska Dystrybucja Alkoholi Sp. z o.o. | FHC-2 Sp. z o.o. | Madas Sp. z o.o. |
| address | ul. Wiśniowa 11 62-052 Komorniki | ul. Wiśniowa 11 62-052 Komorniki | ul. Piękna 24/26A 00-549 Warszawa | ul. Ks.Juliana Chrościckiego 93/105 02-414 Warszawa | ul. Wiśniowa 11 62-052 Komorniki | ul. Sempołowska 4 95-200 Pabianice | UI Tysiąclecia 1 38- 400 Krosno | Ul Tysiąclecia 1 38- 400 Krosno |
| core business activity | PKD 7022Z | PKD 7022Z | PKD 1013Z | PKD 8299Z | PKD 6920Z | PKD 4634A | PKD 4711Z | PKD 4711Z |
| registration court | District Court Poznań - Nowe Miasto i Wilda in Poznań, VIII Commercial Division of the National Court Register KRS 0000567562 | XII Commercial Division | District Court Warszawa, XII Commercial Division of the National Court Register KRS 0000492021 | District Court Warszawa, XIII Commercial Division of the National Court Register KRS 0000584888 | | District Court Łódź - Śródmieście in Łódź, XX Commercial Division of the National Court Register KRS 0000124474 | District Court Rzeszów, XII Commercial Division of National Court Register KRS 0000241137 | District Court Rzeszów, XII Commercial Division of National Court Register KRS 0000243880 |
| nature of relationship | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary | Subsidiary |
| applied consolidation method | Full | Full | Full | Full | Full | Full | Full | Full |
| date of aquisition | 04.05.2015 | 04.05.2015 | 22.06.2016 | 22.06.2016 | 15.03.2016 | 30.12.2016 | 16.12.2016 | 16.12.2016 |
| ownership interest | 100,00% | 100% | 51% | 51% | 100% | 100% | 50% | 50% |
| voting rights (in %) | 100,00% | 100% | 51% | 51% | 100% | 100% | 50% | 50% |

On 29 January 2016 Eurocash S.A. acquired 50% shares in the share capital of Firma Rogala Sp. z o.o. - see details in Note 1.

On 15 March 2016 Eurocash Franczyza Sp. z o.o. and Eurocash Convenience Sp. z o.o. formed a new company Detal Finanse Sp. z .o.o.

On 15 March 2016 Eurocash VC4 Sp. z o.o. changed its name into ABC na kołach Sp. z o.o. and Eurocash VC5 Sp. z o.o. changed its name into Duży Ben Sp. z o.o.

On 4 May 2016 Eurocash Franczyza Sp. z o.o. formed new companies Eurocash Nieruchomości Sp. z o.o. and Eurocash Food Sp. z o.o.

On 20 June 2016 Eurocash Franczyza Sp. z o.o. and Eurocash Convenience Sp. z o.o. formed a new company 4Vapers Sp. z o.o.

On 22 June 2016 Eurocash Food Sp. z o.o. acquired 51% of shares in Sushi to go Sp. z o.o. and joined the partnership Sushi to go Sp. z o.o. Sp. k. acquiring 51% of its shares.

On 16 December 2016 Eurocash S.A. acquired 50% of shares in FHC-2 Sp. z o.o. and 50% of shares in Madas Sp. z o.o.

On 30 December 2016 Eurocash S.A. acquired 100% of shares in Polska Dystrybucja Alkoholi Sp. z o.o.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | |
|---|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

Detal Finanse Sp. z o.o., Eurocash Nieruchomości Sp. z o.o., Eurocash Food Sp. z o.o. and Sushi to go Sp. z o.o. are Group companies; however, due to the insignificance of their financial data, they were not consolidated.

| No Unit | 1 FRISCO S.A. | 2 Partnerski Serwis Detaliczny S.A. |
|------------------------------|--|--|
| address | ul. Omulewska 27 04-128 Warszawa | ul. Grażyny 15 02-548 Warszawa |
| core business activity | PKD 4791Z | PKD 6499Z |
| registration court | District Court Warszawa, XIII Commercial Division of the National Court Register KRS 0000401344 | District Court Warszawa, XIII Commercial Division of the National Court Register KRS 0000280288 |
| nature of relationship | Associate | Joint venture |
| applied consolidation method | Equity method | Equity method |
| ownership interest | 44,23% | 50% |
| voting rights (in %) | 44,23% | 50% |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | |
|---|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

1.7. GOING CONCERN ASSUMPTION

The financial statements were prepared under the assumption that the Group will continue to operate as a going concern for the foreseeable future.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

2. NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS PREPARED FOR THE PERIOD FROM 01.01. TO 31.12.2016

NOTE 1. ACQUISITION OF SHARES IN A SUBSIDIARY

1. Acquisition of 50% of shares in the company Firma Rogala Sp. z o.o.

General information

On 29 January 2016, pursuant to the preliminary agreement of 18 September 2014, Eurocash S.A. executed an agreement with Hadrick Investments sp. z o.o, Mr. Jerzy Rogala, Ms. Ewelina Wójcik Rogala and with Firma Rogala Sp. z o.o. for acquisition of 50% shares in Firma Rogala. The acquisition of shares will enable the construction of a long-term partnership with one of the main franchisees of the Delikatesy Centrum brand, operating 63 retail shops under that brand, which will ensure further stable development and growth of revenues of Eurocash Group.

GENERAL INFORMATION CONCERNING BUSINESS ACQUISITION OF THE UNITS

Name of acquired company
 Acquisition date
 Acquisition cost
 Firma Rogala Sp. z o.o.
 29.01.2016
 39 200 000

Settlement of the business acquisition

Based on the analysis performed by the Company, in accordance with IFRS 10, Firma Rogala Sp. o.o. is a subsidiary controlled by Eurocash S.A.

| ACQUISITION COST | |
|------------------|------------|
| | as at |
| | 29.01.2016 |
| Cash | 39 200 000 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

Settlement of the

| NET ASSETS ACQUIRED | acquiisition as at 29.01.2016 |
|--|----------------------------------|
| Assets | |
| Non-current assets (long-term) | 13 406 217 |
| Intangible assets | 26 298 |
| Tangible fixed assets | 13 062 188 |
| Deferred income tax assets | 317 731 |
| Current assets (short-term) | 23 302 163 |
| Inventory | 17 616 998 |
| Trade receivables | 1 300 736 |
| Other short-term receivables | 955 305 |
| Short-term prepayments | 25 171 |
| Cash and cash equivalents | 3 403 954 |
| Total assets | 36 708 380 |
| Equity nad liabilities | |
| Liabilities | 32 938 509 |
| Current liabilities | 32 938 509 |
| Other short-term financial liabilities | 5 091 674 |
| Trade liabilities | 21 186 292 |
| Other short-term liabilities | 4 692 717 |
| Current employee benefits | 276 002 |
| Other short-term provisions | 1 691 823 |
| Total liabilities | 32 938 509 |
| Net assets | 3 769 871 |
| Net assets acquired (50%) | 1 884 936 |
| Goodwill on acquisition | 37 315 064 |
| Acquisition cost | 39 200 000 |

As part of settlement of the acquisition of 50% of shares in Firma Rogala Sp. o.o., these financial statements present the option for Eurocash S.A. to repurchase the remaining 50% of shares, which was offered by Eurocash S.A. to the remaining shareholders of Firma Rogala and which may be exercised after three years from 29 January 2016. This option, in the amount of PLN 39 million, was recognized in other long-term liabilities and in the shareholders' equity.

2. Acquisition of 50% of shares in FHC-2 Sp. z o.o. and Madas Sp. z o.o.

General information

On 16th December 2016, pursuant to the preliminary agreement of sale of shares, dated 15th April 2016, Eurocash S.A. concluded an agreement of sale of shares with Marek Stodółka, Bogdan Habrat, Zofia Szubra, Aleksandra Stodółka, Anna Dąbrowska, FHC-2, M. Stodółka i Wspólnicy spółka jawna, FHC-2 spółka z ograniczoną odpowiedzialnością, Fructar spółka z ograniczoną odpowiedzialnością, Madas spółka z ograniczoną odpowiedzialnością, FHC-3 spółka z ograniczoną odpowiedzialnością, pursuant to which Eurocash acquired 50% stake in FHC-2 Sp. z o.o. and Madas Sp. z o.o. based in Krosno.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

GENERAL INFORMATION CONCERNING BUSINESS ACQUISITION OF THE UNITS

Name of acquired company
 Acquisition date
 Acquisition cost
 FHC-2 Sp. z o.o. and Madas Sp. z o.o.
 16.12.2016
 Acquisition cost

Settlement of the business acquisition

Based on the analysis performed by the Company, in accordance with IFRS 10, FHC-2 Sp. o.o. and Madas Sp. z o.o. are a subsidiaries controlled by Eurocash S.A.

Due to the very short period between the acquisition of the Company and the preparation of these condensed consolidated interim financial statements, these condensed consolidated interim financial statements present a provisional settlement of the acquisition price of FHC-2 Sp. z o.o. and Madas Sp. z o.o. shares. The Group is in the process of identification and measurement of assets acquired and liabilities assumed.

| ACQUISITION COST | |
|------------------|---------------------|
| | as at 16.12.2016 |
| | 10.12.2010 |
| Cash | 29 989 100 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | |
| Level of round-offs: All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | | |

| NET ASSETS ACQUIRED | Settlement of the acquisition as at 16.12.2016 |
|--|--|
| Assets | |
| Non-current assets (long-term) | 4 278 988 |
| Tangible fixed assets | 3 949 331 |
| Deferred income tax assets | 329 657 |
| Current assets (short-term) | 20 355 257 |
| Inventory | 13 279 136 |
| Trade receivables | 1 169 877 |
| Other short-term receivables | 811 796 |
| Other short-term financial assets | 645 176 |
| Short-term prepayments | 1 961 |
| Cash and cash equivalents | 4 447 312 |
| Total assets | 24 634 246 |
| Equity nad liabilities | _ |
| Liabilities | 23 845 302 |
| Non-current liabilities | 2 077 884 |
| Other long-term financial liabilities | 147 201 |
| Other long-term liabilities | 71 313 |
| Deferred tax liabilities | 3 476 |
| Eployee benefits | 1 445 517 |
| Other long-term provision | 410 377 |
| Current liabilities | 21 767 418 |
| Other short-term financial liabilities | 73 569 |
| Trade liabilities | 19 867 469 |
| Current income tax liabilities | 840 148 |
| Other short-term liabilities | 235 569 |
| Current employee benefits | 750 662 |
| Total liabilities | 23 845 302 |
| Net assets | 788 943 |
| Net assets acquired (50%) | 394 472 |
| Goodwill on acquisition | 29 594 628 |
| Acquisition cost | 29 989 100 |

As part of settlement of the acquisition of 50% of shares in FHC-2 Sp. o.o. and Madas Sp. z o.o., these financial statements present the option for Eurocash S.A. to repurchase the remaining 50% of shares, which was offered by Eurocash S.A. to the remaining shareholders of FHC-2 Sp. o.o. and Madas Sp. z o.o. and which may be exercised after three years from 16 December 2016. This option, in the amount of PLN 29,9 million, was recognized in other long-term liabilities and in the shareholders' equity.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | | |
| Level of round-offs: All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | | |

3. Acquisition of 100% of shares in Polska Dystrybucja Alkoholi Sp. z o.o.

General information

With reference to current reports no. 25/2015 of 22 December 2015, no. 25/2016 of 7 October 2016 and no. 28/2016 of 14 December 2016, the Management Board of Eurocash S.A. of Komorniki hereby informs that on 30 December 2016, Eurocash purchased 100% shares in "Polska Dystrybucja Alkoholi" Sp. z o.o. based in Pabianice, a distributor of alcohol products in central Poland.

Acquisition of PDA will increase the Eurocash Group's share in the segment of alcohol distribution, which should result in an increase of its revenues.

GENERAL INFORMATION CONCERNING BUSINESS ACQUISITION OF THE UNITS

| 1. | Name of acquired company | PDA Sp. z o.o. |
|----|--------------------------|----------------|
| 2. | Acquisition date | 30.12.2016 |
| 3. | Acquisition cost | 18 920 000 |

Settlement of business acquisition

Due to the very short period between the acquisition of the Company and the preparation of these condensed consolidated interim financial statements, these condensed consolidated interim financial statements present a provisional settlement of the acquisition price of PDA Sp. z o.o. shares. The Group is in the process of identification and measurement of assets acquired and liabilities assumed.

| ACQUISITION COST | |
|------------------|------------|
| | as at |
| | 30.12.2016 |
| Cash | 18 920 000 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

18 920 000

| NET ASSETS ACQUIRED | Settlement of the acquisition as at 30.12.2016 |
|--|---|
| Assets | |
| Non-current assets (long-term) | 1 277 110 |
| Intangible assets | 35 085 |
| Tangible fixed assets | 663 802 |
| Deferred income tax assets | 578 222 |
| Current assets (short-term) | 46 602 960 |
| Inventory | 17 929 242 |
| Trade receivables | 23 369 559 |
| Current income tax receivables | 414 570 |
| Other short-term receivables | 1 477 671 |
| Short-term prepayments | 467 780 |
| Cash and cash equivalents | 2 944 138 |
| Total assets | 47 880 069 |
| Equity nad liabilities | |
| Equity nad liabilities Liabilities | 43 859 762 |
| | 43 859 762 264 259 |
| Liabilities | |
| Liabilities Non-current liabilities | 264 259 |
| Liabilities Non-current liabilities Eployee benefits | 264 259 264 259 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities | 264 259 264 259 43 595 503 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits | 264 259 264 259 43 595 503 18 759 066 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities | 264 259 264 259 43 595 503 18 759 066 472 554 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities Current income tax liabilities | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 660 543 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities Current income tax liabilities Other short-term liabilities | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 660 543 2 236 044 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities Current income tax liabilities Other short-term liabilities Current employee benefits | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 660 543 2 236 044 893 635 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities Current income tax liabilities Other short-term liabilities Current employee benefits Other short-term provisions | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 660 543 2 236 044 893 635 1 181 352 |
| Liabilities Non-current liabilities Eployee benefits Current liabilities Short-term loans and credits Other short-term financial liabilities Trade liabilities Current income tax liabilities Other short-term liabilities Current employee benefits Other short-term provisions Total liabilities | 264 259 264 259 43 595 503 18 759 066 472 554 19 392 309 660 543 2 236 044 893 635 1 181 352 43 859 762 |



Acquisition cost

| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

NOTE 2. RESTATEMENT OF COMPARATIVE DATA

Adjustments are related to the write-down of receivables at a subsidiary, which concerns the previous years and has been recognized in these financial statements and changes in presentation concerning the allocation of the cost of services sold and the cost of goods sold.

| | The amount in the approved report as at 31.12.2015 | Other corrections | The corrected amount as at 31.12.2015 | |
|--|--|-------------------|---------------------------------------|--|
| Assets | | | | |
| Current assets (short-term) | 2 736 410 924 | (6 987 875) | 2 729 423 049 | |
| Inventories | 968 330 792 | (398 677) | 967 932 115 | |
| Other short-term receivables | 113 390 483 | (6 589 198) | 106 801 285 | |
| Total assets | 5 024 550 967 | (6 987 875) | 5 017 563 092 | |
| Equity and liabilities | | | | |
| Equity | 1 168 122 628 | (6 987 875) | 1 161 134 753 | |
| Equity attributable to Owners of the Company | 1 107 314 501 | (6 987 875) | 1 100 326 626 | |
| Retained earnings | 224 006 155 | (6 987 875) | 217 018 280 | |
| Accumulated profit from previous years | 11 636 173 | (6 987 875) | 4 648 299 | |
| Total equity and liabilities | 5 024 550 967 | (6 987 875) | 5 017 563 092 | |

| | The amount in the | approved report | Correc | ction | The correct | ted amount |
|------------------------|-------------------|------------------|-----------------|-----------------|-----------------|------------------|
| | for the period | for the period | for the period | for the period | for the period | for the period |
| | from 01.10.2015 | from 01.01.2015 | from 01.10.2015 | from 01.01.2015 | from 01.10.2015 | from 01.01.2015 |
| | to 31.12.2015 | to 31.12.2015 | to 31.12.2015 | to 31.12.2015 | to 31.12.2015 | to 31.12.2015 |
| Costs of sales | (4 490 657 467) | (18 299 773 802) | - | - | (4 490 657 467) | (18 299 773 802) |
| Costs of goods sold | (4 451 529 810) | (18 140 163 033) | (3 632 562) | (17 004 103) | (4 455 162 372) | (18 157 167 136) |
| Costs of services sold | (37 967 344) | (156 460 902) | 3 632 562 | 17 004 103 | (34 334 782) | (139 456 799) |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

NOTE 3. OPERATING SEGMENTS

As a result of the analysis of Eurocash Group's business activities, the Group has distinguished the following segments that properly represent the different business characteristics:

- Independent clients sales transacted by those distribution formats whose clients do not have permanent contracts with the Eurocash Group. The segment includes wholesale operations carried out by the following distribution formats and companies: Eurocash Cash & Carry, Eurocash Alkohole, Eurocash Serwis Sp. z o.o., PayUp Polska S.A. and Eurocash Trade 1 Sp. z o.o.
- Integrated clients sales transacted by those distribution formats whose clients have long-term agreements with Eurocash Group, e.g. franchise systems or clients from the HoReCa segment. This segment includes sales organization and wholesale to clients-members of the Delikatesy Centrum franchise chain, as well as operations of such a franchise systems as: Lewiatan, Groszek and Euro Sklep. The segment involves the operations of the following companies: Eurocash S.A. (Delikatesy Centrum format), Euro Sklep S.A., Lewiatan Śląsk Sp. z o.o., Detal Podlasie Sp. z o.o., Lewiatan Podlasie Sp. z o.o., Lewiatan Holding S.A., Lewiatan Zachód Sp. z o.o., Lewiatan Wielkopolska Sp. z o.o., Lewiatan Kujawy sp. z o.o., Lewiatan Opole Sp. z o.o., Lewiatan Orbita Sp. z o.o., Lewiatan Północ Sp. z o.o., Lewiatan Podkarpacie Sp. z o.o. Moreover, this segment includes sales transacted by the Eurocash Gastronomia [Food Service] format.
- Active distribution wholesale activities transacted by the Eurocash Dystrybucja [Distribution] format
 within the company Eurocash S.A., and sales realized by companies: DEF Sp. z o.o. and Ambra Sp. z
 o.o.
- Projects this operating segment comprises the Group's new projects and retail formats in their initial phase of development, operating as the following entities: Eurocash Convenience Sp. z o.o., Kontigo Sp. z o.o., Eurocash Detal Sp. z o.o., ABC na kołach Sp. z o.o., Duży Ben Sp. z o.o., Sushi To Go Sp. z o.o. Sp. k. and new projects developed by Eurocash S.A.
- Other sales transacted by Eurocash Trade 2 Sp. z o.o., Eurocash VC2 Sp. z o.o., Eurocash VC3 Sp. z o.o., retail sales by Inmedio Sp. z o.o., Firma Rogala Sp. z o.o. and 4vapers Sp. z o.o., as well as the Group's general and administrative expenses not allocated to any operating segment.

There are varying levels of integration between the segments in the Group. These relationships include mutual sales of merchandise, provision of marketing services, logistics, administrative support, and other services. The accounting policies of each specific reporting segment are the same as the policies of the whole Group.

Eurocash Group operates only in the territory of Poland which, considering the economic conditions and business risks, can be treated as a uniform territory.

In the FMCG wholesale sector, sales in the first quarter of the year are traditionally lower than in the remaining quarters. Highest sales are generated in the summer season, to flatline in Q4.

Key managers of Eurocash Group do not periodically review the assets and liabilities of the particular operating segments.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

Basic information about each reportable segment is shown below.

REVENUES AND PROFITS BY BUSINESS SEGMENTS IN THE PERIOD FROM 01 JANUARY 2016 TO 31 DECEMBER 2016

| | Indenpendent clients | Active Distribution | Integrated clients | Projects | Other | Exclusions | Total |
|---|----------------------|---------------------|--------------------|--------------|--------------|-----------------|----------------|
| Sales | 13 792 212 944 | 4 333 238 664 | 3 392 861 540 | 160 532 577 | 976 522 116 | (1 448 888 176) | 21 206 479 666 |
| External sales | 12 958 358 330 | 4 304 218 921 | 2 807 563 137 | 160 448 932 | 975 890 346 | - | 21 206 479 666 |
| Inter-segmental sales | 833 854 614 | 29 019 743 | 585 298 403 | 83 645 | 631 770 | (1 448 888 176) | - |
| Operating profit | 182 469 702 | 102 018 031 | 92 637 704 | (28 868 668) | (73 974 550) | - | 274 282 219 |
| Finance income | | | | | | | 24 205 984 |
| Finance costs | | | | | | | (57 849 438) |
| Share in losses of companies consolidated | | | | | | | |
| with the equity method | | | | | | | (4 720 007) |
| Profit before income tax | | | | | | | 235 918 759 |
| Income tax | | | | | | | (45 902 013) |
| Net profit | | | | | | | 190 016 746 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

REVENUES AND RESULTS BY BUSINESS SEGMENTS IN THE PERIOD FROM 01 JANUARY 2015 TO 31 DECEMBER 2015

| | Indenpendent clients | Active Distribution | Integrated clients | Projects | Other | Exclusions | Total |
|---|----------------------|---------------------|--------------------|--------------|--------------|---------------|----------------|
| Sales | 13 133 620 361 | 4 369 811 056 | 3 086 736 247 | 88 789 520 | 555 642 640 | (916 387 189) | 20 318 212 635 |
| External sales | 12 594 822 255 | 4 349 053 362 | 2 730 372 872 | 88 374 929 | 555 589 217 | - | 20 318 212 635 |
| Inter-segmental sales | 538 798 105 | 20 757 694 | 356 363 375 | 414 591 | 53 423 | (916 387 189) | = |
| Operating profit | 204 013 396 | 80 495 883 | 105 513 888 | (17 869 785) | (47 071 194) | - | 325 082 188 |
| Finance income | | | | | | | 17 009 610 |
| Finance costs | | | | | | | (72 657 419) |
| Share in losses of companies consolidated | | | | | | | |
| with the equity method | | | | | | | (3 796 752) |
| Profit before income tax | | | | | | | 265 637 627 |
| Income tax | | | | | | | (35 426 257) |
| Net profit | | | | | | | 230 211 370 |



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

NOTE 4. ITEMS NOT INCLUDED IN THE STATEMENT OF FINANCIAL POSITION

CONTINGENTIES AS AT 31 DECEMBER 2016

| | Beneficiary | Title | Currency | as at 31.12.2016 | as at 31.12.2015 |
|---|-------------|---|----------|---------------------|---------------------|
| 1 | BZ WBK * | Surety for the obligations due to the "Franchise partners financing program" for the Franchisee Delkatesy Centrum | PLN | 12 280 125 | 30 546 530 |
| | | | _ | 12 280 125 | 30 546 530 |

^{*} debt value as at balance sheet date

BANK GUARANTEES AS AT 31 DECEMBER 2016 - SECURITIES FOR RENT LIABILITIES

| | The Issuer | Title | Currency | as at 31.12.2016 | as at 31.12.2015 |
|---|-------------|--|----------|---------------------|---------------------|
| 1 | ING | Security for rent liabilities | PLN | - | 821 100 |
| 2 | ING | Security payments to suppliers | PLN | 37 500 | 6 550 000 |
| 3 | PKO BP S.A. | Security for liabilities due to Agency agreement | PLN | 500 000 | 500 000 |
| 4 | PKO BP S.A. | Security for rent liabilities | PLN | 6 796 675 | 5 016 630 |
| 5 | PKO BP S.A. | Security for rent liabilities | PLN* | 24 801 131 | 22 121 539 |
| 6 | PKO BP S.A. | Security for excise duty | PLN | 2 100 000 | 3 100 000 |
| 7 | PKO BP S.A. | Security for using of the national roads | PLN | 620 100 | 620 100 |
| 8 | PKO BP S.A. | The liabilities of the promotion lottery | PLN | 523 659 | 384 468 |
| 9 | PKO BP S.A. | Security payments to suppliers | PLN | 72 230 000 | 115 070 000 |
| | | | | 107 609 065 | 154 183 836 |

 $^{^*}$ - Guarantee in EUR is translated into PLN at the average exchange rate of NBP: as at 31.12.2015: 1 EUR = 4,2615 PLN, as at 31.12.2016: 1 EUR = 4,4240 PLN.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

COLLATERALS

SECURITIES RELATED TO ASSETS AS AT 31 DECEMBER 2016

| Title | Secured property | Amount secure in PLN |
|---|--|----------------------|
| ING security on the credit line agreement * | Deposit on inventories Eurocash S.A. | 90 000 000 |
| Securing a framework agreement to provide bank guarantees PKO BP* | Deposit on inventories Eurocash Serwis Sp. z o.o. | 80 000 000 |
| Security on the consolidated loan agreement to the amount 700.000.000 PLN * | Deposit on inventories Eurocash Serwis Sp. z o.o. | 9 547 300 |
| Security on the consolidated loan agreement to the amount 700.000.000 PLN * | Deposit on inventories Eurocash Franczyza Sp. z o.o. | 3 800 000 |
| Financial leasing agreements (due to net value of fixed assets at the balance sheet date) | Ownership of fixed assets in financial leasing | 11 205 479 |

^{*} security nominal value

NOTE 5.

FAIR VALUE OF FINANCIAL INSTRUMENTS

As at 31 December 2016, the fair value of financial instruments approximated their carrying value. The Group implements interest rate risk security instruments (IRS), which are measured at their fair value. For these IRSs, the fair value was qualified to level 2 of the hierarchy - fair value is determined based on the values observed on the market yet not being direct market quotes (e.g. determined by direct or indirect reference to similar instruments existing on the market). In connection with the applied hedge accounting, the effect of valuation is recognized in other comprehensive income.

NOTE 6.

IMPORTANT EVENTS DURING THE PERIOD COVERED BY THE FINANCIAL STATEMENTS

1. Resolution on dividend payment made by the EUROCASH S.A. Ordinary General Meeting

Through Resolution No. 5 of 19 April 2016 on the allocation of the profit for the year 2015, the Ordinary General Meeting of EUROCASH S.A. decided to distribute a dividend from the profits of the Company.

The Ordinary General Meeting of Eurocash S.A. decided that the net profit for 2015 amounting to PLN 500,681,214.00 should be distributed in the following manner:

- (1) shareholders of record on 11 May 2016 should receive the dividend payment in the amount of PLN 1.00 (one Polish zloty) per one share of the Company, and
- (2) the remaining part of the profit for 2015 shall be transferred to the Company's reserve capital.

Dividend was paid on 31 May 2016. The number of shares eligible for dividend as at 11 May 2016 was 139,084,436.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

2. Choice of an entity authorized to audit financial statements

The Management Board of Eurocash S.A. hereby informs that the Supervisory Board of Eurocash, acting under par.14 point 2 of the Statute of the Company, on 22 November 2016, chose KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp. k. with its registered office in Warsaw, registered by the National Chamber of Statutory Auditors as a certified auditor of financial statements under No. 3546, to act as third party auditor to audit the Company's financial statements for the year 2016.

3. Execution of a significant agreement with Marie Brizard Wine&Spirits Polska Sp. z o.o.

The Management Board of Eurocash S.A. of Komorniki hereby informs that on 29 November 2016, Eurocash entered into an agreement with Marie Brizard Wine&Spirits Polska Sp. z o. o. ("MBWS") as the supplier and Eurocash Serwis Sp. z o.o. (referred to as "Distributors" together with Eurocash) for distribution of alcoholic beverages.

MWBS specializes in production and wholesale of strong alcoholic beverages.

The Agreement constitutes an extension of cooperation between Eurocash Group and MBWS and increases the volume of goods offered by MBWS and distributed by the Eurocash Group.

The Agreement provides for contractual penalties in case the sales terms become less advantageous than those prescribed in the Agreement. The Agreement does not specify the maximum amount of such contractual penalties. Under the Agreement, the Distributors are entitled to seek compensation exceeding the value of due contractual penalties.

The Agreement has been executed for a term of 3 years; after the expiry of that term, the Agreement will be automatically converted into an agreement for an indefinite term (provided that neither party expresses an intention to terminate the cooperation).

Other terms of the Agreement do not differ from those commonly used for commercial agreements of this type. The Agreement was considered significant, since the expected combined value of turnover exceeds 10% of total sales revenue of Eurocash Group for the last four financial quarters..



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

NOTE 7.

SIGNIFICANT EVENTS AFTER THE PERIOD COVERED BY THE FINANCIAL STATEMENTS

1. Acquisition of 100% shares in EKO Holding S.A. by Eurocash

The Management Board of Eurocash S.A. located in Komorniki, with reference to the current report No. 5/2016 of 18 March 2016., report No. 29/2016 of 23 December 2016. and report No. 30/2016 of 29 December 2016, hereby informs that on 4 January 2017, Eurocash purchased 100% of shares in the company EKO Holding S.A. based in Nowa Wieś Wrocławska.

Thus, Eurocash acquired a network of approximately 250 EKO brand grocery stores (operating mainly in southwestern Poland), which will allow for further development of Eurocash Group and better use of its potential. Consequently, this should translate into revenue growth of Eurocash Group.

2. Resignation of Member of the Management Board

On 13th January 2017 Mr. David Boner resigned from his position of Member of the Management Board of Eurocash, with effect on 13th January 2017.

On 22 February 2017, Przemysław Ciaś was appointed Member of the Management Board of Eurocash S.A.



| Condensed interim consolidated financial statements of EUROCASH Group. | | | | | |
|---|--|--|--|--|--|
| Financial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

SIGNATURES OF THE MANAGEMENT BOARD MEMBERS

| Position | Name and surname | Date | Signature |
|---|-------------------|-----------------------------------|-----------|
| Member of the Management Board Financial Director | Jacek Owczarek | 23 rd February 2017 | |
| Member of the Management Board | Arnaldo Guerreiro | 23 rd February 2017 | |



SELECTED SEPARATE FINANCIAL DATA

| | Non audited | Non audited | Non audited | Non audited |
|--|----------------|----------------|-----------------|----------------|
| | for the period | for the period | for the period | for the period |
| | • | • | from 01.01.2016 | • |
| | to 31.12.2016 | to 31.12.2015 | to 31.12.2016 | to 31.12.2015 |
| | PLN | PLN | EUR | EUR |
| Net sales | 14 225 192 888 | 13 750 715 992 | 3 260 789 201 | 3 286 578 549 |
| Operating profit (loss) | 134 977 272 | 197 393 556 | 30 940 349 | 47 179 320 |
| Profit (loss) before tax | 125 010 194 | 527 891 583 | 28 655 632 | 126 172 132 |
| Net Profit (loss) on continued operations | 102 614 073 | 500 681 214 | 23 521 851 | 119 668 542 |
| Net profit (loss) | 102 614 073 | 500 681 214 | 23 521 851 | 119 668 542 |
| Net operating cash flow | 40 480 904 | 774 170 775 | 9 279 290 | 185 035 679 |
| Net investment cash flow | 110 310 155 | 54 455 174 | 25 285 996 | 13 015 410 |
| Net financial cash flow | (100 474 074) | (812 704 819) | (23 031 306) | (194 245 756) |
| Net change in cash and cash equivalents | 50 316 986 | 15 921 130 | 11 533 979 | 3 805 332 |
| Weighted average number of shares | 138 952 047 | 138 697 752 | 138 952 047 | 138 697 752 |
| Weighted average diluted number of shares | 139 100 635 | 138 761 353 | 139 100 635 | 138 761 353 |
| EPS (in PLN / EUR) | 0,74 | 3,61 | 0,17 | 0,86 |
| Diluted EPS (in PLN / EUR) | 0,74 | 3,61 | 0,17 | 0,86 |
| Average PLN / EUR rate* | | | 4,3625 | 4,1839 |
| | Non audited | | Non audited | |
| | as at | as at | as at | as at |
| | 31.12.2016 | 31.12.2015 | 31.12.2016 | 31.12.2015 |
| | PLN | PLN | EUR | EUR |
| Assets | 5 088 491 488 | 5 016 924 491 | 1 150 201 512 | 1 177 267 275 |
| Long-term liabilities | 255 634 872 | 180 427 849 | 57 783 651 | 42 339 047 |
| Short-term liabilities | 3 736 923 837 | 3 649 385 875 | 844 693 453 | 856 361 815 |
| Equity | 1 095 932 779 | 1 187 110 767 | 247 724 408 | 278 566 413 |
| Share capital | 139 096 361 | 138 829 311 | 31 441 311 | 32 577 569 |
| Number of shares | 139 096 361 | 138 829 311 | 139 096 361 | 138 829 311 |
| Diluted number of shares | 139 530 636 | 139 530 636 | 139 530 636 | 139 530 636 |
| Book value per share (in PLN / EUR) | 7,88 | 8,55 | 1,78 | 2,01 |
| Diluted book value per share (in PLN / EUR) | 7,85 | 8,51 | 1,78 | 2,00 |
| Declared or paid dividend (in PLN / EUR)*** | 139 084 436 | 109 451 447 | 31 438 616 | 25 683 784 |
| Declared or paid dividend per share (in PLN / EUR) | 1,00 | 0,79 | 0,23 | 0,19 |
| PLN / EUR rate at the end of the period** | | | 4,4240 | 4,2615 |

^{*} Profit and loss items and cash flow items calculated on basis at a weighted average rate announced by the National Bank of Poland for 4Q 2016.

^{**} Balance sheet items and book value per share have been converted using the official mid-rates announced by the National Bank of Poland prevailing on the balance sheet date.

^{***} Dividend for 2015 year was paid till 31 May 2016 for shareholders of Parent Company as at 11 May 2016.

EUROCASH S.A. CONDENSED INTERIM SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2016 TO 31 DECEMBER 2016

TRANSLATORS' EXPLANATORY NOTE

The following document is a free translation of the report of the above-mentioned Polish Company. In the event of any discrepancy in interpreting the terminology, the Polish version is binding.

| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|------------------------|--------------------|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

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| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|------------------------|--------------------|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

GENERAL INFORMATION

1. INFORMATION ABOUT THE COMPANY

NAME

EUROCASH Spółka Akcyjna

REGISTERED OFFICE

ul. Wiśniowa 11, 62-052 Komorniki

CORE BUSINESS

Non-specialized wholesale trade (PKD 4690Z)

REGISTRY COURT

District Court Poznań - Nowe Miasto i Wilda of Poznań, VIII Commercial Division of the National Court Register,

Registration number: KRS 0000213765

DURATION OF THE COMPANY

Indefinite

PERIOD COVERED BY THE FINANCIAL STATEMENTS

The reporting period is 1 January 2016 - 31 December 2016 and in addition, for the income statement and the statement of comprehensive income, the reporting period is 1 October 2016 - 31 December 2016.

The separate statement of financial position has been prepared as at 31 December 2016. Comparative data has been presented in accordance to UE-approved IAS 34 – Interim financial reporting.

2. BODIES OF THE COMPANY

2.1. MANAGEMENT BOARD

As at 31 December 2016 the Company's Management Board consisted of the following members:

Luis Manuel Conceicao Do Amaral - President of the Management Board,

Rui Amaral - Member of the Management Board,

Arnaldo Guerreiro - Member of the Management Board,

Pedro Martinho - Member of the Management Board,

Katarzyna Kopaczewska – Member of the Management Board,

Jacek Owczarek - Member of the Management Board,

David Boner – Member of the Management Board.



| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|------------------------|--------------------|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

2.2. SUPERVISORY BOARD

As at 31 December 2016 the Company's Supervisory Board consisted of the following members:

João Borges de Assunção – President of the Supervisory Board,
Eduardo Aguinaga de Moraes – Member of the Supervisory Board,
Francisco José Valente Hipólito dos Santos – Member of the Supervisory Board,
Hans Joachim Körber – Member of the Supervisory Board,
Jacek Szwajcowski – Member of the Supervisory Board.

2.3. CHANGES IN THE MANAGEMENT AND SUPERVISORY BOARD

There were no changes in the membership of the Management and Supervisory Board in the reporting period.

On 13 January 2017, David Boner resigned from his position of Member of the Management Board, effective as at 13 January 2017.

On 22 February 2017, Przemysław Ciaś was appointed Member of the Management Board of Eurocash S.A.



| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|------------------------|--------------------|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

Condensed separate income statement for the period from 01.01.2016 to 31.12.2016 and for the period from 01.10.2016 to 31.12.2016

| | Non audited | Non audited | Non audited | Non audited |
|-------------------------------------|-----------------|------------------|-----------------|------------------|
| | 4th Quarter | 4 Quarters | 4th Quarter | 4 Quarters |
| | for the period | for the period | for the period | for the period |
| | from 01.10.2016 | from 01.01.2016 | from 01.10.2015 | from 01.01.2015 |
| | to 31.12.2016 | to 31.12.2016 | to 31.12.2015 | to 31.12.2015 |
| | | | restated * | restated * |
| Sales | 3 604 758 198 | 14 225 192 888 | 3 443 000 361 | 13 750 715 992 |
| Sales of goods | 3 309 504 408 | 13 216 626 476 | 3 206 223 270 | 12 968 489 002 |
| Sales of services | 295 253 790 | 1 008 566 413 | 236 777 091 | 782 226 990 |
| Costs of sales | (3 178 804 713) | (12 664 587 741) | (3 018 452 380) | (12 227 251 938) |
| Cost of goods and services sold | (3 178 804 713) | (12 664 587 741) | (3 018 452 380) | (12 227 251 938) |
| Gross profit (loss) | 425 953 485 | 1 560 605 148 | 424 547 981 | 1 523 464 054 |
| Selling expenses | (288 343 801) | (1 131 751 710) | (252 926 170) | (1 054 775 122) |
| General and administrative expenses | (63 721 683) | (245 149 772) | (53 205 405) | (224 239 007) |
| Profit (loss) on sales | 73 888 001 | 183 703 666 | 118 416 406 | 244 449 925 |
| Other operating income | 12 669 476 | 44 238 787 | 6 590 312 | 33 311 710 |
| Other operating expenses | (17 110 328) | (92 965 181) | (21 312 658) | (80 368 079) |
| Operating profit (loss) | 69 447 149 | 134 977 272 | 103 694 061 | 197 393 556 |
| Financial income | 5 001 940 | 49 638 176 | 337 312 959 | 415 464 440 |
| Financial costs | (25 893 256) | (59 605 254) | (34 643 883) | (84 966 414) |
| Profit before tax | 48 555 833 | 125 010 194 | 406 363 136 | 527 891 583 |
| Income tax expense | (11 687 706) | (22 396 121) | (14 142 466) | (27 210 369) |
| Profit for the period | 36 868 127 | 102 614 073 | 392 220 671 | 500 681 214 |

NET EARNINGS PER SHARE

| | PLN / share | PLN / share |
|---|-------------|-------------|
| Net profit (loss) | 102 614 073 | 500 681 214 |
| Weighted average number of shares | 138 952 047 | 138 697 752 |
| Weighted average diluted number of shares | 139 100 635 | 138 761 353 |
| Earnings per share for continued operations | | |
| - basic | 0,74 | 3,61 |
| - diluted | 0,74 | 3,61 |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|------------------------|--------------------|--|
| Financial statements period: | 01.01-31.12.2016 | Presentation currency: | Polish zloty (PLN) | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

CONDENSED SEPARATE STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD FROM 01.01.2016 TO 31.12.2016 AND FOR THE PERIOD FROM 01.10.2016 TO 31.12.2016

| Non audited | Non audited | Non audited | Non audited |
|-----------------|---|---|--|
| 4th Quarter | 4 Quarters | 4th Quarter | 4 Quarters |
| for the period | for the period | for the period | for the period |
| from 01.10.2016 | from 01.01.2016 | from 01.10.2015 | from 01.01.2015 |
| to 31.12.2016 | to 31.12.2016 | to 31.12.2015 | to 31.12.2015 |
| | | | |
| 36 868 127 | 102 614 073 | 392 220 671 | 500 681 214 |
| 1 798 361 | 4 333 575 | 1 440 996 | 3 538 044 |
| | | | |
| 1 798 361 | 4 333 575 | 1 440 996 | 3 538 044 |
| 38 666 488 | 106 947 648 | 393 661 667 | 504 219 258 |
| | 4th Quarter for the period from 01.10.2016 to 31.12.2016 36 868 127 1 798 361 | 4th Quarter for the period from 01.10.2016 to 31.12.2016 to 31.12.2016 36 868 127 102 614 073 1 798 361 4 333 575 | 4th Quarter for the period from 01.10.2016 4 Quarters for the period from 01.01.2016 4th Quarter for the period from 01.01.2016 4th Quarter for the period from 01.10.2015 31.12.2016 4 31.12.2016 4 31.12.2016 4 31.12.2016 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

CONDENSED SEPARATE STATEMENT OF FINANCIAL POSITION AS AT 31.12.2016

| | Non audited | |
|--|---------------|---------------|
| | as at | as a |
| | 31.12.2016 | 31.12.201 |
| Assets | | |
| Non-current assets (long-term) | 2 716 658 883 | 2 651 110 497 |
| Goodwill | 862 819 840 | 862 819 840 |
| Intangible assets | 541 468 892 | 551 860 667 |
| Property, plant and equipment | 445 211 824 | 461 882 685 |
| Investment real property | 988 495 | 1 004 191 |
| Investments in subsidiary companies | 825 056 471 | 736 667 370 |
| Investments in associates and joint ventures | 38 375 300 | 34 529 802 |
| Other long-term investments | 58 723 | 58 723 |
| Long-term receivables | 1 891 493 | 1 869 819 |
| Other long-term prepayments | 787 846 | 417 399 |
| Current assets (short-term) | 2 371 832 605 | 2 365 813 994 |
| Invetories | 798 998 549 | 733 502 480 |
| Trade receivables | 1 310 850 709 | 1 163 571 93 |
| Current tax assets | 7 637 106 | 10 593 667 |
| Other short-term receivables | 90 215 076 | 59 959 76 |
| Other short-term investments | 35 432 551 | 334 228 360 |
| Short-term prepayments | 35 674 496 | 21 250 66° |
| Cash and cash equivalents | 93 024 119 | 42 707 133 |
| Total assets | 5 088 491 488 | 5 016 924 491 |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

CONDENSED SEPARATE STATEMENT OF THE FINANCIAL POSITION AS AT 31.12.2016

| | Non audited | |
|---|---------------|---------------|
| | as at | as a |
| | 31.12.2016 | 31.12.201 |
| Equity and liabilities | | |
| Equity | 1 095 932 779 | 1 187 110 767 |
| Share capital | 139 096 361 | 138 829 311 |
| Reserve capital | 840 201 193 | 468 723 565 |
| Hedging reserve | (6 310 705) | (10 644 280) |
| Option for purchase/selling the shares | (69 189 100) | - · |
| Retained earnings | 192 135 030 | 590 202 171 |
| Accumulated profit (loss) from previous years | 89 520 957 | 89 520 957 |
| Profit for the period | 102 614 073 | 500 681 214 |
| Liabilities | 3 992 558 708 | 3 829 813 724 |
| Non-current liabilities | 255 634 872 | 180 427 849 |
| Other long-term financial liabilities | 149 308 867 | 153 552 495 |
| Other long-term liabilities | 70 018 950 | 965 072 |
| Deferred tax liabilities | 33 417 376 | 23 020 603 |
| Employee benefits | 2 889 679 | 2 889 679 |
| Current liabilities | 3 736 923 837 | 3 649 385 875 |
| Loans and borrowings | 738 498 237 | 675 945 159 |
| Short-term financial liabilities | 50 656 437 | 37 551 481 |
| Trade liabilities | 2 750 359 676 | 2 725 182 818 |
| Other short-term payables | 33 423 260 | 61 139 602 |
| Current employee benefits | 63 733 692 | 59 098 290 |
| Provisions | 100 252 534 | 90 468 525 |
| Total equity and liabilities | 5 088 491 488 | 5 016 924 491 |

BOOK VALUE PER SHARE

| | as at | as at | |
|------------------------------|---------------|---------------|--|
| | 31.12.2016 | 31.12.2015 | |
| Book value | 1 095 932 779 | 1 187 110 767 | |
| Number of shares | 139 096 361 | 138 829 311 | |
| Diluted number of shares | 139 530 636 | 139 530 636 | |
| Book value per share | 7,88 | 8,55 | |
| Diluted book value per share | 7,85 | 8,51 | |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

CONDENSED SEPARATE STATEMENT OF CASH FLOWS FOR THE PERIOD FROM 01.01.2016 TO 31.12.2016

| | Non audited | Non audited |
|--|--------------------------------|--------------------------------|
| | 4 Quarters | 4 Quarters |
| | for the period | for the period |
| | from 01.01.2016 | from 01.01.2015 |
| | to 31.12.2016 | to 31.12.2015 |
| Cash flow from operating activities | | |
| Profit (loss) before income tax | 125 010 194 | 527 891 583 |
| Adjustments for: | 136 098 869 | (219 591 902) |
| Depreciation and amorization | 111 494 591 | 102 932 784 |
| Equity-settled shared share-based payment transactions | - | 1 013 543 |
| (Gain) loss on sale of property, plant and equipment | 3 255 265 | 5 614 727 |
| Interest expenses | 54 029 764 | 72 337 696 |
| Interest received | (9 986 577) | (2 335 946) |
| Dividend and remission of sales income | (22 694 173) | (399 154 706) |
| Operating cash before changes in working capital | 261 109 064 | 308 299 680 |
| Changes in inventories | (GE 40C 0C0) | 220 002 024 |
| Changes in inventories Changes in receivables | (65 496 068) (145 139 283) | 328 983 021 85 026 845 |
| Changes in payables | 4 140 945 | 52 536 011 |
| Changes in provisions and emploee benefits | 7 549 636 | 20 361 228 |
| Other adjustments | - | (823 439) |
| Operating cash | 62 164 293 | 794 383 346 |
| Interest received | 1 444 989 | 969 840 |
| Interest paid | (13 068 531) | (19 222 097) |
| Income tax paid | (10 059 848) | (1 960 314) |
| Net cash from oparating activities | 40 480 904 | 774 170 775 |
| Cash flow from investing activities | | |
| Acquisition of intangible assets | (30 144 140) | (14 623 605) |
| Proceeds from sale of intangible assets | (86 947) | 417 855 |
| Acquisition of property, plant and equipment | (81 895 827) | (88 416 149) |
| Proceeds from sale of property, plant and eqiupment | 10 169 794 [°] | 15 802 276 |
| Acquisition of associates | (3 845 498) | (9 200 000) |
| Acquisition of subsidiarieses, net of cash acquired | (88 389 100) | - |
| Advances for acquisition of subsidiaries | (21 000 000) | = |
| Loans granted | (24 355 832) | (16 003 336) |
| Repayment received of granted loans | 323 129 026 | - |
| Interest received | 4 034 507 | 117 058 |
| Dividends received and remission of sales income | 22 694 173 | 166 361 075 |
| Net cash used in investing activities | 110 310 155 | 54 455 174 |
| Cash flows from financing activities | | |
| Proceeds from issue of share capital | 10 147 900 | 5 661 715 |
| Income/expenses for other financial liabilities | (4 852 862) | 2 191 277 |
| Expenses for issuance of short-term securities | - | (42 000 000) |
| Issuance of short term debt securities | 21 000 000 | - |
| Proceeds from loans and borrowings | 200 000 000 | - |
| Repayment of borrowings | (147 952 961) | (613 172 726) |
| Payment of finance lease liabilities | (1 935 716) | (2 673 321) |
| Other interest | (18 929 698) | (21 521 520) |
| Interests on loans and borrowings | (18 866 301) | (31 632 543) |
| Dividends paid Net cash used in financing activities | (139 084 436) (100 474 074) | (109 557 702) (812 704 819) |
| Net change in cash and cash equivalents | 50 316 986 | |
| | | 15 921 130 |
| Cash and cash equivalents at the beginning of the period Cash and cash equivalents at the end of the period | 42 707 133 | 26 786 003 42 707 133 |
| Cash and Cash equivalents at the end of the period | 93 024 119 | 42 707 133 |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | |
|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | |

CONDENSED SEPARATE STATEMENT ON CHANGES IN EQUITY IN THE PERIOD FROM 01.01.2016 TO 31.12.2016

| | Share capital | Reserve pu capital | Option for irchase/selling the shares | Hedge reserve | Retained earnings | Total |
|--|------------------|-----------------------|---|---------------|-------------------|---------------|
| Changes in equity in the period from 01.01 to 31.12.2015 | | | | | | |
| Balance as at 1 January 2015 | 138 680 636 | 327 174 749 | - | (14 182 324) | 334 100 893 | 785 773 954 |
| Total comprehensive income for the reporting period | | | | | | |
| Profit (loss) for the period from 01.01. to 31.12.2015 | - | - | - | - | 500 681 214 | 500 681 214 |
| Net profit presented directly in equity | - | - | - | 3 538 044 | - | 3 538 044 |
| Total comprehensive income or the period from 01.01. to | | | | 3 538 044 | 500 681 214 | 504 219 258 |
| 31.12.2015 | - | - | - | 3 330 044 | 300 001 214 | 304 219 236 |
| Dividends | - | - | - | - | (109 557 702) | (109 557 702) |
| Transfer to reserve capital | - | 135 022 233 | - | - | (135 022 233) | - |
| Equity-settled share based payment transactions | - | 1 013 543 | - | - | - | 1 013 543 |
| Share options excercised | 148 675 | 5 513 040 | - | - | - | 5 661 715 |
| Total transaction with Owners of the Company recognized directly in equity | 148 675 | 141 548 816 | - | - | (244 579 936) | (102 882 445) |
| Balance as at 31.12.2015 | 138 829 311 | 468 723 565 | - | (10 644 280) | 590 202 171 | 1 187 110 767 |
| Changes in equity in the period from 01.01. to 31.12.2016 | | | | | | |
| Balance as at 01 January 2016 | 138 829 311 | 468 723 565 | - | (10 644 280) | 590 202 171 | 1 187 110 767 |
| Total comprehensive income for the reporting period | | | | . , | | |
| Profit (loss) for the period from 01.01 to 31.12.2016 | - | - | - | - | 102 614 073 | 102 614 073 |
| Other comprehensive income for the period 01.01 to 31.12.2016 | _ | - | _ | 4 333 575 | = | 4 333 575 |
| Total comprehensive income for the period from 01.01. to | | | | 4 000 575 | 400 044 070 | 400 047 040 |
| 31.12.2016 | - | - | - | 4 333 575 | 102 614 073 | 106 947 648 |
| Dividends | - | - | - | = | (139 084 436) | (139 084 436) |
| Transfer to reserve capital | - | 361 596 778 | - | - | (361 596 778) | - |
| Share options excercised | 267 050 | 9 880 850 | - | - | - | 10 147 900 |
| Settlement of acquisition and sale of shares | - | - | (69 189 100) | - | - | (69 189 100) |
| Total transaction with Owners of the Company recognized directly in equity | 267 050 | 371 477 628 | (69 189 100) | - | (500 681 214) | (198 125 636) |
| Balance as at 31.12.2016 | 139 096 361 | 840 201 193 | (69 189 100) | (6 310 705) | 192 135 030 | 1 095 932 779 |



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

SUPLEMENTARY INFORMATION TO THE CONDENSED INTERIM SEPARATE FINANCIAL STATEMENTS PREPARED FOR THE PERIOD FROM 01.01.2016 TO 31.12.2016

1. GENERAL INFORMATION

1.1. ISSUE OF THE FINANCIAL STATEMENT

According to the resolution of the Management Board dated 23 February 2017, the separate financial statements of Eurocash S.A. for the period from 1 January 2016 to 31 December 2016 were authorised for publication.

Eurocash S.A. is a listed company and its shares are publicly traded.

1.2. STATEMENT OF COMPLIANCE

The condensed interim separate financial statements have been prepared in accordance with the International Accounting Standard IAS 34 - Interim Financial Reporting, as approved by the European Union.

These condensed interim financial statements should be read in conjunction with the condensed interim consolidated financial statements of Eurocash S.A. Group as at and for the period ended 31 December 2016, and the separate financial statements of Eurocash S.A. as at and for the year ended 31 December 2015, which are available on the website www.eurocash.pl.

1.3. PRESENTATION CURRENCY, ROUNDINGS

These condensed interim separate financial statements are presented in PLN, which is the Company's functional and presentation currency. All financial information presented in PLN has been rounded to the nearest PLN (unless it is otherwise indicated).

1.4. USE OF ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in conformity with UE IFRSs requires Management to make judgments, estimates and assumptions that affect the application of certain accounting policies and the reported amounts of assets, liabilities, incomes and expenses. Estimates and underlying assumptions are made based on historical experience and other factors accepted as reasonable in the given circumstances, and the results of estimates and judgements are a basis for the determination of the carrying value of assets and liabilities not resulting directly from other sources. Actual values may differ from those estimates. The extent of significant judgements, estimates and assumptions is presented in the 2015 financial statements and has not changed during the current financial period.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised or in the current period or any future periods affected, if a change in estimates relates to both the current and future periods.

1.5. COMPARABILITY OF FINANCIAL STATEMENTS

Accounting principles as well as calculation methods applied in the preparation of the financial statements remained unchanged in comparison to the ones applied in the last annual separate financial statements for the year ended 31st December 2015.



| Condensed interim separate financial statements of EUROCASH S.A. | | | | | | |
|--|--|--|--|--|--|--|
| Financial statements period: | 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | | | |

1.6. GOING CONCERN ASSUMPTION

The financial statements were prepared under the assumption that the Company will continue to operate as a going concern for the foreseeable future.

2. NOTES TO CONDENSED INTERIM SEPARATE FINANCIAL STATEMENTS PREPARED FOR THE PERIOD FROM 01.01.2016 TO 31.12.2016

NOTE 1. RESTATEMENT OF COMPARABLE DATA

The adjustment refers to the allocation of the cost of services sold and the cost of goods sold.

| | The amount in the | e approved report Corre | | ction The correct | | ed amount |
|------------------------------------|--|--|--|--|--|--|
| | for the period from 01.10.2015 to 31.12.2015 | for the period from 01.01.2015 to 31.12.2015 | for the period from 01.10.2015 to 31.12.2015 | for the period from 01.01.2015 to 31.12.2015 | for the period from 01.10.2015 to 31.12.2015 | for the period from 01.01.2015 to 31.12.2015 |
| Costs of sales Costs of goods sold | (3 018 452 380) (3 017 746 488) | (12 227 251 938) (12 223 825 137) | - (705 892) | - (3 426 801) | (3 018 452 380) (3 018 452 380) | (12 227 251 938) (12 227 251 938) |
| Costs of services sold | (705 892) | (3 426 801) | 705 892 | 3 426 801 | - | - |

NOTE 2.

OTHER EXPLANATORY INFORMATION

These condensed interim separate financial statements should be read in conjunction with condensed interim consolidated financial statements of Eurocash S.A. Group prepared as at and for the period ended 31 December 2016.

According to the Management Board of Eurocash S.A., notes to the condensed interim consolidated financial statements of Eurocash S.A. Group comprise all the relevant information required for a proper assessment of the assets and financial position of the Company in the reporting period.

NOTE 3.

IMPORTANT EVENTS AFTER BALANCE SHEET DATE

1. Resignation of member of the management board

On 13th January 2017 Mr. David Boner resigned from function of Member of the Management Board of Eurocash, with effect on 13th January 2017.

On 22 February 2017, Przemysław Ciaś was appointed Member of the Management Board of Eurocash S.A.



| Condensed interim separate financial statements of EUROCASH S.A. | | | | |
|--|--|--|--|--|
| inancial statements period: 01.01-31.12.2016 Presentation currency: Polish zloty (PLN) | | | | |
| Level of round-offs: | All amounts are expressed in Polish zloty (unless indicated otherwise) | | | |

SIGNATURES OF THE MANAGEMENT BOARD MEMBERS

| Position | Name and surname | Date | Signature |
|---|-------------------|-----------------------------------|-----------|
| Member of the Management Board Financial Director | Jacek Owczarek | 23 rd February 2017 | |
| Member of the Management Board | Arnaldo Guerreiro | 23 rd February 2017 | |



| EUROCASH S.A CONSOLIDATED QUARTELY REPORT (4Q 2016) | Page 1 |
|---|--------|
| REPORT OF THE MANAGEMENT BOARD | |

Management discussion of the financial results for 4Q 2016

1. Summary of financial and operational results of Eurocash Group in 4Q 2016 and 4Q YTD 2016

- Cash&Carry including Eurocash Cash&Carry and Batna stores
- Delikatesy Centrum encompassing sales of Eurocash S.A. to retail stores supplied based on franchise and distribution contracts executed with Eurocash Franczyza Sp. z o.o.
- Tobacco & Impulse sales of Eurocash Serwis Sp. z o.o
- Alcohol Distribution sales of Eurocash S.A. in Eurocash Alkohole format
- Eurocash Food Service sales of Eurocash S.A. realized to gastronomy points (HoReCa)
- Eurocash Distribution consisting of:
 - o active distribution companies (Eurocash S.A. after merger with Tradis Sp. z o.o., DEF Sp. z o.o., AMBRA Sp. z o.o.), and
 - o companies organizing or supporting franchise chains of retail shops: : Euro Sklep S.A., Lewiatan Holding S.A., Lewiatan Podlasie Sp. z o.o., Lewiatan Śląsk Sp. z o.o., Lewiatan Zachód Sp. z o.o., Lewiatan Północ Sp. z o.o., Lewiatan Opole Sp. z o.o., Lewiatan Wielkopolska Sp. z o.o., Lewiatan Podkarpacie Sp. z o.o., Lewiatan Kujawy Sp. z o.o., Lewiatan Orbita Sp. z o.o.
 - o Detal Podlasie Sp. z o.o. (company operating retail stores in Lewiatan chain).
- Other sales revenues of companies: : Inmedio Sp. z o.o., PayUp Polska S.A., Eurocash Convenience Sp. z o.o., Kontigo Sp. z o.o., Eurocash Franczyza Sp. z o.o., Eurocash Detal Sp. z o.o., Eurocash Trade 1 Sp. z o.o., Eurocash VC 2 Sp. z o.o., Eurocash VC 3 Sp. z o.o., ABC na kołach Sp. z o.o., Firma Rogala Sp. z o.o., Duży Ben Sp. z o.o., 4Vapers Sp. z o.o.,

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Profit & loss account

Table 1: Eurocash Group: Summary of consolidated financial results for 4Q 2016

| | | | Change % |
|--|----------|----------|------------|
| | Q4 | Q4 | 2016 |
| PLN m | 2016 | 2015 | 2015 |
| Sales revenues (traded goods, materials) | 5 340,49 | 5 044,17 | 5,87% |
| Gross profit (loss) on sales | 601,54 | 553,07 | 8,76% |
| Gross profitability on sales (%) | 11,26% | 10,96% | 0,30 p.p. |
| EBITDA | 159,65 | 184,71 | -13,57% |
| (EBITDA margin %) | 2,99% | 3,66% | -0,67 p.p. |
| EBIT | 116,52 | 145,28 | -19,79% |
| (EBIT margin %) | 2,18% | 2,88% | -0,70 p.p. |
| Gross profit | 93,64 | 117,36 | -20,21% |
| Net Income | 73,23 | 108,83 | -32,71% |
| (Net profitability %) | 1,37% | 2,16% | -0,79 p.p. |

Table 2: Eurocash Group: Summary of consolidated financial results for 4Q YTD 2016

| | | | Change % |
|--|-----------|-----------|------------|
| | 2016 | 2015 | 2016 YTD/ |
| PLN m | | | 2015 YTD |
| Sales revenues (traded goods, materials) | 21 206,48 | 20 318,21 | 4,37% |
| Gross profit (loss) on sales | 2 183,79 | 2 016,83 | 8,28% |
| Gross profitability on sales (%) | 10,30% | 9,93% | 0,37 p.p. |
| EBITDA | 440,49 | 475,63 | -7,39% |
| (EBITDA margin %) | 2,08% | 2,34% | -0,26 p.p. |
| EBIT | 274,28 | 325,08 | -15,63% |
| (EBIT margin %) | 1,29% | 1,60% | -0,31 p.p. |
| Gross profit | 235,92 | 265,64 | -11,19% |
| Net Income | 190,02 | 230,21 | -17,46% |
| (Net profitability %) | 0,90% | 1,13% | -0,24 p.p. |

Consolidated total sales of Eurocash Group in 4Q 2016 amounted to PLN 5 340.49 m and increased by 5.87% YoY. In 2016 consolidated sales reached PLN 21 206.48 m comparing with PLN 20 318.21 m in the same period previous year. Sales growth was driven mainly by sales of goods to clients integrated in partnership and franchise chains. On the contrary sales dynamic was negatively impacted by reduced sales to clients exporting goods abroad. Excluding that sales total consolidated revenues increased by 7.1% in 4Q and 6.0% in 4Q YTD 2016 YoY.

Consolidated gross profitability amounted to 11.26% in 4Q 2016 and increased by 0.30 p.p. YoY. In 4Q YTD 2016 gross profitability increased by 0.37 p.p. YoY and amounted to 10.30%. Increase of gross margin was attributable to consolidation of retail company Firma Rogala - excluding that results gross profitability in 4Q 2016 was at stable level comparing to previous year.

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Fourth-quarter EBITDA decreased by PLN 13.57% and reached PLN 159.65 m. In 2016 cumulatively EBITDA amounted to PLN 440.49 m compared with PLN 475.63 m previous year (a decrease by 7.39%). Lower EBITDA was attributable mainly to increase of spending for strategic investments to strengthen position of independent retailers such as extension of the offer for Delikatesy Centrum stores by fresh products and development of innovative retail formats under brands: Kontigo, 1 minute, abc on wheels, Duży Ben. Moreover profitability of the Group was negatively impacted by effect of wholesale price deflation with increased costs of wages and lower than planned cost effectiveness of Cash&Carry stores opened in last two years.

The net profit in 4Q 2016 decreased by PLN 35.60 m and amounted to PLN 73.23 m (vs. PLN 108.83 m in 4Q 2015). In 2016 the net profit reached PLN 190.02 m, which means decrease by 40.19m YoY. Net profit in 2016 was positively impacted by lower net financial costs (decrease by PLN -22.00 m) which were partially off-set by higher tax (increase by PLN 11.88m).

Sales by format

Table 3: Eurocash Group: Sales dynamics by distribution format for 4Q 2016

| PLN m | External sales of goods | | |
|---------------------------|-------------------------|----------|----------|
| PLNIII | 4Q 2016 | 4Q 2015 | Change % |
| Cash&Carry | 999,49 | 1 017,49 | -1,77% |
| Delikatesy Centrum | 569,19 | 507,01 | 12,26% |
| Tobacco+Impulse | 1 338,79 | 1 311,62 | 2,07% |
| Alcohol distribution | 556,43 | 535,46 | 3,92% |
| Eurocash Food Service | 92,36 | 90,34 | 2,23% |
| Eurocash Distribution | 1 063,19 | 1 076,75 | -1,26% |
| Other | 375,04 | 189,49 | 97,92% |
| Consolidation adjustments | -55,92 | | |
| Total | 4 938,56 | 4 728,16 | 4,45% |

Table 4: Eurocash Group: Sales dynamics by distribution format for 2016

| DI M | External sales of goods | | | |
|---------------------------|-------------------------|-------------|----------|--|
| PLN m | 4Q YTD 2016 | 4Q YTD 2015 | Change % | |
| Cash&Carry | 4 342,52 | 4 353,05 | -0,24% | |
| Delikatesy Centrum | 2 138,96 | 1 961,28 | 9,06% | |
| Tobacco+Impulse | 5 575,77 | 5 519,23 | 1,02% | |
| Alcohol distribution | 2 029,15 | 2 011,50 | 0,88% | |
| Eurocash Food Service | 375,38 | 353,71 | 6,13% | |
| Eurocash Distribution | 4 286,10 | 4 346,88 | -1,40% | |
| Other | 1 314,88 | 693,94 | 89,48% | |
| Consolidation adjustments | -203,20 | | | |
| Total | 19 859,56 | 19 239,58 | 3,22% | |

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Cash & Carry:

- In 4Q 2016 external sales of Cash&Carry format amounted to PLN 999.49m and decreased by
 -1.77% comparing with 4Q 2015. In 2016 the sales dynamic of Cash&Carry format amounted to
 -0.24% and sales reached PLN 4 342.52m.
- LFL sales growth (same number of stores) in Eurocash Cash&Carry stores in 4Q 2016 amounted to negative 5.24% and negative 3.47% for the 2016.
- The number of Eurocash Cash&Carry stores at the end of 4Q 2016 amounted to 190.
- The number of abc stores amounted to 8 605 at the end of 4Q 2016.
- In 4Q 2016 share of abc stores in total sales of Eurocash Cash&Carry stores amounted to 60.48% and 61.15% for 2016.

Delikatesy Centrum:

- Wholesale sales realized by "Delikatesy Centrum" Distribution Centers in 4Q 2016 amounted to PLN 569.19 m, and increased by 12.26% compared to 4Q 2015. In 2016 sales amounted to PLN 2 138.96 m, 9.06% higher than in 2015
- Excluding sales to Firma Rogala stores, wholesale sales amounted to PLN 517.47 m in 4Q 2016 and PLN 1 955.96 m in 4Q YTD 2016.
- LFL growth of wholesale sales realized by Eurocash to "Delikatesy Centrum" franchise stores amounted to 8.41% in 4Q 2016 and 5.59% in FY 2016.
- LFL growth of retail sales of "Delikatesy Centrum" franchise stores amounted to 2.43% in 4Q 2016 and positive 1.61% in FY 2016.
- Number of "Delikatesy Centrum" franchise stores at the end of 4Q 2016 amounted to 1086.

Tobacco&Impulse:

- External sales of goods in Eurocash Serwis amounted in 4Q 2016 to PLN 1 338.79m and increased by 2.07% YoY. In 2016 external sales amounted to PLN 5 575.77 m and increased by 1.02% YoY.
- Excluding sales to Firma Rogala stores, wholesale sales amounted to PLN 1 334.59 m in 4Q 2016 and PLN 4 286.10 m in FY 2016.
- Sales of food category in Eurocash Serwis in 4Q 2016 increased by 51.7% YoY and 21.1% YoY in FY 2016.
- In terms of volume, sales of cigarettes in 4Q 2016 to external clients decreased by 3.67% and amounted to 2 087 m pieces of cigarettes.
- Number of Eurocash Serwis branches as of the end of 4Q 2016 amounted to 172

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Alcohol Distribution

- Sales of Eurocash Alkohole in 4Q 2016 amounted to PLN 556.43 m, 3.92% higher than in 4Q 2015.
 Sales in 2016 amounted to PLN 2 029.15 m, 0.88% higher than in 2015.
- Excluding sales to exporting clients, sales of Alcohol Distribution increased by 6.4% in 4Q 2016 and 4,3% in FY 2016 YoY

Eurocash Food Service:

External sales of goods in Eurocash Food Service amounted to PLN 92.36 m in 4Q 2016, 2.23% higher than in the same period previous year. In 2016 sales amounted to PLN 375.38 m (an increase by 6.13% YoY).

Eurocash Distribution:

- Sales of Eurocash Distribution in 4Q 2016 reached PLN 1 063.19m, -1.26% lower than in 4Q 2015.
 During the 2016 sales of Eurocash Distribution amounted to PLN 4 286.10 m in comparison to PLN 4 346.88 m previous year (a decrease by 1.40%).
- Excluding sales to exporting clients, sales of Eurocash Distribution increased by 2.8% in 4Q 2016 and 4.4% in FY 2016 YoY.
- Increase of sales was driven mainly by higher sales to franchisees.
- Number of partnership or franchise stores organized by companies belonging to Eurocash Group (Groszek, Euro Sklep, Lewiatan and PSD) amounted to 4 750 stores as of the end of 4Q 2016.

Cash flow

Table 5: Eurocash Group: Consolidated cash flow for 4Q 2016

| | PLN m | Q4 2016 | Q4 2015 |
|-------------------------------------|-------|------------|------------|
| Operating cash flow | | 51,07 | 147,03 |
| Gross profit (loss) | | 93,64 | 117,36 |
| Depreciation | | 43,12 | 39,44 |
| Change in working capital | | (87,88) | (20,92) |
| Other | | 1,83 | 10,92 |
| Cash flow from investments | | (102,62) | (42,33) |
| Cash flow from financing activities | | 130,76 | (96,62) |
| Total cash flow | | 79,20 | 8,08 |

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Table 6: Eurocash Group: Consolidated cash flow for 2016

| PLN m | 2016 | 2015 |
|-------------------------------------|----------|----------|
| Operating cash flow | 324,02 | 978,00 |
| Gross profit (loss) | 235,92 | 265,64 |
| Depreciation | 166,21 | 150,55 |
| Change in working capital | (99,40) | 522,06 |
| Other | 19,77 | 38,73 |
| Cash flow from investments | (269,94) | (153,26) |
| Cash flow from financing activities | 21,59 | (825,46) |
| Total cash flow | 75,67 | (0,72) |

Total cash flow in 4Q 2016 amounted to PLN 79.20 m where the operating cash flow reached PLN 51.07 m. In 2016 total cash flows amounted to PLN 75.67 m and operational cash flows amounted to PLN 324.02 m. Compared with previous year operating cash flow was lower due to the fact, that in 2015 it was generated by significant reduction of inventory level. In 4Q 2016 operational cash flow was additionally impacted by higher sales to clients serviced by active distribution formats and lower sales settled for cash.

Cash flow from investment activities amounted to PLN –102.62 m in 4Q 2016 and PLN -269.94m in FY 2016, and comparing to previous year was driven mainly by acquisition of new companies. Cash flow from financing activities amounted to PLN 130.76 m in 4Q 2016 and PLN 21.59 m in 2016.

Working capital

Table 7: Eurocash Group: Consolidated working capital ratios flow for 4Q 2016

| Turnover in days | Q4 2016 | Q4 2015 |
|-------------------------------|------------|------------|
| 1. Inventories turnover | 18,76 | 17,65 |
| 2. Trade receivables turnover | 30,12 | 27,97 |
| 3. Trade liabilities turnover | 67,16 | 66,08 |
| 4. Operating cycle (1+2) | 48,87 | 45,62 |
| 5. Cash conversion (4-3) | (18,28) | (20,46) |

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Table 8: Eurocash Group: Consolidated working capital ratios flow for 2016

| Turnover in days | 2016 | 2015 |
|-------------------------------|---------|---------|
| 1. Inventories turnover | 18,79 | 17,39 |
| 2. Trade receivables turnover | 30,17 | 27,54 |
| 3. Trade liabilities turnover | 66,56 | 64,33 |
| 4. Operating cycle (1+2) | 48,97 | 44,93 |
| 5. Cash conversion (4-3) | (17,59) | (19,40) |

Cash conversion in 4Q 2016 reached -18.28 days comparing to -20.46 days previous year. In 2016 cash conversion cycle amounted to -17.59 days comparing with -19.40 days in 2015. Higher rotation of trade receivables was attributable mainly to increased credit sales and decreased sales for cash.

Statement of the financial position

The volume of fixed and current assets, equity, liabilities and provisions for liabilities, as well as their share in the total value of assets is presented in the table below:

Table 9: Eurocash Group: Selected consolidated balance sheet items

| | PLN m | 31.12.2016 | | 31.12.2015 | |
|------------------------------|-------|------------|---------|------------|---------|
| Fixed assets | | 2 363,02 | 42,47% | 2 288,14 | 45,60% |
| Current assets | | 3 200,76 | 57,53% | 2 729,42 | 54,40% |
| Total assets | | 5 563,78 | 100,00% | 5 017,56 | 100,00% |
| | | | | | |
| Equity | | 1 155,10 | 20,76% | 1 161,13 | 23,14% |
| Liabilities and provisions | | 4 408,67 | 79,24% | 3 856,43 | 76,86% |
| Total liabilities and equity | | 5 563,78 | 100,00% | 5 017,56 | 100,00% |

Net debt of Eurocash Group at the end of December 2016 amounted to PLN 324.14 m compared with PLN 174.55m at the end of year 2015. According the net debt definition from revolving credit agreement (including contingencies), the net debt at the end of December 2016 amounted to PLN 336.42 m.

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2. Summary of financial results of Eurocash S.A. in 4Q and FY 2016

Profit & loss account

Table 10: Eurocash S.A.: Summary of financial results for 4Q 2016

| PLN m | Q4 2016 | Q4 2015 | Change 2016/ 2015 |
|--|------------|------------|-------------------------|
| Sales revenues (traded goods, materials) | 3 604,76 | 3 443,00 | 4,70% |
| Gross profit (loss) on sales | 425,95 | 424,55 | 0,33% |
| Gross profitability on sales (%) | 11,82% | 12,33% | -0,51 p.p. |
| EBITDA | 98,43 | 130,50 | -24,57% |
| (EBITDA margin %) | 2,73% | 3,79% | -1,06 p.p. |
| EBIT | 69,45 | 103,69 | -33,03% |
| (EBIT margin %) | 1,93% | 3,01% | -1,09 p.p. |
| Gross profit | 48,56 | 406,36 | -88,05% |
| Net Income | 36,87 | 392,22 | -90,60% |
| (Net profitability %) | 1,02% | 11,39% | -10,37 p.p. |

Table 11: Eurocash S.A.: Summary of financial results for 2016

| PLN m | 2016 | 2015 | Change YTD 16/ YTD 15/ |
|--|-----------|-----------|------------------------------|
| Sales revenues (traded goods, materials) | 14 225,19 | 13 750,72 | 3,45% |
| Gross profit (loss) on sales | 1 560,61 | 1 523,46 | 2,44% |
| Gross profitability on sales (%) | 10,97% | 11,08% | -0,11 p.p. |
| EBITDA | 246,47 | 300,33 | -17,93% |
| (EBITDA margin %) | 1,73% | 2,18% | -0,45 p.p. |
| EBIT | 134,98 | 197,39 | -31,62% |
| (EBIT margin %) | 0,95% | 1,44% | -0,49 p.p. |
| Gross profit | 125,01 | 527,89 | -76,32% |
| Net Income | 102,61 | 500,68 | -79,51% |
| (Net profitability %) | 0,72% | 3,64% | -2,92 p.p. |

Sales of Eurocash S.A. in 4Q 2016 amounted to PLN 3 604.76 m and increased by 4.70% YoY. In 2016 sales of Eurocash S.A. increased by 3.45% and amounted to PLN 14 225.19 m. Gross margin on sales realized by Eurocash in 4Q 2016 amounted to 11.82% and was lower than in 4Q 2015 by 0.51 p.p. In FY 2016 gross margin amounted 10.97% comparing to 11.08% in 2015. In 4Q 2016 EBITDA amounted to PLN 69.45 m and in 2016 PLN 246.47 m. Net profit in 4Q 2016 amounted to PLN 36.87 m and in 2016 PLN 102.61 m.

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Cash flow

Table 12: Eurocash S.A.: Cash flow for 4Q 2016

| | PLN m | Q4 2016 | Q4 2015 |
|-------------------------------------|-------|------------|------------|
| Operating cash flow | | (182,34) | 29,40 |
| Gross profit (loss) | | 48,56 | 406,36 |
| Depreciation | | 28,99 | 26,80 |
| Change in working capital | | (267,64) | (89,05) |
| Other | | 7,42 | (314,95) |
| Cash flow from investments | | (106,68) | 72,56 |
| Cash flow from financing activities | | 343,72 | (95,35) |
| Total cash flow | | 54,71 | 6,61 |

Table 13: Eurocash S.A.: Cash flow for 2016

| PLN m | 2016 | 2015 |
|-------------------------------------|----------|----------|
| Operating cash flow | 40,48 | 774,17 |
| Gross profit (loss) | 125,01 | 527,89 |
| Depreciation | 111,49 | 102,93 |
| Change in working capital | (206,49) | 466,55 |
| Other | 9,03 | (324,17) |
| Cash flow from investments | 110,31 | 54,46 |
| Cash flow from financing activities | (100,47) | (812,70) |
| Total cash flow | 50,32 | 15,92 |

Total cash flow of Eurocash S.A. in 4Q 2016 amounted to PLN 54.71 m and in 2016 amounted to PLN 50.32m.

Working capital

Table 14: Eurocash S.A.: Working capital ratios for 4Q 2016

| Turnover in days | Q4 2016 | Q4 2015 |
|-------------------------------|------------|------------|
| Inventories turnover | 20,39 | 19,60 |
| 2. Trade receivables turnover | 33,46 | 31,09 |
| 3. Trade liabilities turnover | 79,60 | 83,06 |
| 4. Operating cycle (1+2) | 53,85 | 50,69 |
| 5. Cash conversion (4-3) | (25,75) | (32,37) |

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Table 15: Eurocash S.A.: Working capital ratios for 2016

| Turnover in days | 2016 | 2015 |
|-------------------------------|---------|---------|
| 1. Inventories turnover | 20,56 | 19,47 |
| 2. Trade receivables turnover | 33,73 | 30,89 |
| 3. Trade liabilities turnover | 79,48 | 81,35 |
| 4. Operating cycle (1+2) | 54,28 | 50,36 |
| 5. Cash conversion (4-3) | (25,20) | (30,99) |

Cash conversion in 4Q 2016 decreased by 6.62 days comparing with 4Q 2015. In 2016 cash conversion decreased by 5.72 days comparing with 2015.

Statement of the financial position

The volume of fixed and current assets, equity, liabilities and provisions for liabilities, as well as their share in the total value of assets is presented in the table below:

Table 16: Eurocash S.A.: Selected balance sheet items

| PLN m | 31.12.2016 | | 31.12.2015 | |
|------------------------------|------------|---------|------------|---------|
| Fixed assets | 2 716,66 | 53,39% | 2 651,11 | 52,84% |
| Current assets | 2 371,83 | 46,61% | 2 365,81 | 47,16% |
| Total assets | 5 088,49 | 100,00% | 5 016,92 | 100,00% |
| | | | | |
| Equity | 1 095,93 | 21,54% | 1 187,11 | 23,66% |
| Liabilities and provisions | 3 992,56 | 78,46% | 3 829,81 | 76,34% |
| Total liabilities and equity | 5 088,49 | 100,00% | 5 016,92 | 100,00% |

3. Definitions of the financial ratios

Gross profit margin on sales: ratio of gross sales profit to net sales revenue

EBITDA margin: ratio of EBITDA (operating profit plus depreciation) to net sales revenue

Operating profit margin: ratio of operating profit (EBIT) to net sales revenue

Net profit margin on sales: ratio of net profit to net sales revenue

Inventories turnover: the ratio of balance of stocks at the end of period to net sales for period, multiplied by the

number of days in the period

Trade receivables turnover: the ratio of balance of trade receivables at the end of period to net sales for period, multiplied

be the number of days in the period

Trade liabilities turnover: the ratio of balance of trade liabilities at end of period to costs of goods sold for period,

multiplied by the number of days in the period

Operating cycle: the sum of stocks turnover and receivables turnover

Cash conversion cycle: the difference between operating cycle and liabilities turnover

Net debt: the sum of long and short term loans, borrowings and financial liabilities lessened by cash and

cash equivalents

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6. Major events and factors that influenced consolidated income or loss in 4Q 2016.

Changes in equity

In the period between 1st October 2016 and 31st December 2016 no shares were issued

On 31st December 2016 Eurocash total nominal value of issued bonds amounted to:

- PLN 140,0m bonds issued under the long-term bonds issue program
- PLN 21,0m bonds issued under the commercial paper program

There have been no other major events that influenced Eurocash Group income or loss in 4Q 2016.

7. Development perspectives

External Factors

Growth in the FMCG market and its structure

The Group expects further growth of modern distribution channels; its unfavorable impact on company's income will be compensated by growth of the FMCG market in absolute terms and consolidation in the traditional wholesale market.

Inflation

Unexpected substantial changes in prices of food, beverages, alcohol and other FMCG products, as well as fuel prices affecting logistic expenses may influence the Group's profit and loss.

Labour costs

Potential pressure on labour costs could in medium-term perspective negatively influence the Group's profit and loss. However, potential of growing wages and salaries impacts the whole Polish market. As the Group sales are realized in Poland, its competitive position should remain unchanged due to this factor.

Internal Factors

New business formats

Development of new formats of wholesale distribution or new formats of retail stores franchise chains, in order to give a full offer to our clients and on the same time to achieve economies of scale.

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Organic expansion

Management of Eurocash Group expects that during 2017:

- Eurocash Cash&Carry stores structure will be under revision. In 1Q 2017 3 stores will be closed, later the Management Board will consider further Cash&Carry restructuring.
- number of Delikatesy Centrum franchise stores will increase by app. 80 stores

Integration of acquired companies

Due to the necessity of integrating acquired companies EKO Holding S.A., FHC-2 Sp.z o.o., Madas Sp. z o.o. and Polska Dystrybucja Alkoholi Sp. z o.o. at the operational level, in the opinion of Eurocash S.A. Board full synergies associated with these transactions will be possible to reach within 3 years after the acquisition of control over these companies.

Mergers and acquisitions of other entities.

Acquisition of 50% of shares in one of the largest Delikatesy Centrum franchisees

On 29 January 2016 pursuant to the preliminary agreement of 18 September 2014, Eurocash executed with Hadrick Investments sp. z o.o, Jerzy Rogala and Ewelina Wójcik Rogala an agreement of acquisition of 50% shares in Firma Rogala. According to received information, in 2015, Firma Rogala generated approx. PLN 367 million in retail sales. The acquisition of a stake in Firma Rogala is aimed at developing a long-term partnership with one of the key franchisees, running 63 retail stores, ensuring the stable growth of the Delikatesy Centrum network and increasing Eurocash Group's revenue. For these reasons, the Management Board of Eurocash S.A. decided to recognize the Agreement as confidential information.

Acquisition of 50% of shares in one of the largest Delikatesy Centrum franchisees

On 16th December 2016 pursuant to the preliminary agreement of 15th April 2016 Eurocash S.A. executed with shareholders of FHC-2, M. Stodółka i Wspólnicy spółka jawna, FHC-2 spółka z ograniczoną odpowiedzialnością, Fructar spółka z ograniczoną odpowiedzialnością, Madas spółka z ograniczoną odpowiedzialnością, Madas spółka z ograniczoną odpowiedzialnością an agreement of acquisition of 50% shares in FHC-2 Sp. z o.o. and Madas Sp. z o.o both based in Krosno. The acquired companies run totally 48 supermarkets, located mainly in South-Eastern Poland. According to the received information, the total sales of acquired companies in 2016 amounted to app. PLN 284 million

Acquisition of PDA shares

On 30th December 2016 pursuant to the preliminary agreement of 21th December 2015 Eurocash S.A. acquired 100% of shares in the share capital in Polska Dystrybucja Alkoholi Sp. z o.o. Acquisition will increase share of Eurocash Group in alcohol distribution segment in Poland

Acquisition of 100% of shares in EKO Holding S.A

On 4th January 2017 Eurocash acquired 100% of shares in EKO Holding S.A. with its registered office in Nowa Wieś Wrocławska ("EKO").

Thereby, Eurocash acquired a network of 248 grocery stores of EKO (operating mostly in south-western Poland), which will allow further development of the Eurocash Group and better use of its capability. This should result in an increase in the revenue of the Eurocash Group.

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8. Additional information

Information regarding dividends

In accordance with Resolution No. 5 adopted by the Annual General Meeting on 19th April 2016, persons who were shareholders of the Company on 11th May 2016, received a dividend of PLN 1.00 per one Company share. The total dividend paid on 31st May 2016 amounted to PLN 139,084,436.00

Explanations regarding seasonality

In FMCG wholesale sales are traditionally lower in 1Q, then sales peak during summer period and stabilize in the 4Q.

Issuance, redemption and repayment of debt and capital securities

In the period between 1st October 2016 and 31st December 2016 no shares were issued

On 31st December 2016 Eurocash total nominal value of issued bonds amounted to:

- PLN 140,0m bonds issued under the long-term bonds issue program
- PLN 21,0m bonds issued under the commercial paper program

Changes in the basic management principles

Resignation of member of the management board

On 13th January 2017 Mr. David Boner resigned from function of Member of the Management Board of Eurocash, with effect on 13th January 2017.

Appointment of member of the management board

On 22nd February 2017 Supervisory Board of Eurocash agreed the resolution regarding the appointment on 22nd February 2017 Mr. Przemysław Ciaś on the function of Member of the Management Board of Company.

There have been no other major events that influenced Eurocash Group income or loss in 4Q 2016.

The Board opinion on the possibilities to carry out previously published financial forecasts for a given year.

The Management Board of Eurocash S.A. has not published financial forecast for 2016 and does not intend to publish financial forecast for 2017.

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<u>Shareholders owning directly or indirectly – through dependent entities – at least 5 % of total number of votes at the general assembly.</u>

| | 25.02.2016 | | 10.11.2016 | | | | | |
|--|------------------|-------------------------------------|------------------|---|------------------|----------------------------|------------------|--------------------------------|
| Shareholder | Number of shares | Share in share capital (%) | Number of shares | Share in total number of votes | Number of shares | Share in share capital (%) | Number of shares | Share in total number of votes |
| Luis Amaral (directly and indirectly through Politra B.V. S.à.r.l.) | 60 615 240 | 43,58% | 60 615 240 | 43,58% | 60 615 240 | 43,58% | 60 615 240 | 43,58% |
| Others | 78 548 046 | 56,44% | 78 548 046 | 56,44% | 78 481 121 | 56,42% | 78 481 121 | 56,42% |
| Total | 139 163 286 | 100,00% | 139 163 286 | 100,00% | 139 096 361 | 100,00% | 139 096 361 | 100,00% |

On 23rd February 2016 The Management Board of Eurocash has information on the number of shares as of 31st January 2017.

Number of shares (or rights to shares) held by the members of the Management Board and Supervisory Board of Eurocash

| | Shares or rights to acquire Eurocash shares | | |
|----------------------------|---|----------------|--|
| | 23.02.2017 | 10.11.2016 | |
| Management Board members | | | |
| Luis Amaral | | | |
| (directly and indirectly) | 60 615 240 | 60 615 240 | |
| Rui Amaral | 397 025 | 397 025 | |
| Katarzyna Kopaczewska | 330 000 | 330 000 | |
| Arnaldo Guerreiro | 325 500 | 325 500 | |
| Pedro Martinho | 818 050 | 818 050 | |
| Jacek Owczarek | 58 500 | 58 500 | |
| Przemysław Ciaś | 0 | not applicable | |
| Supervisory Board members | | | |
| Eduardo Aguinaga de Moraes | 0 | 0 | |
| Joao Borges de Assuncao | 0 | 0 | |
| Hans-Joachim Körber | 0 | 0 | |
| Jacek Szwajcowski | 0 | 0 | |
| Francisco Santos | 0 | 0 | |

Information on legal suits

In the 4Q 2016 companies belonging to Eurocash Group were not involved in any other legal suit in any court, nor in a body competent for arbitration proceedings nor an administrative body, which total value would amount to at least 10% of equity.

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Information concerning granting by the issuer or its subsidiary credit or loan surety or a guarantee

In the 4Q 2016 companies belonging to Eurocash Group did not grant any surety for a credit or a loan nor did it grant any guarantee of total value equivalent to 10% of the Eurocash equity.

Information concerning execution by the issuer or its subsidiary transaction with related parties

In the 4Q 2016 companies belonging to Eurocash Group did not execute transactions with related parties otherwise than in the ordinary course of business on an arm's length basis.

Other information significant to assess the issuer's situation or ability to satisfy liabilities by the issuer

Apart of information provided in this report, there are no other information which would be material to assess the staffing, and financial situation of the Company.

Factors that will affect the results achieved by the issuer

Acquisition of 50% of shares in one of the largest Delikatesy Centrum franchisees

On 29 January 2016 pursuant to the preliminary agreement of 18 September 2014, Eurocash executed with Hadrick Investments sp. z o.o, Jerzy Rogala and Ewelina Wójcik Rogala an agreement of acquisition of 50% shares in Firma Rogala. According to received information, in 2015, Firma Rogala generated approx. PLN 367 million in retail sales. The acquisition of a stake in Firma Rogala is aimed at developing a long-term partnership with one of the key franchisees, running 63 retail stores, ensuring the stable growth of the Delikatesy Centrum network and increasing Eurocash Group's revenue. For these reasons, the Management Board of Eurocash S.A. decided to recognize the Agreement as confidential information.

Acquisition of 50% of shares in one of the largest Delikatesy Centrum franchisees

On 16th December 2016 pursuant to the preliminary agreement of 15th April 2016 Eurocash S.A. executed with shareholders of FHC-2, M. Stodółka i Wspólnicy spółka jawna, FHC-2 spółka z ograniczoną odpowiedzialnością, Fructar spółka z ograniczoną odpowiedzialnością, Madas spółka z ograniczoną odpowiedzialnością, Madas spółka z ograniczoną odpowiedzialnością an agreement of acquisition of 50% shares in FHC-2 Sp. z o.o. and Madas Sp. z o.o both based in Krosno. The acquired companies run totally 48 supermarkets under the brand Delikatesy Centrum and are located mainly in South-Eastern Poland. According to the received information, the total sales of acquired companies in 2016 amounted to app. PLN 284 million

Acquisition of PDA shares

On 30th December 2016 pursuant to the preliminary agreement of 21th December 2015 Eurocash S.A. acquired 100% of shares in the share capital in Polska Dystrybucja Alkoholi Sp. z o.o. Acquisition will

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increase share of Eurocash Group in alcohol distribution segment in Poland. According to the received information, the total sales of the company in 2016 amounted to app. PLN 264 million

Acquisition of 100% of shares in EKO Holding S.A

On 4th January 2017 Eurocash acquired 100% of shares in EKO Holding S.A. with its registered office in Nowa Wieś Wrocławska ("EKO"). Thereby, Eurocash acquired a network of 248 grocery stores of EKO (operating mostly in south-western Poland), which will allow further development of the Eurocash Group and better use of its capability. According to the received information, the total sales of the company in 2016 amounted to app. PLN 950 million.

Execution of a significant agreement with Marie Brizard Wine&Spirits Polska Sp. z o.o On 29 November 2016 Eurocash entered into an agreement with Marie Brizard Wine&Spirits Polska Sp. z o. o., acting as the supplier and Eurocash Serwis Sp. z o.o., acting as the distributor on distribution of alcoholic beverages.

MWBS specializes in production and wholesale of strong alcoholic beverages. The Agreement constitutes a continued cooperation between the Eurocash Group and MBWS and increases the volume of goods offered by MBWS distributed by the Eurocash Group.

The Agreement provides for contractual penalties in case the conditions of sale deteriorate in comparison with the conditions determined therein. The Agreement does not specify the maximum amount of such contractual penalties. Under the Agreement, the Distributors are entitled to seek compensation exceeding the value of due contractual penalties.

The Agreement has been executed for 3 years; after the expiry of that term, the Agreement will be automatically converted into an agreement for an indefinite time (provided that no party expresses a wish to terminate the cooperation).

Other terms of the Agreement do not differ from conditions commonly used for agreements of this type.

Apart of information provided in this report there are no other material factors which might influence the results of the Eurocash Group during the next quarter of the year.

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Signatures of Management Board Members:

| Position | Name and surname | Date | Signature |
|---|-------------------|-----------------------------------|-----------|
| Member of the Management Board Financial Director | Jacek Owczarek | 23 rd February 2017 | |
| Member of the Management Board | Arnaldo Guerreiro | 23 rd February 2017 | |