

**Resolutions adopted at the Extraordinary General Meeting of EUROCASH S.A.**

The Management Board of Eurocash Spółka Akcyjna with its registered office in Komorniki (the „Company”) hereby discloses resolutions adopted by the Extraordinary General Meeting of **Eurocash S.A.** held at the Company’s registered office on 11 August 2010.

The texts of the resolutions and attachments to these resolutions adopted by the Extraordinary General Meeting of **Eurocash S.A.** indicating the number of shares from which valid votes were cast and the percentage that these shares constitute in the share capital of the Company, as well as the aggregate number of valid votes, including votes “in favor”, “against” and “abstaining”, are contained in the file attached to this report.

**Legal basis:** Section 38.1.7 of the Ordinance of the Minister of Finance concerning current and interim information to be disclosed by issuers of securities and the terms of concluding information demanded by the regulations of a country which is not a member country, dated 19 February 2009.

**Resolution No. 2**  
**of the Extraordinary General Meeting of**  
**Eurocash S.A.**  
**dated 11 August 2010**

*concerning the amendment of Section 6.1 of the Articles of Association of the Company and  
the further amendments of Section 6 arising out of this amendment*

Pursuant to Section 430.1 of the Commercial Companies Code and Section 16.1.11 of the Articles of Association of Eurocash Spółka Akcyjna (hereinafter the “**Company**”), the Extraordinary General Meeting hereby adopts the following amendment to the Company’s Articles of Association:

1. In Section 6 of the Articles of Association, subsection 1 acquires the following new wording:  
  
„1. The share capital of the Company shall amount to PLN 135,074,736 (one hundred thirty five million seventy four thousand seven hundred thirty six zlotys and zero groszys) and shall be divided into:
  - a) 127,742,000 indivisible Series A shares with a nominal value of PLN 1.00 (one zloty) each; Series A shares have been paid for with the assets of the transformed company, i.e. Eurocash Spółka z ograniczoną odpowiedzialnością, pursuant to the provisions of Section 551.1 of the Commercial Companies Code;
  - b) 3,035,550 indivisible Series B shares with a nominal value of PLN 1.00 (one zloty) each; Series B shares have been fully paid for by a cash contribution;
  - c) 2,929,550 indivisible Series C shares with a nominal value of PLN 1.00 (one zloty) each; Series C shares have been fully paid for by a cash contribution;
  - d) 830,000 indivisible Series D shares with a nominal value of PLN 1.00 (one zloty) each; Series D shares have been fully paid for by a cash contribution;
  - e) 537,636 indivisible Series F shares with a nominal value of PLN 1.00 (one zloty) each; Series F shares have been fully paid for by a cash contribution.”
2. In Section 6 of the Articles of Association, subsections 2, 3, and 5 are deleted, and further numbering of Section 6 of the Articles of Association shall be amended as follows:
  - *hitherto subsection 4 shall become subsection 2;*
  - *hitherto subsection 6 shall become subsection 3;*
  - *hitherto subsection 7 shall become subsection 4;*
  - *hitherto subsection 8 shall become subsection 5;*
  - *hitherto subsection 9 shall become subsection 6;*
  - *hitherto subsection 10 shall become subsection 7.*

**RESULTS OF VOTE:**

<b>In favor:</b>	<b>83,068,039</b>
<b>Against:</b>	<b>9,842,324</b>
<b>Abstaining:</b>	<b>152,444</b>

No invalid votes were cast.

Number of shares present: 93,062,807

Aggregate number of shares from which votes were cast: 93,062,807, which constitutes 68.26% of the total number of shares issued as at the date of the Extraordinary General Meeting.

**Resolution No. 4**  
**of the Extraordinary General Meeting of**  
**Eurocash S.A.**  
**dated 11 August 2010**

*concerning the adoption of the consolidated text of the Company's Articles of Association*

Pursuant to Section 395.5 in conjunction with Section 430.5 of the Commercial Companies Code, the Extraordinary General Meeting of Eurocash S.A. (hereinafter the "**Company**") hereby adopts the consolidated text of the Company's Articles of Association as amended by virtue of the foregoing Resolution No. 2, which constitutes an attachment to the protocol of this Meeting.

**RESULTS OF VOTE**

<b>In favor:</b>	<b>89,054,867</b>
<b>Against:</b>	<b>3,855,496</b>
<b>Abstaining:</b>	<b>152,444</b>

No invalid votes were cast.

Number of shares present: 93,062,807

Aggregate number of shares from which votes were cast: 93,062,807, which constitutes 68.26% of the total number of shares issued as at the date of the Extraordinary General Meeting.

**Resolution No. 5**  
**of the Extraordinary General Meeting of**  
**Eurocash S.A.**  
**dated 11 August 2010**

*concerning the merger of the Company with Eurocash Dystrybucja Sp. z o.o.*

The General Meeting of the company under the business name Eurocash S.A. after the oral presentation by the Management Board of the significant elements of the merger plan of the companies Eurocash S.A. and Eurocash Dystrybucja Sp. z o.o., has resolved

1. Acting pursuant to Section 506.1 of the Commercial Companies Code, the merger of Eurocash S.A. with its registered office in Komorniki, entered into the National Court Register under the number KRS 0000213765 (the "**Company**") and Eurocash Dystrybucja Sp. z o.o. with its registered office in Błonie, entered into the National Court Register under the number KRS 00000267714 is hereby resolved ("**EC Dystrybucja**").
2. The merger takes place pursuant to Section 492.1.1 of the Commercial Companies Code through the transfer of all the assets of EC Dystrybucja as the acquired company to the Company as the acquiring company (merger through acquisition).

3. Whereas, the Company, as the acquiring company, holds 100% of the shares of EC Dystrybucja, as the acquired company, in accordance with Section 515.1 of the CCC the merger will take place without an increase of the capital of the Company.
4. No changes will be made to the Articles of Association of the Company in relation to the merger.
5. Consent is provided to the merger plan agreed upon by the merging companies and announced in Court and Economic Monitor No 128/2010 dated 5 July 2010.

**RESULTS OF VOTE:**

<b>In favor:</b>	<b>92,910,363</b>
<b>Against:</b>	<b>0</b>
<b>Abstaining:</b>	<b>152,444</b>

No invalid votes were cast.

Number of shares present: 93,062,807

Aggregate number of shares from which votes were cast: 93,062,807, which constitutes 68.26% of the total number of shares issued as at the date of the Extraordinary General Meeting.