

POLISH FINANCIAL SUPERVISORY AUTHORITY

Current Report No. 37/2014

Date of preparation: 24 August 2014

Abbreviated name of the issuer:

EUROCASH

Subject:

**The first notification of Eurocash S.A. shareholders of the intention to merge the companies'
Eurocash S.A. and "POL CATER HOLDING" sp z o.o.**

Legal basis:

Article 56. 1 point 2 of the Act on Public Offering - current and periodic information

Report body:

Pursuant to art. 504 of the Code of Commercial Companies in connection with art. 402 'Commercial Companies Code in conjunction. of art. 56 sec. 1 point 2) of the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organized trading system and on public companies, the Management Board of Eurocash S.A. with its seat in Komorniki, hereby publishes:

**FIRST NOTIFICATION OF EUROCASH S.A. SHAREHOLDERS COMPANY ABOUT THE MERGER OF
EUROCASH S.A. AND "POL CATER HOLDING" SP. Z O.O.**

The Management Board of Eurocash S.A. located in Komorniki announces, pursuant to art. 504 of the Code of Commercial Companies, the intention to merge the company "Eurocash" S.A. with the company "POL CATER HOLDING" sp z o.o.

The announcement of merger plan of Eurocash S.A. with the company "POL CATER HOLDING" sp o.o. have been made in the Court and Commercial Gazette (Monitor Sądowy i Gospodarczy) No. 141/2014 (4520) on 23 July 2014 and on the Company's website (address: www.eurocash.pl, tab "Investor Relations").

As of 24 July 2014 Eurocash S.A. shareholders can look in the Eurocash S.A. headquarters ul. Wiśniowa 11, Komorniki at the following documents:

1. merger plan,
2. the financial statements and the management report on the activities of the merging companies together with the opinion and the auditor's report for the last three financial years,
3. draft resolutions on the merger,
4. the determination of the value of 'POL CATER Holding' sp. z o.o. assets on the day of 01 June 2014,
5. the statement containing information on the accounting position of the merging companies prepared for the purposes of the merger dated on 1 June 2014.

Due to the fact that "Eurocash" S.A. (the acquiring company) owns 100% of shares of "POL CATER Holding"sp. z o.o. (the acquired company):

- pursuant to art. 515 § 1 KSH, the merger shall be effected without increasing the of Eurocash S.A. share capital and therefore does not provide for amendments to the statutes of the

- company Eurocash S.A.;
- pursuant to art. 516, § 6 in connection with art. 516 § 5 of the Commercial Companies Code, the boards of the merging companies do not prepare a written report referred to in art. 501 CCC;
 - pursuant to art. 516, § 6 in connection with art. 516 § 5 of the Commercial Companies Code, the plan of merger is not subject to examination by an expert, and therefore appropriate expert opinion has not been drawn.

Full name of the issuer:	EUROCASH SA
Abbreviated name of the issuer:	Retail trade
Sector as per WSE classification:	EUROCASH
Address:	Wiśniowa 11, 62-052 Komorniki
Phone:	(+48) 61 658 33 01
Fax:	(+48) 61 658 30 10
E-mail:	eurocash@eurocash.com.pl
Website	www.eurocash.com.pl
NIP (Taxpayer Identification Number):	779-19-06-082
REGON (Polish Official Business Registry)	631008941

SIGNATURES OF THE COMPANY'S REPRESENTATIVES

Date	Full Name	Position Signature
24 August 2014	Jacek Owczarek	Member of the Management Board
24 August 2014	Arnaldo Guerreiro	Member of the Management Board