

Resolution No. 2
of the Supervisory Board of Eurocash S.A.
of October 29, 2012
concerning draft resolutions to be presented for the Extraordinary Shareholders' Meeting

Following the Management Board's motion, acting pursuant to § 14 Sec. 1 of the Statutes, the Supervisory Board hereby gives its positive opinion on draft resolutions to be presented to the Company's Shareholders during the upcoming Extraordinary Shareholders' Meeting planned for November 26, 2012, which constitute appendix hereto.

Resolution No. 3
of the Supervisory Board of Eurocash S.A.
of October 29, 2012
concerning the opinion on the Eight, Ninth and Tenth Employees Incentive and Reward Scheme for 2012, 2013 and 2014

Acting pursuant to § 14 Sec. 3 (vii) and § 14 Sec. 4 (ii) of the Statutes, the Supervisory Board hereby gives its positive opinion on the terms and conditions of the Eight, Ninth and Tenth Employees Incentive and Reward Scheme for 2012, 2013 and 2014, included in draft Resolution No. 3 to be presented to the Company's Shareholders during the Extraordinary Shareholders Meeting on November, 2012, which is attached to the foregoing Supervisory Board Resolution No. 2.

Resolution No. 4
of the Supervisory Board of Eurocash S.A.
of October 29, 2012
concerning the contemplated amendments to § 6 of the Statutes

Following the Management Board's motion, acting pursuant to § 14 Sec. 1 and § 14 Sec. 2 (v) of the Statutes, the Supervisory Board hereby gives its positive opinion on the contemplated amendments to § 6 of the Company's Statutes, as provided for in draft Resolution No. 4 to be presented to the Company's Shareholders during the Extraordinary Shareholders Meeting on November 26, 2012, which are attached to the foregoing Supervisory Board Resolution No. 2.