

**Resolution No. 3**

**of the Supervisory Board of Eurocash S.A.  
of March 28, 2017**

*concerning draft resolutions to be presented for the Ordinary 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 Ordinary Shareholders' Meeting planned for April 25, 2017, which constitute appendix hereto.

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**Resolution No. 4**

**of the Supervisory Board of Eurocash S.A.  
of March 28, 2017,**

*concerning the contemplated amendments to Company's 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 the Company's Statutes, as provided for in draft Resolution No. 18 to be presented to the Company's Shareholders during the Ordinary Shareholders Meeting on April 25, 2017, which is attached to the foregoing Supervisory Board Resolution No. 3.

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**Resolution No. 6**

**of the Supervisory Board of Eurocash S.A.  
of March 28, 2017**

*concerning the opinion on the Employees Incentive and Reward Schemes*

Acting pursuant to § 14 of the Statutes, the Supervisory Board hereby gives its positive opinion on the terms and conditions of the Employees Incentive and Reward Schemes included in draft resolutions No. 21 – 38 to be presented to the Company's Shareholders during the Ordinary Shareholders Meeting on April 25, 2017, which are attached to the foregoing Supervisory Board Resolution No. 3.