

CURRENT REPORT No. 43/07

Date of Report:

17 May 2007

Re:

Execution of Conditional Agreement for Purchase of Shares in Centrum Spółka z o.o.

Legal Basis:

Article 56(1)(1) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005.

Update:

The Management Board of Emperia Holding S.A. is pleased to inform that on 16 May 2007 a conditional agreement for the purchase of 100% of shares in Polish limited liability company Centrum Sp. z o.o. with its registered office in Bartoszyce ("Company") was concluded between Emperia Holding S.A. and the shareholders of the Company (natural persons).

The key precondition to the purchase of the above interest is the approval of the Office for Protection of Competition and Consumers.

Centrum Sp. z o.o. is a FMCG retailer with sales revenues in 2006 of some PLN 100 million. Centrum Sp. z o.o. operates 13 retail outlets located in the Warmińsko-Mazurskie Region of Poland.

The acquisition of Centrum Sp. z o.o. will be financed with the internal cash flows of Emperia Holding S.A. and partly with an authorised capital share issue (authorised capital share issues are governed under Article 7a of the Articles of Association of Emperia Holding S.A.).

The incorporation of Centrum Sp. z o.o. into the Emperia Holding Group of Companies is part of the Group development strategy involving active consolidation of the retail and wholesale market in Poland.