

CURRENT REPORT No. 60/07

Date of Report:

30 June 2007

Re:

Execution of Conditional Share Purchase Agreement

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 30 June 2007 a conditional agreement was executed, providing for the acquisition by Emperia Holding of 100 percent of shares in Polish limited liability companies Sydo Sp. z o.o. with its registered office in Wrocław and Alpaga-Xema Sp. z o.o. with its registered office in Poznań (“Companies”).

The performance of the above agreement is primarily conditional upon the approval of the Chairman of the Office of Competition and Consumer Protection.

Sydo Sp. z o.o. and Alpaga-Xema Sp. z o.o. are FMCG wholesalers with aggregate sales revenues in 2006 of over PLN 300 million. The Companies operate through wholesale facilities located in the Dolnośląskie, Lubuskie, Śląskie and Wielkopolskie Regions of Poland.

The acquisition of Sydo Sp. z o.o. and Alpaga-Xema 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 Sydo Sp. z o.o. i Alpaga-Xema 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.