

REPORT SUPPLEMENTING THE CERTIFIED AUDITOR'S OPINION ON THE CONSOLIDATED FINANCIAL STATEMENT FOR FY 2007

LPP S.A. CAPITAL GROUP

POZNAŃ, 18 APRIL 2008

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1. ABOUT THE PARENT COMPANY

LPP Spółka Akcyjna is the Parent Company in the Capital Group. The Parent Company was established on 7 December 1989. Duration of the Parent Company shall be unlimited. Its registered office is in Gdańsk, ul. Łakowa 39/44.

Core business of the Parent Company is as follows:

- wholesale of clothing and footwear,
- retail sale of clothing.

Core businesses of subsidiaries are connected with core business of the Parent Company.

On 14 February 2001, the Parent Company was registered in the Register of Entrepreneurs of the National Court Register kept by the Local Court in Gdańsk, VII Commercial Division of the National Court Register, entry no. KRS 0000000778.

The Parent Company was assigned the Tax Identification Number NIP 5831014898 and statistical number REGON 190852164.

As at year-end, i.e. 31 December 2007, the Parent Company's registered capital totalled PLN 3,407k. The Capital Group's equity as at this date totalled PLN 405,662k.

As presented in Note 13.8 to the consolidated financial statement drawn up as at 31 December 2007, the ownership structure of the Parent Company's share capital was as follows:

Shareholder	Number	Number	Nominal value	Share in share
	of	of votes	of shares	capital
	shares			
Marek Piechocki	324 485	1 024 485	648 970	19.05%
Jerzy Lubianiec	226 338	926 338	452 676	13.29%
Grangefont Limited	350 000	350 000	700 000	20.55%
OFE Commercial Union S.A.	155 760	155 700	311520	9.14%
Other	646 917	646 917	1 293 834	37.98%
Total	1 703 500	3 103 500	3 407 000	100%

According to the information held by the Company as at 18 April 2007, the following significant changes in share ownership structure occurred from 1 January 2007 to 31 December 2007 and after the balance sheet date until the date of publication of this report:

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SHAREHOLDERS	As at 18.04.2008	As at 18.04.2008	As at 31.12.2007	As at 31.12.2007	As at 31.12.2006	As at 31.12.2006
	number	%	number	%	number	%
Marek Piechocki	323 985	19.02%	324485	19.05%	281 876	16.55%
Jerzy Lubianiec	226 338	13.29%	226 338	13.29%	246 338	14.46%
Grangefont Limited	350 000	20.55%	350 000	20.55	350 000	20.55%
OFE Commercial Union S.A.	-	-	155 760	9.14%	214.954	12.62%
Other	803 177	47.15%	646 917	37.58%	610.332	35.82%
Total	1 703 500	100%	1 703 500	100%	1703 500	100%

As at 18 April 2008, the Management Board of the Parent Company included:

Marek Piechocki – President of the Management Board,

Alicja Milińska - Vice President of the Management Board,

Stanisław Dreliszak -Vice President of the

Management Board,

Dariusz Pachla - Vice President of the

Management Board,

Aleksander Moroz – Vice President of the

Management Board.

In the period from 1 January 2007 to 18 April 2008, composition of the Parent Company's Management Board did not change.

2. COMPOSITION OF THE CAPITAL GROUP

As at 31 December 2007, LPP S.A. Capital Group included the following subsidiaries:

Name of the company	Consolidati on method	Opinion on the financial statement	Auditor of the financial statement	Balance sheet date as at which the statement was drawn up
LPP Retail Estonia OU	fully	Unqualified	HLB Expertus Audit,	31.12.2007
	consolidated		Tallin	
LPP Czech Republic	fully consolidated	Unqualified	BDO Prima Audit	31.12.2007
s.r.o.		Oliqualified	s.r.o., Praha	
I DD Humaamy Vit	fully consolidated	unqualified, with	IILB Klient Plusz Kit,	31.12.2007
LPP Hungary Kit		explanatory note	Budapest	
LPP Retail Latvia Lid	fully consolidated	Unqualified	Rodl & Partner SIA	31.12.2007
UAB LPP	fully consolidated	Unqualified	UAB Balanso Auditas,	31.12.2007
			Vilnius	
LPP Ukraina	fully consolidated	Unqualified	Alla Ejsmont	31.12.2007
RE Trading Zamknięta	fully consolidated	unqualified, with	Expert Audit Limited	31.12.2007
Spółka Akcyjna (closed		explanatory notes	Liability Company*	
joint-stock company)		explanatory notes		
LPP Fashion	fully consolidated	not audited	not applicable	31.12.2007
Distribuitor SRL				

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Name of the	Consolidati	Opinion on the	Auditor of the financial	Balance sheet date as at
company	on method	financial	statement	which the statement was
G03.69		statement		drawn up
G&M Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
M&G Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
AKME Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
TORA Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
P&G Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
SL&DP Sp. z o.o.	non-	not audited	not applicable	31.12.2007
•	consolidated			
DP&SL Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated		T I	
ll.&DL Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated		Sec. of Process	
PL&CM Sp. z o.o.	non-	not audited	not applicable	31.12.2007
2 Zecciri sp. 2 cici	consolidated	1101 44401104	net approact	5111212007
GM&PL Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated		Sec. of Process	
AMA Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated		Sec. of Process	
LIMA Sp. z o.o.	non-	not audited	not applicable	31.12.2007
Envir i op. 2 o.o.	consolidated	not dudited	not applicable	31.12.2007
LUMA Sp. z o.o.	non-	not audited	not applicable	31.12.2007
LOWA Sp. 2 0.0.	consolidated	not addited	пот аррпсаоте	31.12.2007
KAMA Sp. z o.o.	non-	not audited	not applicable	31.12.2007
11 11 11 A Sp. 2 0.0.		not audited	not applicable	31.12.2007
KUMA Sp. z o.o.	consolidated	not audited	not applicable	31.12.2007
KUMA Sp. 2 0.0.	non-	not audited	not applicable	31.12.2007
AMIII Co. 7.0.0	consolidated	mot audited	not applicable	21 12 2007
AMUL Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated	1		
AMUK Sp. z 0.0.	non-	not audited	not applicable	31.12.2007
	consolidated			
AMUR Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
MM&MR Sp. z o.o.	non-	not audited	not applicable	31.12.2007
	consolidated			
d. 1 C 1 1		1 1		

^{*} the financial statement was reviewed by a certified auditor

Compared to the previous year, the number of consolidated companies was increased by a company LPP Fashion Distribuitor SRL established in 2007 in Romania. Financial statements of some of the above companies were not consolidated, as data presented therein was immaterial for the true and fair presentation of the consolidated financial statement. The share of the total amount of assets and revenues of non-consolidated subsidiaries in the corresponding amounts of the consolidated financial statement is presented in Note 3 of the Introduction to the consolidated financial statement.

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3. CONSOLIDATED FINANCIAL STATEMENT FOR THE PREVIOUS YEAR

The consolidated financial statement of the Capital Group drawn up for the financial year ended 31 December 2006 (previous financial year) was audited by certified auditor Jan Letkiewicz, license no. 9530/7106, acting for and on behalf of HLB Frąckowiak i Wspólnicy Sp. z o.o. The opinion on this statement issued by the certified auditor was unqualified (without reservations), with the following explanatory notes:

- Until the end of 1996, the Parent Company operated in the hyperinflationary economy. As at the date of transition to IFRS, i.e. as at 1 January 2004, as required in IAS 29.24, the Company restated its equity (with the exception of retained profit brought forward from previous years and any surplus from the subsequent measurement of assets) based on a general price index, starting from dates when these funds were contributed or otherwise established by 31 December 1996. At the same time, results of this equity restatement based on inflation indices were disclosed under retained earnings. This restatement has no impact on the total amount of equity as at the date of transition to IFRS and subsequent balance sheet dates. In Note 13.8 to the consolidated financial statement of LPP S.A., the Management Board of the Parent Company presented a detailed description of the hyperinflationary restatement and its impact on the structure of equity,
- The consolidated financial statement of the Capital Group contains financial data of seven subsidiaries, whose individual financial statements were audited by certified auditors acting for and on behalf of other entities authorised to audit financial statements. The cumulative amount of balance sheet totals, revenues from sales, other operating revenues and financial revenues, as well as equity of these subsidiaries (before elimination of non-consolidated items) represents 22.2% of the balance sheet total, 19.1% of revenues from sales, other operating revenues and financial revenues, and 3.6% of equity presented in the consolidated financial statement of the Capital Group without elimination of non-consolidated items, respectively.

The consolidated financial statement of the Capital Group drawn up for the year ended 31 December 2006 was approved by the General Meeting of Shareholders of the Parent Company held on 29 June 2007.

The consolidated financial statement of the Capital Group drawn up for the year ended 31 December 2006 (previous fiscal year) along with the certified auditor's opinion, resolution of the General Meeting of Shareholders approving the consolidated financial statement, as well as report on the Capital Group's operations, were submitted on 13 July 2007 to the National Court Register.

The consolidated balance sheet drawn up as at 31 December 2006, consolidated profit and loss account, statement of changes in consolidated equity, and consolidated cash flow statement for the fiscal year ended 31 December 2006 (previous fiscal year), along with the certified auditor's opinion and resolution of the General Meeting of Shareholders approving the consolidated financial statement were published on 29 November 2007 in the Official Gazette *Monitor Polski B* No. 1983.

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4. ENTITY ENTITLED TO AUDIT THE FINANCIAL STATEMENT AND CERTIFIED AUDITOR

HLB Frąckowiak i Wspólnicy Sp. z o.o. with its registered office in Poznań, pl. Wiosny Ludów 2, is the certified auditor entitled to audit financial statements, registered on the list kept by the National Council of Certified Auditors in Poland, entry no 238.

On behalf of HLB Frąckowiak i Wspólnicy Sp. z o.o., the audit of the Capital Group's financial statement was supervised by Mr. Jan Letkiewicz, certified auditor no. 9530/7106.

The company HLB Frackowiak i Wspólnicy Sp. z o.o. was selected on 16 February 2006 by the Supervisory Board of LPP S.A. to audit the consolidated financial statement of the Capital Group drawn up for the financial years ending 31 December 2006 and 31 December 2007. Audit of this consolidated financial statement was conducted based on the contract concluded on 27 June 2007 with the Management Board of the Parent Company.

5. SCOPE AND DATE OF THE AUDIT

The purpose of this audit was to prepare a written opinion and a report on whether the consolidated financial statement drawn up for the financial year ended 31 December 2007 presents a true and fair view of the financial standing, assets, and financial result of the Capital Group in all its material aspects, in compliance with the accounting principles (policy) set forth in the International Accounting Standards, International Financial Reporting Standards, and related interpretations published in the form of Regulations of the European Commission, and in matters not covered by these Standards – as per the Accounting Act and its implementing provisions.

When auditing the consolidated financial statement and consolidation documents item by item, we used financial auditing tests. Based on results of these tests, we formulated our conclusions as to the accuracy of audited items.

Our audit did not cover matters which had no influence on the audited consolidated financial statement.

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Our audit of the consolidated financial statement of the Capital Group drawn up for the financial year ended 31 December 2007 was conducted between 7 April 2008 and 18 April 2008.

6. DECLARATION OF INDEPENDENCE

HLB Frackowiak i Wspólnicy Sp. z o.o. and the certified auditor supervising the audit comply with all requirements specified in Art. 66 Section 2 and 3 of the Accounting Act, as required to express an impartial and independent opinion on the audited consolidated financial statement of the Capital Group.

7. AVAILABILITY OF DATA AND DECLARATIONS RECEIVED

The Management Board of the Parent Company made available all financial statements of consolidated companies, consolidation documents, information, as well as other documentation requested during the audit, and presented all explanations necessary to formulate our opinion on the consolidated financial statement.

On 18 April 2008, the Management Board of the Parent Company submitted a written declaration confirming that the audited financial statement is complete, reliable and accurate, and that no events occurred between the balance sheet date and the audit completion date which might have had any significant impact on the Capital Group's financial standing and assets but have not been presented in the audited financial statement. In this declaration, the Management Board of the Parent Company reconfirmed its responsibility for the audited consolidated financial statement.

8. CONSOLIDATED BALANCE SHEET

ASSETS (in PLN '000)	31.12.2007	31.12.2006	31.12.2005
NON-CURRENT ASSETS	288 043	217 706	195 431
Tangible fixed assets (PP&E)	258 334	193 834	175 138
Intangible assets	12 186	13 478	14 436
Long-term investments	910	903	876
Long-term receivables	3 589	250	187
Long-term prepaid expenses	13 024	9 241	4 794
CURRENT ASSETS	409 112	316 485	239 305
Inventories	289 527	230 435	171 566
Short-term receivables	60 809	50 471	.37 653
Short-term investments	55 541	32 219	27 482
Short-term prepaid expenses	3 235	3 360	2 604
TOTAL ASSETS	697 155	534 191	434 736

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LIABILITIES (in PLN '000)	31.12.2007	31.12.2006	31.12.2005
EQUITY	405 662	271 502	232 450
Equity of shareholders of the parent company	405 662	271 502	232 450
Minority interests	0	0	0
LIABILITIES AND PROVISIONS FOR LIABILITIES	291 493	262 689	202 286
Provisions for liabilities	14 485	5 889	4 948
Long-term payables	27 865	11 009	11 038
Short-term payables	247 295	244 154	185 288
Accruals and deferred income	1 848	1 437	1 012
TOTAL LIABILITIES	697 155	534 191	434 736

9. CONSOLIDATED PROFIT AND LOSS ACCOUNT

REVENUES AND EXPENSES (in PLN '000)	2007	2006	2005
Revenues from sales	1 274 332	815 135	685 851
Operating expenses	1 088 839	759 977	625 110
Profit (loss) on sales	185 493	55 158	60 741
Other operating revenues	5 492	4 814	6 029
Other operating expenses	15 710	10 556	7 981
Operating profit (loss)	175 275	49 416	58 789
Financial revenues	1 532	6 506	691
Financial expenses	10 975	7 617	7 375
Profit (loss) before tax	165 832	48 305	52 105
Net profit (loss) from continued operations	134 749	39 323	40 053
Net profit (loss):	134 749	39 323	40 053
- shareholders of the parent company	134 749	39 323	40 053
- minority shareholders	0	0	0

10. BASIC FINANCIAL DATA AND FINANCIAL RATIOS

Presented below are selected financial data and ratios for 2005, 2006, and 2007, describing the financial standing of the Capital Group in this period. All financial ratios were calculated based on data presented in consolidated financial statements of the Capital Group for financial years ended 31 December 2007 and 31 December 2006.

Ratio	Calculation formula	Amo	Amount		
		2007	2006	2005	
revenues from sales (in PLN '000)		1 247 332	815 135	685 851	
net financial result (in PLN '000)		134 749	39 323	40 053	
equity (in PLN '000)		405 662	271 502	232 450	
total assets (in PLN '000)		697 155	534 191	434 736	

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Ratio	Calculation formula	7 intount			
		2007	2006	2005	
return on assets (ROA) (%)	net financial result / closing balance total assets	19%	7%	9%	
return on equity (ROE) (%)	net financial result / closing balance equity	49%	17%	21%	
return on sales (ROS) (%)	result on sales / revenues from sales of goods and products	15%	7%	9%	
liquidity ratio I (current ratio)	total current assets* / short-term payables*	1.65	1.30	1.29	
liquidity ratio III (cash ratio)	cash / short-term payables*	0.22	0.12	0.15	
receivables turnover ratio (days in receivables)	trade receivables* x 365 days / revenues from sales of goods and products	14	16	14	
payables turnover ratio (days in payables)	trade payables x 365 days / (value of goods and materials sold + manufacturing cost of products sold)	102	104	57	
inventory turnover ratio (days in inventory)	inventories x 365 days / (value of goods and materials sold + manufacturing cost of products sold)	203	228	174	
leverage ratio	(equity + long-term provisions + long-term payables + long-term accrued liabilities) / total liabilities	62%	54%	57%	
debt to assets (%)	(total liabilities – equity) / total liabilities	42%	49%	47%	
Inflation ratios:		_	_		
Annual average (%)		2.5	1.0	2.1	
December to December (%)		4.0	1.4	0.7	

^{*} trade receivables/payables with maturity dates over 12 months excluded.

11. COMMENTS TO FINANCIAL RATIOS

The following trends have been identified:

In 2007, return on assets (ROA) and return on equity (ROE) increased considerably. It resulted mainly from the increase in net profit.

The increase in gross profit margin in 2007 compared to the previous years resulted mainly from the higher growth in net revenues from sales vs. growth in operating expenses.

In 2004-2006, the Company's structure of financing was stable. The leverage ratio in the analysed period was 58% on average.

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^{**} before deduction of write-downs.

12. GOING CONCERN

In section 6 of the introduction to Notes to the consolidated financial statement of the Capital Group drawn up for the financial year ended 31 December 2007, the Management Board of the Parent Company informed that financial statements of the Parent Company and financial statements of subsidiaries and jointly-controlled entities underlying the consolidated financial statement are based on the assumption that these entities shall remain a going concern for the minimum period of 12 months from 31 December 2007 and that there are no circumstances indicating otherwise.

During our audit, we identified no circumstances which could lead us to the conclusion that the Parent Company might not remain a going concern within 12 months from the balance sheet date, i.e. 31 December 2007, due to any voluntary or forced discontinuation of operations or significant limitation of its business.

13. FINANCIAL YEAR

Financial statements of all Capital Group companies, underlying the consolidated financial statement, were drawn up as at 31 December 2007 and cover financial data for the reporting period from 1 January 2007 to 31 December 2007.

14. ACCOUNTING PRINCIPLES (POLICY) AND METHODS OF PRESENTATION OF FINANCIAL DATA

In section 9 of the Introduction to Notes to the consolidated financial statement drawn up for the financial year ended 31 December 2007, the Management Board of the Parent Company presented the adopted accounting principles (policy) and methods of presentation of the Capital Group's financial data. No changes were introduced to the accounting principles (policy) and methods of presentation of financial data of the Capital Group in the reporting period.

15. GOODWILL ON CONSOLIDATION AND GOODWILL WRITE-OFFS

Goodwill on consolidation resulting from acquisitions of subsidiaries made before 2005 was immaterial, and therefore was written off entirely in the period when control was taken over. In the analysed period, no new companies were acquired by the Capital Group. In the entire reporting period, the Parent Company remained the owner of 100% share in the equity of all subsidiaries in the Capital Group. As a result, no goodwill on consolidation or its write-offs are presented in the consolidated financial statement.

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16. EQUITY

Equity presented in the consolidated financial statement drawn up as at 31 December 2007 is consistent with the consolidation documents. Financial data referring to equity is presented in Note 13.8 to the consolidated financial statement.

17. MINORITY INTEREST

No minority interests were presented as at 31 December 2007.

18. CONSOLIDATION ADJUSTMENTS AND NON-CONSOLIDATION

Non-consolidated data of consolidated Capital Group companies:

- intercompany payables and receivables,
- intercompany revenues and expenses,
- results not realised by consolidated companies and recognized under their assets,
- dividends

are in line with consolidation documents.

19. SALE OF SHARES IN A RELATED PARTY

In the financial year ended 31 December 2007, no shares in related parties were sold by the Capital Group.

20. COMPLETENESS AND ACCURACY OF CONSOLIDATION DOCUMENTS

During the audit, we concluded that consolidation documents are complete and accurate in all material aspects and satisfy all requirements defined for consolidation documents. This applies in particular to consolidation adjustments and non-consolidated items.

21. STRUCTURE OF ASSETS AND LIABILITIES IN THE CONSOLIDATED BALANCE SHEET

The structure of assets and liabilities of the Capital Group is presented in the consolidated financial statement drawn up for the fiscal year ended 31 December 2007. Data presented in the consolidated financial statement is consistent with the consolidation documents.

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22. ITEMS INFLUENCING THE CAPITAL GROUP'S FINANCIAL RESULT

Items influencing the financial result generated by the Capital Group are described in the audited consolidated financial statement drawn up for the fiscal year ended 31 December 2007. Data presented in the consolidated financial statement is consistent with the consolidation documents.

23. INFORMATION ON THE ADOPTED ACCOUNTING PRINCIPLES AND OTHER NOTES

In all material aspects, information on the adopted accounting policies and Notes to the consolidated financial statement drawn up for the fiscal year ended 31 December 2007 have been drawn up in compliance with the accounting principles (policy) set forth in the International Accounting Standards, International Financial Reporting Standards, and the related interpretations published in the form of Regulations of the European Commission, and in matters not covered by these Standards – as per the Accounting Act and its implementing provisions.

24. REPORT ON THE CAPITAL GROUP'S OPERATIONS

We have analysed the report on the Capital Group's operations for the fiscal year ended 31 December 2007, prepared by the Management Board of the Parent Company. Information presented in this report, originally disclosed in the audited consolidated financial statement for the fiscal year ended 31 December 2007, is consistent with this statement. In all material aspects, report on the Capital Group's operations is in compliance with the requirements of Art. 49 paragraph 2 of the Accounting Act and provisions of the Ordinance by the Minister of Finance of 19 October 2005 on Current and Interim Information Provided by Issuers of Securities.

This Report contains 12 pages.

Jan Letkiewicz Cecylia Pol

Certified Auditor no. President of the Board of Directors

9530/7106 HLB Frąckowiak i Wspólnicy Sp. z o.o.

Poznań, pl. Wiosny Ludów 2

entity authorised to audit financial statements,

entered in the register of auditors certified to audit financial statements,

entry no. 238

Certified Auditor no. 5282/782

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