# **Additional Information for Q4 2007**

1. The Company has not published any forecasts of financial results.

2. Pursuant to the information available to the Company, as at the date of release of this quarterly report, that is February 29th 2008, the following shareholders submitted information on holding directly or indirectly (through subsidiaries) 5% or more of the total vote at the General Shareholders Meeting of AmRest Holdings N.V. ("AmRest")

Shareholder	Number of shares	% of share capital held	Number of votes at GM	% share of the total vote at GM
BZ WBK AIB AM *	2 071 198	14.62%	2 071 198	14.62%
BZ WBK AIB TFI	1 201 827	8.48%	1 201 827	8.48%
IRI LLC **	1 199 420	8.46%	1 199 420	8.46%
ING Nationale – Nederlanden Polska OFE	750 000	5.29%	750 000	5.29%
Michael Tseytin	720 016	5.08%	720 016	5.08%
Pioneer Pekao IM ***	711 921	5.02%	711 921	5.02%
Pioneer Pekao TFI	710 058	5.01%	710 058	5.01%

\* BZ WBK AIB AM manages assets which include the funds of BZ WBK AIB TFI.

\*\* IRI LLC is wholly-owned by ARC.

\*\*\* Pioneer Pekao IM manages assets which include the funds of Pioneer Pekao TFI

After the date of release of the previous quarterly report (published on 14 November 2007) the Company became aware of the following changes in the structure of significant shareholdings in AmRest:

On 28 January 2008, customers of Pioneer Pekao Investment Management S.A. became holders of a total of 711 921 shares in AmRest, which constitutes 5.02% of the Company's initial capital and entitles them to 711 921 votes, i.e. 5.02% of the total number of votes at the Company's Meeting of Shareholders. Prior to the acquisition, Pioneer Pekao Investment Management S.A. customers held a total of 601 921 shares in AmRest, which constituted 4.25% of the Company's initial capital and entitled them to a total of 601 921 votes, i.e. 4.25% of the total number of votes at the Company's Meeting of Shareholders. Pioneer Pekao IM manages assets which include the funds of Pioneer Pekao TFI. Pursuant to the AmRest best knowledge (RB 11/2008 dated 30 January 2008) Pioneer Pekao TFI currently possess 5.01% of AmRest initial capital.

3. Pursuant to the information available to the Company no changes occurred with respect to AmRest shares and stock options held by the members of the Management and Supervisory Boards of AmRest Holdings N.V. after the publication of the previous quarterly report (i.e. November 14th 2007).

4. As at the date of release of this quarterly report no court arbitration or administrative proceedings whose single or aggregate value exceeds 10% of the Company's equity were pending against the Company.

5. Important transactions or agreements resulting in related party transactions after the publication of the previous quarterly report (i.e. November 14th 2007):

On 3 January 2008 AmRest informed that American Restaurants Sp. z o.o. ("AmRest Poland") and Starbucks Coffee International, Inc. ("Starbucks") registered AmRest Coffee, Kft, seated in Budapest, Hungary. The new company has been established in connection with the Joint Venture Agreement signed on May 25, 2007 (RB 23/2007 dated 25 May 2007), to develop and operate Starbucks stores in Hungary. The total equity of AmRest Coffee, Kft amounts to HUF 3 million. AmRest Poland contributed 82% of AmRest Coffee, Kft equity and Starbucks contributed 18% of the new company equity.

On 29 January 2008 a loan agreement was signed by and between AmRest Poland and American Restaurants EOOD ("AmRest Bulgaria") for an amount of PLN 12.0 million. The loan is a revolving loan and was granted until the end of 2009. AmRest Bulgaria is AmRest Poland 100% subsidiary.

6. During the period covered by this quarterly report. AmRest Holdings N.V. did not issue sureties in respect of any loans or guarantees whose value would represent 10% or more of the Company's equity.

7. Other information important for the assessment of the Company's personnel. economic and financial position as well as its financial result:

# a) Important personnel changes

On 15 February 2008 Wojciech Mroczyński, the Chief Financial Officer and the Member of AmRest Management Board, moved to newly created position of Chief Operating Officer. In this new position Wojciech Mroczyński will be responsible for driving longterm operational strategy for all brands in AmRest core markets. Wojciech Mroczyński remained a Board Member of AmRest.

At the same the newly created position of Financial Director was assumed by Piotr Boliński, formerly the Group Financial Controller. Piotr Boliński has been with AmRest for over 2 years and prior to AmRest he held a position of Controlling Manager in Mondi Packaging Paper Świecie S.A. (2003-2005). Piotr Boliński is a graduate of Nico-

laus Copernicus University in Torun, Poland, the faculty of Economic Sciences and Management.

This organizational change is another important step in implementation of the AmRest strategy (RB 25/2007 dated 29 May 2007) of achieving the Central and Eastern Europe market dominance of Quick Service and Casual Dining Restaurant sector and will strengthen the operational focus of the Company.

# b) The Company's performance

The fourth quarter of 2007 was the consecutive record high quarter in AmRest history in terms of sales. AmRest Group sales revenues in the fourth quarter of 2007 amounted to PLN 251,629 thousand and increased by 38.3% compared with the corresponding period of 2006. The total 2007 sales amounted to PLN 853,355 thousand and increased by 35.6% compared with 2006.



The increase in sales was delivered principally due to the consistent growth of sales at the existing locations and the sales generated by the restaurant chain in Russia. The fourth quarter of 2007 was the second quarter when the Group's consolidated results include the results of Russian restaurants. In the Q4 2007 the sales revenues generated in Russia amounted to PLN 28,871 thousand.



Increase in quarterly sales relative to the corresponding quarters of previous years

In the fourth quarter of 2007 the gross profit on sales rose by 7.3% relative to the corresponding period of 2006 and amounted to PLN 28,925 thousand. The total 2007 gross profit amounted to PLN 116,258 thousand and increased by 36.1% compared with 2006. The increase in the restaurant costs in the fourth quarter of 2007 was higher than the growth in sales, therefore the gross margin on sales decreased to 11.5% (compared with 14.8% in Q4 2006). The cumulative increase of restaurant costs in total 2007 was approximate to the sales dynamics, therefore the 2007 gross margin on sales stayed at the same level compared with 2006, i.e. 13.6%.

The main factor with a favorable effect on the Q4 2007 performance was lower – relative to sales direct depreciation and amortization expenses. However higher - relative to sales - costs of sales, direct marketing expenses, occupancy and other operating expenses had negative effect.

The increase in costs of occupancy and other operating expenses is connected mainly with relatively higher rent costs related to Russian restaurants, which results were not included in the AmRest results in the corresponding period of 2006. It is connected with general trends observed on the real estate market in Russia. The cost of payroll and employee benefits in the fourth quarter of 2007 stayed relatively at the similar level, compared with the corresponding quarter of 2006, what is mainly a result of the inclusion of Russian restaurants into the Groups consolidated results – the Russian restaurants have relatively lower cost of payroll and employee benefits.

The increase in cost of sales in Q4 2007 relative to sales resulted mainly from relative increase of this cost on the Polish market. However in total 2007 the cost of sales stayed at the similar level.

In the fourth quarter of 2007 the Company's marketing expenditures increased to 6.1% - relative to sales – compared with 4.4% in Q4 2006) and amounted to PLN 15,334 thousand. In total 2007 marketing expenditures stayed however at the similar level related to

sales, compared with 2006, and amounted to PLN 40,164 thousand (4.7% relative to sales compared with 4.9% in 2006).

AmRest's operating profit in the fourth quarter of 2007 amounted to PLN 9,163 thousand and EBITDA amounted to PLN 25,280 thousand. The operating margin in the fourth quarter of 2007 decreased to 3.6% compared with 7.4% in the corresponding period of 2006. This is connected mainly with lower gross profit on sales in the fourth quarter of 2007 (relative increase of restaurant expenses), which is described above. The EBITDA margin amounted to 10.0% and was lower compared with the corresponding period of 2006 (15.4%).

The total 2007 operating profit increased to PLN 63,419 thousand (by 42.5% compared with 2006), whereas the total 2007 EBITDA amounted to PLN 116,408 thousand (increase of 27.6% compared with the corresponding period of 2006). The EBITDA margin in 2007 amounted to 13.6% compared with 14.5% in 2006. The start-up costs (the number of new restaurants in 2007 was two times higher than the year before) and relatively lower result on other operating activities (resulting mainly from sale of real estate in 2006) had negative effect on total 2007 EBITDA.

In Q4 2007 the net profit amounted to PLN 7,275 thousand and the net margin to 2.9%. The total 2007 net profit amounted to PLN 48,363 thousand (up by 25.2% compared with 2006) and the net margin decreased from 6.1% to 5.7%. The increased interest cost, resulting from increased debt, had an impact on results on financing activities in 2007. This effect was partially compensated by positive FX differences resulting from loans between the Group's related companies. Cumulative differences of results on financing activities in 2007, compared with 2006, apart from increased interest costs are principally connected with one-off IRI loan waiver booked in 2006.

The balance-sheet total as at the end of 2007 amounted to PLN 589,956 thousand and increased by 83.3% compared with the end of 2006. The increase was primarily a result of the additions in non-current assets related to the purchase of Russian restaurants and the building of new restaurants. The acquisition of OOO Pizza Nord (currently OOO AmRest) had an impact on the goodwill (increase from PLN 23,516 thousand at the end of 2006 to PLN 160,598 thousand). The Company's total liabilities increased by 82.1% in comparison with the end of 2006, and amounted to PLN 297,005 thousand, mainly due to the loan taken in the Q3 2007 with the purpose of finalization of the acquisition of restaurants in Russia. The equity increased mainly as a result of issuance of 670,606 AmRest shares, also connected with the acquisition of Russian restaurants. The total equity increased from PLN 157,864 thousand in 2006 to 292,951 thousand.

# c) Other information

On 27 November 2007 the first KFC restaurant in Bulgaria was opened in Sofia. Am-Rest restaurants will be opened and operated in this country by American Restaurants EOOD ("AmRest Bulgaria"), AmRest's 100% subsidiary. Bulgaria, following Poland, Czech Republic, Hungary, Russia and Serbia, is the sixth country where AmRest operates. Since the beginning of 2007 the Company added three new countries to its portfolio – Russia, Serbia and Bulgaria. On 10 December 2007 AmRest informed about signing of Annex to the Distribution Agreement, dated 2 April 2003, concluded between American Restaurants Sp. z o.o. and McLane Polska Sp. z o.o., with its registered office at Błonie (RB 8/2006 dated 24 March 2006). The Annex is coming into force on 1 August 2008. Pursuant to this Annex the term of the Agreement was renewed by another two years, i.e. until 1 August 2010. Additionally both sides agreed that the renewal of the term of the Agreement shall be concluded in writing by 1 December 2009 – otherwise the Agreement will expire automatically on 1 August 2010.

On 3 January 2008 AmRest informed that AmRest Coffee Kft ("AmRest Coffee Hungary") and Starbucks Coffee EMEA BV and Starbucks Manufacturing EMEA B.V. (collectively, "Starbucks") signed Area Development and Operation Agreement, Shared Services Agreement, Services Agreement and Supply Agreement regarding the rights and license to develop, own and operate Starbucks stores in Hungary (collectively, the "Agreements"). The Agreements have a term ending on May 31, 2022, with an option to extend the term of the Agreements for an additional 5 years upon the fulfillment of certain conditions. AmRest Coffee Hungary will be the only entity with the right to develop and operate Starbucks stores in Hungary during the term of the Agreements with nonexclusive rights to certain institutional locations. The key fees and costs to be borne by the AmRest Coffee Hungary will be: (i) the services fee for initial operation support equal to an amount of USD 275 thousand, (ii) the initial franchise fee of USD 25 thousand for each Starbucks store, (iii) the continuing licensing and service fee equal to 6% of sales revenues of each Starbucks store, (iv) a local marketing spend obligation is to be mutually agreed annually. AmRest Coffee Hungary agree to open and operate Starbucks stores in strict accordance with the development schedule which includes the minimum numbers of openings in each year within the Agreements' period. If AmRest Coffee Hungary fails to meet the development obligations, Starbucks will have the right to charge a development default fee or to terminate the Agreements. The Agreements include the provision concerning the purchase of coffee and other basic supplies either from Starbucks or other approved or designated suppliers.

Pursuant to the agreements signed between AmRest and Starbucks regarding the development and operation of Starbucks stores in Poland, the Czech Republic and Hungary, the first Starbucks store was opened in Prague, Czech Republic, on 22 January 2008. The opening of the first Starbucks store in Poland is planned still in 2008.

On 21 January 2008 AmRest informed about signing of Letter of Intent between Am-Rest and Burger King Europe GmbH ("BKE") regarding Bulgaria. Both Parties have agreed to enter into negotiations intended for BKE to grant AmRest a Development Agreement and Franchise Agreements thereunder in the country of Bulgaria. The negotiations will include the specific terms and conditions that will be mutually acceptable to both parties as it relates to AmRest developing and operating Burger King Restaurants in Bulgaria. Since 2007 AmRest has had a right to open and operate Burger King restaurants in Poland. Currently AmRest operates 4 Burger King restaurants in this country.

On 27 February 2008 AmRest informed about signing the final agreements, the Asset Purchase Agreement and the Termination Fee Agreement, regarding 9 Rostik's–KFC restaurants operated by OOO Tetra in Russia. The total transaction price including both

agreements amounted to USD 12 million. The Termination Fee Agreement assumes that the amounts regarding particular restaurants will be made through separate escrow account and final payments will be released once the lease rights, regarding particular restaurants, are transferred from Tetra to AmRest.

Also on 27 February 2008 AmRest informed that the negotiations regarding the purchase of equity interest in Kroshka-Kartoshka, the quick service restaurant chain, had been ended. As a conclusion, based on performed due diligence review, both parties were not able to meet their expectations regarding the final structure and key parameters of the transaction and it has been mutually agreed that the further negotiations will not be continued.

8. The Company expects that its performance in the following quarters may be influenced by a number of factors, the most significant of which include:

a) growth of sales spurred by new openings as well as potential further investments;

b) short-term pressure on net margin related to increased finance cost (debt service payments) and start-up costs, stemming from planned accelerated growth;

c) potential impairment costs regarding own proprietary restaurant concepts, Rodeo Drive and freshpoint;

d) seasonality of sales – the lowest sales are recorded in the first quarter of the year, which is attributable primarily to fewer operating days in February and fewer people dining out. The next quarter in terms of sales is the second quarter, in which the restaurants achieve better results thanks to improving weather and a positive effect of the beginning of the holiday season in June. The highest sales are achieved at the end of the third and at the beginning of the fourth quarter. Very good performance in the third quarter is attributable to the increased tourist traffic. Autumn is traditionally a season when people tend to dine out more frequently, which translates into higher sales. An important time in the last three months of the year is the pre-Christmas period, when particularly high sales are reported by the restaurants situated in shopping centres;

e) a factor with a potentially adverse effect on sales, is a change in consumer preferences resulting from health concerns about the consumption of chicken, the key product on the KFC menu, due to negative publicity concerning consumption of poultry and diseases carried by poultry. The Company mitigates this risk by using at the AmRest restaurants ingredients of the highest quality, sourced from proven and reputed suppliers, by complying with strict quality control and hygiene standards, and by applying the most advanced equipment and processes ensuring absolute safety of the meal.

f) another factor which may affect the Company's performance may be FX differences resulted from the changes of currency rates of the countries in which the Group operates its restaurants. The loans between the Group's related companies may be the source of these potential differences. In addition, the rent due on a significant portion of the Group's restaurant leases is indexed to US dollar or Euro exchange rates. Hence the appreciation of the US dollar or Euro against the Polish zloty may have an adverse effect on the results.

g) The costs related to the introduction of new IT systems may negatively impact the Company's performance in a short-term. However in the long-term the expected benefits will positively impact the Group profitability.