

FINANCIAL STATEMENT

for Quarter 2 of 2006

Presented in compliance with the International
Financial Reporting Standards

March 19, 2007

Introduction

The consolidated quarterly statement of ACTION S.A. for Q2 of 2006 ('Statement') contains:

- the abbreviated consolidated financial statement as of January 31, 2007, covering the period of 3 months ended on January 31, 2007 prepared in compliance with International Financial Reporting Standards in the version approved by the European Union;
- the abbreviated individual financial statement as of January 31, 2007 and the period of 3 months ending January 31, 2007, prepared in compliance with the Polish Accounting Act;
- notes on the abbreviated consolidated financial statement and other information required by the Ordinance of the Minister of Finance of October 19, 2005 on current and periodical statements presented by Issuers of securities.

Pursuant to section § 87 point 1 of the Ordinance of the Minister of Finance of October 19, 2005, ACTION S.A. does not publish a separate individual quarterly statement; the individual quarterly statement of ACTION S.A. is supplementary to the consolidated quarterly statement of ACTION S.A.

I. Abbreviated quarterly financial statement as of January 31, 2007 and for the period of 3 months ended on January 31, 2007, prepared in compliance with International Financial Reporting Standards

I.1. Consolidated selected financial data statement

SELECTED CONSOLIDATED FINANCIAL DATA	in PLN M		in EUR M	
	Q2 incrementally (current year) period from 08-01-2006 to 01-31-2007	Q2 incrementally (previous year) period from 08-01-2005 to 01-31-2006	Q2 incrementally (current year) period from 08-01-2006 to 01-31-2007	Q2 incrementally (previous year) period from 08-01-2005 to 01-31-2006
I. Sales revenue	940 001	830 234	241 156	211 535
II. Operating profit	12 286	18 450	3 152	4 701
III. Profit before tax	57 643	56 995	14 788	14 522
IV. Net profit due to company Shareholders	8 870	11 417	2 276	2 909
V. Net cash flows from operating activities	4 254	13 581	1 091	3 460
VI. Net cash flows from investing activities	-9 297	-1 304	-2 385	-332
VII. Net cash flows from financial activities	43 379	-1 783	11 129	-454
VIII. Net increase (decrease) of cash	38 336	10 494	9 835	2 674
IX. Total assets	463 239	326 518	117 813	85 286
X. Liabilities	341 891	251 477	86 951	65 686
XI. Long-term liabilities	276	10	70	3
XII. Short-term liabilities	341 615	251 467	86 881	65 683
XIII. Equity due to shareholders of the Company	118 342	72 729	30 097	18 997
XIV. Share capital	1 641	1 191	417	311
XV. Number of shares *	16 410 000	1 191 000	16 410 000	1 191 000
XVI. Earnings (loss) per share of common stock **(in PLN / EUR)	0,54	9,59	0,14	2,44
XVII. Book value of one share **(in PLN / EUR)	7,21	61,07	1,83	15,95

(*) the number of shares has regard for changes in nominal value of shares of series A from 1 PLN to 0.10 PLN with the simultaneous division of 1 share of a value of 1 PLN into 10 shares of a nominal value of 0.10 PLN. The change was made on the 04/11/2006 by resolution of the Extraordinary General Meeting of Shareholders.

(**) Profit (loss) for one ordinary share calculated by dividing the Net profit (loss) by the Number of shares

(***) Book value for one share was calculated by dividing the Equity by the Number of shares

The selected financial data presented in the financial statements has been converted into EUR as follows:

- the profit and loss account and of the cash flow statements have been calculated according to the average arithmetical rate of exchange announced by the National Bank of Poland, in force on the last day of each month of the half-year; for the 1st half-year of 2006, the rate of exchange amounted to 1 EUR = 3.8979 PLN and for the 1st half-year of 2005 – 1 EUR = 3.9248 PLN;
- the balance positions have been calculated according to the average rate of exchange announced by the National Bank of Poland as of the balance date; on January 31, 2007 the rate was 1 EUR = 3.9320 PLN; on January 31, 2006 - 1 EUR = 3.8285 PLN.

I.2. Consolidated balance sheet statement

	As of 01/31/2007 end of quarter (current year)	As of 10/31/2006 end of quarter (current year)	As of 01/31/2006 end of quarter (previous year)	As of 10/31/2005 end of quarter (previous year)
ASSETS				
Non-current assets				
Tangible fixed assets	52 953	44 254	41 344	41 680
Intangible assets	20 968	7 468	9 760	10 527
Investment real estate	2 150	0	0	0
Long-term investments	7	74	74	74
Deferred tax assets	1 843	858	460	269
Trade receivables and other receivables	866	0	0	0
	78 787	52 654	51 638	52 550
Current assets				
Inventory	169 463	147 246	104 396	143 476
Trade receivables and other receivables	168 645	172 894	155 899	152 217
Derivative financial instruments	496	0	0	0
Cash and cash equivalents	45 848	13 216	14 585	2 819
Financial assets held to maturity				
	384 452	333 356	274 880	298 512
Total assets	463 239	386 010	326 518	351 062
EQUITY CAPITAL				
Equity due to shareholders of the Company				
Share capital	1 641	1 641	1 191	1 191
Surplus from sale of shares above nominal value	55 745	55 767	4 695	4 695
Retained earnings	60 956	65 410	66 843	50 321
	118 342	122 818	72 729	56 207
Minority shares	3 006	1 882	2 312	1 897
Total equity	121 348	124 700	75 041	58 104
LIABILITIES				
Long-term liabilities				
Loans and credits	0	0	0	1 000
Trade liabilities and other	276	305	10	0
	276	305	10	1 000
Short-term liabilities				
Trade liabilities and other	282 905	220 664	197 745	246 492
Loans and credits and other financial obligations	54 957	39 023	53 540	45 213
Employee benefit liabilities	795	238	0	95
Reserves for remaining obligations and other charges	2 790	1 033	106	108
Deferred tax reserves	168	47	76	50
	341 615	261 005	251 467	291 958
Total liabilities	341 891	261 310	251 477	292 958
Total liabilities and equity	463 239	386 010	326 518	351 062

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007

I.3. Consolidated profit and loss statement

	2 Quarter incrementally (current year) period from 08/01/2006 to 01/31/2007	2 Quarter (current year) period from 11/01/2006 to 01/31/2007	2 Quarter incrementally (previous year) period from 08/01/2005 to 01/31/2006	2 Quarter (previous year) period from 11/01/2005 to 01/31/2006
Revenue from sales	940 001	527 912	830 234	480 287
Cost of sales of products, goods and materials	-882 358	-492 375	-773 239	-443 101
Profit before tax	57 643	35 537	56 995	37 186
Cost of sales and marketing	-39 611	-21 903	-30 365	-17 526
General administrative costs	-8 246	-5 181	-7 591	-3 754
Other net revenue and operational profit	3 839	623	812	0
Remaining costs and losses	-1 339	-688	-1 401	-269
Operating profit	12 286	8 388	18 450	15 637
Net financial costs	-726	-377	-2 626	-1 620
Profit/loss on disposal of subsidiaries				
Profit before tax	11 560	8 011	15 824	14 017
Corporate income tax	-2 467	-2 012	-3 507	-2 694
Net profit of trading period	9 093	5 999	12 317	11 323
Including:				
due to shareholders of the Company	8 870	5 656	11 417	10 887
due to minority shares	223	343	900	436
	9 093	5 999	12 317	11 323
Profit/Loss due to shareholders of the Company per ordinary share * (expressed in PLN per one share)				
- basic	0,54	0,34	9,59	9,14
- diluted	0,51	0,33	9,59	9,14
Number of shares	16 410 000	1 191 000	16 410 000	1 191 000
Diluted number of shares	17 230 500	1 191 000	17 230 500	1 191 000

The basic number of shares includes 11,910,000 shares of series A and 4,500,000 shares of series B.

The diluted number of shares includes an additional planned issue of 820,500 shares of series C.

The basic profit/loss per share is calculated by dividing the profit/loss due to shareholders of the Company by the weighed average number of ordinary shares throughout the period.

The diluted profit/loss per share is calculated by dividing the profit/loss due to shareholders of the Company and the weighed average number of ordinary shares, including the planned issue of 820,500 shares of series C as part of a conditional increase in share capital pursuant to the Resolution by the Extraordinary General Meeting of Shareholders of the Company of November 15, 2006.

The weighed average number of ordinary shares in the periods: 08/01/2006 - 01/31/2007 and 11/01/2006 - 01/31/2007 was corrected (increased) by 10,719,000 shares, the result of which was a reduction of the nominal value of shares of series A from 1 PLN to 0.10 PLN. The change of the nominal value of shares of series A was made by resolution of the Extraordinary General Meeting of Shareholders of 04/11/2006. In addition, the weighed average number of ordinary shares in the period 08/01/2005 – 01/31/2007 was increased by the planned issue of 820,500 shares of series C.

All revenue and costs stated apply to the continued activities.

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007

I.4. Consolidated statement of changes in equity

	Due to Shareholders of the Company			Due to minority shares	Total equity
	Share capital	Surplus from sale of shares above nominal value	Retained earnings		
As of August 1, 2005	1 191	4 695	50 029	1 427	57 342
Net profit/loss in trading period			11 417	900	12 317
Sum of revenue included	1 191	4 695	61 446	2 327	69 659
Other			5 397	-15	5 382
As of January 31, 2006	1 191	4 695	66 843	2 312	75 041
As of August 01, 2006	1 641	55 768	61 385	2 859	121 653
Net profit of trading period			8 870	223	9 093
Sum of revenue included	1 641	55 768	70 255	3 082	130 746
Issue of shares					
Costs of transactions related to share issue		-23			-23
Dividends paid			-2 461		-2 461
Other			-6 838	-76	-6 914
As of January 31, 2007	1 641	55 745	60 956	3 006	121 348

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007

I.5. Consolidated cash flow statement

	2 Quarter incrementally (current year) period from 08/01/2006 to 01/31/2007	2 Quarter (current year) period from 11/01/2006 to 01/31/2007	2 Quarter incrementally (previous year) period from 08/01/2005 to 01/31/2006	2 Quarter (previous year) period from 11/01/2005 to 01/31/2006
Operating cash flow				
Net profit of trading period	8 870	5 656	11 417	10 887
Corrections:	-4 616	16 081	2 164	925
– Income tax	1 982	1 612	3 507	3 350
– Depreciation of fixed assets and intangible assets	3 184	1 647	3 336	1 709
– Profit due to investment activity	-59	0	-27	0
– Revenue on interest	692	370	0	0
– Costs of interest	-94	-70	0	0
– Other	-4 479	-2 598	2 079	4 927
Changes in trading capital:				
– Inventory	-47 442	-15 290	7 014	36 320
– Trade receivables and other receivables	-53 617	-15 563	-53 754	-32 249
– Trade liabilities and remaining liabilities	95 217	45 973	40 009	-13 132
Net operating cash flow	4 254	21 737	13 581	11 812
Cash flow from investment activity				
Acquisition of real fixed assets and intangible assets	-9 404	-5 576	-639	-97
Inflows from sales of tangible fixed assets	107	94	446	446
Other inflows	0	0	-1 111	0
Net cash flows from investing activities	-9 297	-5 482	-1 304	349
Cash flow from financial activity				
Inflow from issue of ordinary shares				
Loans and credit facilities obtained	53 359	25 934	2 118	0
Repayment of loans and credit	-10 029	-10 000	-2 500	0
Interest paid	-729	-383	-1 401	-395
Dividends paid to shareholders of the Company				
Repayment of finance lease liabilities	-66	-18	0	0
Other financial liabilities				
Other inflows	844	844	0	0
Net cash flows from financial activities	43 379	16 377	- 1 783	-395
Reduction/Increase of net cash balance	38 336	32 632	10 494	11 766
Cash balance at the beginning of the year	7 512	13 216	4 091	2 819
Cash balance at the end of the period	45 848	45 848	14 585	14 585

Dariusz Jacek Krawiec
PresidentPiotr Bieliński
Vice PresidentKazimierz Lasecki
Vice President

Warsaw, March 19, 2007

II. Abbreviated quarterly individual financial statement as of January 31, 2007 and for the period of three months ending on January 31, 2007 drawn up under the Polish Accounting Law

II.1. Selected financial data – individual statements

SELECTED INDIVIDUAL FINANCIAL DATA	in PLN M		in EUR M	
	Q2 incrementally (current year) period from 08-01-2006 to 01-31-2007	Q2 incrementally (previous year) period from 08-01-2005 to 01-31-2006	Q2 incrementally (current year) period from 08-01-2006 to 01-31-2007	Q2 incrementally (previous year) period from 08-01-2005 to 01-31-2006
I. Sales revenue	884 285	717 606	226 862	182 839
II. Operating profit	12 556	9 790	3 221	2 494
III. Gross profit	13 010	10 594	3 338	2 699
IV. Net profit	11 166	7 678	2 865	1 956
V. Net cash flows from operating activities	6 380	2 160	1 637	550
VI. Net cash flows from investing activities	-11 879	-1 620	-890	-159
VII. Net cash flows from financial activities	43 511	-2 545	11 163	-648
VIII. Net increase (decrease) of cash	38 012	-2 005	9 752	-511
IX. Total assets	459 434	283 370	116 845	74 016
X. Liabilities	329 826	218 932	83 883	57 185
XI. Long-term liabilities	0	0	0	0
XII. Short-term liabilities	327 314	218 826	83 244	57 157
XIII. Shareholders' equity	129 608	64 438	32 962	16 831
XIV. Share capital	1 641	1 191	417	311
XV. Number of shares *	16 410 000	1 191 000	16 410 000	1 191 000
XVI. Earnings (loss) per share of common stock **(in PLN / EUR)	0,68	6,45	0,17	1,64
XVII. Book value of one share *** (in PLN / EUR)	7,90	54,1	2,01	14,13

(*) Profit (loss) per one ordinary share calculated as a quotient of *Profit (Loss) net due to shareholders of the Company* and *Number of shares*.

The number of shares includes the change of the nominal value of shares series A from 1 PLN to 0.10 PLN with the simultaneous division of 1 share of value of 1 PLN into 10 shares of a nominal value of 0.10 PLN. The change was made on the 04/11/2006 by resolution of the Extraordinary General Meeting of Shareholders.

(**) Profit (loss) for one ordinary share calculated by dividing the Net profit (loss) by the Number of shares

(***) Book value for one share was calculated by dividing the Equity by the Number of shares

The selected financial data presented in the financial statements has been converted into EUR as follows:

- the profit and loss account and of the cash flow statements have been calculated according to the average arithmetical rate of exchange announced by the National Bank of Poland, in force on the last day of each month of the half-year; for the 1st half-year of 2006, the rate of exchange amounted to 1 EUR = 3.8979 PLN and for the 1st half-year of 2005 – 1 EUR = 3.9248 PLN;
- the balance positions have been calculated according to the average rate of exchange announced by the National Bank of Poland as of the balance date; on January 31, 2007 the rate was 1 EUR = 3.9320 PLN; on January 31, 2006 - 1 EUR = 3.8285 PLN.

II.2. Balance sheet – individual statement

BALANCE	as of 31.01.2007 quarter end (current year)	as of 31.10.2006 end of prev. quarter (current year)	as of 31.01.2006 quarter end (prev. year)	as of 31.10.2005 end of prev. quarter (prev. year)
A s s e t s				
I. Fixed assets	64 959	51 119	48 574	48 664
1. Intangible assets	289	311	437	473
- goodwill				
2. Tangible fixed assets	48 541	39 574	36 810	37 050
3. Long-term receivables				
3.1. From affiliated entities				
3.2. From other entities				
4. Long-term investments	14 773	10 899	11 049	11 049
4.1. Real estate	2 150	0	0	0
4.2. Intangible assets				
4.3. Long-term financial assets	12 623	10 899	11 049	11 049
a) in affiliated entities, including:	12 616	10 892	11 042	11 042
- subsidiary shares valued based on the equity method				
- shares in subsidiary and affiliate entities consolidated	12 616	10 892	11 042	11 042
- shares in subsidiary and affiliate entities not consolidated				
- other financial assets				
b) in other entities	7	7	7	7
4.4. Other long-term investments				
5. Long-term accruals and prepayments	1 356	335	278	92
5.1. Deferred tax assets	1 356	335	278	92
5.2. Other accruals and prepayments				
II. Current assets	394 475	320 745	234 796	246 708
1. Inventory	151 581	136 786	84 676	117 463
2. Short-term receivables	193 368	168 370	146 403	125 295
2.1. From affiliated entities	40 913	11 344	18 296	19 150
2.2. From other entities	152 455	157 026	128 107	106 145
3. Short-term investments	43 762	11 610	1 087	901
3.1. Short-term financial assets	43 066	11 410	887	701
a) in affiliated entities				
b) in other entities				
c) cash and cash equivalents	43 066	11 410	887	701
3.2. Other short-term investments	696	200	200	200
4. Short-term accruals and prepayments	5 764	3 979	2 630	3 049
Total Assets	459 434	371 864	283 370	295 372

(all values expressed in thousands zloty (M PLN) unless stated otherwise)

Liabilities and Shareholders' Equity				
I. Shareholders' equity	129 608	125 593	64 438	58 795
1. Share capital	1 641	1 641	1 191	1 191
2. Not paid-up capital (negative value)				
3. Own shares (negative value)				
4. Supplementary capital	121 451	111 292	60 219	72 985
5. Revaluation capital				
6. Other reserve capital				
7. Currency exchange rate differences from the calculation of subsidiary entities				
a) positive exchange rate differences				
b) negative exchange rate differences				
8. Profit (loss) of prior years	-4 650	7 567	-4 650	-17 416
9. Net profit (loss)	11 166	5 093	7 678	2 035
10. Net profit write-offs during the financial year (negative value)				
II. Liabilities and reserves for liabilities	329 826	246 271	218 932	236 577
1. Reserves for liabilities	981	344	106	106
1.1. Deferred tax reserves	95	0	0	0
1.2. Pension and related benefits provisions	780	238	0	0
a) long-term				
b) short-term	780	238	0	0
1.3. Other reserves	106	106	106	106
a) long-term				
b) short-term	106	106	106	106
2. Long-term liabilities	0	0	0	1 000
2.1. To affiliates				
2.2. To other entities	0	0	0	1 000
3. Short-term liabilities	327 314	244 842	218 826	235 471
3.1. To affiliates	6 610	11 936	7 914	15 440
3.2. To other entities	320 704	232 906	210 912	220 031
3.3. Special funds				
4. Deferred settlements	1 531	1 085	0	0
4.1. Negative goodwill				
4.2. Other accruals and prepayments	1 531	1 085	0	0
a) long-term				
b) short-term	1 531	1 085	0	0
Total Liabilities and Shareholders' Equity	459 434	371 864	283 370	295 372

OFF-BALANCE SHEET ITEMS	as of 31.01.2007 quarter end (current year)	as of 31.10.2006 end of prev. quarter (current year)	as of 31.01.2006 quarter end (prev. year)	as of 31.10.2005 end of prev. quarter (prev. year)
1. Contingent receivables	1 040	1 040	0	0
1.1. From affiliates (source)	0	0	0	0
- on guarantees and sureties				
1.2. From remaining entities (source)	1 040	1 040	0	0
- on guarantees and sureties	1 040	1 040	0	0
2. Contingent liabilities	8 301	12 083	29 102	32 721
1.1. To affiliates (source)	420	6 870	11 195	11 410
- on guarantees and sureties issued	420	6 870	11 195	11 410
1.2. To remaining entities (source)	7 881	5 213	17 907	21 311
- agreements with stakeholders	0	0	17 333	17 333
- on guarantees and sureties issued	7 881	5 213	574	3 978
3. Other (source)	0	0	0	0
Off-balance sheet items total	9 341	13 123	29 102	32 721

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007

II.3. Profit and Loss Statement – individual statement

PROFIT AND LOSS STATEMENT	II kwartał (current year) from 01.11.2006 do 31.01.2007	II kwartał incremental (current year) from 01.08.2006 do 31.01.2007	II kwartał (prev. year) from 01.11.2005 do 31.01.2006	II kwartał incremental (prev. year) from 01.08.2005 do 31.01.2006
I. Net sales revenue (on goods, finished goods and materials), including:	502 458	884 285	446 883	717 606
- generated by affiliates	6 832	18 095	38 713	61 045
1. Net sales of finished goods	2 738	5 147	3 005	4 530
2. Net sales of goods for resale and materials	499 720	879 138	443 878	713 076
II. Cost of sales of goods, finished goods and materials, including:	472 831	835 944	419 806	677 283
- generated by affiliates	6 389	17 531	38 889	61 300
1. Cost of products sold				
2. Cost of goods for resale and materials sold	472 831	835 944	419 806	677 283
III. Sales profit (loss) before taxes (I-II)	29 627	48 341	27 077	40 323
IV. Selling expense	16 147	29 755	10 115	18 469
V. General administrative expense	4 301	6 234	3 813	5 237
VI. Sales profit (loss) (III-IV-V)	9 179	12 352	13 149	16 617
VII. Other operating income	222	537	136	278
1. Revenue from disposal of non-financial fixed assets	5	5	13	46
2. Subsidies				
3. Other operating income	217	532	123	232
VIII. Other operating expenses	681	333	6 891	7 105
1. Losses on disposal of non-financial fixed assets				
2. Remeasurement of non-financial assets	485	0	6 867	6 981
3. Other operating expenses	196	333	24	124
IX. Operating profit (loss) (VI+VII-VIII)	8 720	12 556	6 394	9 790
X. Financial revenue	702	1 355	3 238	2 771
1. Dividends and share in profits, including:				
- generated by affiliates				
2. Interest, including:	431	511	85	170
- generated by affiliates				
3. Profit on disposal of investments				
4. Remeasurement of investments	271	844	0	0
5. Other	0	0	3 153	2 601
XI. Financial costs	1 832	901	1 160	1 967
1. Interest, including:	372	697	1 160	1 967
- for affiliates				
2. Losses on disposal of investments				
3. Remeasurement of investments				
4. Other	1 460	204	0	0
XII. Profit (loss) on the sale of all or part of subsidiary shares				
XIII. Profit (loss) on ordinary business activity (IX+X-XI+/-XII)	7 590	13 010	8 472	10 594
XIV. Extraordinary result (XIV.1. - XIV.2.)	0	0	0	0

1. Extraordinary profits				
2. Extraordinary losses				
XV. Goodwill write-off for subsidiaries	0	0	0	0
XVI. Negative goodwill write-off for subsidiaries	0	0	0	0
XVII. Gross profit (loss) (XIII+/-XIV-XV+XVI)	7 590	13 010	8 472	10 594
XVIII. Corporate income tax	1 517	1 844	2 429	2 916
a) current part	2 444	3 187	2 615	2 772
b) deferred part	-927	-1 343	-186	144
XIX. Other mandatory profit reductions (loss increases)	0	0	0	0
XX. Share in net profits (losses) of subsidiaries priced based on the equity method	0	0	0	0
XXI. Minority losses (profits)	0	0	0	0
XXII. Net profit (loss) (XVII-XVIII-XIX+/-XX+/-XXI)	6 073	11 166	6 043	7 678
Net profit (loss), annualized	15 706	15 706	-6 347	-6 347
Weighted average number of ordinary shares	16 410 000	16 410 000	1 191 000	1 191 000
Profit (loss) per ordinary share (in PLN)	0,95	0,95	-5,33	-5,33

(*) The profit (loss) per ordinary share was calculated by dividing the *net profit (loss)* by the *number of shares*. The number of shares includes the change of the nominal value of shares series A from 1 PLN to 0.10 PLN with the simultaneous division of 1 share of value of 1 PLN into 10 shares of a nominal value of 0.10 PLN. The change was made on the 04/11/2006 by resolution of the Extraordinary General Meeting of Shareholders.

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, 19.03.07

II.4. Changes in equity – individual statement

SUMMARY OF CHANGES IN EQUITY	2 Quarter (current year) from 01.11.2006 to 01-31-2007	2 Quarter incremental (current year) from 01.08.2006 to 01-31-2007	2 Quarter (prev. year) from 01.11.2005 to 01-31-2006	2 Quarter incremental (prev. year) from 01.08.2005 to 01-31-2006
1. Equity at the beginning of the period (OB)	125 593	120 500	58 795	56 760
a) changes to accounting policy				
b) adjustment of major errors				
I.a. Opening equity after matching with comparable figures	125 593	120 500	58 795	56 760
1. Share capital at the beginning of the period	1 641	1 641	1 191	1 191
1.1. Changes of the share capital				
a) increase (source)	0	0	0	0
- issue of shares				
b) decrease (source)				
- redemption of shares				
1.2. Share capital at the end of the period	1 641	1 641	1 191	1 191
2. Called-up share capital contributions at the beginning of the period	0	0	0	0
2.1. Change in called-up share capital contributions				
a) increase (source)				
b) decrease (source)				
2.2. Called-up share capital contributions at the end of the period	0	0	0	0
3. Treasury shares at the beginning of the period	0	0	0	0
3.1. Changes of treasury (own) shares				
a) increase (source)				
b) decrease (source)				
3.2. Treasury shares at the end of the period				
4. Supplementary capital at the beginning of the period	111 292	111 292	72 985	72 985
4.1. Changes of the supplementary capital	0	0	0	0
a) increase (source)	10 182	10 182	0	0
- premium share issue				
- appropriation of profit (mandatory)				
- appropriation of profit (above the mandatory minimum)	9 756	9 756	0	0
- transfer of reserve capital from revaluation				
- other	426	426	0	0
b) decrease (source)	23	23	12 766	12 766
- offset of losses	0	0	12 766	12 766
- other	23	23	0	0
4.2. Supplementary capital at the end of the period	121 451	121 451	60 219	60 219
5. Revaluation reserve at the beginning of the period	0	0	0	0
5.1. Changes in revaluation reserve				
a) increase (source)				

b) decrease (source)				
- disposal of tangible fixed assets				
5.2. Revaluation reserve at the end of the period				
6. Other reserve capital at the beginning of the period				
6.1. Change in other reserve capital				
a) increase (source)				
b) decrease (source)				
6.2. Other reserve capital at the end of the period				
7. Profits (losses) of prior years at the beginning of the period	12 217	12 217	12 336	12 336
7.1. Unappropriated profits at the beginning of the period	12 217	12 217	-12 766	-12 766
a) changes to accounting policy				
b) adjustment of major errors				
7.2. Profit of prior years at the beginning of the period after matching with comparable figures	12 217	12 217	-12 766	-12 766
a) increase (source)	5 093	0	2 035	0
- result for the previous period	5 093	0	2 035	0
- appropriation of profit from previous years				
b) decrease (source)	12 217	12 217	-12 766	-12 766
- moved to supplementary capital	9 756	9 756	-12 766	-12 766
- payment of dividends	2 461	2 461	0	0
7.3. Unappropriated profits of prior years at the end of the period	5 093	0	2 035	0
7.4. Accumulated losses of prior years at the beginning of the period	-4 650	-4 650	-4 650	-4 650
a) changes to accounting policy				
b) adjustment of major errors				
7.5. Accumulated losses of prior years at the beginning of the period after matching with comparable figures	-4 650	-4 650	-4 650	-4 650
a) increase (source)				
- result for the previous period				
- transfer of prior year losses to be compensated				
b) decrease (source)				
- transfer of prior year losses				
7.6. Accumulated losses of prior years at the end of the period	-4 650	-4 650	-4 650	-4 650
7.7. Unappropriated profits (Accumulated losses) of prior years at the end of the period	443	-4 650	-2 615	-4 650
8. Net result	6 073	11 166	5 643	7 678
a) net profit	6 073	11 166	5 643	7 678
b) net loss	0	0	0	0
c) profit write-offs				
II. Equity at the end of the period (CB)	129 608	129 608	64 438	64 438
III. Equity, as adjusted for the proposed appropriation of profit (offset of loss)	129 608	129 608	64 438	64 438

Dariusz Jacek Krawiec
PresidentPiotr Bieliński
Vice PresidentKazimierz Lasecki
Vice President

Warsaw, March 19, 2007

II.5. Cash flow statement – individual statement

CASH FLOW STATEMENT	2 Quarter (current year) from 01.11.2006 to 01-31-2007	2 Quarter incremental (current year) from 01.08.2006 to 01-31-2007	2 Quarter (prev. year) from 01.11.2005 to 01-31-2006	2 Quarter incremental (prev. year) from 01.08.2005 to 01-31-2006
A. Net cash flows from operating activities – indirect method				
I. Net profit (loss)	6 073	11 166	6 043	7 678
II. Adjusted for:	18 157	-4 786	-6 828	-5 518
1. Share in (profits) losses of entities priced based on the equity method, net				
2. Income tax indicated in the Profit and Loss Statement	1 517	1 844	2 429	2 916
3. Income taxes paid	-1 618	-3 187	-1 490	-1 540
4. Depreciation/amortisation, including: - goodwill or negative goodwill write-offs of subsidiary entities	707	1 482	709	1 453
5. Foreign exchange (gains)/losses	-271	-844	0	0
6. Share in profits (dividends)				
7. Revenue on interest	325	692	1 160	1 963
8. Cost of interest	-80	-94	0	0
9. Gain (loss) on investing activities	-5	-5	-13	-46
10. Increase/decrease in reserves	637	63	0	-795
11. Increase/decrease in inventory	-14 795	-54 459	32 787	-9 693
12. Increase/decrease in receivables	-24 897	-74 508	-20 878	-36 393
13. Increase/decrease in short-term liabilities, excluding loans and credits	57 976	126 589	-21 951	38 472
14. Change in accruals, prepayments and deferred income	-1 339	-2 359	419	-1 855
15. Other adjustments				
III. Net cash flows from operating activities (I ± II)	24 230	6 380	-785	2 160
B. Cash flows from investing activities				
I. Cash inflows	21	34	25	66
1. Disposal of intangible assets and tangible fixed assets	21	34	25	66
2. Disposal of investments in real estate and intangible assets				
3. From financial assets, including:				
a) in affiliated entities				
- disposal of financial assets				
- dividends and share in profits				
- repayment of long-term loans granted				
- interest				

(all values expressed in thousands zloty (M PLN) unless stated otherwise)

- other cash inflows from financial assets				
b) in other entities				
- disposal of financial assets				
- dividends and share in profits				
- repayment of long-term loans granted				
- interest				
- other cash inflows from financial assets				
4. Other cash inflows from investing activities				
II. Cash outflows	8 430	11 913	1 221	1 686
1. Purchase of intangible assets and tangible fixed assets	6 706	10 139	110	575
2. Investments in properties and intangible assets				
3. On financial assets, including:	1 724	1 774	1 111	1 111
a) in affiliated entities	1 724	1 774	1 111	1 111
- purchase of financial assets	1 724	1 774	1 111	1 111
- long-term loans granted				
b) in other entities				
- purchase of financial assets				
- long-term loans granted				
4. Other cash outflows on investing activities				
III. Net cash flows from investing activities (I-II)	-8 409	-11 879	-1 196	-1 620
C. Cash flow from financing activities				
I. Cash inflows	16 205	54 203	3 327	1 918
1. Net cash inflows from the issue of shares and other equity instruments and capital contributions from shareholders				
2. Loans and credits	15 934	53 359	3 327	1 918
3. Issue of debt securities				
4. Other cash inflows from financing activities	271	844	0	0
II. Cash outflows	10 370	10 692	1 160	4 463
1. Buyback of own shares				
2. Dividends and other payments to shareholders				
3. Cash flows other than payments to owners, expenses arising from the appropriation of profit				
4. Repayment of loans and credits	0	10 000	0	2 500
5. Redemption of debt securities				
6. Other financial liabilities				
7. Repayment of finance lease liabilities				
8. Interest paid	370	692	1 160	1 963
9. Other cash outflows on financing activities				
III. Net cash flows from financing activities (I-II)	15 835	43 511	2 167	-2 545
D. Net cash flows total (A.III+/-B.III+/-C.III)	31 656	38 012	186	-2 005
E. Balance change of cash and cash equivalents, including:				
- change in cash and cash equivalents due to changes in foreign exchange rates				
F. Cash and cash equivalents at the beginning of the period	11 410	5 054	701	2 892
G. Cash and cash equivalents at the end of the period (F±D), including:	43 066	43 066	887	887
- of restricted availability for use				

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007

III. Notes to the consolidated quarterly statement for Q2 2006, including the period from November 1, 2006 to January 31, 2007

1. Overview

The field of the activity of ACTION S.A. (Issuer/Company) and its subsidiaries is the sale of computer equipment through wholesalers and third party shops. Grupa prowadzi sprzedaż głównie na terenie kraju.

The parent entity is ACTION S.A. with the registered office in Warsaw at ul. Jana Kazimierza 46/54. ACTION S.A. (stock company) was registered with the National Court Commercial Register at the KRS No. 0000214038 on the basis of the decision of the District Court in Warsaw, 12th Commercial Section of the National Court Register on August 2, 2004.

Earlier, the legal predecessor of the Issuer – ACTION Sp. z o. o. (limited liability company) was recorded in the register of entrepreneurs with the number KRS 0000066230 by decision of the District Court in Warsaw, Commercial Section of the National Court Register on November 28, 2001.

ACTION S.A. is the parent entity at the highest level.

2. Accounting principles applied

The financial year of the Company is not the same as the calendar year and ends on July 31. For the purposes of this statement, the financial statement as of January 31, 2007 and for the period of 3 months ended on January 31, 2007 shall be called the statement for Q2 2006. In a similar manner, for the purposes of this statement, the financial statement as of January 31, 2006 and for the period of 3 months ended on January 31, 2006 shall be called the statement for Q2 2005.

In Q2 of 2006 the following companies were consolidated:

- ACTION S.A.- the parent company
- Eko Action Sp. z o.o. with the registered office in Krakow (former name: A.PL Sp. z o.o.) - subsidiary (100 %)
- California Computer S.A.- subsidiary (100 %)
- Action Internet Sp. z o.o. (former name: Action Wrocław Sp. z o.o.) - subsidiary (100 %)
- Action Ukraina TzOW- subsidiary (51 %)
- Prologic Sp. z o.o.- subsidiary (60 %)
- JET TRADE Sp. z o.o.- subsidiary (51 %)
- Actina Sp. z o.o.- subsidiary (100 %)
- SFK Sp. z o.o.- subsidiary (100 %)
- A.PL Sp. z o.o.- subsidiary (100 %)
- PTR Sp. z o.o. – indirect subsidiary (61.14 %)

A.PL Sp. z o.o. with registered office in Warsaw was established on October 12, 2006.

PTR Sp. z o.o. was consolidated on January 5, 2007.

The consolidated quarterly statement for Q2 of 2006 was drawn up in compliance with IFRS, which were adopted to evaluate the assets and liabilities and to determine the financial performance of the dominant company exclusively for the needs of drawing up the consolidated statements of August 1, 2005. The detailed description of the principles of valuation and presentation has been placed in the annual consolidated statement for 2005, published on January 25, 2007. The statements drawn up for Q2 of the previous year and in the case of the balance, for the quarter directly preceding the quarter included by the statement were drawn up in a manner ensuring comparability of data.

In the period reflected in the statement:

- the transitional differences in income tax, caused by the variation of the moment of crediting of the revenue achieved and the costs incurred, had the effect of increasing the net financial performance by the sum of 1,306 M PLN,
- in the result of the balance valuation of the currency balances on the 01/31/2007 the gross profit of the Group was reduced by the sum of 4 880 M PLN,
- write-offs to receivables of 200 M PLN were made.

Zloty was converted to EUR pursuant to Section 89 Article 2 of the Ordinance of the Minister of Finance of October 19, 2005 on current and periodical information published by issuers of securities.

3. Segment reporting

Until now, the Group applied the following policy in the scope of activity segments:

the reporting system was primarily based on geographical segments, and secondarily on industry segments.

From the beginning of the current year the geographic pattern, which included the business in Switzerland, Germany and Ukraine has no longer been reflecting the key area of organisational and decision-making because the operations in Switzerland and Germany have been ended and the share of activity transferred to Ukraine is insignificant.

The Group is currently developing a new division of activity segmentation.

The activity of the Group is based on one industry segment - wholesale distribution of computer hardware, which makes it necessary for the Group to revert to a lower level of internal segmentation in order to isolate out the segments which are subject to obligatory reporting .

4. Seasonality of sales

The operations of the Action Group is subject to a certain minor seasonality of sales. Group records a sales peak in the second quarter of the financial year.

5. Relevant achievements or failures of the Issuer in the period reported and a list of the most important events concerned

	Q2 2006	Q2 2005
net sales	527 912	480 287
gross sales profit	35 537	37 186
<i>sales margin</i>	6,7%	7,7%
EBIT	8 388	15 637
<i>EBIT margin</i>	1,6%	3,3%
net profit	5 656	10 887
<i>net margin</i>	1,1%	2,2%

The consolidated revenue from sales of the ACTION S.A. Capital Group achieved in Q2 of 2006 was 527,912 M PLN as compared to 480,287 M PLN achieved in Q2 2005, which indicates an increase of 9.9%.

The increase of sales revenue of 47,625 M PLN in comparison with the second quarter of 2005 was attributed primarily to a dynamic increase in sales of laptop computers and software.

The sales growth dynamics were adversely affected by a six fold reduction in revenue from tenders, caused by factors beyond the control the Company.

In Q2 of 2006 the Group earned a gross margin of approx. 6.7%. The profit margin is lower by 1.0 pp than the profit margin of the comparable quarter of 2005. The main cause of the reduction in margins is the lack of revenue resulting from tenders referred to earlier.

In Q2 of 2006, the ACTION S.A. Group earned a net profit of approx. 5,656 M PLN. The factor having a strong effect on the reduction of the level of net profit was a necessity to build reserves due to the currency conversion of balances in connection with rates of exchange (USD and EUR) unfavourable for the company on the balance date of January 31, 2007. The reserve amounted to 4 880 M PLN. Despite this the net the earning potential of profits amounted to 1.1%.

In the I half-year of the current year, the revenue of ACTION S.A. increased by 166,679 M PLN , i.e. by 23.2% and amounted to 884,285 M PLN. Simultaneously the gross profit on sales increased by 8,018 M PLN (i.e. by 20.0%) to 48,341 M PLN.

Despite a strong market competition and the changing industry environment of the Group, ACTION S.A. is constantly extending its offer of goods and services.

On November 15, 2006 the Extraordinary General Meeting of Shareholders of the Company passed a resolution on the issue of subscription warrants as well as on the exclusion of the rights issue of subscription warrants. As part of the motivation programme, ACTION S.A. will issue not more than 820,500.00 named subscription warrants authorising the take up of series C shares on specific conditions. The issue is made as part of a conditional increase of share capital with the exclusion of the rights issue. The person authorized to handle warrants will be a person included in the motivation programme, for which the terms and conditions are to be passed by resolution of the Supervisory Board. The warrants shall be issued free of charge. The right to take up series C shares arising from subscription warrants may be exercised not later than December 31, 2010.

On November 15, 2006 the Extraordinary General Meeting of Shareholders of the Company passed a resolution on the changes in the composition of the Supervisory Board of the Company. The appointment of Mr Marek Jakubowski to the Supervisory Board was revoked, at the same time the following were appointed as members of the Supervisory Board: Mr Rafał Antczak, Mr Łukasz Pawłowski and Mr Grzegorz Szymański. The resolution became effective immediately.

On November 31, 2006 Action S.A. received a credit contract signed by the other party. The credit contract no. BOK/KRB/0586/06 was concluded on 10/30/2006 between ACTION S.A. and Bank Handlowy w Warszawie S.A. with registered office in Warsaw at ul. Senatorska 16. Pursuant to contract BOK/KRB/0586/06, Bank Handlowy shall grant the ACTION S.A. a credit of 21,000,000 PLN or equivalent in USD or in EUR calculated according to the exchange rate offered by the Bank as of the date of credit use. The purpose of the credit: financing current activity. The final date of repayment : 10/29/2007. The value of the transaction exceeds 10% of the equity of ACTION S.A.

On November 27, 2006 the Company began to sell products of Microsoft, one of the largest IT vendors worldwide. The contract signed with Microsoft governs the distribution of Microsoft software products, such as operating systems, office applications, server software as well as distribution of Microsoft hardware products (keyboards and computer mice). The contract signed with Microsoft will allow a turnover from 8 to 10 MM PLN per month on the distribution of products of that vendor. Signing the contract and the status of a distributor facilitates a significant extension and enhancement of the range of Microsoft products as well as an element of the permanent strategy of the Board of Management of ACTION S.A., extending the range of products of leading manufacturers.

On December 4, 2006 Action S.A. signed a distribution contract with Fujitsu, a leader in high quality technological and communications solutions. The agreement provides for distribution of SCSI and SAS hard drives designed for

servers requiring high quality components of high reliability, stability and performance. Fujitsu disks are installed in ACTINA servers - the brand of servers manufactured by ACTION S.A. Signing the contract enables enhancement of the range of advanced technology and the status of distributor permits a significant extension and enhancement of the range with Fujitsu products and is part of the permanent strategy of the Board of Management of ACTION S.A. aimed at extending the range of products of leading manufacturers.

On December 13, 2006 the District Court of the Capital City of Warsaw, 12 Commercial Section of the National Court Register increased the share capital of A.PL Sp. z o.o. registered in Warsaw, a subsidiary of ACTION S.A. Consequently, the actual share capital of A.PL Sp. z o.o. amounts to 1,000,000 PLN and is divided into 1000 equal shares. All the shares in the share capital of A.PL Sp. z o.o. are at the owned by ACTION S.A. Each share is equal to one vote, therefore after the change in the share capital has been applied, ACTION S.A. has 1000 votes at the meeting of partners of A.PL. Raising the share capital of A.PL Sp. z o.o. took place in full in return for financial investments.

On December 28, 2006 a contract was concluded in Warsaw by ACTION S.A and WASKO S.A., the object of which is the sale of IT equipment: computer sets and monitors by ACTION S.A. to WASKO S.A. Due to the execution by ACTION S.A. of contract 5'WASKO'371/06/LWA, WASKO S.A. has undertaken to pay ACTION S.A. the gross sum of 8,210 M PLN.

On January 5, 2007, a contract was concluded between ACTINA Sp. z o.o. registered in Warsaw (a subsidiary of ACTION S.A.) and Paweł Tanajno and Agnieszka Pabich-Tanajno for the sale of shares (the contract applies to 78 shares in the share capital of PTR Sp. z o.o. of a total price of 1,000,000 PLN). On the same day, a contract was concluded by ACTINA Sp. z o.o. and Ireneusz Osypiuk and Jolanta Osypiuk for the sale of shares (the contract applies to 8 shares in the share capital of PTR Sp. z o.o. of a total price of 240,000 PLN).

ACTINA Sp. z o.o. is a subsidiary of the Issuer (the Issuer has 100% ownership of the share capital of ACTINA Sp. z o.o. and the same number of votes at the meeting of partners of this company). Between managing persons on the part of the Issuer and the purchaser of the above-mentioned shares there is a connection in that Mr Piotr Bieliński (Vice President of the Board of Management and Shareholder of ACTION S.A.) is simultaneously President of the Board of Management of ACTINA Sp. z o.o. and one of the partners of the company PTR Sp. z o.o (he has 15 of the 176 shares with a nominal value of 1,082.76 PLN per share and a total nominal value of 16,241.40 PLN, which constitutes 8.52% of the share capital and the same number of votes at the general meeting of shareholders of PTR Sp. z o.o.).

ACTINA Sp. z o.o. has already been a partner of PTR Sp. z o.o. with 15 of the 176 shares with a nominal value of 1,082.76 PLN per share and a total nominal value of 16,241.40 PLN, which constitutes 8.52% of the share capital and the same number of votes at the general meeting of shareholders of PTR Sp. z o.o.

As a result of the above-mentioned contracts for the sale of shares, ACTINA Sp. z o.o. acquired a total of another 86 shares of a nominal value of 1,082.76 PLN per one share and the total nominal value of 93,117.36 PLN, which constitutes 48.86 % of the share capital and the same number of votes at the partners meeting of PTR Sp. z o.o. As a consequence of the acquisition of assets, ACTINA Sp. z o.o. currently possesses 101 of the 176 shares of PTR Sp. z o.o. i.e. 57.39% of shares in its share capital and the same proportion of votes at the Partners' Meeting of PTR Sp. z o.o.

On the 16th of January 2006 ACTION S.A. received a signed Loan contract entered into between the Company and the Bank Polska Kasa Opieki S.A. registered in Warsaw. Pursuant of the contract the Bank grants the Borrower a non-renewable Investment loan of 18,000,000.00 PLN for financing investment consisting in modernization and development of the logistic skills of the Company by expanding the office and warehouse facilities in Zamienie. The loan is granted for a period running from the date of signing the contract to 12/30/2010 and shall be used by the Borrower until the 08/30/2007. The Borrower undertakes to make the final repayment of the Loan on the 12/30/2010.

On the January 30, 2006 the Ordinary General Meeting of Shareholders of ACTION S.A. (the "Company") passed the following resolutions:

1. Concerning the division of profit for the financial year 2005/2006, including the period from August 1, 2005 to July 31, 2006 which amounted to 12,217,200.66 PLN (in words: twelve million two hundred and seventeen thousand and two hundred Polish zloty and sixty-six groszy), in such a way that:
the sum of 2,461,500 PLN (in words: two million four hundred and sixty-one thousand five hundred Polish zloty), i.e. the sum of 0.15 PLN (in words: (in words: fifteen groszy) per share, shall be paid as dividend to the shareholders of the Company;

the sum of 9,755,700.66 PLN (in words: nine million seven hundred and fifty-five thousand seven hundred Polish zloty and sixty six groszy) is allocated for supplementary capital.

2. The dividend date was set to February 16, 2007.

3. The dividend payout date was set to March 7, 2007.

6. Factors and events, particularly special ones, with substantial impact on financial performance attained

During the period covered by the statement there were no special events which might have significant impact on the financial results achieved.

7. Events which occurred after the date on which the abbreviated quarterly financial statement was drawn up and were not included in this statement in spite of their potentially significant impact on the future financial results of the Company

On February 9, 2007 the District Court of the Capital City of Warsaw, 12 Commercial Section of the National Court Register amended the entry of ACTION S.A. with information about its merger with (as the acquiring company) with California Computer S.A. registered in Warsaw (as the acquired company) recorded in the register of entrepreneurs at the District Court of the Capital City of Warsaw, 13 Commercial Section of the National Court Register at KRS No. 0000047530 (date of merger).

The merger was conducted pursuant to Article 492 §1 point 1 of the Code of Commercial Companies (merger through acquisition) by transferring the total assets of the acquired company to the acquiring company. Considering the fact that the acquiring company possesses all the shares of the acquired company, the merger took place pursuant to Articles 514 and 515§1 of the Code of Commercial Companies - without issuing the shares of the acquiring company to the shareholders of the acquired company and without increasing the share capital of the acquiring company. Pursuant to Article 494 §1 of the Code of Commercial Companies, on the day of the merger of ACTION S.A. acquired all the rights and obligations of California Computer S.A.

As a result of recording the merger of Action S.A. (as the acquiring company) and California Computer S.A. registered in Warsaw (as the acquired company) entered in the register of entrepreneurs by the District Court of the Capital City of Warsaw, 13 Commercial Section at the KRS No. 0000047530 in the register of entrepreneurs of the National Court Register on February 9, 2007, Action S.A. has taken over all the rights and obligations of California Computer S.A. Consequently, Action S.A. has also taken over the total assets of California Computer S.A.

The assets acquired by ACTION S.A. are the assets of the company acquired. According to the most recently published data (information contained in the quarterly statement of 10/31/2007), the value of the assets acquired (the balance sum) amounts to 18,024 M PLN. Components of the assets of California Computer S.A. were used to for its business operation, which principally consisted in wholesale sales of computer and IT hardware. The Issuer plans to use the acquired assets for the same purpose.

Prior to the merger, California Computer S.A. was a subsidiary of the Issuer (the Issuer possessed 100% of the share capital of California Computer S.A. and the same number of votes at the general meeting of shareholders of the company).

On February 15, 2007 the Company was informed of the result of public procurement unlimited tender procedure of purchase of 7000 complete computer systems to be used as computer IT system gates by ZUS (the Polish Social Security Authorities).

The object of the winning offering, which was submitted by CONSORTIA Sp. z o.o., a partner of ACTION S.A., are Actina Sierra computers, assembled by ACTION S.A. The value of the contract is 16,994,600 PLN.

On February 27, 2007 ACTION S.A. entered into a contract with WASKO S.A. in Warsaw, pursuant to which WASKO S.A. has undertaken to pay ACTION S.A. the total sum amounting to 4,349,368.32 PLN in return for the sale by ACTION S.A. of the following IT equipment to WASKO S.A.: computer sets and monitors by ACTION S.A.

On March 1, 2007 the Issuer entered into a contract for the sale of all the shares possessed, i.e. 200 shares in the share capital of JET TRADE Sp. z o.o. registered in Warsaw (a subsidiary of ACTION S.A.) of the nominal value of 1,000 PLN per share and a total nominal value of 200,000 PLN. The shares sold constitute 51.02 % of the share capital of JET TRADE Sp. z o.o. and give the same number of votes at the partners meeting of the company (200 votes).

The purchaser of the shares is Mr Marek Lipiński, being also to this time a partner of JET TRADE Sp. z o.o., having due to this 192 shares, and currently 392 shares, which constitute 100% of the share capital and the same number of votes at the general meeting of shareholders. The parties agreed on the price of sale of 5,000 PLN. JET TRADE Sp. z o.o. is factually inactive.

The assets acquired by ACTION S.A. are shares in the share capital of JET TRADE Sp. z o.o. with registered offices in Warsaw. Their registered value in the account books of the Issuer is as follows: the initial value amounted to 200,000 PLN, all of which was included in a write-down. Currently the balance value of those assets is 0 PLN.

There is no connection between the Issuer, the members of the management and supervisors and acquirer of the assets (that person is not related to the Issuer).

The shares sold by the Issuer are recognized as assets of significant value due to the fact that they constitute over 20% of the share capital of the entity whose shares constituted part of financial assets of the Issuer.

On March 7, 2007 ACTION S.A. entered into a contract with WASKO S.A. pursuant to which WASKO S.A. undertakes to pay ACTION S.A. a total gross value of 6,443,762.15 PLN in return for the sale by ACTION S.A. of the following IT equipment to WASKO S.A.: computer sets and monitors.

March 7, 2007 was the date of payout of a dividend equal to 2,461,500.00 PLN, i.e. 0.15 PLN per share.

8. The statement of the Board of Management of the Company pertaining to the capability to meet the previously published forecasts for the given year in the context of the results presented in the quarterly statement

The ACTION S.A. Capital Group did not make a decision on ongoing announcements of financial forecasts. The forecasts included in the prospectus include revenue from sales, operational profit and net profit due to shareholders of the Company for the following periods: from August 1, 2005 to July 31, 2006 and from August 1, 2006 to July 31, 2007.

In the context of the results presented in the quarterly statement, the Management Board of the Company confirms the validity of the forecasts for the period between August 1, 2006 and July 31, 2007.

9. Indication of shareholders with at least 5% of the total number of votes at the general meeting of the Company, directly or indirectly through their subsidiaries, as of the day of announcement of the quarterly statement together with the indication of the number of shares possessed by these entities, the percentage share in the share capital, the number of votes arising from them and the percentage share in the total number of votes at the general meeting and an indication of changes in the ownership structure of the Company.

According to information possessed by the Company, the following shareholders are in possession of at least 5 % of the total number of votes for the general meeting of shareholders as of the date of drawing up the quarterly statement, i.e. 01/31/2007:

1. Piotr Bieliński	28.64 % number of votes	4,700,000
2. Olgierd Matyka	21.32 % number of votes	3,500,000
3. Wojciech Wietrzykowski	8.53 % number of votes	1,400,000

The Issuer has not been informed about any changes of the data presented above as of the date of drawing up this quarterly statement i.e. January 31, 2007.

10. List of changes in the possession of Company shares or share rights (options) owned by persons managing and supervising the Company, according to the information available to the Company

In Q2 of 2006 there were no changes in the ownership of shares in ACTION S.A. by persons managing the Company and on the 31st of January 2007 it amounted to:

Jacek Dariusz Krawiec	0 shares
Piotr Bieliński	4,700,000 shares of the nominal value of 0.10 PLN each
Kazimierz Lasecki	715,000 shares of the nominal value of 0.10 PLN each
Olwierd Matyka	3,500,000 shares of the nominal value of 0.10 PLN each
Wojciech Wietrzykowski	1,400,000 shares of the nominal value of 0.10 PLN each

Jacek Dariusz Krawiec 820,500 share options according to the ACTION S.A. motivation programme approved by resolution of the extraordinary meeting of shareholders of November 15, 2006 (see Note 5).

According to the statements submitted, none of the members of the Supervisory Board of ACTION S.A. possessed shares in the Company on January 31, 2007 and neither of them acquired nor disposed of any shares in the period from August 1, 2006 to January 31, 2007

11. Indication of relevant court proceedings, appropriate arbitration bodies or public administration authorities

On the day of announcement of the statement no proceedings before court, arbitration bodies or public administration authorities were filed against the Company or its subsidiaries with respect to the liabilities or receivables of the Issuer or their subsidiaries the value of which would consist of 10 or more per cent of the equity of the Company.

12. Information on entering into one or more transactions with the affiliated entities by the Company or its subsidiaries if the value of such transactions (total value of all transactions executed during the period from the beginning of the financial year) exceeds a sum expressed in PLN equivalent to 500,000 EUR unless such transactions are typical and routine transactions entered into on ordinary market conditions between the related units and their nature and conditions result from the current operational activity of the Company or its subsidiaries.

In the period of the six months ending on January 31, 2007 neither the Company nor any of its subsidiaries entered into any transactions with any affiliated entities the value of which would exceed a Polish zloty equivalent of 500 000 EUR and which were not typical and routine transactions entered into on ordinary market conditions between the related units and whose nature and conditions did not result from the current operational activity of the Company or its subsidiaries.

13. Information on total loan or credit guarantees or other guarantees granted by the Company or its subsidiaries to a single entity and its subsidiaries if the total value of such existing guarantees or bonds is equal to or exceeds 10% of the equity of the Company

As of the end of Q2 of 2006 the value of guarantees issued was 8 301 M PLN whereas the value of guarantees received was 1,040 M PLN.

Dariusz Jacek Krawiec
President

Piotr Bieliński
Vice President

Kazimierz Lasecki
Vice President

Warsaw, March 19, 2007