

NOTICE

GROUPE AUCHAN / BANQUE ACCORD
Euro 6,000,000,000
Euro Medium Note Programme for the issue of Notes
dated 23 September 2009

(the “Programme” or the “Prospectus”)

The potential investors in the Notes under the Programme are informed that the Programme is amended as follows:

1/ At Gide Loyrette Nouel A.A.R.P.I.’s request, the information about the Legal Advisers on page 86 of the Prospectus are replaced by:

LEGAL ADVISERS

To the Prospectus
As to French law

Dechert (Paris) LLP
32, rue de Monceau
75008 Paris
France

Instead of :

LEGAL ADVISERS

To the Prospectus
As to French law

Dechert (Paris) LLP
32, rue de Monceau
75008 Paris
France

To the Dealers
As to French Law

Gide Loyrette Nouel
26, cours Albert 1^{er}
75008 Paris
France

2/ Banca IMI S.p.A. is not acting as Dealer for the purposes of the Prospectus. As a consequence, any reference made in the Prospectus to “Banca IMI” (on page 1 of the Prospectus) and to “Banca IMI S.p.A.” (on page 6 and page 85 of the Prospectus) acting as Dealer for the purposes of the Prospectus is deleted.

This Notice is available either on the Luxembourg Stock Exchange’s website (www.bourse.lu) or at the registered office of the Issuers and may be consulted on the Issuers’ website (www.groupe-auchan.com and www.banque-accord.com).

This Notice is dated November, 3rd 2009