

# The Depository Trust Company

# **IMPORTANT**

**B#:** 1421

**DATE:** February 02, 2001

**TO:** All Participants

**CATEGORY:** Dividends

**FROM:** Nilesh Desai, Supervisor, Dividend Department

**ATTENTION:** Dividend Managers, Cashiers & Reorganization Managers

**SUBJECT:** Rights: Metro Cash & Carry GDRs Exp: 2/13/01 5pm N.Y. time  
Rule 144A CUSIP# 59160Y107-Reg S CUSIP# 59160Y206  
144A Rights ContraCUSIP# 59160Y982 R/D: 1/26/01  
RegS Rights ContraCUSIP# 59160Y990

\*\*\*\* Warning Time Critical \*\*\*\*

Metro Cash & Carry is offering non-transferable rights to holders of its Rule 144A & Reg S Global Depository Receipts ("GDRs") to subscribe for newly issued GDRs. Each holder is entitled .295578 rights for each GDR held.

The Depository Trust Company ("DTC") credited rights to participants' accounts on January 31, 2001. All Fractions are dropped.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY (DIVA) FUNCTION, SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY AND PAYMENT INFORMATION.

**IT IS IMPORTANT THAT PARTICIPANTS REFER TO THE DTC REORGANIZATION INQUIRY FOR PARTICIPANTS (RIPS CODE 59) FOR INFORMATION REGARDING THE SUBSCRIPTION PRIVILEGE.**

If participants have any questions concerning this Important Notice, please contact Mr. Raymond Lew or Mr. Neil Drepaal of DTC's Dividend Department at (212) 855-4523/4532.

If participants have any questions regarding the offering, they may contact Ms. Heidi Kashef of the ADR Department at Bankers Trust on (212) 250-4495.