

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name RETAIL HOLDINGS N.V.		2 Issuer's employer identification number (EIN) N/A	
3 Name of contact for additional information Heilie Stekman	4 Telephone No. of contact +599 9 732 2531	5 Email address of contact HStekman@citco.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact Schottegatweg Oost 44		7 City, town, or post office, state, and Zip code of contact Willemstad, Curacao	
8 Date of action Pay Date: October 30, 2013		9 Classification and description Common Stock	
10 CUSIP number N74108106	11 Serial number(s) N/A	12 Ticker symbol RHDGF	13 Account number(s) NA

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **Non-taxable distribution of \$1.00 per share paid October 30, 2013 to shareholders of record September 27, 2013**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **Reduces basis of each share of Common Stock of Retail Holdings N.V.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **Calculation of change in basis is based on value of cash distribution**

Part II Organizational Action (continued)

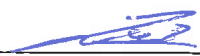
17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶

18 Can any resulting loss be recognized? ▶

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 6 JAN 2014

Print your name ▶ JOE KAN Title ▶ Controller

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	