

RETAIL HOLDINGS N.V.

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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

March 20, 2007



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Securities and Exchange  
Division of Corporate Fi  
Office of International Co  
Judiciary Plaza  
450 Fifth Street, N.W.  
Washington, DC 20549

082-34635

*Singer*

Re: Retail Holdings N.V.  
Exemption Number 89-5325

SUPPL

Dear Sir/Madam:

On behalf of Retail Holdings N.V. (the "Company"), we are furnishing to the Securities and Exchange Commission (the "Commission") herewith, pursuant to Rule 12g3-2(b)(1)(i) of the General Rules and Regulations (the "Exchange Act Rules") promulgated under the Securities and Exchange Act of 1934 (the "Exchange Act"), the documents listed below. Such documents are furnished with the understanding that such documents will not be deemed "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of such documents and information shall constitute an admission for any purposes that the Company is subject to the Exchange Act. The Company is a "foreign private issuer" within the meaning of Rule 3b-4(c) of the Exchange Act Rules.

Attached is the Report of Foreign Private Issuer of Retail Holdings N.V. dated March 19, 2007, together with the Exhibits referred to therein.

Please have the enclosed copy of this letter date stamped and returned to the undersigned in the enclosed stamped, self-addressed envelope.

Very truly yours,

*Amy Pappas*  
Amy Pappas  
Secretary

PROCESSED

MAY 02 2007

*B* THOMSON  
FINANCIAL

Enclosure(s)

*Jew 4/27*

Retail Holdings N.V.  
Schottegatweg Oost 44  
Willemstad, Curacao  
Netherlands Antilles

Exemption No. 82-5255

Interim Report of Foreign Private Issuer

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DEPT OF INTERNATIONAL  
CORPORATE FINANCE

**Retail Holdings N.V.**

Incorporated in the Netherlands Antilles

De Ruyterkade 62, Willemstad  
Curacao, Netherlands Antilles

Dated March 20, 2007

**Retail Holdings N.V.**  
Schottegatweg Oost 44  
Willemstad, Curacao  
Netherlands Antilles

Exhibit Index to Report

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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

Exhibit No.

1

Excerpts from the Commercial Register, dated March 19, 2007

Exemption Number 82-5225



## Curaçao Commercial Register

### Excerpt from the Commercial Register

Registration number: 83676 (0)  
Date: March 19, 2007 Time: 2:17:28 PM

In the Commercial Register of the Curaçao Chamber of Commerce & Industry is registered with number 83676 the company with the trade name Retail Holdings N.V.

Trade name	Retail Holdings N.V.
Legal form	Limited Liability Company
Official company name	Retail Holdings N.V.
Statutory seat	Curaçao
Date of incorporation	December 21, 1999
Date last amendment	August 30, 2005
Date established	December 21, 1999
Authorized capital	U.S.A. Dollar 210,000.00
Issued capital	U.S.A. Dollar 81,218.68
Paid up capital	U.S.A. Dollar 81,218.68
Fiscal year	The fiscal year is equal to the calendar year
Business address	Schottegatweg Oost 44  Curaçao Netherlands Antilles
Correspondence address	same as above
Description English	<p>1a. To manufacture, buy, sell and use consumer and other products, including but not limited to sewing products, household appliances, furniture, motorcycles, automobiles and trucks, and equipment, parts and accessories therefor throughout the world and to engage in any business related thereto;</p> <p>b. To manufacture, buy, sell and use any and all products made from wood, metal, plastic or other material or materials or combinations thereof and to engage in manufacturing generally;</p> <p>c. To enter into and carry on any mercantile business in any country and to receive by assignment or purchase or to otherwise acquire any accounts receivable, bank accounts, securities, bills of exchange, notes, bonds, letters or credit, stocks or other instruments of value or documents of title in any country and to collect and hold the proceeds thereof;</p> <p>d. To enter into and carry on any financial services business in any country including, but not limited to, consumer and agricultural financing, product financing, motor cycle and automotive financing, leasing, securities dealing, funds management, sale of insurance, and funds remittance, provided, however, that such services may not be of such nature that would require the Company to be subject to the regulatory supervision by the Central Bank of the Netherlands Antilles or any other governmental body or other agency of or in the Netherlands Antilles;</p> <p>e. to undertake, conduct, assist, promote or engage in any research and development;</p> <p>f. To organize and to own, directly or indirectly, and to operate, under the laws of any state or other government, domestic or foreign, corporations and other organizations; to subscribe for any securities issued or to be issued by any such corporation or organization; and to dissolve, liquidate, wind-up or, reorganize,</p>

## Exemption Number 82-5225

merge or consolidate any such corporation or organization;

g. To invest its assets in securities, including shares and other certificates of participation and bonds, as well as other claims for interest bearing debts, however denominated, and in any all forms, the borrowing of money and the issuance of evidences of indebtedness therefor, as well as the lending of money;

h. To acquire considerations paid for technical assistance;

i. To invest its assets directly or indirectly in real property in real property, to acquire, own, hire, let, lease, rent, divide, drain, reclaim, develop, improve, cultivate, build on, sell or otherwise alienate, mortgage or otherwise encumber real property and to construct infrastructure work, like roads, pipes and similar works on real estate;

j. To obtain income from the disposition or grant of rights to use copyrights, patents, designs, secret processes and formulae, trademarks and other analogous property, from royalties (including rentals) for the use of industrial, commercial or scientific equipment, and from compensation or other consideration received for technical assistance or services;

k. To establish, participate in and manage limited liability and other companies or other undertakings of every kind or nature whatsoever, and to engage in industry and trade;

l. To guarantee or otherwise secure, and to transfer in ownership, to mortgage, to pledge or otherwise to encumber assets as security for the obligations of the Company and for the obligations of third parties, with or without consideration;

m. To borrow moneys upon the issuance of its bonds, debentures, notes or other obligations and to give security therefor; and

n. to place in trust all or any of its properties, including securities.

2. The corporation is entitled to do all that may be useful or necessary for the attainment of the above purposes or that is connected therewith in the widest sense, including the participation in and the management of any other venture or corporation.

## Official(s)

1

Function	Statutory director
Title description	Managing Director
Name	Alexander John Johnston
Address	Marylands Road 91 W9 London United Kingdom
Date of birth	April 24, 1964
Place of birth	London
Country of birth	United Kingdom
Nationality	British

2

Function	Statutory director
Title description	Managing Director
Name	Antonio Costa
Address	Rua da Garagem 9-9A 2795-510 Carnaxide Portugal
Date of birth	March 15, 1942
Place of birth	San Sebastiano de Pedreira, Lissabon
Country of birth	Portugal
Nationality	Portugese

3

Function	Statutory director
Title description	Managing Director
Name	Malcolm J. Matthews

<b>Address</b>	2/F 10A Mosque Street 07901 Mid Level Hong Kong
<b>Date of birth</b>	September 9, 1940
<b>Place of birth</b>	West Hampton
<b>Country of birth</b>	United Kingdom
<b>Nationality</b>	British
<b>4</b>	
<b>Function</b>	Statutory director
<b>Title description</b>	Managing Director/Chairman of the Board of Directors, President and Chief Executive Officer
<b>Name</b>	Stephen H. Goodman
<b>Address</b>	10 Meeting House Road 10549 Bedford Corners, NY United States of America
<b>Date of birth</b>	May 28, 1944
<b>Place of birth</b>	New York, NY
<b>Country of birth</b>	United States of America
<b>Nationality</b>	American
<b>5</b>	
<b>Function</b>	Statutory director
<b>Title description</b>	Managing Director
<b>Name</b>	Stewart M. Kasen
<b>Address</b>	East Square Lane 60 23233 Richmond, VA United States of America
<b>Date of birth</b>	July 19, 1939
<b>Place of birth</b>	New Jersey
<b>Country of birth</b>	United States of America
<b>Nationality</b>	American
<b>6</b>	
<b>Function</b>	Proxy holder
<b>Title description</b>	Local Representative
<b>Name</b>	Curaçao Corporation Company N.V.
<b>Address</b>	Schottegatweg Oost 44 Curaçao Netherlands Antilles
<b>Registration number official</b>	2071
<b>7</b>	
<b>Function</b>	Proxy holder
<b>Title description</b>	Ass. Secretry
<b>Name</b>	Amy Pappas
<b>Address</b>	7 Mid Place Chappaqua NY 10514 United States of America
<b>Date of birth</b>	June 11, 1959
<b>Place of birth</b>	New York, N.Y.
<b>Country of birth</b>	United States of America
<b>Nationality</b>	American
<b>8</b>	
<b>Function</b>	Proxy holder

<b>Title description</b>	<b>Vice President</b>
<b>Name</b>	<b>Gavin Walker</b>
<b>Address</b>	<b>Apartment 3B, Haking Mansions, 43 Barker Road The Peak Hong Kong</b>
<b>Date of birth</b>	<b>August 9, 1969</b>
<b>Place of birth</b>	<b>Kitwe</b>
<b>Country of birth</b>	<b>Zambia</b>
<b>Nationality</b>	<b>British</b>
<b>9</b>	
<b>Function</b>	<b>Proxy holder</b>
<b>Title description</b>	<b>Vice President</b>
<b>Name</b>	<b>Hemaka D.S. Amarasuriya</b>
<b>Address</b>	<b>30/15 Park Road Colombo 5 Sri Lanka</b>
<b>Date of birth</b>	<b>November 19, 1943</b>
<b>Place of birth</b>	<b>Colombo</b>
<b>Country of birth</b>	<b>Sri Lanka</b>
<b>Nationality</b>	<b>Sri Lankan</b>
<b>10</b>	
<b>Function</b>	<b>Proxy holder</b>
<b>Title description</b>	<b>Vice-President &amp; Controller/Secretary</b>
<b>Name</b>	<b>John Nashmi</b>
<b>Address</b>	<b>Apricot Street 22 L3T 1C8 Thornhill, Ontario Canada</b>
<b>Date of birth</b>	<b>April 28, 1967</b>
<b>Place of birth</b>	<b>Baghdad</b>
<b>Country of birth</b>	<b>Iraq</b>
<b>Nationality</b>	<b>Canadian</b>
<b>11</b>	
<b>Function</b>	<b>Proxy holder</b>
<b>Title description</b>	<b>Vice-President</b>
<b>Name</b>	<b>Kamal Khawaja Shah</b>
<b>Address</b>	<b>112-01 Queens Boulevard (8-D) Forest Hills New York 11375 United States of America</b>
<b>Date of birth</b>	<b>October 20, 1940</b>
<b>Place of birth</b>	<b>Delhi</b>
<b>Country of birth</b>	<b>India</b>
<b>Nationality</b>	<b>Pakistani</b>
<b>12</b>	
<b>Function</b>	<b>Proxy holder</b>
<b>Title description</b>	<b>Vice-President</b>
<b>Name</b>	<b>Mahbub Jamil</b>
<b>Address</b>	<b>House #1, Block-B, Bashundhara, Dhaka-1212</b>
<b>Date of birth</b>	<b>November 12, 1941</b>

Place of birth  
Country of birth

Dhaka  
Bangladesh

Source: Registry-information Internet. This document is not an excerpt in accordance with article 19 paragraph 1 of the Commercial Register Decree (O.G. 1946 no. 41)

**END**