

0447

REC'D S.E.C.  
AUG 9 2002  
1086

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND  
PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES  
RELATING TO EXCHANGE ACT FILINGS**

I, M. David Schwartz, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Phar-Mor, Inc., and except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for fiscal year ended June 30, 2001 of Phar-Mor, Inc. filed with the Commission.
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Phar-Mor, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.


M. David Schwartz  
M. David Schwartz, President  
and Chief Operating Officer

Date: 8/8/02

Subscribed and sworn to before me this  
8<sup>th</sup> day of August 2002.

Susan Senich  
Notary Public

My Commission Expires

 **SUSAN SENICH**  
Notary Public - State of Ohio  
Commission Expires on August 12, 2002

8/12/02

RECEIVED  
OFFICE OF THE SECRETARY

AUG 9 - 2002