



Media release / Notice of Material Fact

Basel / Rio de Janeiro, March 19, 2010

Special General Meeting of Dufry South America Ltd. approves merger

Dufry South America Ltd. (“DSA”), a company incorporated in Hamilton, Bermuda, with shares listed on the Luxembourg Stock Exchange and with Brazilian Depositary Receipts (“BDRs”) listed on the São Paulo Stock Exchange – BOVESPA (“BM&FBOVESPA”), and its controlling shareholder, **Dufry AG** (“DAG”), a company incorporated in Switzerland, with shares listed on the SIX – Swiss Stock Exchange (“SIX”), hereby inform the market, in addition to the information disclosed on the Notices of Material Fact dated as of January 11 and 18 and February 12, 2010, that:

The Special General Meeting of DSA was held at the offices of Slaughter & May, located at One Bunhill Row, London EC1Y 8YY, United Kingdom, on March 19, 2010 at 2:00pm GMT. The meeting was validly convened and constituted and members representing 38,315,590 shares and 58.95% of the total share capital of DSA were present at the meeting. All proposals of the Board of Directors were approved by the majority of the shares represented at the meeting as set forth below:

1. As per the resolution regarding the Board of Directors' proposal to approve the Merger and Amalgamation Agreement entered into by and between DSA, DAG and Dufry Holdings & Investments AG (“DHIAG”), a wholly-owned Swiss subsidiary of DAG, on February 11, 2010 (“Merger Agreement”), providing for the amalgamation and merger of DSA and DHIAG under the Bermuda Companies Act 1981 and under applicable Swiss law with the amalgamated/merged company to continue solely under the laws of Switzerland and with the name “Dufry Holdings & Investments AG” (“Merger”), the Board of Directors' proposal has been accepted by 100% of the votes represented.
2. As per the resolution regarding the Board of Directors' proposal to allocate US\$306.15 million of DSA's surplus or profits for payment of a dividend, representing US\$4.71 per DSA share/BDR, and the declaration and payment of such dividend on DSA's common shares (“Extraordinary Cash Dividend”), subject to the effectiveness of the Merger, the Board of Directors' proposal has been

accepted by 100% of the votes represented, which also authorized the DSA Board of Directors to resolve the declaration and payment of the Extraordinary Cash Dividend.

The Merger remains subject to: (a) the approval of the Merger Agreement, together with the capital increase of DHIAG, by the extraordinary general meeting of DHIAG; and (b) the approval of the Merger and the capital increase of DAG, by the extraordinary general meeting of DAG. The extraordinary general meetings of DAG and DHIAG have been convened to be held on March 22, 2010.

Conversion of DSA Shares/BDRs into DAG Shares/BDRs

Pursuant to the Merger Agreement, DSA shareholders shall receive 1.00 DAG share in exchange for 4.10 DSA shares and DSA BDR holders shall receive 1.00 DAG BDR in exchange for 4.10 DSA BDRs.

For DSA BDR holders, the record date for the conversion of DSA BDRs into DAG BDRs shall be the close of trading of the date on which DAG informs BM&FBOVESPA and publicly announces to investors in Brazil by a Fato Relevante that it has obtained its registration as a BDR issuer with CVM (the "Reference Time"). The DSA BDRs shall continue to be traded on BM&FBOVESPA under the ticker "DUFB11" until the registration of DAG as an issuer of BDRs with the CVM and the listing and admission to trading of DAG's shares in the form of BDRs on the BM&FBOVESPA has occurred.

For DSA shareholders, it is expected that DSA shares will be converted into DAG shares on March 23, 2010, following the registration of DAG's capital increase in the Commercial Register of the Canton of Basle-City, Switzerland.

Until the Reference Time, DSA BDR holders shall not be entitled to convert their DSA BDRs into DSA or DAG shares and DAG shareholders will not be entitled to convert their DAG shares into DAG BDRs. Withdrawal and/or cancellation fees may apply to conversions of shares into BDRs and vice-versa.

Extraordinary Cash Dividend

The Extraordinary Cash Dividend will be paid to DSA BDR holders in Brazilian Reais by applying the PTAX sale exchange rate published by the Central Bank on the date of execution of the necessary exchange agreements.

The estimated amount to be paid as Extraordinary Cash Dividend per BDR is approximately R\$ 8.406408, corresponding to US\$4.71 per BDR, according to the US dollar selling exchange rate (PTAX) published by the Brazilian Central Bank on March 18, 2010. The effective amount to be paid as Extraordinary Cash Dividend per BDR in Brazilian Reais, will be timely disclosed to the market after the execution of the foreign exchange contract.

Holders of record of DSA shares or DSA BDRs on March 19, 2010 (record date), are expected to receive the Extraordinary Cash Dividend payment on or about April 12, 2010. DSA BDRs will be negotiated ex-dividends as from March 22, 2010, inclusive.

Additional information regarding the Merger, such as the results of the extraordinary general meetings of DHIAG and DAG, will be timely disclosed to the market in accordance with applicable regulations.

March 19, 2010.

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Dufry Group: A leading global travel retailer – Dufry AG (SIX: DUFN) is a leading global travel retailer operating more than 1,000 duty-free and duty-paid shops in airports, cruise lines, seaports, railway stations and downtown tourist areas. Dufry employs around 11,000 people. The company, headquartered in Basel, Switzerland, operates in 42 countries in Europe, North America & the Caribbean, South America, Asia and Africa.

About Dufry South America – DSA (BM&FBovespa: DUFB11) is the South American subsidiary of Dufry Group. DSA currently has a workforce of 1,922 full-time equivalent employees. The company is the leader in the retail travel market in South America, with operations in 95 duty-free and duty-paid shops located in the main Brazilian and Bolivian airports and shopping areas as well as onboard cruise ships in the Americas.

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