IRF European Finance Investments Limited

Consolidated Interim Financial Statements for the three month period ended at 31 March 2007

The accompanying consolidated interim financial statements of IRF European Investment Limited ("IRF") and its subsidiaries (together "the Group"), for the three-month period ended 31 March 2007 were approved by the Company's Board of Directors on 29 May 2007.

Consolidated Interim Financial Statements for the three month period ended 31 March 2007

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#### **BOARD OF DIRECTORS**

Name	Position
Angeliki Frangou	Chairman, Non – Executive Director
Sheldon Goldman	Deputy Chairman
Loucas Valetopoulos	Chief Executive Officer, Director
Alexander Meraclis	Secretary of the Company
John Karakadas	Non - Executive Director

#### Changes in the Board of Directors

On the 25th of January 2007, Dionysios Malamatinas Director of IRF submitted his resignation effective 29 January 2007 and has not been replaced.

## STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL ACCOUNTS

The Directors are responsible for preparing consolidated interim accounts which present fairly the financial position and the performance of the Group in accordance with applicable law and regulations. They have elected to prepare the financial statements and consolidated financial statements in accordance with the IFRS as adopted by the EU. As a result of IRF's "de facto" power to control PROTON BANK's financial and operating activities, PROTON BANK, and its subsidiaries are consolidated in these financial statements of IRF. See Note 3 to the consolidated interim financial statements for more detail.

In preparing these annual accounts, the Directors:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with the IFRS as adopted by EU and;
- prepare the annual accounts on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Group and enable them to ensure that their annual accounts comply with applicable laws and regulations. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

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Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

## Report on Review of Interim Financial Information

# To the Shareholders of "IRF European Finance Investments Limited"

#### Introduction

We have reviewed the accompanying consolidated balance sheet of IRF European Finance Investments Limited as of 31 March 2007 and the related consolidated statements of income, changes in equity and cash flows for the three-month period then ended. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Financial Reporting Standards that have been adopted by the European Union. Our responsibility is to express a conclusion on this interim financial information based on our review.

#### Scope of Review

We conducted our review in accordance with the Greek Auditing Standards that are harmonized with International Standard on Review Engagements. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Greek Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with International Financial Reporting Standards that have been adopted by the European Union.

#### **Emphasis**

Without qualifying our opinion, we draw attention to note 15 to the consolidated interim financial statements. Tax returns of the Greek subsidiaries have not been inspected by Greek Tax Authorities yet, and therefore can not be considered as final. It is possible that additional taxes and penalties will be imposed when Tax Authorities examine the relevant tax returns. The outcome of the tax inspection could not be estimated at this stage and therefore no relevant provision has been made.

Athens, 29 May 2007

The Certified Chartered Accountant

Vassilis Kazas

S.O.E.L. Reg.No. 13281

Grant Thornton 3

Chartered Accountants

44, Vas. Constantinou Av.

116 35 Athens, Greece

S.O.E.L Reg.No:127

#### **Consolidated Income Statement**

		Three-month period ende 31 March 31 Mar	ch
Amounts in thousands €	Note	2007 2006	
<b>Continuing Operations</b>			_
Interest and Similar Income		22,418	5
Interest and Similar Charges		(13,505)	(0)_
Net Interest Income		8,913	5
Fee and Commision Income		6,885	-
Fee and Commision Expense		(3,228)	
Net Fee and Commission Income		3,656	-
Income from insurance activities		11,945	-
Expense from insurance activities		(3,107)	
Net Income from insurance		0.030	
activities		8,838	-
Dividend Income		3 17 E9E	_
Net Trading Income		17,585	- 1
Other Operating Income		554	<u>1</u>
Total Net Income		39,550	O
Staff costs		(7,258)	-
Other operating expenses		(6,822)	(32)
Depreciation		(1,801)	-
Insurance claims		(6,983)	-
Impairment losses		(1,023)	- (00)
Total Operating Expenses		(23,887)	(32)
Share of profits / (losses) of associates		26	
Profit before Income Tax		15,688	(26)
Income Tax Expense		(1,759)	
Profit for the Period		13,930	(26)
Attributable to:	•		
Equity holders of IRF		4,874	(26)
Minority Interests		9,056	
•		13,930	(26)
Basic earnings per Share			
(in Euro /share)	5	0.08	0.00
Diluted earnings per Share		Ŀ	
(in Euro /share)	5	0.06	0.00

The notes on the following pages form an integral part of these consolidated interim financial statements.

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# **Consolidated Balance Sheet**

Amounts in thousands €		_	_
	Note	31 March 2007	31 December 2006
ASSETS			
Cash and balances with central bank		33,979	37,397
Loans and advances to Financial Institutions	6	522,264	181,885
Trading Portfolio	8	582,500	264,174
Derivative financial instruments		1,901	2,611
Loans and receivables	7	1,007,806	941,214
Insurance Assets		23,832	18,060
Investment Portfolio		93,246	37,977
Investments in Subsidiaries		0	0
Investments in Associates		4,630	4,604
Property, plant and equipment		33,525	33,402
Investment Property		50	50
Non current assets held for sale	_	64	64
Goodwill and other Intangible Assets	9	183,954	185,173
Deferred Tax Assets		3,024	3,200
Other Assets		51,676	34,885
TOTAL ASSETS		2,542,450	1,744,696
EQUITY AND LIABILITIES			
Due to financial institutions	10	379,286	90,897
Due to Customers	0	1,228,069	1,042,157
Trading liabilities		3,581	
Derivative financial instrument		1,713	6,319
Issued Debt Securities		1,500	1,500
Provisions for insurance contracts		35,921	34,093
Retirement benefit obligations		1,313	1,228
Current income tax liabilities		2,248	
Other borrowed funds	11	115,000	
Other liabilities		37,201	21,445
Total Liabilities		1,805,832	1,198,987
CHARGIOI DERC! FOUTTY			
SHAREHOLDERS' EQUITY	12	135	71
Share Capital	12	377,141	
Share Premium	12	(3)	
Revaluation Reserves		15,528	
Other reserves Retained Earnings / (losses)		27,497	
<u> </u>	£	27,737	21,330
Total equity attributable to shareholders o IRF	1	420,299	238,397
Minority Interest		316,319	F
Total equity		736,618	
Total LIABILITIES AND EQUITY		2,542,450	
TOTAL ETABLISTIC MILD EGOTIL			

The notes on the following pages form an integral part of these consolidated interim financial statements.

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Consolidated Statement of Changes in Equity

			Attı	Attributable to shareholders of IRF	areholders of	IRF		Minority	
	Note	Share Capital	Share Premium	Revaluation Reserves	Other Reserves	Retained Earnings /(losses)	Total	Interest	
Amounts in thousands € Opening balance as at 1st January 2006,		71	200,174	(2)	16,156	22,208	238,607	308,145	546,752
as originally published Restatement due to amortisation of	13	1	1		ı	(210)	(210)	(833)	(1,043)
Intanglible assets  Restated Opening Balance as at 1 <sup>st</sup>		71	200,174	(2)	16,156	21,998	238,397	307,312	545,709
Net result for the period 01/01-31/03/2007		1	1	•	1	4,874	4,874	9,056	13,930
Gains/losses directly recognized in equity: - on the valuation of available for sale		1		(0)	ı	•	(0)	(1)	(2)
nnancial assets - exchange differences on translating		ı	1	ı	ı	(2)	(2)	(12)	(14)
Total profit/(loss) recognized for the		1	1	(0)	1	4,872	4,872	9,042	13,914
perion Issue of new shares after the exercise of warrants Expenses related to share capital increase	12	99 '	178,782 (1,815)	1 1	1 1 1	1 1 1	178,846 (1,815)	96	178,846 (1,815) 96
Capital increase in subsidiaries Acquisition of non-controlling interest in		i I	\$ I		1	ı	'	(132)	(132)
subsidiary					(627)	627		ı	t
Transfer within equity		64	176,967	(0)	(627)	627	177,031	(36)	176,995
Balance as at 31st March 2007		135	377,141	(3)	15,528	27,497	420,299	316,319	736,618
									7

Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

		Equity Attı	Equity Attributable To Shareholders of IRF	Shareholder	s of IRF			- H
	Share	Share	Revaluat ion	Other Reserves	Retained Earnings	Total	Minority Interest	Fquity
Amounts in thousands €	Capital	10 234	Reserves -	1	(1,396)	8,910	ľ	8,910
Opening balance as at 1st January 2000	7/	10/21			(36)	(96)	1	(26)
Net result for the year 01/01-31/03/2006		ı	1	1	(20)	7		
Total profit / (loss) recognized for the					(90)	(90)	i	(26)
period	1	I	•		(20)	0000	•	8 884
Balance as at 31st March 2006	7.1	10,234	1	1	(1,423)	0,004		

The notes on the following pages form an integral part of these consolidated interim financial statements.

Consolidated Interim Financial Statements

from the 1st of January to the 31st of March 2007

#### **Consolidated Cash Flow Statement**

Amounts in thousands €	Notes	Three month pe	eriod ended at
Cash Flows from operating activities		31 March 2007	31 March 2006
Profit Before Taxation		15,688	(26)
Adjustments for			
Add: Impairment Losses on financial assets		1,023	-
Add: Depreciation & Amortization		1,801	-
Add: Retirement Benefit Charge		84	-
Gains/Losses from investment activities		(85)	-
Share of profit/loss from measurement of financial assets at fair value through Profit & Loss		(605)	
Cash Flows from operating activities before changes in operating assets and liabilities		17,907	(26)
Changes in operating assets and liabilities:		(222.450)	
Net (increase) / decrease in trading securities		(323,150)	-
Net (increase) / decrease in reserves held in Central Bank		(756)	-
Net (increase) / decrease in loans and advances to customers		(67,616)	-
Net (increase) / decrease in insurance receivables		(5,071)	•
Net (increase) / decrease in reinsurance receivables		(700) 71,700	(77)
Net (increase) / decrease in other assets		288,389	(//)
Net increase / (decrease) in due to banks		185,913	_
Net increase / (decrease) in due to customers		1,828	· ·
Net increase / (decrease) in provisions for insurance contracts Net increase / (decrease) in other borrowed funds		115,000	
Net increase / (decrease) in other liabilities		(73,205)	
Net cash flow from operating activities before tax payment		210,238	
Income Tax Paid		(2,042)	
Net cash flow from operating activities		208,196	
Cash flows from investing activities			
Portfolio available for sale and held to maturity		(50,097)	<del>-</del>
Purchases / (proceeds) of tangible & intangible assets		(705)	) -
Acquisition of subsidiaries and associates		(132)	-
Net cash flow from investing activities		(50,933)	-
Cash flows from financing activities			_
Issuance of common shares due to exercise of warrants	12	178,942	
Net cash flows from financing activities		178,942	-
Net increase /(decrease) in cash and cash equivalents		336,20	5 (152)
Cash and Cash Equivalents at the beginning of period		203,91	6 2,206
Cash and Cash Equivalents at the end of period		540,12	2,054

The notes on the following pages form an integral part of these consolidated interim financial statements.

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## NOTES TO THE FINANCIAL STATEMENTS

## 1. General Information

## Country of incorporation

IRF European Finance Investments Ltd. was incorporated on 8th September 2005 under the Bermuda Companies Act. IRF is listed on AIM, a market operated by the London Stock Exchange plc. IRF's registered office is at Canon's Court 22 Victoria Street, Hamilton HM12, Bermuda.

IRF conducts its business directly and through two wholly-owned subsidiaries, MIMOSA TRADING COMPANY and MYRTLE TRADING COMPANY, duly incorporated under the provisions of the Marshall Islands Business Corporation Act on 6th July 2006. Collectively, these three entities are referred to as the "Company".

#### **Principal Activities**

The Group, through all of its subsidiaries, is engaged in the provision of banking, financial and insurance services.

IRF was formed to invest in the financial services industry throughout Europe with a primary focus on credit institutions and insurance companies in South Eastern Europe. In June 2006, IRF completed its acquisition of a controlling interest in PROTON BANK, a Greek bank, listed on the Athens Stock Exchange. PROTON BANK and its subsidiaries operate in the sectors of retail, corporate and investment banking, portfolio management, insurance and other financial services. PROTON BANK is licensed by the Bank of Greece to operate as a financial institution in Greece. PROTON BANK, which is established in Greece and is supervised by the Bank of Greece, operates through a network of 25 branches.

#### 2. Basis of Presentation

#### **Statement of Compliance**

The consolidated interim financial statements have been prepared in accordance with International Accounting Standard 34 'Interim Financial Reporting' and should be read in conjunction with the audited financial statements for the year ended 31 December, 2006.

#### **Presentation Currency**

The amounts of the consolidated interim financial statements attached are expressed in thousand euros, which is the functional currency of the Group.

It should be noted that due to rounding the actual sums and percentages presented in the [Consolidated

interim financial statements and Condensed interim financial statements, may not exactly be the same as those

presented in the Notes to the Financial Statements.

**Significant Accounting polices** 

The same accounting policies as for the annual financial statements for the year 2006 have been followed in

the preparation of the consolidated interim financial statements.

As from 1 January, 2007, the Group has adopted all applicable new and revised International Financial

Reporting Standards (IFRSs) and International Accounting Standards (IASs) which are relevant to its

operations, including IFRS 7 "Financial Instruments: Disclosures" and amendment to IAS 1 "Presentation of

Financial Statements: Disclosures relating to Capital". The full disclosures required by IFRS 7 and revised IAS 1

will be reported in the annual financial statements of the year 2007

**Accounting Estimates** 

The important assumptions made by the Group for the estimation of several accounting measurements

alongside the uncertainty affecting these estimates are the same as those adopted during the preparation of

the annual financial statements for the financial year ending 31 December 2006.

**Comparatives** 

As described in note 3, IRF acquired control of the PROTON BANK on 29 June 2006 and PROTON BANK

acquired OMEGA BANK at 29 September 2006. Therefore, the Consolidated Income statement and Consolidated

Cash flow Statement for the three-month period ended 31 March 2007 include the Company's as well as its

subsidiaries' items, while the relevant comparable statements for the three-month period ended 31 March 2006

include only to the Company's items. Therefore, the items in the condensed income statement and cash flow

statement of this period are not comparable with the respective items of the prior period.

Restatement of previous year's comparative figures

As further discussed in Note 13, the Group has restated the Balance Sheet as at 31 December 2006 in order to

reflect the preliminary results of the valuation of intangible assets acquired during the business combinations in

which the Company was involved.

### 3. Group Structure

The following table indicates the Group structure as at 31 March 2007:

a) Entities consolidated under full consolidation method

Name	Country	Direct and Indirect Holding	Relation that dictated the consolidation	Note
IRF European Finance Investments				
Limited	Bermuda	Parent	Percentage	
MIMOSA TRADING COMPANY	Marshall Islands Marshall	100%	Ownership Percentage	Direct stake
MYRTLE TRADING COMPANY	Islands	100%	Ownership	Direct stake
Proton Bank Group				
PROTON BANK SA	Greece	20,16%	Control	Direct stake Indirect stake through
PROTON ASSET MANAGEMENT SA	Greece	20,14%	Control	"PROTON BANK" Indirect stake through
PROTON MUTUAL FUNDS MANAGEMENT CO SA	Greece	20,14%	Control	"PROTON BANK" Indirect stake through
FIRST GLOBAL BROKERS SA	Serbia	16,63%	Control	"PROTON BANK" Indirect stake through
OMEGA MUTUAL FUNDS MGT CO SA	Greece	18,76%	Control	"PROTON BANK"  Indirect stake through
OMEGA INSURANCE SERVICES SA	Greece	13,31%	Control	"PROTON BANK"  Indirect stake through
OMEGA INSURANCE SA	Greece	16,69%	Control	"PROTON BANK"  Indirect stake through
INTELLECTRON SYSTEMS	Greece	11,42%	Control	"PROTON BANK"
OMEGA KAHN FINANCIAL SERVICES SA	Switzerland	16,13%	Control	Indirect stake through "PROTON BANK"
OMEGA SA FINANCIAL ADVISORS - INVESTMENTS & REAL ESTATE MGT	Greece	20,16%	Control	Indirect stake through "PROTON BANK"

b) Entities consolidated under the equity method:

Company	Country	Participation Percentage	Note
			Indirect stake through "PROTON
OMEGA PORTFOLIO INVESTMENT SA	Greece	5,80%	BANK"

#### **PROTON GROUP**

On 29 June 2006 the Company acquired a 28% stake in the share capital of PROTON GROUP, listed on the Athens Stock Exchange. The range of activities of PROTON GROUP covered most of the spectrum of the financial industry. On 29 September 2006, PROTON GROUP acquired, by a share to share exchange, 100% of

A.

OMEGA BANK and the new merged entity was renamed as PROTON BANK. Following the merger with OMEGA BANK, the Company owned (and continues to own) 20.16% interest in PROTON BANK.

PROTON BANK is fully consolidated because of the "de facto" power of the Company to control its financial and operating activities. In particular, the Company owns the 20.16% of the voting rights of PROTON while the percentage of voting rights controlled by the Company is increased to 26.14% after taking into consideration the holding of two other shareholders of PROTON who are committed to vote in accordance with IRF's instructions based on an agreement. IRF has already exercised its effective power and appointed six members in the eleven-member Board of Directors of PROTON, including PROTON's chairman,

All other subsidiaries comprising PROTON Group are consolidated because of the indirect, through PROTON BANK, ownership of the majority of their voting rights. The method of consolidation is the Purchase Method. Investment in associates is accounted under the equity method.

## MIMOSA TRADING SA and MYRTLE TRADING COMPANY

These two wholly-owned subsidiaries serve as investment vehicles of the Company. Both subsidiaries are duly incorporated and have filed articles of incorporation under the provisions of the Marshall Islands Business Corporation Act on 6th July 2006.

## Merger of companies within the Proton Group

The Board of Directors of Proton Mutual Funds Management Co SA (the acquirer), Proton Asset Management SA and Omega Mutual Funds SA (the acquirees), decided on 29 September 2006, that the abovementioned companies will be merged to one entity in accordance with articles 68§.2,69 70 and 72-77 of CL.2190/1920, articles 1-5 of Law 2166/ 1993 and article 72 of CL 2190/1920. 31 December 2006 was set as the date of the merger and for the absorption balance sheets to be prepared by the entities to be merged.

For that purpose, the "Merger Draft Agreement" was approved by their Board of Directors on 13 March 2007 and signed by authorized representatives. The "Merger Draft Agreement" is subject to approval by the companies' General Meetings of Shareholders and receipt of all the necessary licenses and approvals.

#### 4. Business Segment

The Group has defined the following business segments: Investment Banking, Other banking activities and insurance and other activities

Business segment for the period ended 31

March 2007

Investment Banking Other Insurance Eliminations
Banking and other

Activities

activities

Total

Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

Revenues					
External revenues	26,857	20,326	12,207	-	59,390
Revenues from other					
segments	317	-	389	(706)	
Total	27,174	20,326	12,596	(706)	59,390
Net revenues	10,926	19,529	9,095	<b></b>	39,550
Share of profits of		_			
associates	-	26	-	-	26
Results					
Segment results	5,635	9,584	469	<b></b>	15,688
Income tax expense					(1,759)
Profit for the period					13,929

Business segment for the period ended 31 March 2006	Investment Banking	Other Banking Activities	Insurance and other activities	Eliminations	Total
Revenues					•
External revenues	6	-	• -	-	6
Total	6	-	-	_	6
Net revenues	6	-	-	-	6
Results					
Segment results	(26)	_	-	-	(26)
Income tax expense					<u></u>
Profit for the period					(26)

# 5. Earning per share

Amounts presented in €	Three-month period ended			
Basic Earnings per share	31 March 2007	31 March 2006		
Profits / (Loss) attributable to IRF's Shareholders Weighted average number of shares in issue	4,874,078 61,940,236	(26,125) 57,291,675		
Basic earnings per Share ( €/Share )	0.079	(0.00)		
Diluted Earnings per Share	*			
Profits / (Loss) attributable to IRF's Shareholders according to the Income Statement of the year	4,874,078	(26,125)		

Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

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Weighted average number of shares	61,940,236	57,291,675
Plus: Shares with no consideration (adjustment in number of shares due to probable exercise of Warrants)	16,414,879	23,847,121
Weighted average number of shares for the purposes of diluted earnings per share	78,355,155	81,138,796
Diluted earnings per Share (€/Share )	0.062	(0.00)

The terms of the Warrants were temporarily modified in favor of the holders (see note 12). According to the modified terms the holders have two different options for settlement. For the purpose of calculating the diluted earnings per share, the most advantageous exercise method for the holders was taken into consideration.

The Extraordinary General shareholders' Meeting of PROTON BANK on 24 November 2006 approved a share option plan for the members of the Board of Directors, key management and employees of related companies in the form of stock options according to the article 13 of Law 2190/1920 after the proposition of the Board of Directors and the Compensation Committee. The program will have a contractual term of six years ending at December 2012. If all share options in the Plan are exercised, then 6,268,382 shares will be issued on behalf of the plan beneficiaries. The exercise price initially will be 10.46 euros per share, and options are exercisable for a three year period from the grand date. The above program has not been implemented yet. Consequently the effect of the options to be granted has not been calculated on the above figures of diluted earnings per share. If all options are granted and exercised then the Group's holding PROTON BANK will be decreased to 18,3%.

#### 6. Loans and advances to financial institutions

	31 March 2007	31 December
Amounts presented in € '000	31 Maich 2007	2006
Interbank deposits	220,152	47,877
Placements with other banks	123,750	48,264
Restricted balances held in other Banks	178,002	-
Time deposits	-	84,367
Cheques receivable	360	1,377
Total	522,264	181,885

Restricted balances held in other banks refer to a blocked deposit of the wholly owned subsidiary MIMOSA. The relevant deposit is blocked as a guarantee of an overdraft account.

#### 7. Loans and receivables

Amounts presented in € '000

31 March 2007

31 December

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Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

Net loans and receivables	1,007,806	941,214
Total allowances at 31 March 2007	(40,299)	(39,298)
Total allowances for corporate entities	(23,417)	(23,027)
Write offs	-	996
Impairment charge for the period	<sub>*</sub> (390)	(456)
Fair value adjustments of acquired loans (Omega Bank)	-	(1,900)
Acquisitions (accumulated allowances of Omega Bank)	-	(21,214)
Beginning balance	(23,027)	(453)
Corporate entities:		
Total allowances for individuals	(16,882)	(16,271)
Write offs	<u> </u>	1,163
Impairment charge for the period	(611)	(339)
Fair value adjustments of acquired loans (Omega Bank)	-	(8,068)
Acquisitions (accumulated allowances of Omega Bank)	-	(8,889)
Beginning balance	(16,271)	(138)
Individuals:		
Less: allowance for impairment		
Gross loans and receivables	1,048,105	980,512
Finance lease receivables (1)	21,826	11,388
•	·	·
Total loans and receivables to corporate entities	827,338	800,745
Energy Mining	1,033	2,163 1,149
Agricultural	2,406	5,259
Small industry	14,558 6,365	14,957
Services	33,936	36,954
Manufacture	59,962	42,373
Building /construction	91,442	73,454
Transportation 7 and transfer a	91,522	93,516
Commercial /insurance	209,818	202,202
Other entities	316,297	328,720
Corporate entities:		
Total loans and receivables to individuals	198,941	168,379
Credit cards	26,545	28,197
Mortgages	57,911	51,810
Consumer/personal	114,485	88,372
Individuals:		
		2006

Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

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The net investment in finance lease contracts on leased equipment was determined as follows:

<b>(1)</b>	<b>Finance</b>	lease	receivables
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Gross investment in the lease	30,572	17,185
Less: unearned finance income	(8,746)	(5,797)
Net investment in lease	21,826	11,388
Present value of minimum lease payments receivable a	at <b>31 March 2007 :</b> 2,800	1 142
Later than 1 year and no later than 5 years	2,600 8,689	1,143 3,734
Later than 5 years	10,337	6,511
Total	21.826	11.388

#### 8. Trading portfolio

Amounts presented in € '000	31 March 2007	31 December 2006		
<b>Trading Portfolio</b> Government bonds	28,826	18,441		
Corporate entities bonds	119,838	119,146		
Mutual funds	23,723	23,996		
Securities	410,113	102,591		
Total	582,500	264,174		

Included in the trading portfolio are 41,440,577 shares of MARFIN POPULAR BANK PUBLIC CO. LTD (representing 5.20% of its total share capital) amounting to  $\leqslant$  334,011 thousand, held by the wholly owned subsidiary MIMOSA. A total gain of  $\leqslant$  7,473 thousand has been recognized in the profit & loss account regarding the changes of the fair value of these shares.

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## 9. Goodwill and other intangible assets

Amounts presented in € '000

	Other				
	Goodwill	intar	igible assets	Software	Total
Balance at 1 January 2007					
Cost	182,96	55	19,538	4,563	187,528
Accumulated amortization		-	(1,043)	(1,312)	(2,355)
Net book value	163,42	7	18,495	3,251	185,173
Period ended 31 March 2007					
Opening net book value	163,42	27	18,495	3,251	185,173
Additions	·	-	-	-	-
Disposals		-	-	-	-
Amortization charge		-	(1,043)	(176)	(1,219)
Closing net book value	163,42	27	17,452	3,075	183,954
At 31 March 2007					
Cost	163,4	27	19,538	4,563	187,528
Accumulated amortization	•	-	(2,086)	(1,488)	(3,574)
Net book value	163,4	27	17,452	3,075	183,954

		Other			
	Goodwill	intangible asse	ts	Software	Total
Balance at 1 January 2006					
Cost		-	-	-	-
Accumulated amortization		-	-	-	-
Net book value		-	-	_	-
Year ended 31 December 2006				<del></del>	
Opening net book value		-	-	-	-
Acquisition of Proton Bank	68,75	4	-	1,124	69,878
Acquisitions of Omega Bank	114,21	.1	-	3,384	117,595
Impairment		-	-	(109)	(109)
Additions		-	-	164	164
Amortization charge		-	-	(277)	(277)
Accumulated amortization of acquired					
subsidiary		-	-	(1,035)	(1,035)
Closing net book value	182,96	5	-	3,251	186,216

Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

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## At 31 December 2006

Net book value as restated	163,427	18,495	3,251	185,173
9)	-	(1,043)	-	(1,043)
Bank for the period 1.10 -31.12.2006 (note				
assets acquired on acquisition of Omega				
-Amortization of identifiable intangible				
(note 9)	(19,538)	19,538	-	-
intangibles valuation				
-Transfer due to preliminary results of				
Net book value as reported	182,965	_	(3,251)	186,216
Accumulated amortization	-	-	(1,312)	(1,312)
Cost	182,965	-	4,563	187,528

#### 10. Due to financial institutions

Amounts presented in € '000	31 March 2007	31 December 2006
Overdraft facilities from other banks	169,000	-
Deposits from other banks	153,767	39,933
Bond repurchase agreements	56,500	56,526
Short-Term Loans	-	438
Current accounts	16	-
Other liabilities to financial institutions	3	-
Total	379,286	90,897

The Company entered into an overdraft facility agreement on 29 March 2007. The total facility amounts to €185 ml (or the equivalent amount in US Dollars) and its duration is one year. The overdraft facility is secured with a blocked deposit of \$ 237,062 thousand (€ 178,002 thousand). Interest on the outstanding amount of the overdraft accrue at an annual rate of 1,6% over Euribor 3 months. This facility is being repaid through the conversion of the dollar deposit into Euros.

#### 11. Other borrowed funds

On 26 September 2006, the Company entered into a financial agreement with three Banks in Greece for a loan facility of up to € 75 ml. On the 19 March 2007 the relevant agreement was amended to provide a total facility of up to € 140 ml for the purpose of financing the Company's investment activity. As at 31 March 2007 the Company has utilised € 115 ml of the amended loan facility. The amended loan facility is payable by the Company to the Banks on 26 September 2008. Interest on the outstanding amount of the Facility accrue at an annual rate of 2,25% over Euribor. Total loan facility available to the Group amounts to 325 ml (overdraft facility 185 ml and short term loan 140 ml, notes 10 and 11).

#### 12. Share Capital and Share premium

The movements in the share capital and share premium accounts are as follows:

		Amounts in US \$1 000			•			ounts in €' (	ts in €' 000
	Number of shares	Nominal value (US\$)	Share Capital	Share Premium	Share Capital	Share Premium	Total		
Oppening Balance at									
31 December 2006	56,861,675	0.0015	85	253,764	71	200,174	200,245		
Exchange of 666,645 Warrants									
for common shares	76,188	0.0015	0	0	0	0	0		
Exercise of 47,548,029 Warrants									
for the purchase of 1.20 shares									
for \$ 5.00 each	57,057,63 <del>4</del>	0.0015	86	237,655	64	178,782	178,846		
less: Expenses directly									
attributable to the issue of shares				-2,417		-1,815	-1,815		
Closing Balance at									
31 March 2007	113,995,497	· · · · · · · · · · · · · · · · · · ·	171	489,002	135	377,141	377,276		

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#### Warrants

On 14 November 2005 the Company consummated its initial public offering (the "Offering"). The Company sold 45,833,340 units in the Offering at a price of \$6.00 per Unit. Each Unit consisted of one share of the Company's common stock (the "Common Shares"), and two warrants ("Warrants"). Each Warrant, based on its original terms, entitles the holder to purchase from the Company one share of Common Stock at an exercise price of \$5.00 per share. According to the Offering, the 91,666,680 Warrants become exercisable after the approval of the acquisition of PROTON BANK by the Special Shareholders Meeting on 27 June 2006. All Warrants must be exercised by 14 November 2009 or they will expire.

During 2007, the Company modified the terms of its Warrants to induce the early exercise of these Warrants. Under two Warrant programs, a private program offered to certain qualified investors (the "Private Program") and a subsequent public program offered to all warrant holders (the "Public Program"), IRF temporarily (1) increased the number of Common Shares received upon exercise of a Warrant from one Common Share to 1.20 Common Shares on payment of \$5.00, and (2) permitted the exercise of a Warrant such that the Holder received one Common Share in exchange for every 8.75 Warrants surrendered. Warrant holders were able to use one or both methods to convert their Warrants into Common Shares.

As a result of the two programs, a total of \$292,766,845 of gross cash proceeds were raised, and 78,070,139 Warrants were converted. Following the close of the Public Program on 26 April 2007, the total Common Shares and Warrants outstanding were 129,356,204 and 13,596,541, respectively

#### Movements in Share Capital and Share Premium during the three month period

- The Private Program expired on March 23, 2007. Under this program, 48,214,674 Warrants participated, of which 47,548,029 Warrants were exercised by payment of the \$5.00 exercise price and

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666,645 Warrants were exchanged for Common Shares. As a result, 57,133,822 new Common Shares were issued and \$237,740,145 of gross cash proceeds was raised.

- 666,645 Warrants were exchanged for 76,188 Common Shares with nominal value of \$0,0015. As a result, the amount of \$ 114,28 (€ 85,97) was transferred from the share premium account to the share capital account.
- 47,548,029 Warrants were exercised by payment of the \$5.00 exercise price and 57,057,634 new Common Shares with \$0.0015 nominal value were issued. Total gross cash of \$237,740,145 (€ 178,846,118.26) was raised. As a result, share capital was increased by \$85,586.45 (€ 64,384.60) and share premium was increased by \$ 237,654,558.55 (€178,781,733.66).
- Fees and expenses incurred in connection with this private program are amounted to \$ 2,417,246.40 (€ 1,815,022.08). The relevant amount has been recognized directly in equity as a deduction in the share premium account.

After the above movements, the share capital of the Company as at 31 March 2007 amounted to \$ 170,993.25 (€ 135,352.73) divided into 113,995,497 common shares of \$0.0015 nominal value.

# Changes in Share Capital and Share Premium after 31 March 2007

Following the expiration of the Public Program on 27 April 2007, 15,360,707 new Common Shares were issued and the share capital and share premium account was increased by € 40,333,284 (\$55,026,700). As at 27 April 2007, the Company has in issue and outstanding 129,356,204 Common Shares and 13,596,541 Warrants.

## 13. Preliminary results of Purchase Price Allocation for the acquisition of Proton Bank and Omega Bank

The Bank is in the process of completing the fair valuation and purchase price allocation of the acquisition of PROTON BANK S.A. and OMEGA BANK S.A. as at the date of acquisition. Consequently the Group has applied initial accounting determined provisionally according to IFRS 3 'Business Combinations'. Based on this preliminary accounting the Group recognised intangible assets of  $\in$  19.538 thousand which relate to an estimated value for customers' relationships:

Total Amounts presented in € '000	19,538
Intangible asset from customer relationships – loans	13,881
Intangible asset from customer relationships – Deposits	2,458
Intangible asset from customer relationships – Securities brokerage	3,199
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Against the above fair values, the Bank recognized amortization amounting to 1.043 thousand euros relating to the period ended 31 December 2006 by restating the opening balance of retained earnings. The effect of the above restatement on the annual financial statements of 2006 is presented below:

#### Effect on 2006

•	(increase) in amortization expense	(1,043)
•	(decrease) in profit	(1,043)
•	(decrease) in intangible assets, net book value	(1,043)

#### Effect on Balance Sheet as at 31 December 2006

	As originally published	effect	Restated
Goodwill and other intangible assets	186,216	(1,043)	185,173
Total assets	1,745,739	(1,043)	1,744,696
Retained Earnings	22,208	(210)	19,998
Total equity attributable to shareholders of IRF	238,607	(210)	238,397
Minority Interest	308,145	(833)	307,312
Total equity	546,752	(833)	545,709

The Group will recognise any adjustment to the preliminary values with the completion of the fair valuation and the purchase price allocation, within a period of 12 months from the acquisition date, as permitted by IFRS 3.

#### 14. Related Party Transactions

## **Transactions with Associates**

Amounts presented in € '000	31 March 2007	31 December 2006
Asset Accounts		*
Other amounts due	23	11
Total	23	11

#### **Liability Accounts**

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Deposits	5,588	6,574
Total	5,588	6,574
	31 March 2007	31 March 2006
Income/Expenses		
Interest and similar expenses	50	-
Other income	. 22	-
Transactions with Management and Me	embers of the Board of Direc	tors
Amounts presented in € '000	31 March 2007	31 December 2006
Asset Accounts		
Loans	16,594	8,100
Other Assets	493	375
Total	17,087	8,475
Liability Accounts		
Deposits	54,539	34,868
Other Liabilities	142	216
Total	54,681	35,084
Letters of Guarantee	127	127
Turana	31 March 2007	31 March 2006
Income Interest and similar income		
Other income	57	-
Total	465 <b>522</b>	
	522	-
Expenses		
Salaries and other Remuneration	1,106	_
Interest and similar expenses	712	-
Other expenses	224	-
Total	2,042	-

The above figures refer solely to related party transactions of Proton Group except the item of Salaries and other Remuneration in which the Salaries and Remunerations of IRF to its BoD amounting to  $\leqslant$  34 thousand, are also included.

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#### 15. Commitments and Contingent Liabilities

#### (a) Pending Litigation

As at 31 March, 2007 there were pending litigations against the Group in connection with its activities. Based on legal advice the Board of Directors believes that there is adequate defence against all claims and it is not probable that the Group will suffer any significant damage. Therefore, no provision has been made in the consolidated interim financial statements regarding these cases.

#### (b) Contingent Tax Liabilities

Proton Group is subject to Greek tax legislation. Under Greek Law, submitted tax returns are not considered as final and are subject to revision by tax authorities as a result of tax inspection in entities books and records. Tax liabilities are considered as final by stature after the completion of five years from the end of the relevant fiscal year, however it is common that the tax authorities will audit the entity's books and records. The tax authorities commonly seek to disallow expenses on the basis that they are not properly documented or that they do not represent proper business expenses, relying on a substantial degree of subjective judgment on the part of the tax management in order an out-of-court settlement to be reached. In practice, both companies and tax authorities tend to reach an out-of-court settlement at an acceptable level of additional taxes.

The accounting years that have not been inspected yet by the tax authorities for each of the Group's companies are as follows:

Company Name	Domicile	Open tax years
Mimosa Trading SA <sup>1</sup>	Marshall Islands	-
Myrtle Trading Company <sup>1</sup>	Marshall Islands	-
Proton Bank AE	Greece	2005-2006
Proton Asset Management AE	Greece	2005-2006
Proton Mutual Funds Management Co AE	Greece	2005-2006
First Global Brokers SA	Serbia	2002-2006
Intellectron Systems SA	Greece	2001-2006
Omega Kahn Financial Services SA	Switzerland	2004-2006
Omega SA Financial advisors – Investments & Real Estate Mgt	Greece	2006
Omega Mutual Funds Mgt Co SA	Greece	2006
Omega Insurance AE	Greece	2006
OMEGA Insurance Services AE	Greece	2006
Omega Portfolio investment SA	Greece	2006

Note 1: Not subject to income tax

As a result of the above the Group's respective tax obligations for periods covering one to six accounting years have not been finalized. No additional provision was recorded as the outcome of the tax audit cannot be reliably estimated at this stage.

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#### (c) Off balance sheet items

Amounts presented in € '000

	31 March 2007	31 December 2006
Letters of Guarantee	100,981	. 85,172
Letters of credit	2,071	2,804
Total	103,052	87,976

#### (d) Assets given as Collaterals

Government and Bank bonds of nominal value  $\in$  10,500 thousand and  $\in$  15,500 thousand respectively have been pledged as securities for liquidity and credit limit purposes.

#### (e) Capital commitments

As of 31 March 2007, the Group as a lessor, had signed non cancellable lease agreements for the acquisition of equipment for finance lease purposes amounting to 4,761 thousands of euros for which no payment had been made.

# 16. Supplementary Information – The Company

IRF was formed to invest in the financial services industry throughout Europe with a primary focus on credit institutions and insurance companies in South Eastern Europe. In 2006, IRF formed two wholly owned subsidiaries in Marshall Islands, Mimosa Trading SA and Myrtle Trading Company, to serve as vehicles for the acquisition of investments in the financial services industry. These three entities are referred to as the "Company". The financial position and the performance of the Company, as opposed to the entire Group, as at 31 March 2007 and 31 December 2006 were as follows:

Amounts presented in € '000

	31 March 2007	31 December 2006
ASSETS		2000
Investments in Subsidiaries	126,687	126,687
Trading Portfolio and other financial instruments at fair	,	F
value through Profit & Loss	334,011	3,865
Blocked deposits	178,002	0
Other assets	29	64
Cash and Cash equivalants	46,935	88,481
Total Assets	685,664	219,097

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Consolidated Interim Financial Statements for the three month period from the 1st of January to the 31st of March 2007

SHAREHOLDERS EQUITY		
Share Capital	135	71
Share Premium	377,141	200,174
Retained earnings	21,261	18,652
Total Equity	398,537	218,897
LIABILITIES		
Loans to Banks	284,000	0
Other liabilities	3,126	200
Total Liabilities	287,126	200
Total Equity and Liabilities	685,664	219.097

As at 31 March 2007 IRF had made the following major investments:

- acquisition during 2006 of 20,16% of PROTON BANK (directly through IRF) for a total cost of € 126,687 thousand and a current fair market value of € 135,985 thousand.
- acquisition during 2007 of 5,20% of Marfin Popular Bank (indirectly through MIMOSA) for a total cost of € 330,124 thousand and a current fair market value of €334,011 thousand.

The financial performance of the Company for the three month period ended at 31 March 2007 is presented as follows:

#### Three month period ended at

Amounts presented in € '000  Net trading income  Interest Income  Total Income	<b>31 March 2007</b> 6,722 618 <b>7,340</b>	31 March 2006 - 5 5
Staff costs Other operating expenses Finance cost Total Expenses	(25) (2,633) (2,074) ( <b>4,731</b> )	(31) (0) <b>(32)</b>
Profit before tax Less: Income tax Profit after tax	2,609 - 2,609	(26) - (26)

In May 2007, The Company received the amount of  $\in$  3,539 thousand as dividend from PROTON BANK and the amount of  $\in$  10,244 thousand as dividend from Marfin Popular Bank. The total dividend income of  $\in$  13,783 thousand will be recorded in the Group's profit and loss account for the second quarter of 2007, while the amount of  $\in$  10,244 will be also recognised in the Group's consolidated income statement.

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IRF's Board of Directors decided to liquidate MIMOSA and MYRTLE and directly take ownership of all assets and assume all relevant liabilities. The relevant transfers will take place in the second quarter of 2007.

#### 17. Events after 31 March 2007

Except from the events disclosed above (Note 12 and 16), there were no significant events subsequent to the 31 March 2007 which are required to be disclosed.

Athens, May 29th 2007

Angeliki Frangou

Chairman, Non - Executive Director

Loukas Valetopoulos

Chief Executive Officer, Director