

Consolidated Interim Financial Statements for six-month period ended 30 June 2011

In accordance with the International Financial Reporting Standards

The accompanying consolidated interim financial statements of IRF European Finance Investments Ltd ("IRF") and its subsidiaries (together "the Group"), for the six-month period ended 30 June 2011 were approved by the Company's Board of Directors on 29 August 2011.

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#### **BOARD OF DIRECTORS**

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

## **INTERIM MANAGEMENT REPORT FOR THE PERIOD ENDED 30 JUNE 2011**

## **Financial highlights**

Amounts in € 000		
Income Statement items (six month period)	30 June 2011	30 June 2010
Continuing operations		
Interest and similar income	2,124	1,079
Dividend income	1,453	545
Exchange differences	(2,417)	10,393
Interest and similar charges	(5,055)	(4,328)
Impairment losses on available-for-sale portfolio	(16,353)	(88,819)
(Loss)/Profit for the period	(19,348)	(80,503)
Total comprehensive income for the period	(19,365)	(85,461)
Basic earnings per share (in euro/share)	(0.14)	(0.64)
Financial position items	30 June 2011	31 December 2010
Cash and cash equivalent	102	653
Trading portfolio	23,288	74,517
Investment portfolio	76,181	84,563
Total Assets	159,126	168,310
Loans from banks	170,263	160,154
Total liabilities	170,804	160,623
Total Equity	(11,678)	7,687

## Significant events

We have experienced adverse conditions in global capital markets. Europe generally and Greece in particular has been undergoing significant stress given the need for addressing on going sovereign debt requirements. As a result, companies trading on the Athens Stock Exchange have experienced material declines in value during the first half of 2011, in many cases traded below book value.

Under IAS 39, the amount of any decline in the fair value of an "available for sale" financial asset is recognized in the profit and loss. The amount of such profit or loss is determined based on the difference between the new fair value and the previous evaluation of fair value.

During H1 2011, the Company recognized an impairment loss of €16,352,633.72. This impairment reflects the deterioration in value of investments in securities available for sale from the prior valuation date as of 31 December 2010.

Due to the valuations losses, the company appears on June 30, 2011 to have negative equity. In July 2011, in order to enhance its financial position, the company issued 49,833.858 preference shares in exchange for approximately 31 million common shares in Marfin Investment Group. This transaction increase the Company's equity by €15,847,894.

After this transaction, the Company owned 17.91% of the shares in MIG.

## **Key risk factors**

IRF is exposed mainly to market and credit risk relating to financial instruments. The existing budget deficits in the Hellenic Republic and the anaemic economic recovery have adversely affected investors' appetite for businesses in the Hellenic Republic and securities listed on the Athens Stock Exchange. An important factor that will significantly affect the markets, is the success of the Greek government, to achieve the goals set by the International Monetary Fund and the European Union.

### **Related parties transactions**

All the related parties transactions during the first half presented in note 12 to the financial statements.

# STATEMENT OF DIRECTORS RESPONSIBILITIES IN RESPECT OF THE SEMI-ANNUAL REPORT AND THE CONDENSED SET OF FINANCIAL STATEMENTS

The directors are responsible for preparing the semi-annual report and the condensed set of financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law and in accordance with appropriate regulations of the listing authority, the directors have elected to prepare annual and interim financial statements in accordance International Financial Reporting Standards as adopted by the European Union.

The financial statements are required by law to give a true and fair view of the state of affairs of the Group and of the profit or loss of the Group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable International Financial Reporting Standards as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors, to the best of their knowledge, state that:

- the condensed set of financial statements, prepared in accordance with International Financial Reporting Standards as adopted by the European Union and specifically under IAS 34, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group; and
- the interim management report includes a fair review of the development and performance of the business and the position of the issuer and the undertakings included in the consolidation taken as a whole, description of important events that have occurred during the year together with a description of the principal risks and uncertainties that they face.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1981 of Bermuda. They are also responsible for safeguarding the assets of the company and taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant review information of which the company's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant review information and to establish that the auditors are aware of that information.

Legislation in Bermuda governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Shareholders of IRF European Finance Investments Ltd

#### Introduction

We have reviewed the accompanying interim consolidated statement of financial position of IRF European Finance Investments Ltd (the "Company") and its subsidiaries (the "Group") as of 30 June 2011 and the related interim consolidated statement of comprehensive income, changes in equity and cash flows for the sixmonth period then ended, and the selected explanatory notes.

Management is responsible for the preparation and fair presentation of this interim financial information in accordance with International Financial Reporting Standards that have been adopted by the European Union and apply for interim financial information ("**IAS 34**"). Our responsibility is to express a conclusion on these interim financial statements based on our review.

## **Scope of Review**

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" to which the Greek Auditing Standards indict. 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 IAS 34.

Athens, 29 August 2011

The Chartered Accountant

Asto

Panagiotis Christopoulos SOEL Reg. No 28481



Chartered Accountants Management Consultants 56, Zefirou str., 175 64, Palaio Faliro, Greece Registry Number SOEL 127

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Amounts presented in € '000	Note	1/1 - 30/06/11	1/1 - 30/06/10	1/4/- 30/06/11	1/4/- 30/06/10
Income					
Interest and similar income		2,124	1,079	1,073	640
Dividend and other income		1,453	545	1,453	545
Exchange differences Realised gain from disposal of financial assets at fair value through		-	10,393	-	4,188
Profit & Loss		-	178	-	33
Unrealised gain from valuation of financial held for trading		579	854	(585)	(1,389)
Unrealised gain from valuation of derivative financial instruments		780	12.040	210 <b>2,150</b>	4,017
Total operating income		4,936	13,048	2,150	4,017
Expenses				(2.545)	(2.00)
Interest and similar expenses		( 5,055)	(4,328)	(2,515)	(2,08)
Exchange differences		(2,417)	-	(528)	-
Realised loss from derivative financial instruments	_	- (46.252)	(4)	- (12.011)	- (62,020)
Impairment losses on available-for-sale financial assets	5	(16,353)	(88,819)	(13,011)	(62,838)
Staff costs		(50)	(50)	(25)	(25)
Other operating expenses		(377)	(301)	(195)	(214)
Share of profits / (losses) of associates		(33)	(50)	(15)	(40)
Total operating expenses		(24,284)	(93,552)	16,290	(65,197)
Profit / (Loss ) for the period		(19,348)	(80,503)	(14,140)	(61,179)
Profit / (Loss ) for the period Less: Income tax		(19,348)	(80,503)	(14,140)	(61,179)
		(19,348) - (19,348)	(80,503) - (80,503)	(14,140) - (14,140)	(61,179) - (61,179)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale		-	(80,503)	(14,140)	- (61,179)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio		(19,348)	( <b>80,503</b> )	(14,140) (8,276)	(61,179)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio  Exchange differences on translating foreign operations		- (19,348) - (18)	( <b>80,503</b> ) (4,975) 17	(14,140) (8,276) (4)	( <b>61,179</b> ) (3,271) 24
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio		(19,348)	( <b>80,503</b> )	(14,140) (8,276)	(61,179)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio  Exchange differences on translating foreign operations		- (19,348) - (18)	( <b>80,503</b> ) (4,975) 17	(14,140) (8,276) (4)	( <b>61,179</b> ) (3,271) 24
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio  Exchange differences on translating foreign operations  Other comprehensive income for the period net of tax		(19,348) (18) (18)	(4,975) 17 (4,957)	(14,140) (8,276) (4) (8,279)	(3,271) 24 (3,246)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio  Exchange differences on translating foreign operations  Other comprehensive income for the period net of tax  Total comprehensive income for the period after tax		(19,348) (18) (18)	(4,975) 17 (4,957)	(14,140) (8,276) (4) (8,279)	(3,271) 24 (3,246)
Less: Income tax  Profit / (Loss ) after tax  Other comprehensive income  Current year gains /(losses) from revaluation of available-for-sale portfolio  Exchange differences on translating foreign operations  Other comprehensive income for the period net of tax  Total comprehensive income for the period after tax  Profit after tax attributable to:		(19,348) - (18) (18) (19,365)	(4,975) 17 (4,957) (85,461)	(14,140) (8,276) (4) (8,279) (22,419)	(3,271) 24 (3,246) (64,426)
Profit / (Loss ) after tax  Other comprehensive income Current year gains /(losses) from revaluation of available-for-sale portfolio Exchange differences on translating foreign operations Other comprehensive income for the period net of tax  Total comprehensive income for the period after tax  Profit after tax attributable to: Owners of the parent Company		(19,348) - (18) (18) (19,365)	(4,975) 17 (4,957) (85,461)	(14,140) (8,276) (4) (8,279) (22,419)	(3,271) 24 (3,246) (64,426)
Profit / (Loss ) after tax  Other comprehensive income Current year gains /(losses) from revaluation of available-for-sale portfolio Exchange differences on translating foreign operations Other comprehensive income for the period net of tax  Total comprehensive income for the period after tax  Profit after tax attributable to: Owners of the parent Company  Total comprehensive income attributable to:		(19,348) (18) (18) (19,365)	(4,975) 17 (4,957) (85,461)	(8,276) (4) (8,279) (22,419)	(3,271) 24 (3,246) (64,426)

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

## **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

Amounts presented in € '000 ASSETS	Note	30 June 2011	31 December 2010
Non-current assets			
Investments in associates		365	429
Derivative financial instruments	6	2,935	-
Debt securities	6	48,558	-
Investment portfolio	7	76,181	84,563
Total non-current assets	_	128,039	84,992
Current assets	_		
Trading portfolio and other financial assets at fair value	8		
through profit & loss	0	23,288	74,517
Loans and receivables		7,545	8,010
Other assets		152	138
Cash and cash equivalents		102	653
Total current assets	_	31,086	83,318
TOTAL ASSETS	_	159,126	168,310
	=		
EQUITY AND LIABILITIES			
Shareholders equity			
Share capital	11	162	162
Share premium	11	363,079	363,079
Revaluation reserve		-	-
Other reserves		(6)	12
Retained (losses) /earnings	_	(374,913)	(355,565)
Total equity attributable to shareholders' of the		(11,678)	7,687
parent Company	_		<u>,                                      </u>
TOTAL EQUITY	-	(11,678)	7,687
LIABILITIES			
Non-current			
Long term loans	9	170,263	160,154
Deferred tax liability		162	175
Total non-current liabilities	<u>-</u>	170,426	160,330
Current liabilities			
Other liabilities		378	293
Total current liabilities	_	378	293
	_		
TOTAL LIABILITIES	-	170,804	160,623
TOTAL LIABILITIES AND EQUITY	=	159,126	168,310
101VE TURITITIES VIA FÁRILI	-	133,120	100,310

Angeliki Frangou	Loukas Valetopoulos
Chairman, Non – Executive Director	Chief Executive Officer, Director

## **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

## **Attributable to shareholders of the Parent Company**

	Share Capital	Share Premium	Revaluation Reserve	Other Reserves	Retained Earnings / (losses)	Total
Consolidated Statement of Changes in Equity						
Amounts presented in € '000						
Opening balance as at 1st January 2011	162	363,079	-	12	(355,565)	7,687
Net result for the period 01/01-30/06/2011		-	-	-	(19,348)	(19,348)
Other comprehensive income:						
Available for sale:						
- Gains/ losses directly recognized in equity	-	-	-	-	-	-
Exchange differences on translating foreign operations		-	-	(18)	-	(18)
Total comprehensive income / (loss) recognised for the period	-	-	-	(18)	(19,348)	(19,365)
Balance as at 30 June 2011	162	363,079	-	(6)	(374,913)	(11,678)

## **CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

## **Attributable to shareholders of the Parent Company**

	Share Capital	Share Premium	Revaluation Reserve	Other Reserves	Retained Earnings / (losses)	Total
Consolidated Statement of Changes in Equity  Amounts presented in € '000'						
Opening balance as at 1st January 2010	147	382,491	4,975	3	(248,139)	139,478
Share premium reduction & return to owners	-	(28,451)	-	-	-	(28,451)
Transactions with owners		(28,451)	-	-	-	(28,451)
Net result for the period 01/01-30/06/2010 Other comprehensive income: Available for sale:		-	-	-	(80,503)	(80,503)
- Gains/ losses directly recognized in equity	-	-	(4,975)	-	-	(4,975)
Exchange differences on translating foreign operations		-	-	17	-	17
Total comprehensive income / (loss) recognised for the period		-	(4,975)	17	(80,503)	(85,461)
Balance as at 30 June 2010	147	354,041	-	20	(328,642)	25,566

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

## **CONSOLIDATED CASH FLOW STATEMENT**

		30 June 2011	30 June 2010
Amounts presented in € '000 Cash flows from operating activities	Note		
Profit / (loss) before tax	=	(19,348)	(80,503)
Adjustments for:			
Add: Impairment losses on financial assets	5	16,353	88,819
Profit/(loss) from revaluation of financial assets at fair value through Profit & Loss		(1,359)	(854)
		(1,539)	50
Share of (profit) /loss from associates			
Interest and other non cash expenses		3,011	3,249
Dividend received		(1,453)	-
Exchange differences	<del>-</del>	2,420	(5,134)
Cash flows from operating activities before changes in working capital		(344)	5,627
Changes in working capital:			
Net (increase)/decrease in trading securities		-	(55,070)
Net (increase)/decrease in other assets		(13)	285
Net increase/(decrease) in other liabilities		85	(899)
Cash flows from operating activities before payment of income tax	_	(271)	(50,057)
Net cash flows from operating activities		(271)	(50,057)
Cash flows from investing activities			
Acquisition of available for sale financial assets		(6,518)	-
Interest received	_	1,188	1,079
Net cash flow from investing activities		(5,331)	1,079
Cash flows from financing activities			
Proceeds from borrowings		10,000	-
Interest paid		(4,946)	(3,627)
Share premium reduction & return to shareholders		-	(28,451)
Repayment of borrowings  Net cash flow from financing activities	-	5,054	(40,000) <b>(72,077)</b>
Net cash now from financing activities		3,034	(12,011)
Net decrease in cash and cash equivalents		(548)	(121,055)
Cash and cash equivalents at the beginning of the period		653	126,842
Effect of exchange rate fluctuations on cash and cash equivalents	_	(3)	1,973
Cash and cash equivalents at the end of the financial period	=	102	7,760

The accompanying notes constitute an integral part of the financial statements.

#### **NOTES TO THE FINANCIAL STATEMENTS**

#### 1. GENERAL INFORMATION

## **Country of incorporation**

IRF was incorporated on 8 September 2005 under the Bermuda Companies Act 1981. The Company was initially listed on AIM on 14 November 2005 and on 19 January 2009 transferred to the Specialist Fund Market (the "**SFM**"), a regulated market operated by the London Stock Exchange plc. The Company's registered office is at Canon's Court 22 Victoria Street, Hamilton HM12, Bermuda.

## **Principal Activities**

The Group was initially engaged in the provision of banking, financial and insurance services. IRF was formed as an investing company to serve as a vehicle for the acquisition of one or more businesses in the financial services industry in Europe, with a primary focus on credit institutions and insurance companies in Greece, Bulgaria, Romania and Turkey.

IRF currently focuses its major investments in the Greek market. IRF acquired and continues to hold approximately 17.91% of the issued shares in Marfin Investment Group ('MIG') which, as at 30 June 2011, is the most significant investment in the company's portfolio. MIG invests in private equity, privatisations and infrastructure projects and principally operates in Greece, Cyprus and South East Europe. All Greek equity holdings are publicly listed on the Athens Stock Exchange.

#### 2. BASIS OF INTERIM FINANCIAL STATEMENT PREPARATION

## 2.1 Statement of compliance

The condensed consolidated interim financial statements for the six month period ended 30 June 2011 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 2010.

The financial information set out in this interim report does not constitute statutory financial statements pursuant to Section 84 of Bermuda Companies Act 1981. The Group's statutory financial statements for the year ended 31 December 2010 were approved by the Board of Directors on 27 April 2011. The auditor's report on those financial statements was unqualified.

### 2.2 Functional and presentation currency

The current financial statements are presented in Euro, which is the functional currency of the Group. The functional currency is the currency of the primary economic environment in which an entity operates and is normally the one in which it primarily generates and expends cash. Management used its judgment to determine the functional currency that most faithfully represents the economic effects of the underlying transactions, events and conditions.

All amounts are presented in thousand Euros unless mentioned otherwise. Due to rounding, percentages and numbers presented throughout the condensed interim consolidated financial statements may not match the counterparts in the financial statements. All amounts expressed in dollars, are US dollars.

## 2.3 Comparative figures

For the preparation of the condensed consolidated statement of financial position, comprehensive income statement, and cash flow statement of the period ended 30 June 2011, comparatives as of 31 December and 30 June 2010 respectively, were used.

#### 2.4 Use of estimates

The preparation of the financial statements in accordance with the IFRS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reporting amounts of assets, liabilities, income and expenses.

Assumptions and estimates are reviewed on an ongoing basis and are revised based on experience and other factors. Revisions of the accounting estimated are recognised in the period in which estimates are revised and in any future periods affected. Assumptions and estimates include expectations on future event and outcomes that are considered as reasonable given the current conditions. Actual results may differ from these estimates.

#### 3. SUMMARY OF IMPORTANT ACCOUNTING POLICIES

## 3.1 Change in accounting policies

These condensed consolidated interim financial statements have been prepared in accordance with the accounting policies adopted in the last annual financial statements for the year ended 31 December 2010.

## 3.2 Operating segments

IFRS 8 "Operating Segments" (issued in 2006 and applied by companies for periods starting on or after 01/01/2009), requires a "management approach" to the Group's presentation of financial information under segment reporting. Information disclosed is basically information that the management uses for internal reporting so as to assess the productivity of segments, as well as the manner in which resources are allocated. Such reporting might differ from information used during the preparation of the statement of financial position and profit or loss.

The directors determined that IRF's continuing business, as an investment company, would be managed by the directors as a whole and no segmental information would be reported to the CEO. Therefore, IRF does not present segmental financial information.

## 3.3 New standards, amendments and interpretations with effective date as of 1 January 2011

In 2010, the IASB issued the annual improvements to IFRS for the year 2010 – a series of adjustments to 7 Standards, as a part of the annual improvement program. The IASB annual improvement program aims to make necessary though not urgent adjustments to IFRSs and will not be a part of bigger revision program. Most Improvements are effective for annual periods starting on or after 01/01/2011. The group has adopted all the new Standards and Interpretations whose implementation is mandatory for the years starting as at January 1, 2011. Paragraph 3.3 presents the Standards adopted as from January 1, 2011. Paragraph 3.4 presents the Standards, Amendments to the Standards and Interpretations that are either not effective yet or have not been adopted by the E.U.

- **a) IFRS 2 (Amendment) "Share Based Payments":** The IASB has proceeded to the issue of an amendment to IFRS 2 regarding the accounting treatment of share based payments within the companies of the same group and the way they are accounted for in separate financial statements of subsidiaries. This amendment is not applicable to the Group.
- **b) IAS 32 "Financial Instruments: Presentation" Classification of Rights as Equity :** The amendment revises the definition of financial liabilities as provided in IAS 23, with respect to classification of rights issues (rights, options or warrants) as equity. The amendments had no effect on the Group financial statements. The amendment applies to annual accounting periods starting on or after 01/02/2010, while earlier application is permitted. The application of the amendment is not expected to have an effect on the Company Financial Statements. The current Amendment has been approved by the European Union.

- **c) IFRIC 14 (Amendment) "Minimum Funding Requirements Payments"**: The amendment has been issued to raise the limitations that an entity had on the recognition of an asset deriving from voluntary prepaid contributions for minimum funding requirements. The amendment had no effect on the Group operations.
- **d)** Amendment to IFRS 1 "First-time Adoption of International Financial Reporting Standards" Limited Exemption from Comparative Disclosures under IFRS 7 for IFRS First-time Adopters: The current amendment provides limited exemptions to IFRS first time adopters from provision of comparative information pertaining to disclosures required by IFRS 7 «Financial Instruments: Disclosures». The amendment had no effect on the Group operations.
- **e) IAS 24: "Related Party Disclosures" (revision) :**The current amendment clarifies the definition of related parties and reduces disclosures regarding related parties of the State. In particular, it rescinds the obligation of State entities to disclose details of all transactions with other State parties, it clarifies and simplifies the definition of a related party and endorses the disclosure not only of transactions and balances between related parties, but also undertakings, both in separate and consolidated statements. The amendment does not have significant impact on the financial statements.
- **f) IFRIC 19: «Extinguishing Financial Liabilities with Equity Instruments»:**IFRIC19 considers the accounting treatment when an entity renegotiates the terms of a financial liability with its creditor and the creditor agrees to accept the entity's shares or other equity instruments to settle the financial liability fully or partially. Such transactions are sometimes referred to as «debit equity instruments» transactions or shares transactions, whose frequency increases during the financial crises. The amendment is not applicable to the Group.

# 3.4 Standards, amendments, and interpretations to existing standards that are either not effective yet or have not been adopted by the E.U.

Furthermore, the IASB has proceeded to the issue of the following new IFRSs, amendments and interpretations which are not mandatory for these financial statements and as at the date of issue of these financial statements have not been adopted by the E.U.

**a) IFRS 9: «Financial Instruments»:** The IASB is planning to fully replace IAS 39 «Financial Instruments: Recognition and Measurement» by the end of 2010, that will be put in force for annual financial periods starting at 1 January 2013. IFRS 9 constitutes the first stage of the ongoing project for the replacement of IAS 39. The main stages of the project are as follows:

1st stage: Recognition and Measurement

2nd stage: Impairment method

3rd stage: Hedge accounting

Furthermore, an additional stage concerns issues related with derecognition.

IFRS 9 aims to reduce complexity in the accounting treatment of financial instruments by offering fewer categories of financial assets and a principle based on the approach for their classification. According to the new Standard, the entity classifies financial assets either at amortised cost or at fair value based on:

- a) the entity's business model for managing financial assets,
- b) the characteristics of the contractual terms of the financial asset give rise on specified dates to cash flows (if it has decided not to appoint the financial asset at fair value through profit and loss).

The division of all financial assets into two categories – amortised cost and fair value – means that only one impairment model will be required in the context of the new standard, thus reducing complexity.

The effect from the application of IFRS 9 is evaluated by the company as it is estimated that the business model that will be selected by the company for managing its financial assets will have an impact on its Equity and P&L.

The Standard is effective for annual periods starting on or after 1 January 2013 and has not been approved by the EU yet.

- b) Amendment to IFRS 1 «First-time Adoption of International Financial Reporting Standards» Removal of Fixed Dates for First-time Adopters: The Amendment removes the fixed IFRS transition date (01 January 2004) and replaces it with actual IFRS transition date. At the same time, it removes derecognition requirement regarding the transactions that took place before the fixed transition date. The amendment is effective for annual periods beginning on or after 1 July 2011 and earlier application is permitted. The application of the Amendment will not affect the consolidated Financial Statements of the Group. The current Amendment is not applicable to the Group.
- c) IAS 12 (Amendment) «Income Taxes»: IAS 12 requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. In cases related to investment property and when an asset is measured at fair value, it can be difficult and subjective to assess whether recovery will be through use or through sale. The amendment provides a practical solution to the problem by introducing a presumption that recovery of the carrying amount will be through future sale of the asset. The amendment is effective for annual periods beginning on or after 1 January 2012 and it will be examined whether its implementation will have an impact on the Group consolidated Financial Statements. This amendment has not been approved by the European Union.
- **d) Amendment to IFRS 1 «First-time Adoption of International Financial Reporting Standards» Severe Hyperinflation:** The amendment proposes guidance on how an entity should resume presenting financial statements in accordance with International Financial Reporting Standards (IFRSs) after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. The amendment is effective for annual periods beginning on or after 1 July 2011 and earlier application is permitted. The implementation of the amendment will not affect the Group consolidated Financial Statements. This amendment has not been approved by the European Union.
- e) IFRS 7 «Financial Instruments: Disclosures» Amendments concerning additional disclosures for transfer of financial assets»: The amendments will allow users of financial statements to improve their understanding of transfer transactions of financial assets (for example, securitisations), including understanding the possible effects of any risks that may remain with the entity that transferred the assets. The amendment also requires additional disclosures if a disproportionate amount of transfer transactions are undertaken around the end of a reporting period. The amendment is effective for annual periods beginning on or after 1 July 2011 and earlier application is permitted. This amendment has not been approved by the European Union.

### f) IFRS 10 «Consolidated financial statements»:

The current Standard supersedes IAS 27 «Consolidated and Separate Financial Statements» and SIC 12 «Consolidation — Special Purpose Entities». The new standard changes the definition of control for the purposes of determining which entities shall be consolidated in the consolidated financial statements of the parent. The standard provides additional guidance to assist under defining the control in cases, when it is difficult to estimate. Furthermore, the Group shall make several disclosures regarding the entities consolidated as subsidiaries as well as non-consolidated entities with which there is share based relation. The standard is expected to lead to changes in the structure of conventional groups and in some cases, the effects may be significant.

The amendment is effective for annual periods beginning on or after 1 July 2011 and earlier application is permitted. The implementation of the amendment will not affect the Group consolidated Financial Statements. This amendment has not been approved by the European Union.

**g) IFRS 11 «Joint Arrangements»:** The new standard IFRS 11 supersedes IAS 31 «Interests in Joint Ventures». Under the new principles, these arrangements are treated more according to the rights and obligations arising from such kind of arrangements rather than based on their legal form. The new standard removes the proportional consolidation for joint ventures as well as the terminology of IAS 31 for 'jointly controlled operations' or' jointly controlled assets ". Most ventures will involve "joint operations".

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. The implementation of the amendment will not affect the Group consolidated Financial Statements. This amendment has not been approved by the European Union.

h) IFRS 12 «Disclosure of Interests in Other Entities»: The standard unites, improves and supersedes disclosure requirements for all forms of interests in subsidiaries, associates and non-consolidated entities within a uniform disclosures standard. It also provides better transparency and will assist the investors to estimate the extent to which a reporting entity has participated in creation of special structures and risks to which it is exposed.

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. The implementation of the amendment is not expected to affect significant the Group Financial Statements. This amendment has not been approved by the European Union.

i) IFRS 13 «Fair Value Measurement»: The new standard defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. The measurement and disclosure requirements of IFRS 13 apply when another IFRS requires or permits the item to be measured at fair value. IFRS 13 does not determine when an asset, a liability or an entity's own equity instrument is measured at fair value. Neither does it change the requirements of other IFRSs regarding the items measured at fair value and makes no reference to the way the changes in fair value are presented in the Financial Statements.

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. This amendment has not been approved by the European Union.

**j) IAS 27 (Amendment) «Separate Financial Statements»:**The standard refers to subsequent changes arising from the publication of new IFRS 10. IAS 27 will apply exclusively to separate financial statements, which requirements remain essentially unchanged.

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. The implementation of the amendment is not expected to affect significant the Company Financial Statements. This amendment has not been approved by the European Union.

**k) IAS 28 (Amendment) «Investments in Associates and Joint Ventures»:** The objective of this revised standard is to define the accounting principles to be applied following the changes arising from the publication of IFRS 11. The revised standard continues to define the ways of accounting monitoring under the equity method.

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. This amendment has not been approved by the European Union.

**I) IAS 19 (Amendment) «Employee Benefits»:**The amendment to the standard removes the option of recognition of profit and loss under «corridor» method. Moreover, changes from revaluation of assets and liabilities arising from a defined benefit plan will be presented in the statement of other comprehensive income. There will be also provided additional disclosures on defined benefit plans regarding the defined benefit plans

characteristics and the risks to which the providers are exposed under their participation in the aforementioned plans.

The amendment is effective for annual periods beginning on or after 1 January 2013 and earlier application is permitted. The implementation of the amendment is not expected to affect the Company Financial Statements. This amendment has not been approved by the European Union.

## m) IAS 1 (Amendment) «Presentation of Financial Statements»

The amendments to IAS 1 require that the entities, preparing financial statements in compliance with IFRS, shall present the items in the statement of other comprehensive income based on whether they are potentially reclassifiable to profit or loss subsequently to facilitate harmonization with US GAAP.

The amendment is effective for annual periods beginning on or after 1 July 2012 and earlier application is permitted. The implementation of the amendment is not expected to affect the Company Financial Statements. This amendment has not been approved by the European Union.

#### 4. STRUCTURE OF THE GROUP

The structure of the Group as at 30 June 2011 and 31 December 2010:

Name	Country	Direct and indirect holding	Relation that dictated the consolidation	Note
IRF EUROPEAN FINANCE INVESTMENTS LIMITED	BERMUDA	Parent		
MIMOSA TRADING SA	MARSHALL ISLANDS	100%	Percentage Ownership	Direct Stake
MYRTLE TRADING COMPANY	MARSHALL ISLANDS	100%	Percentage Ownership	Direct Stake
IRF US	USA	100%	Percentage Ownership	Direct Stake
ASSOCIATES				
S.GOLDMAN ASSET MANAGEMENT LLC	USA	49%		Indirect stake through "IRF US"

## **Information on consolidation**

**MIMOSA TRADING SA:** This company is duly incorporated and filed articles of incorporation under the provisions of the Marshall Islands Business Corporation Act on 6 July 2007. IRF is the owner of five hundred (500) fully paid and non-assessable shares of the capital stock of the corporation. The aggregate number of shares of stock that this company is authorized to issue is five hundred (500) registered and/or bearer shares without par value.

**MYRTLE TRADING COMPANY:** This company is duly incorporated and filed articles of incorporation under the provisions of the Marshall Islands Business Corporation Act on 6 July 2007. IRF is the owner of five hundred (500) fully paid and non-assessable shares of the capital stock of the corporation. The aggregate number of shares of stock that this company is authorized to issue is five hundred (500) registered and/or bearer shares without par value.

**IRF US INVESTMENTS INC:** During 2009, IRF US Investments inc. **(IRF US)** was organized as a wholly owned subsidiary under the laws of the State of Delaware. IRF US's only activity is to hold the 49% interest in S.Goldman Asset Management LLC **(SGAM)**. IRF US is fully consolidated in IRF's Group financial statements.

**S.Goldman Asset Management LLC (SGAM)** is a limited liability company formed in 2009, under the law of the State of Delaware. IRF US holds a 49% interest in SGAM. SGAM is an investment manager on a "managed"

account" and fund basis. SGAM is classified as an associate company and it is consolidated under the equity method.

One of IRF's non – executive directors controls the aforementioned company, which provides investment advisory services to IRF and receives a management fee under an investment advisory agreement.

#### 5. IMPAIRMENT LOSSES

Amounts presented in € '000	1/1/- 30/06/2010	1/1/- 30/06/2010	1/4/- 30/06/2011	1/4/- 30/06/2010
Listed stocks	(16,353)	(88,819)	(13,011)	(62,838)
Total	(16,353)	(88,819)	(13,011)	(62,838)

Under IAS 39, when a decline in the fair value of an available-for-sale financial asset has been recognised directly in other comprehensive income and there is objective evidence that the asset is impaired, the cumulative loss that had been recognised directly in other comprehensive income shall be removed from other comprehensive income and recognised in profit or loss even though the financial asset has not been derecognised. The amount of such profit or loss is determined based on the difference between the new fair value and the previous evaluation of fair value.

During the second quarter of 2011, the Company recognized an impairment loss of €13,011,099. This impairment reflects the deterioration in value of investments in securities available for sale (primarily shares in MIG) from the prior valuation date as of 31 March 2011. The impairment loss for the six-month period ending 30 June 2011 was €16,352,633.

#### 6. DEBT SECURITIES

Amounts presented in € '000

30/06/2011	31/12/2010
48,558	
48,558	
	48,558

As of 1 January 2011 the company reclassified the convertible bond from "Held for trading" category to "Debt securities". The Company has no intention to trade or sell it in the foreseeable future.

The reclassification was carried out at 1<sup>st</sup> January 2011, in compliance with the requirements of IAS 39, at the fair value of the investments at that date. The bond contained an embedded derivative, which was separated from the host contract. The embedded derivative was classified in Non Current Assets as "Derivative financial instrument". Any change in its fair value will be recognized in profit and loss accounts.

As at the reclassification date, the effective interest rates of the convertible bond was 8.16% and their recoverable amount came to  $\leqslant$  65,770 thousand

#### 7. INVESTMENT PORTFOLIO

 Amounts presented in € '000

 Available for sale
 30/6/2011
 31/12/2010

 Equity securities
 76,181
 84,563

 Total
 76,181
 84,563

Investment in MIG constitutes the major investment in IRF's portfolio as at 30 June 2011.

## 8. TRADING PORTFOLIO & OTHER FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT & LOSS

Amounts presented in € '000  Trading Portfolio	30/6/2011	31/12/2010
Corporate entities bonds	-	50,000
Investment fund units	22,758	23,680
Securities	530	837
Total	23,288	74,517

As of 1<sup>st</sup> January 2011 the company reclassified the convertible bond from "Held for trading" category to "Debt securities". Further details are provided in note 6.

### 9. LONG TERM LOANS

Amounts presented in € '000	30/06/2011	31/12/2010
Long-term loans due to banks	170,263	160,154
Total	170,263	160,154

The aforementioned amount relates to the long term loan facility of IRF. On 20 July 2010 the Company signed an agreement to refinance the loan for a 5-year period. The first reduction instalment will have to be paid on March 2013. The Company has an authorized credit line amounting to €200 million.

The loan bears a total interest of 6,13% as at 30 June 2011.

## **10. LOSS PER SHARE**

Basic earnings per share are calculated by dividing the net profit attributable to shareholders by the weighted average number of shares in issue during the year.

Amounts presented in €	Six month period		Three mon	th period
Basic Earnings per share	30/6/2011	30/6/2010	1/4-30/06/2011	1/4-30/06/2010
Loss attributable to the Parent Company's Shareholders Weighted average number of shares in	(19,347,981.41)	(80,503,254.07)	(14,139,911.18)	(61,179,157.02)
issue	137,315,634	124,832,395	137,315,634	124,832,395
Basic earnings per share ( €/Share )	(0.14)	(0.64)	(0.10)	(0.49)

### 11. SHARE CAPITAL & SHARE PREMIUM

	Share					
Amounts in €' 000	Number of shares	Nominal value \$	capital in \$	Share capital	Share premium	Total
Opening balance at 1 January 2011	137,315,634	-	206	162	363,079	363,240
Closing balance at 30 June 2011	137,315,634	-	206	162	363,079	363,240

## 12. RELATED PARTIES TRANSACTIONS

### 12.1 Transactions between companies included in consolidation

Transactions of the parent company with Subsidiaries  Amounts presented in € '000  Liability accounts	30/06/2011	31/12/2010
Other liabilities	2,187	2,187
Total	2,187	2,187
Amounts presented in € '000 Assets accounts	30/06/2011	31/12/2010
Other assets	8	8

The aforementioned balances of the Company have been eliminated from the consolidated financial statements.

### 12.2 Transactions with Associates

Total

Amounts presented in € '000	30/06/2011	31/12/2010
Liability accounts		
Capital contribution	7	7
Total	7	7
	30/06/2010	30/06/2010
Other operating expenses	-	(49)
Total	-	(49)

## 12.3 Transactions with Management and Members of the Board of Directors

No salaries or loans were paid to the Directors of the Company for the period, apart from salaries paid to the CEO of the Company.

Transactions with Management and Members of the Board of Directors			
Amounts presented in € '000	30/06/2011	31/12/2010	
Liability accounts			
Other Liabilities	17	58	
Total	17	58	
Expenses Remuneration	<b>30/06/2011</b> (50)	<b>30/06/2010</b> (50)	
Total	(50)	(50)	

## 13. COMMITMENTS, CONTINGENT ASSETS AND LIABILITIES

## 13.1 Contingent legal liabilities

As at 30 June 2011, there was no litigation pending against the Group in connection with its activities.

## 13.2 Assets given as collateral

Athens, 29 August 2011

All investment portfolio and cash accounts of IRF are assigned as collateral to IRF's long term loan.

#### 14. POST FINANCIAL POSITION DATE EVENTS

On 19th July 2011 the Board resolved to issue 49,833.858 preference shares of the Company in exchange for 31,074,302 shares in Marfin Investment Group owned by shareholders of the Company. The MIG shares transferred were valued based on the closing price of such shares on the Athens Stock Exchange as of 19 July 2011. This transaction increased the Company's equity by  $\leq 15,847,894$ .

After the transaction, the Company owned 17.91% of the shares in MIG.

Also, due to the adverse conditions in capital markets (mainly in Greece), the company is exploring various alternatives for raising additional capital to strengthen its capital position.

## 15. APPROVAL OF INTERIM FINANCIAL STATEMENTS

Angeliki Frangou	Loukas Valetopoulos
Chairman, Non – Executive Director	Chief Executive Officer, Director