

Condensed Interim Financial Statements for the Three Months ending

31 MARCH 2006



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Consolidated Income Statement for the Perio	od		
Amounts in Euro '000	Note	31st March 2006	31st March 2005
Turnover			
Interest and similar Income		15.168	7.958
Interest and similar expenses		(9.307)	(5.571)
Net interest income		5.861	2.387
Fee and commission income		25.838	5,205
Fee and commission expense	2.2.2	(5.206)	(1.955)
Net fee and commission income		20.632	3.250
Dividend income		637	5.433
Net trading income		21.975	4.917
Other operating income		175	181
		22.787	10.531
Net operating income		49.280	16.168
Staff costs		(5.623)	(3.600)
General operating expenses		(3.190)	(2.169)
Depreciation		(307)	(277)
Provisions		(913)	(145)
Total operating expenses		(10.033)	(6.191)
Profits / (losses) from investments in associates		886	(73)
Profit before tax		40.133	9.905
Less: Income tax		(6.952)	(2.394)
Profit after tax		33.181	7.510
Attributable to:			
Shareholders of Parent Company		31.141	6.749
Minority interest		2.040	761
		33.181	7.510
Earnings per share			
- Basic		0,611	0,270
- Diluted		0,588	0,270
The accompanying notes form	an integral part of the financi	ial statements	



Consolidated Balance Sheet		
Amounts in Euro '000	31st March 2006	31st December 2005
ASSETS		
Cash and balances with Central Bank	227.968	41.301
Loans and advances to other financial institutions	819.984	343.519
Trading portfolio and other financial instruments at fair value		
through Profit & Loss	437.962	410.744
Derivative financial instruments - assets	1.857	188
Loans and advances to customers (net of provisions)	2.988.323	490.067
Investment portfolio	441.894	170.043
Investment in associates	20.253	17.736
Property investment	6.802	6.802
Property, plant and equipment	66.451	18.927
Goodwill and other intangible assets	180.792	56.253
Deferred tax asset	12.580	4.904
Other assets	213.077	73.480
Total assets	5.417.943	1.633.964
EQUITY AND LIABILITIES		
Due to other financial institutions	212.574	134.522
Due to customers	3.678.987	746.126
Derivative financial instruments - liabilities	4.027	1.873
Debt securities in issue	363,355	26.442
Retirement benefit obligations	10.227	770
Deferred tax liability	18.237	3.702
Dividends payable	149	148
Other liabilities	248.975	57.916
Total liabilities	4.536.531	971.499
Shareholders equity		
Share capital	421,194	421.194
Share premium	186.185	186.192
Revaluation reserve	42,464	250
Other reserves	8.795	8.797
Retained earnings	44.111	12.970
Total equity	702.749	629.403
Minority rights	178.663	33.062
Total equity	881.412	662.465
Total liabilities and equity	E 447.040	1 500 05 1
rocal navincies and equicy	5.417.943	1.633.964



Consolidated Statement of Changes in Equity for the Period Ending 31st March 2006

Attributable to the shareholders of the Parent Company									
			Revaluation		Traslation	Retained		Minority	
Amounts in Euro '000	Share capital	Share premium	reserve	Other reserves	reserve	earnings	Total	interest	Total
Opening balance as at 1 st January 2005 Net profit / (loss) directly recognised in equity as mentioned in the consolidated statement of	217.750	393	(500)	15.790	(11)	(14.491)	218.931	30.917	249.848
recognised income and expense for the period Net results of the year 01/01-31/12/2005			2.212	0	1	6.749	2.213 6.749	761	2.213 7.510
Total profit / (loss) for the year									
recognised	0	0	2.212	0	1	6.749	8.962	761	9.723
Dividend from the financial year 2004				(6.989)		(1.761)	(8.750)		(8.750)
Share capital return top shareholders	(11.250)						(11.250)		(11.250)
Stock options granted to company employees		16					16		16
	(11.250)	16	0	(6.989)	0	(1.761)	(19.984)	0	(19.984)
Equity balance as at 31 th December 2005	206.500	409	1.712	8.801	(10)	(9.503)	207.909	31.678	239.587

	Attributable to the shareholders of the Parent Company								
Amounts in Euro '000	Share capital 9	Share premium	Revaluation reserve	Other reserves	Translation reserve	Retained earnings	Total	Minority interest	Total
Equity balance ast at 1st January 2006 Net profit / (loss) directly recognised in equity as mentioned in the consolidated statement of recognised income and expense for the period	421.194	186.192	250 42.214	8.801	(4)	12.970	629.403 42.212	33.062	662.465 42.212
Net result for the period 01/01/2006 - 31/03/2006						31.141	31.141	2.040	33.181
Total profit / (loss) recognised for the period	0	0	42.214	0	(2)	31.141	73.353	2.040	75.393
Increase in participation in subsidiaries (acquisition of minority rights) Acquisition of subsidiary								(25.598) 169.159	(25.598) 169.159
Stock options granted to company employees		23					23		23
Expenses from share capital increase from exercise of beneficiaries' stock options		(30)					(30)		(30)
	0	(7)	0	0	0	0	(7)	143.561	143.554
Equity balance as at 31st March 2006	421.194	186.185	42.464	8.801	(6)	44.111	702.749	178.663	881.412



Consolidated Statement of Recognised Income and Expense for the Period (Note 2.3)

Amounts in Euro '000	31st March 2006	31st March 2005
- Available for sale investments:		
Valuation gains / (losses) taken to equity	56.139	3.010
Tax on items taken directly to or transferred from equity	(13.924)	(798)
- Exchange differences on translation of foreign operations	(2)	1
Net income recognised directly in equity	42.213	2.213
Profit for the period	33.181	7.510
Total recognised income and expense for the period	75.394	9.723
Attributable to:		
Shareholders of the Parent	73,353	8.962
Minority interest	2,041	761
	75.394	9.723
Effect of changes in accounting policy:		
Shareholders of the Parent		
Minority interest		
	0	0



	31st March	31st March
Amounts in Euro '000	2006	2005
Cash flows from operating activities		
Profits before tax Adjustments for:	40.133	9.904
Depreciation	307	290
Share of profit / loss from measurement of financial assets at fair	00.	230
value through Profit & Loss	(14.989)	(1.769)
Share on profit / loss from associates	(880)	73
Write-off of goodwill from subsidiaries		
Profits / loss from revaluation of derivative financial instruments	(1.858)	(770)
Provision for employee benefit plan Employee benefits in the form of stock options	54	114
Impairment loss from investments and loans	23 913	16 145
Profit / loss from a.f.s. portfolio at fair value	2,305	(650)
Profit / loss from disposal of fixed assets	2,303	(3)
Cash flows from operating activities before changes in working		(0)
capital	26.008	7.350
Changes in working capital		
Trading portfolio	13.291	(2.708)
Loans and advances to financial institutions	3.526	(1)
Loans and advances to customers Other assets	(127.251) 21.919	(37.894) 182
Due to financial institutions	55.084	(10.365)
Due to customers	147.702	102.139
Other liabilities	124.199	(33.165)
Cash flows from operating activities before payment of income Income tax paid	264.478	25.539
Net cash flows from operating activities	264.478	25.539
Investing activities		
Portfolios available for sale and held to maturity	(92.731)	(7.417)
Acquisition of financial assets at fair value through Profit & Loss	(53.648)	4
Purchase of fixed assets Investments in subsidiaries and associates	(108)	(105)
Return of share capital of subsidiaries to third parties	527,850	(195)
Other investments		
Proceeds from a.f.s. portfolio	6.966	3.192
Proceeds from sale of property, plant and equipment		6
Net cash flow from investing activities	388.329	(4.519)
Financing activities		
Issuance of common shares		
Acquisition of treasury shares		
Dividends and other payments to the shareholders of the Parent Dividends to third parties		
Interest on borrowings Net cash flow from financing activities	0	0
Net increase / decrease in cash and cash equivalents	652.807	21.020
Cash and cash equivalents at the beginning of the period	351.446	151.489
Cash and cash equivalents at the end of the period	1.004.253	172.509



Income Statement for the Period (Parent Company)		
Amounts in Euro '000	31st March 2006	31st March 2005
Income from dividends and other non-fixed income securities	618	10.247
Profit / (loss) from sale of financial assets	1.369	245
Profit / (loss) from financial assets through profit and loss	683	254
Other income	937	947
Total income	3.607	11.693
Staff remuneration and other expenses Supplies	(175)	(131)
Depreciation	(27)	(38)
Other operating expenses	(467)	(253)
Financial expenses	(1.133)	(695)
Total operating expenses	(1.802)	(1.118)
Profit before tax	1.805	10.575
Income tax	(457)	(1.662)
Profit after tax	1.348	8.913



Balance Sheet (Parent Company)			
Amounts in Euro '000	Note	31st March 31s 2006	st December 2005
Amounts in Euro 000	HOLE	2000	2003
ASSETS			
Non-current assets			
Property, plant and equipment		710	737
Intangible assets			1
Investments in subsidiaries	2.2.1	596.916	266.815
Investments in associates		13.824	13.694
Deferred tax assets		3.246	3.576
Available for sale portfolio		167.910	19.070
Other non-current assets		9,436	9,436
		792.042	313.329
Current assets			
Customer deposits and other receivables		10.330	36.186
Trading portfolio and other financial assets at fair value through			
profit and loss		60.465	92,630
Derivative financial instruments			87
Cash and cash equivalents		209.372	411.145
		280.167	540.048
Total assets		1.072.209	853.378
EQUITY AND LIABILITIES			
Equity attributed to the shareholders			
		404 404	404 404
Share capital Share premium		421.194 183.676	421.194 183.683
Revaluation reserve			
		189.833	86.297
Other reserves		6.916	6.916
Retained earnings		22.766	21.418
Total shareholders equity		824.385	719.508
LIABILITIES			
Long-term liabilities			
Bond loans		9.814	41.949
Deferred tax liabilities		64.441	30.354
Employee benefit obligations		29	27
Other long-term liabilities		314	314
Total long-term liabilities		74.598	72.645
Short-term liabilities			
Convertible bond loan		32,250	
Suppliers and other liabilities		117.566	11.599
Short-term liabilities to financial institutions		16.766	42.880
Dividends payable		148	148
Current tax liabilities		5.356	5.131
Derivative financial instruments		1.140	1.467
Total short-term liabilities		173.226	61.225
Total liabilities		247.824	133.870
Total shareholders equity and liabilities		1.072.209	853.378



Statement of Changes in Equity for the three-month period ending 31st March 2006 (Parent Company)

Amounts in Euro '000	Share Capital	Share Premium	Reval. Reserve	Other Reserves	Retained Earnings	Total
Opening balance on 1st January 2005, as initially published	217.750	393	(1.855)	13.904	2.738	232.930
Readustments of previous financial year due to change in accounting policy						0
Gains from revaluation of subsidiaries and associates at fair value			38.291			38.291
Less: Tax			(9.572)			(9.572)
Readjusted balance as at 1st January 2005 Change in equity for the period 01/01-31/12/2005:	217.750	393	26.864	13.904	2.738	261.649
Net profit / (loss) directly recognised in equity as mentioned in the statement of recognised income and expense for the period			2.271			2.271
Profit for the period 01/01-31/03/2006					8.913	8.913
Total profit for the period recognised	0	0	2.271	0	8.913	11.184
Dividend from the financial year 2004				(6.989)	(1.761)	(8.750)
Stock options granted to company employees		16				16
Share capital return with decrease in nominal share value	(11.250)					(11.250)
	(11.250)	16	0	(6.989)	(1.761)	(19.984)
Equity balance as at 31st March 2005	206.500	409	29.135	6.915	9.890	252.849

Amounts in Euro '000	Share Capital	Share Premium	Reval. Reserve	Other Reserves	Retained Earnings	Total
0 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	421 104	102 402	001	ć 01ć	21.410	524 202
Opening balance on 1st January 2006, as initially published	421.194	183.683	991	6.916	21.418	634.202
Readustments of previous financial year due to change in accounting policy						0
Gains from revaluation of subsidiaries and associates at fair value			113.741			113.741
Less: Tax			(28.435)			(28.435)
Readjusted balance as at 1st January 2006	421.194	183.683	86.297	6.916	21.418	719.508
Change in equity for the period 01/01-31/12/2005:						
Net profit / (loss) directly recognised in equity as mentioned in the statement of recognised income and expense for the period	0	0	103,536	0	0	103.536
Profit for the period 01/01-31/03/2006	Ü	ŭ	100,000	ŭ	1.348	1.348
Total profit for the period recognised	0	0	103.536	0	1.348	104.884
Stock options granted to company employees	0	23				23
Expenses from share capital increase from beneficieries' exercise of stock options	0	(30)				(30)
	0	(7)	0	0	0	(7)
Equity balance as at 31st March 2006	421.194	183.676	189.833	6.916	22.766	824.385



Statement of Recognised Income and Expense for the Period - Note 2.3 (Parent Company)

Amounts in Euro '000	31st March 2006	31st March 2005
- Investment in subsidiaries and associates		
Valuation gains / (losses) taken to equity	81.343	(182)
Tax on items taken directly to equity	(20.333)	49
	61.010	(133)
- Investments available for sale		
Valuation gains / (losses) taken to equity	56.544	3.293
Tax on items taken directly to equity	(14.018)	(889)
	42.526	2.404
Net income recognised directly in equity	103.536	2.271
Profit for the period	1.348	8.913
Total recognised income and expense for the period	104.884	11.184
Attributable to:		
Shareholders of the Parent	104.884	11.184
Effect of changes in accounting policy:		
Shareholders of the Parent	85.306	28.719



Cash Flow Statement for the Period (Parent Company)

Amounts in Euro '000	31st March 2006	31st March 2005
One state and in this case		
Operating activities Profit for the period before tax	1.805	10.575
Adjustments in profits:	1.003	10.575
Depreciation	27	38
Accrued liabilities for personnel retirement	2	1
Employee benefits in the form of stock options	23	16
Provisions	23	
Profit / (loss) from disposal of tangible fixed assets		
Profit / (loss) from revaluation of derivative financial instruments	(239)	(25)
Profit / (loss) from revaluation of financial assets at fair value	(683)	(254)
Profit / (loss) from available for sale portfolio at fair value	480	(655)
Interest income	(1.988)	(242)
Amortisation of grants	(1.150)	(= .=)
Interest expense and similar charges	1.132	695
	559	10.149
Changes in working capital	222	207272
Increase / (decrease) in stocks		
Increase (decrease) in receivables	25.986	7
Increase / (decrease) in liabilities other than financial institutions	105,185	(3.480)
Net increase / (decrease) in trading portfolio	(9.043)	6.295
	122.128	2.822
Cash flows from operating activities	122.687	12.971
Less: Interest expense	(433)	(2)
Less: Tax expense	()	(-)
Net cash flows from operating activities	122.254	12.969
Investing activities		
Purchase of property, plant and equipment		(26)
Proceeds from sale of property, plant and equipment		, ,
Acquisition of financial assets available for sale	(90.781)	
Acquisition of financial assets at fair value through Profit & Loss	, ,	(441)
Investments in associates		(195)
Investments in subsidiaries	(208.991)	
Sale of financial assets of the available for sale portfolio	, ,	11
Interest received	1.859	179
Increase in long-term receivables		
Net cash flows from investing activities	(297.913)	(472)
Financing activities		
Issuance of common shares		
Acquisition of treasury shares		
Proceeds from loans		
Dividends and other payments made to the shareholders of the Parent		
Repayments of loans	(26.114)	
Net cash flows from financing activities	(26.114)	0
Net increase / (decrease) in cash and cash equivalents	(201.773)	12.497
Cash and cash equivalents at the beginning of the period	411.145	32,440
Cash and cash equivalents at the end of the period	209.372	44.937



1. General Information on the Company

"MARFIN FINANCIAL GROUP HOLDINGS S.A." operates as societe anonyme holding company, according to the Greek Legislation and especially according to the provisions of C.L. 2190/1920 on societes anonymes, as it stands.

During the first quarter of the financial year 2006 the Company proceeded to significant investments as well as agreements in the context of the consolidation in the mid-cap banking sector. The most significant investments, for the three months ending 31/03/2006, are described below briefly:

- Increase of stake in "EGNATIA BANK S.A." by 24,9% increasing the Company's overall stake to 34,74% of EGNATIA's share capital
- Agreement for the acquisition of 50,12% of the Estonian bank "AS SBM PANK".
- Acquisition of a 9,98% stake in "POPULAR BANK OF CYPRUS PUBLIC COMPANY LTD." as well as 9,98% of the bank's rights.
- Aquisition of minority stake of 28,73% in its subsidiary INVESTMENT BANK OF GREECE S.A.

The Group, during the period in question, had 89 banking branches and occupied 2.082 people, whereas the Parent occupied 10 (MARFIN GROUP's personnel includes the number of personnel of EGNATIA BANK's personnel as well).

2.1 Presentation of Condensed Financial Statements

The condensed financial statements of the Group for the three-month period ending 31/03/2006 have been prepared based on IAS 34 "Interim Financial Reporting" an should be read in conjunction with the published annual financial statements for the financial year ending on the 31st of December 2005.

2.2 Basic Accounting Policies - Change of Accounting Policy

The condensed separate and consolidated financial statements for the three-month period ending 31/03/2006 have been prepared based on the same accounting policies as those used by the Group in the preparation of the annual financial statements for the financial year 2005, except from the following:

2.2.1 Investments in Subsidiaries

For the period under consideration the Company proceeded to a change in accounting policy on the valuation of investments in participations in its Separate Balance Sheet. Specifically, the Company decided to value its participations in subsidiaries at fair value, whereas in the preparation of the Separate Financial Statements of the previous financial year the investments in subsidiaries had been valued at cost.

In preparing its Separate financial statements for the financial year 2005, the Company valued its investments in subsidiaries at cost. According to the new accounting policy adopted by the Company, which conforms with IAS 27 "Consolidated and Separate Financial Statements", the investments in subsidiaries are valued at each balance sheet date at fair value.



Gains or losses from the revaluation of subsidiaries of the Company at fair value (on every balance sheet date) are recognised directly in the revaluation reserve in equity until the assets are sold or impaired in which cases gains or losses are recognised in the Income Statement. Impairment losses which have been recognised in the Income Statement cannot be reversed through the Income Statement itself.

The relevant change in accounting policy was thought to be essential as it leads to more efficient and comprehensive financial statements and a clearer picture of the Company's financial position. With the new accounting policy that the Company is adopting, the Balance Sheet discloses the fair (true) value of its investments therefore providing, for each period, information relating to the change in the actual equity of the Company.

The Company applied the provisions of IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" in dealing with the aforementioned change in the accounting policy of asset valuation. The new accounting policy is applied in retrospect resulting in an adjustment of the revaluation reserve as of the 1st of January 2005. The adjustments made to the investments in subsidiaries and associates and in the Company's equity are given analytically below for the period ending 31/03/2005, and the financial years ending 31/12/2004 and 31/12/2005.

Amounts in Euro '000	31 st December 2005	31 st March 2005	31 st December 2004
Balance Sheet			
Investments in subsidiaries -As disclosed initially	166.768	159.394	159.381
-Effect from change in accounting principle	113.741	38.291	38.291
- Adjusted amount	280.509	197.685	197.672
Deferred tax liability			
- As disclosed initially	1.919	1.234	198
- Effect from change in accounting principle	28.435	9,572	9.572
- Adjusted amount	30.354	10.806	9.770

The Company's Equity has been adjusted as follows:

Amounts in Euro '000	31 st December 2005	31 st March 2005	31 st December 2004
Equity			
- Gains / (loss) from fair value	113.741	38.291	38.291
- Less deferred tax	(28.435)	(9.572)	(9.572)
- Total amount recognised in revaluation reserve	85.306	28.719	28.719



2.2.2 Change in Classification of Accounts in the Income Statement

In the Income Statement for the three-month period ending 31st March 2006 the account "Fee and Commission Expenses" include fees and commissions paid to personnel relating to securities transactions. The relevant expenses had been recognised, for the financial year 2005, in the account "Operating expenses". Due to the fact that the expenses are directly related to the relevant income from commissions it was considered essential that their disclosure should be made in deduction from net fee and commission income. In order for the Income Statements of the two periods to be absolutely comparable, the Group proceeded to a reclassification of the relevant accounts of the period under comparison ending 31st March 2005. It is noted that the aforementioned modification does not change the total result for the period.

2.2.3 Business Segment Reporting

The Group, for its presentation during the financial year 2005, had classified its operations into 4 business segments:

- 1. Commercial Banking
- 2. Investment Banking
- 3. Treasury & Capital Markets
- 4. Securities Transactions

During the financial year 2006 the Group changed its classification of activities, so as to provide even more precise and analytical disclosure due to the entrance of the Group into Retail Banking through a majority stake in EGNATIA BANK S.A.

The new business segments are presented below:

- 1. Corporate & Investment Banking
- 2. Retail Banking
- 3. Wealth Management (Securities Transactions, Asset Management, Private Banking)
- 4. Treasury & Capital Markets
- 5. Holdings & Investments

Due to the aforementioned change in business segment reporting, information is provided in retrospect from 01/01/2005 so as to provide fully comparable financial information for the first quarter of 2006.

2.2.4 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 2005.



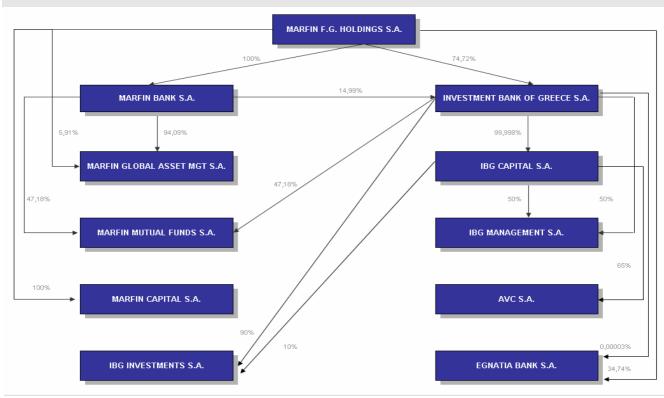
2.3 Statement of Rocognised Income and Expense for the Period

As of the period under consideration, the Group will be presenting, as a part of its financial statements, the "Statement if Recognised Income and Expense for the Period", according to IAS 1 "Presentation of Financial Statements". The specific statement aims to provide full disclosure regarding net income recognised during the period under consideration as far as the Group as well as the Company are concerned.

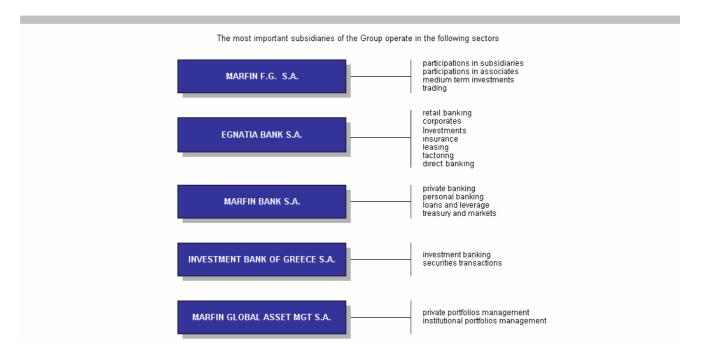
It is essential to mention that due to rounding, numbers presented throughout this document may not add up precisely to the totals we provide and percentages may not precisely reflect the absolute figures.

For reasons of simplification, MARFIN FINANCIAL GROUP might appear in the notes as "the Group" and the Parent Company, MARFIN FINANCIAL GROUP HOLDINGS S.A., might appear as "the Parent Company" or "the Company".

3. Group structure as at 31/03/2006







The following table presents the consolidated companies of MARFIN GROUP for the period ending 31/03/2006 (for reasons of simplification, the associates and subsidiaries of EGNATIA BANK S.A. which are also subsidiaries and associates of MARFIN GROUP are presented separately further down).

Company name	Head Office	% Holding 31/3/2006	Consolidation method
SUBSIDIARIES			
MARFIN BANK S.A.	Greece	100,00%	Purchase Method
INVESTMENT BANK OF GREECE S.A.	Greece	89,71%	Purchase Method
MARFIN GLOBAL ASSET MANAGEMENT S.A.	Greece	100,00%	Purchase Method
MARFIN SECURITIES CYPRUS LTD.	Greece	90,00%	Purchase Method
MARFIN MUTUAL FUNDS S.A.	Greece	89,50%	Purchase Method
IBG CAPITAL S.A.	Greece	89,71%	Purchase Method
IBG MANAGEMENT S.A.	Greece	89,71%	Purchase Method
AVC S.A.	Greece	58,31%	Purchase Method
MARFIN CAPITAL S.A.	British Virgin Islands	100,00%	Purchase Method
IBG INVESTMENTS S.A.	British Virgin Islands	89,71%	Purchase Method
EGNATIA BANK S.A.*	Greece	34,74%	Purchase Method
ASSOCIATES			
EUROLINE S.A.	Greece	47,11%	Equity Method
INTERINVEST INVESTMENT COMPANY S.A.	Greece	44,57%	Equity Method

^{*} The subsidiaries and associates of EGNATIA BANK S.A. are subsidiaries and associates of MARFIN FINANCIAL GROUP HOLDINGS S.A. as well.

Notes

During the period in question MARFIN GROUP underwent the following changes:

1) The company "IBG INVESTMENT SERVICES COMPANY S.A." is under liquidation.



- 2) From 29/03/2006, the time when MARFIN FINANCIAL GROUP HOLDINGS S.A. took control over EGNATIA BANK S.A., EGNATIA BANK S.A. was consolidated through the purchase method (EGNATIA BANK's company structure as well as its investments in subsidiaries and associates are presented after the notes).
- 3) During the first quarter of 2006 MARFIN FINANCIAL GROUP HOLDINGS S.A. acquired a minority stake of 28,73% in its subsidiary INVESTMENT BANK OF GREECE S.A.
- 4) On 23/02/2006 MARFIN FINANCIAL GROUP HOLDINGS S.A. acquired a 9,98% stake of "POPULAR BANK OF CYPRUS PUBLIC COMPANY LTD." for € 90.781.331 and on 28/02/2006 acquired 9,98% of the Bank's rights. On 31/03/2006 the company held 9,98% of the Bank's share capital and 9,98% of its rights.
- 5) "MARFIN CAPITAL S.A." a wholly owned subsidiary of MARFIN FINANCIAL GROUP HOLDINGS S.A acquired on 24/01/2006 a 48,97% stake in "HYGEIA DIAGNOSTIC & THERAPEUTIC CENTRE OF ATHENS SOCIETE ANONYME" for € 53.647.820, in the context of venture capital operations which have been developed. The acquired company is operating in the health sector, it is listed in the Athens Exchange and is not consolidated. On 31/03/2006 the MARFIN FINANCIAL GROUP HOLDINGS S.A. held 0,20% of HYGEIA's share capital whereas MARFIN CAPITAL S.A. held 48,97% of HYGEIA's share capital. It should be noted that MARFIN GROUP does not have control over HYGEIA S.A but HYGEIA S.A. is considered an associate and as it is investment in the context of venture capital activities it is valued, according to IAS 28 "Accounting for Investments in Associates", at fair value with gains or losses during the financial year being recognised in the Income Statement.
- 6) On 31/1/2006 the merger through the absorption of "MARFIN GLOBAL INVESTMENTS CLOSED END SOCIETE ANONYME" by "EUROLINE INVESTMENTS CLOSED END SOCIETE ANONYME" was completed.
- 7) The merger through the absorption of "NEXUS INVESTMENTS CLOSED END SOCIETE ANONYME" by "INTERINVEST INTERNATIONAL INVESTMENTS CLOSED END SOCIETE ANONYME" is still underway.
- 8) The merger through the absorption of "MARFIN GLOBAL ASSET MANAGEMENT INVESTMENT SERVICES SOCIETE ANONYME" by "MARFIN MUTUAL FUNDS MANAGEMENT SOCIETE ANONYME" is still underway.
- 9) "AVC S.A." has been under liquidation since 31/03/2006.
- 10) "MARFIN SECURITIES CYPRUS LTD." has discontinued its operations.
- 11) An agreement was signed for the acquisition of a 50,12% stake in "AS SBM PANK" of Estonia through the Company's participation in the bank's share capital increase.

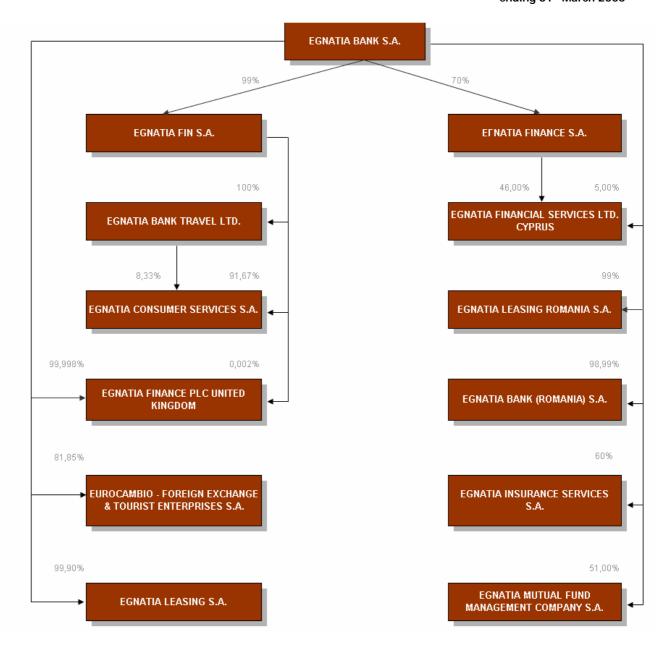
The figure below presents EGNATIA BANK's group structure for the first quarter of 2006:



Company name	Head Office	% Holding 31/3/2006	
SUBSIDIARIES			
EGNATIA FIN S.A.	Greece	99,00%	Purchase Method
EGNATIA BANK TRAVEL LTD.	Greece	99,00%	Purchase Method
EGNATIA CONSUMER SERVICES S.A.	Greece	99,00%	Purchase Method
EGNATIA FINANCE PLC UNITED KINGDOM	United Kingdom	99,99998%	Purchase Method
EUROCAMBIO FOREIGN EXCHANGE & TOURIST ENTERPRISES S.A.	Greece	81,85%	Purchase Method
EGNATIA LEASING S.A.	Greece	99,90%	Purchase Method
EGNATIA FINANCE S.A.	Greece	70,00%	Purchase Method
EGNATIA MUTUAL FUND MANAGEMENT COMPANY S.A.	Greece	51,00%	Purchase Method
EGNATIA LEASING ROMANIA S.A.	Romania	99,00%	Purchase Method
EGNATIA BANK (ROMANIA) S.A.	Romania	98,99%	Purchase Method
EGNATIA INSURANCE SERVICES S.A.	Greece	60,00%	Purchase Method
ASSOCIATES			
EGNATIA FINANCIAL SERVICES LTD.	Cyprus	37,20%	Equity Method

The diagram provided next is the diagram depicting the structure of EGNATIA BANK S.A.'s Group (direct participations) for the first three-month period of the financial year 2006:





Change of Group structure after the balance sheet date of 31/03/2006

The Group increased its stake in EGNATIA BANK S.A. by acquiring, from 01/04/2006 up to and including 26/05/2006, 7.500.549 common registered shares and 304.858 preferred shares of EGNATIA BANK S.A. reaching 39.567.647 and 515.810 number of shares respectively. On 26/05/2006 the Company's percentage over EGNATIA's common and preferred shares were 42,47% and 4,65% respectively.

4. The Investment of MARFIN FINANCIAL GROUP HOLDINGS S.A. in EGNATIA BANK S.A.

As of 31/03/2006, the Group held 34,74% of EGNATIA BANK S.A.'s share capital. The Group, taking into consideration the remaining free float of the bank, which makes the Group its largest shareholder, governs the financial and operating policies of EGNATIA BANK S.A. through its representation by three (3) out four (4) Members in its Executive Committee and four (4) out of eleven (11) Members of its Board of Directors. After



consecutive block trades, on 26/05/2006, MARFIN FINANCIAL GROUP HOLDINGS S.A. held 42,47% of EGNATIA BANK's share capital.

Based on the date of the block trade and the obtention of control, EGNATIA was consolidated for the first time on 29/03/2006. For reasons of simplicity and due to the fact there is no significant influence, the first-time consolidation balance sheet used was the consolidated balance sheet for the period ending 31/03/2006, whereas MARFIN GROUP's results, for the first three months ending 31/03/2006, have been benefited only with a 3-day proportion EGNATIA's consolidated results.

It is noted that according to IFRS 3, the initial consolidation requires the derivation of fair values which will be recognized in the Assets, the Liabilities and the contingent liabilities of the subsidiary. Given the complexity of this procedure, for the preparation of the consolidated interim financial statements, the Group utilized the provisions of par. 62 of IFRS 3 for temporary definition of the consolidation entries until the valuation procedure of all of the acquired subsidiary is consummated. Therefore, on 29/03/2006 the Group recognized goodwill from the acquisition of EGNATIA amounting to € 99.221 thous. The final amount of goodwill that will be recognized in the annual Group financial statements for the financial year ending 31/12/2006 might presumably be different due to the valuation procedure on EGNATIA's Balance sheet items.

To follow is a table indicating the percentage as a total of MARFIN FINANCIAL GROUP's direct and indirect ownership in EGNATIA BANK S.A.:

Company name	Head Office	% Holding 31/3/2006	Consolidation Method
SUBSIDIARIES			
EGNATIA BANK S.A.	Greece	34,74%	Purchase Method
EGNATIA FIN S.A.	Greece	34,39%	Purchase Method
EGNATIA BANK TRAVEL LTD.	Greece	34,39%	Purchase Method
EGNATIA CONSUMER SERVICES S.A.	Greece	34,39%	Purchase Method
EGNATIA FINANCE PLC UNITED KINGDOM	United Kingdom	34,74%	Purchase Method
EUROCAMBIO FOREIGN EXCHANGE & TOURIST ENTERPRISES S.A.	Greece	28,44%	Purchase Method
EGNATIA LEASING S.A.	Greece	34,71%	Purchase Method
EGNATIA FINANCE S.A.	Greece	24,32%	Purchase Method
EGNATIA MUTUAL FUND MANAGEMENT COMPANY S.A.	Greece	17,72%	Purchase Method
EGNATIA LEASING ROMANIA S.A.	Romania	34,39%	Purchase Method
EGNATIA BANK (ROMANIA) S.A.	Romania	34,39%	Purchase Method
EGNATIA INSURANCE SERVICES S.A.	Greece	20,85%	Purchase Method
ASSOCIATES	•	•	
EGNATIA FINANCIAL SERVICES LTD.	Cyprus	12,92%	Equity Method



To follow is the consolidated balance sheet of EGNATIA BANK S.A. for the period ending 31/03/2006:

Amounts in Euro '000	31 st March 2006	31 st December 2005
ASSETS	474.450	120 401
Cash and balances with Central Bank	171,453	130,481
Loans and advances to other credit institutions	559,730	587,872
Trading portfolio	13,765	18,326
Derivative financial instruments – assets	595	499
Loans and advances to customers (net of provisions) they say net of impairment	2,479,132	2,392,513
Investment portfolio	130,210	137,239
Investments in associates	1,632	1,533
Intangible assets	8,149	8,345
Property plant and equipment	47,630	47,178
Other assets	62,026	69,656
TOTAL ASSETS	3,474,322	3,393,642
LIABILITIES & EQUITY		
Liabilities		
Due to other credit institutions	23,026	23,989
Due to customers	2,785,159	2,700,022
Derivative financial instruments – liabilities	2,871	2,135
Debt securities in issue and other borrowed funds	337,459	339,921
Provisions	13,618	16,730
Other liabilities	57,090	61,442
Total liabilities (a)	3,219,223	3,144,239
Share capital	108,796	107,840
Share premium	140,127	138,479
Other reserves and retained earnings	(1,738)	(4,203)
Equity	247,185	242,116
Minority interests	7,914	7,287
Total equity (b)	255,099	249,403
LIABILITIES AND EQUITY (a) + (b)	3,474,322	3,393,642



5. Business Segment Reporting

For the financial year 2006, based on section 2.2.3, the Group operates in five business segments: Corporate & Investment Banking, Retail Banking, Treasury & Capital Markets, Wealth Management and Holdings & Investments. The Group's activities are all located in Greece.

The analysis to follow is presented per business segment:

Amounts in Euro '000	Corporate & Investment Banking	Retail Banking	Wealth Manegement	Treasury and Capital Markets	Investments and Holdings	THE GROUP
Period 1st January - 31st March 2006						
Net Income	12.104	2.532	5.421	15.437	13.786	49.280
Result before tax	10.066	(444)	3.346	13.751	13.413	40.133
Tax					_	(6.952)
Result after tax					=	33.181
Period 1st January - 31st March 2005						
Net Income	2.381	565	3.453	3.919	5.850	16.168
Result before tax	1.343	(738)	634	3.027	5.638	9.904
Tax					_	(2.394)
Result after tax						7.510

6. Commitments, Contingent Assets and Liabilities (Group)

a) Contingent liabilities from guarantees

Book values of contingent liabilities are analysed as follows:

	THE G	ROUP
Amounts in Euro '000	31st March 2006	31st December 2005
Contingent Liabilities from guarantees		
Guarantees from income	18.257	87
Letters of Guarantee (Bid and Performance books)	78.051	9.747
Letters of Guarantee (Advance Payment, Retention of Tenths, Prompt Payment)	170.156	12.303
	266,464	22.138
Other Contingent Liabilities		
Import letters of credits and confirmed letters of credit	4.990	50
	4.990	50
Total	271.454	22.188

b) Contingent tax liabilities

MARFIN Group's tax liabilities are not conclusive as there still exist financial years which have not been inspected by tax authorities. Information is given below:



Table 1

COMPANY NAME	NON-TAX AUDITED YEARS
MAREIN EINANCIAL GROLIP HOLDINGS S.A.	01/01/2004-31/12/2005
INVESTMENT BANK OF GREECE S.A.	01/07/2003-31/12/2005
MARFIN BANK S.A.	01/01/2003-31/12/2005
MARFIN GLOBAL ASSET MANAGEMENT S.A.	01/01/2003-31/12/2005
MARFIN MUTUAL FUNDS S.A.	01/01/2003-31/12/2005
IBG CAPITAL S.A.	01/01/2003-31/12/2005
IBG MANAGEMENT S.A.	01/01/2003-31/12/2005
AVC S.A.	01/01/2003-31/12/2005
MARFIN SECURITIES CYPRUS LTD.	01/01/2003-31/12/2005
MARFIN CAPITAL S.A.	N/A*
IBG INVESTMENTS S.A.	N/A*
*MARFIN CAPITAL S.A. is an offshore company	
*IBG INVESTMENTS S.A. is an offshore company	

EGNATIA Group's tax liabilities are not conclusive as there still exist financial years which have not been inspected by tax authorities. Information is given below:

Table 2

COMPANY NAME	NON-TAX AUDITED YEARS
EGNATIA BANK S.A.	01/01/2000-31/12/2005
EGNATIA BANK ROMANIA S.A.	01/01/2003-31/12/2005
EGNATIA LEASING ROMANIA S.A. (from incorporation)	01/01/2004-31/12/2005
EGNATIA FINANCE PLC (from incorporation)	01/01/2005-31/12/2005
EFNATIA FINANCE S.A.	01/01/2002-31/12/2005
EFNATIA MUTUAL FUND MANAGEMENT COMPANY S.A.	01/01/2003-31/12/2005
EGNATIA INSURANCE SERVICES S.A.	01/01/2003-31/01/2005
EUROCAMBIO - FOREIGN EXCHANGE & TOURIST ENTERPRISES	
S.A.	01/01/2003-31/12/2005
EGNATIA FIN S.A.	01/01/1999-31/12/2005
EΓNATIA LEASING S.A.	01/01/2005-31/12/2005
EGNATIA BANK TRAVEL LTD. (from incorporation)	01/01/2005-31/12/2005
EGNATIA CONSUMER SERVICES S.A. (from incorporation)	01/01/2005-31/12/2005

c) Contingent legal liabilities

For the companies listed **in table 1**, as of 31st March 2006, the Group does not have unsettled legal disputes that may substantially affect the Group's financial position.

For the companies listed in **table 2**, as derived from the published financial statements of EGNATIA BANK S.A. for the period from 01/01/22006 to 31/03/2006, "there are no pending legal cases or issues in progress, which may have a material impact on the financial statements of the Group and the Bank.



7. Balances with Related Parties (Group)

1) Loans to related parties

	THE G	ROUP
Amounts in Euro '000	31st March 2006	31st December 2005
a) Loans to members of the Board of Directors and management personnel of the Group		
Loans outstanding	8.616	9.437
Interest due	38	3
Other amounts due		
Total	8.654	9.440
b) Loans and other claims on associates		
Loans outstanding	31.629	
Interest due		
Other amounts due	260	922
Total	31.889	922
Total	40.543	10.362

2) Management Remuneration

	THE GROUP		THE COMPANY	
Amounts in Euro '000	31st March 2006	31st March 2005	31st March 2006	31st March 2005
Fees to members of the Board of Directors	545	241	115	51
Salaries	2.571	1.334	49	68
Other short-term obligations		75		
Total	3.116	1.651	164	119

3) Liabilities' Balances

	THE G	THE GROUP		
Amounts in Euro '000	31st March 2006	31st December 2005		
a) Balance from customer deposits Board of Directors and Management of the Company and				
subsidiaries	21.328	10.008		
Associates (equity method)	6.297	5.368		
Total	27.625	15.376		
b) Other liabilities' balance				
Board of Directors and Management of the Company and its				
subsidiaries	7.243			
Associates (equity method)	240	3.183		
Total	7.483	3.183		
Total liabilities balances	35.108	18.559		



4) The Company's deposits and loans amounts due, eliminated from the consolidated financial statements

The amounts given below have been eliminated from the Group consolidated financial statements

	THE COMPANY		
Amounts in Euro '000	31st March 2006	31st December 2005	
Receivables account			
Deposits	209.194	409.780	
Other receivables		19	
Total	209.194	409.799	
Payables account			
Bond loan	15.583	15.507	
Short-term liabilities to financial insitutions	16.766	42.880	
Other liabilities	116.780	4.377	
Total	149.129	62.764	

8. Post-Balance Sheet Events

- 13/04/2006: Annual Regular General Shareholders Meeting of MARFIN FINANCIAL GROUP HOLDINGS S.A.
- 03/05/2006: A' Repeating General Shareholders Meeting of MARFIN FINANCIAL GROUP HOLDINGS S.A.
- 16/05/2006: DUBAI FINANCIAL LLC. becomes the major shareholder of MARFIN FINANCIAL GROUP HOLDINGS S.A. with 31,55% of the Company's share capital.
- 22/05/2006: B' Repeating General Shareholders Meeting of MARFIN FINANCIAL GROUP HOLDINGS S.A.
 - Resolution of the B' Repeating General Shareholders Meeting of MARFIN FINANCIAL GROUP HOLDINGS S.A. to distribute a \in 0,05 dividend per share and a share capital return of \in 0,37 per share for shareholders on record as of 06/06/2006 Athens Exchange trading session, the ex-dividend date is on 07/06/2006 and distribution will begin on 15/06/2006.
 - General Meeting Resolution made for the acquisition of treasury shares up to 10% of the Company's number of shares outstanding the lowest price of the acquisition being € 16 per share and the highest price being € 50 per share.
- From 01/04/2006 up to and including 26/05/2006, the Company acquired an additional 7,73% over EGNATIA BANK's share capital, i.e. 7.500.549 common shares, reaching a 42,47% stake and additionally acquired an additional 2,75% of the Bank's preferred shares, i.e. 304.858 shares, reaching a percentage of 4,65%.



MARFIN FINANCIAL GROUP HOLDINGS S.A.		
BOARD OF DIRECTORS		
Soud Ba' alawy	Chairman	
Andreas Vgenopoulos	Vice-Chairman and Chief Executive Officer	
Eleftherios Chiliadakis	Executive Member	
Efthimios Bouloutas	Executive Member	
Udayan Bose	Executive Member	
Sayanta Basu	Executive Member	
Manolis Xanthakis	Non-Executive Member	
Despina Theocharaki	Non-Executive Member	
Abdulhakeem Kamkar	Non-Executive Member	
Achilleas Makris	Independent Non-Executive Member	
Dionisios Malamatinad	Independent Non-Executive Member	
Konstantinos Los	Independent Non-Executive Member	
George Lassados	Independent Non-Executive Member	
EXECUTIVE COMMITTEE		
Andreas Vgenopoulos	Chairman	
Eleftherios Chiliadakis	Member	
Efthimios Bouloutas	Member	
Udayan Bose	Member	
Sayanta Basu	Member	
NOMINATION AND REMUNER	RATION COMMITTEE	
Manolis Xanthakis	Chairman	
Dionisions Malamatinas	Member	
Konstantinos Los	Member	

Notes:

- 1) Mr. Eleftherios Chiliadakis will be appointed Chief Executive Officer of EGNATIA BANK S.A. and the have responsible for the mergers to take place between the subsidiary banks.
- 2) Mr. Andreas Vgenopoulos remains Member of the Strategic Planning Committee.
- 3) Mr. Manolis Xanthakis will still be responsible for the application of the Principals of Corporate Governance as well as the Internal Procedures of the Group.



Other than the event mentioned, no significant events, neither for the Group nor for the Company, have occurred after the balance sheet date as at 30/06/2005 for which disclosure would be necessary by the International Financial Reporting Standards.

9. Approval of Financial Statements

The condensed financial statements were approved by MARFIN FINANCIAL GROUP HOLDINGS S.A. Board of Directors on the 29th of May 2005.

THE VICE-CHAIRMAN OF THE BOD AND MANAGING DIRECTOR	THE MEMBER OF THE BoD	CHIEF FINANCIAL OFFICER	ACCOUNTING SUPERVISIOR
			STAVROULA
ANDREAS VGENOPOULOS	EFTHYMIOS BOULOUTAS	CHRISTOPHE VIVIEN	MARKOULI