



PROTON INVESTMENT BANK S.A.

Condensed Consolidated Interim Financial Statements

31 March 2006

**In accordance with
International Financial Reporting Standards**

The attached financial statements were approved by the Board of Directors of Proton Investment Bank on 22 May 2006 and have been published on **www.proton.gr**

INTERIM INCOME STATEMENT	3
INTERIM BALANCE SHEET	4
STATEMENT OF CHANGES IN EQUITY	5
STATEMENT OF CASH FLOWS	6
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	7
1. GENERAL INFORMATION	7
2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS	7
3. SIGNIFICANT ACCOUNTING POLICIES	7
4. INCOME SEASONALITY	8
5. COMPARATIVE DATA	8
6. SEGMENT REPORTING	8
OTHER NOTES ON THE FINANCIAL STATEMENTS	9
7. INCOME TAX EXPENSE	9
8. EARNINGS PER SHARE	10
9. LOANS AND ADVANCES TO CUSTOMERS	10
10. DEPOSITS FROM CUSTOMERS	11
11. OTHER LIABILITIES	11
12. CONTINGENT LIABILITIES	12
13. RELATED PARTY TRANSACTIONS	13
14. MERGER PLAN WITH OMEGA BANK S.A. AND PROTON SECURITIES S.A.	13
15. SUBSEQUENT EVENTS	14
16. OTHER INFORMATION	14

Consolidated Income Statement			
Amounts in Euro	NOTES	3 month period ended	
		31.03.2006	31.03.2005
Interest and similar income		2.079.907	1.022.823
Interest expense and similar charges		(612.689)	(653.242)
Net interest income		1.467.218	369.581
Fee and commission income		3.126.123	2.444.632
Fee and commission expense		(1.248.989)	(624.768)
Net fee and commission income		1.877.134	1.819.864
Net trading income		7.951.196	342.057
Net gain/ (loss) from revaluation of marketable securities		7.348.189	(5.819)
Dividend income		266.212	639.126
Other operating income		21.663	86.003
Total operating income		18.931.612	3.250.812
Total operating expenses		(3.684.539)	(2.377.969)
Profit before tax		15.247.073	872.843
Tax expense	7	(1.567.907)	(252.807)
Profit after tax		13.679.166	620.036
Attributable to:			
PROTON BANK equity shareholders		13.687.116	620.038
Minority interests		(7.950)	(2)
Earnings per share – Basic & Diluted from continuing operations (expressed in Euro per share)	8	0,30	0,04

The Interim Consolidated Financial Statements on pages 1-15 have been prepared according to the International Financial Reporting Standards (IFRS) as adopted by the European Union and have been approved by the Board of Directors as of 22 May 2006 and are signed by:

The Chairman

The Vice Chairman and
Managing Director

The General Manager

The Chief Financial Officer

Antonios I.
Athanasoglou

Elias G. Lianos

Athanasios I. Papaspiliou

Georgios S. Nikiforakis

The notes on pages 7 to 15 form an integral part of these condensed consolidated interim financial statements.

Consolidated Balance Sheet			
Amounts in Euro	NOTE	31.03.2006	31.12.2005
ASSETS			
Cash and balances with central banks		1.381.756	2.251.382
Due from banks		45.975.264	54.946.193
Financial assets at fair value through P&L		101.163.123	117.229.028
Derivative financial instruments		27.154	7.063
Loans and advances to customers (net)	9	119.305.870	56.262.791
Assets classified as held for sale		848.286	734.406
Property, plant and equipment		1.211.612	1.280.566
Intangible assets		442.192	497.641
Deferred tax assets		448.415	450.362
Other assets	9	91.603.416	37.990.736
Total Assets		362.407.088	271.650.168
LIABILITIES			
Due to banks		5.388.846	6.105.942
Due to customers	10	64.393.490	38.746.471
Derivatives financial instruments		19.393	635
Retirement benefit obligations		208.635	199.510
Other liabilities	11	92.321.309	27.285.692
Total Liabilities		162.331.673	72.338.250
SHAREHOLDERS' EQUITY			
Share capital		202.660.155	202.660.155
Reserves		2.545.446	5.183.496
Retained earnings / (losses)		(5.163.782)	(8.573.165)
Equity attributable to PROTON BANK shareholders		200.041.819	199.270.486
Minority interests		33.596	41.432
Total Shareholders' Equity and Liabilities		362.407.088	271.650.168

The notes on pages 7 to 15 form an integral part of these condensed consolidated interim financial statements.

STATEMENT OF CHANGES IN EQUITY
Consolidated Statement of Changes in Equity

(Amounts in Euro)	Share Capital	Reserves	Retained Earnings / (Losses)	Equity attributable to shareholders of the parent company	Minority interests	Total Equity
Balance at 1 January 2005	35.000.000	5.443.587	(5.074.160)	35.369.427	14.147	35.383.574
Net Profit/ (Loss) for the year	0	0	620.036	620.038	(2)	620.036
Balance at 31 March 2005	35.000.000	5.443.587	(4.454.124)	35.989.465	14.145	36.003.610
Acquisition, disposals & share capital increases	141.747.952			141.747.952		141.747.952
Share capital increase due to the "Purchase Method" application between PROTON INVESTMENT BANK SA and ARROW SA, EURODYNAMICS SA and EXELIXI SA	25.652.058		(25.652.058)			
Share capital increase resulting from reserves from purchases and sales of marketable securities	260.145	(260.145)				
Other adjusting entries		54	89.867	89.921		89.921
Net Profit/ (Loss) for the year			21.443.150	21.443.148	27.285	21.470.435
Balance at 1 January 2006	202.660.155	5.183.496	(8.573.165)	199.270.486	41.432	199.311.918
Net Profit/ (Loss) for the year			13.687.116	13.687.116	(7.950)	13.679.166
Dividend to ordinary shares	0	-2.638.050	(10.000.000)	(12.638.050)	0	(12.638.050)
Profit / (loss) recognised directly in equity	0	0	(390.084)	(390.084)	0	(390.084)
Purchases of treasury shares	(2.445.895)	0	0	(2.445.895)	0	(2.445.895)
Disposals of treasury shares	2.445.895	0	112.351	2.558.246	114	2.558.360
Balance at 31 March 2006	202.660.155	2.545.446	(5.163.782)	200.041.819	33.596	200.075.415

The notes on pages 7 to 15 form an integral part of these condensed consolidated interim financial statements.

STATEMENT OF CASH FLOWS		
Amounts in Euro	3-month period ended	
	31.03.2006	31.03.2005
Cash flows from operating activities		
Profit before tax for the period	15.247.073	872.844
Adjustment for non-cash items		
Depreciation, amortization & impairment on fixed assets	169.808	290.620
Impairment losses on assets classified as held for sale	-	-
Changes in fee and commission income	(28.444)	(30.818)
Changes in provisions	127.360	-
Changes in financial assets at fair value	(7.346.856)	5.819
Changes in derivatives at fair value	(1.333)	(15.400)
	8.167.608	1.123.065
Changes in operating assets and liabilities		
Net (increase) / decrease in due from banks	8.970.929	7.072.307
Net (increase) / decrease in financial assets at fair value	8.717.716	(3.088.777)
Net (increase) / decrease in derivative financial instruments	(20.091)	4.632
Net (increase) / decrease in loans and advances to customers	(62.163.039)	(7.212.523)
Net (increase) / decrease in other assets	(53.395.678)	(16.792.750)
Net increase / (decrease) in due to banks	(717.096)	(2.646.933)
Net increase / (decrease) in due to customers	25.647.019	7.915.377
Net increase / (decrease) in derivative financial instruments	18.758	(28.010)
Net increase / (decrease) in other liabilities	64.063.533	11.147.663
Net cash flow from / (used in) operating activities	(8.877.949)	(3.629.014)
Cash flows for investing activities		
Net proceeds / (purchases) of fixed assets	(45.405)	(63.235)
Net proceeds / (purchases) of investment securities–held for sale	(113.880)	-
Acquisitions / disposals of subsidiary undertakings	-	-
Net cash flow from / (used in) investing activities	(159.285)	(63.235)
Cash flows for financing activities		
Proceeds from / (repayments of) share capital	-	-
Net cash flow from / (used in) financing activities	-	-
Net increase / (decrease) in cash and cash equivalents	(869.626)	(2.569.184)
Cash and cash equivalents at beginning of period	2.251.382	3.590.017
Cash and cash equivalents at period end	1.381.756	1.020.833

The notes on pages 7 to 15 form an integral part of these condensed consolidated interim financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**1. GENERAL INFORMATION**

The Group of PROTON BANK (the Group thereon) comprises of companies which cover almost the entire spectrum of the financial sector. Specifically the Group operates primarily in investment banking, asset management, brokerage and financial services and secondarily in the remaining banking activities such as loan granting to corporations and individuals, deposits, custodian services etc. The parent company of the Group is PROTON INVESTMENT BANK S.A. (the Bank thereon).

The Bank is listed in the Athens Stock Exchange and its shares are negotiated in the large capitalization index.

The Group, apart from its parent company, also comprises of the following subsidiaries:

(Amounts in Euro)

Subsidiary name	Activity	Total Assets	Participation rate	
		31/03/2006	31/03/2006	31/12/2005
Financial Sector				
PROTON Securities S.A.	Brokerage Services	112.715.866	99,90%	99,90%
PROTON Asset Management S.A.	Asset Management	6.652.050	99,90%	99,90%
PROTON Mutual Funds S.A.	Mutual Funds Management	1.346.901	99,90%	99,90%
FIRST GLOBAL BROKERS A.D. (FGB)	Brokerage Services	367.254	82,49%	82,49%
ARROW ASSET FINANCE	Consulting	736	99,90%	99,90%

The aforementioned interim consolidated financial statements were approved by the Board of Directors on May 22nd 2006.

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS

The Interim Consolidated Financial Statements of the Group have been prepared in accordance with the International Financial Reporting Standards (IFRS) 34 "Interim Financial Statements" as adopted by the European Union and they should be examined in relation to the Group's published annual Financial Statements for the fiscal year that ended on December 31st 2005 that were prepared in accordance with the International Financial Reporting Standards (IFRS) and which incorporate an analysis of the accounting policies and methods followed by the Group as well as analysis and explanations of important sums relating to the Balance Sheet and the Income Statement.

3. SIGNIFICANT ACCOUNTING POLICIES

For the preparation of the Interim Consolidated Financial Statements of the Group the same accounting policies have been applied as in the Group's published annual Consolidated Financial Statements for the fiscal year ending December 31st 2005.

The financial statements have been prepared on a historic cost basis, except for financial instruments classified as available-for-sale securities, financial assets and financial liabilities held at fair value through the income statement and derivatives which are valued at fair value.

4. INCOME SEASONALITY

The main activity of the Group is investment banking and therefore its revenue is not subject to seasonality but depends to a large extent on the performance of its trading and investment portfolio in the underlying conditions i.e. changes in interest rates and on the returns from financial transactions.

5. COMPARATIVE DATA

The Group presents its financial statements with comparative figures. For the presentation of the financial statements ended on March 31st, 2006 the comparatives utilized were the financial statements of December 31st, 2005 and the relevant notes. For the preparation of the income statement, the comparatives used were those of March 31st, 2006. The Bank, as extensively outlined in the published annual Financial Statements of December 31st, 2005, has merged with three listed closed-end funds. Consequently, the income statement figures are not comparable to those of the corresponding previous period.

6. SEGMENT REPORTING

Given the current management and operational/business structure of the Group and the significant portion of its income deriving from activities in the Greek market, the Group has concentrated in the following activities:

Investment Banking: it includes investment management, brokerage services, consulting and intermediation services that are related to the stock market, corporate advisory, as well as Dealing Room activities and Interbank Market Operations (FX Swaps, Futures, IRS, Bonds, Interbank deposits and advances).

Commercial Banking: it includes the usual banking services as lending, deposits, letters of guarantee, custodian services etc.

SEGMENT REPORTING			
(Amounts in Euro)	From January 1st to March 31st, 2006		
DESCRIPTION	Investment Banking	Banking Activities	Total
Net interest income	336.171	1.131.047	1.467.218
Net fee and commission income	1.926.801	(49.667)	1.877.134
Total operating income	17.109.703	1.821.909	18.931.612
Total operating expenses	(2.952.458)	(732.081)	(3.684.539)
Profit before tax	14.157.245	1.089.828	15.247.073
Income tax expense	(1.295.795)	(272.112)	(1.567.907)
Profit after tax	12.861.450	817.716	13.679.166

SEGMENT REPORTING			
(Amounts in euro)	From January 1 st to March 31 st , 2006		
DESCRIPTION	Investment Banking	Banking Activities	Total
Net interest income	110.874	258.707	369.581
Net fee and commission income	1.728.871	90.993	1.819.864
Total operating income	2.807.757	443.055	3.250.812
Total operating expenses	(2.021.275)	(356.694)	(2.377.969)
Profit before tax	786.482	86.361	872.843
Income tax expense	(202.246)	(50.561)	(252.807)
Profit after tax	584.236	35.800	620.036

OTHER NOTES ON THE FINANCIAL STATEMENTS

7. INCOME TAX EXPENSE

(Amounts in euro)

DESCRIPTION	31.03.2006
Current Tax	178.851
Impact of current income tax from the change in the Tax Rate (due to the merger)	554.040
Tax on the distributed profits (from non taxed reserves)	833.068
Deferred tax	1.948
Total	1.567.907

According to article 7 of the bill with the title "National Export Council, tax regulations and other definitions", voted on May 2nd 2006 (P. 1068), the tax benefit for societies anonymes which merged with others until December 31st 2005 is limited as follows: The merged entity is taxed for the first two years after the merger with a reduced rate by 5%. For the fiscal year ending on December 31st 2005, the Bank estimated the income tax according to A.2992/ 2002 with a reduced rate by 10%. The tax coefficient change to the current and deferred compound of current income tax, influenced negatively the results for the period.

There has been no tax audit for fiscal year 2005, so tax obligations have not been finalised for this year. At present it is not possible to forecast the tax audit results.

8. EARNINGS PER SHARE

The earnings per share are concluded by dividing the net profits corresponding to the shareholders by the weighted average number of shares in circulation during the year, excluding the number of shares that the Group possessed as treasury shares.

DESCRIPTION (amounts in €)	31.3.2006	31.3.2005
Net profit of the period	13.679.166	620.036
Number of shares at 31.03.2006	45.135.892	14.000.000
Basic earnings per share	0,30	0,04

9. LOANS AND ADVANCES TO CUSTOMERS

DESCRIPTION (amounts in €)	31.03.2006	31.12.2005
Loans to Banks	30.000.000	-
Consumer – Investment Loans	36.602.750	36.424.561
Mortgages	1.316.297	1.345.015
Loan to private individuals	37.919.047	37.769.576
Construction sector	5.087.258	4.617.384
Insurance sector	1.350.000	1.350.000
Financial sector	4.097.575	1.930.783
Industrial sector	7.000.000	-
Commercial sector	19.650.285	-
Other	5.481.746	5.387.705
Loans to corporate entities	42.666.864	13.285.872
Loans and Advances to Customers	110.585.911	51.055.448
Other Loans and Advances	9.599.999	5.960.023
Less: Allowance for uncollectibility	(880.040)	(752.680)
Total	119.305.870	56.262.791

The claims from loans and advances for the fiscal period ending on March 31st 2006 have increased compared to the corresponding balance of December 31st 2005, mainly due to:

- a) the granting of a subordinated loan (Tier II Capital), with a 10-year maturity to OMEGA BANK S.A., amounting to € 30,000,000.00, and
- b) the transfer from OMEGA BANK S.A. of non-listed corporate bonds of total value €26.6 million approximately. According to the relevant contract, the Bank preserves the right (put option) to sell the bonds back to OMEGA BANK S.A. and OMEGA BANK S.A. has the obligation to re-purchase them
- c) the liabilities of PROTON Securities S.A. which include liabilities from financial transactions of customers, amounting to approximately € 74 million and which were settled within the following three days.

10. DEPOSITS FROM CUSTOMERS

Liabilities arising from deposits to the Group have grown compared to the corresponding totals of December 31st 2005.

The totals on March 31st 2006 are analyzed as follows:

DESCRIPTION (amounts in €)	31.03.2006	31.12.2005
Term deposits	5.687.482	4.953.249
Current accounts	3.795.668	3.434.285
Deposits from individuals	9.483.150	8.387.534
Sight	11.720.788	11.957.863
Term deposits	31.807.216	14.164.068
Other deposits	732.336	677.006
Deposits from companies and freelancers	44.260.340	26.798.937
Deposits in the form of repos	10.650.000	3.560.000
Total	64.393.490	38.746.471

11. OTHER LIABILITIES

DESCRIPTION (amounts in €)	31.03.2006	31.12.2005
Taxes and duties payable	4.003.361	2.587.777
Dividends payable	12.675.584	-
Prepaid expenses and deferred income	(196.110)	275.349
Other provisions	30.250	30.250
Other liabilities	3.415.441	1.805.358
Liabilities due to pre agreed financial transaction	49.880.273	-
Liabilities from financial transactions	22.512.510	22.586.958
Total	92.321.309	27.285.692

The Bank's liabilities have grown compared to the corresponding balance of December 31st 2005, as they include, among others, the amount of € 12,638,050 as a provision for dividend distribution for the fiscal year 2005. This amount was approved by the Annual General Shareholders Meeting on April 14th 2006 (Note 14.1) and is related to the minimum payment of dividends according to the provisions of the A.2190/ 20 and consequently fulfils the preconditions of it being recognized as a liability on March 31st 2006 according to the International Financial Reporting Standards (IFRS). A relevant reference for the dividend for the fiscal year 2005 is being made in Note 15.1.

Liabilities resulting from financial transactions have grown by € 49,880,273 due to a sizeable block trade transaction with an institutional investor which occurred on 31.03.2006. The transaction was settled on 5 April 2006.

12. CONTINGENT LIABILITIES

12.1 Litigation

The Group is engaged in certain claims and legal actions arising in the ordinary course of business.

Specifically the Group has a number of pending legal cases against third parties in the amount of € 607,117 while a lawsuit of a total value of € 100,182 concerning a labor difference against the Group is still pending.

In relation to the EMPHASIS case, no change has been reported in the legal development of the case, apart from what has been published in the financial statements of the Group on December 31st 2005.

In management's opinion, the pending legal cases are not expected to have a material adverse effect on the financial condition of the Group.

12.2 Letters of guarantee

The Group in the normal course of its business has issued a number of letters of guarantee for its customers of € 4.8 million. It has also issued a number of letters of guarantee for associate companies of approximately € 53.1 million that is, € 52.3 million for PROTON Securities S.A. , € 234,776 million for PROTON Asset Management and € 500,000 for FIRST GLOBAL BROKERS S.A.

For the issuance of letters of guarantee to third parties the usual procedure of approval of the credit limit is followed and the respective collaterals are taken. No collaterals are required for issuance of letters of guarantee for associate companies.

13. RELATED PARTY TRANSACTIONS

A number of related party transactions has been carried out in the normal course of business. These transactions are carried out with normal market conditions and terms and are approved by authorized personnel.

The transactions between related parties are presented on the table below:

	Board of Directors & Key Management Personnel	Related companies	Board of Directors & Key Management Personnel	Related companies
	31.03.2006		31.03.2005	
Loans	9.443.448	14.396.173	13.952.375	14.367.566
Deposits	1.794.448	16.625.144	1.671.459	11.759.178
Loan interests	205.061	129.690	208.700	124.085
Deposits interests	7.273	58.778	19.646	35.831
Other revenues – commissions	-	107.373	-	2.508
Other expenses	-	268.999	-	216.761
Key Management Personnel Fees	557.269	-	383.208	-
Letters of Guarantee	117.000	53.066.076	117.000	30.634.369

14. MERGER PLAN WITH OMEGA BANK S.A. AND PROTON SECURITIES S.A.

The Board of Directors of the Bank, on January 26th 2006, decided on initiating the merger process of the Bank with the companies OMEGA BANK S.A. (or OMEGA) and PROTON SECURITIES S.A. with the joint absorption of these two companies by the Bank.

The suggested exchange ratio for the shares of the merged companies is: 1 share of OMEGA per 0,9 shares of the Bank. The merger will take place according to the clauses of laws 2190/1920, 2166/1993 and 2515/1997 while March 31st 2006 was set as the Balance Sheet Transformation date for merger purposes. The financial and legal due diligence on the reformed IFRS financial statements of OMEGA BANK S.A. is in course and the Merger Contract Draft is expected to be completed within the deadline.

15. SUBSEQUENT EVENTS

15.1 Distribution of Dividend

The Annual General Shareholders Meeting on April 14th 2006 approved the distribution of dividend amounting totally to € 12,638,049.76 (i.e. € 0.28 per share). The dividend arose by € 10,000,000 from the net gains of 2005 and by € 2,638,049.75 from prior years reserves. The dividend was paid on May 4th, 2006.

15.2 Dissolution and Liquidation of Arrow Asset Finance

The Annual General Shareholders Meeting, on March 31st 2006 has unanimously decided on the dissolution and liquidation of the company according to the provisions of the articles 47a of the P.B. 2190/20 and 35 of the company's charter. This decision was based on the fact that the scope of the company as stated in its charter is overlapped by the parent company "PROTON INVESTMENT BANK S.A." Furthermore, the equity of the company is lower than one tenth 1/10 of its share capital and consequently, the provisions of article definitions 47 and 48 of the P.A. 2190/ 20 are applicable.

15.3 Change In The Tax Coefficients

According to article 7 of the draft of law titled "National Export Council, tax regulations and other definitions", voted on May 2nd 2006 (P. 1068), the tax benefit is restricted for the companies which merged or acquired other companies until December 31st 2005 . The effect from the above change is described in Note 7.

16. OTHER INFORMATION

16.1 Mutual Funds

The Group's Mutual Fund subsidiary, manages three mutual funds, whose assets per Mutual Fund break down as follows:

<u>Title of Mutual Fund</u>	<u>Total Asset</u>	<u>Total Asset</u>
	<u>31.03.2006</u>	<u>31.12.2005</u>
PROTON Mega Trends Foreign Equity Fund	8.474.605	8.434.036
PROTON High Income Foreign Bond Fund	3.579.015	4.366.985
PROTON Greek Balanced Fund	5.084.939	3.642.983
Totals	17.138.559	16.444.004

The Custodian for the managed mutual funds is the Bank.

16.2 Brokerage services

The Group's brokerage company in Greece, Proton Securities S.A. offers the entire range of brokerage services (sale /purchase of shares, bonds, derivatives) in the Athens Exchange as well as in International Stock Exchanges.

The aforementioned subsidiary of the Group also provides Market Maker services to companies listed in the Athens Exchange.

The Group's brokerage subsidiary abroad (Serbia – Montenegro), First Global Brokers S.A. also offers the entire range of brokerage and investment services to its clients.