



# **MARFIN EGNATIA BANK**

## **MARFIN EGNATIA BANK S.A.**

### **Interim Financial Statements**

**30 June 2007**

**(In accordance with International Accounting Standard 34)**

The attached interim condensed financial statements were approved by the Board of Directors of MARFIN EGNATIA BANK S.A. on 29 August 2007 and have been posted on the Bank's website [www.MarfinEgnatiabank.gr](http://www.MarfinEgnatiabank.gr).



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## **Review Report**

To the shareholders of «MARFIN EGNATIA BANK S.A.»

### *Introduction*

We have reviewed the accompanying balance sheet of « MARFIN EGNATIA BANK S.A » (the Company), as of June 30, 2007 and the related statements of income, changes in equity and cash flows for the six-month period then ended, and a summary of selected explanatory notes. Management is responsible for the preparation and presentation of this interim financial information in accordance with the International Financial Reporting Standards that have been adopted by European Union and apply for interim financial information (“IAS 34”). Our responsibility is to express a conclusion on this interim financial information based on our review.

### *Scope of the 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 inquiry conducting, primarily by 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 Standards on Auditing 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 of the Company is not prepared, in all material respects, in accordance with IAS 34.

Athens, 29 August 2007  
The Chartered Accountant

Sotiris A. Constantinou  
SOEL Reg. No. 13671

**Grant Thornton** 



Interim Income Statement  
 For the period ended 30 June 2007  
 (Amounts in thousand Euro)

	<b>Note</b>	<b>1/1 - 30/06/2007</b>	<b>1/1 - 30/06/2006</b>	<b>1/04 - 30/06/2007</b>	<b>1/04 - 30/06/2006</b>
Interest and similar income		301.047	194.712	165.955	102.424
Interest and similar expense		185.016	107.861	103.350	56.413
<b>Net interest income</b>		<b>116.031</b>	<b>86.851</b>	<b>62.605</b>	<b>46.011</b>
Fee and commission income		30.662	33.026	11.899	10.388
Fee and commission expense		2.070	1.582	1.216	799
<b>Net fee and commission income</b>		<b>28.592</b>	<b>31.444</b>	<b>10.683</b>	<b>9.589</b>
Income from dividends		3.810	536	3.810	536
Net trading income		21.948	6.380	13.640	1.539
Other income		3.585	2.887	2.942	2.007
<b>Operating income</b>		<b>173.966</b>	<b>128.098</b>	<b>93.680</b>	<b>59.682</b>
Provisions for credit risks		23.078	22.615	12.059	10.925
Staff costs		54.447	47.444	27.254	24.119
Other operating expense		32.645	26.012	19.071	13.483
Depreciation		5.512	5.129	2.826	2.547
Impairment losses on assets		0	2.659	0	0
<b>Profit/Loss before taxes</b>		<b>58.284</b>	<b>24.239</b>	<b>32.470</b>	<b>8.608</b>
Income tax	<b>5</b>	15.204	7.541	9.026	1.960
<b>Profit/Loss after taxes</b>		<b>43.080</b>	<b>16.698</b>	<b>23.444</b>	<b>6.648</b>
<b>Earnings/Losses per share (in Euro)</b>					
Basic and Diluted		0,15	0,09	0,08	0,04

**Thessalonica 29 august 2007**

The Chairman  
Of the Board of Directors

The Managing Director

The Manager of the Finance  
Department

Vassilios N. Theocharakis  
I.D. No AB 340063/06

Efhimios T. Bouloutas  
I.D. No X 501092/02

Aggelos N. Sapranidis  
I.D. No AA 273117/05  
Permit No.  
0016834/18-07-2001

The notes presented on pages from 7 to 36 constitute an integral part of the interim financial statements for June 30, 2007.

Interim Balance Sheet  
30 June 2007  
(Amounts in thousand Euro)

<b><u>ASSETS</u></b>	<b><u>Note</u></b>	<b><u>30 June 2007</u></b>	<b><u>31 December 2006</u></b>
Cash and balances with Central Bank		569.872	284.846
Loans and advances to banks		2.239.142	1.570.803
Trading securities		237.156	214.554
Derivative financial instruments – assets		5.178	8.056
Loans and advances to customers (net of impairment)	<b>6</b>	7.769.954	5.798.113
Investment securities		723.278	498.486
Investment in subsidiaries	<b>7</b>	288.543	286.411
Investment in associates	<b>8</b>	2.221	2.278
Intangible assets		11.519	8.772
Property, plant and equipment		58.519	61.120
Other assets		171.730	103.089
<b><u>TOTAL ASSETS</u></b>		<b><u>12.077.112</u></b>	<b><u>8.836.528</u></b>
<b><u>LIABILITIES</u></b>			
Deposits from banks		2.794.206	730.260
Deposits from customers		7.985.516	6.862.243
Derivative financial instruments – liabilities		12.387	4.023
Debt securities in issue and other borrowed funds	<b>9</b>	280.787	308.852
Provisions		10.882	10.338
Other liabilities		197.246	171.246
<b>Total liabilities (a)</b>		<b>11.281.024</b>	<b>8.086.962</b>
Share capital	<b>10</b>	366.554	353.520
Share premium		327.257	312.125
Other reserves and retained earnings		102.277	83.921
<b>Total equity (b)</b>		<b>796.088</b>	<b>749.566</b>
<b><u>TOTAL LIABILITIES AND EQUITY (a) + (b)</u></b>		<b><u>12.077.112</u></b>	<b><u>8.836.528</u></b>

The notes presented on pages from 7 to 36 constitute an integral part of the interim financial statements for June 30, 2007.



Interim Statement of Changes in Shareholders' Equity  
 For the period ended 30 June 2007  
 (Amounts in thousand Euro)

	Share capital	Share premium	Reserves	Revaluation reserves available-for-sale	Retained earnings	Total
<b>Balance as at 01 January 2006</b>	<b>240.632</b>	<b>214.714</b>	<b>36.026</b>	<b>(1.857)</b>	<b>5.935</b>	<b>495.450</b>
Increase of share capital	39.925	13.658				53.583
Dividends for the fiscal year 2005			1.873		(14.502)	(12.629)
Revaluation of available-for-sale portfolio				(1.102)		(1.102)
Results for the period					16.698	16.698
<b>Balance as at 30 June 2006</b>	<b>280.557</b>	<b>228.372</b>	<b>37.899</b>	<b>(2.959)</b>	<b>8.131</b>	<b>552.000</b>
<b>Balance as at 1 January 2007</b>	<b>353.520</b>	<b>312.125</b>	<b>37.435</b>	<b>(3.429)</b>	<b>49.915</b>	<b>749.566</b>
Increase of share capital	13.034	15.132				28.166
Dividends for the fiscal year 2006			5.871		(10.535)	(4.664)
Revaluation of available-for-sale portfolio				(20.053)		(20.053)
Results for the period					43.080	43.080
Other items			(6)		(1)	(7)
<b>Balance as at 30 June 2007</b>	<b>366.554</b>	<b>327.257</b>	<b>43.300</b>	<b>(23.482)</b>	<b>82.459</b>	<b>796.088</b>

The notes presented on pages from 7 to 36 constitute an integral part of the interim financial statements for June 30, 2007.

Interim Cash Flow Statement  
 For the period ended 30 June 2007  
 (Amounts in thousand Euro)

	<u>01/01/2007 - 30/06/2007</u>	<u>01/01/2006 - 30/06/2006</u>
<b>Cash flows from operating activities</b>		
Profit/Loss before taxes	58.284	24.239
<b>Adjustments for non-cash items</b>		
Depreciation	5.512	5.129
Impairment loss and advances	23.078	22.615
Employee benefits	1.094	773
Valuation trading portfolio	(4.842)	(2.899)
Transfer to investing activities	(9.923)	2.049
Transfer to financing activities	6.765	5.469
	<b>79.968</b>	<b>57.375</b>
<b>Changes in operating assets</b>		
Loans and advances to banks	0	24.350
Trading securities and derivatives	(19.723)	139.272
Loans and advances to customers	(1.994.918)	(433.425)
Other assets	(62.293)	(4.010)
<b>Changes in operating liabilities</b>		
Deposits from banks	2.064.099	277.232
Deposits from customers	1.128.321	97.525
Other liabilities	18.314	5.205
<b>Net cash flow from operating activities before taxes</b>	<b>1.213.768</b>	<b>163.524</b>
Tax paid	(2.742)	(6.305)
<b>Net cash flow from operating activities</b>	<b>1.211.026</b>	<b>157.219</b>
<b>Cash flows from Investing Activities</b>		
Investments in subsidiaries and associates	(11.463)	(725)
Net (increase)/decrease in investments	(248.600)	(151.730)
Dividends received	13.518	485
Purchase of Assets	(6.299)	(4.576)
Sale of assets	29	21
Other flows from investing activities	5.834	137
<b>Net Cash flows from Investing Activities</b>	<b>(246.981)</b>	<b>(156.388)</b>
<b>Cash Flows from Financing activities</b>		
Dividends distributed	(4.664)	(4.462)
Issue (payment) of debt	(6.663)	(8.714)
Increase in share capital	0	53.583
Other flows from financing activities	441	0
<b>Net Cash Flows from Financing activities</b>	<b>(10.886)</b>	<b>40.407</b>
<b>Total Net Cash Flows</b>	<b>953.159</b>	<b>41.238</b>
Foreign exchange difference	206	387
<b>Net cash flow increase (decrease)</b>	<b>953.365</b>	<b>41.625</b>
Cash and cash equivalents, opening	<b>1.855.649</b>	<b>1.671.372</b>
Cash and cash equivalents, closing	<b>2.809.014</b>	<b>1.712.997</b>
Cash and cash equivalents consist of :		
<b>Cash and cash balances with Central Bank</b>	569.872	282.304
<b>Due from banks</b>	2.239.142	1.430.693
	<b>2.809.014</b>	<b>1.712.997</b>

The notes presented on pages from 7 to 36 constitute an integral part of the interim financial statements for June 30, 2007.

## 1. General Information on the Bank

«MARFIN EGNATIA BANK S.A.» (former EGNATIA BANK S.A. and hereafter «the Bank»), with its registered office in Greece, whose shares are traded on Athens Stock Exchange, operates as Societe Anonyme bank in compliance with Greek legislation, and in particular with the requirements of the Company Law 2190/1920 as it is due, banking regulations 2076/92 as well as the requirements of other similar legislations.

The Bank (R. No. 6072/06/B/86/11) arose following the merger of Marfin Egnatia Bank S.A. (R. No. 6079/06/B/86/18) and Laiki Bank (Hellas) S.A. (R.No. 27084/06/B/92/16) with Egnatia Bank S.A. in accordance with the decision K2 – 9985/29.06.2007 of the Ministry of Development.

It is to be noticed that in accordance with the decision of Extraordinary General Assembly of nominal shares shareholders of the Bank as at 21/06/2007, the title of the Bank has been modified as «**MARFIN EGNATIA S.A.**» under the discreet title «**MARFIN EGNATIA ΤΡΑΠΕΖΑ**» and «**MARFIN EGNATIA BANK**». The aforementioned modification was approved by No. K2 – 9985//29.06.2007 decision of the Ministry of Development and recorded in the S.A. Registry of the aforementioned Ministry.

The corporate registered office of the Bank is in Municipality of Thessalonica and, in particular, at 4 Danaïdon Str.

The duration of Bank operations, in compliance with Article 4 of its Charter of Incorporation, has been defined as till 2016, though it can be prolonged following the decision of General Assembly of shareholders for the period defined every time by the aforementioned body.

The objective of the Bank, in accordance with Article 3 of its Charter of Incorporation is to operate in Greece or abroad and provide recognized or by the law assigned to Banks services, on its behalf or on behalf of third parties.

### **Brief history**

The Bank (R. No. 6072/06/B/86/11) arose following the merger of the former Egnatia Bank S.A. (R. No. 2514/06/B/91/44) with Central Bank of Greece S.A. in accordance with the decision K2 – 8832/30.07.99 of the Ministry of Development.

Two changes in the shareholder structure took place within 2006. Marfin Investment Group S.A. (former Marfin Financial Group A.E.) obtained the control of the Bank on 29 March 2006. Control was obtained originally by purchasing 34.45% of Bank's ordinary shares and obtaining the majority in voting rights and the management in several boards of the Bank. During the year, Marfin Group increased its participation to 44.94% by purchasing additional common shares of the Bank. In December 2006, after a public offer of Marfin Popular Bank Public Company Ltd (formerly Popular Bank Cyprus Ltd) to acquire 100% of ordinary and preference shares of the Bank, Marfin Financial Group proceeded to full liquidation of its investment in Egnatia Bank. First on 13 December 2006 it sold 14,08% of shares to institutional investors through private placement and on 21 December 2006, 30.86% of the Bank shares were exchanged with Marfin Popular Bank shares.

As a result of the public offer, the Bank as at 22 December 2006 is considered a subsidiary of Marfin Popular Bank Public Company Ltd which holds 86.44% of ordinary shares and 84.31% of preference shares.

The Boards of Directors of Egnatia Bank S.A. whose registered office is at 4 Danaïdon Str. in the municipality of Thessalonica with the R. Number of 6072/06/B/86/11, Marfin Bank S.A. (absorbed company I) , whose registered office is in the municipality of Marousi Attikis at 24

Kifissias Avenue with the R. Number of 6079/06/B/86/18, and Laiki Bank (Hellas) S.A. (absorbed company II) whose registered office is in the municipality of Athens, at 16 Panepistimiou Street, with the R. Number of 27084/06/B/92/16, have announced that in compliance with the provisions of the Article 68 Par. 2, 69 - 77 of the Law 2190/1920, Article 16 of the Law 2515/1997, Articles 1 – 5 of the Law 2166/1993 and the existing trade legislation they signed the Merger Draft Agreement as at 26.03.2007 according to which the aforementioned Companies will merge with the absorption of the second and third above mentioned Companies by the first. The Draft Agreement was presented for publication in accordance with the requirements of the Law 2190/1920 and was registered in S.A. Registry of the Ministry of Development, the Division of S.A. and Bank Institutions on 20<sup>th</sup> April, 2007. The terms of the Merger Draft Agreement are under approval of the General Assemblies of the merging companies.

Briefly, the terms of the Merger Draft Agreement are as follows:

The merger will be carried out in compliance with the requirements of the Article 68 Par. 2, 69 - 77 of the Law 2190/1920, Article 16 of the Law 2515/1997, Articles 1 – 5 of the Law 2166/1993 as they are currently due as well as with the existing trade legislation and on the basis of Transitional Balance Sheets of merging companies of 31<sup>st</sup> December, 2006.

Upon the completion of the merger, the Absorbed Companies are dissolved and cease to exist without the consequence of their position liquidation, and the total of their property (Assets and Liabilities) is transferred to the Absorbing Company that is held responsible, in compliance with the Law, for all the rights, liabilities, administrative decisions or approvals as well as intercompany relations of the Absorbed Companies and the transition is to be performed in due succession.

Based on the items provided in the Transitional Balance Sheet of merging companies as at 31<sup>st</sup> December 2006, the share capital of the Absorbing Company amounted as at 31.12.2006 to 122.171.777,91 Euro, divided into 93.286.729 ordinary shares with voting rights and a par value of Euro 1,17 each and 11.133.594 preferred shares without voting rights, with a par value of Euro 1,17 each. As a result of the transition, during the period from 1.1.2007 to 26.3.2007, of 1.330 bonds convertible to common nominal shares and 10 bonds convertible to preferred nominal shares of convertible bond loan issued by the Absorbing Company following the decisions of the First Repetitive General Assembly of 28.6.2001 following the postponement of the Ordinary General Assembly of common shareholders, the First Repetitive Special General Assembly preferred shareholders of 28.6.2001 as well as the decisions of the Board of Directors as of 3.10.2002 and 19.11.2002, the share capital of the Absorbing Company as at 26.3.2007 amounts to 122.173.345,71 Euro. The share capital of the Absorbing Company is totally increased by an amount of 244.380.488,11 Euro, that refers, on the one hand, to the total share capital of the Absorbed Companies amounting to 244.374.445,77 Euro, and, on the other hand, to the capitalized portion of Reserve Balance Account arising from the transition of share capital of the Absorbing Company to Euro of the amount of 6.042,34 Euro for the new Absorbing Company shares approximation purposes and, at the same time, there is an increase in the nominal value of the Absorbing Company total shares from 1,17 Euro to 1,27 Euro. Following the completion of the merger, the Absorbing Company share capital will amount to Euro 366.553.833,82 divided into 288.625.066 common nominal shares of Euro 1,27 per share. The issuance of common nominal shares of the Absorbing Company for the total of its share capital will take place following the decision of the Special General Assembly of Preferred Shares shareholders with regard to their preference abolition and the corresponding transition to common shares in compliance with the requirements of the Charter of Incorporation of the Absorbing Company and the existing legislation.

The transition correlation between the old shares of the merged Companies and the new shares that will be issued by the Absorbing Company as well as their distribution to the shareholders, which has been defined after taking into consideration the valuation of the merged companies that has been carried out by an independent Chartered Accountant, will be as follows:

(A) The shareholders of the Absorbing Company “Egnatia Bank A.E.” will receive a total of 104.421.663 new approximated common nominal shares of nominal value of each share amounting to Euro 1,27. The shareholders of the Absorbing Company will receive 1 new common nominal share of the Absorbing Company for every 1 old common share or preferred share of the Absorbing Company.

(B) The shareholders of the Absorbed Company “Marfin Bank ATE” will receive a total of 95.568.020 new approximated common nominal shares of the Absorbed Company of nominal value of each share amounting to Euro 1,27. As a result, the shareholders of the Absorbed Company I will receive 0,198181485757 new nominal shares of the Absorbing Company for every 1 old share of the Absorbed Company I .

(C) The shareholders of the Absorbed Company «Laiki Bank (Hellas) A.E.», will receive a total of 88.635.383 new approximated common nominal shares of the Absorbed Company of nominal value of each share amounting to Euro 1,27. As a result, the shareholders of the Absorbed Company II will receive 13,041018670786 new nominal shares of the Absorbing Company for every 1 old share of the Absorbed Company II.

Upon the completion of the merger, the shareholders of the Absorbed Companies will have participation rights in the Absorbing Company profits for every fiscal year, including the year started as at 1.1.2007.

As from 1.1.2007, the next day of preparation of the Balance Sheet of the merged companies, on which basis there were defined the transition correlations between the shares of the merged companies and the new shares of the Absorbing Company, and to the date of completion of the aforementioned companies merger, the acts of the Absorbed Companies are regarded for the accounting principles as those carried out on behalf of the absorbing Company, while the financial results of the Absorbed Companies that will arise during this period will be regarded as those of the Absorbing Company.

As at 21/06/2007 Extraordinary General Assembly of nominal shares shareholders of the Bank decided on the following, among others:

a) Merger of the absorbed by the Bank of Marfin Bank and Laiki Bank (Hellas) with increase of its share capital by the amount especially recorded in the Schedule of Contract Merger.

b) Approval of the Report of The Board of Directors of the Bank and the Reports and other Documents of Independent Chartered Accountant Company concerning valuations of the merging companies and the correlation of the shares in compliance with Article 289 of the Regulations of Athens Stock Exchange, the Transition Balance Sheet as at 31/12/2006 and Book Value Certification Reports of the merging companies assets in accordance with the requirements of Article 16 of the Law 2515/1997.

c) Approval of the Schedule of Contract Merger of absorbed by the Bank, Marfin Bank and Laiki Bank (Hellas) and the Report of the Board of Directors to the General Assembly of the shareholders on the Schedule of Contract Merger (article 69 par. 4 of the Law 2190/1920).

d) The cancellation of benefits and the transition of preferred shares without voting rights into ordinary nominal shares with voting rights and the amendment of Article 7 par.1 of the Charter of Incorporation of the Bank.

e) The change of name and discrete title of the Bank and the corresponding amendment of article 1 of the Charter of Incorporation. The new name of the Bank is «MARFIN EGNATIA S.A.» and its discrete title «MARFIN ΕΓΝΑΤΙΑ ΤΡΑΠΕΖΑ» and «MARFIN EGNATIA BANK».

f) the increase of share capital a) with contribution of share capital of absorbed companies b) with capitalization of part of revaluation reserves from share capital transition in Euro, the change of nominal value of shares and the amendment of Article 6 of the Charter of Incorporation of the Bank.

The Special General Assembly as at 21/06/2007 of preferred shareholders approved in compliance with Article 72 par. 2 of the Law 2190/1920 on the aforementioned merger and decided on the cancelation of benefits and preferred shares of the Bank without voting rights and their transition into ordinary shares with voting rights.

The aforementioned merger was also approved in compliance with Article 70 par. 4 of the Law 2190/1920 by the Special Assembly as at 21<sup>st</sup> June 2007 of Bond Holders of the Bond Loan issued by the Bank following its decisions through as at 28.06.2001 First Repetitive and thereafter Regular General Assembly of ordinary shares shareholders, First Repetitive Special General Assembly preferred shares shareholders and as at 3.10.2002 and 19.11.2002 decisions of the Board of Directors as at 26/03/2007.

Furthermore, the Extraordinary General Assemblies as at 21/06/2007 of the shareholders of Absorbed Companies with the 100% representation of the shareholders of each of them, decided on the merger by the Bank in accordance with especially recorded in the Schedule of Contract Merger.

The merger was carried out in compliance with the requirements of Articles 68 par. 2, and 69 - 77 of the Law 2190/1920, in combination with the requirements of Article 16 of the Law 2515/1997 and Articles 1-5 of the Law 2166/1993, as they are presently due and in compliance with the requirements of commercial law and contracts included in the Schedule of Contract Merger.

On 22/06/2007, there was prepared Contract Merger under the No. ó 8.957 legal document of the notary of Piraeus Stefanos Kon. Vasilakis.

The Commission of Bank and Credit Issues of the Bank of Greece during its meeting under the protocol number 245/3/08.06.2007 approved of the merger with the absorption of the companies «LAIKI BANK (HELLAS) S.A.» and «MARFIN BANK S.A. ».

The merger of the Bank with the absorption of «LAIKI BANK (HELLAS) S.A.» and «MARFIN BANK S.A.» was approved by as at K2 - 9985/29.06.2007 decision of the Ministry of Development that was recorded on 29/06/2007 in its Registry. It is to be noticed that there is not required the approval of the aforementioned Merger by the Commission of Competitiveness but only its disclosure to the Commission. Also, in compliance with the aforementioned decision of the Ministry of Development, there was approved the amendment of Article 1 of the Charter of Incorporation of the Bank, following which the name and the discrete title of the Bank were changed into MARFIN EGNATIA S.A.), with the discrete title «MARFIN ΕΓΝΑΤΙΑ ΤΡΑΠΕΖΑ» and «MARFIN EGNATIA BANK».

The Merger was completed and is considered as final starting from 29/06/2007, the date of recording in the Registry under the K-2 9985/29.06.2007 approving decision of the Authority on the merger of the aforementioned S.A. Following the completion of the aforementioned Merger, in every legal way and without any further statement, the Bank is in charge of all the rights and liabilities of the Absorbed Companies that are regarded as legally terminated as independent bodies with no independent legal performance without liquidation requirement in due succession (Article 75 of the Law 2190/1920).

### **Subsidiaries**

a) The BoD members of Egnatia Finance S.A. and Investment Bank of Greece S.A. that belongs to Marfin Bank S.A. Group decided on the merger through absorption of Egnatia Finance S.A. by the Investment Bank of Greece S.A. The transition date has been defined as 30/06/2006.

On 22.06.2007 there was recorded in the Registry under No K2 - 9485/22.06.2007 the decision of the Ministry of Development in compliance with which there was approved the merger of S.A. «INVESTMENT BANK OF GREECE S.A.» under the Reg No. 45090/06/B/00/4 and «EGNATIA FINANCE S.A.» under the Reg No 23105/06/B/90/34, with the absorption of the latter by the former in accordance with the requirements of Article 68 par.2, 69 till 77 of the Law 2190/20 as it is due in combination with the requirements of Article 16 of the Law 2515/1997 as it was amended and is due and Articles 1-5 of the Law 2166/1993, as at 12.06.2007 decision of the General Assembly of the shareholders of the aforementioned companies and 8926/13.06.2007 act of the notary of Piraeus Stefanos Kon. Vasilakis.

b) The General Assemblies of Egnatia Insurance Brokers LTD as at 23.05.2007 and the companies of Laiki Insurance Brokers LTD that belongs to the Group «Laiki Bank (Hellas) S.A.», as at 26.03.2007 and 23.05.2007 decided on the merger through absorption of Laiki Insurance Brokers LTD by Egnatia Insurance Brokers LTD. The transition date has been defined as 31/03/2007.

On 22.06.2007 there was recorded in the Registry under No K3 – 6176/22.06.2007 the decision of the Ministry of Development in compliance with which there was approved the merger of S.A. «Egnatia Insurance Brokers LTD» under Reg. No. 58662/05/B/05/7 and «Laiki Insurance Brokers LTD», with the absorption of the latter by the former in accordance with the requirements of the Law 2190/20 and Articles 1-5 of the Law No. 2166/1993, as at 23.05.2007 Decision of Special General Assembly of its shareholders, as at 26.03.2007 and 23.05.2007 decisions of General Assemblies of the companies LTD and under No. 8927/14.06.2007 act of the notary of Piraeus Stefanos Kon. Vasilakis as modified by 8943/19.06.2007 act of the same notary.

In compliance with the aforementioned decision, there was approved the change of the name from «Egnatia Insurance Brokers LTD» to «Marfin Insurance Brokers LTD» and the discrete title «Marfin Brockers LTD».

c) The Boards of Directors of Investment Bank of Greece S.A. and Laiki Attalos S.A. as at 29.06.2007, decided on the merger with absorption of Laiki Attalos S.A. by Investment Bank of Greece S.A. The transition date has been defined as 30/06/2007.

d) The Boards of Directors of Egnatia Mutual Funds Management S.A., Laiki Mutual Funds Management S.A. that belongs to the group of Laiki Bank (Hellas) S.A., Marfin Mutual Funds Management S.A. and Marfin GAM S.A. that belong to the group of Marfin Bank S.A., decided on the merger through the absorption of Egnatia Mutual Funds Management S.A.,

Laiki Mutual Funds Management S.A., Marfin GAM S.A. by Marfin Mutual Funds Management S.A. The transition date has been defined as 31.12.2006.

On 20.07.2007 there was recorded in the Registry under No K2 – 10866/20.07.2007 the decision of the Ministry of Development in compliance with which there was approved the merger of S.A. «MARFIN MUTUAL FUNDS MANAGEMENT S.A.» under Reg. No. 44673/06/B/99/55, «MARFIN GLOBAL ASSET MANAGEMENT INVESTMENT SERVICES S.A.» under Reg. No. 37182/01AT/B/96/373, «LAIKI MUTUAL FUNDS MANAGEMENT S.A.» under Reg. No. 40418/06/B/98/12 and «EGNATIA MUTUAL FUNDS MANAGEMENT S.A.» under Reg. No. 25940/06/B/92/02, with the absorption of the second, third and fourth companies by the former in accordance with as at 14.05.2007 Decisions of General Assemblies of their shareholders, the requirements of Articles 68-77 of the Law 2190/20 and Articles 1-5 of the Law N. 2166/1993, and under No. 8888/29.05.2007 act of the notary of Piraeus Stefanos Kon. Vasilakis.

In compliance with the aforementioned decision, there was approved the change of the name as from «MARFIN MUTUAL FUNDS MANAGEMENT S.A.» to «MARFIN GLOBAL ASSET MANAGEMENT MUTUAL FUNDS MANAGEMENT S.A.» under the discrete title «MARFIN G.A.M. MUTUAL FUNDS MANAGEMENT S.A.».

e) The Boards of Directors of Egnatia Leasing S.A. and Laiki Leasing S.A. that belongs to the group of Laiki Bank (Hellas) S.A., decided on the merger through the absorption of Laiki Leasing S.A. by Egnatia Leasing S.A. The transition date has been defined as 31.12.2006.

On 27.07.2007 there was registered in the Registry under No 22870/07 decision of the Prefecture of Athens, in compliance with which there was approved the merger through absorption of the Public Limited company «LAIKI FINANCE LEASES S.A.» under Reg. No. 39052/01/B/97/499 by S.A. «EGNATIA LEASING FINANCE LEASES S.A.» under Reg. No. 46756/01/B/00/412(07), in accordance with as at 07.2007 decisions of the General Assemblies of the two aforementioned companies, under 29370/09.07.2007 act of the notary of Athens Georgios Stefanakos, as at 26.03.2007 report of Chartered Accountant Mr. Sotirios Constantinou and the requirements of Articles 68 par. 2, 69 to 77 of the Law 2190/20 in combination with the requirements of Article 16 of the Law 2515/1997 and Articles 1-5 of the Law 2166/1993.

Following the No. 28522/08.08.2007 decision of the Prefecture of Athens, there was approved the change of the name as from «EGNATIA LEASING FINANCE LEASES S.A.» to «MARFIN FINANCE LEASES S.A.» under the discrete title «MARFIN LEASING S.A.».

### **Management**

The Board of Directors at its meeting on 04.07.2007 reorganized its body as follows:

The Chairman (Non executive member) :	Vassilios N. Theocharakis
The Vice Chairman (Non executive member) :	Alexandros K. Mpakatselos
The Managing Director (Executive member) :	Efthimios T. Bouloutas
Executive members :	Andreas E. Vgenopoulos Eleftherios A. Chiliadakis Androniki D. Plakomichelaki Fotios D. Karatzenis
Non executive members :	Panagiotis I. Theocharakis

Non executive independent members: Despina V. Theocharaki  
Panagiotis K. Throuvalas  
Markos A Foros

The auditors of the six month and annual financial statements are as follows:

Regular : Sotiris A. Constantinou SOEL Reg. No. 13671  
Deputy : Vassilis K. Kazas SOEL Reg. No. 13281

Of the auditing firm Grant Thornton S.A.

The present brief financial statements were approved by the Board of Directors on 29 August, 2007.

## **2. Basis of preparation of interim brief financial statements**

The interim brief financial statements as of 30.06.2007 have been prepared in accordance with IAS 34 "Interim financial statements" and must be reviewed alongside the annual financial statements of the Bank for the period ended 31 December 2006.

The Bank adopted for its 30.06.2007 financial statements the same accounting policies that it applied for the period ended 31 December 2006 apart from the changes that arose due to the adoption of the standards and interpretations mentioned below:

- *Interpretation 7: Applying the Restatement Approach under IAS 29 Financial Reporting in Hyperinflationary Economies.*

The Interpretation adoption has had no effect on the financial statements of 30.06.2007.

- *Interpretation 8: Scope of IFRS 2*

The Interpretation adoption has had no substantial effect on the financial statements of 30.06.2007.

- *Interpretation 9: Reassessment of Embedded Derivatives*

The Interpretation adoption has had no substantial effect on the financial statements of 30.06.2007.

- *Interpretation 10: Interim Financial Reporting and Impairment.*

Following the adoption of this Interpretation, impairment losses on goodwill and certain financial assets, such as "available for sale" equity investments and unquoted equity instruments measured at cost that are recognized in an interim financial statements must not be reversed in subsequent interim or annual financial statements. The application of the Interpretation will not have substantial effect on the accounting principles followed by the Bank.

*IFRS 7: Financial Instruments: Disclosures*

*Amendment of IAS 1 Presentation of Financial Statements- Capital Disclosures.*

The aforementioned Standards are to be mandatorily applied starting from 1.1.2007 and their effect on the content and the way of items disclosure that refer to financial instruments will be presented in the financial statements of the current year.

The Bank has applied the Standards and the Interpretations that have been approved by the European Union and are mandatorily applied for the fiscal year of 2007, while it has not proceeded to earlier application of the Standards that have already been issued but will apply starting from 01.01.2008 and onwards.

The adoption from the European Union until 31.12.07, of the Standards, their Interpretations and Amendments that will be probably issued within the year by I.A.S.B. and their application that will be mandatory or optional for the periods starting after 01.01.07, may affect retrospectively the amounts included in these interim financial statements.

### **Basis of Consolidation**

As far as business combinations and acquisition of entities that are under joint control and that are out of the scope of IFRS 3, the Group applies the pooling of interest method, as described below:

The three merged banks, EGNATIA, LAIKI and MARFIN, have no investment relation among each other, they all constitute subsidiaries of Marfin Popular Bank Public Co LTD. Therefore, the three banks as at the date of merger are under joint control as defined in IFRS 3 «Business Combinations par 10. The Management assumes that business combinations under joint control are out of scope of IFRS 3 “Business Combinations” and that no guidance is foreseen concerning such kind of transactions in International Financial Reporting Standards. In accordance with par 10-12 of IAS 8 «Accounting Policies, Changes in Accounting Estimates and Errors» that among others mention that «In the absence of a Standard or an Interpretation that specifically applies to a transaction, other event or condition, management shall use its judgment in developing and applying an accounting policy that results in information that is relevant to the economic decision-making needs of users and reliable», the Management applied the accounting principles that US GAAP (SFAS 141 Business combinations § D11-D18) and UK GAAP accept for business combinations (merger accounting method or pooling of interests method).

In accordance with pooling of interest method, assets and liabilities of the absorbed companies are presented at their book value prior to merger without taking into consideration the acquisition cost of the companies and their equities. Therefore, goodwill from consolidation of the companies included in the merger is not recognized.

There are also analytically presented the financial statements of the three banks and corresponding entries made by them in order to prepare comparative financial statements.

The financial statements are prepared in thousand Euro which is the reporting currency and are rounded to the nearest thousand unless noticed otherwise in the Explanatory Notes.

The financial statements are prepared on historic cost basis except for:

- Revaluations of available-for-sale securities,
- Revaluations of assets and liabilities that constitute part of trading securities,
- Revaluations of derivative financial instruments and
- Revaluations of investment property.

Apart from the attached interim financial statements, the Bank also prepares consolidated interim financial statements that include the operations of the Bank and its subsidiaries.

The interim consolidated financial statements are included in the consolidated financial statements of Marfin Popular Bank Public Company Ltd, Lemesou Avenue 154, P.C.. 22032,

1598 Leukosia, Cyprus, using the method of full consolidation. Marfin Popular Bank participates in the share capital of the company with the percentage of 95,01%.

### 3. Restatement of Comparative Period

Financial Statements of comparative periods, were reformulated in order to, according to the requirements of accounting consolidation of interests, provide information on how the financial figures of the bank would have been modulated if the merger of the three banks had been realized at 1/1/2005, that is during the opening of the first financial year, for which comparative figures are presented. Balance Sheets, Income Statements, Cash flow Statements and Statements of changes in equity, are based upon historical financial figures of the three absorbing banks as well as upon elimination of all transactions and the balances between the three absorbing companies and their subsidiaries.

The aforementioned merger has raised the following changes:

	<b>Egnatia Bank before merger</b>	<b>Marfin Egnatia Bank</b>	<b>Change</b>	<b>% Change</b>
Sales	143.014	335.520	192.505	134,61%
Profit/Loss after Tax	17.827	43.080	25.253	141,65%
Net equity of Shareholders	295.208	796.088	500.881	169,67%

In the following part, the financial statements of the three banks and the elimination records that have been operated upon them are analytically indicated, in order the comparative financial statements to be established.

The three first columns concern historical financial statements of the three banks, the next column includes eliminations and the last column includes the published comparative financial statement for the period

It is noticed that in published Income Statement for the comparative period 1/1-30/6/2006 of Egnatia Bank S.A. Group, the following reclassifications have been made:

<b>Profit/Loss for period 1/1- 30/6/2006</b>	<b>Published Income Statement</b>	<b>Amendment 30/6/2007</b>	<b>Change</b>
Interest and Similar Income	91.875	92.199	324
Interest and Similar Expense	(44.661)	(44.641)	20
Fee and Commission Income	11.649	11.326	(324)
Profit/Loss from Financial Activities	1.572	1.552	(20)

### 3.1 Amendments for the Preparation of the Income Statement for the Period 1/1-31/3/2007

Income Statement of the Period 1/1-31/3/2007	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
Interest and similar income	58.497	52.045	26.066	(1.516)	135.093
Interest and similar expense	(33.729)	(30.993)	(18.461)	1.516	(81.667)
<b>Net interest income</b>	<b>24.768</b>	<b>21.053</b>	<b>7.605</b>	<b>0</b>	<b>53.426</b>
Fee and commission income	7.093	3.391	8.301	(21)	18.763
Fee and commission expense	(507)	(308)	(60)	21	(855)
<b>Net fee and commission income</b>	<b>6.586</b>	<b>3.082</b>	<b>8.240</b>		<b>17.909</b>
Net trading income / (expense)	3.764	1.190	3.354		8.308
Other operating income	511	72	57		641
<b>Operating income</b>	<b>35.629</b>	<b>25.398</b>	<b>19.257</b>	<b>0</b>	<b>80.283</b>
Impairment losses on loans and advances	(4.495)	(6.165)	(358)		(11.018)
Staff costs	(16.251)	(7.638)	(3.304)		(27.193)
Other operating expenses	(6.506)	(5.582)	(1.485)		(13.574)
Depreciation	(1.648)	(925)	(113)		(2.686)
<b>Profit before taxes</b>	<b>6.729</b>	<b>5.087</b>	<b>13.996</b>	<b>0</b>	<b>25.812</b>
Income tax	1.015	1.534	2.959		5.508
Deferred tax	587	(262)	345		670
<b>Profit after taxes</b>	<b>5.127</b>	<b>3.815</b>	<b>10.692</b>	<b>0</b>	<b>19.635</b>

### 3.2 Amendments for the preparation of Balance Sheet as at 31/12/2006

Balance Sheet 31/12/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
<b>ASSETS</b>					
Cash and balances with Central Bank	108.028	126.653	50.165		284.846
Loans and advances to banks	585.721	592.348	626.800	(234.066)	1.570.803
Trading securities	13.037	39.449	162.068		214.554
Derivative financial instruments - assets	937	3.078	4.041		8.056
Loans and advances to customers (net of provisions)	2.601.090	2.498.971	698.052		5.798.113
Investment securities	241.995	7.365	249.126		498.486
Investments in subsidiaries and associates	41.496	35.993	211.200		288.689
Intangible assets	7.264	757	751		8.772
Property, plant and equipment	44.162	14.833	2.125		61.120
Other assets	52.581	26.815	24.373	(680)	103.089
<b>TOTAL ASSETS</b>	<b>3.696.311</b>	<b>3.346.262</b>	<b>2.028.701</b>	<b>(234.746)</b>	<b>8.836.528</b>
<b>LIABILITIES</b>					
Deposits from banks	277.022	466.496	220.808	(234.066)	730.260
Deposits from customers	2.759.631	2.614.738	1.487.874		6.862.243
Derivative financial instruments - liabilities	2.331	964	728		4.023
Debt securities in issue and other borrowed funds	308.852	0	0		308.852
Other provisions	8.315	1.550	473		10.338
Other liabilities	81.350	52.800	37.776	(680)	171.246
<b>Total Liabilities (a)</b>	<b>3.437.501</b>	<b>3.136.548</b>	<b>1.747.659</b>	<b>(234.746)</b>	<b>8.086.962</b>
Share Capital	109.145	99.707	144.667		353.520
Share premium	116.827	86.831	108.467		312.125
Reserves	18.605	12.480	2.921		34.006
Retained earnings	14.233	10.696	24.987		49.915
<b>Equity attributable to the Bank's equity holders (b)</b>	<b>258.810</b>	<b>209.714</b>	<b>281.042</b>	<b>0</b>	<b>749.566</b>
<b>Total Equity (d) + (b)</b>	<b>3.696.311</b>	<b>3.346.262</b>	<b>2.028.701</b>	<b>(234.746)</b>	<b>8.836.528</b>

### 3.3 Amendments for the Preparation of the Income Statement for the Period ended 30/6/2006

Income Statement of the Period 1/1-30/6/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
Interest and similar income	92.199	77.207	25.681	(375)	194.712
Interest and similar expense	(44.641)	(43.900)	(19.695)	375	(107.861)
<b>Net interest income</b>	<b>47.558</b>	<b>33.307</b>	<b>5.986</b>	<b>0</b>	<b>86.851</b>
Fee and commission income	11.326	6.559	15.141		33.026
Fee and commission expense	(935)	(524)	(123)		(1.582)
<b>Net fee and commission income</b>	<b>10.391</b>	<b>6.035</b>	<b>15.018</b>	<b>0</b>	<b>31.444</b>
Net trading income / (expense)	1.552	1.625	3.203		6.380
Income from Dividends	485	16	35		536
Other operating income	913	1.864	110		2.887
<b>Operating income</b>	<b>60.899</b>	<b>42.847</b>	<b>24.352</b>	<b>0</b>	<b>128.098</b>
Impairment losses on loans and advances	(11.240)	(10.600)	(775)		(22.615)
Staff costs	(28.953)	(13.524)	(4.967)		(47.444)
Depreciation	(2.774)	(2.123)	(232)		(5.129)
Other operating expenses	(12.002)	(11.365)	(2.645)		(26.012)
Impairment losses from assets	(2.659)				(2.659)
<b>Profit before taxes</b>	<b>3.271</b>	<b>5.235</b>	<b>15.733</b>	<b>0</b>	<b>24.239</b>
Income tax	1.316	1.094	3.920		6.330
Deferred tax	160	424	627		1.211
<b>Profit after taxes</b>	<b>1.795</b>	<b>3.717</b>	<b>11.186</b>	<b>0</b>	<b>16.698</b>

Balance Sheet 30/6/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
<b>ASSETS</b>					
Cash and balances with Central Bank	122.391	113.740	46.173		282.304
Loans and advances to banks	569.258	524.651	439.353	(70.793)	1.462.469
Trading securities	5.728	24.013	115.427		145.168
Derivative financial instruments - assets	152	2.881	3.243		6.276
Loans and advances to customers (net of provisions)	2.350.548	2.357.554	620.425		5.328.527
Investment securities	172.593	1.900	252.401		426.894
Investments in subsidiaries and associates	41.388	35.950	26.073		103.411
Intangible assets	7.305	912	714		8.931
Property, plant and equipment	41.432	15.569	2.208		59.209
Other assets	50.497	22.510	23.409		96.416
<b>TOTAL ASSETS</b>	<b>3.361.292</b>	<b>3.099.680</b>	<b>1.529.426</b>	<b>(70.793)</b>	<b>7.919.605</b>
<b>LIABILITIES</b>					
Deposits from banks	99.870	304.553	359.532	(70.793)	693.162
Deposits from customers	2.626.401	2.531.763	1.064.871		6.223.035
Derivative financial instruments - liabilities	1.521	998	132		2.651
Debt securities in issue and other borrowed funds	311.842	0	0		311.842
Other provisions	12.824	1.514	429		14.767
Other liabilities	58.602	47.269	16.278		122.149
<b>Total Liabilities (a)</b>	<b>3.111.060</b>	<b>2.886.097</b>	<b>1.441.242</b>	<b>(70.793)</b>	<b>7.367.606</b>
Share Capital	109.046	99.707	71.804		280.557
Share premium	140.558	86.831	983		228.372
Reserves	18.629	13.492	2.819		34.940
Retained earnings	(18.001)	13.553	12.578		8.130
<b>Equity attributable to the Bank's equity holders (b)</b>	<b>250.232</b>	<b>213.583</b>	<b>88.184</b>	<b>0</b>	<b>551.999</b>
<b>Total Equity (d) + (b)</b>	<b>3.361.292</b>	<b>3.099.680</b>	<b>1.529.426</b>	<b>(70.793)</b>	<b>7.919.605</b>

Cash Flows Statement 30/6/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
	<i>Amounts in '000 €</i>				
<b>Cash flows from operating activities</b>					
Profit/Loss before taxes	3.271	5.235	15.733		24.239
<b>Adjustments for non-cash items</b>					
Depreciation	2.774	2.123	232		5.129
Impairment loss and advances	11.240	10.600	775		22.615
Employee benefits	515	188	70		773
Valuation trading portfolio	(487)	(1.163)	(1.249)		(2.899)
Transfer to investing activities	2.049				2.049
Transfer to financing activities	5.469				5.469
<b>Changes in operating assets</b>	<b>24.831</b>	<b>16.983</b>	<b>15.561</b>	<b>0</b>	<b>57.375</b>
Loans and advances to banks	(23.046)	(23.292)		70.687	24.349
Trading securities and derivatives	10.230	(9.341)	138.383		139.272
Loans and advances to customers	(83.980)	(132.986)	(216.459)		(433.425)
Other assets	(6.987)	1.228	1.749		(4.010)
Net (increase) in operating liabilities					
Deposits from banks	94.186	21.025	232.709	(70.687)	277.233
Deposits from customers	(19.937)	109.936	7.526		97.525
Other liabilities	4.008	4.853	(3.656)		5.205
<b>Net cash flows from operating activities before taxes</b>	<b>(695)</b>	<b>(11.594)</b>	<b>175.813</b>	<b>0</b>	<b>163.524</b>
Income tax paid	(637)		(5.668)		(6.305)
<b><u>Net cash flows from operating activities</u></b>	<b><u>(1.332)</u></b>	<b><u>(11.594)</u></b>	<b><u>170.145</u></b>	<b><u>0</u></b>	<b><u>157.219</u></b>
<b>Cash flows from investing activities</b>					
Investments in subsidiaries and associates	(2)		(723)		(725)

Net (increase) decrease in investment securities	(45.294)		(106.436)		(151.730)
Dividends received	485				485
Purchase of assets	(3.070)	(1.304)	(202)		(4.576)
Sale of assets	21				21
Investment in available for sale received					0
Other flows from investing activities	137				137
<b><u>Net cash flows from investing activities</u></b>	<b><u>(47.723)</u></b>	<b><u>(1.304)</u></b>	<b><u>(107.361)</u></b>	<b><u>0</u></b>	<b><u>(156.388)</u></b>
<b>Cash Flows from Financing activities</b>					
Dividends distributed	(4.462)				(4.462)
Issue (payment) of debt	(8.714)				(8.714)
Increase in share capital	3.285	22.358	27.939		53.582
Other flows from financing activities	0				0
<b><u>Net Cash Flows from Financing activities</u></b>	<b><u>(9.891)</u></b>	<b><u>22.358</u></b>	<b><u>27.939</u></b>	<b><u>0</u></b>	<b><u>40.406</u></b>
<b>Total net Cash Flows</b>	<b>(58.946)</b>	<b>9.460</b>	<b>90.724</b>	<b>0</b>	<b>41.238</b>
Foreign exchange difference	387				387
<b><u>Net cash flows increase (decrease)</u></b>	<b><u>(58.559)</u></b>	<b><u>9.460</u></b>	<b><u>90.724</u></b>	<b><u>0</u></b>	<b><u>41.625</u></b>
<b>Cash and cash equivalents, opening</b>	<b>677.430</b>	<b>628.931</b>	<b>365.011</b>		<b>1.671.372</b>
<b>Cash and cash equivalents, closing</b>	<b>618.871</b>	<b>638.391</b>	<b>455.735</b>	<b>0</b>	<b>1.712.997</b>

Statement in Changes in Equity 30/6/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
<b>Balance at the beginning of the period (01/01/2006)</b>	249.658	187.645	58.147		495.450
Profit for the period after tax	1.795	3.717	11.186		16.698
Share capital increase/decrease	3.285	22.358	27.940		53.583
Dividends paid	(4.462)		(8.167)		(12.629)
Reserve available for sale of portfolio	(44)	(137)	(921)		(1.102)
<b>Total Change of Balance of the period</b>	574	25.938	30.038		56.550
<b>Balance at the end of the period</b>	<b>250.232</b>	<b>213.583</b>	<b>88.185</b>	<b>0</b>	<b>552.000</b>

### 3.4 Amendments for the Preparation of Income Statement for the Period 1/1-31/3/2006

Income Statement of the Period 1/1-31/3/2006	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
<i>Amounts in '000 €</i>					
Interest and similar income	43.312	36.810	12.166		92.288
Interest and similar expense	(21.628)	(20.728)	(9.092)		51.448
<b>Net interest income</b>	<b>21.684</b>	<b>16.082</b>	<b>3.074</b>		<b>40.840</b>
Fee and commission income	5.761	3.077	13.800		22.638
Fee and commission expense	(477)	(239)	(67)		(783)
<b>Net fee and commission income</b>	<b>5.284</b>	<b>2.838</b>	<b>13.733</b>		<b>21.855</b>
Net trading income / (expense)	585	760	3.496		4.841
Other operating income	304	521	55		880
<b>Operating income</b>	<b>27.857</b>	<b>20.201</b>	<b>20.358</b>		<b>68.416</b>
Impairment losses on loans and advances	(7.341)	(4.300)	(49)		(11.690)
Staff costs	(14.244)	(6.544)	(2.537)		(23.325)
Depreciation	(1.365)	(1.102)	(115)		(2.582)
Other operating expenses	(5.570)	(5.736)	(1.223)		(12.529)
Impairment losses from assets	(2.659)	0	0		(2.659)
<b>Profit before taxes</b>	<b>(3.322)</b>	<b>2.519</b>	<b>16.434</b>		<b>15.631</b>
Income tax	(74)	885	4.794		5.605
Deferred tax	168	(155)	(37)		(24)
<b>Profit after taxes</b>	<b>(3.416)</b>	<b>1.789</b>	<b>11.677</b>	<b>0</b>	<b>10.050</b>

### 3.5 Amendments for the Preparation of Balance Sheet as at 31/12/ 2005

Balance Sheet 31/12/2005	Publicized Financial Statements of the Bank	Absorption of LAIKI BANK	Absorption of MARFIN BANK	Intercompany Adjustments	MARFIN EGNATIA BANK
	<i>Amounts in '000 €</i>				
<b>ASSETS</b>					
Cash and balances with Central Bank	103.251	127.072	35.793		266.116
Loans and advances to banks	623.912	501.359	359.007	(106)	1.484.172
Trading securities	15.589	14.518	255.612		285.719
Derivative financial instruments	34	1.872	108		2.014
Loans and advances to customers (after provisions)	2.276.223	2.235.169	404.742		4.916.134
Investment securities	127.343	1.887	149.113		278.343
Investments in subsidiaries and associates	44.046	13.367	25.350		82.763
Intangible assets	7.373	958	740		9.071
Tangible Assets	41.102	16.342	2.212		59.656
Other assets	45.274	23.751	24.539		93.564
<b>TOTAL ASSETS</b>	<b>3.284.147</b>	<b>2.936.295</b>	<b>1.257.216</b>	<b>(106)</b>	<b>7.477.552</b>
<b>LIABILITIES</b>					
Deposits from banks	5.684	283.528	126.823	(106)	415.929
Deposits from customers	2.624.388	2.421.827	1.057.345		6.103.560
Derivative financial instruments	1.600	866	81		2.547
Debt securities in issue and other borrowed funds	315.087	0	0		315.087
Other provisions	14.762	1.326	359		16.447
Other liabilities	72.967	41.103	14.461		128.531
<b>Total Liabilities (a)</b>	<b>3.034.488</b>	<b>2.748.650</b>	<b>1.199.069</b>	<b>(106)</b>	<b>6.982.101</b>
Share Capital	107.840	89.156	43.636		240.632
Share premium	138.479	75.024	1.211		214.714
Other reserves	17.189	13.629	3.352		34.170
Profit/(Loss) of accumulated deficit	(13.849)	9.836	9.948		5.935
<b>Total Equity (b)</b>	<b>249.659</b>	<b>187.645</b>	<b>58.147</b>		<b>495.451</b>
<b>TOTAL LIABILITIES AND EQUITY (a) + (b)</b>	<b>3.284.147</b>	<b>2.936.295</b>	<b>1.257.216</b>	<b>(106)</b>	<b>7.477.552</b>

#### 4. Segment reporting

##### **Geographical segments**

The Bank operates mainly in Greece. It has 150 branches. Its income arises from the activities in Greece.

##### **Business segment**

The Bank is organized into the following business segments:

- a) Investment and corporate banking
- b) Retail banking
- c) Asset Management
- d) Treasury
- e) Investments and participations

30.06.2007

Amounts in thousand Euro	Investment and corporate banking	Retail banking	Asset Management	Treasury	Investments and participations	Total
Operating revenue	31.125	87.823	5.491	49.527	0	173.966
Profit before tax	12.250	952	2.050	43.032	0	58.284
Income tax						(15.204)
<b>Profit after tax</b>						<b>43.080</b>

30.06.2006

Amounts in thousand Euro	Investment and corporate banking	Retail banking	Asset Management	Treasury	Investments and participations	Total
Operating revenue	31.115	73.772	1.235	21.976	0	128.098
Profit before tax	12.501	166	(1.325)	16.014	(3.117)	24.239

Income tax	(7.541)
<b>Profit after tax</b>	<b>16.698</b>

## 5. Income tax

(amounts in thousand Euro)

	1.1 – 30.6.2007	1.1 – 30.6.2006	1.4 – 30.6.2007	1.4 – 30.6.2006
Current tax	10.426	6.330	4.918	725
Deferred tax	3.763	1.211	3.093	1.235
Tax inspection differences	1.015	0	1.015	0
<b>Total income tax in income statement</b>	<b>15.204</b>	<b>7.541</b>	<b>9.026</b>	<b>1.960</b>

In Greece, the results reported to the tax authorities by an entity are provisional and subject to revision until such time as the tax authorities examine the books and records of the entity and the related tax returns are accepted as final. Therefore entities remain contingently liable for additional taxes and penalties, which may be assessed upon such examination. In the year 2006, the tax authorities audited the Bank from the year 1999 to the year 2004. Because of the method under which the tax obligations are ultimately concluded in Greece, the Bank remains contingently liable for additional taxes and penalties for its open tax years (2005-2006).

For the tax non-inspected fiscal years 2005-2006 there has been made an application for tax inspection under Prot. No. 2619/26-06-2007 to authorities of Thessalonica.

### Tax Inspection of the absorbed company Laiki Bank (Hellas) S.A.

The Bank has been tax inspected until the fiscal year 2006 inclusively by authorities of Athens, and its financial sizes were considered as those exact, fairly presented and finalized.

Following the tax inspection of the fiscal years 2004 – 2005, that was completed in May 2007, there were defined accounting differences of total amount of € 2.403.628,60 and total tax differences amounting to € 449.428,90 apart from increases amounting to € 125.609,03 arose. The total amount of € 575.037,93 was paid as lump sum on 09/05/2007 at a discount of 5%.

The tax inspection of the fiscal year 2006 was completed in June 2007, and there were defined accounting differences totally amounting to € 900.625,00 and total tax differences amounting to € 277.543,02 apart from increases amounting to € 6.194,33 and further advance amounting to € 209.113,00 arose. The total amount of € 492.850,35 was paid as lump sum on 28/06/2007 at a discount of 5%.

### Tax Inspection of the absorbed company Marfin Bank S.A.

Marfin Bank has been tax inspected until the fiscal year 2006 inclusively by authorities of Athens, and its financial sizes were considered as those exact, fairly presented and finalized.

Following the tax inspection of the fiscal year 2006 that was completed in June 2007, there were defined accounting differences of total amount of € 993.793,35 and further total tax differences amounting to € 280.361,00 and further advance amounting to € 230.560,00 arose. The total amount of taxes of € 510.921,00 was paid as lump sum on 28/06/2007.

## 6. Loans and advances to customers

(amounts in thousand Euro)

	30.06.2007	31.12.2006
Consumer	1.206.056	1.027.460
Housing	1.641.260	1.008.041
Individuals	6.900	3.567
Corporates	4.982.806	3.869.919
Public sector	92.310	25.674
	<b>7.929.332</b>	<b>5.934.661</b>
Less: Impairment loss for loans and advances	(159.378)	(136.548)
<b>Total</b>	<b>7.769.954</b>	<b>5.798.113</b>

### Movement of impairment loss for loans and advances to customers:

Opening balance	(136.548)	(147.576)
Expense for the period	(23.078)	(52.975)
Write off	248	64.003
<b>Closing balance</b>	<b>(159.378)</b>	<b>(136.548)</b>

## 7. Investment in subsidiaries

(amounts in thousand Euro)

Name	Country of Incorporation	30.06.2007			
		% Direct Participation 30.06.2007	% Indirect participation 30.06.2007	Total % Participation 30.06.2007	Total Participation 30.06.2007
Egnatia Bank Romania S.A.	Romania	98,98%	-	98,98%	18.317
Egnatia Leasing Romania S.A.	Romania	99,00%	-	99,00%	218
Egnatia Mutual Funds Management S.A. <sup>(1)</sup>	Greece	97,955%	-	97,955%	2.171
Egnatia Leasing S.A. <sup>(2)</sup>	Greece	100,00%	-	100,00%	9.011
Egnatia Fin S.A.	Greece	99,00%	-	99,00%	291
EUROCAMBIO Foreign Exchange S.A. <sup>(3)</sup>	Greece	90,29%	-	90,29%	0
Marfin Insurance Brokers S.A.	Greece	100,00%	-	100,00%	612
Egnatia Finance PLC	United Kingdom/London	99,998%	0,002%	100,00%	19
Egnatia Bank Travel LTD	Greece	-	99,00%	99,00%	-

Egnatia Consumer Services S.A. <sup>(4)</sup>	Greece	-	99,00%	99,00%	-
Obafemi Holdings LTD	Cyprus	100,00%	-	100,00%	2
Egnatia Properties SRL	Romania	-	100,00%	100,00%	-
Investment Bank of Greece S.A	Greece	92,04%	-	92,04%	212.647
Marfin Mutual Funds Management S.A. <sup>(1)</sup>	Greece	47,18%	43,42%	90,60%	1.130
MFG Capital Partners Ltd	United Kingdom/London	100,00%	-	100,00%	742
Marfin Global Asset Management S.A. <sup>(1)</sup>	Greece	100,00%	-	100,00%	7.519
AVC Consulting S.A.	Greece	-	59,82%	59,82%	-
IBG Investments S.A.	British Virgin Islands	-	92,04%	92,04%	-
IBG Mutual Funds S.A.	Greece	-	92,04%	92,04%	-
Marfin Securities (Cyprus) Ltd	Cyprus	-	92,04%	92,04%	-
Investment S.A.	Greece	-	92,03%	92,03%	-
Laiki Mutual Funds Management S.A. <sup>(1)</sup>	Greece	100,00%	-	100,00%	1.966
Laiki Life Insurance S.A.	Greece	100,00%	-	100,00%	3.181
Laiki Finance Leases S.A. <sup>(2)</sup>	Greece	100,00%	-	100,00%	18.094
Laiki ATTALOS S.A.	Greece	97,51%	-	97,51%	5.347
Marfin Factors & Forfeitors S.A.	Greece	100,00%	-	100,00%	7.276
					<b>288.543</b>

- (1) The companies are under the merger process with their absorption by Marfin Mutual Funds Management S.A. On 20.07.2007 the merger was completed.
- (2) The companies are under the merger process with the absorption of Laiki Finance Leases S.A. by Egnatia Leasing S.A. On 27.07.2007 the merger was completed.
- (3) The company is at liquidation stage.
- (4) The company liquidation is pending.

Within the first six month period:

There were acquired by Egnatia Bank :a) 1.824.150 of the shares of the subsidiary company Egnatia Finance S.A. that correspond to the percentage of 30% of the share capital, as against the price of 9.500 thousand Euro. Therefore, the percentage of the Bank in the subsidiary has increased from 70% to 100%.

b) 75.096 shares of the subsidiary company Egnatia Mutual Funds Management S.A. that correspond to the percentage of 46,955% of the share capital, as against the price of 1.863,8 thousand Euro. Therefore, the percentage of the Bank in the subsidiary has increased from 51% to 97,955%.

c) Laiki Bank (Hellas) S.A. purchased 9.500 shares of the subsidiary Laiki Mutual Funds Management S.A. that correspond to the percentage of 2,38% of the share capital, as against the price of 54 thousand Euro. Therefore, the percentage of Laiki Bank (Hellas) S.A. in the subsidiary has increased from 97,62% to 100%.

d) Egnatia Bank purchased 4.000 shares of the subsidiary Egnatia Insurance Brokers S.A. that correspond to the percentage of 40% of the share capital, as against the price of 250 thousand Euro. Therefore, the percentage of the Bank in the subsidiary has increased from 60% to 100%.

e) Investment Bank of Greece S.A. purchased 50.000 shares of the subsidiary Marfin Securities Cyprus Ltd that correspond to the percentage of 2,86% of the share capital, as against the price of 87,4 thousand Euro. Therefore, the percentage of Investment Bank of Greece in the subsidiary has increased from 97,14% to 100%.

f) Marfin Bank S.A. purchased 9.996 shares of the subsidiary Marfin Global Asset Management S.A. that correspond to the percentage of 5,91% of the share capital, as against the price of 410 thousand Euro. Therefore, the percentage of Marfin Bank S.A. in the subsidiary has increased from 94,09% to 100%.

g) Egnatia Bank purchased 307 shares of the subsidiary Egnatia Leasing S.A. that correspond to the percentage of 0,10% of the share capital, as against the price of 10,3 thousand Euro. Therefore, the percentage of the Bank in the subsidiary has increased from 99,90% to 100%.

h) On 27.06.2007 there was completed the sale of 5% and 46% of the share capital of Egnatia Financial Services Ltd, to Egnatia Bank and Egnatia Finance S.A. correspondingly, to Marfin Popular Bank Public Co Ltd. Thus, they don't participate as from 27/06/2007 in the share capital of Egnatia Financial Services Ltd.

(amounts in thousand Euro)

31.12.2006					
Name	Country of Incorporation	% Direct Participation 31.12.06	% Indirect participation 31.12.06	Total % Participation 31.12.06	Total Participation 31.12.06
Egnatia Bank Romania S.A.	Romania	98,98%	-	98,98%	18.317
Egnatia Leasing Romania S.A.	Romania	99,00%	-	99,00%	218
Egnatia Finance S.A.	Greece	70%	-	70%	13.002
Egnatia Mutual Funds Management S.A.	Greece	51,00%	-	51,00%	307
Egnatia Leasing S.A.	Greece	99,90%	-	99,90%	9.001
Egnatia Fin S.A.	Greece	99,00%	-	99,00%	291
EUROCAMBIO Foreign Exchange S.A. <sup>(1)</sup>	Greece	90,29%	-	90,29%	0
Egnatia Insurance Brokers S.A.	Greece	60,00%	-	60,00%	180
Egnatia Finance PLC	United Kingdom/London	99,998%	0,002%	100,00%	19
Egnatia Bank Travel LTD	Greece	-	99,00%	99,00%	-
Egnatia Consumer Services S.A. <sup>(2)</sup>	Greece	-	99,00%	99,00%	-
Obafemi Holdings LTD	Cyprus	100,00%	-	100,00%	2
Egnatia Properties SRL	Romania	-	100,00%	100,00%	-
Egnatia Financial Services Ltd	Cyprus	5.00%	46.00%	51.00%	161

Investment Bank of Greece	Greece	90,99%	-	90,99%	199.938
Marfin Mutual Funds Management S.A.	Greece	47,18%	43,42%	90,11%	1.130
MFG Capital Partners Ltd	United Kingdom/London	100,00%	-	100,00%	742
Marfin Global Asset Management S.A.	Greece	100,00%	-	100,00%	7.109
AVC Consulting S.A.	Greece	-	59,14%	59,14%	-
IBG Investments S.A.	British Virgin Island	-	90,99%	90,99%	-
IBG Mutual Funds S.A.	Greece	-	90,99%	90,99%	-
Marfin Securities (Cyprus) Ltd	Cyprus	-	90,99%	90,99%	-
Investments S.A.	Greece	-	90,99%	90,99%	-
Laiki Mutual Funds Management S.A.	Greece	97,62%	-	97,62%	1.913
Laiki Life Insurance S.A.	Greece	100,00%	-	100,00%	3.181
Laiki Finance Leases S.A.	Greece	100,00%	-	100,00%	18.095
Laiki ATTALOS S.A.	Greece	97,51%	-	97,51%	5.347
Laiki Factors & Forfeited S.A.	Greece	100,00%	-	100,00%	7.276
Laiki Life Insurance S.A.	Greece	100,00%	-	100,00%	182
					<b>286.411</b>

- (1) The company is at liquidation stage  
 (2) The company liquidation is pending

The Table below presents the structure of the Group as it was formed till the financial statement signature date (29/8/2007).

Name	Country of Incorporation	% Direct Participation 29.08.2007	% Indirect participation 29.08.2007	Total % Participation 29.08.2007	Total participation 29.08.2007
Egnatia Bank Romania S.A.	Romania	98,98%	-	98,98%	18.317
Egnatia Leasing Romania S.A.	Romania	99,00%	-	99,00%	218
Marfin Finance Leases S.A.	Greece	100,00%	-	100,00%	27.105
Egnatia Fin S.A.	Greece	99,00%	-	99,00%	291
EUROCAMBIO Foreign Exchange S.A.	Greece	90,29%	-	90,29%	0
Marfin Insurance Brikers S.A.	Greece	100,00%	-	100,00%	612
Egnatia Finance PLC	United Kingdom/London	99,998%	0,002%	100,00%	19
Egnatia Bank Travel LTD	Greece	-	99,00%	99,00%	-
Egnatia Consumer Services S.A.	Greece	-	99,00%	99,00%	-
Obafemi Holdings LTD	Cyprus	100,00%	-	100,00%	2
Egnatia Properties SRL	Romania	-	100,00%	100,00%	-
Investment Bank of Greece S.A.	Greece	92,04%	-	92,04%	212.647

MFG Capital Partners Ltd	United Kingdom/London	100,00%	-	100,00%	742
Marfin Global Asset Management Mutual Funds Management S.A.	Greece	94,5148%	4,0504%	98,5652%	12.786
AVC Consulting S.A.	Greece	-	59,82%	59,82%	-
IBG Investments S.A.	British Virgin Island	-	92,04%	92,04%	-
IBG Mutual Funds S.A.	Greece	-	92,04%	92,04%	-
Marfin Securities (Cyprus) Ltd	Cyprus	-	92,04%	92,04%	-
Investment S.A.	Greece	-	92,03%	92,03%	-
Laiki Life Insurance S.A.	Greece	100,00%	-	100,00%	3.181
Laiki ATTALOS S.A.	Greece	97,51%	-	97,51%	5.347
Marfin Factors & Forfaiters S.A.	Greece	100,00%	-	100,00%	7.276
					<b>288.543</b>

## 8. Investment in associates

(amounts in thousand Euro )

30.06.2007					
Name	Country of Incorporation	% Direct Participation 30.06.2007	% Indirect participation 30.06.2007	Total % Participation 30.06.2007	Total Participation 30.06.2007
ARIS Capital Management	U.S.A.	30,00%	-	30,00%	2.221
					<b>2.221</b>

(amounts in thousand Euro)

31.12.2006					
Name	Country of Incorporation	% Direct Participation 30.06.2007	% Indirect participation 30.06.2007	Total % Participation 30.06.2007	Total Participation 30.06.2007
ARIS Capital Management	U.S.A.	30,00%	-	30,00%	2.278
					<b>2.278</b>

## 9. Debt securities in issue and other borrowed funds

(amounts in thousand Euro)

	30.06.2007	31.12.2006
Preference shares	0	13.026
Share premium on preference shares	0	15.130
Convertible subordinated debt maturity - 2013	858	852
Subordinated debt maturity - 2015	80.000	80.000
Debt security maturity - 2008	199.929	199.844
	<b>280.787</b>	<b>308.852</b>

Following the 21-6-2007 decision of the Extraordinary General Assembly of the shareholders of common shares and as of 21-6-2007 decision of the Special General Assembly of shareholders of preferred shares there was made a decision on the cancellation of benefits and the transition of preferred shares without voting rights into ordinary nominal shares with voting rights. The corresponding amendment of Article 7 par.1 of the Charter of Incorporation of the Bank was approved by the Ministry of Development by the Decision No. K2-9985/29.6.2007. Before the aforementioned amendment, the shares were divided into two categories: a) ordinary shares with voting rights and b) preferred shares without voting rights, non-convertible. The preferred shares had the following benefits: a) to receive the minimum dividend as stated in article 28 paragraph 2 of the article of association before ordinary shareholders and the right to receive any additional benefit that the ordinary shareholders will receive b) to receive a cumulative amount in the future if in any period a dividend is not distributed or if the Bank pays an amount that is less than 6% of the share capital in one or more financial periods c) first right to the net asset amount before the ordinary shareholders in case of liquidation and in any excess of any amount over the share capital. Also, the benefit of additional participation equal to that of common shares shareholders concerning the liquidation in case the amount exceeds the total paid share capital.

The convertible bond was issued on 21<sup>st</sup> January 2003 and has a maturity of 10 years with the right of first redemption after 5 years. It has a rate of interest of Euribor plus 1,75% up to the date of redemption and 3,25% until maturity. Interest accrues every 3 months starting 21 January 2003.

Convertible subordinated debt holders have the right to exchange one note for one share. At 30.06.2007 there were 270.380 common bonds and 31.900 preferred bonds of which holders have the right to exchange with the respective number of common and preferred shares. The par value of the debt security is Euro 3,20.

The Board of Directors via authorization among other issues discussed at 27.4.2007 Assembly of convertible debt holders of the convertible bond issued by the Bank following the decision of 28.6.2001 of the First Repetitive General Assembly following the postponement of the Ordinary General Assembly of common shares shareholders, the First Repetitive Special General Assembly preferred shares shareholders of 28.6.2001 as well as the decisions of the Board of Directors as of 3.10.2002 and 19.11.2002, at its meeting on 26.7.2007 decided on the adjustment of the aforementioned change as the convertible bond so that after the completion of the merger through absorption by the Bank of "MARFIN BANK S.A." and "LAIKI BANK (HELLAS) S.A", and on the cancellation of benefits and the transition of preferred shares without voting rights into ordinary nominal shares with voting rights as well as on the amendment of Article 7 par.1 of the Charter of Incorporation of the Bank, ten (10) bonds, convertible into either ordinary or preferred shares should be hereafter the highest time point of convertible into ten (10) new ordinary nominal shares of the Bank of nominal value of one Euro and twenty seven cents (1,27 €). It was also established that following the cancellation of benefits and transition of preferred shares without voting rights into ordinary shares with voting rights the aforementioned convertible bond issued by the Bank will be composed of a number of bonds convertible into new ordinary nominal shares of the Bank.

The subordinated debt with maturity 2015 was issued 4 May 2005 and has a 10 year term with the right to fixed redemption after the end of the fifth year. It has an interest rate of Euribor plus 1,10% up to redemption date and 2,40% up to maturity. It accrues interest quarterly starting 4 August 2005. The subordinated debt is used as secondary capital (Tier II capital) for capital adequacy purposes.

Debt security matures in 2008 (3 years) and pays Euribor plus 0,55% until maturity. The interest rate period is 3 months, with the effective date of 11 November 2005.



**10. Share capital, share premium**

	30.06.2007	31.12.2006
<b>Number of ordinary shares</b> (nominal value 30.06.2007, Euro 1,27)	<b>288.625.066</b>	<b>277.490.132</b>
<b>Share capital paid</b> (in thousand Euro )	<b>366.554</b>	<b>353.520</b>
<b>Share premium</b> (in thousand Euro)	<b>327.258</b>	<b>312.125</b>

<b>SHARE CAPITAL OF THE ABSORBING COMPANY BEFORE AND AFTER THE MERGER (in €)</b>	
<b>I. Share capital of EGNATIA BANK S.A. before the merger</b>	<b>122.173.345,71</b>
Nominal value of share	1,17
Number of ordinary shares before the merger	93.288.059
Number of preferred shares before the merger	11.133.604
<b>Total number of ordinary and preferred shares before the merger</b>	<b>104.421.663</b>
<b>II. Changes of share capital due to the merger</b>	
Increase in capital by the arising share capital of LAIKI BANK (HELLAS) S.A. (31/12/2006) (6.796.661 ordinary nominal shares of nominal value € 14,67)	99.707.016,87
Increase in capital by the arising share capital of MARFIN BANK S.A. (31/12/2006) (482.224.763 ordinary nominal shares of nominal value € 0,30)	144.667.428,90
Increase in capital from Reserves account from conversion of share capital into Euro of the absorbing company for approximation purposes of the nominal value of the shares of the absorbing company.	6.042,34
<b>Total increases in capital</b>	<b>244.380.488,11</b>
<b>Share capital of the new bank after the merger (I+II)</b>	<b>366.553.833,82</b>
Nominal value of share	1,27
<b>Number of ordinary shares after the merger</b>	<b>288.625.066</b>
<b>Exchange correlation:</b>	
For the shareholders of EGNATIA BANK S.A .	One (1) old ordinary or preferred share of EGNATIA BANK S.A. as against 1 new ordinary nominal share of MARFIN EGNATIA BANK S.A.
For the shareholders of LAIKI BANK (HELLAS) S.A.	One (1) share of LAIKI BANK (HELLAS) S.A. as against 13,041018670786 new ordinary nominal shares of MARFIN EGNATIA BANK S.A.
For the shareholders of MARFIN BANK S.A.	One (1) share of MARFIN BANK S.A. as against 0,198181485757 new ordinary nominal shares of MARFIN EGNATIA BANK S.A.
Trading unit at Athens Stock Exchange	Title of 1 share

In compliance with Schedule of Contract Merger, as approved by the Extraordinary General Assemblies of the Merging Companies as at 21/06/2007, the share capital of the Absorbing Company is totally increased by an amount of 244.380.488,11 Euro, that refers, on one hand, to the total share capital of the Absorbed Companies amounting to 244.374.445,77 Euro, and, on the other hand, to the capitalized portion of Reserve Balance Account arising from the transition of share capital of the Absorbing Company to Euro of the amount of 6.042,34 Euro for the new Absorbing Company shares approximation purposes and, at the same time, there is increased the nominal value of the Absorbing Company total shares from 1,17 Euro to 1,27 Euro.

Following the completion of the merger, the Absorbing Company share capital will amount to Euro 366.553.833,82 divided into 288.625.066 common nominal shares of each share value amounting to Euro 1,27.

Following the completion of the merger, the parent Marfin Popular Bank Public Co Ltd, participates in the share capital of the company with the percentage of 95,01%.

The shares of the Bank are nominal, indivisible and are traded in Big Capitalization Category of ASE and have been issued based on the requirements of the Law 2190/1920 and the Charter of Incorporation of the Bank.

## **11. Contingent liabilities**

### **11.1 Litigation**

The Bank is a defendant in certain claims and legal actions arising in the ordinary course of business. In the opinion of management, after consultation with legal counsel, the ultimate disposition of these matters is not expected to have a material adverse effect on the financial position of the Bank.

### **11.2 Credit commitments**

Within the ordinary framework of its operation, the Bank has rendered to its customers management and representational services, out of which certain liabilities are to arise including financial risk which the bank did not account for. Liabilities of such kind can arise from letters of credit and third parties letters of guarantee in which the Bank agrees to perform the payment in the event a certain customer is unable to cover his/her liabilities towards the third parties. For such kind of services, the Bank receives from the customers commitments and coverage concerning the contingent risk that might arise from their non-compliance with the contractual obligations.

As at 30/06/2007, the Bank has issued letters of guarantee and letters of credit that are as follows (amounts in thousand Euro) :

	<b>30.06.2007</b>	<b>31.12.2006</b>
Letters of guarantee	456.400	401.722
Letters of credit	11.069	12.723

## **12. Related parties transactions**

The tables below present the intercompany transactions of the Bank with related parties as defined by the requirements of the corresponding Standard (IAS 24). All the transactions are conducted within the framework of the ordinary operations. The aforementioned transactions are conducted following the conditions and terms of the market and are approved by the departments of the Bank.

The volume of transactions per category is (amounts in thousand Euro):

<b>Management and Board of Directors</b>	<b>30 June 2007</b>	<b>31 December 2006</b>
Loans and advances	252	5.869
Deposits and similar liabilities	18.589	42.188
<b>Income</b>	<b>1/1 - 30/06/2007</b>	<b>1/1 - 30/06/2006</b>
Interest-Commission	6	4
<b>Expenses</b>		
Interest-Commission	508	334

Board of Directors fees and amounts paid to management for the first six months of 2007 amount to Euro 1.753 thousand (31.06.2006: Euro 1.766 thousand).

<b>Related parties</b>	<b>30 June 2007</b>	<b>31 December 2006</b>
<b>Assets</b>		
Loans and advances to banks	169.004	77.145
Loans and advances to customers	504.766	143.576
Other assets	1.098	670
<b>Total assets</b>	<b>674.868</b>	<b>221.391</b>
<b>Liabilities</b>		
Deposits from banks	1.274.344	0
Deposits from customers	34.391	38.700
Debt securities	279.892	279.843
Other liabilities	4.296	3.890
<b>Total liabilities</b>	<b>1.592.923</b>	<b>322.433</b>

	<b>1/1 - 30/06/2007</b>	<b>1/1 - 30/06/2006</b>
<b>Income</b>		
Interest and similar income	14.295	3.491
Commission income	2.136	553
Other operating income	233	464
<b>Total income</b>	<b>16.664</b>	<b>4.508</b>
<b>Expenses</b>		
Interest and similar expenses	9.784	5.135
Commission expenses	349	43
Other operating expenses	1.701	552
<b>Total expenses</b>	<b>11.834</b>	<b>5.730</b>

<b>Other related parties</b>	<b>30 June 2007</b>	<b>31 December 2006</b>
<b>Assets</b>		
Loans and advances to customers	26.457	47.380
Loans and advances to banks	206.650	262.650
Other loans and advances	3.748	5.902
Property, plant and equipment	468	1.552
<b>Total assets</b>	<b>237.323</b>	<b>317.484</b>
<b>Liabilities</b>		
Deposits from customers	175.629	279.680
Deposits from banks	531.410	217.944
Other liabilities	3.412	1.855
<b>Total liabilities</b>	<b>710.451</b>	<b>499.479</b>

<b>Income</b>	<b>1/1 - 30/06/2007</b>	<b>1/1 - 30/06/2006</b>
Interest and similar income	3.910	626
Commission income	1.465	27
Other income	60	0
<b>Total income</b>	<b>5.435</b>	<b>653</b>
<b>Expenses</b>		
Interest and similar expenses	8.649	368
Commission expenses	252	0
Other operating expenses	274	375
<b>Total expenses</b>	<b>9.175</b>	<b>743</b>

### 13. Number of employees

The number of employees at the closing period : 2.415, (30/06/2006: 2.373).

### 14. Post financial statements preparation date events

The BoD of ASE at its meeting on 23.08.2007 approved of the introduction of 11.133.604 new ordinary nominal shares of the Bank that arose from the transition of the same number of preferred nominal shares as well as of 31.900 bonds convertible into ordinary nominal shares due to the cancellation of a number of bonds convertible into preferred nominal shares.

As the date of completion of trading of preferred shares and convertible bonds, there was defined the date of 29 August 2007 and as the date of re-trading of new ordinary shares and bonds convertible into ordinary shares arising from the transition, there was defined the date of 5<sup>th</sup> September 2007.

As from the same date, 05.09.2007, there starts the trading of 184.203.403 new ordinary nominal shares of the Bank arising from increase in share capital due to the merger with the absorption of the companies Marfin Bank and LAIKI Bank (Hellas).

As from the same date, the total of the shares of the Bank traded at ASE comes to 288.625.066 ordinary nominal shares and the new total of the bonds traded at ASE comes to 302.280.