Independent Auditors' Review Report and Condensed Consolidated Interim Financial Information as at and for the nine month period ended 30 September 2013

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Independent Auditors' Report on Review of Condensed Consolidated Interim Financial Information

To the shareholder of Banka Kombetare Tregtare sh.a.

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of Banka Kombetare Tregtare sh.a. (the "Bank") as at 30 September 2013, and the related condensed consolidated interim statements of comprehensive income, changes in equity and cash flows for the nine month period then ended, and a summary of significant accounting policies and other explanatory notes to the interim financial information. Management is responsible for the preparation and fair presentation of this this condensed consolidated interim financial information in accordance with International Accounting Standard 34 Interim Financial Reporting. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International 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 condensed consolidated interim financial information does not present fairly, in all material respects, the financial position of the Bank as at 30 September 2013, and of its financial performance and its cash flows for the nine month period then ended in accordance with International Accounting Standard 34 *Interim Financial Reporting*.

Other Matter

The financial statements of the Bank for the year ended 31 December 2012 were audited by another auditor who expressed an unmodified opinion on those statements on February 26, 2013.

October 23, 2013

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Condensed consolidated interim statement of financial position as at 30 September 2013 (amounts in USD)

	30 September 2013	31 December 2012
Assets		
Cash and balances with Central Bank	246,454,553	231,341,516
Placement and balances with banks	190,986,153	149,439,990
Treasury bills	234,178,214	266,464,865
Investment securities available-for-sale	596,604,228	369,864,054
Investment securities held-to-maturity	231,098,485	221,912,787
Loans to banks	103,707,186	192,135,941
Loans to customers, net	876,239,246	854,185,956
Investment in associates	1,618,819	, , <u>-</u>
Property and equipment, net	27,116,990	28,168,784
Intangible assets, net	1,295,130	1,514,911
Other assets	36,613,814	22,285,162
Total assets	2,545,912,818	2,337,313,966
Liabilities and equity		
Liabilities		
Customer deposits	2,043,801,237	1,884,887,955
Due to banks and financial institutions	265,005,521	239,104,842
Due to third parties	2,209,961	2,249,325
Deferred tax liabilities	2,712,080	1,978,653
Accruals and other liabilities	8,706,437	11,594,079
Subordinated debt	13,706,041	13,195,323
Total liabilities	2,336,141,277	2,153,010,177
Equity		
Share capital	138,965,905	100,000,000
Legal reserve	130,703,703	3,410,723
Translation reserve	428,277	394,191
Fair value reserve	5,184,720	6,845,965
Retained earnings	65,192,639	73,652,910
Total equity	209,771,541	184,303,789
Total liabilities and equity	2,545,912,818	2,337,313,966

The condensed consolidated interim financial information was authorised for release by the Board of Directors on 23 October 2013 and signed on its behalf by:

Seyhan Pencapligil

CEO and Board Member

Skender Emini

Head of Financial and IT Group

The condensed consolidated interim statement of financial position is to be read in conjunction with the notes 1 to 13 that form part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of comprehensive income for the nine month and three month periods ended 30 September 2013 (amounts in USD)

	Nine month period ended 30 September 2013	Three month period ended 30 September 2013	Nine month period ended 30 September 2012	Three month period ended 30 September 2012
Interest				
Interest income	111,326,663	38,332,160	102,957,314	34,249,056
Interest expense	(57,301,951)	(19,021,914)	(50,978,919)	(17,729,089)
Net interest margin	54,024,712	19,310,246	51,978,395	16,519,967
Non-interest income, net				
Fees and commissions, net	8,319,232	3,329,796	7,540,857	2,862,868
Foreign exchange revaluation gain (loss), net	(1,720,058)	(836,986)	92,838	131,492
Realised foreign exchange gain (loss), net	(650,198)	(838,169)	20,240	(473,194)
Other income/(expense), net	6,754,201	454,043	(201,795)	(78,692)
Total non-interest income, net	12,703,177	2,108,684	7,452,140	2,442,474
Operating expenses				
Personnel	(12,511,618)	(4,297,149)	(11,367,259)	(3,793,927)
Administrative	(14,586,824)	(4,958,242)	(13,741,483)	(4,735,648)
Depreciation and amortization	(3,837,217)	(1,248,874)	(3,650,696)	(1,214,585)
Total operating expenses	(30,935,659)	(10,504,265)	(28,759,438)	(9,744,160)
Impairment of loans	(4,951,422)	(2,159,453)	(4,197,503)	(2,981,164)
Profit before taxes	30,840,808	8,755,212	26,473,594	6,237,117
Income tax	(3,184,746)	(929,626)	(2,754,780)	(677,334)
Net profit for the period	27,656,062	7,825,586	23,718,814	5,559,783
Foreign currency translation differences	34,086	634,293	2,390,106	441,697
Net change in fair value reserves	(1,661,245)	9,159,800	9,485,241	4,312,538
Other comprehensive income / (expense) for the period, net of income tax	(1,627,159)	9,794,093	11,875,347	4,754,235
Total comprehensive income for the period	26,028,903	17,619,679	35,594,161	10,314,018

The condensed consolidated interim statement of comprehensive income is to be read in conjunction with the notes 1 to 13 that form part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of changes in equity for the nine month period ended 30 September 2012 (amounts in USD)

	Share capital	Legal reserve	Translation reserve	Fair value reserve	Retained earnings	Total
Balance as at 1 January 2012	100,000,000	-	(2,748,295)	(7,222,165)	48,134,973	138,164,513
Transactions with owners recorded directly in equity						
Contributions by and distributions to owners						
Creation of legal reserves	-	3,410,723	-	-	(3,410,723)	-
Appropriation of 2011 year translation difference Adjustment of retained earnings with September	-	-	-	-	(2,748,295)	(2,748,295)
2012 exchange rate	-	-	-	-	(260,143)	(260,143)
Total contributions by and distributions to owners	-	3,410,723	-	-	(6,419,161)	(3,008,438)
Total comprehensive income for the period						
Net profit for the period	-	-	-	-	23,718,814	23,718,814
Other comprehensive income, net of income tax						
Net change in fair value reserve	-	_	_	9,485,241	-	9,485,241
Foreign currency translation differences	-	_	2,390,106	-	-	2,390,106
Total other comprehensive income	-	_	2,390,106	9,485,241	-	11,875,347
Total comprehensive income for the period	-	-	2,390,106	9,485,241	23,718,814	35,594,161
Balance as at 30 September 2012	100,000,000	3,410,723	(358,189)	2,263,076	65,434,626	170,750,236

The condensed consolidated interim statement of changes in equity is to be read in conjunction with the notes 1 to 13 that form part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of changes in equity for the nine month period ended 30 September 2013 (amounts in USD)

	Share capital	Legal reserve	Translation reserve	Fair value reserve	Retained earnings	Total
Balance as at 1 January 2013	100,000,000	3,410,723	394,191	6,845,965	73,652,910	184,303,789
Transactions with owners recorded directly in equity						
Contributions by and distributions to owners						
Increase in share capital	38,965,905	(3,282,146)	-	-	(35,683,759)	-
Adjustment for translation of legal reserve		(128,577)			128,577	-
Appropriation of 2012 year translation difference Adjustment of retained earnings with September 2013	-	-	-	-	394,191	394,191
exchange rate		-	-	-	(955,342)	(955,342)
Total contributions by and distributions to owners	38,965,905	(3,410,723)	-	-	(36,116,333)	(561,151)
Comprehensive income for the period						
Net profit for the period	-	-	-	-	27,656,062	27,656,062
Other comprehensive income, net of income tax						
Net change in fair value reserve	-	-	-	(1,661,245)	-	(1,661,245)
Foreign currency translation differences	-	-	34,086	-	-	34,086
Total other comprehensive income/(expense)		-	34,086	(1,661,245)	-	(1,627,159)
Total comprehensive income/(expense) for the period	<u>-</u>	-	34,086	(1,661,245)	27,656,062	26,028,903
Balance as at 30 September 2013	138,965,905	-	428,277	5,184,720	65,192,639	209,771,541

The condensed consolidated interim statement of changes in equity is to be read in conjunction with the notes 1 to 13 that form part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of cash flows for the nine month period ended 30 September 2013 (amounts in USD)

	Nine-month period ended 30 September 2013	Nine-month period ended 30 September 2012
Cash flows from operating activities:		
Profit before taxes	30,840,808	26,473,594
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Interest expense	57,301,951	50,978,919
Interest income	(111,326,663)	(102,957,314)
Depreciation and amortization	3,837,217	3,650,696
Gain on sale of property and equipment	(19,862)	(9,711)
Gain on sale of treasury bills	(146,357)	(207,335)
Gain on recovery of lost loans	(35,336)	(1,237)
Gain on sale of non-current assets	(34,210)	(53,858)
Write-off of property and equipment	1,823	9,992
Loss on unrecoverable lost loans	24,068	84,560
Provision on other debtors	187,142	356,851
Movement in the fair value reserve	(1,704,490)	9,433,653
Impairment of loans	4,951,422	4,197,503
Cash flows from operating profits before changes in operating	(16 133 499)	(0.042.607)
assets and liabilities	(16,122,488)	(8,043,687)
(Increase)/decrease in operating assets:		
Placements and balances with banks	(39,280,377)	(80,966,139)
Loans and advances to banks	88,525,074	(32,465,441)
Loans and advances to customers	(14,933,211)	(50,965,086)
Other assets	(13,320,680)	4,562,744
	20,990,806	(159,833,922)
Increase/(decrease) in operating liabilities:	12 4 200 250	224 500 504
Customer deposits	136,398,259	221,608,601
Due to third parties	(61,754)	106,964
Accruals and other liabilities	(2,459,943)	2,826,331
Subordinated debt	167,168	224 541 007
	134,043,730	224,541,896
Interest paid	(56,671,940)	(48,434,602)
Interest received	107,227,558	96,582,964
Income taxes paid	(3,684,485)	(2,047,094)
Net cash flows from operating activities	185,783,180	102,765,555
Cash flows from investing activities		
Purchases of investment securities	(221,522,699)	(112,870,960)
Purchases of treasury bills	(8,958,765)	(114,195,793)
Investment in associates	(1,592,670)	-
Purchases of property and equipment	(2,338,536)	(14,627,898)
Proceeds from sale of property and equipment	74,255	124,672
Proceeds from sale of treasury bills	40,579,877	66,751,579
Net cash used in investing activities	(193,758,537)	(174,818,400)
Cook flows from financing activities		
Cash flows from financing activities Proceeds from due to banks	23,257,965	76,090,117
Net cash from financing activities	23,257,965	76,090,117
_		
Net increase in Cash and balances with Central Bank	15,282,609	4,037,272
Translation difference Cosh and haloness Control Bonk at the hasinning of the year	(169,572)	(948,544)
Cash and balances Central Bank at the beginning of the year	231,341,516	190,597,582
Cash and balances Central Bank at the end of the period	246,454,553	193,686,310

The condensed consolidated interim statement of cash flows is to be read in conjunction with the notes 1 to 13 that form part of the condensed consolidated interim financial information.

Explanatory notes as of and for the nine month period ended 30 September 2013 (amounts in USD, unless otherwise stated)

1. General

Banka Kombetare Tregtare sh.a (the "Bank") is a commercial bank offering a wide range of universal services. The Bank provides banking services to state and privately owned enterprises and to individuals in Albania and in Kosovo.

2. Share capital

The Bank's share capital is issued and maintained in United States Dollars ("USD") as allowed by the legislation in Albania as well as by a special Law no.8634 between the Bank's shareholders and the Republic of Albania on the Bank's privatisation. Furthermore, the Operating Policy Guidelines of the Bank require that the share capital be hedged by USD assets and it is therefore treated as a monetary item, with the revaluation difference being taken to the profit and loss account together with the revaluation difference of the corresponding USD asset, which offset each other in a natural hedge.

Upon the Shareholder's Decision dated 28 March 2012, the Bank created legal reserves of Lek 358,706 thousand (equivalent of USD 3,409,750). The remaining part of statutory profit for the year 2011 was kept as retained earnings.

Upon the Shareholder's Decision dated 27 March 2013, the Bank increased its paid-up capital by Lek 4,258,584 thousand (equivalent of USD 38,965,904.9), using the legal reserves of Lek 358,706 thousand (equivalent of USD 3,282,145.8) and part of the retained earnings of Lek 3,899,878 thousand (equivalent of USD 35,683,759.1). The capital increase was translated into USD using the exchange rate published by Bank of Albania as at 27 March 2013 (109.29 Lek per USD).

Following this increase, the shareholding structure remained the same as did the nominal value of shares at USD 12.35, while the number of shares increased by 3,155,134. The shareholding structure as at 30 September 2013 and 31 December 2012 was as follows:

	30 September 2013		31 Dece	mber 2012		
	No. of shares	Total in USD	%	No. of shares	Total in USD	%
Calik Finansal Hizmetler A.S.	11,252,300	138,965,905	100	8,097,166	100,000,000	100

3. Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 "*Interim Financial Reporting*". They do not include all the information required for full annual financial statements, and should be read in conjunction with the financial statements of the Bank as at and for the year ended 31 December 2012.

4. Functional and presentation currency

The financial statements are prepared in Albanian Lek "Lek" which is the currency of the primary economic environment in which the Bank operates (its functional currency). For reporting purposes these condensed consolidated interim financial statements are presented in USD which is the presentation currency.

The results and financial position of the Bank are translated in the presentation currency by translating (i) assets and liabilities at the closing rate at the date of that statement of financial position; and (ii) income and expenses at exchange rates at the dates of the transactions. All resulting exchange differences from the translation to the presentation currency are recognised in other comprehensive income.

Explanatory notes as of and for the nine month period ended 30 September 2013 (amounts in USD, unless otherwise stated)

5. Significant accounting policies

The accounting policies applied by the Bank in these condensed consolidated interim financial statements are the same as those applied by the Bank in its consolidated financial statements as at and for the year ended 31 December 2012.

The costs that are incurred evenly during the financial year are anticipated or deferred in the interim financial statements only if it would be also appropriate to anticipate or defer such costs at the end of the financial year.

6. Estimates

The preparation of these condensed consolidated interim financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Except as described below, in preparing these condensed consolidated interim financial statements, the significant judgements made by management in applying the Bank's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements as at and for the year ended 31 December 2012.

7. Financial risk management

During the nine months ended 30 September 2013 the Bank's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2012.

8. Impairment of loans

At each reporting date the Bank assesses whether there is objective evidence that financial assets not carried at fair value through profit or loss are impaired.

As at 31 December 2012 the impairment for loan losses was USD 19,675,821. Following the assessments made by 30 September 2013, an additional allowance for impairment of USD 4,951,422 for the nine months ended 30 September 2013 (for the nine months ended 30 September 2012: USD 4,197,503) was charged.

9. Seasonality of operations

The Bank's activity is not subject to seasonal fluctuations.

10. Income tax

The Bank's effective tax rate for the nine months ended 30 September 2013 was 10.3 per cent (for the nine months ended 30 September 2012: 10.4 per cent), while the income tax rate in Albania is 10%.

11. Contingencies

In the normal course of business the Bank is presented with legal claims and litigation; the Bank's management is of the opinion that no material losses will be incurred in relation to legal claims outstanding as at 30 September 2013.

Explanatory notes as of and for the nine month period ended 30 September 2013 (amounts in USD, unless otherwise stated)

12. Related party transactions

In accordance with IAS 24 "Related Party Disclosures", a related party is any party that has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

Identity of related parties

The Bank has related party relationships with its shareholders and affiliates, directors and executive officers. The Bank's sole shareholder is Calik Finansal Hizmetler, which is owned by Calik Holding at 100% as at 30 September 2013.

ALBtelecom Sh.a., Eagle Mobile Sh.a., Aktif Yatirim Bankasi A.S. ("Aktifbank"), GAP Pazarlama FZE, Calik Elektrik Dagitim A.S, Calik Enerji Sanayi Ve. Ticaret A.S, and Lidya Madencilik San. ve. Tic A.S. are controlled by Calik Holding.

Anateks Anadolu Tekstil Fab. Tic. is an entity controlled by individuals that are close members of the family of the owner of Calik Holding.

	30 September 2013	31 December 2012
Assets		
Placement and balances with banks:		
Current accounts with Aktifbank	204,511	78,297
Placements with Aktifbank	14,169,663	
Investment securities available-for-sale:		
Aktifbank	40,322,985	23,158,640
Loans to customers:		
Anateks Anadolu Tekstil Fab. Tic.	-	11,857,389
Total assets	54,697,159	35,094,326
Liabilities		
Due to banks and financial institutions:		
Borrowings from Aktifbank		3,924,158
Customer deposits:	-	3,924,138
ALBtelecom Sh.a.	4,961,775	3,373,026
Eagle Mobile Sh.a.	4,901,773	654,490
Other liabilities:	30	034,470
Payables to Calik Holding and		
ALBtelecom Sh.a	3,017	
Total liabilities	4,964,822	7,951,674
Total natifices	4,904,622	7,931,074
	20.0	24 75 1 2042
	30 September 2013	31 December 2012
Commitments and contingencies		
Guarantees in favour of customers:		22 607
ALBtelecom Sh.a.	-	32,607
Calik Elektrik Dagitim A.S and Calik Enerji Sanayi	-	1 210 772
Ve. Ticaret A.S		1,318,753

Explanatory notes as of and for the nine month period ended 30 September 2013 (amounts in USD, unless otherwise stated)

12. Related party transactions (continued)

Balances and transactions with shareholders and affiliates

	Nine month period ended 30 September 2013	Nine month period ended 30 September 2012
Statement of comprehensive income		
Interest income from:		
Aktifbank	840,394	577,906
GAP Pazarlama FZE	-	177,500
Anateks Anadolu Tekstil Fab. Tic.	401,476	485,657
ALBtelecom Sh.a.	-	10,484
Eagle Mobile sh.a	-	6,140
Interest expenses for:		
ALBtelecom Sh.a. and Eagle Mobile Sh.a.	(62,176)	(27,100)
Aktifbank	(33,936)	(2,232)
Fees and commissions:		
Commissions charged by Aktifbank	-	(3,347)
Letters of guarantee: ALBtelecom Sh.a., Calik		
Elektrik Dagitim A.S and Calik Enerji Sanayi Ve.		
Ticaret A.S	6,589	20,459
Account maintenance and lending fees from		
ALBtelecom Sh.a. and Eagle Mobile Sh.a.	543	10,044
Other income:		
Operating lease income from ALBtelecom Sh.a.	8,434	-
Operating expenses		
ALBtelecom Sh.a., Eagle Mobile Sh.a. and Calik		
Holding	(859,704)	(625,188)
Net	673,156	240,069

Balances and transactions with directors and executive officers

The remuneration of directors and executive officers is included in personnel expenses. It can be detailed as follows:

	Nine month period ended	Nine month period ended
	30 September 2013	30 September 2012
Directors	85,556	80,000
Executive officers	1,540,317	1,440,595
	1,625,873	1,520,595

The remuneration of directors and executive officers for the year ended 31 December 2012 was USD 2,578,114.

As at 30 September 2013, the total deposits of directors held with the Bank were USD 942,248 (31 December 2012: USD 770,061), while the outstanding loans granted to directors were USD 12,370 (31 December 2012: nil).

13. Events after the reporting period

There are no subsequent events that would require either adjustments or additional disclosures in the condensed consolidated interim financial information.