Independent Auditors' Review Report and Condensed Consolidated Interim Financial Information as at and for the nine month period ended 30 September 2014

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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 September 30, 2014, and the related condensed consolidated interim statements of profit or loss and other comprehensive income, changes in equity and cash flows for the nine months 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 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 September 30, 2014, and its financial performance and its cash flows for the nine months period then ended in accordance with International Accounting Standard 34 *Interim Financial Reporting*.

Tirana, Albania October 27, 2014 Elvis Ziu

Engagement Partner

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Condensed consolidated interim statement of financial position as at 30 September 2014 (amounts in USD)

Associated in the control of the con	30 September 2014	31 December 2013
Assets		
Cash and balances with Central Bank	221,540,361	237,473,002
Placement and balances with banks	272,461,477	201,279,874
Treasury bills	240,217,995	236,724,368
Trading and available-for-sale securities	732,766,312	697,179,575
Held-to-maturity securities	213,900,476	217,755,420
Loans to banks	148,499,959	121,650,866
Loans to customers	834,392,208	886,202,417
Investment in associates	1,513,320	1,651,128
Property and equipment	24,992,862	27,942,467
Intangible assets	1,121,553	1,235,689
Other assets	47,786,268	46,647,434
Total assets	2,739,192,791	2,675,742,240
Liabilities and shareholders' equity		
Liabilities		
Customer deposits	2,129,276,033	2,154,265,396
Due to banks and financial institutions	336,709,613	278,355,823
Due to third parties	2,010,319	1,738,013
Deferred tax liabilities	1,668,043	3,264,859
Accruals and other liabilities	11,566,373	9,355,434
Subordinated debt	19,208,250	13,796,864
Total liabilities	2,500,438,631	2,460,776,389
Shareholders' equity		
Share capital	138,965,905	138,965,905
Legal reserve	7,355,870	
Translation reserve	(2,512,088)	1,140,491
Fair value reserve	(1,226,128)	(3,196,237)
Retained earnings	96,170,601	78,055,692
Total shareholders' equity	238,754,160	214,965,851
Total liabilities and shareholders' equity	2,739,192,791	2,675,742,240

The condensed consolidated interim financial information was authorised for release by the Board of Directors on 27 October 2014 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 14 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 2014 (amounts in USD)

	Nine month period ended 30 September 2014	Three month period ended 30 September 2014	Nine month period ended 30 September 2013	Three month period ended 30 September 2013
Interest				
Interest income	107,836,252	34,716,829	109,921,262	38,140,189
Interest expense	(43,097,091)	(12,400,653)	(57,301,951)	(19,021,914)
Net interest margin	64,739,161	22,316,176	52,619,311	19,118,275
Non-interest income, net				
Fees and commissions, net	10,262,045	3,161,380	8,319,232	3,329,796
Foreign exchange revaluation gain (loss), net	3,518,765	2,837,894	(1,720,058)	(836,986)
FX trading activities loss, net	(4,973,948)	(1,414,296)	(650,198)	(838,169)
Securities trading gain (loss), net	(1,744,721)	(1,869,758)	1,405,401	191,971
Other income/(expense), net	1,853,438	286,757	6,754,201	454,043
Total non-interest income, net	8,915,579	3,001,977	14,108,578	2,300,655
Operating expenses				
Personnel	(13,710,313)	(4,668,924)	(12,511,618)	(4,297,149)
Administrative	(15,971,512)	(5,538,708)	(14,586,824)	(4,958,242)
Depreciation and amortization	(3,721,960)	(1,202,222)	(3,837,217)	(1,248,874)
Total operating expenses	(33,403,785)	(11,409,854)	(30,935,659)	(10,504,265)
Impairment of loans	(3,294,242)	(535,827)	(4,951,422)	(2,159,453)
Profit before taxes	36,956,713	13,372,472	30,840,808	8,755,212
Income tax	(6,363,926)	(2,022,051)	(3,184,746)	(929,626)
Net profit for the period	30,592,787	11,350,421	27,656,062	7,825,586
Foreign currency translation differences	(3,652,579)	(2,350,750)	34,086	634,293
Net change in fair value reserves	1,970,109	6,187	(1,661,245)	9,159,800
Other comprehensive income / (loss) for the period, net of income tax	(1,682,470)	(2,344,563)	(1,627,159)	9,794,093
Total comprehensive income for the period	28,910,317	9,005,858	26,028,903	17,619,679

The condensed consolidated interim statement of comprehensive income is to be read in conjunction with the notes 1 to 14 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 2014 (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	_	-	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 14 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 2014 (amounts in USD)

	Share capital	Legal reserve	Translation reserve	Fair value reserve	Retained earnings	Total
Balance as at 1 January 2014	138,965,905	-	1,140,491	(3,196,237)	78,055,692	214,965,851
Transactions with owners recorded directly in equity						
Contributions by and distributions to owners						
Creation of legal reserve	-	7,355,870	-	-	(7,355,870)	-
Appropriation of 2013 year translation difference Adjustment of retained earnings with September 2014	-	-	-	-	1,140,491	1,140,491
exchange rate		-	-	-	(6,262,499)	(6,262,499)
Total contributions by and distributions to owners	-	7,355,870	-	-	(12,477,878)	(5,122,008)
Comprehensive income for the period Net profit for the period	-	-	-	-	30,592,787	30,592,787
Other comprehensive income, net of income tax						
Net change in fair value reserve	-	-	-	1,970,109	-	1,970,109
Foreign currency translation differences		-	(3,652,579)	-	-	(3,652,579)
Total other comprehensive income/(expense)	-	-	(3,652,579)	1,970,109	-	(1,682,470)
Total comprehensive income/(expense) for the period	_	-	(3,652,579)	1,970,109	30,592,787	28,910,317
Balance as at 30 September 2014	138,965,905	7,355,870	(2,512,088)	(1,226,128)	96,170,601	238,754,160

The condensed consolidated interim statement of changes in equity is to be read in conjunction with the notes 1 to 14 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 2014 (amounts in USD)

	Nine-month period ended 30 September 2014	Nine-month period ended 30 September 2013
Cash flows from operating activities: Profit before taxes	36,956,713	30,840,808
Adjustments to reconcile change in net assets to net cash provided by operating activities:	20,730,712	20,010,000
Interest expense	43,097,091	57,301,951
Interest income	(107,836,252)	(109,921,262)
Depreciation and amortization	3,721,960	3,837,217
Gain on sale of property and equipment Gain on sale of treasury bills	(44,238) (35,574)	(19,862) (146,357)
Gain on recovery of lost loans	(11,622)	(35,336)
Gain on sale of non-current assets	(12,211)	(34,210)
Write-off of property and equipment	(,) -	1,823
Loss on unrecoverable lost loans	121,541	24,068
Provision on other debtors	-	-
Movement in the fair value reserve	1,834,576	(1,704,490)
Impairment of loans	3,294,242	4,951,422
Cash flows from operating profits before changes in operating assets and liabilities	(18,913,774)	(14,904,229)
(Increase)/decrease in operating assets:		
Placements and balances with banks	(94,193,950)	(39,280,377)
Loans and advances to banks	(39,319,090)	88,525,074
Loans and advances to customers Other assets	(25,014,835) (6,713,488)	(14,933,211) (13,133,537)
Other assets	(165,241,363)	21,177,948
Increase/(decrease) in operating liabilities: Customer deposits	169,294,020	136,398,259
Due to third parties	444,028	(61,754)
Accruals and other liabilities	1,206,685	(2,459,943)
Subordinated debt	6,737,784	167,168
	177,682,517	134,043,730
Interest paid	(50,767,948)	(56,671,940)
Interest received	108,150,745	105,822,157
Income taxes paid	(4,380,958)	(3,684,485)
Net cash flows from operating activities	46,529,219	185,783,180
Cash flows from investing activities	(440.0=0.00)	(224 222 (22)
Purchases of investment securities	(110,373,302)	(221,522,699)
Purchases of treasury bills Investment in associates	(56,248,718) 3,598	(8,958,765) (1,592,670)
Purchases of property and equipment	(3,477,338)	(2,338,536)
Proceeds from sale of property and equipment	537,492	74,255
Proceeds from sale of treasury bills	27,809,408	40,579,877
Net cash used in investing activities	(141,748,860)	(193,758,537)
Cash flows from financing activities	06.004.601	22 257 075
Proceeds from due to banks Net cash from financing activities	86,994,691 86,994,691	23,257,965 23,257,965
Net increase in Cash and balances with Central Bank	(8,224,950)	15,282,609
Translation difference	(7,707,691)	(169,572)
Cash and balances Central Bank at the beginning of the year	237,473,002	231,341,516
Cash and balances Central Bank at the end of the period	221,540,361	246,454,553

The condensed consolidated interim statement of cash flows is to be read in conjunction with the notes 1 to 14 that form part of the condensed consolidated interim financial information.

Explanatory notes as of and for the nine month period ended 30 September 2014 (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 25 March 2014, the Bank created legal reserves of Lek 747,430 thousand (equivalent of USD 7,355,870). The remaining part of statutory profit for the year 2013 was kept as retained earnings.

At 30 September 2014 and 31 December 2013, the registered share capital was USD 138,965,905 divided into 11,252,300 shares with a nominal value of USD 12.35, while the shareholding structure was as follows:

	30 Septe	ember 2014		31 Dece	ember 2013	
	No. of shares	Total in USD	%	No. of shares	Total in USD	%
Calik Finansal Hizmetler A.S.	11,252,300	138,965,905	100	11,252,300	138,965,905	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 2013.

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 2014 (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 2013.

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 2013.

7. Financial risk management

During the nine months ended 30 September 2014 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 2013.

8. Fair value of financial assets

As at September 30, 2014 the Bank's trading and available-for-sale portfolio includes financial assets held for trading amounting USD 42,091,650 (December 31, 2013: none) and financial assets available for sale amounting USD 690,674,662 (December 31, 2013: USD 697,179,575).

9. 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 2013 the impairment for loan losses was USD 26,877,330. Following the assessments made by 30 September 2014, an additional allowance for impairment of USD 3,294,242 for the nine months ended 30 September 2014 (for the nine months ended 30 September 2013: USD 4,951,422) was charged.

10. Seasonality of operations

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

11. Income tax

The Bank's effective tax rate for the nine months ended 30 September 2014 was 17.2 per cent (for the nine months ended 30 September 2013: 10.3 per cent). The effective income tax rate resulted above 17%, due to the impact of cumulative deferred tax liability calculated at 15% tax rate instead of 10% applied until the end of year 2013. The income tax rate in Albania is 15%, effective from 1 January 2014.

Explanatory notes as of and for the nine month period ended 30 September 2014 (amounts in USD, unless otherwise stated)

12. 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 2014.

13. 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 2014. The ultimate controlling party is Mr Ahmet Calik.

ALBtelecom Sh.a., Eagle Mobile Sh.a., Aktif Yatirim Bankasi A.S. ("Aktifbank"), GAP Pazarlama FZE, Gap İnşaat Yatırım ve Dış Ticaret A.Ş., Calik Elektrik Dagitim A.S and Calik Enerji Sanayi Ve. Ticaret A.S and Kosovo Electricity Distribution and Supply Company J.S.C (KEDS) 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 2014	31 December 2013
Assets		
Placement and balances with banks:		
Current accounts with Aktifbank	150,643	88,290
Placements with Aktifbank	-	12,054,618
Investment securities available-for-sale:		
Aktifbank	-	40,852,295
Loans to customers:		
KEDS	1,917,879	1,854,163
ALBtelecom	3,877,283	-
GAP Pazarlama FZE	7,235,112	-
Gap İnşaat Yatırım ve Dış Ticaret A.Ş.	3,159,408	
Other assets:		
Receivables from ALBtelecom Sh.a	5,725	11,035
Total assets	16,346,050	54,860,401
Liabilities		
Due to banks and financial institutions: Borrowings from Aktifbank		11,199,412
Customer deposits:	-	11,199,412
ALBtelecom Sh.a.	2,148,087	4,112,346
Eagle Mobile Sh.a.	2,148,087	4,112,340
Other liabilities:	204	24
Payables to ALBtelecom Sh.a		67,793
Total liabilities	2 149 251	15,379,575
1 otal habilities	2,148,351	15,579,575
	30 September 2014	31 December 2013
Commitments and contingencies		
Guarantees in favour of customers:		
KEDS	3,175,073	7,163,046

Explanatory notes as of and for the nine month period ended 30 September 2014 (amounts in USD, unless otherwise stated)

13. Related party transactions (continued)

Balances and transactions with shareholders and affiliates

	Nine-month period ended 30 September 2014	Nine-month period ended 30 September 2013
Statement of profit or loss and other	•	•
comprehensive income		
Interest income from:		
Aktifbank	1,130,611	840,394
Anateks Anadolu Tekstil Fab. Tic.	-	401,476
GAP Pazarlama FZE	61,836	-
Gap İnşaat Yatırım ve Dış Ticaret A.Ş.	5,607	-
KEDS	133,601	-
ALBtelecom Sh.a.	99,316	-
Interest expenses for:		
ALBtelecom Sh.a. and Eagle Mobile Sh.a.	(26,771)	(62,176)
Aktifbank	(74,283)	(33,936)
Fees and commissions:	, ,	,
Letters of guarantee:	-	-
ALBtelecom Sh.a.	232	-
Calik Elektrik Dagitim A.S and Calik Enerji Sanayi		
Ve. Ticaret A.S	-	6,589
KEDS	12,513	
Account maintenance and lending fees from	,	
ALBtelecom Sh.a. and Eagle Mobile Sh.a.	1,442	543
Other income:	,	
Operating lease income from ALBtelecom Sh.a.	55,992	8,434
Operating Expenses	,	,
ALBtelecom Sh.a., Eagle Mobile Sh.a. and Calik		
Holding	(898,579)	(859,704)
Net	501,517	301,620

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 2014	30 September 2013
Directors	98,921	85,556
Executive officers	1,585,406	1,540,317
	1,684,327	1,625,873

The remuneration of directors and executive officers for the year ended 31 December 2013 was USD 2,818,291.

As at 30 September 2014, the total deposits of directors held with the Bank were USD 824,187 (31 December 2013: USD 1,015,441), while there are no outstanding loans granted to directors (31 December 2013: nil).

Explanatory notes as of and for the nine month period ended 30 September 2014 (amounts in USD, unless otherwise stated)

14. Events after the reporting period

On October 17, 2014, the General Meeting of Shareholders approved to increase the Bank's authorized and paid in capital to USD 166,403,900 via the emission of new shares by capitalizing remaining retained earnings from 2013, obligatory reserve created from the profit of 2013 and the general reserve created from the profit of 2013.

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