

CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2001

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INDEPENDENT ACCOUNTANTS' COMPILATION REPORT

To the Shareholders and Board of Directors of JSC Kazkommertsbank

On the basis of information provided by management we have compiled, in accordance with the International Standard on Auditing applicable to compilation engagements, the consolidated balance sheet of JSC Kazkommertsbank and Subsidiaries as of June 30, 2001, and the consolidated profit and loss account, consolidated statement of changes in equity and consolidated statement of cash flows for the six-month period then ended. The Bank's management is responsible for these financial statements. We have not audited or reviewed these financial statements and accordingly express no assurance thereon.

August 16, 2001

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2001 (in KZT and in thousands, except per share amounts)

	Notes	2001	2000
Interest income	3,11	7,898,988	4,355,969
Interest expense	3,11	3,623,294	2,929,508
Net interest income before provisions for loan losses		4,275,694	1,426,461
Provisions/(recovery) for loan losses		1,377,150	(431,301)
NET INTEREST INCOME		2,898,544	1,857,762
Net gain on sale of securities	11	169,967	75,604
Unrealised gain on dealing securities revaluation		227,384	946,203
Net gain/(loss) on foreign exchange operations		340,961	(23,060)
Net change in monetary position		103,591	(47,965)
Fee and commission income		1,580,009	1,231,234
Fee and commission expense		(288,024)	(180,504)
Realised (loss)/gain on securities available-for-sale		(1,415)	6,921
Equity income from associates		237,955	232,053
Dividends received and other investment income		350 42.573	11
Other income		42,573	24,265
NET NON-INTEREST INCOME		2,413,351	2,264,762
OPERATING INCOME		5,311,895	4,122,524
Operating expenses		2,629,763	2,433,237
INCOME BEFORE PROVISIONS FOR LOSSES ON OTHER TRANSACTIONS AND INCOME TAX EXPENSE		2,682,132	1,689,287
Recovery/(provision) on losses on other transactions		21,136	(324,208)
INCOME BEFORE INCOME TAX EXPENSE		2,703,268	1,365,079
Income tax (expense)/recovery		(250,185)	360,573
NET INCOME		2,453,083	1,725,652
Earnings per share Basic and diluted (in KZT)	4	8.62	6.06
Earnings per share annualised/actual Basic and diluted (in KZT)		17.24	14.14

CONSOLIDATED BALANCE SHEET

AS OF JUNE 30, 2001

(in KZT and in thousands)

ASSETS	Notes	June, 30 2001	December, 31 2000
Cash and balances with the National Bank of Kazakhstan Loans and advances to banks, net Dealing securities Securities under reverse repurchase agreement Loans to customers, net Securities available-for-sale Securities held-to-maturity Investments in associates	5 6,11 7 8 9,11	9,885,405 22,205,687 7,905,261 204,155 109,400,897 1,247,176 268,344 1,682,826 2,250,658	5,011,922 15,711,530 23,039,675 3,089,016 67,080,203 1,219,271 220,081 2,047,368
Fixed assets, net Intangible assets, net Other assets TOTAL ASSETS	-	2,250,658 561,320 7,553,337	2,021,181 477,476 4,097,954 124,015,677
LIABILITIES, SHARE CAPITAL AND RESERVES	-	,,	<u> </u>
Loans and advances from banks Customer accounts Debt securities issued Other borrowed funds Other liabilities Subordinated debt Dividends payable to shareholders	11	37,965,404 90,941,639 405,452 4,396,717 7,004,461 2,864,398 1,236,325	23,362,974 54,138,572 14,899,527 4,401,631 7,040,501 2,820,385
TOTAL LIABILITIES	-	144,814,396	106,663,590
SHARE CAPITAL AND RESERVES Share capital Reserves	-	2,931,906 15,418,764	2,931,906 14,420,181
TOTAL SHARE CAPITAL AND RESERVES	-	18,350,670	17,352,087
TOTAL LIABILITIES, SHARE CAPITAL AND RESERVES	=	163,165,066	124,015,677

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2001 (in KZT and in thousands)

	Share capital	Share premium	Revaluation reserve	Retained earnings	Total
Balance at January 1, 2000	2,941,814	2,830,951	94,447	7,507,614	13,374,826
Amortisation of fixed assets revaluation reserve Share capital repurchased Net income for the period	(9,302)	(37,330)	(66,418)	66,418 - 1,725,652	(46,632) 1,725,652
Balance at June 30, 2000	2,932,512	2,793,621	28,029	9,299,684	15,053,846
Balance at January 1, 2001	2,931,906	2,793,930	10,351	11,615,900	17,352,087
Amortisation of fixed assets revaluation reserve Dividends declared Net income for the period	- - -	- - -	(29)	29 (1,454,500) 2,453,083	(1,454,500) 2,453,083
Balance at June 30, 2001	2,931,906	2,793,930	10,322	12,614,512	18,350,670

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2001 (in KZT and in thousands)

	Notes	2001	2000
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before taxes on income		2,703,268	1,365,079
Adjustments for:		1 277 150	(421 201)
Provisions/(recovery) for loan losses		1,377,150	(431,301)
(Recovery)/provision on losses on other transactions Unrealised gain and amortisation of discounts on dealing		(21,136)	324,208
securities		(986,624)	(1,708,520)
Depreciation and amortisation		223,414	172,902
(Increase)/decrease in net interest accruals		(1,842,868)	1,594,770
Net change in dividends accrued		(225.055)	(2,467)
Income from equity investments	_	(237,955)	(232,053)
Operating profit before changes in operating assets/liabilities Changes in operating assets and liabilities		1,215,249	1,082,618
(Increase)/decrease in operating assets			
Loans and advances to banks		(8,706,380)	(27,071)
Loans to customers		(43,597,356)	1,046,154
Other assets		(430,270)	(21,108)
Increase/(decrease) in operating liabilities			
Loans and advances from banks		14,602,430	(7,079,130)
Customer accounts		36,803,067	11,411,788
Other borrowed funds		(4,914)	(474,152)
Other liabilities	_	(977,442)	696,113
CASH (OUTFLOWS)/INFLOWS FROM OPERATING			
ACTIVITIES BEFORE TAX		(1,095,616)	6,635,212
Income taxes paid	_	(6,913)	(9,702)
Net cash (outflows)/inflows from operating activities	_	(1,102,529)	6,625,510
CASH FLOWS FROM INVESTING ACTIVITIES			
Net purchases of fixed assets		(410,772)	(163,171)
Net acquisition of intangible assets		(126,047)	(130,299)
Net disposal of investments		(34,560)	-
Net disposal/(acquisition) of dealing securities and securities			
available-for-sale	_	18,929,731	(1,742,696)
Net cash inflows/(outflows) from investing activities	_	18,358,352	(2,036,166)
CASH FLOWS FROM FINANCING ACTIVITIES			
Debt securities issued, net		(14,494,075)	(16,489)
Shares repurchased, net		-	(9,302)
Disbursements from share premium, net	_		(37,330)
Net cash outflows from financing activities	_	(14,494,075)	(63,121)
NET INCREASE IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS AT BEGINNING OF		2,761,748	4,526,223
THE PERIOD		16,829,053	8,153,420
CASH AND CASH EQUIVALENTS AT END OF THE	_	<u>. </u>	
PERIOD	=	19,590,801	12,679,643

NOTES TO THE FINANCIAL STATEMENTS FOR THE SIX MONTH PERIOD ENDED JUNE 30, 2001 (in KZT and in thousands)

1 ACCOUNTING POLICIES

The consolidated financial statements of JSC "Kazkommertsbank" (the "Bank") were prepared under International Accounting Standards ("IAS") and include the financial statements of the Bank and its wholly-owned subsidiaries, JSC "Kazkommerts Securities", "Kazkommerts Capital-2BV", "Kazkommerts Finance-2 BV", "Kazkommerts International BV" and CSC "Edinaya Raschetnaya Systema". The preparation of the consolidated financial statements in conformity with IAS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Although the interim amounts are unaudited, they do reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of operations for the interim periods. All such adjustments are of a normal, recurring nature. Because the results from ordinary banking activities are so closely related and responsive to changes in market conditions, the results for any interim period are not necessarily indicative of the results that can be expected for the entire year.

These financial statements should be read in conjunction with the consolidated financial statements and related notes included in the Bank's annual financial statements for the year ended December 31, 2000.

2 NEW ACCOUNTING STANDARD

Effective January 1, 2001, the Bank adopted IAS 39, "Financial Instruments: Recognition and Measurement", as revised ("IAS 39"). As a result of the adoption of this standard the Bank now classifies its investment securities into the following categories: dealing securities, securities held-to-maturity and securities available-for-sale.

Dealing securities - Dealing securities represent debt and equity securities held for trading and are acquired principally for the purpose of generating a profit from short-term fluctuations in price or dealer's margin. Dealing securities are initially recorded at cost and subsequently measured at fair value.

Securities held-to-maturity - Securities held-to-maturity are debt securities with fixed or determinable payments and fixed maturity that the Bank has the positive intent and ability to hold to maturity. Such securities are carried at amortized cost, less any provision for impairment. Amortized discounts are recognized in interest income using the effective interest method over the period to maturity.

Securities available-for-sale - Securities available-for-sale represent debt and equity investments that are intended to be held for an indefinite period of time. Such securities are initially recorded at cost, which approximates the fair value of the consideration given, and subsequently measured at fair value, with such remeasurement included in the consolidated profit and loss accounts.

In 2000, prior to the adoption of IAS 39, such investments were either classified as dealing securities or investments (current or long-term). As most of the Bank's investments were considered current, and already reflected at fair value, the adoption of IAS 39 did not have a material effect on the Bank's financial statements. The December 31, 2000 securities have been reclassified to conform to current presentation.

IAS 39 also pertains to the accounting for derivative financial instruments. As the Bank's derivative financial instruments are limited to foreign exchange contracts, and such instruments are not used for hedging purposes, no change in accounting results from the application of this standard for such derivative financial instruments.

The determination of fair value of the Bank's dealing securities and securities available-for-sale is based on quoted bid prices or, if unavailable, on the estimates of experts.

3 NET INTEREST INCOME

	June 30, 2001	June 30, 2000
Interest income		
Interest on loans to customers	6,777,221	3,403,351
Interest on loans and advances to banks	362,527	190,301
Interest on dealing securities	759,240	762,317
Total interest income	7,898,988	4,355,969
Interest expense		
Interest on customer accounts	1,553,803	591,259
Interest on loans and advances from banks	1,338,644	1,188,629
Interest on debt securities issued	575,195	980,774
Other interest expense	155,652	168,846
Total interest expense	3,623,294	2,929,508
Net interest income before provisions for loan losses	4,275,694	1,426,461

4 EARNINGS PER SHARE

Basic EPS was calculated by dividing net income for the period by the weighted average number of ordinary shares outstanding:

	June 30, 2001	June 30, 2000
Earnings: Net income for the period	2,453,083	1,725,652
Weighted average number of shares: for the purpose of basic and diluted earnings per share	284,430,136	284,928,268
Earnings per share: basic and diluted (in KZT)	8.62	6.06

5 DEALING SECURITIES

	Effective interest rates (%)	June 30, 2001	December 31, 2000
Euronotes of the Ministry of Finance of the			
Russian Federation	5.0-12.75%	2,934,893	2,652,749
Euronotes of the Ministry of Finance of the	8.375-		
Republic of Kazakhstan	13.625%	2,126,838	394,957
Government treasury bills	8.0%	1,073,478	2,017,385
Short-term notes of the NBRK	5.5%	712,764	7,249,824
Karazhanbasmunai bonds	11.0%	561,901	-
Kaztransoil bonds	9.0%	495,387	-
Euronotes of Kazkommerts International B.V.		· -	9,917,757
Kazakhoil bonds		-	736,585
Almaty Kus bonds		-	70,418
Total dealing securities		7,905,261	23,039,675

6 LOANS TO CUSTOMERS

	June, 30 2001	December 31, 2000
Loans collateralised by cash or government guarantees	5,129,597	3,191,328
Loans collateralised by financial institution guarantees	684,456	2,207,185
Loans collateralised by other guarantees	3,547,055	2,284,081
Loans collateralised by shares of companies	13,900,813	13,922,820
Loans collateralised by equipment	5,940,338	3,811,937
Loans collateralised by inventory	10,783,893	3,101,345
Loans collateralised by real estate	17,458,348	9,002,519
Loans collateralised by mixed and other collateral	50,136,991	32,411,694
Unsecured loans	9,598,458	3,713,305
	117,179,949	73,646,214
Less provisions for loan losses	(7,779,052)	(6,566,011)
	109,400,897	67,080,203

Analysis by sector	June, 30 2001	December 31, 2000
Agriculture	15,859,894	11,429,847
Mining / metallurgy	6,798,807	6,562,222
Trade	15,519,963	11,317,244
Finance	6,719,286	6,545,950
Hotels	2,954,697	2,457,489
Energy	10,177,268	1,943,279
Chemical	139,450	24,106
Engineering	831,413	755,855
Construction	7,506,762	5,229,230
Food	18,305,969	10,185,548
Medical	569,436	492,964
Transport and communication	9,736,920	6,402,501
Oil and gas	13,953,455	5,278,106
Other	8,106,629	5,021,873
	117,179,949	73,646,214
Less provisions for loan losses	(7,779,052)	(6,566,011)
	109,400,897	67,080,203

7 SECURITIES AVAILABLE-FOR-SALE

	Effective		
	interest	June 30,	December, 31
	rate	2001	2000
Debt securities available-for-sale			
Euronotes of Hurricane Hydrocarbons Ltd	9.0%	553,103	540,294
SHNOS notes	10.0%	7,174	
Subtotal debt securities available-			
for-sale		560,277	540,294
Equity securities available-for-sale	% held		
Kazakhtelecom (including ordinary shares for			
KZT 8,232 thousand and preferred shares for			
KZT 489,325 thousand)	2.24%	497,557	489,436
Ust-Kamenogorsk titanium-magnesium plant	2.50%	107,482	107,681
Global Kazkommerts Securities	99%	22,928	22,928
Mangistaumunaigaz	0.65%	22,195	22,196
Ekskavator	50%	9,870	9,870
Aktobemunaigaz (including ordinary shares for			
KZT 810 thousand and preferred shares for			
KZT 6,581 thousand)	0.244%	7,391	7,391
Aktubinsk chrom plant	3.07%	5,835	5,835
Kazakhoil-Emba (including ordinary shares for	0.35%	4,866	4,866
KZT 43 thousand and preferred shares for KZT			
4,823 thousand)			
Kazakhstan Interbank Currency and Stock			
Exchange	4.49%	3,314	3,314
Aluminium of Kazakhstan	0.02%	2,730	2,730
SWIFT	0.008%	1,555	1,555
Association of financiers of Kazakhstan	16.67%	675	675
Central depository	5.95%	402	401
Kazchrom	0.001%	77	77
Kazakhmys	0.002%	22	22
Air Kazakhstan	50%	-	-
Subtotal equity securities available-			
for-sale		686,899	678,977
Total securities available-for-sale		1,247,176	1,219,271

8 SECURITIES HELD-TO-MATURITY

	Effective interest rates (%)	June 30, 2001	December, 31 2000
National saving bonds (NSO)	7.29-7.37%	150,009	220,081
Eurobonds of Government of France BTFS	4.3%	62,504	-
Local government of Vostochny Kazakhstan region of Republic of Kazakhstan	6.3%	55,831	-
Total securities held-to-maturity		268,344	220,081

9 INVESTMENTS IN ASSOCIATES

The Bank's investments in associates include:

	June 30, 2001		December 31, 2000	
	% held	Amount	% held	Amount
Investments in associates				
ABN AMRO Bank Kazakhstan	29.0%	1,439,329	29.0%	1,852,772
ABN AMRO Asset Management	48.88%	63,148	48.88%	58,596
Pension Fund "Umit"	39.2%	70,071	20.0%	36,000
Kazkommerts-Policy	100.0%	110,278	100.0%	100,000
Total investments in associates		1,682,826		2,047,368

The percentage held for associates above represents both direct and indirect ownership.

10 COMMITMENTS AND CONTINGENCIES

In the normal course of business, various commitments and contingent liabilities are outstanding which are not reflected in the accompanying balance sheets. As of June 30, 2001 and December 31, 2000, the Bank had issued guarantees totaling KZT 6,098,572 thousand and KZT 4,236,968 thousand, respectively, and had open letters of credit totaling KZT 5,851,433 thousand and KZT 5,659,238 thousand, respectively.

The Bank's maximum exposure to credit losses for guarantees and letters of credit is represented by the contractual amount of these transactions. Since many of the commitments are expected to expire without being drawn upon, the total amount does not necessarily represent future cash requirements.

The allowance for losses for contingent liabilities was KZT 260,584 thousand and KZT 287,156 thousand as of June 30, 2001 and December 31, 2000, respectively. The recovery of charges in respect of the allowance for losses related to letters of credit and guarantees was KZT 26,572 thousand for the period ended June 30, 2001 and the charge equaled KZT 324,189 thousand for the period ended June 30, 2000.

As at June 30, 2001 and December 31, 2000, the Bank had open forward contracts for the total amount of KZT 2,822,055 thousand and KZT 8,279,048 thousand, respectively.

No material commitments for capital expenditures were outstanding at June 30, 2001.

11 RELATED PARTY TRANSACTIONS

Related parties include entities, which are shareholders, affiliates or entities under common management or control of the Bank.

The Bank's operations with related parties as of June 30, 2001 have not materially changed on a relative basis comparing with the end of December 31, 2000.

As of June 30, 2001 and December 31, 2000 the Bank had loans totaling KZT 8,367,211 thousand and KZT 7,347,179 thousand, respectively, to shareholders and related parties. Interest income on loans to shareholders and related parties was KZT 186,939 thousand and KZT 8,368 thousand for the periods ended June 30, 2001 and 2000, respectively.

The Bank also held deposits of KZT 2,271,027 thousand and KZT 1,854,052 thousand as at June 30, 2001 and December 31, 2000, respectively, from shareholders and related parties. Interest expense on deposits from shareholders and related parties was KZT 20,662 thousand and KZT 13,620 thousand for the periods ended June 30, 2001 and 2000, respectively.

For the period ended June 30, 2001 and June 30, 2000 the Bank purchased and sold dealing securities from and to related parties for the total amount of KZT 2,143,865 thousand and KZT 57,261 thousand, respectively, resulting in a net gain of KZT 48,113 thousand and KZT 1,030 thousand, respectively. As of June 30, 2001 related parties held subordinated notes of the Bank for the toal amount of KZT 512,750 thousand that were initially issued in December 2000.

As of June 30, 2001 and December 31, 2000, equity investments of the Bank into related party companies were KZT 70,071 thousand and KZT 36,000 thousand, respectively.

12 SUBSEQUENT EVENTS

On July 30, 2001 the extraordinary general meeting of shareholders approved an increase in the Bank's share capital to KZT 5 billion by means of issuance of common and preferred shares.

On March 30, 2001 the Shareholders' meeting of the Bank made a decision to distribute dividends to the shareholders in the amount of KZT 1,454,500 thousand including the withholding tax of 15% of the gross amount. Bank's shareholder approved the following procedure for dividends payment: withholding tax will be paid in cash to the tax authorities, while remaining dividends will be converted into international subordinated bonds subject to distribution to shareholders on a pro-rata basis of the total number of shares. The Bank has an intention to issue international subordinate debt with a five-year maturity, 5.5 % coupon interest rate.

At the same meeting, a request from the company "Firma Almeks" to obtain the status of major shareholding of the bank was considered. Under the statutory regulations, the shareholders should consent and the National Bank of the Republic of Kazakhstan should issue a permit for any shareholder holding more than 25% of the ordinary shares of a bank, which is applicable in this case. The shareholders' meeting made a decision to grant this request.