INTERIM CONSOLIDATED FINANCIAL STATEMENTS

9 months ended 31 March 2014

VENTURE Capital Bank

USD 000's

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION 31 March 2014 USD 000's

| 31 M | 31 March 2014 | | |
|--|---------------|-----------|--|
| | (Reviewed) | (Audited) | |
| ASSETS | | | |
| Balances with banks | 6,743 | 5,903 | |
| Placements with financial institutions | 1,443 | 4,720 | |
| Investments | 131,784 | 131,567 | |
| Investments in associates and a joint venture accounted under the equity method | 24,695 | 25,033 | |
| Investment property | 9,130 | 9,130 | |
| Receivable from investment banking services | 24,227 | 13,192 | |
| Funding to project companies | 20,960 | 12,858 | |
| Other assets | 14,266 | 9,246 | |
| Property and equipment | 9,401 | 9,912 | |
| Total assets | 242,649 | 221,561 | |
| LIABILITIES | | | |
| Islamic financing payables | 25,693 | 13,011 | |
| Employee accruals | 4,392 | 4,109 | |
| Other liabilities | 5,591 | 3,963 | |
| Total liabilities | 35,676 | 21,083 | |
| EQUITY | | | |
| Share capital | 190,000 | 250,000 | |
| Share premium | | 28,429 | |
| Unvested shares of employee | | | |
| share ownership plan | (10,000) | (22,764) | |
| Statutory reserve | 2,023 | 10,414 | |
| | 1,437 | 245 | |
| Employee share ownership plan reserve | | 5,349 | |
| Retained earnings (accumulated losses) | 23,513 | (71,195) | |
| Total equity | 206,973 | 200,478 | |
| Total liabilities and equity | 242,649 | 221,561 | |
| Off statement of financial position items | | | |
| Equity of investment account holders | 3,936 | 3,740 | |

INTERIM CONSOLIDATED STATEMENT OF INCOME 9 months ended 31 March 2014 (Reviewed)

| Three months ended 31 March | | Nine months ended 31 March | |
|--------------------------------|---|--|--|
| 2014 | 2013 | 2014 | 2013 |
| | | | |
| | | | |
| 3,231 | 2,529 | 12,682 | 13,488 |
| 50 | 108 | 183 | 337 |
| 264 | 1,601 | 267 | 3,455 |
| | | | |
| 546 | 845 | 1,340 | 2,676 |
| 4,091 | 5,083 | 14,472 | 19,956 |
| | 31 M 2014 3,231 50 264 546 | 31 March 2014 2013 3,231 2,529 50 108 264 1,601 546 845 | 31 March 31 M 2014 2013 2014 3,231 2,529 12,682 50 108 183 264 1,601 267 546 845 1,340 |

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| OTHER GAINS | | | | |
|-----------------------------------|-------|-------|--------|---------|
| Fair value gains (losses) on | | | | |
| investments carried at fair value | | | | |
| through profit or loss - net | (22) | 8 | (500) | (1,982) |
| Other gains (losses) | | | | |
| on investments - net | (9) | | 700 | |
| | 4,060 | 5,091 | 14,672 | 17,974 |
| EXPENSES | | | | |
| Staff costs | 1,566 | 1,715 | 4,626 | 4,216 |
| Travel and business | | | | |
| development expenses | 174 | 66 | 399 | 285 |
| Legal and professional fees | 192 | 150 | 677 | 570 |
| Finance expense | 265 | 47 | 588 | 116 |
| Depreciation | 127 | 329 | 509 | 977 |
| Other expenses | 601 | 559 | 1,742 | 1,522 |
| Total expenses | 2,925 | 2,866 | 8,541 | 7,686 |
| Profit before impairment | | | | |
| provision and share of | | | | |
| loss of associates | | | | |
| and a joint venture | 1,135 | 2,225 | 6,131 | 10,288 |
| Impairment allowances | | (390) | (490) | (2,100) |
| Share of losses of associates | | | | |
| and a joint venture - net | (127) | (171) | (338) | (1,022) |
| Net profit for the period | 1,008 | 1,664 | 5,303 | 7,166 |

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS 9 months ended 31 March 2014 (Reviewed)

USD 000's

| | 2014 | 2013 |
|---|---|--|
| OPERATING ACTIVITIES | | |
| Net profit for the period Adjustments for non-cash items: | 5,303 | 7,166 |
| Share of results of associates and a joint | | |
| venture accounted under the equity method | 338 | 1,022 |
| Impairments allowances | 490 | 2,100 |
| Fair value loss on investments carried at fair | | |
| value through profit or loss | 500 | |
| Depreciation | 509 | 977 |
| Gain on disposal of property and equipment | (3) | (108) |
| Gain on sale of available-for-sale investment | (436) | |
| Dividend income | (267) | (3,455) |
| Operating profit before changes in operating assets and liabilities | 6,434 | 7,702 |
| Changes in operating assets and liabilities: | | |
| Investments | (78) | (11,616) |
| Receivable from investment banking services | (11,035) | 7,410 |
| Funding to project companies | (8,592) | (1,132) |
| Other assets | (5,462) | (5,726) |
| Employee accruals | 283 | (690) |
| Other liabilities | 1,628 | 446 |
| Not each used to according anti-date. | (4 (000) | (7.(0/) |
| Net cash used in operating activities | (16,822) | (3,606) |
| INVESTING ACTIVITIES | | |
| Dividends received | 744 | 1,218 |
| Proceeds from sale of available-for-sale investment | nt 954 | (3,069) |
| Property and equipment - net | 5 | (658) |
| | | |
| Net cash from (used in) investing activities | 1,703 | (2,509) |
| Net cash from (used in) investing activities FINANCING ACTIVITIE | 1,703 | (2,509) |
| - | 1,703 | (2,509) |
| FINANCING ACTIVITIE | | |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) | 12,682 | (400) |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) | | |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) | 12,682 | (400) |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND | 12,682 | (400) |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at | 12,682 12,682 (2,437) | (400) (400) (6,515) |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at beginning of the period | 12,682 12,682 (2,437) | (400) (400) (6,515) |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at beginning of the period CASH AND CASH EQUIVALENTS | 12,682 12,682 (2,437) 10,623 | (400) (400) (6,515) 10,322 |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at beginning of the period CASH AND CASH EQUIVALENTS AT END OF THE PERIOD Cash and cash equivalents per the | 12,682 12,682 (2,437) 10,623 | (400) (400) (6,515) 10,322 |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at beginning of the period CASH AND CASH EQUIVALENTS AT END OF THE PERIOD Cash and cash equivalents per the statement of financial position | 12,682 12,682 (2,437) 10,623 8,186 6,743 | (400) (400) (6,515) 10,322 <u>3,807</u> 1,877 |
| FINANCING ACTIVITIE Islamic financing payables raised (repaid) Net cash from (used in) financing activity NET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at beginning of the period CASH AND CASH EQUIVALENTS AT END OF THE PERIOD Cash and cash equivalents per the statement of financial position Balances with banks | 12,682 12,682 (2,437) 10,623 8,186 | (400) (400) (6,515) 10,322 3,807 |

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Abdullatif M. Janahi Board Member and Chief Executive Officer

Dr. Ghassan Al Sulaiman Chairman

Extracted from the reviewed interim financial information approved for issue by the Board on 6 May 2014 and on which Ernst & Young has issued an unqualified review report.

| Balance at 31 March 2013 (Reviewed) | 250,000 | 28,429 | (22,764) | 10,414 | (45) | 5,349 | (72,169) | 199,214 |
|--|------------------|------------------|---|----------------------|--------------------------------------|---|--|-----------|
| of available-for-sale investment | - | - | - | | (21) | - | - | (21) |
| Net movement in cumulative changes in fair value | | | | | | | | |
| Net profit for the period | - | - | - | - | - | - | 7,166 | 7,166 |
| Balance at 1 July 2012 | 250,000 | 28,429 | (22,764) | 10,414 | (24) | 5,349 | (79,335) | 192,069 |
| Balance at 31 March 2014 (Reviewed) | 190,000 | • | (10,000) | 2,023 | 1,437 | - | 23,513 | 206,973 |
| Net movement in cumulative changes in fair value of available-for-sale investment | - | - | | | 1,192 | - | | 1,192 |
| Net profit for the period | - | - | - | | - | - | 5,303 | 5,303 |
| Transfer to statutory reserve | - | - | - | 2,023 | - | - | (2,023) | - |
| Capital restructuring | (60,000) | (28,429) | 12,764 | (10,414) | - | (5,349) | 91,428 | - |
| Balance at 1 July 2013 | 250,000 | 28,429 | (22,764) | 10,414 | 245 | 5,349 | (71,195) | 200,478 |
| 31 March 2014 | Share capital | Share premium | Unvested shares of employee share ownership plan | Statutory reserve | Investments fair value reserve | Employee share ownership plan reserve | Retained earnings / accumulated losses | Total |
| 9 months ended 31 March 2014 (Reviewed) | | | | | | | | USD 000's |