

Unicorn Investment Bank B.S.C. (c)

Interim Financial Information

31 March 2011

Commercial registration : 53462 (registered with Central Bank of Bahrain

as a wholesale Islamic bank).

Registered Office : 6th Floor

Building No. 2304, Road 2830, Seef District 428 PO Box 31700, Manama, Kingdom of Bahrain

Directors : Yousef A. Al-Shelash, *Chairman*

Hethloul Saleh M. Al-Hethloul Bader Abdulaziz Kanoo Abdullatif Abdullah Al-Shalash Waleed Ahmed Al-Sharhan

Ayman Abdullah Boodai Ayman Ismail Abudawood

Acting CEO : Ikbal Daredia

Auditors : KPMG

UNICORN INVESTMENT BANK B.S.C. (c)

INTERIM FINANCIAL INFORMATION for the three months ended 31 March 2011

CONTENTS	Page
Independent auditors' report on review of interim financial information	1
Interim financial information	
Condensed consolidated statement of financial position	2
Condensed consolidated income statement	3
Condensed consolidated statement of changes in equity	4-5
Condensed consolidated statement of cash flows	6
Condensed consolidated statement of changes in restricted investment accounts	7
Notes to the interim financial information	8-15

INDEPENDENT AUDITORS' REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To
The Board of Directors
Unicorn Investment Bank B.S.C. (c)
Manama
Kingdom of Bahrain

12 May 2011

Introduction

We have reviewed the accompanying condensed consolidated statement of financial position of Unicorn Investment Bank BSC (c) (the "Bank") and its subsidiaries (together the "Group") as at 31 March 2011, and the related condensed consolidated statements of income, changes in equity, cash flows and changes in restricted investment accounts for the three-month period then ended (the interim financial information). The Board of Directors of the Bank is responsible for the preparation and presentation of this interim financial information in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions. Our responsibility is to express a conclusion on this 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 interim 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 interim financial information is not prepared, in all material respects, in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions.

Other matters

The comparatives for the statement of financial position as at 31 December 2010 were extracted from the audited consolidated financial statements for the year ended 31 December 2010, which were audited by another auditor who expressed an unmodified opinion on 31 January 2011. The comparatives for the statements of income, changes in equity, cash flows and changes in restricted investment accounts were extracted from the reviewed interim financial information for the three months ended 31 March 2010 which were reviewed by the same auditor who issued an unmodified conclusion on 13 May 2010.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION as at 31 March 2011

US\$ 000's

	Note	31 March 2011 (reviewed)	31 December 2010 (audited)
ASSETS Cash and balances with banks Due from financial and non-financial institutions Investment securities Investments in associates Investment property Other assets Property and equipment Assets held-for-sale TOTAL ASSETS	6 7 8 9	7,561 203,577 118,946 106,883 17,706 21,513 6,756 72,782	(restated) 43,943 301,850 123,002 104,745 17,706 8,632 7,147 120,923
		333,724	727,540
LIABILITIES AND EQUITY			
LIABILITIES Due to financial and non-financial institutions Subordinated murabaha Other liabilities Liabilities relating to assets held-for-sale	10 11 12 9	247,705 50,458 23,683 34,211	393,980 51,249 27,696 52,617
TOTAL LIABILITIES		356,057	525,542
EQUITY Share capital Share premium Statutory reserve Fair value reserve Foreign currency translation reserve Accumulated losses Total equity attributable to the shareholders of the parent (page 4) Non-controlling interests Non-controlling interests relating to assets held-for-sale	13	215,578 141,708 15,580 564 (5,583) (211,727) 156,120 34,123 9,424	215,578 141,708 15,580 (262) (6,112) (213,964) 152,528 34,605 15,273
TOTAL EQUITY		199,667	202,406
TOTAL LIABILITIES AND EQUITY		555,724	727,948

Yousef Abdullah Al-Shelash

Hethloul Saleh Al-Hethloul

Chairman

Board Member

The Board of Directors approved the interim financial information consisting of pages 2 to 15 on 12 May 2011.

CONDENSED CONSOLIDATED INCOME STATEMENT for the three months ended 31 March 2011

US\$ 000's

	Three months ended	
	31 March	31 March
	2011	2010
	(reviewed)	(reviewed)
Investment banking income (note 14)	7,779	22,017
Net expense from financial and non-financial institutions	(677)	(2,345)
Share of profit of associates	1,392	1,461
Total income	8,494	21,133
Staff cost	6,386	12,451
Legal and professional expenses	1,324	2,341
Premises cost	794	726
Business development expenses	232	1,662
Depreciation	546	503
Other operating expenses	1,867	2,560
Total expenses	11,149	20,243
(Loss) / profit for the period from continuing operations	(2,655)	890
Profit for the period from assets held-for-sale (note 9)	4,623	-
Profit for the period	1,968	890
Attributable to:		
Shareholders of the parent	2,158	1,501
Non-controlling interests	(539)	(611)
Non-controlling interests relating to assets held-for-sale	349	-
	1,968	890

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the three months ended 31 March 2011

US\$ 000's

		At	tributable to	the sharel	nolders of the	parent			Non- controlling		
31 March 2011 (reviewed) (restated)	Share capital	Share premium	Statutory reserve	Fair value reserve	Foreign currency translation reserve	Accumulated losses	Total	Non- controlling interests	interests relating to assets held-for- sale	Total equity	
At 1 January 2011 Impact of change in accounting policy (refer	215,578	141,708	15,580	189	(6,112)	(215,004)	151,939	34,605	15,273	201,817	
note 2 b))	_	_	-	(451)	-	1,040	589	-	-	589	
Restated balance at 1 January 2011	215,578	141,708	15,580	(262)	(6,112)	(213,964)	152,528	34,605	15,273	202,406	
Profit / (loss) for the period Foreign currency	-	-	-	-	-	2,158	2,158	(539)	349	1,968	
translation differences	-	-	-	-	257	-	257	57	-	314	
Fair value changes Transfer from fair value on	-	-	-	904	-	-	904	-	-	904	
sale Share of changes in	-	-	-	(79)	-	79	-	-	-	-	
reserves of associates, net	_	_	_	1	272	_	273	_	_	273	
Total recognised income and expense for the				926		2 227		(402)	240		
period	-	-	-	826	529	2,237	3,592	(482)	349	3,459	
Disposal of a subsidiary (note 9)		-	-	-	-	-		-	(6,198)	(6,198)	
At 31 March 2011	215,578	141,708	15,580	564	(5,583)	(211,727)	156,120	34,123	9,424	199,667	

The interim financial information consists of pages 2 to 15.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the three months ended 31 March 2011

US\$ 000's

		Att	tributable to	the shareho	olders of the p	arent			Non-		
31 March 2010 (reviewed) (restated)	Share capital	Share premium	Statutory reserve	Fair value reserve	Foreign currency translation reserve	Retained earnings	Total	Non- controlling interests	controlling interests relating to assets held- for-sale	Total equity	
At 1 January 2010 Impact of change in accounting policy (refer	215,578	141,708	15,580	10,280	(6,761)	3,324	379,709	37,321	6,622	423,652	
note 2 b)) Restated balance at 1 January 2010	215,578	141,708	15,580	(10,400)	(6,761)	10,400	379,709	37,321	6,622	423,652	
Profit / (loss) for the period	-	-	-	-	-	1,501	1,501	(611)	-	890	
Foreign currency translation differences	-	-	-	-	193	-	193	(23)	-	170	
Fair value changes	-	-	-	714	-	-	714	-	-	714	
Share of changes in reserves of associates	-	-	-	(393)	-	-	(393)	-	-	(393)	
Total recognised income and expense for the period	-	-	-	321	193	1,501	2,015	(634)	-	1,381	
Disposal of a subsidiary	-	-	-	-	-	-	-	-	(6,622)	(6,622)	
At 31 March 2010	215,578	141,708	15,580	201	(6,568)	15,225	381,724	36,687	-	418,411	

The interim financial information consists of pages 2 to 15.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS for the three months ended 31 March 2011

US\$ 000's

OPERATING ACTIVITIES Profit for the period 1,968 890 Adjustments for: (Gain) / loss on sale of investment securities (5,957) 510 Fair value movement on investment securities (3,090) (936) Share of profit of associates (1,392) (1,461) Profit from assets held-for-sale (1,747) - Subordinated murabaha (791) 459 Depreciation and amortisation 546 503 Changes in: (10,463) (35) Due from financial and non-financial institutions 135,510 (103,726) Other assets (9,881) 52,440 Due to financial and non-financial institutions (90,480) (36,328) Other liabilities (4,013) (4,592) Proceeds from sale of investment securities 18,186 10,604 Purchase of investment securities (7,248) - Net cash generated from (used in) operating activities (54) (81,637) INVESTING ACTIVITIES (54) (54) (181) Purchase of equipment (54)<		31 March 2011 (reviewed)	31 March 2010 (reviewed)
Profit for the period 1,968 890 Adjustments for: (Gain) / loss on sale of investment securities (5,957) 510 (3090) (936) (936) Share of profit of associates (1,392) (1,461) Profit from assets held-for-sale (1,747) 459 (10,463) (10	OPERATING ACTIVITIES	(Icvicwcu)	(ICVICWCa)
Gain loss on sale of investment securities (5,957) (936) (93	Profit for the period	1,968	890
Share of profit for associates		(5,957)	510
Profit from assets held-for-sale Subordinated murabaha (7,747)		(3,090)	(936)
Subordinated murabaha C791 459 546 503 546 503 546 503 546 546 503 546 546 503 546			(1,461)
Depreciation and amortisation			- 450
Changes in: Due from financial and non-financial institutions		, , ,	
Changes in: Due from financial and non-financial institutions Other assets Other assets Other assets Other assets Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Other liabilities Othe	Depreciation and amortisation	546	503
Due from financial and non-financial institutions Other assets Due to financial and non-financial institutions Other iliabilities Other liabilities Other li	Changes in:	(10,463)	(35)
Other assets (9,881) 52,440 Due to financial and non-financial institutions (90,480) (36,328) Other liabilities (4,013) (4,592) Proceeds from sale of investment securities 18,186 10,604 Purchase of investment securities 31,611 (81,637) INVESTING ACTIVITIES (54) (181) Purchase of equipment (54) (181) Disposal of assets held-for-sale 25,283 7,049 Net cash generated from investing activities 25,229 6,868 FINANCING ACTIVITIES (128,273) - Repayment of syndicated borrowing (128,273) - Net cash used in financing activities (128,273) - NET DECREASE IN CASH AND CASH EQUIVALENTS (71,433) (74,769) Effect of exchange rate changes on cash and cash equivalents (190) (205) Cash and cash equivalents at the beginning of the period 210,283 433,855 CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD 138,660 358,881 Cash and balances with banks 7,561 22,700 <	· ·	135 510	(103 726)
Due to financial and non-financial institutions Other liabilities Proceeds from sale of investment securities Purchase of investment securities Net cash generated from (used in) operating activities INVESTING ACTIVITIES Purchase of equipment Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities Purchase of equipment (54) Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing (128,273) - Net cash used in financing activities FINANCING ACTIVITIES Repayment of syndicated borrowing (128,273) - Net cash used in financing activities (128,273) - NET DECREASE IN CASH AND CASH EQUIVALENTS (71,433) Effect of exchange rate changes on cash and cash equivalents (190) Cash and cash equivalents at the beginning of the period 210,283 433,855 CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD 138,660 358,881 Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 131,099 336,181			
Other liabilities Proceeds from sale of investment securities Proceeds from sale of investment securities Purchase of investment securities Net cash generated from (used in) operating activities INVESTING ACTIVITIES Purchase of equipment Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities INET DECREASE IN CASH AND CASH EQUIVALENTS Cash and cash equivalents at the beginning of the period Cash and cash equivalents comprise: Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (4,013) 18,186 (4,013) 18,186 (7,248) 10,604 (7,248) - 10,604 (81,637) (81,637) (181) (81,637) (181) (25,283) 7,049 (128,273) (128,273) (71,433) (74,769) (74,769) (205) Cash and cash equivalents at the beginning of the period 210,283 25,284 21,700 22,700 336,181	Due to financial and non-financial institutions		
Purchase of investment securities Net cash generated from (used in) operating activities INVESTING ACTIVITIES Purchase of equipment Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities Net cash used in financing activities (128,273) NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the beginning of the period Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (128,273) (74,769) (74,769) (74,769) (7561)	Other liabilities		
Net cash generated from (used in) operating activities Second		18,186	10,604
INVESTING ACTIVITIES Purchase of equipment Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing (128,273) Net cash used in financing activities (128,273) NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents (190) Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (181) (128,273)	Purchase of investment securities	(7,248)	-
Purchase of equipment Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the beginning of the period Cash and cash equivalents comprise: Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (181) 25,283 (181) 7,049 (128,273) - (128,273) - (74,769) (74,769) 210,283 433,855 22,700 336,181	Net cash generated from (used in) operating activities	31,611	(81,637)
Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 7,561 131,099 336,181	INVESTING ACTIVITIES		
Disposal of assets held-for-sale Net cash generated from investing activities FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 7,561 131,099 336,181	Purchase of equipment	(54)	(181)
FINANCING ACTIVITIES Repayment of syndicated borrowing Net cash used in financing activities NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (128,273) (74,769) (71,433) (74,769) (205) (205) 210,283 433,855 22,700 336,181		25,283	7,049
Repayment of syndicated borrowing (128,273) - Net cash used in financing activities (128,273) - NET DECREASE IN CASH AND CASH EQUIVALENTS (71,433) (74,769) Effect of exchange rate changes on cash and cash equivalents (190) (205) Cash and cash equivalents at the beginning of the period 210,283 433,855 CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD 138,660 358,881 Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 131,099	Net cash generated from investing activities	25,229	6,868
NET DECREASE IN CASH AND CASH EQUIVALENTS Effect of exchange rate changes on cash and cash equivalents (190) (205) Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions (74,769) (205) (205) 210,283 433,855 22,700 336,181		(128,273)	_
Effect of exchange rate changes on cash and cash equivalents (190) (205) Cash and cash equivalents at the beginning of the period 210,283 433,855 CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD 138,660 358,881 Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 131,099 336,181	Net cash used in financing activities	(128,273)	_
Cash and cash equivalents at the beginning of the period CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 210,283 433,855 358,881 22,700 336,181	NET DECREASE IN CASH AND CASH EQUIVALENTS	(71,433)	(74,769)
Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 138,660 358,881 22,700 336,181	Effect of exchange rate changes on cash and cash equivalents	(190)	(205)
Cash and cash equivalents comprise: Cash and balances with banks Due from financial and non-financial institutions 7,561 22,700 336,181	Cash and cash equivalents at the beginning of the period	210,283	433,855
Cash and balances with banks 7,561 22,700 Due from financial and non-financial institutions 131,099 336,181	CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	138,660	358,881
Cash and balances with banks 7,561 Due from financial and non-financial institutions 131,099 336,181	Cash and cash equivalents comprise:		
Due from financial and non-financial institutions 131,099 336,181		7,561	22,700
138,660 358,881			
		138,660	358,881

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN RESTRICTED INVESTMENT ACCOUNTS for the three months ended 31 March 2011 US\$ 000's

Three months ended 31 March 2011 (reviewed)	At 1 January 2011	Deposit -	Gross Income	Wakil Fee -	Withdrawals -	At 31 March 2011
Three months ended 31 March 2010 (reviewed)	At 1 January 2010	Deposit	Gross Income	Wakil Fee	Withdrawals	At 31 March 2010
Wakala contract	240,132	-	3,188	(956)	-	242,364

1. CORPORATE INFORMATION

Unicorn Investment Bank B.S.C. (c) ("the Bank") was incorporated in the Kingdom of Bahrain and registered with the Ministry of Industry and Commerce under Commercial Registration No. 53462 on 29 April 2004 and operates under a wholesale Islamic banking license granted by the Central Bank of Bahrain (CBB). The Bank's registered office is at the 6^h floor of Building No. 2304, Road No. 2830, Seef District 428, Manama, Kingdom of Bahrain.

The Bank and its subsidiaries (together referred to as "the Group") aim to provide a full range of investment banking products and services that are compliant with Shari'ah principles. The principal products and services offered by the Group are:

- financial advisory services;
- private equity, equity structuring, private placements and initial public offerings;
- facility structuring, restructuring and placement including project finance, securitisation and Sukuk;
- structuring and marketing of both open and closed end mutual funds as well as client portfolio management and brokerage services that aim to meet investor driven return and asset criteria;
- advisory and investment services for takaful (Islamic insurance) and retakaful (Islamic reinsurance) providers;
- mergers and acquisitions, including deal sourcing, structuring, valuations and advisory; and
- developing and managing liquidity products and other treasury products and services.

2. BASIS OF PREPARATION

The interim financial information has been prepared in accordance with Financial Accounting Standards ('FAS') issued by the Accounting and Auditing Organisation for Islamic Financial Institutions (AAOIFI). In line with the requirement of AAOIFI and the CBB Rule Book, for matters that are not covered by AAOIFI standards, the Group uses guidance from the relevant International Financial Reporting Standard. Accordingly, the interim financial information has been presented in condensed form in accordance with the guidance provided by International Accounting Standard 34 – 'Interim Financial Reporting'. The interim financial information does not include all of the information required for full annual financial statements and should be read in conjunction with the audited consolidated financial statements of the Group for the year ended 31 December 2010.

Going concern

The Bank's management has made an assessment of the Bank's ability to continue as a going concern and is satisfied that the Bank has the resources to continue in business for foreseeable future. Further, the Bank's shareholders in their meeting on 7 April 2011 approved the increase in the paid up capital of the Bank by US\$ 200 million through a rights issue. The Bank is currently in the process of raising the additional capital. The management is not aware of any material uncertainties that may cast significant doubt upon the Bank's ability to continue as a going concern, and accordingly, the interim financial information has been prepared on a going concern basis.

2. BASIS OF PREPARATION (continued)

Except for changes resulting from the adoption of FAS 25 'Investment in sukuk, shares and similar instruments and Statement of Financial Accounting No.1 Conceptual framework for the financial reporting by Islamic financial institutions' (SFA 1) (refer 2 a) and b) below) the accounting policies and methods of computation applied by the Group in the preparation of the interim financial information are the same as those used in the preparation of the audited consolidated financial statements for the year ended 31 December 2010. The Group's financial risk management objectives and policies are consistent with that disclosed in the audited consolidated financial statements and as at and for the year ended 31 December 2010.

a) SFA 1: Conceptual framework for the financial reporting by Islamic financial institutions

The revised conceptual framework for Financial Reporting by Islamic financial Institutions was issued on 22 July 2010 and is effective from 1 January 2011 on a prospective basis and supersedes the previous SFA 1 and SFA 2. The conceptual framework has been amended to primarily reflect the following:

- Widening the scope of the framework to a broader spectrum of entities rather than limiting it to only Islamic financial institutions;
- Clarify elements of financial statements and definitions of investment accounts;
- Provide overall criteria and framework for determination of on and off balance sheet accounts;
 and
- Changes in terminology and editorial amendments to provide more consistency in understanding of key concepts.

The amended framework introduces and emphasises the generally accepted concept of substance and form compared to the concept of form over substance. The framework states that it is necessary that information, transaction and other events are accounted for and presented in accordance with its substance and economic reality as well as legal form.

The adoption of the revised conceptual framework has not resulted in any material changes to the accounting policies and the financial statements of the Group.

b) FAS 25 'Investment in sukuk, shares and similar instruments'

FAS 25 was issued in July 2010 and replaced FAS 17 'Investments'. FAS 25 simplifies the mixed measurement model and establishes two measurement categories for investments: amortised cost and fair value. The standard requires each investment to be first segregated as either debt-type or equity type instruments, and the basis of classification depends on the entity's business model and the contractual cash flow characteristics of the investment. For debt type instrument, the standard requires that the instrument be measured either at amortised cost or at fair value through income statement. For equity type instruments, the standard requires that the instrument is measured either at fair value through income statement or fair value through equity. Reclassification between categories is not permitted. The guidance in FAS 17 on 'investment in real estate' continues to apply. The new standard requires retroactive application.

2. BASIS OF PREPARATION (continued)

The Group has adopted the revised FAS 25 on its required date of application of 1 January 2011. On the date of application, the classification and categorisation of investments has been reassessed based on the facts and circumstances on that date and has resulted in the following re-categorisation of investment securities in the statement of financial position:

Available-for-sale	49,890 247.999
Fair value through income statement	198,109
Previous categorisation	carrying value under FAS 17
1 January 2010	Original

Revised categorisation and new carrying							
value under FAS 25							
Fair Fair value							
	value	through					
Amortised							
cost	•						
_	-	198,109	198,109				
15,661 34,229 - 49,890							
15,661	34,229	198,109	247,999				

31 December 2010	
Previous categorisation	
Fair value through income statement Available-for-sale	

Original carrying
value under
FAS 17
96,128 26,285
122,413

Revised categorisation and new carrying value under FAS 25							
Fair Fair value							
	value	through					
Amortised	through	income					
cost	equity	statement	Total				
-	-	96,128	96,128				
14,074	12,800	-	26,874				
14,074	12,800	96,128	123,002				

The retroactive adoption of the standard resulted in the following impact on the interim financial information:

- i. As a result of reclassifying debt-type investments designated as available-for-sale to investments carried at amortised cost, the fair value reserve and the fair value changes on such investments has been reversed for all periods presented.
- As per the Bank's previous accounting policy for investments designated at fair value ii. through income statement, all unrealised fair value changes on such investments were transferred from retained earnings to the fair value reserve until disposal of the investment. On adoption of FAS 25, the unrealised fair value changes forming part of the fair value reserve attributable to investments designated at fair value through the income statement has been transferred from the fair value reserve to retained earnings for all periods presented.
- 3. The interim financial information is not audited but has been reviewed by KPMG. The comparatives for the condensed consolidated statement of financial position have been extracted from the audited consolidated financial statements for the year ended 31 December 2010 and comparatives for the condensed consolidated statements of income, changes in equity, cash flows and changes in restricted investment accounts have been extracted from the reviewed interim financial information for the three months ended 31 March 2010.

NOTES TO THE INTERIM FINANCIAL INFORMATION for the three months ended 31 March 2011

US\$ 000's

31 December

31 March

31 March 31 December

- **4.** Due to nature of the Bank's business, the three months' results reported in this interim financial information may not represent a proportionate share of the overall annual results.
- **5.** Appropriations of net profit, if any, are made only at the year end.

6. DUE FROM FINANCIAL AND NON-FINANCIAL INSTITUTIONS

	2011	2010
Due from financial institutions Due from non-financial institutions Less: Provisions for impairment	80,027 130,164 (6,614)	84,985 223,479 (6,614)
	203,577	301,850

7. **INVESTMENT SECURITIES** (refer note 2)

	31 March 2011	31 December 2010
		(restated)
Equity type instruments:		
Fair value through income statement:		
- Quoted equity securities	28,058	28,067
- Unquoted equity securities	30,705	34,599
- Unquoted funds	31,547	33,462
Fair value through equity:		
- Quoted equity securities	9,955	10,196
- Unquoted equity securities	1,452	2,604
	101,717	108,928
Debt type instruments:		
Amortised cost:		
- Sukuk	17,229	14,074
	118,946	123,002

8. OTHER ASSETS

	2011	2010
Deal related advances Dividend receivable Fees and expenses recoverable Prepayments and advances Receivable from sale of investment securities Others	13,500 1,036 2,857 2,509 3,000 4,286	770 2,037 5,397 2,194 - 3,909
Less: Provisions for impairment	27,188 (5,675)	14,307 (5,675)
·	21,513	8,632

9. ASSETS AND LIABILITIES HELD-FOR-SALE

Assets and liabilities held-for-sale represents assets of Sun Well Services Inc and Victron Inc subsidiaries of the Group operating in United States of America (USA). The controlling stake in Sun Well Services Inc and Victron Inc were acquired in 2010 exclusively with a view to resale and accordingly classified as 'held-for-sale'. Management has committed a plan to dispose of this geographical segment (i.e. USA) following a strategic decision to place greater focus on the Group's core operations in GCC region. During the period, the Bank sold its investment in Sun Well Services Inc resulting in a gain of US\$ 2.9 million. In addition, the profit for the period from the assets held-for-sale was US\$ 1.7 million (2010: Nil)

10. DUE TO FINANCIAL AND NON-FINANCIAL INSTITUTIONS

Due to financial institutions

Due to non-financial institutions

31 March	31 December
2011	2010
154,330	298,275
93,375	95,705
247,705	393,980

11. SUBORDINATED MURABAHA

Subordinated murabaha represents US\$ 50 million facility obtained from a related party in 2009 which is convertible at the discretion of the holder into ordinary shares of the Bank, by December 2015, at mutually agreed price and subject to legal and regulatory requirements. Subsequent to the period, the shareholders in their extra ordinary general meeting on 7 April 2011 approved the conversion of the subordinated murabaha including the profit outstanding into equity shares of the Bank at a par value of US\$ 1 each.

12. OTHER LIABILITIES

Accruals and other provisions
Restructuring provision
Deal-related payables
Staff-related payables
Trade and other payables

31 March 2011	31 December 2010
4,994	4,852
5,036	5,036
4,735	8,331
3,964	4,562
4,954	4,915
23,683	27,696

13. SHARE CAPITAL

The shareholders in their extraordinary general meeting on 7 April 2011, approved the following:

- adjustment of accumulated losses to the extent of US\$ 57.72 million against the paid up share capital and reserves of the Bank;
- rights issue of 200 million shares at a par value of US\$ 1 each;
- conversion of the existing subordinated murabaha of US\$ 50.46 million into equity shares of US\$ 1 each; and
- · change the name of the Bank to 'Bank Al-Khair'.

The Bank is currently in the process of obtaining necessary regulatory approvals and updating its statutory records to give effect to the above decisions.

14. INVESTMENT BANKING INCOME

Advisory and placement fees
Arrangement and underwriting fees
Dividend income
Fair value gain on investment securities
Gain / (loss) on sale of investment securities
Management fees
Other income

Three months ended 31 March 2011	Three months ended 31 March 2010
490 - 3,090 3,081 758 360	16,092 4,136 3 936 (510) 789 571
7,779	22,017

Advisory and placement fees for the three months ended 31 March 2010 includes US\$ 15 million arising from investment banking advisory agreement with a related party. During the last quarter of the year ended 31 December 2010, the Bank and the related party mutually agreed to cancel the investment banking advisory agreement and the revenue recognised earlier was reversed during the year end (refer note 25 of the consolidated financial statements for the year ended 31 December 2010).

15. COMMITMENTS

Commitments to invest Lease commitments Guarantees

31 March 2011	
_	
6,594	
3,352	
9,946	

31 December 2010		
1,137 3,381 3,357		
7,875		

US\$ 000's

16. RELATED PARTY TRANSACTIONS

The significant related party transactions and balances included in this interim financial information are as follows:

Assets

Due from financial and non-financial institutions Investment securities Investments in associates Other assets Assets held-for-sale

Liabilities

Due to financial and non-financial institutions Subordinated Murabaha Other liabilities Liabilities held-for-sale

Income / (expenses)

Investment banking income
Net expense from financial and non-financial
institutions
Share of profit of associates
Fair value movements on investment securities
Directors' and Shari'ah board remuneration and
expenses

31 March 2011		
Shareholders Senior Ot		
/ Directors	management	entities
-	-	32,551
-	-	78,144
-	-	106,883
-	608	6,037
-	-	72,782
		4= 400
-	-	47,192
-	-	50,458
2,156	1,524	4,816
-	-	34,211

Three months ended 31 March 2011		
Shareholders	Senior	Other
/ Directors	management	entities
-	_	1,037
_	_	(915)
-	-	1,392
-	-	3,090
(136)	-	(93)

31 Dece	mber 2010 (rest	ated)
Shareholders/	Senior	Other
Directors	management	entities
-	-	26,812
-	-	84,946
-	-	104,745
-	277	3,861
-	-	120,923
-	-	47,066
-	-	51,249
1,566	2,390	3,692
-	-	52,617

Three months ended 31 March 2010		
Shareholders	Senior	Other
/ Directors	management	entities
-	-	17,861
-	-	741
-	-	1,460
-	-	1,049
(166)	-	(104)

NOTES TO THE INTERIM FINANCIAL INFORMATION for the three months ended 31 March 2011

US\$ 000's

17. SEGMENT INFORMATION

31 March 2011 (review	ved)
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Segment income

Segment expenses

(Loss)/profit from continuing operations before fair value movements on investment securities

Fair value movements on investment securities

Profit from assets held-for-sale

Segment assets

Segment liabilities

31 March 2010 (reviewed) (restated)

Segment income

Segment expenses

(Loss)/profit from continuing operations before fair value movements on investment securities

Fair value movements on investment securities

Segment assets

Segment liabilities

Capital Markets & Treasury	Private Equity	Asset Management	Strategic M&A and Corporate Finance	Other	Total
(540)	1,745	224	1,936	2,039	5,404
(580)	(206)	(79)	(448)	(9,836)	(11,149)
(1,120)	1,539	145	1,488	(7,797)	(5,745)
-	-	(24)	3,114	-	3,090
-	4,623	-	-	-	4,623
213,532	131,100	1,961	137,944	71,187	555,724
107,069	152,435	6,808	64,685	25,060	356,057

Capital Markets & Treasury	Private Equity	Asset Management	Strategic M&A and Corporate Finance	Other	Total
20,679	104	11	(353)	(244)	20,197
(732)	(928)	(386)	(1,631)	(16,566)	(20,243)
19,947	(824)	(375)	(1,984)	(16,810)	(46)
-	138	180	618	-	936
313,730	178,772	5,855	132,694	96,897	727,948
127,465	240,709	37,456	89,952	29,960	525,542