

OJSC ASTANA FINANCE

Independent Auditors' Report

Consolidated Financial Statements
Year Ended 31 December 2002

OJSC ASTANA FINANCE

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INDEPENDENT AUDITORS' REPORT

To the Shareholders, Members and Board of Directors of OJSC Astana Finance:

We have audited the accompanying consolidated balance sheet of OJSC Astana Finance (the "Group") as at 31 December 2002 and the related consolidated profit and loss account, statement of cash flows and statement of shareholders' equity for the year then ended. These financial statements are the responsibility of the Group's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. The financial statements as of 31 December 2001 and the year then ended were audited by another auditor, whose report dated 28 June 2002 expressed an unqualified opinion with regard to these financial statements.

We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2002, and the results of its operations and its cash flows for the year then ended, in accordance with International Accounting Standards.

Deloitte & Touche

14 May 2003

OJSC ASTANA FINANCE

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2002 (in Kazakh tenge and in thousands)

	Notes	2002	2001
Interest income	3, 20	760,993	471,141
Interest expenses	3, 20	<u>(360,987)</u>	<u>(124,787)</u>
NET INTEREST INCOME BEFORE RECOVERY OF PROVISION/(PROVISION) FOR POSSIBLE LOAN LOSSES		400,006	346,354
Recovery of provision/(provision) for possible losses	4, 20	<u>17,126</u>	<u>(19,996)</u>
NET INTEREST INCOME		<u>417,132</u>	<u>326,358</u>
Net gain on activities of subsidiaries	25	1,209,998	615,637
Fee and commission income		36,384	67,939
Net (loss)/ gain on foreign exchange operations		(18,870)	21,383
Income from factoring activities		59,416	-
Penalties received		71,995	49,804
Dealing income		-	39,435
Other operational (loss)/income	5	(49,573)	61,613
Net loss on activities of associated companies		<u>(18,390)</u>	<u>(1,175)</u>
NON-INTEREST INCOME		<u>1,290,960</u>	<u>854,636</u>
Staff costs		594,437	350,059
Administrative expense	6	448,825	366,584
Sales expense		186,691	126,759
Fee and commission expense		35,596	24,002
Depreciation and amortization		94,495	35,780
(Recovery of other provision)/ other provision		(11,286)	21,451
Other expense		<u>102,013</u>	<u>39,762</u>
NON-INTEREST EXPENSE		<u>1,450,771</u>	<u>964,397</u>
PROFIT BEFORE INCOME TAX		257,321	216,597
Income tax expense	7	<u>(72,077)</u>	<u>(123,372)</u>
NET PROFIT BEFORE MINORITY INTEREST		185,244	93,225
Minority interest		<u>14,396</u>	<u>(33,424)</u>
NET PROFIT		<u>199,640</u>	<u>59,801</u>

On behalf of the Board

Islamov K.K.

Sedova R.I.

Chairman

Chief Accountant

14 May 2003
Astana, Republic of Kazakhstan

The notes on pages 6 to 22 form an integral part of these financial statements. The Independent Auditors' Report is on page 1.

OJSC ASTANA FINANCE

CONSOLIDATED BALANCE SHEET

AT 31 DECEMBER 2002

(in Kazakh tenge and in thousands)

	Notes	2002	2001
ASSETS:			
Cash	8	19,991	5,776
Loans and advances to banks, less allowance for possible loan losses	8	365,095	188,494
Loans and advances to customers, less allowance for possible loan losses	9	4,015,903	2,742,689
Trade debtors		796,962	979,388
Advances paid, less allowance for possible losses	10	1,626,139	132,308
Investment in associated companies	11	187,829	8,143
Other investments	12	69,816	60,880
Inventory		148,488	72,253
Construction	13	4,723,857	3,764,393
Investment fixed assets, less accumulated depreciation	14	1,150,546	1,174,046
Fixed and intangible assets, less accumulated depreciation	15	1,721,755	623,912
Other assets, less allowance for possible losses		495,225	134,522
TOTAL ASSETS		15,321,606	9,886,804
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES:			
Payable to state organizations	16	3,419,359	4,542,589
Loans from banks		841,658	165,592
Debt securities issued	16a	2,947,365	1,542,511
Taxes payable		111,774	37,241
Deferred tax liability	7	92,552	66,588
Trade creditors		396,588	307,647
Deferred Income		154,391	160,163
Advances received	17	2,847,445	867,179
Other liabilities	18	65,319	22,086
Subordinated loan		2,219,839	-
TOTAL LIABILITIES		13,096,290	7,711,596
Minority interest		28,062	42,834
SHAREHOLDERS' EQUITY:			
Share capital	19	1,876,342	1,817,420
Reserve capital		-	2,886
Revenue reserve		320,912	312,068
Total shareholders' equity		2,197,254	2,132,374
TOTAL LIABILITIES AND EQUITY		15,321,606	9,886,804
CONTINGENCIES	20	360,705	150,200

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14 May 2003

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OJSC ASTANA FINANCE

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2002 (in Kazakh Tenge and in thousands)

	Notes	2002	2001
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net profit before minority interest and income taxes		257,321	216,597
Loss on equity investment		18,390	1,175
(Recovery of provision)/provision for loan losses		(28,412)	41,447
Depreciation and amortization charge		156,562	51,448
Net loss on sale of fixed assets		378,152	2,704
Operating profit before changes in operating assets and liabilities		782,013	313,371
<i>Increase/(decrease) in operating assets/liabilities:</i>			
Loans to financial institutions		(3,346)	3,549
Loans and advances to customers		(1,236,837)	(581,161)
Trade debtors and advances paid		(1,308,677)	(479,874)
Inventory		(76,235)	(33,591)
Other assets		(360,703)	(20,480)
Payable to state organizations		(1,123,230)	(209,982)
Taxes payable		74,535	25,424
Trade creditors		88,941	(169,732)
Advances received		1,980,266	(1,071,508)
Deferred income		(5,772)	44,427
Minority interest		(376)	2,994
Other liabilities		32,707	157,672
Cash outflow from operating activities before income taxes		(1,156,714)	(2,018,531)
Income tax paid		(46,113)	(90,559)
Net cash outflow from operating activities		(1,202,827)	(2,109,090)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Construction		(959,464)	(583,636)
Purchase of fixed and intangible assets		(1,605,208)	(536,331)
Purchase of investment property		(3,850)	-
Proceeds from sale of fixed assets		-	126,372
Other investments		(8,936)	-
Investment in associated companies		(198,076)	1,029,470
Net cash (outflows)/ inflows from investing activities		(2,775,534)	35,875
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from debt securities issued		1,404,854	1,542,511
Subordinated loan		2,219,839	-
Bank loans		676,066	165,592
Dividends paid		(193,682)	-
Proceeds from shares issued		58,922	9,100
Net cash inflows from financing activities		4,165,999	1,717,203
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS		187,638	(356,012)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD		105,863	461,875
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD		293,501	105,863

On behalf of the Board

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Sedova R.I.

Chairman

Chief Accountant

14 May 2003

Astana, Republic of Kazakhstan

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OJSC ASTANA FINANCE

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY FOR THE YEAR ENDED 31 DECEMBER 2002 (in Kazakh Tenge and in thousands)

	Notes	Share capital	Reserve capital	Revenue reserve	Total shareholders' equity
Balance 31 December 2000		1,808,320	2,886	252,267	2,063,473
Share capital increase		9,100	-	-	9,100
Net profit		-	-	59,801	59,801
Balance 31 December 2001		<u>1,817,420</u>	<u>2,886</u>	<u>312,068</u>	<u>2,132,374</u>
Share capital increase		58,922	-	-	58,922
Net profit		-	-	199,640	199,640
Dividends declared		-	-	(193,682)	(193,682)
Transfers		-	(2,886)	2,886	-
Balance 31 December 2002		<u>1,876,342</u>	<u>-</u>	<u>320,912</u>	<u>2,197,254</u>

On behalf of the Board

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Chief Accountant

14 May 2003
Astana, Republic of Kazakhstan

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OJSC ASTANA FINANCE

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2002 (in Kazakh Tenge and in thousands)

1. ORGANISATION

OJSC Astana Finance (the Group) is an open joint-stock company, which was incorporated in the Republic of Kazakhstan on 27 December 1997 as the State Enterprise Fund of economic and Social Development of Akmola Special Economic Zone. The address of its registered office is as follows: 54, Begeldinova Street, Astana, Republic of Kazakhstan. On 6 August 2001, the Company reregistered its state license of the NBRK and obtained an entitlement to perform the following operations: trust operations: cash and securities management in favour and on behalf of the trustee – Kazakhstani Mortgage Company CJSC; issuance of bank guarantees for cash settlements, issuance of bank warranties and other liabilities in favour of third parties guaranteeing cash settlement and other operations in compliance with the bank legislation: issuance of own securities (except for shares).

The Group consists of the following enterprises which are consolidated in the financial statements:

Name	Country of operation	Ownership interest
OJSC Astana Nedvizhimost	Kazakhstan	80%
OJSC Atyrau Nedvizhimost	Kazakhstan	100%
CJSC AREK	Kazakhstan	50.39%
LLP "Health Centre Priozerny"	Kazakhstan	100%
LLP "Kumys Kaskyr"	Kazakhstan	100%
LLP "Kulager"	Kazakhstan	100%
OJSC "Astana Gas Service"	Kazakhstan	70%
OJSC "Ak Jaik Nedvizhimost"	Kazakhstan	70%
OJSC "Astana City Palace"	Kazakhstan	100%

The Group also has investments in other subsidiaries and associates that have not been consolidated as such consolidation would not have had a significant effect on the financial statements taken as a whole (See Note 11).

The number of employees of the Group at 31 December 2002 and 2001 was 2,999 and 555, respectively.

These financial statements were authorized for issue by the Board of Directors on 21 March 2003.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting basis – These financial statements of the Group have been prepared on the accrual basis of accounting, under the historical cost convention.

The Group maintains its accounting records in accordance with Kazakhstan law. These financial statements have been prepared from the Kazakhstan statutory accounting records and have been adjusted to conform with International Accounting Standards ("IAS").

The preparation of financial statements in conformity with IAS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and 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. Estimates that are particularly susceptible to change relate to the provisions for losses and the fair value of financial instruments.

Reporting currency – The currency used in these financial statements is the Kazakh Tenge (KZT).

Principles of consolidation – The consolidated financial statements include the accounts of majority-owned subsidiaries. All significant intercompany transactions and balances have been eliminated. The ownership interest of the Group and proportion of voting power of the Group in the significant subsidiaries as at 31 December 2002 and 2001 is presented in Note 1.

The share of the Group in net assets and net income of entities, where OJSC Astana Finance holds from 20 to 50% of share capital and has the ability to exercise significant influence over their operating and financial policies (“affiliates”) is included in the consolidated net assets and operating results using the equity method of accounting (Note 11).

Investments in other subsidiaries and associated companies – Investments in corporate shares where the Group owns more than 20% of share capital, but does not have ability or intent to control or exercise significant influence over operating and financial policies, or non-consolidation of such companies does not have a significant effect on the financial statements taken as a whole, or the Group intends to resell such investments in the nearest future, as well as investments in corporate shares where the Group owns less than 20% of share capital, are accounted for at fair cost or approximated cost, or at cost of acquisition, if the fair value of investments cannot be determined. Management periodically assesses the carrying values of such investments and provides valuation allowances, if required.

Cash and cash equivalents – Cash and cash equivalents include petty cash balances and advances to banks.

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. Subsequently the securities are measured at fair value, with such remeasurement included in the profit and loss account plus accrued coupon income. The Group uses quoted market prices to determine fair value for the Group’s securities available-for-sale. If such quotes do not exist, management estimation is used.

Originated loans – Loans originated by the Group are financial assets that are created by the Group by providing money directly to a borrower or by participating in loan facility, other than those that are originated with the intent to be sold immediately or in the short term, which are classified as held-for-trading. Originated loans are carried at amortized cost, less any provision for possible loan losses.

Allowance for possible loan losses – The determination of the allowance for possible loan losses is based on an analysis of the loan portfolio and reflects the amount, which, in the judgment of management, is adequate to provide for losses inherent in the loan portfolio. Specific provisions are made as a result of a detailed appraisal of risk assets. In addition, provisions are carried to cover potential risks, which although not specifically identified, are present in the loan portfolio judging by the previous experience.

The total increase in the allowance for possible loan losses is charged to profit and the total of the allowance for possible loan losses is deducted in arriving at loans and advances to customers and banks. Management’s evaluation of the allowance is based on the Group’s past loss experience, known and inherent risks in the portfolio, adverse situations that may affect the borrower’s ability to repay, the estimated value of any underlying collateral and current economic conditions.

It should be understood that estimates of possible loan losses involve an exercise of judgment. While it is possible that in particular periods the Group may sustain losses, which are substantial relative to the allowance for possible loan losses, it is the judgment of management that the allowance for possible loan losses is adequate to absorb losses inherent in the loan portfolio.

Write off of loans – Loans are written off against allowance for possible loan losses in case of uncollectibility of loans and advances, including through repossession of collateral.

Non-accrual loans – Loans are placed on non-accrual status when interest or principal is delinquent for a period in excess of 90 days, except when all amounts due are fully secured by cash or marketable securities and collection proceedings are in process. Interest income is not recognized where recovery is doubtful.

Impairment loss – If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable value. The difference being an impairment loss is recognized as an expense in the profit and loss account for the year in which it arises.

Depreciation – Depreciation of fixed and intangible assets is designed to write off assets over their useful economic lives and is calculated on a straight-line basis at the following annual prescribed rates:

Buildings and constructions	2%
Furniture & equipment	15-20 %
Intangible assets	20%

After the recognition of an impairment loss the depreciation charge for fixed assets is adjusted in future periods to allocate the assets' revised carrying value, less its residual value (if any), on a systematic basis over its remaining useful life.

Foreign currency transactions – Assets and liabilities denominated in foreign currencies are translated at the appropriate spot rates of exchange ruling at the balance sheet date. Profits and losses arising from these translations are included in net profit/(loss) on foreign exchange operations.

Offset of financial assets and liabilities – Financial assets and liabilities are offset and reported net on the balance sheet when the Group has a legally enforceable right to set off the recognized amounts and the Group intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Rates of exchange – The exchange rates at year-end used by the Group in the preparation of the financial statements are as follows:

	31 December 2002	31 December 2001
KZT/USD	155.85	150.20
KZT/EUR	162.46	134.77

Income tax – Taxes on income are computed in accordance with the laws of the Republic of Kazakhstan. Deferred taxes, if any, are provided on items recognized in different periods for financial reporting purposes and income tax purposes, using the liability method at the statutory tax rate. Deferred tax liabilities, if any, which result from temporary differences, are provided for in full. Deferred tax assets are recorded to the extent that there is a reasonable expectation that these assets will be realized. Deferred income tax assets and liabilities are offset when:

- The Group has a legally enforceable right to set off the recognized amounts of current tax assets and current tax liabilities;
- The Group has an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously;
- The Group the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority in the each future period in which significant amounts of deferred tax liabilities and assets are expected to be settled or recovered.

Investment property – which is property held to earn rentals and/or for capital appreciation, is stated at historical cost less accumulated depreciation.

Inventories – are stated at the lower of cost and net realisable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Subordinated loan – are interest free long term loans from government bodies are stated at cost.

Reclassification – The financial statements as at 31 December 2001 were reclassified to comply with the financial statements presentation requirements as at 31 December 2002.

3. NET INTEREST INCOME

	2002	2001
Interest income		
Interest on loans and advances to customers	751,356	441,375
Interest on loans and advances to banks	9,637	29,245
Interest on debt securities	-	521
Total interest income	<u>760,993</u>	<u>471,141</u>
Interest expenses		
Debt securities issued	187,536	74,667
Bank loans	106,766	11,046
Due to state organisations	66,685	37,843
Other	-	1,231
Total interest expense	<u>360,987</u>	<u>124,787</u>
Net interest income before provision / recovery of provision for loan losses	<u>400,006</u>	<u>346,354</u>

4. (RECOVERY OF PROVISION) / PROVISION FOR LOAN LOSSES

	2002	2001
Provisions for possible loan losses		
Provision for loans and advances to banks	167	177
(Recovery of provision)/provision for loans and advances to customers	(17,293)	19,819
	<u>(17,126)</u>	<u>19,996</u>
Provisions for possible losses on other transactions		
(Recovery of provisions) for other assets	(2,726)	13,941
(Recovery of provisions) provisions for guarantees and other off balance sheet commitments	(8,560)	7,510
	<u>(11,286)</u>	<u>21,451</u>

5. OTHER INCOME

Other income includes net loss on indexation of debt securities amounting to KZT 27,972 thousand for the year ended 31 December 2002.

6. ADMINISTRATIVE EXPENSES

	2002	2001
Taxes other than income tax	162,682	107,328
Rent and maintenance	65,900	75,483
Advertising and marketing	58,247	52,541
Telecommunications and stationary	42,138	30,318
Professional fees	41,697	16,764
Business trip expenses	36,794	18,405
Representation expenses	17,106	1,512
Sponsorship and charity	16,100	17,332
Other	8,161	46,901
	<u>448,825</u>	<u>366,584</u>

7. INCOME TAXES

The Group provides for taxes based on the statutory tax accounts maintained and prepared in Tenge and in accordance with the Kazakhstan statutory tax regulations, which may differ from IAS.

The Group is subject to certain permanent tax differences due to non-tax deductibility of exchange losses and other expenses and tax-free regime under local tax regulations.

Deferred taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes. Temporary differences as of 31 December 2002 and 2001 relate mostly to different methods of income and expense recognition as well as to recorded values of certain assets.

Temporary differences at December 31, 2002 and 2001 were as follows:

	2002	2001
Deferred assets:		
Accrued taxes, other than income tax	-	3,051
Provisions	-	9,622
Intangible assets	924	-
Total deferred assets	<u>924</u>	<u>12,673</u>
	2002	2001
Deferred liabilities:		
Fixed assets	92,186	79,261
Accrued taxes	1,290	-
Total deferred liabilities	<u>93,476</u>	<u>79,261</u>
Net deferred tax liability	<u>92,552</u>	<u>66,588</u>

Relationships between tax expenses and accounting profit for the year ended 31 December 2002 and 2001 are explained as follows:

	2002	2001
Profit before income taxes and minority interest	<u>257,321</u>	<u>216,597</u>
Tax at the statutory tax rate (30%)	77,196	64,979
Tax effect of permanent differences	6,630	45,720
Change in allowance against deferred tax assets	<u>(11,749)</u>	<u>12,673</u>
Tax expense	<u>72,077</u>	<u>123,372</u>
Current tax expense	46,113	90,559
Deferred tax expense	<u>25,964</u>	<u>32,813</u>
Income tax expense	<u>72,077</u>	<u>123,372</u>

7a. EARNING PER SHARE

	2002	2001
Net income	199,640	59,801
Weighted average number of shares	<u>1,830,971</u>	<u>1,811,353</u>
Earnings per share in KZT	<u>109.04</u>	<u>33.01</u>

8. LOANS AND ADVANCES TO BANKS

	2002	2001
Loans to banks	96,406	93,060
Advances to banks	<u>273,510</u>	<u>100,087</u>
	369,916	193,147
Less allowance for possible loan losses	<u>(4,821)</u>	<u>(4,653)</u>
	<u>365,095</u>	<u>188,494</u>
Allowance for possible loan losses:	2002	2001
At beginning of the year	4,654	4,476
Provision for the year	167	177
At end of the year	<u>4,821</u>	<u>4,653</u>

Cash and cash equivalents for the purposes of the statement of cash flows are comprised of the following:

	2002	2001
Cash	19,991	5,776
Advances to banks	<u>273,510</u>	<u>100,087</u>
Cash and cash equivalents	<u>293,501</u>	<u>105,863</u>

9. LOANS AND ADVANCES TO CUSTOMERS

	2002	2001
Originated loans	4,281,581	3,046,595
Less allowance for possible loan losses	<u>(265,678)</u>	<u>(303,906)</u>
	<u>4,015,903</u>	<u>2,742,689</u>
	2002	2001
Loans collateralized by real estate	3,770,555	2,472,911
Loans collateralized by others	447,894	355,488
Unsecured loans	<u>63,132</u>	<u>218,196</u>
	4,281,581	3,046,595
Less allowance for possible loan losses	<u>(265,678)</u>	<u>(303,906)</u>
	<u>4,015,903</u>	<u>2,742,689</u>
Allowance for possible loan losses	2002	2001
At beginning of the period	303,906	292,395
(Recovery of provision)/provision for the period	(17,293)	19,819
Reclassification to allowance for possible losses on guarantees	(19,085)	-
Write off	<u>(1,850)</u>	<u>(8,308)</u>
At end of the year	<u>265,678</u>	<u>303,906</u>
Analysis by sector	2002	2001
Food industry	1,263,825	1,201,291
Real estate	1,166,405	269,578
Transport and communication	518,439	489,478
Construction	372,489	149,162
Retail and wholesale	265,039	26,939
Agriculture	185,970	164,746
Electricity	63,135	218,196
Hospitality	47,271	56,257
Health care	4,733	5,509
Other	<u>394,275</u>	<u>465,439</u>
	4,281,581	3,046,595
Less allowance for possible loan losses	<u>(265,678)</u>	<u>(303,906)</u>
	<u>4,015,903</u>	<u>2,742,689</u>

10. ADVANCES PAID, LESS ALLOWANCE FOR POSSIBLE LOSSES

	2002	2001
Advances	1,626,139	332,507
Less allowance for possible losses on other assets	<u>-</u>	<u>(200,199)</u>
	<u>1,626,139</u>	<u>132,308</u>
Allowance for possible losses on advances paid	2002	2001
At beginning of the period	200,199	187,789
(Recovery of provision)/provision for the period	(2,726)	13,941
Write off	<u>(197,473)</u>	<u>(1,531)</u>
At end of the period	<u>-</u>	<u>200,199</u>

11. INVESTMENTS IN ASSOCIATES

The following enterprises are accounted for in the financial statements using the equity method:

Name	Country of incorporation	OJSC Astana Finance ownership interest	2002	2001
OJSC Ekoton Plus	Kazakhstan	44%	174,506	-
OJSC Entertainment Centre Duman	Kazakhstan	20%	9,045	-
OJSC RIK Areket	Kazakhstan	20.06%	3,090	6,939
LLP TV Astana	Kazakhstan	40%	240	-
LLP Dzhigit	Kazakhstan	50%	948	945
OJSC TRK Tsesna Asia	Kazakhstan	40%	-	259
			<u>187,829</u>	<u>8,143</u>

12. INVESTMENT SECURITIES

Other investments	%% in equity	2002	2001
Tsesna Bank	9.9%	52,596	60,880
Astana Energoservice	0.34%	17,220	-
		<u>69,816</u>	<u>60,880</u>

13. CONSTRUCTION

	2002	2001
Construction contracts in progress	2,606,187	2,160,272
Finished construction	2,117,670	1,604,121
	<u>4,723,857</u>	<u>3,764,393</u>

14. INVESTMENT PROPERTY

At cost		
At 31 December 2001		1,189,911
Additions		3,850
At 31 December 2002		<u>1,193,761</u>
Accumulated depreciation		
At 31 December 2001		15,865
Charge for the year		27,350
At 31 December 2002		<u>43,215</u>
Net book value		
At 31 December 2002		<u>1,150,546</u>
Net book value		
At 31 December 2001		<u>1,174,046</u>

15. FIXED AND INTANGIBLE ASSETS

	Land	Buildings and constructions	Equipment and other fixed assets	Vehicles	Construction in progress	Intangible assets	2002 Total
At cost							
At 31 December 2001	12,041	290,417	180,426	78,415	104,063	8,384	673,746
Additions	15,027	654,998	555,675	83,447	280,600	15,189	1,604,936
Disposals	5,594	29,666	33,999	15,750	300,176	8,025	393,209
At 31 December 2002	<u>21,475</u>	<u>915,749</u>	<u>702,102</u>	<u>146,112</u>	<u>84,487</u>	<u>15,548</u>	<u>1,885,473</u>
Accumulated depreciation							
At 31 December 2001	-	15,856	17,865	12,843	-	3,271	49,835
Charge for the period	-	29,968	74,286	20,309	-	4,649	129,212
Disposals	-	1,231	7,040	2,758	-	4,300	15,329
At 31 December 2002	<u>-</u>	<u>44,593</u>	<u>85,111</u>	<u>30,394</u>	<u>-</u>	<u>3,620</u>	<u>163,718</u>
Net book value							
At 31 December 2002	<u>21,475</u>	<u>871,156</u>	<u>616,991</u>	<u>115,718</u>	<u>84,487</u>	<u>11,928</u>	<u>1,721,755</u>
Net book value							
At 31 December 2001	<u>12,042</u>	<u>274,561</u>	<u>162,561</u>	<u>65,572</u>	<u>104,063</u>	<u>5,113</u>	<u>623,912</u>

16. PAYABLE TO STATE ORGANISATIONS

	2002	2001
Payable to administrative counsel of Astana	2,400,000	3,483,663
Payable to Atyrau Akimat	550,000	550,000
Payable to Small Business Development Fund	419,274	458,831
Payable to department of economy of Astana	50,085	50,095
	<u>3,419,359</u>	<u>4,542,589</u>

16a. DEBT SECURITIES ISSUED

	2002	2001
USD dollar fixed income securities issued	1,616,556	1,542,511
KZT indexed fixed income securities issued	1,330,809	-
	<u>2,947,365</u>	<u>1,542,511</u>

Discount on the securities is amortized over the life of the note and is recorded in interest expense on debt securities issued using the effective interest rate method.

17. ADVANCES RECEIVED

Advances received primarily represent prepayments for the purchase of apartments. As of 31 December 2002 and 2001, these prepayments totaled 2,511,130 and 725,139 KZT thousand, respectively.

18. OTHER LIABILITIES

	2002	2001
Salaries payable	30,934	12,825
Allowance for possible losses on guarantees	18,035	7,510
Other	16,350	1,751
	<u>65,319</u>	<u>22,086</u>

Allowance for possible losses on guarantees:	2002	2001
At beginning of the period	7,510	-
(Recovery of provision)/provision for the period	(8,560)	7,510
Reclassification from loan loss provision	19,085	-
At end of the year	<u>18,035</u>	<u>7,510</u>

19. SHARE CAPITAL

At 31 December 2002 and 2001 share capital authorized, issued and fully paid comprised of 1,876,342 ordinary shares with par value of KZT 1000 each. All shares are ranked equally and carry one vote. Share premium represents the excess of contributions received over the nominal value of shares issued.

In 2002 the Meeting of shareholders of the Group took a decision to pay dividends for 2001 in the total amount of KZT 193,682 thousand. The dividends were paid during 2002.

20. FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK

In the normal course of business the Group is a party to financial instruments with off-balance sheet risk in order to meet the needs of its customers. These instruments, involving varying degrees of credit risk, are not reflected in the balance sheet.

The Group's maximum exposure to credit loss under contingent liabilities and commitments to extend credit, in the event of non-performance by the other party where all counterclaims, collateral or security prove valueless, is represented by the contractual amounts of those instruments.

The Group uses the same credit control and management policies in undertaking off-balance sheet commitments as it does for on-balance operations.

The risk-weighted amount is obtained by applying credit conversion factors and counterparty risk weightings according to the principles employed by the Basle Committee on Banking Supervision.

As at 31 December 2002 and 2001, the nominal or contract amounts and the risk weighted credit equivalents of instruments with off-balance sheet risks were:

	31 December 2002		31 December 2001	
	Nominal Amount	Risk Weighted Amount	Nominal Amount	Risk Weighted Amount
Contingent liabilities and credit commitments				
Guarantees and similar commitments	360,705	360,705	150,200	150,200

21. CONTINGENCIES

Capital commitments – The Group had no material commitments for capital expenditures outstanding as at 31 December 2002.

Operating Environment - The Group's principal business activities are within the Republic of Kazakhstan. Laws and regulations affecting business environment in the Republic of Kazakhstan are subject to rapid changes and the Group's assets and operations could be at risk due to negative changes in the political and business environment.

Legal proceedings – From time to time and in the normal course of business, claims against the Group are received from customers and counterparties. Management is of the opinion that no material unaccrued losses will be incurred and accordingly no provision has been made in these financial statements.

Taxes – Due to the presence in Kazakhstan commercial legislation, and tax legislation in particular, of provisions allowing more than one interpretation, and also due to the practice developed in a generally unstable environment by the tax authorities of making arbitrary judgment of business activities, if a particular treatment based on Management's judgment of the Group's business activities was to be challenged by the tax authorities, the Group may be assessed additional taxes, penalties and interest. The Group believes that it has already made all tax payments, and therefore it no allowance were made in the financial statements. Tax years remain open to review by the tax authorities for three years.

22. TRANSACTIONS WITH RELATED PARTIES

Related parties are considered to include shareholders, affiliates and entities under common ownership, control/management with the Group, or whose activities the Group has an ability to control. As of 31 December 2002 and 2001, the Group had advances and loans to customers totaling KZT 5,478 thousand and KZT 218,415 thousand to related parties, respectively.

The Group also held deposits from banks, including subordinated debt, and customers including subordinated debt, of KZT 5,478 thousand and KZT 218,415 thousand as of 31 December 2002 and 2001, respectively, from related parties. During the years ended 31 December 2002 and 2001 the Group received deposits and advances from banks and customers - related parties of KZT 775,667 thousand and KZT nil thousand, respectively, and repaid deposits and advances totaling KZT 1,019,667 thousand and KZT nil thousand, respectively.

The Group had guarantees and standby letters of credit issued on behalf of related parties and outstanding as at 31 December 2002 amounting to KZT 22,905 thousand, for which the Group had an allowance for possible losses of KZT 1,145 thousand. During the years ended 31 December 2002 and 2001 the Group issued guarantees and standby letters of credit on behalf of related parties of KZT 23,610 thousand and KZT nil thousand, respectively. No loss was recognized in the Group's financial statements in respect of issued guarantees and standby letters of credit on behalf of related parties in 2001 and 2002.

Included in the profit and loss account for the years ended 31 December 2002 and 2001 are the following amounts which arose due to transactions with related parties:

	2002	2001
Interest income		
- related companies	7,499	166,731
Interest expense		
- related companies	-	196
Commission income		
- related companies	3	1,820
Commission expense		
- related companies	-	32,152

23. PENSIONS AND RETIREMENT PLANS

Employees receive pension benefits from the Republic of Kazakhstan in accordance with the laws and regulations of the country. As of 31 December 2002 and 2001, the Group was not liable for any supplementary pensions, post-retirement health care, insurance benefits, or retirement indemnities to its current or former employees.

24. FAIR VALUE OF FINANCIAL INSTRUMENTS

Estimated fair value disclosures of financial instruments is made in accordance with the requirements of IAS 32 and IAS 39. As no readily available market exists for a large part of the Group's financial instruments, judgment is necessary in arriving at fair value, based on current economic conditions and specific risks attributable to the instrument. The estimates presented herein are not necessarily indicative of the amounts the Group could realize in a market exchange from the sale of its full holdings of a particular instrument.

As of 31 December 2002 and 2001 the following methods and assumptions were used by the Group to estimate the fair value of each class of financial instrument for which it is practicable to estimate such value:

Cash – For these short-term instruments the carrying amount is a reasonable estimate of fair value.

Loans and advances to banks – For these assets, the carrying amount is a reasonable estimate of fair value.

Loans and advances to customers – The fair value of the loan portfolio is based on the credit and interest rate characteristics of the individual loans within each sector of the portfolio. The estimation of the provision for loan losses includes consideration of risk premiums applicable to various types of loans based on factors such as the current situation of the economic sector in which each borrower operates, the economic situation of each borrower and guarantees obtained. Accordingly, the provision for loan losses is considered a reasonable estimate of the discount required to reflect the impact of credit risk.

Loans and advances from banks – As of 31 December 2002 and 2001 the carrying amount of short-term deposits and deposits repayable on demand of KZT 841,658 thousand and KZT 165,592 thousand, respectively, is a reasonable estimate of their fair value. As of 31 December 2002 and 2001 the fair value of long-term borrowings with carrying value of KZT 3,419,359 thousand and KZT 4,542,589 thousand, respectively is a reasonable estimate of their fair value.

Debt securities issued – Debt securities issued are stated at cost, adjusted for amortization of premium and discounts, which approximates fair value.

Subordinated loan – The fair value of interest free subordinated loan in the amount of KZT 723,942 thousand was determined based on discounted cash flow model using interest rates on loans with similar credit risk level and maturity period current at the inception.

25. SEGMENT REPORTING

	2002	2001
Sale of apartments	3,598,913	1,785,298
Electricity sales	2,008,601	-
Sales of gas	492,978	168,454
Rent of premises	97,620	69,203
Security services	21,758	21,998
Health resort services	34,711	19,054
Other	1,842	3,865
Sales	6,256,423	2,067,872
Sale of apartments	3,042,232	1,319,624
Electricity sales	1,654,752	-
Sales of gas	297,142	108,826
Rent of premises	1,065	(203)
Security services	33,143	23,988
Health resort services	15,210	-
Other	2,881	-
Cost of sales	<u>(5,046,425)</u>	<u>(1,452,235)</u>
Income from subsidiaries, net	<u>1,209,998</u>	<u>615,637</u>

26. RISK MANAGEMENT POLICY

Management of risk is fundamental to the banking business and is an essential element of the Group's operations. The main risks inherent to the Group's operations are those related to credit exposures, liquidity and market movements in interest rates and foreign exchange rates. A description of the Group's risk management policies in relation to those risks follows.

The Group is exposed to credit risk which is the risk that a counter party will be unable to pay amounts in full when due. The Group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower, or group of borrowers, and to industry and geographical segments. Such risks are monitored on a revolving basis and subject to an annual or more frequent review. Limits on the level of credit risk by borrower and by industry sector are approved monthly by the Board of Directors.

Exposure to credit risk is managed through regular analysis of the ability of borrowers and potential borrowers to meet interest and capital repayment obligations and by changing these lending limits where appropriate. Exposure to credit risk is also managed in part by obtaining collateral and corporate and personal guarantees.

Credit-related commitments ensure that funds are available to a customer as required. Guarantees, which represent irrevocable assurances that the Group will make payments in the event that a customer cannot meet its obligations to third parties, carry the same credit risk as loans.

With respect to undrawn loan commitments the Group is potentially exposed to loss in an amount equal to the total amount of such commitments. However, the likely amount of loss is less than that, since most commitments are contingent upon certain conditions set out in the loan agreements.

As of 31 December 2001 and 2000, cash assets and liabilities of the Group are concentrated in the Republic of Kazakhstan.

27. MATURITY ANALYSIS

The following table presents an analysis of interest rate risk and liquidity risk. Interest bearing assets and liabilities generally have relatively short maturities and interest rates are reprised only at maturity.

	Up to 1 month	1 month to 3 months	3 month to 1 year	1 year to 5 years	Over 5 years	Maturity undefined (incl. Allowance for losses and impairment)	31 Dec 2002 KZT thousand Total
ASSETS							
Loans and advances to banks, less allowance for possible loan losses	1,100	-	-	91,586	-	-	92,686
Loans and advances to customers, less allowance for possible loan losses	14,071	61,992	962,814	1,643,203	1,333,823	-	4,015,903
Total interest bearing assets	15,171	61,992	962,814	1,734,789	1,333,823	-	4,108,588
Cash	19,991	-	-	-	-	-	19,991
Trade receivables and advances paid, less allowance for possible losses	438,477	181,408	1,202,887	600,329	-	-	2,423,101
Loans and advances to banks, less allowance for possible loan losses	272,409	-	-	-	-	-	272,409
Investments in associates	-	-	-	-	-	187,829	187,829
Other investments	-	-	-	-	-	69,816	69,816
Inventory	72	27,783	105,622	2,321	12,690	-	148,488
Construction	135,679	203,760	3,526,840	709,583	147,995	-	4,723,857
Investments in property, less accumulated depreciation	-	-	-	-	1,150,546	-	1,150,546
Fixed and intangible assets, less accumulated depreciation	-	-	-	237,921	1,462,359	21,475	1,721,755
Other assets, less allowance for possible losses	59,419	41,220	394,586	-	-	-	495,225
TOTAL ASSETS	941,218	516,163	6,192,749	3,284,942	4,107,413	279,120	15,321,606
LIABILITIES							
Payable to state organizations	4,806	36,962	377,591	50,000	2,950,000	-	3,419,359
Loans from banks	-	48,122	497,350	296,186	-	-	841,658
Debt securities issued	-	-	1,646,797	1,300,568	-	-	2,947,365
Total interest bearing liabilities	4,806	85,084	2,521,738	1,646,754	2,950,000	-	7,468,382
Advances received	839,329	542,821	1,243,721	221,574	-	-	2,847,445
Taxes payable	67,624	44,150	-	-	-	-	111,774
Deferred tax liability	-	-	-	-	92,552	-	92,552
Deferred income	142	325	994	7,116	-	145,814	154,391
Trade creditors	225,927	59,872	31,913	78,876	-	-	396,588
Subordinated loan	-	-	-	-	2,219,839	-	2,219,839
Other liabilities	46,511	773	18,035	-	-	-	65,319
TOTAL LIABILITIES	1,184,339	733,025	3,816,401	1,954,320	5,262,391	145,814	13,096,290

						Maturity undefined (incl. Allowance for losses and impairment)	31 Dec 2002 KZT thousand
Interest sensitivity gap	<u>10,365</u>	<u>(23,092)</u>	<u>(1,558,924)</u>	<u>88,034</u>	<u>(1,616,177)</u>		
Cumulative interest sensitivity gap	<u>10,365</u>	<u>(12,727)</u>	<u>(1,571,651)</u>	<u>(1,483,616)</u>	<u>(3,099,793)</u>		
Cumulative interest sensitivity gap as a percentage of total assets	<u>0,07%</u>	<u>(0,08%)</u>	<u>(10,26%)</u>	<u>(9,68%)</u>	<u>(20,23%)</u>		

Substantially all of the Group's interest earning assets and interest bearing liabilities are at fixed rates of interest.

Asset and liability maturity periods and the ability to replace interest liabilities at an acceptable cost when they mature are crucial in determining the Group's liquidity and its susceptibility to fluctuation of interest rates and exchange rate.

28. EFFECTIVE INTEREST RATE ANALYSIS

The following table presents an analysis of interest rate risk and thus the potential of the Group for gain or loss as at 31 December 2002. Effective interest rates are presented by categories of financial assets and liabilities to determine interest rate exposure and effectiveness of the interest rate policy used by the Group.

	KZT	USD
ASSETS		
Loans and advances to banks	-	10%
Loans and advances to customers	15.29%	13.22%
LIABILITIES		
Deposits from banks	16%	13.9%
Payable to state organizations	1.64%	-
Debt securities issued	9%	9%
Subordinated debt	0%	-

29. CURRENCY ANALYSIS

	Tenge	USD 1USD= KZT 155.6	31 Dec 2002 KZT thousand Total
ASSETS			
Cash	14,755	5,236	19,991
Loans and advances to banks, less allowance for possible loan losses	268,689	96,406	365,095
Trade debtors and advances paid, less allowance for possible losses	2,415,402	7,699	2,423,101
Inventory	148,488	-	148,488
Loans and advances to customers, less allowance for possible loan losses	3,378,109	637,794	4,015,903
Investments in associates	187,829	-	187,829
Other investments	69,816	-	69,816
Construction	4,723,857	-	4,723,857
Investment property	1,150,546	-	1,150,546
Fixed and other intangible assets, less accumulated depreciation	1,721,755	-	1,721,755
Other assets, less allowance for possible losses	495,225	-	495,225
TOTAL ASSETS	<u>14,574,471</u>	<u>747,135</u>	<u>15,321,606</u>
LIABILITIES			
Payable to state	3,006,924	412,435	3,419,359
Loans from banks	540,355	301,303	841,658
Debt securities issued	1,400,441	1,546,924	2,947,365
Taxes payable	111,774	-	111,774
Deferred tax liability	92,552	-	92,552
Deferred income	154,391	-	154,391
Advances received	2,847,445	-	2,847,445
Trade creditors	380,086	16,502	396,588
Other liabilities	65,319	-	65,319
	<u>8,599,287</u>	<u>2,277,164</u>	<u>10,876,451</u>
Subordinated loan	2,219,839	-	2,219,839
TOTAL LIABILITIES	<u>10,819,126</u>	<u>2,277,164</u>	<u>13,096,290</u>
OPEN BALANCE SHEET POSITION	<u>3,755,345</u>	<u>(1,530,029)</u>	<u>2,225,316</u>
TOTAL OPEN POSITION	<u>3,755,345</u>	<u>(1,530,029)</u>	<u>2,225,316</u>

30. GEOGRAPHICAL ANALYSIS

	OECD countries	Non-OECD countries	As of December 31, 2002 Total Thousand KZT
Cash	-	19,991	19,991
Loans and advances to banks, less allowance for possible loan losses	-	365,095	365,095
Trade debts and advances paid	-	2,423,101	2,423,101
Inventory	-	148,488	148,488
Loans and advances to customers, less allowance for possible loan losses	-	4,015,903	4,015,903
Investments in associates	-	187,829	187,829
Other Investments	-	69,816	69,816
Construction	-	4,723,857	4,723,857
Fixed Assets invested	-	1,150,546	1,150,546
Fixed and other intangible assets, less accumulated depreciation	-	1,721,755	1,721,755
Other assets, less allowance for possible losses	7,699	487,526	495,225
TOTAL ASSETS	7,699	15,313,907	15,321,606
LIABILITIES			
Loans from banks	-	841,658	841,658
Payable to state	-	3,419,359	3,419,359
Debt securities issued	-	2,947,365	2,947,365
Taxes payable	-	111,774	111,774
Deferred tax liability	-	92,552	92,552
Deferred Income	-	154,391	154,391
Advances received	-	2,847,445	2,847,445
Subordinated debt	-	2,219,839	2,219,839
Trade creditors	16,502	380,086	396,588
Other liabilities	-	65,319	65,319
TOTAL LIABILITIES	16,502	13,079,788	13,096,290
TOTAL OPEN POSITION	(8,803)	2,234,119	2,225,316