### GLOBE TRADE CENTRE S.A.

IFRS INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE-MONTH PERIOD ENDED
31 MARCH 2007

# Globe Trade Centre S.A. Interim Condensed Consolidated Balance Sheet as of 31 March 2007 (in thousands of Euro)

_	<u>Note</u>	31 March 2007	31 March 2006	31 December
ASSETS		(unaudited)	(unaudited)	<u>2006</u>
Non current assets				
Investment property		559,606	635,197	541,751
Property, plant and equipment		206,767	75,893	170,252
Investment in associates	11	26,337	14,184	28,531
Loans granted		8,318	-	7,718
Deferred tax asset		2,624	2,039	3,026
Long term receivables		5,324	-	4,506
Advances to contractors		12,563	16,052	9,323
Goodwill		8,918	10,911	8,918
Other non-current assets	12	2,241	636	1,750
		832,698	754,912	775,775
Current Assets				
Inventory		116,494	31,302	115,780
Debtors		3,523	2,030	3,855
Accrued income	13	15,140	5,681	12,990
Derivatives		767	99	653
VAT and other tax recoverable		16,680	9,285	12,109
Income tax recoverable		1,618	2,102	1,623
Prepayments, deferred expenses		4,402	3,803	2,479
Short-term deposits		14,579	14,251	7,889
Cash and cash equivalents		246,358	213,449	277,636
		419,561	282,002	435,014
Assets classified as held for sale		-	73,234	-
TOTAL ASSETS		1,252,259	1,110,148	1,210,789

# Globe Trade Centre S.A. Interim Condensed Consolidated Balance Sheet as of 31 March 2007 (in thousands of Euro)

	<u>Note</u>	31 March 2007	31 March 2006	31 December
		(unaudited)	(unaudited)	<u>2006</u>
EQUITY AND LIABILITIES				
Capital attributable to equity holders of the parent				
Share capital	15	4,741	5,197	5,230
Share premium	15	222,599	242,124	245,170
Capital reserve		1,510	1,660	1,660
Hedge reserve		282	(40)	230
Foreign currency translation		(15,716)	(15,927)	(51,764)
Amounts recognized directly in equity relating to assets held for sale		-	707	-
Accumulated profit		529,559	411,859	530,532
	-	742,975	645,580	731,058
Minority Interest		48	3,723	26
Total Equity	•	743,023	649,303	731,084
Long-term Liabilities				
Long-term portion of long-term loans	14	318,516	330,940	258,499
Deposits from tenants		1,950	2,678	1,468
Long term payable		1,771	-	2,701
Financial liability	20	11,012	-	9,412
Provision for deferred tax liability		57,822	41,096	54,332
,	-	391,071	374,714	326,412
Current Liabilities				
Trade and other payables		31,910	14,742	41,936
Current portion of long-term loans	14	38,148	15,867	48,060
Credit line		2,500	2,500	3,030
Current portion of long term payable		2,481	-	3,663
VAT and other taxes payable		1,343	804	12,814
Income tax payable		10,871	55	10,069
Accruals		11,290	5,882	19,482
Advances received		19,482	3,855	14,096
Deferred income		140	258	79
Derivatives		-	541	64
	-	118,165	44,504	153,293
Liabilities classified as held for sale		-	41,627	-
TOTAL EQUITY AND LIABILITIES		1,252,259	1,110,148	1,210,789

		Three-month period ended 31 March 2007 (unaudited)	Three-month period ended 31 March 2006 (unaudited)	31 December 2006
	Note	(anauanea)	(unauanea)	
Revenues from operations	8	14,945	22,311	80,883
Cost of operations	9	(5,142)	(9,067)	(32,095)
Gross margin from operations		9,803	13,244	48,788
Selling expenses		(1,039)	(782)	(2,932)
Administration expenses		(3,488)	(3,417)	(14,862)
Profit from revaluation of investment property		10,731	79,820	199,108
Other income/ (expenses)		502	(242)	2,486
Profit from continuing operations before tax and finance income / (expense)		16,509	88,623	232,588
Foreign exchange differences gain/(loss),		(1,268)	1,969	10,020
Interest income		3,435	1,127	5,876
Financial expense		(3,332)	(4,419)	(16,461)
Profit on sale of shares in subsidiaries	18	718	-	1,332
Share of profit in associates		(18)	105	4,224
Profit before taxation		16,044	87,405	237,579
Taxation		(4,853)	(14,539)	(39,632)
Profit for the period		11,191	72,866	197,947
Attributable to:				
Equity holders		11,231	69,803	195,071
Minority interest		(40)	3,063	2,876
Basic earnings per share (Euro)	16	0.05	0.35	0.91
Diluted earnings per share (Euro)	16	0.05	0.34	0.91

# Globe Trade Centre S.A. Interim Condensed Consolidated Statement of Changes in Equity for the three-month period ended 31 March 2007 (in thousand of Euro)

	Issued and Paid in Share Capital	Share Premium	Capital reserve	Hedge reserve	cur		Amou recogni lirectly in elating to held for	zed equity assets	Accumulated Profit	Total	Minority interest	Total
Balance as of 1 January 2006	4,759	118,458	1,040	(240)	(	(5,697)		-	342,676	460,996	677	461,673
Issuance of shares	438	123,293	-	-		-		-	-	123,731	-	123,731
Share based payment	-	373	-	-		-		-	-	373	-	373
Increase in capital reserve	-	_	620	_		_		_	(620)	_	-	_
Currency translation differences	-	-	-	-		(9,525)		-	-	(9,525)	(17)	(9,542)
Amounts recognized directly in equity relating to assets held for sale Acquisition of shares	-	-	-	(2)		(705)		707	-	-	-	-
Hedge transactions	-	-	-	202		-		-		202	-	202
Profit for the three-months period ended 31 March 2006 (unaudited)	-	-	-	-		-		-	69,803	69,803	3,063	72,866
Balance as of 31 March 2006 (unaudited)	5,197	242,124	1,660	(40)	(1	15,927)		707	411,859	645,580	3,723	649,303
	Issued and paid in share capital	Share premium	Capital reserve	Hec rese		Foreig currenc translation	y i	umulated orofit	Total	Mino inter		Total
Balance as of 1 January 2006	4,759	118,458	3 1,04	10	(240)	(5,69	<b>9</b> 7)	342,676	460,996		677	461,673
Issuance of shares	471	123,393	;	-	-		-	-	123,864		-	123,864
Share based payment	-	3,319	)	-	-		-	-	3,319		-	3,319
Increase in capital reserve	-	-	- 62	20	-		-	(620)	-		-	-
Sale of subsidiary	-	-	-	-	(3)	(1,33	32)	-	(1,335)		-	(1,335)
Put option granted to minority	-	-	=	-	-		-	(6,595)	(6,595)	(	3,634)	(10,229)
Hedge transactions	-	-	-	_	473		-	-	473		-	473
Currency translation differences	-	-	-	_	-	(44,73	35)	-	(44,735)		107	(44,628)
Profit for the year ended 31	-	-	-	_	-		_	195,071	195,071		2,876	197,947
December 2006 <b>Balance as of 31 December 2006</b>	5,230	245,170	1,66	60	230	(51,76	54)	530,532	731,058		26	731,084
Change of functional currency	(524)	(23,347)	) (150	0)	26	36,1	99	(12,204)	-		-	-
Balance as of 1 January 2007	4,706	221,823	1,51	10	256	(15,56	65)	518,328	731,058		26	731,084
Issuance of shares	35	89	)	-	-		-	-	124		62	186
Share based payment	-	687	,	-	-		-	-	687		-	687
Currency translation differences	-	-	-	-	-	(15	51)	-	(151)		-	(151)
Hedge transactions  Profit for the three-month period ended 31 March 2007 (unaudited)	-	-		-	26		-	11,231	26 11,231		(40)	26 11,191
Balance as of 31 March 2007 (unaudited)	4,741	222,599	1,51	10	282	(15,71	16)	529,559	742,975		48	743,023

	Three-month period ended 31 March 2007 (unaudited)	Three-month period ended  31 March  2006  (unaudited)	Year ended 31 December 2006
	(untattical)	(munumen)	
CASH FLOWS FROM OPERATING ACTIVITIES: Profit from continuing operations before tax and finance e income/expenses	16,509	88,623	232,588
Adjustments for:			
Revaluation of investment properties	(10,731)	(79,820)	(199,108)
Share based payment Depreciation and amortization	687 77	373 56	3,319 257
Operating cash before working capital changes	6,542	9,232	37,056
Decrease/(increase) in debtors and prepayments and other current		(5,223)	(11,025)
assets	(3,331)	(3,223)	(11,023)
Decrease/(increase) in inventory	(23,356)	899	(53,681)
Increase in advances received	7,371	2,340	23,391
Increase in other non-current assets	-	(23)	(85)
Increase/(decrease) in short-term payables and accruals	(2,922)	1,940	2,474
Cash generated from operations	(15,696)	9,165	(1,870)
Interest paid	(1,669)	(3,992)	(18,193)
Interest received	2,651	823	5,396
Tax paid in the period	(686)	(3,929)	(1,367)
Net cash from operating activities	(15,400)	2,067	(16,034)
CASH FLOWS FROM INVESTING ACTIVITIES:			
Purchase of property, plant and equipment	(46,296)	(24,105)	(103,082)
Purchase of shares in subsidiaries, net of cash acquired (a)	389	(17)	(36,412)
Sale of non current assets	-	-	224,224
Sale of shares in subsidiary	5,402	-	-
Sale of subsidiary	(12.017)	20,339	57,984
Tax paid	(12,017)	-	3,036
Lease origination expenses Loans granted	(601)	-	(1,169) (23,777)
Loans repayments	(2,480) 2,173	2,392	3,060
Increase in short term deposits	(8,307)	(2,717)	(5,247)
Decrease in short term deposits	107	(2,717)	8,355
Net cash from / (used) in investing activities	(61,630)	(4,108)	126,972
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from the issuance of share	124	124,945	125,066
Proceeds from the issuance of shares to minority	62	-	-
Proceeds from long-term borrowings	58,162	33,722	107,601
Repayment of long-term borrowings	(10,966)	(4,820)	(117,230)
Proceeds from / (repayments of) short-term loan	(519)	-	2,953
Shares origination cost	-	(70)	(1,473)
Loans origination cost	(253)	(415)	(1,487)
Deposits received from tenants	169	93	(646)
Net cash from / (used) financing activities	46,779	153,455	114,784
Effect of foreign currency translation	(1,027)	182	(9,939)
Net increase in cash and cash equivalents	(31,278)	151,596	215,783
Cash and cash equivalents, at the beginning of the year	277,636	61,853	61,853
Cash and cash equivalents, at the end of the period	246,358	213,449	277,636

# Globe Trade Centre S.A. Interim Condensed Consolidated Statement of Changes in Equity for the three-month period ended 31 March 2007 (in thousand of Euro)

### (a) Purchase of shares in subsidiaries, net of cash acquired

	Three-month period ended 31 March 2007 (unaudited)	Three-month period ended 31 March 2006 (unaudited)	Year ended 31 December 2006
Real estate under construction	1,080	-	18,469
Investment property	-	-	1,997
Inventory	-	-	20,986
Current asset	220	17	541
Current liabilities	-	-	(596)
Long term liabilities	(1,689)	-	(4,984)
Minority interests	-	-	(1)
Total paid net of cash acquired	(389)	17	36,412

#### 1. <u>Principal activities</u>

Globe Trade Centre S.A. (the "Company", "GTC") was registered in Warsaw on December 19, 1996. The Company's registered office is in Warsaw at Wołoska 5 Street. The Company owns through subsidiaries, joint ventures and associates commercial and residential real estate companies in Poland, Hungary, Romania, Serbia, Croatia, Ukraine, Slovakia, Bulgaria and Czech Republic. The Company is developing, and leasing or selling space to commercial and individual tenants, through its directly and indirectly owned subsidiaries.

Globe Trade Centre S.A. is the parent company of the capital group Globe Trade Centre (the "Group").

The Group's business activities are:

- a) Development and rental of office and retail space and
- b) Development and sale of residential units.

GTC is listed on the Warsaw Stock exchange.

The parent shareholder of the Company is GTC Real Estate N.V ("GTC Real Estate") of the Netherlands that holds 46.1% of the Company's shares (see note 14). The ultimate parent of the Company is Kardan N.V of the Netherlands.

#### 2. <u>Functional and reporting currencies</u>

The Company maintains its books of account in accordance with accounting principles and practices employed by enterprises in Poland as required by Polish accounting regulations. These interim condensed consolidated financial statements reflect certain adjustments not reflected in the Company's books to present these statements in accordance with standards issued by the International Accounting Standards Board, and the International Financial Reporting Interpretations Committee ("IFRIC").

The currency of Polish economy is the Polish Zloty.

On 1 January 2007, the Company changed the functional currency in the financial statements from USD to Euro (see note 19). After the sale of Mokotow Business Park most of group activity is based on Euro, and therefore the company believes that Euro reflects in a more appropriate manner the Group's events and transactions.

The functional currency of some of GTC's subsidiaries is a currency other than Euro. The financial statements of those companies prepared in their functional currencies are included in the interim condensed consolidated financial statements by translation into Euro using the closing rate method outlined in IAS 21. Assets and liabilities are translated at the period end exchange rate, while income and expenses are translated at average exchange rates for the year. All resulting exchange differences are classified in equity as "Translation difference" without affecting earnings for the period.

#### 3. Basis of preparation

The Company maintains its books of account in accordance with accounting principles and practices employed by enterprises in Poland as required by Polish accounting regulations. These condensed consolidated financial statements reflect certain adjustments not reflected in the Company's books to present these statements in accordance with standards issued by the International Accounting Standards Board, and the International Financial Reporting Interpretations Committee ("IFRIC").

The interim condensed consolidated financial statements have been prepared on a historical cost basis, except for investment properties, land and buildings, derivative financial instruments and available-for-sale financial assets that have been measured at fair value. The carrying values of recognised assets and liabilities that are hedged (cash flow hedge) are adjusted to record changes in the fair values attributable to the risks that are being hedged.

Certain information and footnote disclosures normally included in annual financial statements prepared in accordance with International Financial Reporting Standards have been condensed or omitted pursuant to International Accounting Standard No. 34, "Interim Financial Reporting" (IAS 34).

This condensed consolidated balance sheet, condensed consolidated income statement, condensed consolidated cash flows statement and condensed consolidated statement of changes in equity are unaudited. These unaudited interim condensed consolidated financial statements should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended 31 December 2006. The interim financial results are not necessarily indicative of the full year results.

#### Impairment of assets

The carrying value of assets is periodically reviewed by Management to determine whether impairment may exist. Based upon its most recent analysis, management believes that no material impairment of assets exists as of 31 March 2007.

Goodwill impairment is tested annually at the year end. Impairment is determined by assessing the recoverable amount of the cash generating unit or group of cash generated units, to which the goodwill relates.

#### 4. Accounting policies

The Company applied to these interim condensed consolidated financial statements ("interim condensed consolidated financial statements") for the three-month period ended 31 March 2007 all International Financial Reporting Standards (IFRS) effective for accounting periods beginning on or after 1 January 2007.

The Polish Accounting Act requires the Group to prepare its interim condensed consolidated financial statements in accordance with IFRS applicable to interim financial reporting as adopted by European Union ("EU") (IAS 34). At this particular time, due to the endorsement process of the EU, and activities of the Company, there are no differences in the policies applied by the Company between IFRS and IFRS that have been endorsed by the Commission of the European Communities.

The interim condensed consolidated financial statements have been prepared in accordance with IFRS applicable to the interim financial reporting (IAS 34) and all applicable IFRS that have been adopted by EU.

The Company followed the same accounting policies and methods of computation in these interim condensed consolidated financial statements as compared with the consolidated financial statements for the year ended 31 December 2006.

With the effect from 1 January 2007 International Financial Reporting Standards have been revised. There are the following new or revised standards and interpretations:

- IFRIC 7 "Applying the Restatement Approach under IAS 29 Financial Reporting in Hyperinflationary Economies"
- IFRIC 8 "Scope of IFRS 2"
- IFRIC 9 "Reassessment of Embedded Derivatives"
- IFRIC 10 "Interim Financial Reporting and Impairment"
- IFRS 7 "Financial Instruments: Disclosures"
- IAS 1 "Presentation of Financial Statements"

There are other changes in International Financial Reporting Standards, which should be applied in the period commencing after 1 January 2007, but earlier application are encouraged:

- IFRIC 11 IFRS 2: "Group and Treasury Share Transactions"
- IFRIC 12 "Service Concession Arrangements"
- IFRS 8 "Operating Segments"

#### 4. Accounting policies (continued)

The amendments have been analysed by the Company. The changes in the standards and interpretations have no impact on the financial data presented in these condensed financial statements. The risks and the extent of the financial instruments used by the Company remained unchanged during the three month period ended 31 March 2007 in comparison with the position as at 31 December 2006. Therefore, the Management of the Company believes that full disclosure of financial instruments in accordance with the IFRS 7 is not required in these interim condensed financial statements. Full disclosure of IFRS 7 will be presented in the full financial statements of the Group.

### 5. <u>Investment in Subsidiaries, Associates and Joint Ventures</u>

The interim condensed consolidated financial statements include the financial statements of the Company, its subsidiaries, associates and jointly controlled entity listed below together with direct and indirect ownership of these consolidated subsidiaries as at the end of each period:

Name	Holding Company	Country of incorporation	31 March 2007**	31 March 2006**	31 December 2006 **
GTC Mars Sp. z o.o. ("GTC Mars")	GTC S.A.	Poland	100%	100%	100%
GTC Taurus Sp. z o.o. ("GTC Taurus")	GTC S.A.	Poland	100%	100%	100%
Darat Sp. z o.o. ("Darat") (in liquidation)	GTC S.A.	Poland	100%	100%	100%
GTC Konstancja Sp. z o.o. ("GTC Konstancja")	GTC S.A.	Poland	100%	100%	100%
GTC Korona S.A ("GTC Korona")	GTC S.A.	Poland	100%	100%	100%
Globis Poznań Sp. z o.o ("Globis Poznan")	GTC S.A.	Poland	100%	100%	100%
GTC Vega Sp. z o.o. ("GTC Vega")	GTC S.A.	Poland	100%	100%	100%
GTC Aeropark Sp. z o.o. ("GTC Aeropark")	GTC S.A.	Poland	100%	100%	100%
GTC Topaz Office Sp. z o.o. ("GTC Topaz Office")	GTC S.A.	Poland	100%	100%	100%
Globis Wrocław Sp. z o.o ("Globis Wrocław")	GTC S.A.	Poland	100%	100%	100%
GTC Galeria Kazimierz Sp. z o.o ("GTC Galeria Kazimierz") (*)	GTC S.A.	Poland	50%	100%	50%
GTC Nefryt Sp. z o.o. ("formerly GTC Orion")	GTC S.A.	Poland	100%	100%	100%
GTC Satellite Sp. z o.o. ("GTC Satellite")	GTC S.A.	Poland	100%	100%	100%
GTC Sonata Sp. z o.o. ("GTC Sonata")	GTC S.A.	Poland	100%	100%	100%
GTC GK office Sp. z o.o. ("formerly GTC Kazimierz Hotel")	GTC S.A.	Poland	100%	100%	100%
Rodamco CH1 Sp. z o.o. ("Rodamco CH1") (*)	GTC S.A.	Poland	50%	50%	50%
GTC Com 1 Sp. z o.o. ("GTC Com 1")	GTC S.A.	Poland	100%	100%	100%
GTC Wroclaw Office Sp. z o.o. ("formerly GTC Kazimierz Office")	GTC S.A.	Poland	100%	100%	100%
GTC Byrant Sp. z o.o. ("GTC Byrant")	GTC S.A.	Poland	100%	-	100%
GTC Diego Sp. z o.o. ("GTC Diego")	GTC S.A.	Poland	100%	-	100%
GTC Cyril Sp. z o.o. ("GTC Cyril")	GTC S.A.	Poland	100%	-	100%
GTC Com 3 Sp. z o.o. ("GTC Com 3")	GTC S.A.	Poland	100%	-	100%
GTC Com 4 Sp. z o.o. ("GTC Com 4")	GTC S.A.	Poland	100%	-	100%
GTC Com 5 Sp. z o.o. ("GTC Com 5")	GTC S.A.	Poland	100%	-	100%
GTC Galeria CTWA Sp. z o.o. ("Galeria CTWA")	GTC S.A.	Poland	100%	100%	100%

<sup>\*</sup> Proportionate consolidation.

<sup>\*\*</sup> Share of GTC.

### 5. Investment in Subsidiaries, Associates and Joint Ventures (continued)

Name	Holding Company	Country of incorporation	31 March 2007**	31 March 2006**	31 December 2006 **
GTC Hungary Real Estate Development Company Ltd. ("GTC Hungary")	GTC S.A.	Hungary	100%	97,5%	100%
Vaci Ut 81-85 Kft.	GTC Hungary	Hungary	100%	97,5%	100%
Riverside Apartments Kft. ("Riverside")	GTC Hungary	Hungary	100%	97,5%	100%
Centre Point I. Kft. ("Centre Point I")	GTC Hungary	Hungary	100%	97,5%	100%
Centre Point II. Kft. ("Centre Point II")	GTC Hungary	Hungary	100%	97,5%	100%
River Loft Kft.	GTC Hungary	Hungary	100%	97,5%	100%
Spiral Holding Kft	GTC Hungary	Hungary	100%	-	100%
Spiral I.Kft.	GTC Hungary	Hungary	100%	-	100%
Spiral II. Kft.	GTC Hungary	Hungary	100%	-	100%
Spiral III. Kft.	GTC Hungary	Hungary	100%	-	100%
SASAD Resort Kft. (formerly "Kékmadár Apartmanok Kft.")	GTC Hungary	Hungary	50.1%	-	50.1%
Albertfalva Kft. ("Gate Way")	GTC Hungary	Hungary	100%	-	100%
Jazmin Ingatlan Kft.	GTC Hungary	Hungary	100%	-	100%
Szép-Madárhegy Kft.	GTC Hungary	Hungary	100%	-	100%
GTC Real Estate Investments Ukraine B.V. ("GTC Ukraine")	GTC S.A.	Netherlands	95%	-	95%
GTC Real Estate Management Services Ukraine LLC	GTC Ukraine	Ukraine	95%	-	95%
GTC Real Estate Investments Moldova B.V. ("GTC Moldova")	GTC S.A.	Netherlands	100%	-	100%
GTC Real Estate Investments Slovakia B.V. ("GTC Slovakia")	GTC S.A.	Netherlands	100%	-	100%
GTC Real Estate Developments Bratislava B.V. ("GTC Bratislava")	GTC Slovakia	Netherlands	70%	-	70%
GTC Real Estate Management s.r.o.	GTC Slovakia	Slovakia	100%	-	100%
GTC Real Estate Park s.r.o.	GTC Bratislava	Slovakia	70%	-	70%
GTC Real Estate Vinohrady s.r.o. ("GTC Vinohrady")	GTC Bratislava	Slovakia	70%	-	70%
GTC Real Estate Investments Croatia B.V. ("GTC Croatia")	GTC S.A.	Netherlands	100%	97,2%	100%
Marlera Golf LD d.o.o	GTC Croatia	Croatia	75%	-	75%
GTC Center Point Ltd.	GTC Croatia	Croatia	100%	-	-
Euro Structor d.o.o.	GTC Croatia	Croatia	70%	68%	70%
GTC Nekretnine Zagreb d.o.o.("GTC Zagreb")	GTC Croatia	Croatia	100%	97,2%	100%

<sup>\*</sup> Proportionate consolidation. \*\* Share of GTC.

### 5. Investment in Subsidiaries, Associates and Joint Ventures (continued)

Name	Holding Company	Country of	31 March 2007**	31 March 2006**	31 December 2006 **
		incorporation			
GTC Real Estate Investments Romania B.V. ("GTC Romania")	GTC S.A.	Netherlands	100%	94,6%	100%
Complexul Multifunctional Victoria S.R.L	Titulescu Investments B.V.	Romania	100%	94,6%	100%
Towers International Property S.R.L	GTC Romania	Romania	100%	94,6%	100%
Galleria Shopping Center S.R.L. (formerly "International Hotel and Tourism S.R.L")	GTC Romania	Romania	100%	94,6%	100%
Green Dream S.R.L (formerly "International Shopping Centre S.R.L.")	GTC Romania	Romania	100%	94,6%	100%
Aurora Business Complex S.R.L	GTC Romania	Romania	50.1%	94,6%	100%
Yasmine Residential Complex S.R.L	GTC Romania	Romania	100%	94,6%	100%
National Commercial Centers B.V. (*)	GTC Romania	Netherlands	50%	-	50%
Mablethompe Investitii S.R.L.	GTC Romania	Romania	100%	-	100%
Mercury Commercial Center S.R.L.	GTC Romania	Romania	100%	-	100%
Venus Commercial Center S.R.L.	GTC Romania	Romania	100%	-	100%
Mars Commercial Center S.R.L.	GTC Romania	Romania	100%	-	100%
Bucharest City Gate B.V.	GTC Romania	Netherlands	58%	-	58%
Beaufort Commercial Center S.R.L.	GTC Romania	Romania	100%	-	100%
City Gate S.R.L	GTC Romania	Romania	100%	-	100%
Brightpoint Investments Limited	GTC Romania	Romania	50.1%	-	100%
Fajos S.R.L.	GTC Romania	Romania	100%	-	-
Complexul Residential Colentina S.R.L.	GTC Romania	Romania	100%	94,6%	100%
Titulescu Investments B.V. ("Titulescu")	GTC Romania	Netherlands	100%	94,6%	100%
GTC Real Estate Investments Serbia B.V. ("GTC Serbia")	GTC S.A.	Netherlands	100%	97,5%	100%
GTC International Development d.o.o.	GTC Serbia	Serbia	100%	97,5%	100%
GTC Business Park d.o.o.	GTC Serbia	Serbia	100%	97,5%	100%
GTC Commercial Centers d.o.o.	GTC Serbia	Serbia	100%	97,5%	100%
GTC Real Estate Developments d.o.o.	GTC Serbia	Serbia	100%	97,5%	100%
Atlas Centar d.o.o.	GTC Serbia	Serbia	100%	-	100%
GTC Commercial Development d.o.o.	GTC Serbia	Serbia	100%	-	100%
GTC Real Estate Investments Bulgaria BV ("GTC Bulgaria")	GTC S.A.	Netherlands	100%		100%
GTC Yuzhen Park EAD ("GTC Yuzhen")	GTC Bulgaria	Bulgaria	100%		100%

<sup>\*</sup> Proportionate consolidation. \*\* Share of GTC.

### 5. Investment in Subsidiaries, Associates and Joint Ventures (continued)

#### **Investment in Associates**

The Company has a 35% interest in the following associates:

Lighthouse Holdings Limited S.A. ("Lighthouse") Vokovice BCP Holding S.A. ("Vokovice") Holesovice Residential Holdings S.A. ("Holesovice") CID Holding S.A. ("CID")

The above associates hold between 87.5% and 95.5% in companies which are involved in the real estate development in Czech Republic (see note 11).

#### 6. **Projects description**

The Company is developing and leasing or selling space to commercial and individual tenants, through its direct and indirect investments in subsidiaries, associates and joint ventures.

Current projects in different stages of development are described in the tables below:

### Completed projects:

Country	Property	Total rentable/saleable space (sq.m)	Details
Poland	Galeria Kazimierz (**)	36,200	Shopping centre in Krakow
	Galeria Mokotow (**)	62,100	Shopping centre in Warsaw
	Galileo	10,300	Office building in Krakow
	Newton	10,400	Office building in Krakow
	Globis Poznan	13,000	Office building in Poznan
	Topaz office building	11,000	Office building in Warsaw
	Konstancja Residential phase 2	16,000	Residential project in Konstancin
Hungary	Centre Point I	18,600	Office building in Budapest
	Centre Point II	23,000	Office building in Budapest
Romania	America House	26,000	Office building in Bucharest
Serbia	GTC House	13,500	Office building in Belgrad
Czech (*)	Lighthouse Towers	27,140	Office building in Prague

- (\*) Project located in Czech Republic are operated through associates
- (\*\*) Operated through joint venture

### 6. **Projects description (continued)**

Projects under construction / to be constructed:

Country	Property	Estimated Net Rentable/Saleable space (sq.m)	Details
Poland	Globis Wroclaw	14,700	Office building in Wroclaw
	Nefryt	15,300	Office building in Warsaw
	Edison	10,000	Office building in Krakow
	Pascal	7,000	Office building in Krakow
	Karkonoska	30,000	Office buildings in Wroclaw
	Mikolowska	44,000	Office buildings in Katowice
	Okęcie (6 buildings)	48,700	Business park in Warsaw
	Francuska	10,500	Office buildings in Katowice
	Galeria Kazimierz office	17,000	Office building in Krakow
	Kosciuszki	27,000	2 Office buildings in Lodz
	Platinium Business Park	44,500	Office buildings in Warsaw
	Galeria Czestochowa	49,800	Shopping center in Czestochowa
	Konstancja commercial	42,000	Mix-use project in Konstancin
	Konstancja Residential phase 3	8,400	Residential project in Konstancin
	Galileo Gardens	28,000	Residential project in Krakow
	Konstancja Residential other phases	31,000	Residential project in Konstancin
	Park apartments	14,000	Residential project in Poznan
Hungary	Tutto Mobili	27,000	Office buildings in Budapest
	Spiral	54,800	Office buildings in Budapest
	Gateway (2)	69,600	Office project in Budapest
	Metro	11,900	Office building in Budapest
	Riverloft-office	6,500	Office project in Budapest
	Sasad resort	87,300	Residential project in Budapest
	Riverloft residential	13,500	Project in Budapest
Czech (1)	Arena mall&office	138,000	Shopping and office centre in Prague
	Green City (Jarov)	86,000	Residential project in Prague
	Prague Marine (Holesowice), phase 1	30,000	Residential project in Prague
	Prague Marine (Holesowice), other phases	125,000	Residential/commercial project in Prague
	Smichow/Lieben	30,000	Residential/retail project in Prague
	Sarka BP	44,000	Vokovice (existing logistic center to be converted into residential project

### 6. **Projects description (continued)**

Country	Property	Estimated Net Rentable/Saleable space (sq.m)	Details
Romania	Aura Arad	25,500	Shopping centre in Romania
	Galleria Bucharest	57,000	Shopping centre in Bucharest
	Mid-size Retail Centers (**)	36,400	Shopping centres in Romania
	Aurora Business Park	28,900	Office project in Bucharest
	City Gate	44,000	Office project in Bucharest
	Jasmin park	30,000	Residential project in Bucharest
	Rose Garden	80,000	Residential project in Bucharest
	Felicity	129,000	Residential project in Bucharest
	Green Dream	24,800	Residential project in Bucharest
Slovakia	Vinohrady Bratislava	57,400	Residential project in Bratislava
	Park	15,100	Residential project in Bratislava
Bulgaria	Varna (2)	37,200	Shopping centre in Verna
	Sofia (2)	8,500	Office project in Bulgaria
Serbia	19 Avenue	16,700	Office project in Belgrade
	Park Apartments	13,100	Residential project in Belgrade
	GTC Square	22,600	2 Office buildings in Belgrade
Croatia	Avenue Mall	32,800	Shopping and office centre in Zagreb
	Istria Golf Estate & resort	15,000	Hotel by the seaside of Croatia
	Istria Golf Estate & resort	20,000	Residential by the seaside of Croatia

- (1) Project located in Czech Republic are operated through associates
- (2) Plots were not yet purchased, preliminary agreement or memorandum of Understanding has been signed

### (\*\*) Operated through joint venture

There is no seasonality in the business of the Group companies.

### 7. Events in the period

On 1 January 2007, the Company changed the functional currency in the financial statements from USD to Euro as further disclosed in Note 2 and 19.

On 4 January 2007 the chairman of the Supervisory Board, exercised 1,250,750 Subscription Warrants at a price of PLN 0.1, 90,700 Subscription Warrants at a price of PLN 3.89. The remaining 146,500 Subscription Warrants expired and will not be exercised (see note 15).

In March 2007, Newton office building in Krakow was successfully completed.

#### 8. Revenue from operations

Revenue from operations comprises the following:

	Three-month period ended 31 March 2007 (unaudited)	Three-month period ended 31 March 2006 (unaudited)	Year ended 31 December 2006	
Office and Commercial revenue	11,437	15,877	65,020	
Residential revenue	3,508	6,434	15,863	
	14,945	22,311	80,883	

The majority of revenue from operations is earned predominantly on the basis of amounts denominated in, directly linked to or indexed by reference to the Euro and US dollars.

#### 9. Cost of operations

Costs of operations comprise the following:

	Three-month period ended 31 March		
	2007	2006	
	(unaudited)	(unaudited)	
Cost of office and commercial operations	2,889	4,410	18,935
Residential costs	2,253	4,657	13,160
	5,142	9,067	32,095

#### 10. <u>Segmental analysis</u>

The Group's business activities, which are the primary segments, can be categorised into two main segments:

- 1. Development and rental of office space and shopping malls ("rental") and
- 2. Development and sale of houses and apartment units ("residential").

All the Group's activities and assets are located in Poland, Hungary, Romania, Serbia, Croatia, Bulgaria, Ukraine, Slovakia and Czech Republic.

Segment analysis for the three-month periods ended 31 March 2007 and 31 March 2006 is presented below:

	Three mor	land nths period ded	Three mor	ngary nths period ded	Three mor	nania nths period ded	Three mor	rbia nths period ded	Three mor	her nths period ded	Three mor	olidated nths period ded
	31 March 2007	31 March 2006	31 March 2007	31 March 2006	31 March 2007	31 March 2006	31 March 2007	31 March 2006	31 March 2007	31 March 2006	31 March 2007	31 March 2006
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Rental income	6,958	14,084	1,955	941	1,803	140	721	712	-	-	11,437	15,877
Residential income	1,447	1,353	2,061	5,081	-	-	-	-	-	-	3,508	6,434
Total income	8,405	15,437	4,016	6,022	1,803	140	721	712	-	-	14,945	22,311
Rental costs	1,643	3,649	559	254	516	320	171	187	-	-	2,889	4,410
Residential costs	593	838	1,660	3,819	-	-	-	-	-	-	2,253	4,657
Total costs	2,236	4,487	2,219	4,073	516	320	171	187	-	-	5,142	9,067
Rental result	5,315	10,435	1,396	687	1,287	(180)	550	525	-	-	8,548	11,467
Residential result	854	515	401	1,262	-	-	-	-	-	-	1,255	1,777
Total result	6,169	10,950	1,797	1,949	1,287	(180)	550	525	-	-	9,803	13,244

The segment results in Bulgaria, Ukraine, and Slovakia in the reported periods were nil.

#### 11. <u>Investment in associates</u>

The investment in associates comprises the following:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Shares	4,792	5,208	4,792
Translation differences	(17)	314	436
Equity profit	5,791	1,746	5,735
Total	10,566	7,268	10,963
Loans	15,771	6,916	17,568
Investment in associates	26,337	14,184	28,531

#### 12. Other non-current assets

Included within other non-current assets are the following:

	31 March 2007 (unaudited)		
Lease origination costs	1,482	38	947
Deferred debt expenses (*)	759	598	803
	2,241	636	1,750

<sup>(\*)</sup>Expenses related to loan that has not been drawn-down.

### 13. Accrued income

Accrued income consists of the following:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Sale of residential units	12,745	5,034	10,484
Sale of subsidiary	1,880	-	1,899
Services and other	515	647	607
	15,140	5,681	12,990

### 14. Long-term loans

Long-term loans comprise the following:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Loan from BPH Bank (GTC Mars)	_	92,744	_
Loan from Aareal Bank (Rodamco CH1)	39,385	44,864	40,399
Loan from BPH (GTC Taurus)	, -	15,437	, <u>-</u>
Loan from Aareal Bank (GTC Galeria Kazimierz)	36,142	32,380	36,534
Loan from WBK (Globis Poznan)	8,840	9,347	8,967
Loan from WBK 1 (GTC Korona)	7,986	9,284	8,195
Loan from WBK 2 (GTC Korona)	8,329	, -	3,958
Loan from EUROHYPO (GTC Topaz office)	14,644	14,929	14,715
Loan from BPH Bank (Globis Wroclaw)	2,618	· -	-
Loan from MKB (Centre Point I)	30,439	31,463	30,710
Loan from MKB (Centre Point II)	36,486	17,257	36,901
Loan from MKB (Sasad Resort)	16,287	-	-
Loan from MKB (Riverloft 1)	-	6,840	-
Loan from MKB (Riverloft 2)	18,201	2,012	15,063
Loan from MKB (Spiral)	6,537	7,072	6,422
Loans from GTC Real Estate	1,876	1,790	1,853
Loan from EBRD and Raiffeisen Bank (GTC Serbia)	21,942	22,880	22,199
Loan from EBRD and Raiffeisen Bank (America house)	26,828	25,432	23,918
Loan from EBRD and Raiffeisen Bank (Green Dream)	7,119	-	7,076
Loan from MKB and Zagrabecka Banka (GTC Croatia)	41,714	13,762	17,502
Loans from minorities in subsidiaries	34,138	3,629	34,616
Deferred issuance debt expenses	(2,847)	(4,315)	(2,469)
	356,664	346,807	306,559

The value of the assets pledged as security is higher than the value of the related loans.

### 14. <u>Long-term loans (continued)</u>

Long-term loans have been separated into the current portion and the long-term portion as disclosed below:

•	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Long term portion of long term loans:			
Loan from BPH Bank (GTC Mars)	=	86,965	=
Loan from Aareal Bank (Rodamco CH1)	37,547	42,843	38,539
Loan from BPH (GTC Taurus)	-	14,521	-
Loan from Aareal Bank (GTC Galeria Kazimierz)	34,570	30,771	34,963
Loan from WBK (Globis Poznan)	8,333	8,840	8,460
Loan from WBK 1 (GTC Korona)	7,528	8,780	7,732
Loan from WBK 2 (GTC Korona)	8,329	-	3,958
Loan from EUROHYPO (GTC Topaz office)	14,108	14,584	14,190
Loan from BPH Bank (Globis Wroclaw)	2,618	-	-
Loan from MKB (Centre Point I)	29,376	30,440	29,659
Loan from MKB (Centre Point II)	34,860	17,027	35,275
Loan from MKB (Sasad Resort)	16,287	=	=
Loan from MKB (Riverloft 1)	=	6,543	-
Loan from MKB (Riverloft 2)	-	2,012	-
Loan from MKB (Spiral)	-	6,102	-
Loans from GTC Real Estate	1,876	1,790	1,853
Loan from EBRD and Raiffeisen Bank (GTC Serbia)	20,817	22,125	21,115
Loan from EBRD and Raiffeisen Bank (America house)	25,731	24,428	22,614
Loan from EBRD and Raiffeisen Bank (Green Dream)	7,119	-	7,076
Loan from MKB and Zagrabecka Banka (GTC Croatia)	38,513	13,762	13,025
Loans from minorities in subsidiaries	33,689	3,629	22,497
Deferred issuance debt expenses	(2,785)	(4,222)	(2,457)
	318,516	330,940	258,499

### 14. <u>Long-term loans (continued)</u>

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Current portion of long term loans:			
Loan from BPH Bank (GTC Mars)	-	5,779	-
Loan from Aareal Bank (Rodamco CH1)	1,838	2,021	1,860
Loan from BPH (GTC Taurus)	-	916	-
Loan from Aareal Bank (GTC Galeria Kazimierz)	1,572	1,609	1,571
Loan from WBK (Globis Poznan)	507	507	507
Loan from WBK (GTC Korona)	458	504	463
Loan from WBK 2 (GTC Korona)	-	-	-
Loan from EUROHYPO (GTC Topaz office)	536	345	525
Loan from BPH Bank (Globis Wroclaw)	-	-	-
Loan from MKB (Centre Point I)	1,063	1,023	1,051
Loan from MKB (Centre Point II)	1,626	230	1,626
Loan from MKB (Sasad Resort)	-	-	-
Loan from MKB (Riverloft 1)	-	297	-
Loan from MKB (Riverloft 2)	18,201	-	15,063
Loan from MKB (Spiral)	6,537	970	6,422
Loans from GTC Real Estate	-	=	-
Loan from EBRD and Raiffeisen Bank (GTC Serbia)	1,125	755	1,084
Loan from EBRD and Raiffeisen Bank (America house)	1,097	1,004	1,304
Loan from MKB and Zagrabecka Banka (GTC Croatia)	3,201	-	4,477
Loans from minorities in subsidiaries	449	-	12,119
Deferred issuance debt expenses	(62)	(93)	(12)
	38,148	15,867	48,060

#### 15. <u>Capital and Reserves</u>

As at 31 March 2007, the shares structure is as follows:

Number of	Share	Total	Total
Shares	series	value	value
		In PLN	in Euro
139,286,210	A	13,928,621	3,153,995
1,152,240	В	115,224	20,253
235,440	B1	23,544	4,443
8,356,540	C	835,654	139,648
9,961,620	D	996,162	187,998
39,689,150	E	3,968,915	749,022
3,571,790	F	357,179	86,949
17,120,000	G	1,712,000	398,742
219,372,990		21,937,299	4,741,050

### (\*) All shares are entitles to the same rights

#### Movement in number of shares:

The reconciliation of the number of shares outstanding as at the beginning and at the end of the respective periods is presented below:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Number of shares as at the beginning of the year	218,031,540	199,648,410	199,648,410
Issuance of shares (series G)	-	17,120,000	17,120,000
Issuance of shares (series F)	1,341,450	-	1,263,130
Number of shares as at the end of the period	219,372,990	216,768,410	218,031,540

### Movement in share premium:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Balance at the beginning of the year	221,823	118,458	118,458
Issuance of shares	89	124,441	124,572
Shares issuance expenses	-	(1,417)	(1,456)
Share based payment	687	373	3,319
Tax benefit resulted from shares issuance expenses	-	269	277
Balance at the end of the period	222,599	242,124	221,823

### 15. <u>Capital and Reserves (continued)</u>

The major shareholder of the Company as of 31 March 2007 was GTC Real Estate N.V. with total number of shares held 101,193,780 which constitute 46.1% of total shares.

Other shareholders who as of 31 March 2007 held above 5% of the Company shares were as follows:

#### - Commercial Union OFE BPH CU WBK

On 4 January 2007 the chairman of the Supervisory Board, exercised 1,250,750 Subscription Warrants at a price of PLN 0.1, 90,700 Subscription Warrants at a price of PLN 3.89. The remaining 146,500 Subscription Warrants expired and will not be exercised.

The total shares based payment expenses in the three month period ended 31 March 2007 and 2006 were Euro 687 thousand and Euro 373 thousand respectively. Those expenses are included within the Administration expenses.

On 26 March 2007, the Company held an ordinary shareholders meeting. The ordinary shareholder meeting decided that the profit for the year 2006 presented in the financial statements of Globe Trade Centre S.A. prepared in accordance with Polish Accounting Standards shall be retained as retained earnings.

Certain key management personnel are entitled to a total of 2,000,000 of the Company Phantom Shares executable as follows:

Number of Tranches	Number of Phantom Shares granted	Cumulative Number of Phantom Shares granted	First Exercise Date	Final Exercise Date
1.	500,000	500,000	1 January 2007	31 December 2010
2.	500,000	1,000,000	1 January 2008	31 December 2010
3.	500,000	1,500,000	1 January 2009	31 December 2010
4.	500,000	2,000,000	1 January 2010	31 December 2010

The Phantom Shares grant the entitled persons a right for a settlement from the Company in the amount equal to the difference between the average closing price for the Company's shares on the Warsaw Stock Exchange during the 30–day period prior to the date of delivery to the Company the exercise notice, and PLN 22.5 per share (adjustable for dividend). The Company at its discretion may settle it in the form of cash.

In 1 quarter 2007 the Management Board exercised 150,000 phantom shares and the Supervisory Board exercised 350,000 phantom shares.

### 16. Earnings per share

Basic and diluted earnings per share were calculated as follows:	Three-month period ended 31 March		Year ended 31 December
	<u>2007</u> (unaudited)	2006 (unaudited)	<u>2006</u>
Net profit after tax (Euro)	11,231,000	69,803,000	195,071,000
Weighted average number of shares for calculating basic earnings per share	219,328,275	200,979,970	213,865,109
Basic earnings per share (Euro)	0.05	0.35	0.91
Weighted average number of shares for calculating diluted earnings per share	220,393,595	203,511,280	215,265,102
Diluted earnings per share (Euro)	0.05	0.34	0.91

	Three-month period ended 31 March		Year ended 31 December 2006
	2006	2006	
	(unaudited)	(unaudited)	
Weighted average number of shares for calculating basic earnings per share	219,328,275	200,979,970	213,865,109
Adjustment for share options	1,065,320	2,531,310	1,399,993
Weighted average number of shares for calculating diluted earnings per share	220,393,595	203,511,280	215,265,102

### 17. Proportionate consolidation

The Company proportionally consolidated assets and liabilities of Rodamco CH1, GTC Galeria Kazimierz and National Commercial Centers B.V.

The Company's interest in the above companies comprises the following:

	31 March 2007 (unaudited)	31 March 2006 (unaudited)	31 December 2006
Cash	9,256	3,572	8,128
Blocked deposits	2,300	898	2,576
Non current assets	219,129	112,845	213,955
Current assets (other than cash and blocked deposits)	3,514	404	3,289
Long term liabilities	(105,802)	(52,189)	(102,151)
Current liabilities	(5,591)	(2,633)	(6,205)
Net assets	122,806	62,897	119,592
Income	4 921	2 127	65 929
Expenses	4,821 (2,881)	3,137 (1,981)	65,828 (21,695)
Profit for the year	1,940	1,156	44,133

#### 18. Profit on sale of shares in subsidiaries

In February 2007 the sold to third parties 49.9% of the shares of Aurora and 49.9% of the shares of Brightpoint in consideration of €5.4 million plus the pro-rate share in shareholder's loans. The gain resulting from the transaction amounted to €718 thousand.

#### 19. Change in functional currency and presentation currency

On 1 January 2007, the Company changed the functional currency in the financial statements from USD to Euro. After the sale of Mokotow Business Park most of the group activity is based on Euro, and therefore the Company believes that Euro reflects in a more appropriate manner the Group's events and transactions.

The Company applied the translation procedures applicable to the new functional currency prospectively from 1 January 2007. All assets and liabilities were translated using the exchange rate at the date of the change. The resulting translated amounts for non monetary items are treated as their historic cost. New currency translation adjustment has been calculated for subsidiaries with functional currency different than Euro.

For comparative figures, presentation currency has been changed. The comparable results and financial position of the company was translated from USD into Euro using the following procedures:

- 1. Assets and liabilities for each balance sheet presented were translated at the closing rate at the date of that balance sheet.
- 2. Income and expenses for each income statements were translated at exchange rates at the dates of the transactions. Equity components other than income for the period were translated using historic rates.
- 3. All resulting exchange differences were recognised as a separate component in equity.

For practical reasons, a rate that approximates the exchange rates at the dates of the transactions, like an average rate, was often used to translate income and expenses items.

#### 20. <u>Financial liability</u>

On 1 May 2006, GTC granted to AYRAD an option (Put Option) to sell to GTC any or all of his shares in GTC's subsidiaries within a certain period following termination of his relationship with such subsidiary or with GTC Expiry date of the put option is within 24 moths following the 31 December 2009, unless the put option previously has become exercisable as provided in the agreement.

Any re-measurement of financial liability is accounted for through the profit and loss account (financial expenses).

The main estimates used in determining the fair value of the financial liability related were as follows:

Investment properties were stated at their fair value as included in the financial statements.

Projects in development stage were estimated using the residual value method to arrive at respective fair value.

#### 20. **Financial liability (continued)**

Projects not yet in development stage were estimated using the comparable value method to arrive at respective fair value.

#### 21. **Subsequent events**

On 25 April 2007, GTC completed PLN 800 million bonds offering, of which PLN 80 million has been raised through bonds with 5-year maturity and PLN 720 million through bonds with 7-year maturity. The interest rate on the bonds is based on 6month WIBOR increased by margin; Interest will be paid every 6 month.

The offering was addressed to the leading Polish institutions.

Following bonds offering, the Company converted the cash received into Euro and swapped the related liability by entering into a Euro-PLN cross-currency Interest Rate Swap transaction, whereby the liability bears fixed interest at a rate of 5.745% p.a.

#### 22. Other

The interim condensed consolidated financial statements were authorised for the issue by the Management Board on 11 May 2007.