OTP MORTGAGE BANK LTD.

CONSOLIDATED CONDENSED
FINANCIAL STATEMENTS IN ACCORDANCE
WITH INTERNATIONAL FINANCIAL
REPORTING STANDARDS AS ADOPTED
BY THE EUROPEAN UNION

FOR THE SIX MONTH PERIOD ENDED 30 JUNE 2019

OTP MORTGAGE BANK LTD.

CONTENTS

<u>Page</u>
2
3
4
5
6-14

OTP MORTGAGE BANK LTD. CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2019 (UNAUDITED) (in HUF million)

	Note	30 June 2019	31 December 2018	30 June 2018
Cash, amounts due from banks and balances with the National Bank of Hungary		5,184	3,369	3,236
Placements with other banks, net of allowance for placement losses Securities at fair value through other		133,053	127,635	121,899
comprehensive income Loans		18,153 1,100,675	10,647 1,063,229	10,582
Investments in subsidiaries, associates and other investments		1,100,073	1,003,229	1,011,303
Intangible assets		158	174	138
Property and equipment Derivative financial assets designated as hedge		482	86	84
accounting relationships		829	1,837	2,821
Other assets		2,598	1,773	2,584
TOTAL ASSETS		1,261,132	1,208,795	1,152,692
Amounts due to banks and Hungarian Government, deposits from the National Bank				
of Hungary and other banks		611,972	508,910	619,290
Leasing liabilities		388	_	=:
Liabilities from issued securities		581,242	611,923	460,839
Derivative financial liabilities designated as hedge accounting relationship		344	74	
Deferred tax liabilities		58	274	278
Other liabilities		10,474	12,964	13,907
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		10,171	12,501	13,507
TOTAL LIABILITIES		1,204,478	<u>1,134,145</u>	1,094,314
Share capital		27,000	27,000	27,000
Retained earnings and reserves		29,654	47,650	31,378
TOTAL SHAREHOLDER'S EQUITY		56,654	<u>74,650</u>	58,378
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	1, 1	1,261,132	1,208,795	<u>1,152,692</u>
Budapest, 9 August 2019	144		C	
	Ceaha Nagy		Petra Szudáro	vicená Ceontra

Csaba Nagy
Deputy Chief Executive Officer

Petra Szudárovicsné Csonka Chief Financial Officer

OTP JELZÁLOGBANK Zrt. 2.

OTP MORTGAGE BANK LTD. CONSOLIDATED CONDENSED STATEMENT OF PROFIT OR LOSS AND CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE SIX MONTH PERIOD ENDED 30 JUNE 2019 (UNAUDITED) (in HUF million)

	Note	Six month period ended 30 June 2019	Six month period ended 30 June 2018	Year ended 31 December 2018
Interest Income	11.	31,939	26,708	65,295
Interest Expense	11.	(17,454)	(12,151)	(34,352)
NET INTEREST INCOME	11.	<u>14,485</u>	<u>14,557</u>	<u>30,943</u>
Release of Provision for impairment on loan and placement losses		(136)	180	5,139
NET INTEREST INCOME AFTER PROVISION FOR LOAN AND PLACEMENT LOSSES		14,349	14,737	36,082
Net fees and commissions		(717)	(530)	(1,280)
Net operating income		(459)	(734)	<u>(777)</u>
Other administrative expenses		(2,909)	(3,679)	(5,542)
PROFIT BEFORE INCOME TAX		10,264	9,794	28,483
Income tax		(29)	(912)	(1,178)
NET PROFIT FOR THE PERIOD		<u>10,235</u>	<u>8,882</u>	27,305
Earnings per share (in HUF) Basic and diluted		<u>37,907</u>	<u>32,896</u>	<u>101,130</u>
	Note	Six month period ended 30 June 2019	Six month period ended 30 June 2018	Year ended 31 December 2018
NET PROFIT FOR THE PERIOD		<u>27,305</u>	<u>8,882</u>	<u>27,305</u>
Items that may be reclassified subsequently to profit or loss:				
Fair value adjustment of securities at fair value through other comprehensive income Deferred tax related to securities at fair value through other comprehensive income Fair value adjustment of derivative financial instruments Other comprehensive income, net of income tax		540 (49) (1,175) <u>(684)</u>	15 1,141	(214) 19 (967) (1,162)
NET COMPREHENSIVE INCOME		<u>9,551</u>	<u>9,871</u>	<u>26,143</u>

OTP MORTGAGE BANK LTD. CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE SIX MONTH PERIOD ENDED 30 JUNE 2019 (UNAUDITED) (in HUF million)

	Share capital	Capital reserve	Share-based payments earnings	Retained earnings	Other comprehensive income	General reserve	Tied-up reserve	Total
	Share capital	10501 (0	cur mings		meome	General reserve	rica apreserve	1000
Balance as at 1 January 2018 Effect of transition to	<u>27,000</u>	<u>476</u>	-	33,330	<u>276</u>	<u>12,645</u>	<u>960</u>	<u>74,687</u>
application of IFRS 9	Ξ	Ξ	Ξ	(7,944)	_14	Ξ	Ξ	<u>(7,930)</u>
Balance as at 1 January 2018 in accordance with								
IFRS 9	<u>27,000</u>	<u>476</u>	=	<u>25,386</u>	<u>290</u>	<u>12,645</u>	<u>960</u>	<u>66,757</u>
Net profit for the period	_		_	8,882	_		_	8,882
Other comprehensive income	_	_	_	0,002	989	_	_	989
Total comprehensive income	27,000	<u>476</u>		34,268	<u>1,279</u>	12,645	<u>960</u>	76,628
Dividend for the year 2017	<u>27,000</u>	<u>470</u>	=	(18,250)	<u>1,2/7</u>	12,048	<u>200</u>	(18,250)
Dividend for the year 2017	_	_	_	(10,230)	_	_	_	(10,230)
Balance as at 30 June 2018	<u>27,000</u>	<u>476</u>	≣	<u>16,018</u>	<u>1,279</u>	<u>12,645</u>	<u>960</u>	<u>58,378</u>
Balance as at 1 January 2019	<u>27,000</u>	<u>476</u>	≣	<u>31,694</u>	<u>(872)</u>	<u>15,392</u>	<u>960</u>	<u>74,650</u>
Net profit for the period	-	-	-	10,235	-	-	-	10,235
Other comprehensive income	-	-	-	-	(684)	-	-	(684)
Total comprehensive income	<u>27,000</u>	<u>476</u>	<u>=</u>	<u>41,929</u>	(1,556)	<u>15,392</u>	<u>960</u>	<u>84,201</u>
Dividend for the year 2018	-	-	-	(27,500)	-	-	-	(27,500)
Share-based payments Consolidation difference on acquisition of OTP Pénzügypont	-	-	20	(4)	-	-	-	16
Ltd.	-	-	-	(64)	-	-	-	(64)
Balance as at 30 June 2019	<u>27,000</u>	<u>476</u>	<u>20</u>	<u>14,361</u>	<u>(1,556)</u>	<u>15,392</u>	<u>960</u>	<u>56,654</u>

The accompanying notes to consolidated condensed financial statements on pages 6 to 14 form an integral part of these consolidated condensed financial statements.

OTP MORTGAGE BANK LTD. CONSOLIDATED CONDENSED STATEMENT OF CASH FLOW FOR THE SIX MONTH PERIOD ENDED 30 JUNE 2019 (UNAUDITED) (in HUF million)

	Six month period ended 30 June 2019	Six month period ended 30 June 2018	Year ended 31 December 2018
Profit before income tax	10,264	9,794	28,483
Net accrued interest	66	(195)	111
Depreciation and amortization	74	54	112
Release of provision for impairment on loan and			
placement losses	(5,139)	(8,768)	(5,139)
Provision for impairment on other assets	-	789	-
Unrealised gains or (losses) on fair value adjustment			
of derivative financial instruments	103	(1,680)	(2,730)
Increase in loans, net of allowances for loan losses	(37,648)	(25,432)	(81,293)
(Increase) in other assets before provisions for losses	(825)	388	1,988
Increase in leasing liabilities	388	-	-
Increase in other liabilities	(2,490)	(65)	(1,008)
Share-based payments	<u>16</u>	Ξ.	Ξ.
Income tax paid	<u>(293)</u>	<u>(1,176)</u>	(1,442)
Net cash used in operating activities	(30,209)	(26,291)	<u>(60,918)</u>
Net cash used in investing activities	(12,793)	<u>(46,140)</u>	<u>(52,084)</u>
Net cash provided by financing activities	<u>44,817</u>	<u>71,581</u>	112,285
Net increase/(decreaseincrease in cash and cash equivalents	1,815	(850)	(717)
Cash and cash equivalents at the beginning of the year	<u>3,369</u>	<u>4,086</u>	<u>4,086</u>
Cash and cash equivalents at the end of the year	5,184	3,236	3,369

NOTE 1: ORGANIZATION AND BASIS OF FINANCIAL STATEMENTS

1.1. General information

These interim condensed financial statements had been prepared in accordance with the prescriptions of IAS 34.

1.2. Accounting

The Bank maintains its accounting records and prepares its statutory accounts in accordance with the commercial, banking and fiscal regulations prevailing in Hungary.

OTP Mortgage Bank's ("Bank") functional currency is the Hungarian Forint ("HUF").

The accounting policies followed by the Bank in the preparation of these financial statements conform with International Financial Reporting Standards ("IFRS"). The Bank followed the same accounting policies and methods of computation in the interim financial statements as compared with the most recent annual financial statements.

NOTE 2: SIGNIFICANT EVENTS DURING THE SIX MONTH PERIOD ENDED 30 JUNE 2019

- 1) Capital increase at OTP Ingatlanpont Ltd.
- 2) OTP Pénzügypont Ltd. acquired

NOTE 3: POST BALANCE SHEET EVENTS

There was no significant post balance sheet event.

NOTE 4: PLACEMENTS WITH OTHER BANKS, NET OF ALLOWANCE FOR PLACEMENT LOSSES (in HUF million)

		30 June 2019	31 December 2018
Within one year			
in HUF		47,138	47,725
Over one year			
in HUF		86,033	80,025
Subtotal		<u>133,171</u>	<u>127,750</u>
Loss allowance		<u>(128)</u>	(115)
Total		<u>133,053</u>	<u>127,635</u>
From this: amounts due	from OTP Bank	41,002	42,001
		30 June	31 December
-	lacements with other banks	2019	2018
Within one year			
in HUF		0.12%-0.35%	0.04%-0.08%
Over one year			
in HUF		1.20% 1.64%	-
in foreign currency		-	1.04%-1.43%
Average interest of place	ements with other banks		
in HUF		0.09%	0.09%
<u>NOTE 5:</u>	SECURITIES AT FAIR VALUE TO INCOME (in HUF million)	HROUGH OTHER CO	OMPREHENSIVE
		30 June	31 December
		2019	2018
Hungarian Government	bonds	<u>18.153</u>	10.647

The whole portfolio was denominated in HUF as at 30 June 2019.

Total

Interest conditions and the remaining maturity of securities at fair value through other comprehensive income can be analysed as follows:

18,153

	30 June 2019	31 December 2018
Over one year, fixed interest	18,135	10,303
Interest conditions of securities at fair value through other comprehensive income	5.5%	6.5%

NOTE 5: SECURITIES AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (in HUF million) [continued]

The valuation of the securities at fair value through other comprehensive income was as follows as at 30 June 2019:

10,647

	30 June 2019 Cost	Fair value
Hungarian Government bonds	<u>17,511</u>	18,134
Total	17 511	18 134

The valuation of the securities at fair value through other comprehensive income was as follows as at 30 June 2018:

	30 June 2018 Cost	Fair value
Hungarian Government bonds	<u>10,431</u>	10,566
Total	<u>10,431</u>	<u>10,566</u>

NOTE 6: LOANS (in HUF million)

30 June 2019		31 December 2018
Within one year in HUF	88,052	87,523
in CHF in EUR in JPY in foreign currency total	- - - - 88,052	2 7 36
Over one year in HUF	1,021,598	984,785
in CHF in EUR in JPY in foreign currency total	10 14 359 <u>383</u>	9 11 333 <u>353</u>
Loans Gross Total	<u>1,021,981</u> <u>1,110,033</u>	<u>985,138</u> <u>1,072,706</u>
Loss allowance	(9,358)	(9,477)
Total	<u>1,100,675</u>	<u>1,063,229</u>

A significant part of the loans above are mortgage loans for purchasing real estate or for any purpose. The loans have collateral notified in the public property register in favour of OTP Mortgage Bank. Such loans and their collateral are included in the Group's register and mortgage bonds can be issued up to this registered amount. The remaining parts of the loans are real estate development loans given to individual farmers that work in the agro-industry. Real estate and arable land can be accepted as collateral of these loans.

Interest conditions on loans, net of allowance for loan losses:

interest conditions on roans, net or anowance for loan losses.	30 June 2019	31 December 2018
Loans denominated in HUF with the maturity over one year	0.23%-14.43%	0.32%-16.84%
Average interest rate of mortgage loans denominated in foreign currency for purchasing real estate		
CHF	5.68%	6.24%
EUR	6.64%	7.54%
JPY	4.58%	4.66%
Average interest rate of mortgage loans denominated in foreign currency for any purposes		
CHF	8.11%	6.99%
EUR	8.21%	7.92%
JPY	5.24%	4.70%
Average interest rate of real estate development loans		
HUF	5.02%	6.04%
EUR	6.16%	6.19%
OTP Mortgage Bank Ltd. only provides loans with the original m	aturity over one year.	

NOTE 6: LOANS (in HUF million) [continued]

An analysis of the loan portfolio by type, before allowances for loan losses, is as follows:

	30 June 20	30 June 2019		er 2018
Mortgage loans	1,105,406	99.58%	1,067,525	99.52%
Loans to corporates	4,627	0.42%	5,181	0.48%
Total	<u>1,110,033</u>	100.00%	1,072,706	100.00%

An analysis of the change in the loss allowance on loan losses is as follows:

	30 June 2019	31 December 2018	
Balance as at 1 January	9,477	8,888	
Change as a result of applying IFRS 9	-	7,387	
Loss allowance for the year	7,642	11,581	
Release of loss allowance	(7,762)	(18,382)	
Reclassification	1	3	
Balance as at 30 June	<u>9,358</u>	<u>9,477</u>	

The Group sells non-performing non subsidised loans without recourse at estimated fair value to an OTP Group member, OTP Faktoring Ltd, in addition the Group sells non-performing subsidised loans without resource at estimated fair value to OTP Bank Plc.

NOTE 7: AMOUNTS DUE TO BANKS AND HUNGARIAN GOVERNMENT, DEPOSITS FROM THE NATIONAL BANK OF HUNGARY AND OTHER BANKS (in HUF million)

	30 June 2019	31 December 2018
Within one year		
In HUF	583,846	468,302
In EUR	11	11
In JPY	356	362
In CHF	9	14
Total in foreign currency	<u>376</u>	387
	<u>584,222</u>	468,689
Over one year		
in HUF	27,750	40,221
Total	611,972	<u>508,910</u>
From this: amounts due to OTP Bank	611,972	508,910

NOTE 7: AMOUNTS DUE TO BANKS AND HUNGARIAN GOVERNMENT, DEPOSITS FROM THE NATIONAL BANK OF HUNGARY AND OTHER BANKS (in HUF million) [continued]

Interest conditions on amounts due to OTP Bank and other banks

	30 June 2019	31 December 2018
Within one year		
In HUF	0.16%-0.25%	0.13%-2.04%
In foreign currency	(0.725%)-0.083%	(0.55%)-0.24%
Over one year		
In HUF	0.52%-0.55%	0.17%-0.6%

NOTE 12: LIABILITIES FROM ISSUED SECURITIES (in HUF million)

	30 June 2019	31 December 2018
Within one year:		
In HUF	19,627	_50,339
	19,627	50,339
Over one year		<u>,</u>
In HUF	<u>561,615</u>	<u>561,584</u>
	<u>561,615</u>	<u>561,584</u>
Total	<u>581,242</u>	<u>611,923</u>
Issued mortgage bonds during the period (nominal value)	-	276,000
Mortgage bonds became due or repurchased during the period (nominal value)	39,250	70,000
Interest conditions on issued securities:		
	30 June 2019	31 December 2018
In HUF	0.84%-11.00%	0.68%-11.00%

A reconciliation of the face value and the amortized cost is as follows:

	30 June 2019	31 December 2018
Nominal value of the issued securities Unamortized premiums	558,100 3,515	597,350 3,499
Amortized cost	561,615	600,849

Face value and interest of mortgage bonds issued by OTP Mortgage Bank shall not exceed registered normal and additional collaterals (face value and interest). The Mortgage Bank keeps record of loans, normal and additional collateral values which are shown separately. Independent property inspector monitors the availability of mortgage bond's collateral values in accordance with regulations, the registration of loans, and its pledges as collaterals as the normal collateral of the mortgage bonds, those property register data and the normal and additional collateral in the coverage register.

There was a maturing mortgage bond in amount of HUF 39,25 billion; mortgage bonds were not issued.

NOTE 9: OFF-BALANCE SHEET ITEMS (in HUF million)

	30 June 2019	31 December 2018
Commitments to extend credit Contingent liabilities and commitments total in accordance with	52,028	35,944
IFRS 9	52,028	35,944
Collateral	3,402	1,059

Current litigations	1,494	1,642
Other	<u>1,600</u>	<u>1,511</u>
Contingent liabilities and commitments total in accordance with		
IAS 37	<u>6,496</u>	<u>4,212</u>
Total	<u>58,524</u>	40,156

NOTE 10: DERIVATIVE FINANCIAL INSTRUMENTS (in HUF million)

Fair value of derivative instruments

	30 June 2019		31 December 2018	
Derivative financial instruments designated as hedge accounting	Assets	Liabilities	Assets	Liabilities
Derivatives designated in cash flow hedges				
Interest rate swaps	829	(344	1,837	(74
Total derivatives designated in cash flow hedges	<u>829</u>	<u>(344</u>	<u>1,837</u>	<u>(74</u>

NOTE 11: NET INTEREST INCOME (in HUF million)

	Six month period ended 30 June 2019	Six month period ended 30 June 2018	Year ended 31 December 2018
Interest income			
Loans	25,625	19,176	48,209
Placements with other banks, net of allowance for			
placement losses	396	357	3,493
Amount due from banks and balances with the National			
Bank of Hungary	3	12	11
Interest subsidy on housing loans financed by mortgage			
bonds	5,623	7,054	13,364
Securities fair value through other comprehensive income	<u>292</u>	109	218
Total Interest Income	<u>31,939</u>	<u>26,708</u>	<u>65,295</u>
Interest expense			
Amounts due to banks and Hungarian Government, deposits from the National Bank of Hungary and other			
banks	(4,708)	(273)	(9,556)
Liabilities from issued securities	(12,742)	(11,878)	(24,796)
Liabilities from leasing	(4)		<u>-</u> _
Total Interest Expense	(17,454	(12,151	(34,352
NET INTEREST INCOME	<u>14,485</u>	<u>14,557</u>	<u>30,943</u>

NOTE 12: RELATED PARTY TRANSACTIONS (in HUF million)

12.1. Outstanding balances/Transactions due from or due to OTP Bank

12.1.1. Outstanding balances in the consolidated Statement of Financial Position related to OTP Bank

The Bank had the following assets and liabilities due from or due to the OTP Bank:

Assets	30 June 2019	31 December 2018
Cash, amounts due from OTP Bank	4,075	3,368
Placements with OTP Bank	41,002	42,001
Accrued receivables	107	60
Liabilities	30 June 2019	31 December 2018
Amounts due to OTP Bank and other banks	(611,748)	(508,617)
Face value of issued mortgage bonds held by OTP Bank	(111,615)	(125,137)
Accrued interest expense due to OTP Bank	(6,726)	(3,423)
Other liabilities due to OTP Bank	(4,757)	(6,998)

12.1.2. Transactions in the consolidated Statement of Profit or Loss related to OTP Bank

	Six month period ended 30	Six month period ended 30	Year ended 31
	June 2019	June 2018	December 2018
Interest income	700	4,423	1,502
Interest expense	(15,023)	(223)	(14,922)
Account handling fees paid to OTP Bank	3,874	4,424	8,417
Other fees and commissions relating to lending received			
from OTP Bank	(2)	270	(4)
Other fees and commissions relating to lending paid to OTP			
Bank	13	(32)	(158)
Revenue from the value appraisal activity from OTP Bank	205	264	597

12.1.3. Transactions of the Mortgage Bank's loan portfolio related to OTP Bank

	Six month	Six month	
		period ended 30 June 2018	Year ended 31 December 2018
Performing loans purchased from OTP Bank	-	355	398
Book value of performing loans purchased from OTP Bank	-	358	402

12.2. Outstanding balances related to key management personnel

The management, the members of the Board of Directors and the Supervisory Board and their close relatives have loans of HUF 1,396 million as at 30 June 2019. These loans were covered by HUF 2,808 million mortgages and loanlines, which loans finance on a market basisé.

NOTE 12: RELATED PARTY TRANSACTIONS (in HUF million) [continued]

12.3. Outstanding balances/Transactions related to other related parties

12.3.1. Outstanding balances related to OTP Building Society Ltd.

	30 June 2019	31 December 2018
Face value of issued mortgage bonds held by OTP Building Society Ltd.	52,742	53,281
Accrued nominal interest payable related to mortgage bonds held by OTP		
Building Society Ltd.	(4,307)	(2,046)

12.3.2. Transactions of the Mortgage Bank's loan portfolio related to OTP Factoring Ltd.

	•	-	Year ended 31 December 2018
Book value of non-performing loans sold to OTP Factoring Ltd.	778	1,515	2,238
Selling price of the non-performing loans related to OTP Factoring Ltd.	396	1,327	1,985

12.3.3. Further Outstanding balances/Transactions related to Merkantil Bank Ltd.

	30 June 2019	31 December 2018
Face value of issued mortgage bonds held by Merkantil Bank Ltd.	45,000	45,000
Accrued interest expense due from Merkantil Bank Ltd.	(4,530)	(2,075)

12.3.4. Further Transactions related to other related party

	Six month	Six month	Year ended 31
	period ended	period ended	December
	30 June 2019	30 June 2018	2018
Further Transactions related to other related party	(220)	3	21
Other liabilities due to other related party	(352)	0	(17)
Other operating income from other related party	248	106	545

In the normal course of the business the Bank enters into other transactions with the entities within the OTP Group, the amounts and volumes of which are not significant to these financial statements taken as a whole. Only relevant transactions were highlighted.