

**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.**  
Grupo Financiero Scotiabank Inverlat

Financial Statements

December 31, 2005 and 2004

(With Statutory and Independent Auditors' Reports Thereon)

(Free Translation from Spanish Language Original)

**Statutory Auditors' Report**  
(Free translation from Spanish language original)

The Stockholders  
Scotia Inverlat Casa de Bolsa, S. A. de C. V.,  
Grupo Financiero Scotiabank Inverlat:

In our capacity as Statutory Auditors, and in compliance with the provisions of Article 166 of the General Corporations Law and the bylaws of Scotia Inverlat Casa de Bolsa, S. A. de C. V., Grupo Financiero Scotiabank Inverlat ("the Brokerage Firm"), we hereby submit our report on the accuracy, sufficiency and fairness of the information contained in the accompanying financial statements furnished to the General Stockholder's Meeting by the Board of Directors, for the year ended December 31, 2005.

We have attended the stockholders' and board of directors' meetings to which we have been called, and we have obtained from the directors and management such information on the operations, documentation and accounting records, as we considered necessary in the circumstances. In addition, we have examined the balance sheet including the memorandum accounts of transactions carried out for the Brokerage Firm's own account as well as those carried out on behalf of its customers of the Brokerage Firm as of December 31, 2005, and the related statements of income, changes in stockholders' equity and changes in financial position for the year then ended, which are the responsibility of the Brokerage Firm's management. Our examination was carried out in accordance with auditing standards generally accepted in Mexico.

The Brokerage Firm is required to prepare and present its financial statements in accordance with the accounting criteria established by the National Banking and Securities Commission ("the Commission") for brokerage firms in Mexico, which in general conform to accounting principles generally accepted in Mexico, issued by the Mexican Institute of Public Accountants. These accounting criteria include particular rules, which in certain respects depart from such principles.

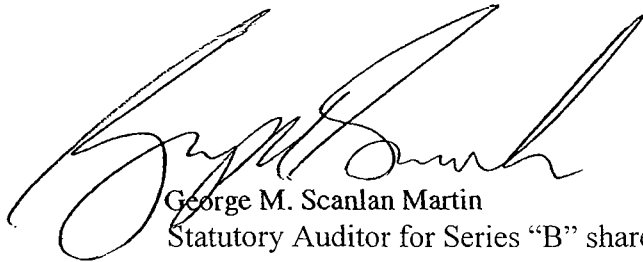
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In our opinion, the accounting and reporting criteria and policies followed by the Brokerage Firm and considered by management in preparing the financial statements presented at this meeting, are adequate and sufficient in the circumstances, and have been applied on a consistent basis with that of the preceding year. Accordingly, such information is a fair, reasonable and sufficient presentation of the financial position of Scotia Inverlat Casa de Bolsa, S. A. de C. V., Grupo Financiero Scotiabank Inverlat as of December 31, 2005, and the results of its operations, the changes in its stockholders' equity and the changes in its financial position for the year then ended, in conformity with the accounting criteria established by the Commission for brokerage firms in Mexico.

Very truly yours,



Guillermo García-Naranjo A.  
Statutory Auditor for Series "F" shares



George M. Scanlan Martin  
Statutory Auditor for Series "B" shares

Mexico City, February 10, 2005.



**KPMG Cárdenas Dosal**  
Bosque de Duraznos 55  
Col. Bosques de las Lomas  
11700 México, D.F.

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## **Independent Auditors' Report** (Free translation from the Spanish language original)

The Board of Directors and Stockholders  
Scotia Inverlat Casa de Bolsa, S. A. de C. V.,  
Grupo Financiero Scotiabank Inverlat:

We have examined the accompanying balance sheets, including the memorandum accounts of transactions carried out for the Brokerage Firm's own account as well as those carried out on behalf its customers, of Scotia Inverlat Casa de Bolsa, S. A. de C. V., Grupo Financiero Scotiabank Inverlat ("the Brokerage Firm") as of December 31, 2005 and 2004 and the related statements of income, changes in stockholders' equity and changes in financial position for the years then ended. These financial statements are the responsibility of the Brokerage Firm's management. Our responsibility is to express an opinion on these financial statements based on our audits.

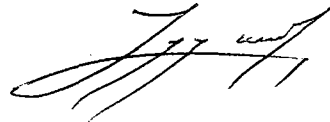
We conducted our audits in accordance with auditing standards generally accepted in Mexico. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement and are prepared in accordance with the accounting criteria for brokerage firms in Mexico. An audit consists of examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting criteria used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As explained in note 2 to the financial statements, the Brokerage Firm is required to prepare and present its financial statements in accordance with the accounting criteria established by the National Banking and Securities Commission ("the Commission") for brokerage firms in Mexico, which in general conform to accounting principles generally accepted in Mexico, issued by the Mexican Institute of Public Accountants. These accounting criteria include particular rules, which in certain respects depart from such principles.

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In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position, including the memorandum accounts of transactions carried out for the Brokerage Firm's own account as well as those carried out on behalf of its customers, of Scotia Inverlat Casa de Bolsa, S. A. de C. V., Grupo Financiero Scotiabank Inverlat as of December 31, 2005 and 2004, and the results of its operations, the changes in its stockholders' equity and the changes in its financial position for the years then ended, in conformity with the accounting criteria established by the Commission for brokerage firms in Mexico, as described in note 2 to the financial statements.

KPMG CARDENAS DOSAL, S. C.

A handwritten signature in black ink, appearing to read 'Alejandro De Alba Mora', with a stylized flourish at the end.

Alejandro De Alba Mora

February 10, 2006.

**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Balance Sheets

December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005)

**Memorandum accounts**

	<b><u>2005</u></b>	<b><u>2004</u></b>		<b><u>2005</u></b>	<b><u>2004</u></b>
<b>Transactions on behalf of third parties</b>					
Customer current accounts:			<b>Transactions for the Brokerage Firm's own account</b>		
Customer banks	\$ 4	8	Memorandum accounts:		
Settlement of customer transactions	<u>57</u>	<u>12</u>	Securities in custody	\$ 311	681
	<u>61</u>	<u>20</u>	Government securities in custody	229	125
			Pledged securities	793	538
			Securities held overseas	<u>29</u>	<u>11</u>
				<u>1,362</u>	<u>1,355</u>
Customer securities:			Repurchase/resell agreements (note 7):		
Customer securities in custody			Bought:		
(note 15)	128,468	113,139	Securities receivable	43,380	50,907
Securities and documents received in guarantee			Creditors under repurchase agreements	<u>(43,374)</u>	<u>(50,895)</u>
(notes 7 and 15)	<u>1,470</u>	<u>1,324</u>		<u>6</u>	<u>12</u>
	<u>129,938</u>	<u>114,463</u>	Sold:		
			Debtors under resell agreements	20,204	29,042
Transactions on behalf of customers:			Securities deliverable	<u>(20,192)</u>	<u>(29,046)</u>
Securities repurchase/resell agreements				12	(4)
(note 15)	40,129	44,847		<u>12</u>	<u>(4)</u>
Securities lending transactions	20	13			
Managed trusts	<u>51</u>	<u>47</u>			
	<u>40,200</u>	<u>44,907</u>			
Total transactions on behalf of third parties	\$ <u><u>170,199</u></u>	<u><u>159,390</u></u>	Total for own account	\$ <u><u>1,380</u></u>	<u><u>1,363</u></u>

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SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,  
Grupo Financiero Scotiabank Inverlat

Balance Sheets, continued

December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005, except historical capital stock)

Assets	2005	2004	Liabilities and Stockholders' Equity	2005	2004
Cash and equivalents (note 5)	\$ 73	71	Securities and derivatives transactions:		
			Credit balances on repurchase/resell agreements (note 7)	\$ 16	15
Investment securities (note 6):			Secured borrowing (note 7)	34	1
Trading securities	598	717	Derivative financial instruments (note 8)	4	1
Securities and derivatives transactions:				54	17
Debit balances on repurchase/resell agreements (note 7)	34	23	Other accounts payable:		
Secured lending (note 7)	24	8	Income tax and employee statutory		
Derivative financial instruments (note 8)	1	1	profit sharing	52	59
	59	32	Sundry creditors and other accounts payable (note 11)	225	284
Other accounts receivable, net	190	303		277	343
Premises and equipment, net (note 9)	170	173	Deferred taxes, net (note 14)	48	34
Permanent investments in shares (note 10)	44	68	Total liabilities	379	394
Other assets (note 11)	93	42	Stockholders' equity (note 13):		
			Paid-in capital:		
			Capital stock	510	710
			Earned capital:		
			Statutory reserves	7	11
			Prior years' retained earnings	137	147
			Net income	194	144
			Total stockholders' equity	848	1,012
			Commitments and contingencies (note 16)		
Total assets	\$ 1,227	1,406	Total liabilities and stockholders' equity	\$ 1,227	1,406

See accompanying notes to financial statements.

"These balance sheets have been prepared in accordance with the accounting criteria for brokerage firms, issued by the National Banking and Securities Commission based on Articles 26-B, 26-B 2, 26-B 4 and 26-B 7 of the Securities Market Law, which are of a general and mandatory nature and have been applied on a consistent basis. Accordingly, they reflect the transactions carried out by the Brokerage Firm through the dates indicated above. Furthermore, these transactions were carried out and valued in accordance with sound practices and the applicable legal and administrative provisions."

"These balance sheets were approved by the Board of Directors under the responsibility of the following officers".

"The historical capital stock amounts to \$386,033,107.00 at December 31, 2005 (\$559,215,982.00 in 2004)".

Gonzalo Rojas Ramos  
General Director

Jean-Luc Rich  
Deputy General Director Group Finance

Ken Pflugfelder  
Deputy General Director  
Group Audit

Gordon Macrae  
Director of Group Accounting

Francisco López Chávez  
Assistant Director of Accounting  
for the Brokerage Firm

SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,  
Grupo Financiero Scotiabank Inverlat

Statements of Income

Years ended December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005)

	<u>2005</u>	<u>2004</u>
Commissions and fees (note 12)	\$ 405	358
Financial intermediation income (note 12)	<u>88</u>	<u>58</u>
Service income	<u>493</u>	<u>416</u>
Gain on purchase and sale of securities (note 6)	229	327
Loss on purchase and sale of securities (note 6)	(208)	(187)
Interest income (notes 7 and 12)	6,444	5,137
Interest expense (notes 7 and 12)	(6,276)	(5,024)
Valuation loss on securities (notes 6, 7, and 8)	-	(6)
Monetary position loss	<u>(56)</u>	<u>(59)</u>
Financial margin	<u>133</u>	<u>188</u>
Total operating income, net	626	604
Administrative expenses	<u>(412)</u>	<u>(377)</u>
Operating income	<u>214</u>	<u>227</u>
Other income	66	67
Other expense	<u>-</u>	<u>(1)</u>
	<u>66</u>	<u>66</u>
Income before income tax (IT), employee statutory profit sharing (ESPS) and equity in the results of subsidiaries and associated companies	<u>280</u>	<u>293</u>
Current IT and ESPS (note 14)	(82)	(117)
Deferred IT and ESPS (note 14)	<u>(14)</u>	<u>(43)</u>
	<u>(96)</u>	<u>(160)</u>
Income before equity in the results of subsidiaries and associated companies	184	133
Equity in the results of subsidiaries and associated companies (note 10)	<u>10</u>	<u>11</u>
Net income	<u>\$ 194</u>	<u>144</u>

See accompanying notes to financial statements.

"These statements of income were prepared in accordance with the accounting criteria for brokerage firms, issued by the National Banking and Securities Commission based on Articles 26-B, 26-B 2, 26-B 4 and 26-B 7 of the Securities Market Law, which are of a general and mandatory nature and have been applied on a consistent basis. Accordingly, they reflect the revenues and expenses relating to the transactions carried out by the Brokerage Firm for the years indicated above. Furthermore, these transactions were carried out and valued in accordance with sound practices and the applicable legal and administrative provisions."

"These statements of income were approved by the Board of Directors under the responsibility of the following officers".

\_\_\_\_\_  
Gonzalo Rojas Ramos  
General Director

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Jean-Luc Rich  
Deputy General Director Group Finance

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Ken Pflugfelder  
Deputy General Director Group  
Audit

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Gordon Macrae  
Director of Group Accounting

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Francisco López Chávez  
Assistant Director of Accounting  
for the Brokerage Firm



**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Statements of Changes in Stockholders' Equity

Years ended December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005)

	<u>Capital stock</u>	<u>Statutory reserves</u>	<u>Prior years' retained earnings</u>	<u>Net income</u>	<u>Total stockholders' equity</u>
Balances as of December 31, 2003	\$ 710	7	71	80	868
<b>Item related to stockholder decisions:</b>					
Appropriation of prior year's income	-	4	76	(80)	-
<b>Item related to recognition of comprehensive income (note 13b):</b>					
Net income	<u>-</u>	<u>-</u>	<u>-</u>	<u>144</u>	<u>144</u>
Balances as of December 31, 2004	<u>710</u>	<u>11</u>	<u>147</u>	<u>144</u>	<u>1,012</u>
<b>Items related to stockholder decisions:</b>					
Appropriation of prior year's income	-	7	137	(144)	-
Decrease from spin-off (note 13a)	<u>(200)</u>	<u>(11)</u>	<u>(147)</u>	<u>-</u>	<u>(358)</u>
	(200)	(4)	(10)	(144)	(358)
<b>Item related to recognition of comprehensive income (note 13b):</b>					
Net income	<u>-</u>	<u>-</u>	<u>-</u>	<u>194</u>	<u>194</u>
Balances as of December 31, 2005	<u>\$ 510</u>	<u>7</u>	<u>137</u>	<u>194</u>	<u>848</u>

See accompanying notes to financial statements.

"These statements of changes in stockholders' equity have been prepared in conformity with the accounting criteria for brokerage firms, issued by the National Banking and Securities Commission based on Articles 26-B, 26-B 2, 26-B 4 and 26-B 7 of the Securities Market Law, which are of a general and mandatory nature and have been applied on a consistent basis. Accordingly, they reflect all the stockholders' equity account entries relating to the transactions carried out by the Brokerage Firm for the years indicated above. Furthermore, these transactions were carried out and valued in accordance with sound practices and the applicable legal and administrative provisions."

"These statements of changes in stockholders' equity were approved by the Board of Directors under the responsibility of the following officers".

\_\_\_\_\_  
Gonzalo Rojas Ramos  
General Director

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Jean-Luc Rich  
Deputy General Director  
Group Finance

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Ken Pflugfelder  
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Group Audit

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Gordon Macrae  
Director of Group  
Accounting

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Francisco López Chávez  
Assistant Director of Accounting  
for the Brokerage Firm

SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,  
Grupo Financiero Scotiabank Inverlat

Statements of Changes in Financial Position

Years ended December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005)

	<u>2005</u>	<u>2004</u>
Operating activities:		
Net income	\$ 194	144
Items not requiring (providing) funds:		
Depreciation and amortization	8	7
Valuation of securities	-	6
Deferred income tax and employee statutory profit sharing	14	43
Equity in the results of subsidiaries and associated companies, net	<u>(10)</u>	<u>(11)</u>
Funds provided by operation	206	189
Changes in operating accounts:		
Investment securities	119	(172)
Repurchase/resell agreements and securities lending	7	(6)
Derivative transactions	3	7
Other accounts receivable	113	(88)
Other accounts payable	<u>(66)</u>	<u>52</u>
Funds provided by (used in) operating activities	<u>382</u>	<u>(18)</u>
Funds used in financial activities, originated by the decrease in stockholders' equity from spin off (note 13a)	<u>(358)</u>	<u>-</u>
Investment activities:		
Increase in premises and equipment	(5)	(1)
Decrease in permanent investments in shares	34	7
Increase in other assets	<u>(51)</u>	<u>(8)</u>
Funds used by investing activities	<u>(22)</u>	<u>(2)</u>
Increase (decrease) in cash and equivalents	2	(20)
Cash and equivalents:		
At beginning of year	<u>71</u>	<u>91</u>
At end of year	\$ <u><u>73</u></u>	<u><u>71</u></u>

See accompanying notes to financial statements.

"These statements of changes in financial position have been prepared in accordance with the accounting criteria for brokerage firms, issued by the National Banking and Securities Commission based on Articles 26-B, 26-B 2, 26-B 4 and 26-B 7 of the Securities Market Law, which are of a general and mandatory nature and have been applied on a consistent basis. Accordingly, they reflect the sources and application of funds relating to the transactions carried out by the Brokerage Firm for the years indicated above. Furthermore, these transactions were carried out and valued in accordance with sound practices and the applicable legal and administrative provisions."

"These statements of changes in financial position were approved by the Board of Directors under the responsibility of the following officers".

\_\_\_\_\_  
Gonzalo Rojas Ramos  
General Director

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Jean- Luc Rich  
Deputy General Director Group Finance

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**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

December 31, 2005 and 2004

(Millions of constant Mexican pesos as of December 31, 2005,  
except otherwise stated)

*These financial statements have been translated from the Spanish language original solely for the convenience of foreign/English-speaking readers.*

**(1) Description of business and significant transactions-**

***Description of business-***

Scotia Inverlat Casa de Bolsa, S. A. de C. V. (“the Brokerage Firm”) is a subsidiary of Grupo Financiero Scotiabank Inverlat, S. A. de C. V. (“the Group”), which owns 99.99% of its capital stock. The Group, in turn, is a subsidiary of The Bank of Nova Scotia (BNS), which holds 97.3% of its capital stock. The Brokerage Firm acts as an intermediary in securities and financial transactions authorized under the terms of the Securities Market Law and general provisions issued by the National Banking and Securities Commission (“the Commission”).

***Significant transactions-***

Through Official Document no. 366-III-315 dated December 2, 2004, the Ministry of Finance (SHCP) authorized the Brokerage Firm to spin-off and incorporate as a result of said act an entity to be merged immediately with Scotiabank Inverlat, S. A., Institución de Banca Múltiple, Grupo Financiero Scotiabank Inverlat (“the Bank”, related company). Management executed said spin-off on April 22, 2005 and the spun-off assets amounted to \$350 nominal, and include the stock of twelve mutual funds, of Scotia Inverlat Derivados, S. A. de C. V. and investments in securities (see note 12a).

**(2) Summary of significant accounting policies-**

***(a) Financial statement presentation-***

The financial statements of the Brokerage Firm have been prepared based on the Securities Market Law (SML)<sup>1</sup> and in accordance with the accounting criteria for brokerage firms in Mexico established by the Commission, which is responsible for the inspection and supervision of brokerage firms and for reviewing their financial information.

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<sup>1</sup> The SML was reformed and published in the Official Gazette on December 30, 2005 and will become effective within 180 calendar days after publication date. It comprises the following objectives: (i) Promote the inclusion of medium-sized companies in the stock market, (ii) Consolidate the public company regime, (iii) Update regulations for stock market participants and intermediaries, and (iv) Unify reforms made to the original SML of 1975.

**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

(Millions of constant Mexican pesos as of December 31, 2005,  
except value of UDI)

In general, the accounting criteria established by the Commission conform to accounting principles generally accepted in Mexico ("Mexican GAAP") issued by the Mexican Institute of Public Accountants (IMCP, see note 19), and include particular rules regarding recording, valuation, presentation and disclosure, which in certain respects depart from such principles – see paragraphs (b), (d), (e) and (h) of this note.

For cases not contemplated therein, the accounting criteria include a process which provides for the supplementary use of other accounting principles and standards, in the following order: Mexican GAAP; International Accounting Standards issued by the International Accounting Standards Committee; accounting principles generally accepted in the United States of America ("US GAAP"); or in cases not covered by these principles and standards, any other formal and recognized accounting standard that does not contravene the general criteria of the Commission.

The accompanying financial statements are expressed in millions of Mexican pesos of constant purchasing power as of the latest balance sheet date using the Investment Unit (UDI). The UDI is a unit of measure whose value is determined by the Banco de México (the Central Bank) based on inflation. The UDI values used are as follows:

<u>December 31</u>	<u>UDI</u>	<u>Annual inflation</u>
2005	\$ 3.637532	2.91%
2004	3.534716	5.45%
2003	3.352003	3.91%

The preparation of the financial statements requires management to make a number of estimates and assumptions relating to the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and assumptions.

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**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

(Millions of constant Mexican pesos as of December 31, 2005,  
except otherwise stated)

For purposes of disclosure in the notes to the financial statements pesos or "\$" refers to Mexican pesos, and when reference is made to "dollars" or "USD", it means dollars of the United States of America.

The Brokerage Firm recognizes the assets and liabilities arising from investments in securities, securities repurchase and resell agreements from transactions carried out for the Brokerage Firm's own account as well as those carried out on behalf of its customers as of the date the respective transactions are executed, rather than settled.

The 2004 financial statements include certain reclassifications in the statement of income to conform to the classifications used in 2005.

**(b) *Cash and equivalents-***

Cash and equivalents consist of cash, local and foreign bank account balances and margin accounts related to standardized futures and options contract transactions made on the Mexican Derivatives Exchange. In conformity with Bulletin C-10 of Mexican GAAP, beginning January 1, 2005, the aforementioned margin accounts would be reported under "Transactions with derivative financial instruments".

**(c) *Investment securities-***

Investment securities consist of listed equities, government securities and fixed-income securities, classified as trading securities according to management's investment intentions. Trading securities are initially recorded at cost and subsequently marked to market based on information provided by an independent price vendor. Valuation adjustments are reflected in the statement of income under "Valuation gain (loss) on securities". The cost of sales is determined using the first-in, first-out (FIFO) method.

Where the amount of trading securities is insufficient to cover the amount of securities deliverable in a securities purchase and sale transaction, the credit balance is shown as a liability under the caption "Assigned securities pending settlement".

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**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

(Millions of constant Mexican pesos as of December 31, 2005,  
except otherwise stated)

The rights and obligations derived from 24, 48, 72 and 96-hour, purchase and sale of instruments, respectively (value date transactions) are recorded in "Other accounts receivable" and "Sundry creditors and other accounts payable", respectively. Securities receivable and deliverable from this type of transactions are recorded in "Investment securities" and marked to market.

**(d) *Securities under repurchase/resell agreements-***

Securities under repurchase/resell agreements are stated at fair value using information provided by an independent price vendor, and the obligations or rights from the commitment to repurchase or to resell are stated at their net present value at maturity. The net assets and liabilities are reported in the balance sheet after individually offsetting the values of the securities receivable or deliverable and the repurchase/resell agreement commitment of each transaction. Repurchase/resell agreements where the Brokerage Firm is the repurchasing and reselling party with the same entity cannot be offset. Repurchase/resell agreement presentation differs from Mexican GAAP, which requires reporting balances separately and offsetting only similar transactions with the same counterparty.

Interest, premiums, gains or losses on purchases and sales of securities, and the valuation effects are reported in the statements of income under "Gain on purchase and sale of securities", "Loss on purchase and sale of securities", "Interest income", "Interest expense", and "Valuation gain (loss) on securities", respectively.

In conformity with Circular 1/2003 issued by the Central Bank, the parties to repurchase/resell agreements maturing in more than three days are required to contractually secure such transactions in the event of fluctuations in value resulting in an increase in the net exposure that exceeds the maximum amount agreed upon by the parties. The guarantees granted are recorded in the securities portfolio as restricted or pledged trading securities, or in other restricted cash equivalents if granted in cash deposits. Guarantees received not representing a transfer of title are recorded in memorandum accounts as assets in custody or under management. Such guarantees are valued in conformity with the current rules for investment securities, cash equivalents and assets in custody or under management, respectively.

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SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

(Millions of constant Mexican pesos as of December 31, 2005,  
except otherwise stated)

Securities under repurchase/resell agreements that cannot be renegotiated are reported as secured borrowing or lending transactions. Premiums are recognized in income as earned using the straight-line method over the term of the transaction.

*(e) Transactions with derivative financial instruments-*

Transactions with derivative financial instruments comprise those carried out for both trading and hedging purposes, the accounting treatment of which is described below:

*Forward contracts*— The net market value of the future price of the contracts is presented in the balance sheet with a corresponding charge or credit to results of operations.

*Futures contracts*— An asset and liability for the nominal contract amount are recorded and subsequently marked to market. Asset and liability positions are offset for financial statement presentation purposes.

*Options*— Put and call option obligations (premiums collected) and rights (premiums paid) are recorded at the contract value and marked to market, recording gains or losses in results of operations. Premiums collected or paid are recognized in the statement of income under “Gain or loss on purchase and sale of securities” when the option expires.

The abovementioned policies depart from Bulletin C-10 of Mexican GAAP, which provides that derivative financial instruments are to be recognized at fair value without taking into consideration management’s intentions. Changes in fair value of trading derivative financial instruments are recognized in the income statement in integral cost of financing, whereas those related to hedges are recognized in the same caption of the income statement in which the valuation result of the primary position is recognized or in comprehensive financial income.

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**SCOTIA INVERLAT CASA DE BOLSA, S. A. DE C. V.,**  
Grupo Financiero Scotiabank Inverlat

Notes to Financial Statements

(Millions of constant Mexican pesos as of December 31, 2005,  
except otherwise stated)

**(f) Premises and equipment-**

Premises and equipment are initially recorded at their acquisition cost, and restated for inflation by applying UDI factors. Depreciation is calculated on the restated asset values using the straight-line method over the estimated useful lives of the assets.

**(g) Impairment of property-**

The Brokerage Firm performs periodic studies of its property to determine whether the carrying value exceeds the recoverable amount. The recoverable amount is based on estimates of the potential future net income from the utilization of the assets. If such assets are considered to be impaired, the Brokerage Firm records the necessary provisions to write down the assets to the estimated recoverable amount. Assets to be disposed of are reported at the lower of the carrying amount or realizable value.

**(h) Permanent investments in shares-**

In order to operate, the Brokerage Firm must purchase and hold one share each in the Bolsa Mexicana de Valores, S. A. de C. V. (Mexican Stock Exchange), Cebur, S. A. de C. V., S. D. Ineval, S. A. de C. V. and Contraparte Central de Valores de México, S. A. de C. V. As required by the Commission, permanent investments in shares are valued using the equity method based on the most recent financial statements available; under Mexican GAAP such investments would be accounted for at the lower of cost restated for inflation or realizable value, since the investing entity exerts no significant influence.

The investment in the shares of the fixed capital of mutual funds is valued based on the stockholders' equity of the mutual funds using the equity method, which is equal to the market price published by the price vendor. The difference between the nominal value and the price at the valuation date is recorded in the statement of income under "Equity in the results of subsidiaries and associated companies".

(Continued)



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**(i) *Deferred income tax (IT) and employee statutory profit sharing (ESPS)-***

Deferred IT and ESPS are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, as well as for operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income for the period enacted.

**(j) *Pensions, seniority premiums, post-retirement benefits and obligations for payments upon termination of labor relationship-***

The Brokerage Firm has established a non-contributory pension plan for which employees who are 65 years of age with 10 years of service are eligible. The plan also covers seniority premium benefits to which employees are entitled in accordance with the Mexican Labor Law, and the obligations related to post-retirement medical benefits plans, food coupons and retirees' life insurance.

The net periodic cost and accrued liabilities for pensions and seniority premiums and post-retirement benefits are recorded in results of operations for the year, and determined by independent actuaries using the projected unit credit method and real interest rates in accordance with Bulletin D-3.

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Beginning January 1, 2005, Bulletin D-3 issued by the Mexican Institute of Public Accountant establishes a new provision that includes a reserve for compensation to employees upon termination of the labor relationship (severance liability), for reasons other than restructuring. Up until December 31, 2004, all other compensation to which employees were entitled in case of employment termination or disability were charged to operations as incurred. The effect of this change on the results of operations for the year is immaterial.

**(k) Other assets-**

Other assets include contributions to the reserve fund created through the self-regulating stock exchange community, for the purpose of supporting and strengthening the stock market.

**(l) Restatement of capital stock, statutory reserves and retained earnings-**

This restatement is determined by multiplying stockholder contributions, statutory reserves and retained earnings by UDI factors, which measure accumulated inflation from the dates contributions were made and earnings were generated, through the most recent year end. The resulting amounts represent the constant value of stockholders' equity.

**(m) Gain or loss from holding non-monetary assets-**

The gain or loss from holding non-monetary assets represents the difference between the specific valuation of these assets and their cost restated using UDI factors.

**(n) Monetary position gain or loss-**

The Brokerage Firm recognizes in income the effect (gain or loss) in the purchasing power of its monetary position, which is calculated by multiplying the difference between monetary assets and liabilities at the beginning of each month by the monthly change in the UDI value through year end. The aggregate of such monthly results, which is also restated using the UDI value at year end, represents the monetary gain or loss for the year arising from inflation, which is reported in results of operations for the year.

(Continued)

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**(o) *Customer securities-***

Customer securities in custody, guarantee or under the Brokerage Firm's administration are recorded in the respective memorandum accounts at market value, representing the maximum expected amount for which the Brokerage Firm is obligated to its clients against a future eventuality.

**(p) *Fees, premiums and interest-***

Fees collected from customers on the purchase and sale of equities are recorded in results of operations when contracted. Premiums collected on securities purchased under agreements to resell or repurchase and interest from investments in fixed income instruments are recognized in income as earned. Premiums earned on securities purchased under agreements to resell are calculated based on the present value of the price at maturity.

**(q) *Foreign currency transactions-***

Foreign currency transactions are recorded at the exchange rate in force on their execution and settlement dates. Foreign currency assets and liabilities are translated at the exchange rate established by the Central Bank. Foreign exchange gains and losses are reflected in results of operations for the year.

**(r) *Contingencies-***

Liabilities for loss contingencies are recorded when it is probable that a liability has been incurred and the amount of the assessment and/or remediation can be reasonably estimated. When a reasonable estimation cannot be made, qualitative disclosure is provided in the notes to the financial statements. Contingent revenues, earnings and assets are not recognized until their realization is virtually assured.

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**(3) Accounting change-**

*Labor obligations*

Beginning January 1, 2005, the Brokerage Firm adopted the Bulletin D-3, Labor Obligations, of Mexican GAAP issued by the Mexican Institute of Public Accountants, regarding the recognition of a liability for compensation to employees upon termination of the labor relationship before retirement age (severance liability), for reasons other than restructuring, as determined by independent actuarial computations, based on the projected unit credit method, using real interest rates. On adoption and in conformity with the option established, the Brokerage Firm recognized an unamortized asset and a liability of \$17. Amortization is based on the estimated average service lives of the employees entitled to such compensation, and resulted in an expense for the year of \$1.

**(4) Foreign currency position-**

In compliance with the Central Bank regulations, the Brokerage Firm maintains balanced positions in foreign currencies. At December 31, 2005 and 2004, the maximum long and short positions authorized by the Central Bank is \$121 and \$144 (nominal), respectively, that is equivalent to 15% of the Brokerage Firm's global capital, which is \$807 and \$958 (nominal) in each year.

At December 31, 2005 and 2004, the Brokerage Firm has a long foreign currency position of 3,262,675 and 1,999,811 dollars, respectively, which for financial statement presentation purposes were translated using the exchange rates of \$10.6344 and \$11.1495, respectively, and comply with the regulations.

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**(5) Cash and equivalents-**

At December 31, 2005 and 2004, the cash and equivalents are analyzed as follows:

	<u>2005</u>	<u>2004</u>
Domestic banks	\$ 6	2
Deposits with foreign banks with maturities not exceeding 30 days	6	8
Margin accounts	32	46
Other funds available	<u>29</u>	<u>15</u>
	<u>\$ 73</u>	<u>71</u>

**(6) Investment securities-**

At December 31, 2005 and 2004, the Brokerage Firm's investments in trading securities were as follows:

<u>Type of instrument</u>	<u>Fair value</u>	
	<u>2005</u>	<u>2004</u>
Securities:		
Debt	\$ 376	697
Equity	61	26
Mutual funds:		
Investing in debt securities	126	75
Investing in equity securities	-	1
Pledged as security	35	17
Value date transactions	<u>-</u>	<u>(99)</u>
Total	<u>\$ 598</u>	<u>717</u>

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An analysis of investment securities follows:

<u>Type of instrument</u>	<u>Series</u>	<u>Fair value</u>	
		<u>2005</u>	<u>2004</u>
<u>Debt securities:</u>			
Cetes	060316	\$ 3	-
Cetes	060511	223	-
Cetes	060706	3	-
Banobra	06011	118	-
Nafin	06011	29	-
Ingbank	05011	-	146
Nafin	05015	-	426
Cetes	050106	-	7
Cetes	050414	-	1
Cetes	050609	-	<u>117</u>
		\$ 376	697
		=====	=====
<u>Equity securities:</u>			
Alfa	A	\$ 2	1
Amtel	A1	2	-
Amx	*	5	-
Cintra	A	2	-
Csco	OI	6	-
Fmx	*	(1)	-
Ge	*	-	2
Gm	OI	1	-
Gmodelo	C	-	5
Goog	OI	(2)	-
Guisa	*	1	-
Hylsamx	L	-	1
Ibm	OI	4	-
Ica	*	-	1
Ich	B	<u>4</u>	<u>-</u>
Carried forward		\$ <u>24</u>	<u>10</u>

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<u>Type of instrument</u>	<u>Series</u>	<u>Fair value</u>	
		<u>2005</u>	<u>2004</u>
Brought forward		\$ 24	10
Intc	*	-	7
Jnj	OI	4	-
Kimber	A	4	-
Kimber	B	(1)	-
Kof	*	2	-
Kof	L	3	-
Msft	*	-	1
Msft	OI	4	-
Qcom	OI	5	-
Tvazteca	CPO	-	1
Tmx	*	-	2
Telecom	A1	-	1
Televisa	CPO	1	-
Telmex	L	15	-
Walmex	V	<u>-</u>	<u>4</u>
		\$ 61	26
		==	==
<u>Mutual funds investing in debt securities:</u>			
Finde 1	B	\$ -	1
Scotia 1	B	-	1
Scotia 2	B	-	1
Scotia 3	B	-	1
Scotia 4	B	-	1
Scotia A	B	14	5
Scotia G	B	<u>112</u>	<u>65</u>
		\$ 126	75
		==	==

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<u>Type of instrument</u>	<u>Series</u>	<u>Fair value</u>	
		<u>2005</u>	<u>2004</u>
<u>Mutual funds investing in equity securities:</u>			
Scotin T	B	\$ -	1
		===	===
<u>Pledged as security:</u>			
<u>Secured borrowing (see note 7):</u>			
Scotia A	B	\$ 15	1
Scotia G	B	<u>20</u>	<u>-</u>
		35	1
<u>Variable-income securities of liquidation trusts:</u>			
Cetes	050609	<u>-</u>	<u>16</u>
		\$ 35	17
		===	===
<u>Value date transactions:</u>			
Cetes	050623	\$ -	148
Cetes	050623	-	(148)
Cetes	050804	-	(48)
Cetes	050331	<u>-</u>	<u>(51)</u>
		\$ -	(99)
		===	===

The gain and loss during 2005 from the purchase and sale of securities amounted to \$229 and \$208, respectively (\$327 and \$187 in 2004, respectively). The valuation of investment securities at December 31, 2005 and 2004 resulted in a gain of \$6 and \$2, respectively. The gain and loss from the purchase and sale of securities and valuation effect are reported in the statement of income under "Gain on purchase and sale of securities", "Loss on purchase and sale of securities" and "Valuation loss on securities", respectively.

At December 31, 2005 and 2004, investments in debt securities other than government securities of the same issuer in excess of 5% of the Brokerage Firm's global capital are analyzed on the next page.



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<u>Issue</u>	<u>Certificates</u>	<u>Rate</u>	<u>Term (days)</u>	<u>Amount</u>
<b><u>December 31, 2005</u></b>				
BANOBRA 06011	118,400,364	8.25%	3	\$ 118 ==
<b><u>December 31, 2004</u></b>				
INGBANK 05011	142,415,657	8.75%	3	\$ 146
INAFIN 05015	415,156,810	8.80%	22	426 ==

(7) **Securities under repurchase/resell agreements-**

At December 31, 2005 and 2004, the Brokerage Firm's repurchase/resell agreements are analyzed as follows:

	<u>2005</u>			
	<u>Receivable under resell agreements</u>	<u>Securities deliverable</u>	<u>Asset</u>	<u>Liability</u>
Bought:				
Net asset positions	\$ 7,353	(7,333)	20	-
Net liability positions	<u>12,851</u>	<u>(12,859)</u>	-	<u>(8)</u>
	\$ <u>20,204</u>	<u>(20,192)</u>	<u>20</u>	<u>(8)</u>
Sold:				
Net asset positions	\$ 33,949	(33,935)	14	-
Net liability positions	<u>9,431</u>	<u>(9,439)</u>	-	<u>(8)</u>
	\$ <u>43,380</u>	<u>(43,374)</u>	<u>14</u>	<u>(8)</u>
			\$ <u>34</u>	<u>(16)</u>
			==	==
			\$ 18	==

(Continued)

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<b>2004</b>				
<b>Receivable under</b>				
	<b>resell agreements</b>	<b>Securities deliverable</b>	<b>Asset</b>	<b>Liability</b>
<b>Bought:</b>				
Net asset positions	\$ 10,336	(10,329)	7	-
Net liability positions	<u>18,706</u>	<u>(18,717)</u>	<u>-</u>	<u>(11)</u>
	<u>\$ 29,042</u>	<u>(29,046)</u>	<u>7</u>	<u>(11)</u>
<b>Payable under</b>				
<b>Securities receivable repurchase agreements</b>				
<b>Sold:</b>				
Net asset positions	\$ 36,704	(36,688)	16	-
Net liability positions	<u>14,203</u>	<u>(14,207)</u>	<u>-</u>	<u>(4)</u>
	<u>\$ 50,907</u>	<u>(50,895)</u>	<u>16</u>	<u>(4)</u>
			\$ 23	(15)
			<u>8</u>	<u>8</u>

At December 31, 2005 and 2004, the net positions of securities under repurchase/resell agreements by type of security are as follows:

<u>Type of instrument</u>	<u>Debit balances</u>		<u>Credit balances</u>	
	<u>Average term (days)</u>	<u>Net position</u>	<u>Average term (days)</u>	<u>Net position</u>
<b>December 31, 2005</b>				
<b>Government:</b>				
Bondes LS	44	\$ 2	63	2
Bonos MBON	27	1	137	2
Bonos de Regulación Monetaria (BREM'S)	26	5	4	2
Bonos de Protección al Ahorro (BPA'S)	23	5	35	3
Bonos de Protección al Ahorro (BPAT)	50	17	52	5
IPAS	79	<u>1</u>	42	<u>1</u>
Government, carried forward		\$ <u>31</u>		<u>15</u>

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<u>Type of instrument</u>	<u>Debit balances</u>		<u>Credit balances</u>	
	<u>Average term (days)</u>	<u>Net position</u>	<u>Average term (days)</u>	<u>Net position</u>
Government, Brought forward		\$ 31		15
Banking securities:				
Stock market certificates (CBUR)	9	2	27	1
Promissory notes	22	<u>1</u>	22	<u>—</u>
		\$ 34		16
		<u>==</u>		<u>==</u>

**December 31, 2004**

Government:				
Certificados de la tesorería (Cetes)	36	\$ 1	44	1
Bondes LS	38	1	30	1
Bonos M3, M5, MBON	9	1	17	1
Bonos de Regulación Monetaria (BREM'S)	5	5	3	4
Bonos de Protección al Ahorro (BPA'S)	23	6	16	6
Bonos de Protección al Ahorro (BPAT)	15	<u>9</u>	21	<u>2</u>
		\$ 23		15
		<u>==</u>		<u>==</u>

At December 31, 2005, the Brokerage Firm has received as guarantee for over 3-day repurchase/resell agreements, 4,063,233 BI CETES bills, issues 060511, 060412, 060316, 060105 and 060330; 89,655 LS BOND182 bonds, issue 080731, and 90,392 IP BPAS bonds, issues 080904, 070222 and 060406, in the amounts of \$40, \$9 and \$9, respectively, recorded under the memorandum account "Pledged securities and documents".

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**Secured lending and borrowing:**

At December 31, 2005 and 2004, the Brokerage Firm had entered into the following secured lending and borrowing transactions:

	<u>Quantity</u>	<u>Fair value</u>
<b><u>December 31, 2005</u></b>		
Secured lending:		
Amx L	500,000	\$ 8
Cemex Cpo	75,000	4
Nafrac 02	295,000	5
Peñoles *	11,300	1
Walmex V	100,000	<u>6</u>
		\$ 24
		==
Secured borrowing:		
Amx L	500,000	\$ (8)
Cemex Cpo	75,000	(4)
Peñoles *	11,300	(1)
Telecom A1	537,000	(15)
Walmex V	100,000	<u>(6)</u>
		\$ (34)
		==
<b><u>December 31, 2004</u></b>		
Secured lending:		
Nafrac 02	649,700	\$ 8
		==
Secured borrowing:		
Nafrac 02	50,000	\$ (1)
		==

At December 31, 2005 and 2004, the loans mature on January 2, 3, 5 and 6, 2006, and 4 and 5, 2005, respectively.

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At December 31, 2005 and 2004 for secured borrowing transactions securities of \$35 and \$1, have been pledged, respectively (see note 6).

For the year ended December 31, 2005, the premiums earned and paid on repurchase/resell agreements amounts to \$2,042 and \$4,114 (\$1,914 and \$2,936 in 2004), respectively, which are reported in the statement of income under “Interest income” and “Interest expense”, respectively. At December 31, 2005 and 2004, the valuation of repurchase/resell agreements led to a gain of \$18 and \$6, respectively.

**(8) Derivative financial instruments-**

At December 31, 2005 and 2004, the valuation of derivative financial instruments is analyzed as follows:

	<u>2005</u>		<u>2004</u>	
	<u>Assets</u>	<u>Liabilities</u>	<u>Assets</u>	<u>Liabilities</u>
Stock exchange index (IPC) futures	\$ -	4	-	1
Stock exchange index (IPC) options	<u>1</u>	<u>-</u>	<u>1</u>	<u>-</u>
	\$ 1	4	1	1
	<u>=</u>	<u>=</u>	<u>=</u>	<u>=</u>

Notional amounts:

The notional amounts of contracts represent the derivatives volume outstanding and do not represent the potential gain or loss associated with the market risk or credit risk of such instruments. The notional amounts represent the amount to which a rate or price is applied to determine the amount of cash flows to be exchanged. At December 31, 2005 and 2004, notional amounts of the derivative financial instruments are analyzed on the next page.

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<u>Type of instrument</u>	2005		2004	
	<u>Hedging purposes</u>	<u>Trading purposes</u>	<u>Hedging purposes</u>	<u>Trading purposes</u>
<u>Interest rate futures:</u>				
Bought	\$ -	3	-	3
<u>Stock exchange index (IPC)</u>				
<u>futures:</u>				
Bought	180	47	188	36
Sold	-	(37)	(22)	(7)
<u>Stock exchange index (IPC) options:</u>				
Bought	-	1	-	1
Sold	-	(762)	-	(491)
	\$ 180	(748)	166	(458)
	<u>=====</u>	<u>=====</u>	<u>=====</u>	<u>=====</u>

**(a) Interest rate futures-**

At December 31, 2005 futures were purchased on the Mexican 28-day Equilibrium Interbank Interest (TIIE) Rate, at an average rate of 10.29% (same reference interest rate as of December 31, 2004), maturing from January through December 2007, January through August 2008 and November 2008 (with maturities as of December 31, 2004, from January through March 2005 and December 2009).

**(b) Stock exchange index (IPC) futures-**

At December 31, 2005 and 2004, futures were purchased and sold on the Mexican Stock Exchange IPC Index for hedging and trading purposes at an average price of \$18 and \$13 (nominal), respectively, maturing in March and June 2006 and 2005, respectively. Futures were purchased at December 31, 2005 and 2004 to hedge the options issued by the Brokerage Firm (see paragraph c of this note).

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**(c) Stock exchange index (IPC) options-**

At December 31, 2005 and 2004, the Brokerage Firm has issued European options (exercisable through maturity date) in recognized markets on the Mexican Stock Exchange IPC Index. Their characteristics are shown as follows:

<u>Series</u>	<u>Number of certificates</u>	<u>Exercise price (nominal pesos)</u>	<u>Maturity</u>
<b><u>December 31, 2005</u></b>			
IPC701RDC155	1,760	\$ 12,818	January 2007
IPC604RDC158	520	13,592	April 2006
IPC604RDC161	1,880	13,789	April 2006
IPC604RDC162	1,380	12,728	April 2006
IPC603RDC164	10	13,677	March 2006
IPC606RDC165	220	13,343	June 2006
IPC602RDC168	50	14,522	February 2006
IPC604RDC169	280	14,614	April 2006
IPC603RDC170	540	15,399	March 2006
IPC605RDC171	1,530	15,374	May 2006
IPC601RDC173	3,880	15,853	January 2006
IPC609RDC174	4,990	15,677	September 2006
IPC610RDC175	8,520	19,963	October 2006
IPC609RDC176	5,890	15,798	September 2006
IPC611RDC177	4,820	16,767	November 2006
IPC606RDC178	6,000	17,820	June 2006
IPC612RDC179	4,020	17,820	December 2006

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<u>Series</u>	<u>Number of certificates</u>	<u>Exercise price (nominal pesos)</u>	<u>Maturity</u>
<b><u>December 31, 2004</u></b>			
IPC501RDC140	2,370	\$ 10,687	January 2005
IPC503RDC142	100	10,093	March 2005
IPC504RDC144	980	10,034	April 2005
IPC609RDC145	2,640	10,200	September 2006
IPC503RDC146	3,990	10,701	March 2005
IPC506RDC147	220	10,915	June 2005
IPC504RDC148	3,030	10,688	April 2005
IPC503RDC149	4,920	11,794	March 2005
IPC508RDC150	5,600	11,794	August 2005
IPC509RDC151	3,810	12,103	September 2005
IPC504RDC152	4,190	12,113	April 2005
IPC506RDC153	4,910	12,493	June 2005
		=====	

At December 31, 2005 and 2004, the valuation of derivative financial instruments resulted in a loss of \$24 and \$14, respectively.

**(9) Premises and equipment, net-**

At December 31, 2005 and 2004, premises and equipment are analyzed as follows:

	<u>2005</u>	<u>2004</u>	<u>Annual depreciation and amortization rates</u>
Office premises	\$ 162	162	2.5% and 5%
Office furniture and equipment	64	63	10%
Computer equipment	6	5	30%
Lasehold improvements	<u>10</u>	<u>10</u>	5%
	242	240	
Less accumulated depreciation and amortization	<u>72</u>	<u>67</u>	
	\$ 170	173	
	=====	=====	

(Continued)



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Depreciation and amortization charged to income in 2005 and 2004 amounted to \$8 and \$7, respectively.

**(10) Permanent investments in shares-**

At December 31, 2005 and 2004, the Brokerage Firm's permanent investments in shares, which were valued using the equity method (see note 2h), are as shown as follows:

	<u>Percentage of equity *</u>		<u>Valuation under equity method</u>	
	<u>2005</u>	<u>2004</u>	<u>2005</u>	<u>2004</u>
Mandatory investments:				
Bolsa Mexicana de Valores, S. A. de C. V.	4.00	4.00	\$ 30	26
Cebur, S. A. de C. V.	2.97	2.97	-	14
S. D. Indeval, S. A. de C. V.	2.27	2.17	9	7
Contraparte Central, S. A. de C. V.	0.99	1.00	1	1
Investments in affiliates and mutual funds:				
Scotia Derivados Inverlat, S. A. de C. V.	-	48.84	-	2
Scotia Mutual Funds	-	**	-	14
Other investments:				
Impulsora de Fondo México Controladora, S. A. de C. V.	-	-	2	2
Investments in works of art and sporting club shares (at cost restated for inflation)	-	-	<u>2</u>	<u>2</u>
			\$ 44	68
			==	==

The equity method is computed using the book value of shares as of December 31, 2005 and 2004 and considering the most recent financial statements available, some unaudited. For the years ended December 31, 2005 and 2004, the Brokerage Firm recognized a gain of \$10 and \$11, respectively, resulting from applying the equity method.

\* Percentages of capital stock (series "A") in the case of funds.

\*\* Below 1% each.

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**(11) Pensions, seniority premiums and post-retirement benefits and obligations for payments upon termination of labor relationship-**

The Brokerage Firm has a defined benefit pension plan covering substantially all of its employees. The benefits are based on years of service and the employee's compensation during the last five years.

The cost, obligations and contributions to the fund relating to the pension plan and seniority premiums, as well as the post-retirement medical benefits, life insurance and food coupons are determined based on computations prepared by independent actuaries at December 31, 2005 and 2004, and are analyzed as follows.

The components of the net periodic cost for the years ended December 31, 2005 and 2004 are as follows (nominal):

	<u>2005</u>		<u>2004</u>	
	<u>Pensions and seniority premiums</u>	<u>Medical benefits, food vouchers &amp; life insurance for retirees</u>	<u>Pensions and seniority premiums</u>	<u>Medical benefits, food vouchers &amp; life insurance for retirees</u>
Service cost	\$ 2	-	2	-
Interest cost	1	-	1	-
Return on plan assets	(2)	-	(1)	-
Amortization of transition obligations	<u>-</u>	<u>1</u>	<u>-</u>	<u>1</u>
Net periodic cost	<u>\$ 1</u>	<u>1</u>	<u>2</u>	<u>1</u>

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	2005		2004	
	<b>Pensions and seniority premiums</b>	<b>Medical benefits, food vouchers &amp; life insurance for retirees</b>	<b>Pensions and seniority premiums</b>	<b>Medical benefits, food vouchers &amp; life insurance for retirees</b>
Projected benefit obligations (PBO)	\$ 30	5	27	4
Plan assets at market value	<u>(43)</u>	<u>(8)</u>	<u>(32)</u>	<u>(2)</u>
PBO in excess of (less than) plan assets	(13)	(3)	(5)	2
Unamortized items:				
Variances in assumptions and experience	12	8	5	(2)
Transition asset (liability)	<u>—</u>	<u>(6)</u>	<u>—</u>	<u>—</u>
Net projected asset	\$ <u>(1)</u>	<u>(1)</u>	<u>—</u>	<u>—</u>
Present benefit obligations :				
Vested	\$ 1	—	1	—
Unvested	<u>28</u>	<u>—</u>	<u>26</u>	<u>—</u>
Total present benefit obligations	29	—	27	—
Plan assets	<u>(43)</u>	<u>—</u>	<u>(32)</u>	<u>—</u>
Net asset	\$ <u>(14)</u>	<u>—</u>	<u>(5)</u>	<u>—</u>

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At December 31, 2005, statutory severance liabilities are analyzed as follows:

PBO	\$	18
Unamortized items:		
Transition asset		<u>(17)</u>
Net projected liability	\$	1
		====
Liability:		
Unfunded provision	\$	1
Additional asset and liability		<u>16</u>
Total liability	\$	17
		====

A reconciliation of recognized statutory severance assets and liabilities as of December 31, 2005 follows:

PBO at January 1, 2005	\$	18
Amortization of transition liability for the year		<u>(1)</u>
PBO net of amortized transition liability for the year		17
Net periodic cost		(3)
Severance payments made in the year		<u>2</u>
Additional asset and liability	\$	16
		====

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Below is an analysis of the entries of the plan assets to meet the labor obligations for the years ended December 31, 2005 and 2004 (nominal):

	<u>2005</u>	<u>2004</u>
Balance at beginning of year	\$ 44	41
Contributions to the fund	2	2
Return on plan assets	<u>5</u>	<u>1</u>
Balance at year end	\$ 51 ====	44 ====

Rates used in the actuarial projections are:

	<u>2005</u>	<u>2004</u>
Yield on plan assets	5.0%	5.0%
Discount rate	5.0%	5.0%
Rate of increase in compensation	1.0%	0.5%
Medical expense increase rate	3.0%	3.0%
Estimated inflation rate	4.5%	4.0%

For fiscal 2005, the amortization period of unrecognized items is 22 years for pensions, 18 years for medical expenses, food vouchers and life insurance of retirees, 12 years for seniority premium and 11 years for statutory severance liabilities.

Pension plan assets consist in fixed income instruments under trust and managed by a committee appointed by the Brokerage Firm.

**(12) Related-party transactions and balances-**

During the normal course of business, the Brokerage Firm carries out transactions with related parties. The most significant related-party transactions carried out during the years ended December 31, 2005 and 2004 (nominal amounts), are analyzed on the next page.

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	<u>2005</u>		<u>2004</u>	
	<u>Revenues</u>	<u>Expenses</u>	<u>Revenues</u>	<u>Expenses</u>
Premiums	\$ 1,040	264	860	232
Fees	162	2	183	3
Advisory services	20	22	21	-
Rent	4	3	3	4
Interest	255	1,040	217	865
Other	<u>19</u>	<u>1</u>	<u>16</u>	<u>7</u>
	\$ 1,500	1,332	1,300	1,111
	=====	=====	=====	=====

At December 31, 2005 and 2004, balances with related parties are as follows (nominal amounts):

	<u>2005</u>	<u>2004</u>
<u>Cash and equivalents:</u>		
Scotiabank Inverlat, S. A. (the "Bank")	\$ 12	2
Scotiabank Grand Cayman	<u>6</u>	<u>8</u>
	\$ 18	10
	=====	=====
<u>Receivable:</u>		
Bank	\$ -	1
Scotia Fondos, S. A. de C. V., Sociedad Operadora de Sociedades de Inversión, Grupo Financiero Scotiabank Inverlat	<u>14</u>	<u>14</u>
	\$ 14	15
	=====	=====
<u>Payable:</u>		
Bank	\$ -	1
Scotia Fondos	<u>-</u>	<u>2</u>
	\$ -	3
	=====	=====

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**(13) Stockholders' equity-**

The main characteristics of the stockholders' equity accounts are as follows:

**(a) *Structure of capital stock-***

On April 22, 2005, at the Extraordinary General Stockholders' Meeting, with authorization of the Ministry of Finance and Public Credit through Official Document No. 366-III-315 dated December 2, 2004, the stockholders agreed to spin-off without liquidating the Brokerage Firm and incorporate as a result of said act an entity named Lepidus, S. A. de C. V., which was immediately merged with the Bank. As a result of the spin-off, the stockholders' equity of the Brokerage Firm decreased in \$358 comprised of \$200 of capital stock (\$173 historical), \$11 of statutory reserve (\$10 historical) and \$147 of prior years' results of operations (\$144 historical).

The Brokerage Firm's capital stock at December 31, 2004 was represented by 319,015,487 common, registered shares, with no par value. At the aforementioned Stockholders' Meeting, the stockholders agreed to reduce the capital stock in \$44,694.11 pesos, replacing original stock with 31,899 common, registered shares, with a par value of \$17,529.43 pesos each. After the above activity and the reduction of 9,877 common, registered shares with a par value of \$17,529.43 pesos each arising from the aforementioned spin-off, the Brokerage Firm's capital stock at December 31, 2005 is represented by 22,022 common, registered shares, divided into two series: 22,019 series "F" shares and 3 series "B" shares, fully subscribed and paid. The capital stock's minimum fixed portion is represented by 11,205 shares whereas the variable portion is represented by 10,817 shares. The variable portion of capital stock may at no time exceed the fixed paid-in capital not subject to withdrawal.

At December 31, 2005 and 2004, the minimum fixed capital stock is fully subscribed and paid and amounts to \$196 and \$284, respectively.

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**(b) Comprehensive income-**

The comprehensive income reported on the statement of changes in stockholders' equity represents the results of the Brokerage Firm's activities during the year and includes the net income and the gain or loss from holding non-monetary assets from the valuation of permanent investments in shares.

**(c) Restrictions on stockholders' equity-**

The Commission requires that brokerage firms maintain a minimum capitalization percentage of risk-based assets, which is calculated by applying certain specific percentages according to the level of risk assigned. The Brokerage Firm has complied with the capitalization percentage.

Five percent of the net income for the year must be appropriated to the statutory reserve, until it reaches 20% of the paid-in capital.

Stockholder contributions and retained earnings are subject to income tax on the amounts refunded or distributed that exceed the amounts determined for tax purposes.

Retained earnings on permanent investments in shares may not be distributed to the Brokerage Firm's stockholders until dividends are collected, but may be capitalized if so agreed at a Stockholders' Meeting. Also, unrealized gains from marking to market investment securities and repurchase/resell agreements may not be distributed until realized.

**(d) Capitalization-**

The Commission requires Brokerage Firms to maintain a minimum capital as a percentage of assets at risk. The percentage is calculated based on the assigned risk in conformity with the rules established by Banco de México. Information relating to the Brokerage Firm's capitalization is shown on the next page.



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Capital at December, 31:

	<u>2005</u>	<u>2004</u>
Global capital	\$ 807.2	982.9
Market risk requirements	198.8	153.6
Credit risk requirements	<u>115.4</u>	<u>75.7</u>
Total capitalization requirements	<u>314.2</u>	<u>229.3</u>
Global capital excess	\$ 493.0	753.6
	=====	=====
Capitalization ratio	<u>38.93%</u>	<u>23.33%</u>
	=====	=====
Global capital / capitalization requirements	<u>2.57</u>	<u>4.29</u>
	=====	=====

Assets at risk as of December 31, 2005:

	<u>Risk weighted assets</u>	<u>Capital requirement</u>
<u>Market risk:</u>		
Transactions in Mexican pesos at nominal interest rates	\$ 65,080.0	176.2
Transactions in Mexican pesos at real interest rates or denominated in UDIS	4.0	0.2
Foreign currency transactions at nominal interest rates	41.2	0.0
Positions in UDIS or with returns linked to INPC	4.0	0.0
Foreign currency positions or with exchange rate indexed returns	24.6	3.0
Equity positions or with returns indexed to the price of a single share or group of shares	<u>109.2</u>	<u>19.4</u>
Total market risk	\$ <u>65,263.0</u>	<u>198.8</u>

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	<b>Risk weighted <u>assets</u></b>	<b><u>Capital requirement</u></b>
<u>Credit risk:</u>		
Of derivatives	\$ 31.3	1.1
Of debt instrument position	23,458.8	83.1
Of loans and deposits	132.6	2.1
Of permanent investments in shares	<u>364.3</u>	<u>29.1</u>
Total credit risk	<u>23,987.0</u>	<u>115.4</u>
Total market and credit risk	<u>\$ 89,250.0</u>	<u>314.2</u>

Capital adequacy is monitored by the Risk Area which considers the various established operating limits vis-à-vis the basic capital, with a view to avoiding any possible capital shortfalls and taking any necessary measures to ensure that the capital is maintained at an adequate and sound level.

**(14) Income (IT) and asset (AT) taxes and employee statutory profit sharing (ESPS)-**

Under current Mexican tax law, corporations must pay the greater of IT or AT. For determining taxable income there are specific rules relating to the deductibility of expenses and the recognition of the effects of inflation. The Brokerage Firm computes ESPS on the same basis as IT.

The AT Law provides for a 1.8% tax on the average of assets not subject to financial intermediation, less the average of certain liabilities. AT payable in excess of IT for the year may be recovered in the ten succeeding years, restated for inflation, provided that IT exceeds AT in any of such years. During the years ended December 31, 2005 and 2004, IT payable exceeded AT.

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Following is a reconciliation between accounting income and taxable income for IT and ESPS purposes (nominal):

	<u>2005</u>	<u>2004</u>
Income before IT, ESPS and equity in the result of subsidiaries and associated companies	\$ 280	285
Accounting effects of inflation	15	32
Tax effects of inflation, net	(22)	(39)
Valuation of financial instruments, repurchase /resell agreements and derivatives	(42)	9
Premiums on repurchase/resell agreements	44	(3)
Gain on sale of equity securities	(5)	(13)
Difference between book and tax depreciation	(8)	(8)
Nondeductible expenses	7	17
Expense accruals	(48)	(13)
Other, net	<u>(21)</u>	<u>(11)</u>
Taxable income for IT and ESPS purposes	\$ 200	256

IT and ESPS expenses incurred for the years ended December 31, 2005 and 2004 are as follows:

	<u>2005</u>	<u>2004</u>
IT (30% in 2005 and 33% in 2004)	\$ 60	84
ESPS (10%)	20	26
Restatement for inflation	<u>2</u>	<u>7</u>
	\$ 82	117

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Deferred IT and ESPS

The temporary differences that give rise to deferred tax liabilities as of December 31, 2005 and 2004, are presented below:

	<u>2005</u>	<u>2004</u>
Prepaid expenses	\$ 7	1
Valuation of financial instruments and related interest	3	9
Premises and equipment	52	50
Deductible ESPS	(6)	-
Expense accruals	<u>(8)</u>	<u>(26)</u>
Deferred IT and ESPS in the balance sheet	\$ 48 ==	34 ==

The (charge) credit to income for deferred IT and ESPS for the years ended December 31, 2005 and 2004, comprise the following:

	<u>2005</u>	<u>2004</u>
Prepaid expenses	\$ 6	(1)
Valuation of financial instruments and related interest	(6)	(6)
Premises and equipment	2	35
Deductible ESPS	(6)	-
Accrued expenses decrease	<u>18</u>	<u>15</u>
Deferred IT and ESPS in the statement of income	\$ 14 ==	43 ==

The Brokerage Firm evaluates the recoverability of the deferred tax assets, based on a review of deductible temporary differences. The amount of deferred tax assets actually realized could be reduced if future taxable income were less than expected.

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*Other considerations*

In accordance with the IT Law in force for fiscal 2005, the IT rate is of 30% and will decrease to 29% and 28% in 2006 and 2007, respectively.

In accordance with Mexican tax law, the tax authorities are entitled to examine transactions carried out during the five years prior to the most recent income tax return filed.

Corporations carrying out transactions with related parties, whether domestic or foreign, are subject to certain limitations and requirements as to the determination of prices, since such prices must be equivalent to those that would be used in arm's-length transactions.

**(15) Memorandum accounts-**

*Transactions on behalf of third parties-*

The funds managed by the Brokerage Firm for investing in various instruments of the Mexican financial system on behalf of its customers are recorded in memorandum accounts. Third party assets under management at December 31, 2005 and 2004 are analyzed as follows:

	<u>2005</u>	<u>2004</u>
Mutual funds	\$ 14,612	13,763
Government securities	48,955	50,511
Equities and others	<u>64,901</u>	<u>48,865</u>
	<u>\$ 128,468</u>	<u>113,139</u>

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The securities and documents received in guarantee at December 31, 2005 and 2004 are analyzed as follows:

	<u>2005</u>	<u>2004</u>
Government securities	\$ 903	972
Fixed-income debt securities	203	180
Shares and holding companies' certificates	249	95
Mutual fund shares	61	77
Cash	<u>54</u>	<u>—</u>
	<u>\$ 1,470</u>	<u>1,324</u>

***Repurchase/resell transactions of customers -***

At December 31, 2005 and 2004, the repurchase/resell transactions of customers are analyzed as follows:

	<u>2005</u>		<u>2004</u>	
	<u>Number of securities</u>	<u>Fair value</u>	<u>Number of securities</u>	<u>Fair value</u>
Bpas	162,183,966	\$ 16,234	168,676,258	\$ 17,342
Bpat	58,084,050	5,814	38,560,827	3,960
Brem	93,506,922	9,365	114,589,803	11,757
Cbur	8,548,981	881	—	—
Cete	89,940,034	879	323,986,087	3,285
Ipas	8,386,378	835	6,300,000	649
Ls	13,307,887	1,382	23,669,079	2,482
Lt	—	—	5,225,699	548
Mbon	17,775,266	1,918	27,017,233	3,045
Prlv	2,846,469,547	2,817	1,728,173,238	1,770
Udibono	9,535	4	18,135	8
Bban	—	—	4,804	<u>1</u>
		<u>\$ 40,129</u>		<u>\$ 44,847</u>

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**(16) Commitments and contingencies-**

**(a) *Lawsuits and litigation-***

The Brokerage Firm is involved in a number of lawsuits and claims arising in the normal course of business. Management does not expect that the final outcome of these matters will have a significant adverse effect on the Brokerage Firm's financial position and results of operations.

*Lawsuit for crediting VAT*

During the year 2004, the Brokerage Firm received a favorable final resolution as to the method used to determine the recoverable value-added tax (VAT) factor. Such decision confirms the right to fully recover VAT paid for the period from January 1, 2003 to July 31, 2004 of approximately \$26 (\$17 net of income tax effect). The recoverable tax will be recognized as income upon collection.

*Contingency for joint and several obligation for tax claim litigation*

In 2005, the Servicio de Administración Tributaria (Mexican IRS) performed an administrative enforcement proceeding against Grupo Financiero, since the latter was jointly and severally responsible for the tax claim of \$138 (nominal) assessed to the Brokerage Firm for fiscal 1991. The Brokerage Firm was issued a favorable final decision regarding the aforementioned tax claim; therefore, Grupo Financiero filed an appeal against the tax authorities' demand for payment of the tax claim.

**(b) *Leases-***

The Brokerage Firm leases and subleases office space from related and third parties. Total rental income and expense for 2005 amounted to \$5 and \$8, respectively (\$5 and \$4 in 2004 nominal).

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**(17) Additional information on operations and segments-**

**(a) Segment information-**

The Brokerage Firm operates in various segments such as capital markets, money markets, mutual funds and investment banking. Segment data for the years ended December 31, 2005 and 2004 is summarized as follows:

	<u>2005</u>	<u>2004</u>
Revenues:		
Capital markets	\$ 123	123
Money market	65	149
Mutual funds	152	173
Investment banking	174	59
Securities portfolio	75	36
Other income	<u>145</u>	<u>165</u>
	<u>734</u>	<u>705</u>
Expenses:		
Personnel	262	238
Fixed	45	44
Operating	114	92
Depreciation and amortization	<u>8</u>	<u>7</u>
	<u>429</u>	<u>381</u>
Operating income	305	324
Portfolio valuation	(19)	8
Accrued premiums	<u>18</u>	<u>(7)</u>
Income before taxes	304	325
Current IT and ESPS	(80)	(110)
Deferred IT and ESPS	<u>(15)</u>	<u>(42)</u>
Income before the effects of inflation	209	173
Restatement for inflation	<u>(15)</u>	<u>(29)</u>
Net income	\$ 194	144
	<u>==</u>	<u>==</u>

(Continued)



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**(b) Financial ratios-**

Following is the last quarter financial ratios of Brokerage Firm for the years ended December 31, 2005 and 2004:

	<u>2005</u>	<u>2004</u>
Solvency ( <i>total assets / total liabilities</i> )	3.24%	3.56%
Liquidity ( <i>liquid assets/liquid liabilities</i> )	3.15%	3.37%
Leverage ( <i>total liabilities-liquidation of the entity (creditor) / stockholders' equity</i> )	28.28%	21.07%
ROE ( <i>annualized net income for the quarter/ average stockholders' equity</i> )	22.81%	14.27%
ROA ( <i>annualized net income for the quarter/ average total assets</i> )	26.52%	17.58%
Net capital / capital requirement	38.93%	18.30%
Financial margin / Total operating income	21.22%	33.47%
Operating income (loss) / Total operating income	34.00%	39.67%
Net income / Administrative expenses	70.02%	80.87%
Administrative expenses / Total operating income	66.00%	60.33%
Net income / Administrative expenses	46.87%	38.31%
Personnel expenses / Total operating income	42.88%	40.57%

**(18) Comprehensive risk management-**

The ultimate purpose of the Brokerage Firm is to generate shareholder value by maintaining the organization's stability and creditworthiness. Sound financial management increases the profitability of performing assets, helps maintain appropriate liquidity levels and provides control over exposure to losses.

The major risks inherent in the Brokerage Firm's operations are market, credit, liquidity, operating and legal. In compliance with the provisions issued by the Commission and the guidelines established by The Bank of Nova Scotia (BNS), the Brokerage Firm continues to implement initiatives designed to strengthen the comprehensive risk management function.

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To identify, measure, and monitor risks, a Comprehensive Risk Management Unit has been established with overall responsibility for the Group.

The Brokerage Firm has implemented general regulations applicable to brokerage companies, issued by the Commission regarding comprehensive risk management. In accordance with the regulations, the Board of Directors is responsible for establishing risk control procedures and the Brokerage Firm's overall risk exposure limits. Furthermore, the Board of Directors entrusts the implementation of the procedures designed to measure, manage and control risks to the Risk Committee. In turn, the Risk Committee delegates responsibility for implementing the procedures designed to measure, manage, and control risks to the Asset-Liability and Risks Committee (CAPA) and the Internal Control Committee.

**(a) Market risk-**

Market risk refers to potential losses associated with the purchase/sale of financial instruments, which the Brokerage Firm maintains for its own account or for trading purposes.

The CAPA conducts weekly reviews of the strategies and actions related to the Brokerage Firm's exposure to market risk.

Trading positions are marked to market on a daily basis, are taken in liquid markets which avoids high costs at the time such positions are liquidated and are measured daily using the Value at Risk (VaR) method.

The Risk Committee authorizes individual limit structures for each of the financial instruments traded in the markets and by business unit. The limit structure considers mainly volumetric or notional amounts for value-at-risk, stop loss, diversification, stress, marketability, and other limits.

At least once a year, the Board of Directors authorizes risk measurement policies and the structure of risk tolerance limits for VaR as well as volumetric and notional amounts. These limits are established in relation to the Brokerage Firm's stockholders' equity.

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For valuation and risk models, the Brokerage Firm uses the prices and rates furnished by Valuación Operativa y Referencias de Mercado, S. A. de C. V. (Valmer), which is the Group's price vendor.

VaR is calculated using the historical simulation method with a 300 working-day time span.

To conform to the measurement methodologies used by BNS, the Brokerage Firm calculates VaR considering a 99% confidence level and one and 10-day holding periods.

VaR calculations are performed by instrument, market and globally, considering the existing correlation between the various risk factors. VaR is calculated using the Risk Watch methodology developed by Algorithmics. The Brokerage Firm's unaudited average global VaR observed daily during 2005 was \$18.1 nominal (\$23.3 nominal in 2004) unaudited.

The Brokerage Firm's risk positions and their value at risk (unaudited) in 2005 are analyzed as follows:

	<b>Position</b>			<b>VaR</b>	
	<b>Average</b>	<b>Maximum</b>	<b>Limit</b>	<b>Average</b>	<b>Limit</b>
Money market	25,231.8	34,123.1	35,000.0	\$ 14.3	30.0
Capital	59.9	169.6	200.0	3.6	23.0
				=====	=====
Total				\$ 18.1	35.0
				=====	=====

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During 2005, the Brokerage Firm was involved in the Mexican Derivatives Market called “MexDer” through future contracts and IPC (Mexican Stock Exchange Price and Quotation Index) options and TIIE (Interbank Equilibrium Interest Rate) rates at 28 days. The positions and the number of contracts that were negotiated and their value at risk are analyzed as follows:

	Number of contracts			VaR	
	<u>Average</u>	<u>Maximum</u>	<u>Limit</u>	<u>Average</u>	<u>Limit</u>
Interest rate futures TIIE 28	2,392	40,034	225,000	\$ 0.2	4.0
IPC futures *	1,641	2,495	6,000	0.6	23.0
IPC options *	491	1,310	2,000	0.3	23.0
				===	===

\* The VaR for future contracts and IPC options matches that for capital.

The IPC futures are to cover the market risk on option positions or warrants issued on behalf of customers. During 2005, the Brokerage Firm kept in average, warrants on the IPC in the amount of \$1,718 in terms of the notional amount (\$1,020 nominal in 2004). The maximum amount was of \$2,278 (\$1,568 nominal in 2004).

Since VaR is used to estimate potential losses under normal market conditions, stress testing is performed monthly assuming extreme conditions, with the purpose of determining risk exposure under unusually large market fluctuations. The Risk Committee has approved stress limits.

To measure effectiveness, backtesting is performed quarterly to compare actual losses and gains with the VaR calculations and thus calibrate models.

There are policies and procedures in place to inform and immediately correct positions that exceed the established limits. Also, the CAPA is informed weekly and the Risk Committee and the Board of Directors are informed monthly of these exceptions.

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**(b) Liquidity risk-**

The Brokerage Firm's liquidity risk results from its intermediation activities in the money, capital, and derivatives markets.

The Capital Management Department oversees liquidity risks and currently issues a weekly report for the CAPA on liquidity gaps, which identifies the cash flows of the Brokerage Firm's own asset position and funding sources.

Assuming that liabilities can be renewed, it is estimated that the Brokerage Firm's cash flow will be zero under normal conditions. However, the Brokerage Firm keeps liquid assets in case these are necessary. The average for the last quarter of 2005 and 2004 of liquid assets (non-audited figures) was \$1.4 and \$1.3, respectively.

**(c) Credit risk-**

Credit risk results from potential non-compliance by the issuer of a financial instrument or counterparty to a transaction, of any of the terms of the purchase/sale agreement or prospectus of any financial instrument.

Progress was achieved in 2004 in implementing the *Creditmetrics* system used in measuring credit risks, with criteria similar to those used by the Scotiabank Inverlat, S. A., Institución de Banca Múltiple, Grupo Financiero Scotiabank Inverlat.

Average losses expected and unexpected for the fourth quarter of 2005 and 2004 are as follows:

	<u>2005</u>	<u>2004</u>
Exposure	63,474	82,195
Unexpected loss	21	46
Expected loss	-	-
	=====	=====

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*(d) Operational risk-*

In accordance with the general regulations applicable to brokerage firms as regards comprehensive risk management, which were set forth in the Fifth Section of the Third Chapter and published in the Official Gazette in September 2004, Operational Risk is a non-discretionary risk, which is defined as the potential loss arising from failures or deficiencies in internal controls, errors in transaction processing or storage or in data transmission as well as loss resulting from adverse judicial and administrative resolutions, frauds or theft. Operational Risk comprises the technological risk and legal risk, among others.

For compliance with the rules on operational risk established by the aforementioned provisions, the Brokerage Firm has put in place policies and procedures enabling it to implement an appropriate operational risk management process, which are described below:

- Policies for Operational Risk Management.- These policies primarily promote the risk management culture, particularly as to operational risk, so that the Brokerage Firm can measure, identify, monitor, limit, control and disseminate the operational risks inherent in the day-to-day activities.
- Manual for Operational Risk Data Gathering and Classification.- These policies define the requirements for reporting the information that supports the measuring processes, including the scope, functions and responsibilities of the units providing the information, as well as its classification and specific characteristics.

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Additionally, the Brokerage Firm has a structured methodology in place to identify and evaluate the operational risks to which it is exposed. The objectives of the methodology are as follows:

- Classify the significant operational risks identified based on their importance.
- Rely on a systematic procedure so that Brokerage Firm may be aware of the operational risks to which it is exposed.
- Establish plans to mitigate risks
- Comply with the requirements set forth in sections I, II and III of article 142 of the General Regulations applicable to brokerage firms.

**(19) Recently issued accounting standards-**

Through May 2004, the Accounting Principles Commission (Comisión de Principios de Contabilidad or CPC) of the Mexican Institute of Public Accountants was in charge of issuing accounting standards in Mexico. Those standards are contained in the Bulletins of Generally Accepted Accounting Principles (Bulletins), which are deemed to be standards, and in the Circulars, that are regarded as opinions of interpretations.

Beginning June 1, 2004, the aforementioned function was transferred to the Mexican Board for Research and Development of Financial Reporting Standards (Consejo Mexicano para la Investigación y Desarrollo de Normas de Información Financiera or CINIF). CINIF is an entity whose objectives are to develop Financial Reporting Standards (FRS) in Mexico, that are useful to both issuers and users of financial information, as well as to achieve as much consistency as possible with the International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board.

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Through December 2005, CINIF has issued eight series A and one Series B Financial Reporting Standards. Therefore, Mexican FRS currently include both the standards issued by CINIF and the Bulletins and Circulars issued by CPC, that have not been revised, substituted or superseded by the new FRS.

The principal changes included in the aforementioned FRS, which are effective for fiscal years beginning after December 31, 2005, are the following:

- (a) Donations received are included in the results of operations, instead of in contributed capital.
- (b) Elimination of special and extraordinary items, classifying income statement income as ordinary and non-ordinary.
- (c) Retroactive recognition of the effects of changes in particular standards.
- (d) Disclosure of the authorized date for issuance of financial statements, as well as the officer or body authorizing issuance.