## Additional Supplement to Prospectus

for the admission to the Regulated Market (Geregelter Markt) of the Frankfurt Stock Exchange, in the General Standard segment of the Frankfurt Stock Exchange

of up to

### 1,140,235,606 bearer ordinary shares

-each share having a nominal value in the share capital of €0.03 (upon execution of the Amendment as described therein) and carrying full divided rights for the fiscal year ending December 31, 2006-

of

### IFEX Innovation Finance & Equity Exchange N.V.

(to be changed to "MCC Global N.V.")

Amsterdam, The Netherlands

-International Securities Identification Number (ISIN) NL 0000687705-Security Identification Number (WKN) A0LFAF-

#### **About this Additional Supplement**

This additional supplement ("Additional Supplement") relates to that certain Prospectus submitted by IFEX Innovation Finance & Equity Exchange N.V. as approved by the Netherlands Authority for the Financial Markets on 28 February 2007 ("Prospectus") as amended by a supplement approved by the Netherlands Authority for the Financial Markets on 16 March 2007 ("Supplement"). Throughout this Additional Supplement, text and numbers which have been added to the Prospectus are underlined, and text and numbers which have been eliminated from the Prospectus are shown with a strike through such text and numbers. Terms defined in the Additional Supplement shall have the same meaning as in the Prospectus, unless specified otherwise.

This Additional Supplement is supplemental to, and should be read in conjunction with, the Prospectus as amended by the Supplement.

The Company, whose registered office address is Herengracht 478, 1017 CB Amsterdam, The Netherlands, is responsible for the information given in this Additional Supplement and hereby declares that it has exercised all reasonable care to ensure that, to the best of its knowledge, the information contained in this Additional Supplement is in accordance with the facts and contains no omission likely to affect its import.

#### **Reasons for the Changes**

All changes included herein are the result of three items:

A note suggested by Horlings Brouwer and Horlings that they have resigned as auditors of IFEX Innovation Finance & Equity Exchange N.V.

#### Changes suggested by Grant Thornton UK LLP.

The Additional Supplement includes changes suggested by Grant Thornton UK LLP in its report on the Pro-forma financial statements.

# Modification to the Prospectus to reflect the change in division of the €10 million initial raise between convertibles and equity

Due to developments after approval of the Prospectus the  $\in 10$  million raise will be made up of  $\in 9$  million (90%) ordinary shares and  $\in 1$  million (10%) convertibles, at a price of  $\in 0.085$  instead of  $\in 0.107$ .

#### **Amendments to the Prospectus**

1. The first paragraph on page 22 is restated to read as follows:

Each of Horlings Brouwer & Horlings, Stayner, Bates & Jensen and Grant Thornton UK LLP have given and not withdrawn their written consent to the inclusion of their reports in the Financial Section at the end of the Prospectus, as amended by the Supplement and the Additional Supplement and the references herein to their reports and their name in the form and context in which they appear and have authorised the contents of their reports

2. The paragraphs under the heading "Third Party Sources and Information" on page 22 should include the following:

Horlings Brouwer and Horlings (HBH) informed the Company in a letter dated 6 February 2007 of its resignation as auditors of IFEX Innovation Finance & Equity Exchange N.V. for the financial year 2006. The reason for this was stated as based on the decision of HBH to not apply for an A license under the Audit Firms Oversight Act (Wet toezicht accountantsorganisaties) which permits the audits of public interest clients.

3. The first paragraph on page 51 of the letter of Grant Thornton UK LLP is restated to read as follows:

We report on the unaudited pro forma financial information (the "Pro forma financial information") set out in Part (A) within the Section The Enlarged Group of the prospectus dated approved on 28 February 2007 ("the Prospectus"), which has been prepared on the basis described in note 1, for illustrative purposes only, to provide information about how the transaction might have affected the financial information presented on the basis of the accounting policies to be adopted by IFEX Innovation Finance & Equity Exchange N.V. in preparing the financial statements for the period ending 31 December 2006.

4. The first paragraph on page 51 of the letter of Grant Thornton UK LLP under heading 'RESPONSIBILITIES' is restated to read as follows:

This report is required as agreed between us in writing by paragraph 20.2 of Annex I to the Prospectus Regulation and is given for the purpose of complying with that requirement regulation and for no other purpose.

5. The second paragraph on page 51 of the letter of Grant Thornton UK LLP under heading 'RESPONSIBILITIES' is restated to read as follows:

Save for any responsibility that we have expressly agreed in writing to assume, arising under paragraph 20.2 of Annex I to the Prospectus Regulation to any person as and to the extent there provided, to the fullest extent permitted by law we do not assume any responsibility and will not accept any liability to any other person for any loss suffered by any such other person as a result of, arising out of, or in connection with this report or our statement, required by and given solely for the purposes of complying with, paragraph 20.2 of Annex 4 I to the Prospectus Regulation or consenting to its inclusion in the Prospectus.

6. The third paragraph on page 51 of the letter of Grant Thornton UK LLP under heading 'RESPONSIBILITIES' is restated to read as follows:

It is the responsibility of the Directors of IFEX Innovation Finance & Equity Exchange N.V.

to prepare the pPro forma financial information as though it had been prepared in accordance with paragraph 20.2 of Annex I of the Prospectus Regulation.

7. The fourth paragraph on page 51 of the letter of Grant Thornton UK LLP under heading 'RESPONSIBILITIES' is restated to read as follows:

It is our responsibility to form an opinion as though it had been required by paragraph 7 of Annex II of the Prospectus Regulation as to the proper compilation of the Pro forma financial information and to report that opinion to you.

8. The second paragraph on page 51 of the letter of Grant Thornton UK LLP under heading 'BASIS OF OPINION' is restated to read as follows:

We planned and performed our work so as to obtain all the information and explanations which we considered necessary in order to provide us with reasonable assurance that the Pro forma financial information has been properly compiled on the basis stated and that such basis is consistent with the accounting policies of IFEX Innovation Finance & Equity Exchange N.V.

9. The first paragraph on page 52 of the letter of Grant Thornton UK LLP under heading 'DECLARATION' is restated to read as follows:

For the purposes of <u>paragraph 20.2 of Annex I to</u> the Prospectus Regulation <del>809/2004 of 29 April 2004, Annex I, Paragraph 20.2 and Annex II</del> we are responsible for this report as part of the Prospectus and declare that we have taken all reasonable care to ensure that the information contained in this report is, to the best of our knowledge, in accordance with the facts and contains no omission likely to affect its import. This declaration is included in the Prospectus in compliance with <u>paragraph 1.2 of Annex I to</u> the Prospectus Regulation <del>809/2004 of 29 April 2004, Annex I, Paragraph 20.2 and Annex II.</del>

- 10. The following changes are made to the unaudited pro-forma Statement of Operations on page 54:
  - under row heading 'Taxation' the amounts under column "Pro-forma combined IFEX and MCC" is changed from 1.320.082 to 1,320,082
  - under row heading "Net result" the amounts under columns "I" and "Pro-forma combined IFEX and MCC" are changed from (191,249) and (20,936,435) to (229,498) and (20,974,684) respectively.
- 11. The following changes are made to the unaudited pro-forma Balance Sheet on page 55:
  - under row heading "results for the period" the amounts under columns "I" and "Pro-forma combined IFEX and MCC" are changed from (191,249) and (20,936,435) to (229,498) and (20,974,684) respectively.
- 12. On page 59 the table at the top of the page is restated to:

```
being: \frac{25\%-10\%}{25\%-10\%} convertible bonds \frac{2,500,000}{75\%-10\%} ordinary shares issued \frac{2,500,000}{7,500,000} \frac{1,000,000}{9,000,000} At \frac{60.107}{1000} \frac{60.085}{1000} per share par value of \frac{60.03}{1000} per share
```

less listing related fees charged against share premium account  $\frac{7,688,000}{}$ 

13. The second paragraph on page 59 is restated to read as follows:

The charge arising from the issue of Placing Warrants on the ordinary shares under IFRS is based on raising 75% 90% of the funds as ordinary shares.