Consolidated Statement of Comprehensive Income

	Notes	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
		US$	US$	US$	US$	US$
Revenue	4	48,841,206	98,953,361	73,269,250	35,833,436	35,965,773
Cost of sales	6(b)	(46,474,439)	(38,462,938)	(53,227,535)	(23,718,633)	(22,983,886)
Gross profit		2,366,767	60,490,423	20,041,715	12,114,803	12,981,887
Administrative expenses	6(c)	(5,295,524)	(7,380,735)	(6,915,208)	(3,176,055)	(2,520,301)
Other operating expenses	6(d)	(20,133,810)	(3,927,559)	(8,683,715)	(3,082,117)	(1,243,017)
		(25,429,334)	(11,308,294)	(15,598,923)	(6,258,172)	(3,763,318)
Results from operating activities		(23,062,567)	49,182,129	4,442,792	5,856,631	9,218,569
Finance income	5	1,489,613	1,071,168	1,025,051	350,555	445,447
Finance costs	5	(26,891,371)	(32,409,410)	(91,844,442)	(14,498,585)	(29,899,309)
Net finance expense		(25,401,758)	(31,338,242)	(90,819,391)	(14,148,030)	(29,453,862)
(Loss)/profit before taxation	6(a)	(48,464,325)	17,843,887	(86,376,599)	(8,291,399)	(20,235,293)
Taxation	7(a)	(150,216)	(1,256,658)	(3,344,839)	-	-
(Loss)/profit for the year/period		(48,614,541)	16,587,229	(89,721,438)	(8,291,399)	(20,235,293)
Other comprehensive income for the year/period, net of taxes		(67,205)	(20,702)	10,843,423	5,656	4,827,225
Total comprehensive incomefor the period		(48,681,746)	16,566,527	(78,878,015)	(8,285,743)	(15,408,068)
Earnings per share						
Basic and diluted earnings per share ($)	8	(0.73)	0.25	(130)	(12,383)	(21,771)

Consolidated Statement of Financial Position

	Notes	As at 31 December 2012	As at 31 December 2013	As at 31 December 2014	As at 30 June 2015 (Unaudited)
		US$	US$	US$	US$
Assets					
Non-current assets					
Property, plant and equipment	9	139,906,974	181,652,898	141,173,716	125,960,894
Prepayments	10(a)	24,441,098	32,630,766	30,502,102	30,354,095
Intangible assets	11	126,509	70,844	89,896	59,739
Total non-current assets		164,474,581	214,354,508	171,765,714	156,374,728
Current assets					
Inventory	12	1,753,526	1,672,851	1,186,076	1,287,792
Trade and other receivables	13	11,230,574	17,576,541	10,564,987	15,124,648
Prepayments	10(c)	3,505,236	3,680,333	4,117,973	3,707,011
Cash and cash equivalents	14	5,750,545	14,682,797	18,018,766	13,039,022
Total current assets		22,239,881	37,612,522	33,887,802	33,158,473
Total assets		186,714,462	251,967,030	205,653,516	189,533,201
Equity					
Share capital		263,993	263,993	276,426	276,426
Share premium		65,194,949	65,194,949	118,507,530	118,507,530
Contribution for shares	15(b)	2,575,992	53,335,323	-	-
Share based payment reserve	17	-	2,633,642	2,633,642	2,633,642
Retained earnings		(115,502,420)	(98,915,191)	(188,636,629)	(208,871,922)
Translation reserve		(993,948)	(1,014,650)	9,828,773	14,655,998
Total equity/ (deficit)		(48,461,434)	21,498,066	(57,390,258)	(72,798,326)
Liabilities					
Non-current liabilities					
Loans and borrowings	16	163,344,841	149,306,605	241,203,754	241,865,461
Provisions	18	501,861	146,833	90,737	84,823
Total non-current liabilities		163,846,702	149,453,438	241,294,491	241,950,284
Current liabilities					
Trade and other payables	19	14,933,223	21,022,691	12,041,049	9,962,572
Loans and borrowings	16	56,248,042	59,087,081	9,032,261	9,786,759
Current tax liabilities	7(b)	147,929	905,754	675,973	631,912
Total current liabilities		71,329,194	81,015,526	21,749,283	20,381,243
Total equity and liabilities		186,714,462	251,967,030	205,653,516	189,533,201

Consolidated Statement of Changes in Equity

	Notes	Share capital	Share premium	Contribution for shares	Share based payment reserve	Retained earnings	Translation Reserve	Total equity
		US$	US$	US$	US$	US$	US$	US$
Balance at 1 January 2012		263,993	65,194,949	-	-	(66,887,879)	(926,743)	(2,355,680)
Total comprehensive income for the year								
Loss for the year		-	-	-		(48,614,541)		(48,614,541)
Other comprehensive income		-	-	-	-	-		-
Total comprehensive income for the year		-	-	-	-	(48,614,541)		(48,614,541)
Transactions with the owners, recorded directly in equity								
Contribution received		-	-	2,575,992	-	-	-	2,575,992
Effect of movement in exchange rates		-	-	-	-	-	(67,205)	(67,205)
Balance at 31 December 2012		263,993	65,194,949	2,575,992	-	(115,502,420)	(993,948)	(48,461,434)
Total comprehensive income for the year								
Profit for the year		-	-	-	-	16,587,229	-	16,587,229
Other comprehensive income		-	-	-	-	-		-
Effect of changes in exchange rates		-	-	-	-	-	(20,702)	(20,702)
Total comprehensive income for the year		-	-	-	-	16,587,229	(20,702)	16,566,527
Transactions with the owners, recorded directly in equity								
Contribution received		-	-	50,759,331	-	-	-	50,759,331
Share based payment charge		-	-	-	2,633,642	-	-	2,633,642
		-	-	50,759,331	2,633,642	-		53,392,973
Balance at 31 December 2013		263,993	65,194,949	53,335,323	2,633,642	(98,915,191)	(1,014,650)	21,498,066
Total comprehensive income for the year								
Loss for the year		-	-	-	-	(89,721,438)	-	(89,721,438)
Other comprehensive income		-	-	-	-	-	-	-
Effect of changes in exchange rates		-	-	-	-	-	10,833,114	-
Total comprehensive income for the year		-	-	-	-	(89,721,438)	10,833,114	(78,888,324)
Transactions with the owners, recorded directly in equity								
Issue of shares	16	12,433	53,312,581	(53,335,323)	-	-	10,309	-
Balance at 31 December 2014		276,426	118,507,530	-	2,633,642	(188,636,629)	9,828,773	(57,390,258)
Total comprehensive income for the period								
Loss for the period		-	-	-	-	(20,235,293)	-	(20,235,293)
Other comprehensive income		-	-	-	-	-		-
Effect of changes in exchange rates		-	-	-	-	-	4,827,225	4,827,225
Total comprehensive income for the period		-	-	-	-	(20,235,293)	4,827,225	(15,408,068)
Balance at 30 June 2015 (Unaudited)		276,426	118,507,530	-	2,633,642	(208,871,922)	14,655,998	(72,798,326)

Consolidated Statements of Cash Flows

	Notes	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
		US$	US$	US$	US$	US$
Cash flows from operating activities						
(Loss)/profit for the year		(48,614,541)	16,587,229	(89,721,438)	(8,291,399)	(20,235,293)
Adjustments for:						
Taxation	7(a)	150,216	1,256,658	3,344,839	-	-
Depreciation and impairment	9	22,571,693	16,132,184	26,232,137	10,073,106	10,583,906
Amortisation	11	165,035	89,396	130,904	41,826	28,455
Share based payment expenses		-	2,633,642	-	-	-
Impairment loss/(reversal of impairment loss) on trade		8,476,187	(16,115,069)	3,916,720	157,606	180,980
Write-off of property, plant and equipment	6(a)	-	23,437	902,262	-	-
Gain on disposal of property, plant and equipment		(82,457)	(598,203)	(280,832)	(184,125)	(201,693)
Finance income	5	(1,489,613)	(1,071,168)	(1,025,051)	(350,555)	(445,447)
Finance costs	5	26,891,371	32,409,410	91,844,442	14,498,585	29,899,309
Translation Difference		297,380	8,753	(12,181,619)	(5,051,849)	(3,711,117)
		8,365,271	51,356,269	23,162,364	10,893,195	16,099,100
Changes in:						
Inventory		955,748	80,675	486,775	267,618	(101,716)
Trade and other receivables		(2,192,790)	(13,089,745)	3,156,257	(14,912)	(4,696,655)
Prepayments		1,441,094	(28,266,481)	290,701	(11,122,455)	572,677
Trade and other payables		(4,167,059)	4,258,674	(11,910,418)	(334,196)	(3,438,818)
Cash generated from operating activities		4,402,264	14,339,392	15,185,679	(310,750)	8,434,588
Income tax paid	7(b)	(75,437)	(148,350)	(287,178)	-	-
Net cash generated from operating activities		4,326,827	14,191,042	14,898,501	(310,750)	8,434,588
Cash flows from investing activities						
Acquisition of property, plant and equipment		(11,245,420)	(14,147,226)	(13,178,140)	(8,831,841)	(3,409,961)
Proceeds from disposal of property, plant and equipment		106,864	902,538	439,131	333,869	281,197
Acquisition of intangible assets	11	(89,880)	(33,681)	(167,760)	(13,948)	(2,782)
Finance income received	5	272,874	705,004	962,522	353,666	398,966
Net cash used in investing activities		(10,955,562)	(12,573,365)	(11,944,247)	(8,158,254)	(2,732,580)
Cash flows from financing activities						
Contribution received		2,575,992	50,759,331	-	-	-
Proceeds from issuance of Loan/bonds	17	-	-	246,387,789	-	-
Finance costs paid		-	-	(200,766)	(113,407)	(183,445)
Repayment of Loans and borrowings - Principal	17	(3,732,826)	(20,295,838)	(203,409,761)	-	-
Repayment of Loans and borrowings - Interest	17	(9,841,818)	(23,148,918)	(42,395,547)	-	(10,498,307)
Net cash generated from in financing activities		(10,998,652)	7,314,575	381,715	(113,407)	(10,681,752)
Net increase in cash and cash equivalents		(17,627,387)	8,932,252	3,335,969	(8,582,411)	(4,979,744)
Cash and cash equivalents, beginning of year		23,347,932	5,750,545	14,682,797	14,682,797	18,018,766
Cash and cash equivalents, end of year		5,720,545	14,682,797	18,018,766	6,100,386	13,039,022

Notes to the Consolidated Historical Financial Information

1. Reporting entity

Helios Towers Nigeria Limited (the "Company") was incorporated in Nigeria under the Companies and Allied Matters Act in 2002 but did not commence commercial operations until November 2005. The registered address of the Company is 9 Alfred Rewane Road, Ikoyi, Lagos.

The consolidated financial information presented herein is for the year ended 31 December 2012, year ended 31 December 2013, year ended 31 December 2014 and period ended 30 June 2015 and comprises the Company and its subsidiaries (together referred to as the "Group").

2. Basis of preparation

(a) Statement of compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU (IFRS).

(b) Functional and presentation currency

The Group's functional currency is Nigerian Naira, however, these financial statements are presented in United States Dollars (US$). Except as indicated, financial information presented is to the nearest dollar.

(c) Basis of measurement

The financial statements have been prepared under the historical cost basis except for share based payment transactions which are measured at fair value and non-derivative financial instruments which are initially measured at fair value and subsequently measured at amortised cost.

(d) Use of estimates and judgements

The preparation of the financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about estimates and judgement made in applying accounting policies recognized in the consolidated financial statements are included in the following notes:

Notes 3(c) - Estimation of Property, plant and equipment useful lives

Notes 9(b) - Impairment of Property, plant and equipment

Notes 21 (a) - Impairment of receivables

(e) Measurement of fair values

Some of the Group’s accounting policies and disclosures require the determination of fair values, for both financial and non-financial assets and

When measuring the fair value of an asset or a liability, the Group uses observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. as derived from prices).

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 22 – Financial instruments: Financial risk management and fair values.

3 Accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) Basis of consolidation

(i) Subsidiaries

A subsidiary is an entity controlled by the group. The financial statements of the subsidiaries are included in the financial statements from the date that control commences until the date that control ceases.

(ii) Loss of control

On the loss of control, the Group de-recognises the assets and liabilities of the subsidiaries, any non-controlling interests and the other components of equity related to the subsidiaries. Any surplus or deficit arising on the loss of control is recognised as a profit or loss in the statement of other comprehensive income.

If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available for sale financial asset depending on the level of influence

(iii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the financial statements. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group’s interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) Foreign currrency transactions

Transactions denominated in foreign currencies are translated and recorded in Naira at the actual exchange rates as of the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are re-translated to the functional currency at the exchange rate at the reporting date.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined.

Non-monetary items that are measured based on historical cost in a foreign currency are not re-translated.

Notes to the Consolidated Historical Financial Information (cont'd)

(c) Property, plant and equipment

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. Property, plant and equipment under construction are disclosed as capital work-in-progress.

The cost of self-constructed asset includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use including, where applicable, the costs of dismantling and removing the items and restoring the site on which they are located.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of the equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in profit or loss.

Subsequent costs

Subsequent expenditure is capitalised only when it is probable that the future economic benefits associated with the expenditure will flow to the Group. Ongoing repairs and maintenance are expensed as incurred.

Depreciation

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment which reflects the expected pattern of consumption of the future economic benefits embodied in the asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

The estimated useful lives for the current and comparative years are as follows:

Computer equipment	-	3 years
Towers and shelters - HTNL	-	15 years
Towers and shelters - TICL	-	12 years
Site Power	-	15 years
Diesel Tank	-	15 years
Site Equipment	-	3 years
Alternative Power	-	5 years
Monitoring System	-	5 years
Battery	-	2 years
Site Lightening	-	2 years
Air conditioners	-	3 years
Generators	-	3 years
Plant and machinery	-	3 years
Motor vehicles	-	3 years
Office furniture and equipment	-	5 years
Leasehold improvements	-	period of lease/50years, whichever is lower
Leasehold land	-	period of the lease

Tower and shelter - HTNL, tower and shelter - TICL, site power, diesel tank, site equipment, alternative power, monitoring system, batteries, and site lightening are classified as tower and shelter in our disclosures on property, plant and equipment in Note 9(a)

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

Capital work-in-progress is not depreciated. The attributable cost of each asset is transferred to the relevant asset category immediately the asset is ready for use and depreciated accordingly.

(d) Intangible assets

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

The Group's intangible assets with finite useful lives comprise the following:

(i) *Licences*

Telecommunication licenses and numbering plans acquired by the Group have finite useful lives and are measured at cost less accumulated amortisation and any accumulated impairment losses.

(ii) *Software*

Software that is acquired or developed internally for a tangible asset and which is not integral to the functionality of the related asset, is recognised as an intangible asset separate from the tangible asset and shown at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific intangible asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

Intangible assets are amortised on a straight line basis in profit or loss over their estimated useful lives, from the date that they are available for use. The estimated useful lives for the current and comparative periods are as follows:

- Licences have estimated useful lives of 10 years which is determined primarily by reference to the term of the licence which reflects the period over which the Group expects to receive economic benefits from the asset.
- Computer software has an estimated useful life of three (3) years

Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Notes to the Consolidated Historical Financial Information (cont'd)

(e) Inventory

Inventory is measured at the lower of cost and net realisable value. The cost of inventory is based on the first-in-first-out principle, and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their existing location and condition.

Net realisable value is based on estimated normal selling price less further costs expected to be incurred to completion and disposal. Allowance is made for obsolete, slow-moving or defective items where appropriate.

(f) Trade and other receivables

Trade and other receivables are initially measured at fair value and subsequently measured at amortized cost using the effective interest method less any impairment losses. An impairment of trade receivables is established when there is an objective evidence that the Group will not be able to collect all the amount due according to the original terms of receivables.

Trade and other receivales with short - term duration and no stated rates of interest are measured at original invoice/agreed amounts where the effect of discounting is not significant.

(g) Impairment

Financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be reliably estimated.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Group on terms that the Group would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

The Group considers evidence of impairment for receivables at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(h) Revenue

Revenue represents the value of services rendered to third parties net of Value Added Tax (VAT) and discounts allowed in the ordinary course of business.

Services rendered to third parties comprises lease rental on towers and shelters. Rental revenue is recognised in profit or loss on a straight-line basis over the lease term.

Revenue is recognised when persuasive evidence exists, usually in the form of an executed agreement that the recovery of the consideration is probable and the amount of revenue can be measured reliably.

Invoices paid in advance are deferred and treated as liabilities in the year such payments are received. These amounts are amortised and the corresponding amounts are recognised as income in the period to which they relate.

(i) Financial instruments

- ***Non-derivative financial assets***

  The Group initially recognises loans and receivables on the date that they are originated. All other financial assets are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

  The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

  Subsequent to initial recognition, non-derivative financial assets are measured as described below:

Notes to the Consolidated Historical Financial Information (cont'd)

Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses

Cash and cash equivalent

Cash and cash equivalents comprise cash balances with banks and investments in short term (three months or less) fixed deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cashflows.

• ***Non-derivative financial liabilities***

All financial liabilities are recognised initially on the trade date at which the Group becomes a party to the contractual provisions of the instrument.

The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

The Group has the following non-derivative financial liabilities: Trade & other payables and Loans and borrowings. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

\- Share capital

The Group has only one class of shares, ordinary shares. Ordinary shares are classified as equity. When new shares are issued, they are recorded in share capital at their par value. The excess of the issue price over the par value is recorded as share premium. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity.

All ordinary shares rank equally with regard to the Company's residual assets. Holders of ordinary shares are entitled to one vote per share at general meetings of the Company.

When the Group receives capital contributions from shareholders in respect of the Group's ordinary shares which have not been alloted, such contributions are reported seperately within equity if the Group does not have a contractual obligation to deliver cash or another financial asset to the shareholdersor any other entity. Such contributions are transferred to share capital on allotment of the shares.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

(j) Finance income and finance costs

Finance income comprises interest income on funds invested in bank deposits and is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprise interest expense on financial liabilities measured at amortised cost, bank charges, unwinding of the discount on provisions and finance costs except finance costs that are directly attributable to the acquisition, construction or production of a qualifying asset which are capitalised as part of the related assets, are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis and included as finance income and finance cost.

(k) Employee benefits

a Defined contribution plan

A defined contribution plan is a post-employment benefit plan (pension fund) under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

In line with the provisions of the Pension Reform Act 2014, the Company has instituted a defined contribution pension scheme for all employees. With effect from July 2014, the Company and its employees contribute a minimum of 10% and 8% (previously 7.5% each) of the employees annual insurable earnings (basic, housing and transport allowances) respectively to the scheme. Employee contributions to the scheme are funded through payroll deductions while the Company's contributions are charged to profit and loss.

b Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

c Termination benefits

Termination benefits are recognised as an expense when the Group is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Group has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting period, then they are discounted to their present value.

d Share-based payment transactions

The fair value of equity settled share options and share grants is initially measured at grant date and is charged in profit or loss over the vesting period. For equity settled shares, the credit is included in retained earnings in equity whereas for cash settled share-based payments a liability is recognised in the statement of financial position, measured initially at the fair value of the liability.

Cancellations of share options are treated as an acceleration of the vesting period and any outstanding charge is recognised in operating profit

(l) Income and deferred tax

a Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates statutorily enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Notes to the Consolidated Historical Financial Information (cont'd)

b Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is recognised in profit or loss account except to the extent that it relates to a transaction that is recognised directly in equity. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the amount will be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

- Tax exposures

In determining the amount of current and deferred tax, the Group takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due.

This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the Group to change its judgment regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

(m) Provisions and contingent liabilities

Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

A provision for restructuring is recognised when the Group has approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating losses are not provided for.

Contingent liabilties

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are only disclosed and not recognised as liabilities in the statement of financial position. If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

(n) Leases

Determining whether an arrangement contains a lease

At inception of an arrangement, the Group determines whether such an arrangement is or contains a lease.

At inception or upon reassessment of the arrangement, the Group separates payments and other consideration required by such an arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group concludes for a finance lease that it is impracticable to separate the payments reliably, an asset and a liability are recognised at an amount equal to the fair value of the underlying asset.

Subsequently the liability is reduced as payments are made and an imputed finance charge on the liability is recognised using the Group's incremental borrowing rate.

Leased assets

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Other leases are operating leases and the leased assets are not recognised in the Group’s statement of financial position.

Lease Payments

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

(o) Basic and diluted earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

(p) Statement of cashflows

The statement of cash flows is prepared using the indirect method. Changes in statement of financial position items that have not resulted in cash flows have been eliminated for the purpose of preparing the statement. Finance cost paid is also included in financing activities while finance income received is included in investing activities.

(q) New standards and interpretations not yet adopted

A number of new Standards, Amendments to Standards, and Interpretations are effective for annual periods beginning on or after 1 January 2015; however, the Group have not applied the following new or amended standards in preparing these financial statements.

– IFRS 9 – *Financial instruments*

On 24 July 2014 the IASB issued the final IFRS 9 *Financial Instruments* Standard, which replaces earlier versions of IFRS 9 and completes the IASB’s project to replace IAS 39 *Financial Instruments: Recognition and Measurement* .

Notes to the Consolidated Historical Financial Information (cont'd)

This standard may have a significant impact on the Group, which will include changes in the measurement bases of the Group's financial assets to amortised cost, fair value through other comprehensive income or fair value through profit or loss.

Even though these measurement categories are similar to IAS 39, the criteria for classification into these categories are significantly different. In addition, the IFRS 9 impairment model has been changed from an "incurred loss" model from IAS 39 to an "expected credit loss" model, which is expected to increase the impairment allowance on doubtful receivables recognised by the Group.

The standard is effective for annual periods beginning on or after 1 January 2018 with retrospective application, early adoption is permitted.

– IFRS 15 *Revenue from contracts with customers*

This standard replaces IAS 11 *Construction Contracts* , IAS 18 *Revenue* , IFRIC 13 Customer Loyalty Programmes, IFRIC 15 *Agreements for the Construction of Real Estate* , IFRIC 18 *Transfer of Assets from Customers* and SIC-31 *Revenue – Barter of Transactions Involving Advertising Services* .

The standard contains a single model that applies to contracts with customers and two approaches to recognising revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognised. This new standard may have a significant impact on the Group, which may include a possible change in the timing of when revenue is recognised and the amount of revenue recognised.

The standard is effective for annual periods beginning on or after 1 January 2017, with early adoption permitted.

– *Disclosure initiative* (Ammendments to IAS 1)

The amendments provide additional guidance on the application of materiality and aggregation when preparing financial statements.

The Group does not plan to adopt these standards early and is currently in the process of performing a more detailed assessment of the impact of these standards. The Group will provide more information in the year ending 31 December 2015 financial statements.

4. Revenue

(a) The Group's revenue accrues solely from rental income on its telecommunication sites to third parties. All revenue comprise entirely of domestic sales and are net of Value Added Tax (VAT) and trade discounts. Invoices paid in advance are deferred and treated as deferred revenue in the year such payments are received. These amounts are amortised and the corresponding amounts are recognised as revenue in the period in which the service was provided.

The Group's operations also represent a single operating segment and all of the Company's sales are made in Nigeria. Accordingly, no further business or geographical segments information is reported.

(b) Included in revenue for the year ended 31 December 2013 is an amount of US$ 34.81 million which represents transactions with one of the Company's CDMA customer - Multilinks Limited in 2012. Due to the loss of subscribers and the inability of CDMA telecommunication companies to compete with the GSM counterparts in 2012, Multilinks Limited faced liquidity problems, hence a significant receivable balances due from them in the Company's books.

Revenue was therefore not recognised in 2012 as it was not probable that the economic benefits associated with the transaction would flow to the Group. However, in 2013, Multilinks Limited sold Tower Infrastructure Company Limited - TICL (a Special Purpose Vehicle with only tower assets) to the Company as full and final settlement for the amounts due to it. As a result, it became probable that the economic benefits associated with the transaction will flow to the entity and consequently revenue has been recognised.

The transaction between the Company and Multilinks Limited for the acquisition of TICL in 2013 represent an asset acquisition. It is therefore not accounted for as a business combination under IFRS 3.

Notes to the Consolidated Historical Financial Information (cont'd)

5. Finance income and finance costs

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Finance income:					
Foreign exchange gain on loans and borrowings (Note 17)	1,216,739	261,442	-	-	-
Reversal of discount on provisions	-	104,722	1,106	(3,111)	-
Interest income on bank deposits	272,874	705,004	1,023,945	353,666	445,447
	1,489,613	1,071,168	1,025,051	350,555	445,447
Finance costs:					
Foreign exchange loss	-	-	(42,127,404)	(500,125)	(18,319,879)
Interest expense (Note 17)	(26,736,728)	(32,240,798)	(49,516,272)	(13,885,053)	(11,395,985)
Bank charges	(96,956)	(168,612)	(200,766)	(113,407)	(183,445)
Unwinding of discount on provisions (Note 20)	(57,687.00)	-	-		
	(26,891,371)	(32,409,410)	(91,844,442)	(14,498,585)	(29,899,309)
Net finance costs	(25,401,758)	(31,338,242)	(90,819,391)	(14,148,030)	(29,453,862)

6. (Loss)/Profit before taxation

(a) (Loss)/Profit before taxation is arrived at after charging/(crediting):

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Audit fees	102,934	193,274	201,342	66,229	92,863
Management fees	989,502	1,977,514	1,472,863	722,526	-
Employee benefits	6,476,152	8,177,348	7,237,681	3,501,392	3,074,593
Directors fees	867,955	988,537	1,132,068	591,453	575,677
Depreciation (Note 9)	14,530,089	16,132,184	26,232,137	10,073,106	10,583,906
Amortization (Note 11)	165,035	89,396	130,904	41,826	28,455
Write-off of assets	4,019,840	23,437	902,262	-	-
Impairment of Asset	8,041,604	-	-	-	-
Impairment of Receivables	8,476,187	(1,004,516)	3,916,720	157,606	180,980
Net foreign exchange (gain)/loss (Note 5)	(1,216,739)	(261,442)	42,127,404	500,125	18,319,879

(b) Cost of sales is analysed as follows:

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Depreciation	13,841,668	15,391,960	25,395,391	9,652,947	10,232,766
Diesel	19,035,736	9,652,564	14,445,804	7,541,722	7,114,574
Employee benefit (note 6(c))	3,042,975	3,013,767	3,308,271	1,599,649	1,381,970
Maintenance	3,959,315	2,963,259	2,944,212	1,408,474	1,068,784
Security	2,814,790	4,249,974	3,022,972	1,440,982	1,257,411
Land Lease	2,685,422	2,879,449	3,086,775	1,588,215	1,463,436
Others	1,094,533	311,965	1,024,110	486,644	464,945
	46,474,439	38,462,938	53,227,535	23,718,633	22,983,886

Included in diesel cost are refunds made by customers as a result of a power indexation clause contained in some customer's Master Lease Agreements (MLAs). The Company benefits from power indexation clauses that provide for the pass through of a portion of increased diesel prices to customers in other to mitigate the Company's exposure to volatility in diesel prices.

Total diesel refund recognized for the period ended 30 June 2015 amounted to US$ 219,486 (Dec 2012: US$ 3.9 million; Dec 2013: US$ 10.9 million; June 2014: US$ 2.6 million, Dec 2014: US$ 4.74 million). In 2013, a previously derecognized diesel refund due from Multilinks Limited in 2012 (US$ 5.9 million) was recognized in 2013 as it became probable that the economic benefits associated with the transaction will flow to the entity (Note 4(b)).

(c) Administrative expenses is analysed as follows:

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Employee benefit expenses (note 6(e))	3,433,184	5,163,581	3,929,410	1,901,743	1,692,623
Rent and accommodation expenses	770,631	779,324	635,751	346,307	221,638
Legal and other consultancy fees	728,917	1,168,562	2,031,492	784,010	439,028
Other administrative expenses	362,792	269,268	318,555	143,995	167,012
	5,295,524	7,380,735	6,915,208	3,176,055	2,520,301

Notes to the Consolidated Historical Financial Information (cont'd)

(d) Other operating expenses is analysed as follows:

	Note	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
		US$	US$	US$	US$	US$
Transportation and motor running expenses		895,549	1,158,657	1,058,943	537,436	457,832
Communication expenses		490,281	458,763	457,848	210,254	187,071
Depreciation		688,421	740,224	836,759	420,162	351,140
Amortisation	11	165,035	89,396	130,904	41,826	28,455
Repairs and maintenance		185,983	99,045	29,377	15,658	10,243
Impairment loss on property, plant and equipment		8,041,604	-	-	-	-
(Impairment loss)/reversal of impairment loss on trade and other receivables		8,476,187	(1,004,516)	3,916,720	157,606	180,980
Other operating expenses, net		1,190,750	2,385,990	2,253,164	1,699,175	27,296
		20,133,810	3,927,559	8,683,715	3,082,117	1,243,017

(e) Employee benefits expenses comprise:

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Salaries, wages and allowances	7,884,353	7,333,930	8,198,026	3,983,345	3,513,638
Share based payments expenses	-	2,633,642	-	-	-
Pension costs	179,303	205,648	248,859	140,350	115,439
Total employee benefits	8,063,656	10,173,220	8,446,885	4,123,695	3,629,077
Salaries, wages and allowances recognised in cost of sales	(3,042,968)	(3,013,767)	(3,308,271)	(1,599,649)	(1,381,970)
Salaries, wages and allowances capitalised to property, plant and equipment	(1,587,504)	(1,995,872)	(1,209,204)	(622,303)	(554,484)
	3,433,184	5,163,581	3,929,410	1,901,743	1,692,623

Notes to the Consolidated Historical Financial Information (cont'd)

7. Taxation

(a) The tax charge for the year comprises:

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
Company income tax	-	421,249	-	-	-
Tertiary education tax	-	835,409	-	-	-
Prior period underprovision	150,216	-	1,637,708	-	-
Charge for the year	150,216	1,256,658	1,637,708	-	-
Write off of WHT receivables	-	-	1,707,131	-	-
	150,216	1,256,658	3,344,839	-	-

(b) The movement in current tax liabilities during the year was as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	448,970	147,929	1,256,443	886,297
Charge for the year (Note(a))	150,216	1,256,658	1,637,708	-
Payments made during the year	(75,437)	(148,350)	(287,178)	-
Withholding tax credit notes utilised	(378,201)	-	(1,540,688)	-
Effect of changes in exchange rates	2,381	206	(179,988)	(57,769)
Balance, end of year	147,929	1,256,443	886,297	828,528
Set-off against current tax assets	-	(350,689)	(210,324)	(196,616)
Current tax liabilities, net	147,929	905,754	675,973	631,912

(c) Reconciliation of effective tax rate:

	12 months ended 31 December 2012	12 months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014 (Unaudited)	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$	US$
(Loss)/profit for the year	(48,614,541)	16,587,229	(89,721,438)	(8,285,743)	(20,235,293)
Taxation	150,216	1,256,658	3,344,839	-	-
(Loss)/profit before tax	(48,464,325)	17,843,887	(86,376,599)	(8,285,743)	(20,235,293)
Tax using the Company's tax rate (30%)	(14,539,298)	5,353,166	(25,912,980)	(2,485,723)	(6,070,588)
Changes in prior period estimates	150,216	-	1,637,708	-	-
Tertiary education tax	-	835,409	-	-	-
Write off of withholding taxes	-	-	1,707,131	-	-
Non-deductible expenses	-	755,374	165,580	-	-
Tax losses and other temporary differences for which no deferred tax has been recognised	14,539,297	(5,687,291)	25,747,400	2,487,420	6,625,106
	150,216	1,256,658	3,344,839	1,697	554,518

(d) The Group had unrecognised deferred tax assets amounting to US$ 48.2 million at 30 June 2015 (Dec 2012: US$ 33.2 million; Dec 2013: US$ 27.7 million; Dec 2014: US$ 44.7 million) arising from unutilised tax losses, unutilised capital allowances and unrealised exchange differences. No deferred tax asset has been recognised due to uncertainties relating to the timing and amount of future taxable profits.

8. Basic and Diluted earnings per share

Basic earnings per share for the Group is calculated by dividing the net profit or loss for the period by the weighted average number of ordinary shares in issue during the peiod which is calculated as follows;

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
Weighted average number of ordinary shares				
Balance, beginning of year	66,912,930	66,912,930	66,912,930	70,772,330
Effect of ordinary shares issued in the year	-	-	2,019,576	-
Weighted average number of ordinary shares during the year	66,912,930	66,912,930	68,932,506	70,772,330

There were no potential dilutive ordinary shares during the period (Dec 2012: Nil, Dec 2013: Nil; Dec 2014: Nil). Consequently, basic earnings per share is the same as dilluted earnings per share.

Notes to the Consolidated Historical Financial Information (cont'd)

9 (a) **Property, plant and equipment**

	Computer equipment	Towers & shelters	Site air conditioners	Site generators	Plant and machinery	Motor vehicles	Office furniture & equipment	Leasehold improvements	Land	Capital work-in-progress	Total
	US$	US$	US$	US$	US$	US$	US$	US$	US$	US$	US$
Cost											
At 1 January 2012	932,491	159,400,608	1,228,606	22,923,892	179,545	1,709,955	994,142	384,898	260,736	14,076,773	202,091,646
Additions	16,013	14,407	-	-	-	496,024	18,747	3,114	-	10,711,519	11,259,824
Transfers	-	6,484,480	4,629	287,714	-	-	-	-	-	(6,776,823)	-
Disposals	(1,216)	(2,792)	-	(1,777,953)	(13,800)	(191,514)	(17,248)	-	-	-	(2,004,523)
Write-offs	-	(4,527,365)	-	-	-	-	-	-	-	(4,019,840)	(8,547,205)
Effect of movement in exchange rates	5,601	956,894	32,547	1,700,642	1,061	10,575	5,956	2,308	1,562	(1,505,920)	1,211,226
At 31 December 2012	952,889	162,326,232	1,265,782	23,134,295	166,806	2,025,040	1,001,597	390,320	262,298	12,485,709	204,010,968
Additions	376,262	42,409,874	-	-	-	798,376	211,672	578,123	-	13,763,104	58,137,411
Reclassifications	-	9,878,559	102,151	8,096,704	-	-	-	-	-	(18,077,414)	-
Disposals	(57,289)	(508,956)	(22,668)	(6,927,322)	-	(404,039)	(266,512)	-	-	-	(8,186,786)
Write-offs	-	-	-	-	-	-	-	(390,447)	-	-	(390,447)
Effect of changes in exchange rate	470	79,890	579	10,582	75	964	447	200	118	5,077	98,402
At 31 December 2013	1,272,332	214,185,599	1,345,844	24,314,259	166,881	2,420,341	947,204	578,196	262,416	8,176,476	253,669,548
Additions	162,381	-	-	-	-	354,883	69,415	67,112	116,704	14,565,088	15,335,583
Reclassifications	-	15,622,909	177,758	4,679,444	-	-	-	-	-	(20,480,111)	-
Disposals	-	(674,038)	(43,008)	(2,339,296)	(62,130)	(494,570)	(13,113)	-	-	-	(3,626,155)
Write-offs	-	-	-	-	-	-	-	-	-	(902,262)	(902,262)
Effect of changes in exchange rate	(239,374)	(38,303,919)	(247,255)	(4,451,731)	(17,972)	(383,186)	(167,818)	(107,705)	(62,762)	(273,511)	(44,255,233)
At 31 December 2014	1,195,339	190,830,551	1,233,339	22,202,676	86,779	1,897,468	835,688	537,603	316,358	1,085,680	220,221,481
Additions	17,936	-	-	-	2,157	25,007	5,079	-	-	4,260,900	4,311,079
Reclassifications	-	2,799,466	91,128	1,444,010	-	-	-	-	-	(4,334,604)	-
Disposals	(792)	(86,568)	-	(1,013,412)	-	(33,379)	(519)	-	-	-	(1,134,670)
Effect of changes in exchange rate	(78,830)	(12,583,869)	(85,279)	(1,470,276)	(5,772)	(123,225)	(54,713)	(35,041)	(20,620)	(66,807)	(14,524,432)
At 30 June 2015 (Unaudited)	1,133,653	180,959,580	1,239,188	21,162,998	83,164	1,765,871	785,535	502,562	295,738	945,169	208,873,458

Notes to the Consolidated Historical Financial Information (cont'd)

	Computer equipment	Towers & shelters	Site air conditioners	Site generators	Plant and machinery	Motor vehicles	Office furniture & equipment	Leasehold improvements	Land	Capital work-in-progress	Total
	US$	US$	US$	US$	US$	US$	US$	US$	US$	US$	US$
Accumulated depreciation and impairment											
At 1 January 2012	760,224	29,628,131	1,091,460	17,884,533	105,122	1,423,399	535,992	298,873	8,822	-	51,736,556
Charge for the year	88,697	10,642,730	83,080	3,115,858	38,529	295,201	178,873	83,801	3,320	-	14,530,089
Impairment	-	4,021,764	-	-	-	-	-	-	-		4,021,764
Disposals	(843)	(341)	-	(1,768,612)	(5,745)	(188,176)	(16,399)	-	-	-	(1,980,116)
Write-offs	-	(4,527,365)	-	-	-	-	-	-	-	-	(4,527,365)
Effect of changes in exchange rate	4,650	188,556	6,628	108,596	666	8,643	3,389	1,882	56		323,066
At 31 December 2012	852,728	39,953,475	1,181,168	19,340,375	138,572	1,539,067	701,855	384,556	12,198	-	64,103,994
Charge for the year	102,304	12,134,191	77,662	3,180,107	19,796	423,044	155,870	39,210	-	-	16,132,184
Disposals	(57,192)	(359,424)	(21,062)	(6,805,175)	-	(402,343)	(237,255)	-	-	-	(7,882,451)
Write-offs	-	-	-	-	-	-	-	(367,010)	-	-	(367,010)
Effect of changes in exchange rate	395	19,535	544	8,256	66	696	303	132	6	-	29,933
At 31 December 2013	898,235	51,747,777	1,238,312	15,723,563	158,434	1,560,464	620,773	56,888	12,204	-	72,016,650
Charge for the year	132,298	20,093,544	90,610	5,211,224	8,405	476,465	128,469	91,122	-	-	26,232,137
Disposals	(58)	(579,156)	(42,116)	(2,303,656)	(62,154)	(467,600)	(13,116)	-	-	-	(3,467,856)
Effect of changes in exchange rate	(171,827)	(11,813,085)	(215,350)	(3,103,182)	(17,906)	(262,968)	(122,605)	(24,197)	(2,046)	-	(15,733,166)
At 31 December 2014	858,648	59,449,080	1,071,456	15,527,949	86,779	1,306,361	613,521	123,813	10,158	-	79,047,765
Charge for the period	76,837	7,946,538	43,985	2,242,243	238	188,319	33,075	52,671	-	-	10,583,906
Disposals	(475)	(58,594)	-	(988,811)	-	(6,767)	(519)	-	-	-	(1,055,166)
Effect of changes in exchange rate	(60,069)	(4,298,408)	(72,197)	(1,079,406)	(5,668)	(94,897)	(41,735)	(10,899)	(662)	-	(5,663,941)
At 30 June 2015 (Unaudited)	874,941	63,038,616	1,043,244	15,701,975	81,349	1,393,016	604,342	165,585	9,496	-	82,912,564
Carrying amounts											
At 1 January 2013	100,161	122,372,757	84,614	3,793,920	28,234	485,973	299,742	5,764	250,100	12,485,709	139,906,974
At 31 December 2013	374,097	162,437,822	107,532	8,590,696	8,447	859,877	326,431	521,308	250,212	8,176,476	181,652,898
At 31 December 2014	336,691	131,381,471	161,883	6,674,727	-	591,107	222,167	413,790	306,200	1,085,680	141,173,716
At 30 June 2015 (Unaudited)	258,712	117,920,964	195,944	5,461,023	1,815	372,855	181,193	336,977	286,242	945,169	125,960,894

(b) For the year ended 31 December 2012, the Company recorded US$ 8.04 million of impairment losses in respect of PPE acquired under the telemetry project; a site monitoring and optimisation project (Dec 2013: Nil; Dec 2014: Nil; 30 June 2015: Nil). The impairment losses recognized in 2012 was as a result of the non-recoverable technical and connectivity issues encountered in implementing the project. This required the write down of the carrying amount of the assets to nil as the related assets could no longer be utilized. The impairment loss has been recognised in profit or loss.

Notes to the Consolidated Historical Financial Information (cont'd)

(c) Included in cost of sales are the following depreciation expense shown below:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
	US$	US$	US$	US$
	13,841,668	15,391,960	25,395,391	10,232,766

The Group had no capital commitments as at the reporting date (Dec 2012: Nil; Dec 2013: Nil; Dec 2014: Nil).

(d) Included in additions to property, plant and equipment are the following assets purchased but which have not been paid for.

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
	10,000	1,830,794	2,193,866	901,118

The above amounts have been adjusted for in the acquisition of property plant and equipment disclosed on the consolidated statement of cashflows

(e) Included as part of Property, Plant and Equipment is Land held under finance lease arrangements for a minimum lease term of 99 years. The lease amounts were fully paid at the inception of the lease. The classification of the lease of the land as a finance lease is on the basis that the lease arrangement transfers substantially all the risks and rewards incidental to ownership of the land to the Group.

10. Prepayments

(a) Non-current prepayments comprise:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Prepaid income tax (Note b)	19,551,027	24,580,601	24,155,457	25,354,650
Prepaid rent	4,890,071	8,050,165	6,346,645	4,999,445
	24,441,098	32,630,766	30,502,102	30,354,095

(b) The movement of prepaid income taxes is as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
	US$	US$	US$	US$
Balance, beginning of year	16,057,219	19,551,027	24,509,987	24,155,457
Additional withholding tax credit notes	3,772,117	5,370,751	7,971,691	3,138,789
Write off withholding tax receivables (Note 7a)	-	-	(1,707,131)	-
Withholding tax credit notes utilised (Note 7b)	(378,201)	-	(1,540,688)	-
Set-off against current tax assets (Note 7b)	-	(350,689)	(210,324)	-
Effect of changes in exchange rates	99,892	9,512	(4,868,078)	(1,939,596)
Balance, end of year (Note a)	19,551,027	24,580,601	24,155,457	25,354,650

(c) Current prepayments comprise:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Prepaid rent	2,878,756	3,435,361	3,735,032	3,229,006
Other prepaid expenses	626,480	244,972	382,941	478,005
	3,505,236	3,680,333	4,117,973	3,707,011

11. Intangible assets

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Cost				
At 1 January	411,101	503,543	537,455	588,142
Additions	89,880	33,681	167,760	2,782
Effect of changes in exchange rates	2,562	231	(117,073)	(38,485)
At 31 December/ 30 June	503,543	537,455	588,142	552,439
Amortisation				
At 1 January	210,557	377,034	466,611	498,246
Charge for the year	165,035	89,396	130,904	28,455
Effect of changes in exchange rates	1,442	181	(99,269)	(34,001)
At 31 December/ 30 June	377,034	466,611	498,246	492,700
Carrying amount	126,509	70,844	89,896	59,739

The amortisation charge on all intangible assets is shown as a line item in the consolidated statement of comprehensive income.

Notes to the Consolidated Historical Financial Information (cont'd)

12. Inventory

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Diesel	1,304,308	1,041,750	664,890	765,449
Spare parts	449,218	631,101	521,186	522,343
	1,753,526	1,672,851	1,186,076	1,287,792

The value of inventory recognised in cost of sales by the Group are shown below:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Diesel	19,035,736	15,510,887	14,445,803	7,114,574

The Group did not write down any inventory during the period (Dec 2012: Nil; Dec 2013: Nil; Dec 2014: Nil).

13. Trade and other receivables

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Trade receivables (net of allowances for impairment)	7,524,427	9,954,600	7,958,716	12,719,492
Other receivables	3,706,147	7,621,941	2,606,271	2,405,156
	11,230,574	17,576,541	10,564,987	15,124,648

The Group's exposure to credit risk and currency risks related to trade and other receivables are disclosed in Note 22.

14. Cash and cash equivalents

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	₦'000	₦'000	₦'000	₦'000
Short-term deposits	2,672,484	4,437,235	14,030,277	8,106,563
Bank and cash balances	3,078,061	10,245,562	3,988,489	4,932,459
	5,750,545	14,682,797	18,018,766	13,039,022

The Group's exposure to credit risk, interest rate risk and a sensitivity analysis for financial assets and liabilities is disclosed in Note 22.

15. Share capital

(a) Issued and fully paid-up ordinary shares of 50k each

in thousands of shares	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
At I January	66,913	66,913	66,913	70,772
Issued during the year	-	-	3,859	-
At 31 December	66,913	66,913	70,772	70,772

(b) Contribution for shares
This amount represents contribution made by existing shareholders of the Company for shares issued and alloted to them. At 31 December 2013, the Company was yet to complete the regulatory filings with the Corporate Affairs Commission, hence, the contribution for shares was not converted to share capital. This was completed in 2014 financial year.

16. Loans and borrowings

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	206,301,736	219,592,883	208,393,686	250,236,015
Accrued interest (Note 5)	26,833,684	32,409,410	49,516,272	11,395,985
Euro bond issued during the year, net of transaction cost	-	-	246,387,789	-
Repayments during the year: Principal	(3,732,826)	(20,295,838)	(203,409,761)	-
Repayments during the year: Interest	(9,841,818)	(23,148,918)	(42,395,547)	(10,498,307)
Loss/(gain) on foreign currency denominated loans	(1,216,739)	(261,442)	41,392,492	17,834,598
Effect of changes in exchange rate	1,248,846	97,591	(49,648,916)	(17,316,071)
Balance, end of year	219,592,883	208,393,686	250,236,015	251,652,220
Less: current portion	(56,248,042)	(59,087,081)	(9,032,261)	(9,786,759)
Non - current portion	163,344,841	149,306,605	241,203,754	241,865,461

On 15 July 2014, the Company (the Issuer) issued a US$250 million Euro-bond through its wholly owned subsidiary, Helios Towers Finance Netherlands B.V (the purchaser), which was fully subscribed. The bond have a tenor of 5 years from the issue date and its principal is repayable by the Company in full on the maturity date. Interest is payable to Helios Tower Finance Netherland BV semi annually at an annual interest rate of 8.375% plus a margin of 0.14%.

Bonds issued by the Company were sold to external investors by Helios Towers Finance Netherland B.V - its subsidiary. Interest payable to investors are made semi annually at an annual interest rate of 8.375%. The principal is repayable to investors in full on the maturity date (5 years).

The proceeds of the bonds were used to fully settle the Group and Company's indebtedness to the International Finance Corporation (IFC)

Notes to the Consolidated Historical Financial Information (cont'd)

In March 2015, Helios Towers Nigeria Limited entered into an agreement with First City Monument Bank Limited for the provision of a standby revolving working capital facility, in the amount of N 3.2 billion. All amount borrowed under the facility shall be applied towards supporting:

- The Company's working capital following the issue of bonds and/or;
- The Company's 100% owned subsidiaries following the repayment of all secured financial indebtedness of the borrower existing at the date of issuance of the bonds

As at 30 June 2015, no amount had been drawn down from this facility.

17. Share based payments

Helios Towers Mauritius Holdings Limited (HTMHL) has a share option plan for key management staff of Helios Towers Nigeria Limited (HTNL). Awards over shares of HTMHL are granted under this plan, normally in form of conditional rights to receive shares. No payment is made for awards.

On 23 July 2013, 190,592 options were awarded to key management employees of HTNL. The vesting conditions related to financial performance targets in 2013 in particular, was an EBITDA of $40 million USD. As these conditions were met in 2013, the share based payment charge was fully recognized in 2013. The calculation of the fair value of each option used the following variables:

Probability that vesting conditions are met	100%
Grant date fair value of options (US$)	13.82

18. Provisions

This represents provision for asset retirement obligations. In the course of the Company's activities, a number of sites and other assets are utilised which are expected to have costs associated with exiting and ceasing their use. The associated cash outflows are generally expected to occur at the dates of exiting of the assets to which they relate, which are long term in nature. The estimated costs are included in the costs of the relevant asset. The movement on this account is as follows:

	31 December 2012	31 December 2013	31 December 2014	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	427,132	501,861	146,833	90,737
Provisions reversed during the year	14,404	(250,483)	(36,421)	
Reversal of discount	57,687	(104,722)	(1,106)	-
Effect of changes in exchange rate	2,638	177	(18,569)	(5,914)
Balance, end of year	501,861	146,833	90,737	84,823

Asset retirement obligations are based on the directors' best estimate (which is based on annual probability analysis) of the cost of decommissioning and dismantling a site at the time of installation. The principal assumptions used are as follows:

	2012	2013	2014	2015
Discount Rate	13%	13%	15%	15%
Average probability*	10%	5%	5%	5%
Inflation	11%	8%	7%	7%

* The average probability refer to the probability that the Company would incure costs in dismantling tower assets and restoring leased sites at the end of its lease agreement tenure with respective landlords

19. Trade and other payables

	31 December 2012	31 December 2013	31 December 2014	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$
Trade creditors	5,013,845	5,153,624	3,830,191	3,388,155
Amounts due to related parties	3,440,433	5,311,843	535,102	500,224
Other creditors	3,400,820	5,843,708	2,946,834	2,211,550
Accrued liabilities	2,930,685	4,575,671	4,675,267	3,812,485
Advances from customers	29,909	68,889	-	-
Pension contribution payable (Note (a))	117,531	68,956	53,655	50,158
	14,933,223	21,022,691	12,041,049	9,962,572

(a) The movement on pension contribution payable during the year was as follows:

	31 December 2012	31 December 2013	31 December 2014	6 months ended 30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	100,909	117,531	68,956	53,655
Payroll deductions (Employee Contributions)	179,303	205,648	221,657	102,962
Employer Contributions (Note 6(c))	179,303	205,648	248,859	115,439
Payments during the year/period	(342,608)	(459,924)	(474,976)	(218,402)
Effect of changes in exchange rates	624	53	(10,841)	(3,496)
Balance, end of year	117,531	68,956	53,655	50,158

The Group's exposure to currency and liquidity risks related to trade and other payables is disclosed in Note 22.

Notes to the Consolidated Historical Financial Information (cont'd)

20. Going concern

As at 30 June 2015, the Group incurred a loss of US$ 20.24 million. At that date, the Group's total liabilities exceeded its total assets by US$ 72.8 million. This was majorly due to the increased finance cost(exchange losses) incurred on the Bond issued to third parties.

The directors have estimated income and cash flow projections based on assumptions that represent their best estimates of economic conditions in the short term. They are of the view that the Group through its superior service quality and increasing brand presence together with its cost optimization initiatives can achieve an increase in the number of tenants and revenue growth. These will provide a basis to reduce the accumulated losses of the Group in the future.

The directors are therefore of the view that the Group will be able to optimize its current operations and continue to realize its assets and discharge its liabilities in the normal course of business within the next 12 months and there are no events or conditions that may cast a significant doubt on the Group's ability to continue as a going concern. Accordingly, these financial statements have been prepared on the basis of accounting policies applicable to a going concern.

21. Financial Instruments - Financial Risk Management and Fair Values

The Company has exposure to the following risks from its use of financial instruments:

· credit risk
· liquidity risk
· market risk

This note presents information about the Company’s exposure to each of the above risks, the Company’s objectives, policies and processes for measuring and managing risk, and the Company’s management of capital.

Risk management framework

The Board of Directors has the overall responsibility for the establishment and oversight of the Company’s risk management framework, including implementation and monitoring of these policies.

The Company’s risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and cash and cash equivalents.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the end of the reporting period was as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Trade and other receivables (Note 13)	11,230,574	17,576,541	10,564,987	15,124,648
Cash and cash equivalents (Note 14)	5,750,545	14,682,797	18,018,766	13,039,022
	16,981,119	32,259,338	28,583,753	28,163,670

Trade and other receivables:

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Company's customer base, including the default risk of the industry and country, in which customers operate, has less of an influence on credit risk.

In monitoring customers credit risk, customers are classified according to their credit characteristics, including whether they are an individual, corporate and wholesale, geographic location, maturity and existence of previous difficulties.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main component of this allowance are a specific loss component that relates to individually significant exposures. The collective loss allowance is determined based on historical date of payment statistics for similar financial assets.

The aging of trade receivables at the reporting date was:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Not past due	344,671	579,594	135,650	733,889
Past due 31-60 days	226,493	7,144,890	620,740	4,633,388
Past due 60-180 days	4,201,359	4,489,639	6,771,751	8,052,564
More than 180 days	17,459,413	2,645,522	3,201,302	2,061,050
	22,231,936	14,859,645	10,729,443	15,480,891
Impairment	(14,707,509)	(4,905,045)	(2,770,727)	(2,761,399)
	7,524,427	9,954,600	7,958,716	12,719,492

Notes to the Consolidated Historical Financial Information (cont'd)

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	11,080,256	14,707,509	4,905,045	2,770,727
Impairment losses recognised *	10,451,448	-	211,384	171,267
Impairment losses written back	(6,894,454)	(9,807,834)	(1,775,213)	-
Effect of changes in exchange rates	70,259	5,370	(570,489)	(180,595)
Balance, end of year	14,707,509	4,905,045	2,770,727	2,761,399

The aging of other receivables at the reporting date was:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Not past due	3,827,578	2,197,880	330,700	19,173
Past due 31-60 days	-	2,193,067	906,120	33,171
Past due 60-180 days	3,199,739	1,421,256	690,357	73,342
More than 180 days	22,761,544	2,036,323	3,863,776	5,256,577
	29,788,861	7,848,526	5,790,953	5,382,263
Impairment	(6,531,687)	(226,585)	(3,184,682)	(2,977,107)
	23,257,174	7,621,941	2,606,271	2,405,156

The movement in the allowance for impairment in respect of other receivables during the year was as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015 (Unaudited)
	US$	US$	US$	US$
Balance, beginning of year	1,575,038	6,531,687	226,585	3,184,682
Impairment losses recognised *	5,142,434	-	3,705,336	-
Impairment losses written back	(200,630)	(6,307,235)	(134,751)	-
Effect of changes in exchange rates	14,845	2,133	(612,488)	(207,575)
Balance, end of year	6,531,687	226,585	3,184,682	2,977,107

The impairment on trade and other receivables were in respect of trade and other receivables for which the Group have determined that there are objective indicators of impairment. Impairment losses have been recognised based on the difference between the carrying amounts and the present value of the estimated future cash flows on these receivables. Impairment loss on trade and other receivables is recognised in profit or loss.

* Changes in trade and other receivables on the consolidated statement of cashflows have been adjusted for the effect of impairment losses recognized during the year - US$ 180,980. This amount is shown separately on the consolidated statement of cashflows.

Cash and cash equivalents:
The Group held cash and cash equivalents of US$ 13.04 million (Dec 2012: US$ 5.75 million; Dec 2013: US$ 14.68 million; Dec 2014: US$ 18.02 million), which represents the maximum credit exposure on these assets. The cash and cash equivalents are held with bank counterparties, which are highly rated.

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company bills customers for services in advance. This assists in monitoring cash flow requirements and optimising its cash on demand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

The Company ensures that it has sufficient cash on demand to meet expected operational expenses for a period of 90 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted.

Notes to the Consolidated Historical Financial Information (cont'd)

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting

As at 31 December 2012	Carrying amount US$	Contractual cash flows US$	6 months or less US$	6-12 months US$	1-2 years US$	Over 2 years US$
Loans and borrowings (Note 16)	219,592,883	224,979,107	38,528,331	14,927,945	29,855,890	141,666,941
Trade and other payables (Note 20)	14,933,223	14,933,223	7,944,530	6,871,162		-
	234,526,106	239,912,330	46,472,861	21,799,107	29,855,890	141,666,941

As at 31 December 2013	Carrying amount US$	Contractual cash flows US$	6 months or less US$	6-12 months US$	1-2 years US$	Over 2 years US$
Loans and borrowings (Note 17)	208,393,686	214,638,728	19,991,131	39,982,256	54,504,967	100,160,374
Trade and other payables (Note 20)	21,022,691	21,022,691	9,798,251	11,224,440		-
	229,416,377	235,661,419	29,789,382	51,206,696	54,504,967	100,160,374

As at 31 December 2014	Carrying amount US$	Contractual cash flows US$	6 months or less US$	6-12 months US$	1-2 years US$	Over 2 years US$
Loans and borrowings (Note 16)	250,236,015	259,856,980	9,032,261	-	-	250,824,719
Trade and other payables (Note 20)	12,041,049	12,041,049	8,559,113	3,481,936	-	-
	262,277,064	271,898,029	17,591,374	3,481,936	-	250,824,719

As at 30 June 2015 (Unaudited)	Carrying amount US$	Contractual cash flows US$	6 months or less US$	6-12 months US$	1-2 years US$	Over 2 years US$
Loans and borrowings (Note 16)	251,652,220	260,498,562	10,498,562	-	-	250,000,000
Trade and other payables (Note 20)	9,962,572	9,962,572	7,250,798	2,711,774	-	-
	261,614,792	270,461,134	17,749,360	2,711,774	-	250,000,000

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising return. There has been no material change to the Company's exposure to market risks or the manner in which it manages and measures the risk during the year.

Currency risk

The Company is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the functional currency, the Naira. The currency giving rise to this risk is the US Dollar (US$) which is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to the changes in foreign exchange rates.

The summary of quantitative data about the Company’s exposure to currency risk is as follows:

	31 December 2012 US$	31 December 2013 US$	31 December 2014 US$	30 June 2015 (Unaudited) US$
Cash and cash equivalents *	124,725	516,669	973,391	1,446,628
Trade and other receivables	1,946,291	4,329,654	1,584,064	22,501,964
Loans and borrowings	(192,261,770)	(173,489,796)	(250,236,020)	(251,652,220)
Net exposure	(190,190,754)	(168,643,473)	(247,678,565)	(227,703,628)

The following exchange rates applied during the year:

	Average rate					Reporting date spot rate			
	months ended 31 December 2012	months ended 31 December 2013	12 months ended 31 December 2014	6 months ended 30 June 2014	6 months ended 30 June 2015	As at 31 December 2012	As at 31 December 2013	As at 31 December 2014	As at 30 June 2015 (Unaudited)
US$ 1	155.44	155.22	156.45	155.24	188.74	155.27	155.2	186.45	199.45

Notes to the Consolidated Historical Financial Information (cont'd)

Interest rate risk

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
	US$	US$	US$	US$
Fixed rate instruments:				
Financial assets (Note 14)	2,672,484	4,437,235	14,030,277	8,106,563
Financial liabilities (Note 16)	219,592,883	208,393,686	250,236,015	251,652,220

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore a change in interest rates at the reporting date would not affect profit or loss.

(d) Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The Board of Directors monitors the return on capital, which the Group defines as share capital plus share premium, capital contribution and retained earnings.

The Group's debt to adjusted capital ratio at the end of the reporting period was as follows:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
	US$	US$	US$	US$
Total liabilities	235,175,896	230,468,964	263,043,774	262,331,527
Less: cash and cash equivalents	5,750,545	14,682,797	18,018,766	13,039,022
Net debt	229,425,351	215,786,167	245,025,008	249,292,505
Total equity	(48,461,434)	21,498,066	(57,390,258)	(72,798,326)
Debt to adjusted capital ratio:	(4.73)	10.03	(4.27)	(3.42)

Accounting classifications and fair values

Fair values versus carrying amounts

The following table shows the carrying amounts and fair values of financial liabilities which have been determined using level 2 heirachy with no significant unobservable inputs. It does not include fair value information for financial assets and financial liabilities that are current and not measured at fair value where the carrying amounts are a reasonable approxiamtion of fair value due to the immaterial impact of discounting.

	31 December 2013		31 December 2014		30 June 2015 (Unaudited)	
	Carrying amount	Fair Value	Carrying amount	Fair Value	Carrying amount	Fair Value
	US$	US$	US$	US$	US$	US$
Liabilities carried at amortised cost:						
Loans and borrowings	208,393,686	214,638,728	250,236,015	237,628,540	251,652,220	237,628,540

The basis for determining fair values is disclosed in Note 2(e).

22. Operating profit

	31 December 2012	31 December 2013	31 December 2014	30 June 2014	30 June 2015
	US$	US$	US$	US$	US$
Revenue	48,841,206	98,953,361	73,269,250	35,833,436	35,965,773
Cost of sales (excluding depreciation)	(32,632,706)	(23,070,978)	(27,832,144)	(14,065,686)	(12,751,120)
Operating expenses (excluding depreciation, amortization and write-off of asset)	(24,575,943)	(10,455,237)	(13,729,011)	(5,796,184)	(3,383,723)
Earnings before interest, taxation, depreciation, amortisation and write-off of asset	(8,367,443)	65,427,146	31,708,095	15,971,566	19,830,930
Depreciation (Note 6a)	(14,530,089)	(16,132,184)	(26,232,137)	(10,073,106)	(10,583,906)
Amortisation (Note 6a)	(165,035)	(89,396)	(130,904)	(41,826)	(28,455)
Write off of asset (Note 6a)	-	(23,437)	(902,262)	-	-
	(23,062,567)	49,182,129	4,442,792	(10,114,932)	(10,612,361)

23. Related parties

Transactions with related parties

(a) Key management personnel compensation

Aggregate compensation for key management comprised:

	31 December 2012	31 December 2013	31 December 2014	30 June 2015
	US$	US$	US$	US$
Short-term employee benefits	1,277,387	1,490,089	1,283,893	998,265
Share based payment transactions	-	1,330,272	-	-
	1,277,387	2,820,361	1,283,893	998,265

Notes to the Consolidated Historical Financial Information (cont'd)

(b) The Company entered into the following transactions with the related parties listed below

Related party	Relationship	Nature of transaction	Transaction value: 12 months ended 31 December 2012 US$	Transaction value: 12 months ended 31 December 2013 US$	Transaction value: 12 months ended 31 December 2014 US$	Transaction value: 6 months ended 30 June 2015 (Unaudited) US$	Amount due from/(to) related parties: As at 31 December 2012 US$	Amount due from/(to) related parties: As at 31 December 2013 US$	Amount due from/(to) related parties: As at 31 December 2014 US$	Amount due from/(to) related parties: 6 months ended 30 June 2015 (Unaudited) US$
Tower Infrastructure Company Ltd.	100% Subsidiary	Revenue, shared costs	-	-	-	-	-	-	-	-
Helios Investors Genpar	Supplier of management and technical services	Management and technical services	(989,502)	(1,869,617)	(1,472,860)	-	(3,518,835)	(5,390,281)	(600,393)	(561,259)
Helios Towers Africa			-	-	-	-	13,836	13,842	11,522	10,771
HIP Oils			-	-	-	-	61,330	61,358	51,074	47,745
Founders C/ A - Brolaz			-	-	-	-	3,236	3,237	2,695	2,519
Helios Towers Finance Netherlands B.V	100% Subsidiary	Loans	-	-	-	-	-	-	-	-

The amounts due from/(to) related parties are included in trade and other receivables (Note 14), Loans and borrowings (Note 17), and trade and other payables (Note 20) respectively.

The parent company, which is also the ultimate parent company, Helios Towers Mauritius Holdings Limited ('HTMHL'), is a Company registered in Mauritius. Shanduka (Proprietary) Limited ('Shanduka') and Venture and Trust Limited are shareholders of HTMHL and related parties of the Group, however, the Group did not transact with these entities during the period (Dec 2012: Nil; Dec 2013: Nil; Dec 2014: Nil).

24. Contingent liabilities

The Group entered into a revolving credit facility arrangement during the year (Note 16). This agreement restricts title over the Company’s assets upon default over the amount drawn down. As at 30 June 2015, no amount had been drawn down.

There are also law suits pending against the Company in various courts of law. The law suits are being handled by external legal counsel. The Contingent liabilities in respect of pending litigation and claims amounted to US$ 522,788 (2013: US$3.3 million). Based on legal advice recieved, the directors are of the view that the Company's liability is not likely to be significant, thus no provisions have been made in these financial statements.

25. Operating leases

The Group leases land for its base transmission stations as well as some offices and residences under non-cancellable operating leases. Lease rentals are paid upfront and included in prepayments and amortised to the profit or loss over the life of the lease. During the year, an amount of US$3.1 million was recognised as an expense in profit or loss by the Group and Company in respect of operating leases (2013: US$1.0 million).

26. Events after the reporting date

There are no significant post balance sheet events which could have had a material effect on the state of affairs of the Group as at, 31 December 2012, 31 December 2013, 31 December 2014 and 30 June 2015 that have not adequately been provided for or disclosed in the financial statements.

On 31 July 2015, the Company entered into a managed services agreement with SWAP Technologies to manage its 702 towers, invest capital required in the repairs, replacement and upgrades of the sites, as well as provide marketing and leasing services to acquire additional co-locations. This event have not been accounted for in the financial information as event is indicative of a condition that arose after the end of the reporting period.