

UCom CJSC

**Consolidated Financial Statements
for 2021**

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Independent Auditors' Report

To the Board of Directors of UCom CJSC

Opinion

We have audited the consolidated financial statements of UCom CJSC (the "Company") and its subsidiary (the "Group"), which comprise the consolidated statement of financial position as at 31 December 2021, the consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Standards as issued by the International Accounting Standards Board (IFRS Standards).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the Republic of Armenia, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

The engagement partner on the audit resulting in this independent auditors' report is:

Irina Gevorgyan
Engagement Partner

KPMG Armenia LLC

KPMG Armenia LLC
27 December 2022

Tigran Gasparyan
Director of KPMG Armenia LLC



Consolidated Statement of Financial Position as at 31 December 2021

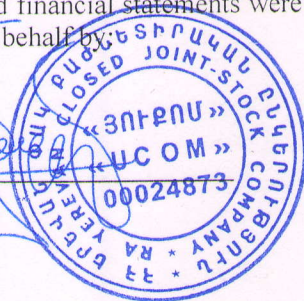
'000 AMD	Note	31 December 2021	31 December 2020
Assets			
Property and equipment	10	36,530,756	40,667,046
Intangible assets and goodwill	11	27,832,849	34,237,916
Right of use assets	12	4,697,720	4,564,645
Prepaid income tax		340,876	340,876
Prepayments and other assets		656,641	408,968
Non-current assets		70,058,842	80,219,451
Inventories	13	1,110,754	561,178
Contract assets		158,669	297,559
Assets held for sale		-	327,321
Trade receivables	22(c)	9,407,738	16,894,059
VAT receivables		273,676	696,670
Prepayments and other assets		2,003,880	1,722,563
Cash and cash equivalents	14	2,221,887	1,655,607
Current assets		15,176,604	22,154,957
Total assets		85,235,446	102,374,408
Equity			
	15		
Share capital		23,903	23,903
Accumulated losses		(38,217,418)	(38,837,282)
Additional paid-in capital		35,084,845	35,084,845
Total equity		(3,108,670)	(3,728,534)
Non-current liabilities			
Loans and borrowings	18	7,668,036	19,806,164
Debt securities issued	17	-	2,862,952
Provisions	19	1,868,245	1,663,176
Lease liability	12	3,915,928	3,741,657
Trade and other payables	21	3,445,087	6,801,462
Contract liabilities	20	7,544,612	7,822,160
Non-current liabilities		24,441,908	42,697,571
Current liabilities			
Loans and borrowings	18	45,863,063	39,035,853
Debt securities issued	17	2,676,646	27,934
Lease liability	12	1,722,394	1,531,123
Trade and other payables	21	12,788,591	21,350,964
Contract liabilities	20	851,514	1,459,497
Current liabilities		63,902,208	63,405,371
Total liabilities		88,344,116	106,102,942
Total equity and liabilities		85,235,446	102,374,408

Consolidated Statement of Profit or Loss and Other Comprehensive Income for 2021

'000 AMD	Note	2021	2020
Revenue	5	35,586,052	35,710,081
Other income		338,205	588,856
Depreciation and amortisation expense		(14,410,598)	(15,235,796)
Personnel expenses	6	(6,057,237)	(6,343,614)
Impairment losses on trade receivables		(944,584)	(88,201)
Other expenses	7	(15,365,860)	(13,947,927)
Results from operating activities		(854,022)	683,399
Net foreign exchange gain/(loss)	8	7,454,027	(7,230,269)
Finance income	8	22,581	9,177
Finance costs	8	(6,002,722)	(6,150,552)
Net finance income/(costs)		1,473,886	(13,371,644)
Profit/(loss) before income tax		619,864	(12,688,245)
Income tax expense	9	-	-
Profit/(loss) and total comprehensive income/(loss) for the year		619,864	(12,688,245)

These consolidated financial statements were approved by management on 27 December 2022 and were signed on its behalf by:

Ara Khachatryan
General Director



Syune Parsyan
Chief Financial Officer

Consolidated Statement of Changes in Equity for 2021

'000 AMD	Attributable to equity holders of the Group			
	Share capital	Additional paid-in capital	Accumulated losses	Total equity
Balance at 1 January 2020	23,903	35,084,845	(26,149,037)	8,959,711
Loss and total comprehensive loss for the year	-	-	(12,688,245)	(12,688,245)
Balance at 31 December 2020	23,903	35,084,845	(38,837,282)	(3,728,534)
Balance at 1 January 2021	23,903	35,084,845	(38,837,282)	(3,728,534)
Profit and total comprehensive income for the year	-	-	619,864	619,864
Balance at 31 December 2021	23,903	35,084,845	(38,217,418)	(3,108,670)

Consolidated Statement of Cash Flows for 2021

'000 AMD	2021	2020
Cash flows from operating activities		
Cash received from customers, inclusive of VAT	43,149,061	39,246,507
Cash paid to suppliers, inclusive of VAT	(17,373,562)	(13,950,784)
Cash paid to employees, inclusive of taxes	(5,744,390)	(6,282,975)
Payments of taxes other than on income	(5,676,178)	(4,037,029)
Net cash from operating activities	14,354,931	14,975,719
 Cash flows from investing activities		
Repayments of borrowings given	1,880	15,000
Interest received	20,701	9,280
Acquisition of property and equipment	(3,084,516)	(3,189,570)
Repayment of investment	-	1,450,880
Proceeds from sales of property and equipment	3,748	28,913
Acquisition of intangible assets	(5,282,759)	(4,141,218)
Net cash used in investing activities	(8,340,946)	(5,826,715)
 Cash flows from financing activities		
Proceeds from loans and borrowings	-	1,815,461
Repayments of loans and borrowings	(167,023)	(4,648,103)
Payment of lease liabilities	(2,092,199)	(2,216,086)
Interest paid	(3,077,381)	(3,300,144)
Net cash used in financing activities	(5,336,603)	(8,348,872)
 Net increase in cash and cash equivalents	677,382	800,132
Cash and cash equivalents at 1 January	1,655,607	835,649
Effect of exchange rate fluctuations on cash and cash equivalents	(111,102)	19,826
Cash and cash equivalents at 31 December (Note 14)	2,221,887	1,655,607

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1. Reporting entity

(a) Armenian business environment

The Group's operations are primarily located in Armenia. Consequently, the Group is exposed to the economic and financial markets of Armenia which display characteristics of an emerging market. The legal, tax and regulatory frameworks continue development, but are subject to varying interpretations and frequent changes which together with other legal and fiscal impediments contribute to the challenges faced by entities operating in Armenia.

Additionally, the breakout of armed conflict in Nagorno-Karabakh in September 2020 followed by cease-fire arrangement over disputed Nagorno-Karabakh territories has led to a social unrest in Armenia. In spite of the existence of the cease fire arrangement, the military forces of Armenia and Azerbaijan have been engaged in border conflict, which has also increased the level of uncertainty in the business environment.

In February 2022, because of the military conflict between the Russian Federation and Ukraine, a number of countries imposed sanctions against the Russian Federation. The conflict affects not only the economic activity of two countries but the global economy as well. As a result of sanctions, commodity and food prices have risen in many countries around the world, the established links between supply of resources have been disrupted, inflation also affects the prices, and analysts also forecast economic implications for the global industry.

The consolidated financial statements reflect management's assessment of the impact of the Armenian business environment on the operations and the financial position of the Group. The future business environment may differ from management's assessment.

(b) Organisation and operations

UCom CJSC (the "Company") and its subsidiary (the "Group") comprise Armenian closed joint stock company as defined in the Civil Code of Armenia. The Company was established in accordance with the legislation of the Republic of Armenia in April 1994 and is the legal successor of Moskva LLC and Araqini Enker LLC. The Company was renamed as UCom LLC on 12 December 2007 following the amendments made in the Company's charter. The Company started its operations on 22 October 2007 and remained dormant until then. On 15 January 2020 the Group reorganised its legal form from limited liability company to closed joint stock company. UCom LLC was liquidated and a new entity, UCom CJSC, was established, which is the legal successor of UCom LLC. As at 31 December 2021 the Company's registered address was 9 Grigor Lusavorich Street, Yerevan 0010, Republic of Armenia. Subsequent to the reporting period the Company changed its registered office address to 8/4 Davit Anhaght Street, Yerevan 0069, Republic of Armenia.

On 31 August 2015 the Company obtained control of Orange Armenia CJSC by acquiring 100% of the shares and voting interests of that Company. On 31 March 2016 Orange Armenia CJSC was legally merged to UCom CJSC.

In February 2017 the Company legally merged with its two subsidiaries: Interactive TV LLC and Icon Communications CJSC.

The issued and outstanding ordinary share capital comprises 23,903,447 ordinary shares. All shares have a nominal value of AMD 1.

The Company's principal activity is the provision of mobile telecommunication, broadband and wireless internet, digital television and landline digital telephony services in the Republic of Armenia, as well as data transmission and hosting services. The Company also sells communication equipment to corporate and individual customers.

On 7 June 2018 the Company established a new entity UPay CJSC (the “Subsidiary”). UPay CJSC is a 100% subsidiary of the Company.

The Subsidiary’s principal activities are provision of collection services, e.g. collection of utility, loan, state budget payments from customers on behalf of service providers and provision of loans on behalf of credit organisations through its 42 branches.

The Group does not have ultimate controlling party. Related party transactions are disclosed in Note 24.

2. Basis of accounting

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRSs”).

(b) Going concern

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will be able to discharge its liabilities including the mandatory repayment terms of the banking facilities.

As at 31 December 2021 Group’s current liabilities exceeded current assets by AMD 48,725,604 thousand. The Group is heavily indebted with AMD 17,644,828 thousand secured bank loans available to be requested by the bank on demand due to covenant breaches (out of which secured bank loans of AMD 13,246,542 thousand already fell due in 2020 and were overdue as at 31 December 2021) and AMD 20,022,259 thousand other banks, shareholder or related party loans falling due in 2022.

The Company has restructured/refinanced the loans with majority of other banks, shareholders and related parties subsequent to 31 December 2021, prolonging the repayments till 2023-2028. Management is confident that the Group will be able to refinance remaining bank facilities, overdue and falling due in 2022, and that the shareholders and other related parties will not request the repayment of the borrowings in the foreseeable future. With regards to the secured bank loan of AMD 17,644,828 thousand above, the management is in the final stage of negotiations with the bank and certain preliminary agreements were reached for restructuring the overdue and breached loans. In particular, the repayment schedule has been agreed with final maturity in 2028, the underlying collateral has been agreed and currently the discussion of the agreement terms, such as covenants, is being finalised. The bank has not requested the repayment of overdue loans as at the date of these consolidated financial statements.

Additionally, the Group has initiated a process of significant capital replenishment through issuance of new shares to existing shareholders and attraction of new investors with a total amount of contribution of AMD 12 billion. The existing shareholders and a new investor have expressed their intent to purchase the shares. Relevant applications have already been submitted to the state authorities and the share purchase is pending their approval. As a result of capital replenishment the Group expects to repay significant portion of its borrowings.

Based on these factors, management has a reasonable expectation that the Group has and will have adequate resources to continue in operational existence for the 12 months following the date of approval of these financial statements. Accordingly, management believes that there is no significant uncertainty with regards to Group’s ability to continue as going concern.

3. Functional and presentation currency

The national currency of the Republic of Armenia is the Armenian Dram (“AMD”), which is the Group’s functional currency and the currency in which these consolidated financial statements are presented. All financial information presented in AMD has been rounded to the nearest thousand, except when otherwise indicated.

4. Use of estimates and judgments

The preparation of consolidated financial statements in conformity with IFRSs requires management to make judgments, 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 those estimates.

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 critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements and assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is included in the following notes:

- Note 2(b) – assumptions relating to Group’s ability to continue as a going concern
- Note 5 – determination of significant financing component on advances received under IRU contracts; determination of collectability of revenue from terminated contracts;
- Note 12 – determination of lease term and incremental borrowing rate;
- Note 27(h)(iii) – useful lives of property and equipment;
- Note 11 – key assumptions in the testing of non-current assets and goodwill for impairment;
- Note 19 – key assumptions in the estimation of dismantling provision;
- Note 22(c) – measurement of ECL allowance for trade receivables and contract assets: key assumptions in determining the weighted-average loss rate;
- Note 9 – non-recognition of deferred tax assets;
- Note 11 – determination of whether the annual fee payables for use of radio-frequency spectrum meet the criteria for asset recognition.

Measurement of fair values

A number of the Group’s accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When measuring the fair value of an asset or a liability, the Group uses market 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. 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 measurement.

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 – fair values and risk management.

5. Revenue

(a) Revenue streams

'000 AMD	2021	2020
Revenue from contracts with customers		
Mobile services (including mobile internet)	8,834,233	8,413,734
Triple play package (including telephone, TV and internet)	6,964,766	6,844,834
Fixed broadband internet	6,007,529	5,876,757
Sales of goods	3,432,592	1,700,824
Mobile broadband internet	3,105,298	3,615,866
IRU, IP and data transit	2,515,462	4,900,517
Interconnection and roaming	2,028,975	1,641,546
Digital television	1,141,205	1,327,396
Landline digital telephony and interconnection	334,851	352,541
Network construction works	106,667	195,850
Other	817,411	202,394
Total revenue from contracts with customers	35,288,989	35,072,259
Other revenue		
Lease of telecommunication equipment	297,063	637,822
Total revenue	35,586,052	35,710,081

(b) Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical market and timing of revenue recognition.

'000 AMD	2021	2020
Primary geographical markets		
Domestic	32,844,881	29,925,492
Middle East countries	1,573,600	3,050,297
Euro-zone countries	381,798	503,255
Other CIS countries	367,845	1,494,156
United States	19,500	-
Others	101,365	99,059
	35,288,989	35,072,259
Timing of revenue recognition		
Point in time	3,432,592	1,700,824
Over time	31,856,397	33,371,435
Revenue from contracts with customers	35,288,989	35,072,259
Other revenue	297,063	637,822
Total revenue	35,586,052	35,710,081

(c) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers.

'000 AMD	31 December 2021	31 December 2020
Trade receivables	9,407,738	16,894,059
Contract assets	158,669	297,559
Contract liabilities	8,396,126	9,281,657

The contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date as well as incremental costs incurred to obtain a contract, such as sales agent commission. The contract assets related to work completed but not billed are transferred to receivables when the rights become unconditional. The contract assets related to incremental costs incurred to obtain a contract are amortized over the time of respective revenue recognition period.

The Group assesses the collectability of revenue and other income from penalties related to terminated (defaulted) contracts at the time of revenue recognition. Based on historical information of collections below 30% of such revenue, the Group has assessed that revenue should not be recognised for terminated contracts considering low probability of collection.

The contract liabilities comprise advances received under IRU contracts, network installation fees and other deferred revenue. Advances received under IRU contracts relate to the advance consideration received from customers for granting an access to certain dark fibers from Group's infrastructure.

The amount of AMD 843,764 thousand recognised in contract liabilities at the beginning of the period has been recognised as revenue for the period ended 31 December 2021.

Remaining performance obligations under IRU contracts have a nominal value of AMD 8,427,590 thousand as at 31 December 2021 and are discounted using 6.7%-10% rates. Remaining performance obligations under IRU contracts included in contract liabilities are expected to be recognised in revenue of future periods as follows:

'000 AMD	31 December 2021	31 December 2020
Less than 1 year	572,988	413,857
1-2 years	603,865	482,918
2-5 years	1,647,834	1,737,702
More than 5 years	5,180,291	5,404,565
	8,004,978	8,039,042

No information is provided about remaining performance obligations at 31 December 2021 that have an original expected duration of one year or less, as allowed by IFRS 15.

(d) Performance obligations and revenue recognition policies

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a good or service to a customer.

The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, including significant payment terms, and the related revenue recognition policies.

Type of product/ service	Nature and timing of satisfaction of performance obligations, including significant payment terms	Revenue recognition policies
Interconnection services	Access charges for interconnect services are earned from other telecommunication operators for traffic originated on the Group's network under agreements which also regulate the Group's use of the other operators' networks. Interconnect services are billed and paid on a monthly basis.	Revenue from interconnect fees is recognized over time as the services are performed.
Fixed services (Internet, television and voice over IP)	Group derives revenue from each subscriber for fixed services. Performance obligation is satisfied when services are performed. Service is postpaid.	Revenue from fixed services primarily consists of monthly fixed charges for usage of services and is recognized over time as the services are provided using time elapsed measure of progress.
Mobile and internet data services (mobile voice, data, roaming, messaging, internet data)	Group derives revenue from each subscriber for mobile and internet data services. Performance obligation is satisfied when services are performed based upon minutes of use and messages processed, data consumed. Service is both prepaid and postpaid.	Revenue from mobile and internet data service is recognized over time, as service is provided. Measure of progress is based on data usage, minutes of use, messages processed. For bundled packages, the Group accounts for individual services separately, if they are distinct, that is, if a service is separately identifiable from other items in the bundled package and if a customer can benefit from it. The consideration is allocated between separate services in a bundle based on their stand-alone selling prices. Monthly subscription fee is recognized as revenue in the month when the service is provided to the subscriber. For bundled packages, as the unused megabytes, messages, and minutes, cannot be carried forward to subsequent period, revenue is recognized over time, based on time elapsed measure of progress commencing from the activation of the package up to the expiration of service term. These services are billed and paid for on a monthly basis.

Type of product/ service	Nature and timing of satisfaction of performance obligations, including significant payment terms	Revenue recognition policies
IRU, IP and data transit	The Group derives revenue from fixed charges for usage of the cable network of the Group. Performance obligation is satisfied when services are performed. The service is prepaid.	The Group has certain long-term Indefeasible Right to Use (“IRU”) contracts, where the obligation for network maintenance and the related risk of return is retained with the Group during the life of the contract. The Group adjusts the transaction price for a significant financing component and recognizes the related interest expense in the consolidated statement of profit or loss and other comprehensive income. The Group recognizes revenue on a straight-line basis over the term of the contract.
Sales of goods	Customer obtains control over goods sold which mainly comprise of telecommunication equipment and handsets, in the Group’s customer service centers. Invoices are generated and revenue is recognized at that point in time. Invoices for corporate customers are payable within 30 days. Invoices for individual customers are payable in cash right after the invoice has been generated or in case of credit sales the partner bank pays for the goods sold within 30 days. No loyalty points or returns are offered for sales of goods.	Revenue is recognized when the goods are provided to the customer in the Group’s customer service center and the invoice is generated. For bundled packages, the Group accounts for individual goods sold separately, if they are distinct, that is, if the goods sold are separately identifiable from other items in the bundled package and if a customer can benefit from it. The consideration is allocated between the goods sold and services provided within the tariff plan in a bundle based on their stand-alone selling prices.

6. Personnel expenses

’000 AMD	2021	2020
Employee compensation, including payroll related taxes	<u>6,645,677</u>	<u>6,816,329</u>

During 2021 employee compensation of AMD 588,440 thousand was capitalised on property and equipment (2021: AMD 472,715 thousand).

7. Other expenses

'000 AMD	2021	2020
Cost of equipment sold	2,927,816	1,320,700
Interconnection and roaming expenses	2,821,651	2,824,123
Technical support and maintenance	1,785,231	1,773,699
Purchase of internet	1,498,792	2,023,671
Purchase of TV channels	1,198,653	1,567,822
Office maintenance, electricity and utility	1,191,437	1,153,910
Operation and maintenance fees for IRU contracts	715,677	661,732
Commission expenses	557,747	433,221
Advertising, marketing and distribution	510,296	261,462
Cost of implementation of support system project	477,952	-
Office and transportation costs	359,713	269,945
Other tax expenses	88,515	81,604
Professional services	67,106	73,445
Other operating lease	64,552	40,322
Other	1,100,722	1,462,271
	15,365,860	13,947,927

8. Net finance costs

'000 AMD	2021	2020
Recognised in profit or loss		
Interest income	22,581	9,177
Finance income	22,581	9,177
Interest expense on loans and borrowings and debt securities	(4,474,582)	(4,294,447)
Interest expense from amortization of lease liability	(682,958)	(622,003)
Interest expense on contract liability from IRU contracts	(429,068)	(429,068)
Unwinding of discount on spectrum fees payable	(270,205)	(500,087)
Unwinding of discount on site restoration provision	(93,101)	(121,601)
Unwinding of discount on deferred payables for purchase of equipment	(52,808)	(183,346)
Finance costs	(6,002,722)	(6,150,552)
Net foreign exchange gain/(loss)	7,454,027	(7,230,269)
Net finance income/(costs) recognised in profit or loss	1,473,886	(13,371,644)

9. Income taxes

(a) Amounts recognised in profit or loss

The Group's applicable tax rate is the income tax rate of 18% for Armenian companies (2019: 20%).

'000 AMD	2021	2020
Deferred tax expense		
Origination and reversal of temporary differences	-	-
Income tax expense	-	-

(b) Reconciliation of effective tax rate:

	2021		2020	
	'000 AMD	%	'000 AMD	%
Profit/(loss) before income tax	619,864		(12,688,245)	
Income tax benefit at applicable tax rate	(11,576)	(18)	2,283,884	18
Increase in unrecognised tax losses	(1,123,349)	(181)	(1,073,730)	(8)
Non-taxable income/ (non-deductible expenses)	1,234,925	199	(1,210,154)	(10)
	-	-	-	-

(c) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items:

'000 AMD	2021	2020
Deductible temporary differences	34,844,612	34,829,574
Tax losses	38,237,205	32,011,413
	73,270,477	66,840,987

The tax losses expire in 1-5 years. The deductible temporary differences do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of deductible temporary differences and tax losses of the Group because it is not probable that future taxable profit will be available against which the Group can utilize the benefits therefrom.

No tax losses expired in 2021.

10. Property and equipment

'000 AMD	Land and buildings	Network infrastructure	Equipment	Transportation facilities	Fixtures and fittings	Leasehold improvement	Construction in progress	Total
Cost								
Balance at 1 January 2020	1,248,877	38,757,097	34,773,382	550,508	760,592	566,765	695,997	77,353,218
Additions	12,911	742,419	1,695,070	-	50,558	4,810	47,103	2,552,871
Transfers	(69,031)	142,608	(369,862)	4,299	231,217	5,180	55,589	-
Disposals	-	(535,246)	(1,527,334)	(2,920)	(7,948)	(55,955)	(3,982)	(2,133,385)
Balance at 31 December 2020	1,192,757	39,106,878	34,571,256	551,887	1,034,419	520,800	794,707	77,772,704
Balance at 1 January 2021	1,192,757	39,106,878	34,571,256	551,887	1,034,419	520,800	794,707	77,772,704
Additions	12,992	921,644	1,446,440	-	88,127	31,701	261,181	2,762,085
Transfers	7,969	115,792	(25,662)	-	350,914	57,640	(506,653)	-
Disposals	-	(90,297)	(1,351,158)	-	(1,224)	(51,674)	(533)	(1,494,886)
Balance at 31 December 2021	1,213,718	40,054,017	34,640,876	551,887	1,472,236	558,467	548,702	79,039,903
Depreciation								
Balance at 1 January 2020	128,384	9,759,773	20,418,963	421,918	722,450	126,637	-	31,578,125
Depreciation for the year	24,056	2,775,081	3,709,215	64,923	120,796	40,087	-	6,734,158
Transfers	-	82,096	(270,313)	2,586	185,631	-	-	-
Disposals	-	(401,413)	(791,137)	(2,919)	(4,540)	(6,616)	-	(1,206,625)
Balance at 31 December 2020	152,440	12,215,537	23,066,728	486,508	1,024,337	160,108	-	37,105,658
Balance at 1 January 2021	152,440	12,215,537	23,066,728	486,508	1,024,337	160,108	-	37,105,658
Depreciation for the year	25,565	2,790,333	3,006,002	48,516	120,460	18,848	-	6,009,724
Transfers	367	-	2,602	-	1,222	(4,191)	-	-
Disposals	-	-	(596,625)	-	(1,496)	(8,114)	-	(606,235)
Balance at 31 December 2021	178,372	15,005,870	25,478,707	535,024	1,144,523	166,651	-	42,509,147
Carrying amounts								
At 1 January 2020	1,120,493	28,997,324	14,354,419	128,590	38,142	440,128	695,997	45,775,093
At 31 December 2020	1,040,317	26,891,341	11,504,528	65,379	10,082	360,692	794,707	40,667,046
At 31 December 2021	1,035,346	25,048,147	9,162,169	16,863	327,713	391,816	548,702	36,530,756

(a) Security

At 31 December 2021 properties with a carrying amount of AMD 11,013,886 thousand (2020: AMD 11,126,258 thousand) are pledged to secure bank loans (see Note 18).

11. Intangible assets and goodwill

'000 AMD	Goodwill	Customer base	Licences and trademarks	Capacity IRU	Billing system and other software	Total
<i>Cost</i>						
Balance at 1 January 2020	888,988	165,170	36,757,836	14,784,396	7,331,677	59,928,067
Additions	-	-	4,659,698	748,201	238,145	5,646,044
Disposals	-	-	(89,606)	-	(178)	(89,784)
Balance at 31 December 2020	888,988	165,170	41,327,928	15,532,597	7,569,644	65,484,327
Balance at 1 January 2021	888,988	165,170	41,327,928	15,532,597	7,569,644	65,484,327
Additions	-	-	228,197	-	24,900	253,097
Disposals	-	-	(559)	-	(75,380)	(75,939)
Balance at 31 December 2021	888,988	165,170	41,555,566	15,532,597	7,519,164	65,661,485
<i>Amortisation and impairment losses</i>						
Balance at 1 January 2020	-	165,170	16,982,157	3,861,594	3,697,331	24,706,252
Amortisation for the year	-	-	4,877,238	988,856	688,199	6,554,293
Disposals	-	-	(14,072)	-	(62)	(14,134)
Balance at 31 December 2020	-	165,170	21,845,323	4,850,450	4,385,468	31,246,411
Balance at 1 January 2021	-	165,170	21,845,323	4,850,450	4,385,468	31,246,411
Amortisation for the year	-	-	4,840,033	997,925	820,089	6,658,047
Disposals	-	-	(559)	-	(75,263)	(75,822)
Balance at 31 December 2021	-	165,170	26,684,797	5,848,375	5,130,294	37,828,636
<i>Carrying amounts</i>						
At 1 January 2020	888,988	-	19,775,679	10,922,802	3,634,346	35,221,815
At 31 December 2020	888,988	-	19,482,605	10,682,147	3,184,176	34,237,916
At 31 December 2021	888,988	-	14,870,769	9,684,222	2,388,870	27,832,849

As at 31 December 2021 UCom CJSC holds licenses for use of radio-frequency spectrum for provision of mobile and fixed services (the “Permissions”). The Permissions are granted by Public Services Regulatory Commission and allow the Group to provide mobile services. The Permissions expire in November 2023. The Group pays annual fee for use of radio-frequency spectrums. The annual fee payables are recognised as intangible asset at their present value, determined by discounting the cash flows using a nominal risk-free rate of 5.4% (2020: 3.5%).

Impairment testing for cash-generating units containing goodwill

During the year ended 31 December 2021 Group continued to incur capital expenditures in connection with the improvements to network quality. The Group's property and equipment and intangible assets were assessed for impairment as at 31 December 2021. For the purpose of impairment testing, goodwill is allocated to the Group's total operations. There is no lower level of CGU within the Group at which the goodwill is monitored for internal management purposes.

The recoverable amount of the CGU was based on its value in use which was determined by discounting the future cash flows generated from the continuing operations of the Group. The recoverable amount of the CGU was determined to be higher than its carrying amount and no impairment loss was recognised.

Key assumptions used in discounted cash flow projections

Key assumptions used in the calculation of recoverable amounts are discount rate, terminal value growth rates and EBITDA margins. These assumptions are as follows:

(i) *Discount rate*

Pre-tax nominal discount rate of 14.1% was applied in determining the recoverable amount of the CGU. The discount rate was estimated based on past experience, and industry average weighted average cost of capital, which was based on a possible range of debt leveraging of 30% at a market interest rate of 11.2%.

Terminal value growth rate

Cash flows were projected based on past experience, actual operating results and the five-year business plan. A long-term growth rate into perpetuity of 3.5% has been determined as the long-term inflation forecast for Armenia.

(ii) *Budgeted EBITDA margins*

Budgeted EBITDA was estimated based on the past experience of the existing operations, adjusted as follows.

The Group projected revenue growth from estimated sales volume and price growth. As a result, gradual growth of EBITDA margin was projected from 35% to 40% for the next five years.

Sensitivity to changes in assumptions

A 0.6 percentage points increase in weighted average cost of capital or a 1 percentage points decrease in EBITDA margin in both projected and terminal periods would result in impairment recognition.

12. Leases

(a) Leases as lessee

The Group leases a number of premises used for LTE network infrastructure, offices/server spaces, customer service shops as well as leases certain dark fiber optical channels.

Information about leases for which the Group is a lessee is presented below:

Right of use assets

'000 AMD	Site greenfield	Site rooftop	Site pillar	Other portfolios	Main office	Shops	Total
Balance at 1 January 2020	1,295,468	2,047,195	813,756	129,055	610,741	411,846	5,308,061
Additions*	12,762	638,823	1,680	379,811	-	374,518	1,407,594
Modification	-	-	388,279	(9,547)	(127,856)	2,834	253,710
Depreciation charge for the year	(124,697)	(394,664)	(100,884)	(373,367)	(354,347)	(551,532)	(1,899,491)
Disposal	(183,969)	(105,859)	(120,969)	-	-	(94,432)	(505,229)
Balance at 31 December 2020	999,564	2,185,495	981,862	125,952	128,538	143,234	4,564,645
Balance at 1 January 2021	999,564	2,185,495	981,862	125,952	128,538	143,234	4,564,645
Additions*	17,033	345,388	3,127	296,381	528,091	484,444	1,674,464
Modification	116,171	28,461	100,896	(18,189)	-	(30,790)	196,549
Depreciation charge for the year	(140,836)	(390,011)	(129,438)	(330,864)	(252,955)	(486,262)	(1,730,366)
Disposal	-	-	(5,469)	-	-	(2,103)	(7,572)
Balance at 31 December 2021	991,932	2,169,333	950,978	73,280	403,674	108,523	4,697,720

* The Group has lease agreements for which lease term is determined based on short-term notice of 1-6 months. For these contracts right of use asset is recognised and depreciated for the notice period duration. The right of use asset is constantly re-measured based on notice period not being exercised.

The lease of office/shop areas typically run for a period of 5 to 10 years, leases of network sites for 5 to 10 years and leases of dark fiber for 10 years.

Lease liability

'000 AMD	Site greenfield	Site rooftop	Site pillar	Other portfolios	Main office	Shops	Total
Balance at 1 January 2020	1,425,591	2,191,468	905,006	202,356	681,382	524,621	5,930,424
Additions	12,762	615,997	1,680	379,811	-	374,518	1,384,768
Lease modifications	-	-	388,279	(9,547)	(179,140)	2,834	202,426
Interest expense	144,689	259,539	112,562	14,181	49,324	41,367	621,662
Lease payment	(223,650)	(583,608)	(184,309)	(347,056)	(423,028)	(574,380)	(2,336,031)
Lease liability write-off	(193,074)	(110,207)	(127,383)	-	-	(99,805)	(530,469)
Balance at 31 December 2020	<u>1,166,318</u>	<u>2,373,189</u>	<u>1,095,835</u>	<u>239,745</u>	<u>128,538</u>	<u>269,155</u>	<u>5,272,780</u>
Balance at 1 January 2021	1,166,318	2,373,189	1,095,835	239,745	128,538	269,155	5,272,780
Additions	8,289	341,251	3,127	296,381	528,091	484,444	1,661,583
Lease modifications	68,417	1,613	100,896	(18,189)	-	(30,790)	121,947
Interest expense	151,949	232,388	175,368	18,084	47,047	58,122	682,958
Lease payment	(245,746)	(579,979)	(88,118)	(360,261)	(256,834)	(561,261)	(2,092,199)
Lease liability write-off	-	-	(6,310)	-	-	(2,437)	(8,747)
Balance at 31 December 2021	<u>1,149,227</u>	<u>2,368,462</u>	<u>1,280,798</u>	<u>175,760</u>	<u>446,842</u>	<u>217,233</u>	<u>5,638,322</u>

(b) Leases as lessor

The Group leases out mobile devices to mobile customers under non-cancellable operating lease. The Group classifies these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

Future minimum lease payments

At 31 December, the future minimum lease payments under non-cancellable leases are receivable as follows:

'000 AMD	2021	2020
Less than one year	27,787	363,539
Between one and five years	-	43,231
	<u>27,787</u>	<u>406,770</u>

13. Inventories

'000 AMD	<u>31 December 2021</u>	<u>31 December 2020</u>
Goods for resale	848,020	318,242
Consumables and spare parts	262,734	242,936
	<u>1,110,754</u>	<u>561,178</u>

14. Cash and cash equivalents

'000 AMD	<u>31 December 2021</u>	<u>31 December 2020</u>
Petty cash	89,538	61,525
Cash in transit	102,904	99,473
Bank balances	2,029,445	1,494,609
Cash and cash equivalents in the consolidated statement of financial position and the consolidated statement of cash flows	<u>2,221,887</u>	<u>1,655,607</u>

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

15. Equity

(a) Share capital

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

(b) Dividends

No dividends were declared and paid during 2021 and 2020 periods. No dividends were proposed after 31 December 2021 and up to the date these consolidated financial statements were authorised.

16. Capital management

The Group has no formal policy for capital management, but management seeks to maintain a sufficient capital base for meeting the Group's operational and strategic needs. The Company is in the process of developing a plan to manage its negative equity.

The Company is not subject to externally imposed capital requirements.

17. Debt securities issued

In May 2019 the Group issued USD bonds with total quantity of 50,000, par value of 100 and annual yield of 7.5% and AMD bonds with total quantity of 2,500, par value of AMD 100,000 and annual yield of 11%. The bonds are listed on Armenian Stock Exchange.

18. Loans and borrowings

This note provides information about the contractual terms of the Group's interest-bearing loans and borrowings, which are measured at amortised cost. For more information about the Group's exposure to interest rate, foreign currency and liquidity risk, see Note 22.

'000 AMD	31 December 2021	31 December 2020
<i>Non-current liabilities</i>		
Secured bank loans and credit lines	3,390,573	8,276,923
Unsecured borrowings from other related parties	4,277,463	8,350,509
Unsecured borrowings from shareholders	-	3,178,732
	7,668,036	19,806,164
<i>Current liabilities</i>		
Secured bank loans and credit lines	24,488,620	21,900,762
Unsecured bank loan from shareholder	481,245	523,688
Unsecured borrowings from shareholders	3,110,394	236,592
Unsecured borrowing from other related parties	17,782,804	16,374,811
	45,863,063	39,035,853

The Group's secured bank loans are secured by property and equipment (Note 10), shares in UCom CJSC and turnover on bank accounts.

(a) Terms and debt repayment schedule

Terms and conditions of outstanding loans were as follows:

'000 AMD	Currency	Nominal interest rate	Year of maturity*	31 December 2021		31 December 2020	
				Face value	Carrying amount	Face value	Carrying amount
Secured credit line	USD	7.75%-9.80%	2023	7,321,337	7,321,337	7,962,177	7,962,177
Secured credit line	USD	9.25%	2022	1,605,773	1,605,773	1,747,742	1,747,742
Secured bank loan	USD	9.50%	2022	144,492	144,492	157,226	157,226
Secured bank loan	USD	8.00%	2022	144,620	144,620	341,047	341,047
Secured bank loan	USD	8.00%	2022	1,018,143	1,018,143	1,108,161	1,108,161
Secured bank loan	USD	6m Libor+7%	2020	13,246,542	13,246,542	13,769,798	13,769,798
Secured bank loan	EUR	3m Libor+4%	2024	4,398,286	4,398,286	5,091,534	5,091,534
Unsecured credit line from shareholder	USD	7.00%	2022	481,245	481,245	523,688	523,688
Unsecured borrowings from shareholders	USD	6%	2022	3,110,394	3,110,394	3,415,324	3,415,324
Unsecured borrowing from other related party	USD	9.0%-9.5%	2022	3,881,919	3,881,919	4,210,944	4,210,944
Unsecured borrowing from other related party	EUR	6%+6mEur Libor	2023-2025	2,264,073	2,264,073	2,677,300	2,677,300
Unsecured borrowing from other related party	USD	5%	2022	1,271,764	1,271,764	1,306,279	1,306,279
Unsecured borrowing from other related party	AMD	12.0%	2022	2,407,353	2,407,353	2,408,679	2,408,679
Unsecured borrowings from other related party	EUR	5.5%-8.5%	2022	5,956,167	5,956,167	6,673,727	6,673,727
Unsecured borrowings from other related party	EUR	6.0%-6.5%	2023-2025	6,278,991	6,278,991	7,448,391	7,448,391
				53,531,099	53,531,099	58,842,017	58,842,017

* Year of maturity is presented for balances outstanding as at 31 December 2021 based on amended agreements effective at that date.

The Group's secured bank loans are secured by property and equipment (Note 10), shares in UCom CJSC and turnover on bank accounts.

The Group has secured bank loans amounting to AMD 13,246,542 thousand and AMD 4,398,286 thousand at 31 December 2021. According to the terms of the agreements, these loans were repayable in 2020 and 2024 respectively. No repayments have been performed and the loan amounting to AMD 13,246,542 thousand is overdue as at 31 December 2021. In addition, the loans contain a number of financial covenants which were breached at 31 December 2021. As a result of these breaches, the lenders can request repayment on demand. The Group has classified both loans as short-term borrowings as at 31 December 2021.

(b) Reconciliation of movements of liabilities to cash flows arising from financing activities

'000 AMD	Other loans and borrowings	
	2021	2020
Balance at 1 January	58,842,017	54,445,290
Changes from financing cash flows		
Proceeds from borrowings	-	1,815,461
Repayment of borrowings	(167,023)	(4,648,103)
Interest paid	(2,876,439)	(2,968,729)
Total changes from financing cash flows	(3,043,462)	(5,801,371)
The effect of changes in foreign exchange rates	(6,526,664)	6,115,121
Other changes		
Interest expense	4,259,208	4,082,977
Total liability-related other changes	4,259,208	4,082,977
Balance at 31 December	53,531,099	58,842,017

19. Provisions

'000 AMD	Site restoration	
	31 December 2021	31 December 2020
Opening balance	1,663,176	1,571,799
Provisions made/(reversed) during the year	117,058	(27,777)
Provisions used during the year	(5,090)	(2,447)
Unwind of discount	93,101	121,601
Closing balance	1,868,245	1,663,176

In accordance with Armenian legislation, areas leased by the Group for its network sites must be restored to their original condition and assets installed should be removed after termination of lease agreements. The provision was estimated by considering risks related to amount and timing of restoration costs. The average timing for restoration is assessed 10 years from the reporting date on the basis of economic lives of the assets installed and the expectations of future technological changes. The present value of restoration costs was determined by discounting the estimated restoration cost using a nominal risk-free rate of 6.5% (2020: 5.6%). Because of the long-term nature of the liability, the greatest uncertainty in estimating the provision is the costs that will be incurred and the timing of restorations.

In providing for the cost of site restoration management has consulted with its in-house engineers who have considered the different types of network sites, activities necessary for dismantling and average cost for each activity.

20. Contract liabilities

'000 AMD	31 December 2021	31 December 2020
<i>Non-current liabilities</i>		
Advances received under IRU contracts	7,431,990	7,711,656
Deferred revenue from network connection service	112,622	110,504
	7,544,612	7,822,160
<i>Current liabilities</i>		
Advance consideration received from subscribers	202,150	1,046,765
Advances received under IRU contracts	572,988	327,386
Deferred revenue from network connection service	76,376	85,346
	851,514	1,459,497

21. Trade and other payables

'000 AMD	31 December 2021	31 December 2020
<i>Non-current payables</i>		
Spectrum fee	3,445,087	6,632,703
Trade payables	-	168,759
	3,445,087	6,801,462
<i>Current payables</i>		
Spectrum fee	3,271,417	3,299,730
Trade payables	4,262,729	5,825,755
Payables to mobile operators	3,188,478	5,834,151
Vacation reserve	748,659	638,587
VAT payable	364,571	1,117,528
IRU payables	335,771	3,851,555
Other taxes payable	86,156	321,887
Other payables	530,810	461,771
	12,788,591	21,350,964
Total trade and other payables	16,233,678	28,152,426

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

22. Fair values and risk management

(a) Fair values of financial instruments

Management estimates that the fair value of all the financial assets and liabilities approximate their carrying amounts, due to short term nature of assets and liabilities or proximity to market rates born for long term assets and liabilities.

(b) Financial risk management

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

- credit risk;
- liquidity risk;
- market risk.

Risk management framework

The management of the Group has overall responsibility for the establishment and oversight of the Group's risk management framework. The management of the Group is well informed of the risks and challenges of the industry. The political, social and economic factors are all accumulated to arrive at strategic decisions. The management also, through its training and activities, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(c) Credit risk

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

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

'000 AMD	Carrying amount	
	2021	2020
Trade receivables	9,407,738	16,894,059
Contract assets	158,669	297,559
Other assets (borrowings given)	-	1,320
Bank balances and cash in transit	2,132,349	1,594,082
	11,698,756	18,787,020

Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the country in which customers operate. Details of concentration of revenue are included in Note 5.

The Group transacts with individuals and corporate customers in sales of goods and rendering of services. No single customer accounts for revenue over 10% from sales transactions. Credit risk is managed by requesting up-front payments from the large customers in relation to long-term contracts.

For other revenue contracts the Group assesses customers' creditworthiness before the Group's standard payment and service terms and conditions are offered. For its corporate and end-user corporate customers the Group monitors the credit risk individually by assessing the creditworthiness of each customer based on the ageing profile, industry, maturity and existence of previous financial difficulties.

The Group does not require collateral in respect of trade receivables.

The maximum exposure to credit risk for trade receivables at the reporting date by geographic region was as follows:

'000 AMD	Carrying amount	
	2021	2020
Domestic	2,728,359	3,006,368
Middle East countries	5,085,898	5,668,220
Euro-zone countries	720,733	1,449,283
Other CIS countries	182,429	6,423,589
United States	12,484	25,754
Others	677,835	320,845
	9,407,738	16,894,059

The Group's most significant customer, a mobile operator and wholesaler customer, accounts for AMD 2,303,360 thousand of the carrying amount of trade receivables as at 31 December 2021 (31 December 2020: different customer, a mobile operator and wholesale customer with carrying amount of AMD 5,128,972 thousand).

Expected credit loss assessment for corporate and individual customers

The Group assesses trade receivables from corporate customers with outstanding balance of greater than AMD 20,000 thousand individually. The Group allocates each exposure to a credit risk grade based on data that is determined to be predictive of the risk of loss (including but not limited to external ratings, cash flow projections and available press information about customers) and applying experienced credit judgement. Credit risk grades are defined using qualitative and quantitative factors that are indicative of the risk of default and are aligned to external credit rating definitions from Moody's rating agency. The Group calculates an ECL rate for individually assessed trade receivables based on delinquency status and actual payment pattern during 12-month period.

The following table sets out information about exposure to credit risk, ECLs and credit quality of trade receivables assessed individually as at 31 December 2021 and 2020 respectively:

2021	Lifetime ECL	Lifetime ECL	
'000 AMD	not impaired	impaired	Total
Gross corporate customers assessed individually	3,527,749	6,103,193	9,630,942
Expected credit losses	(44,962)	(2,371,325)	(2,416,287)
Net corporate customers assessed individually	3,482,787	3,731,868	7,214,655
2020	Lifetime ECL	Lifetime ECL	
'000 AMD	not impaired	impaired	Total
Gross corporate customers assessed individually	8,559,045	7,580,830	16,139,875
Expected credit losses	(31,896)	(1,570,238)	(1,602,134)
Net corporate customers assessed individually	8,527,149	6,010,592	14,537,741

The Group allocates each exposure to a credit risk grade based on data that is determined to be predictive of the risk of loss (including but not limited to external credit ratings, information on potential financial difficulties and information on past due days) and applying experienced credit judgement.

The following table provides information about the exposure to credit risk and ECLs for corporate and individual trade receivables assessed collectively as at 31 December 2021 and 2020:

2021	Gross corporate customers assessed collectively	Expected credit losses	Expected credit loss rates	Net corporate customers assessed collectively
'000 AMD				
Not past due	511,234	(5,732)	1.1%	505,502
Past due 0 - 30 days	124,110	(5,918)	4.8%	118,192
Past due 31 - 90 days	86,771	(13,373)	15.4%	73,398
Past due 91 - 180 days	56,156	(22,213)	39.6%	33,943
Past due 181 - 270 days	51,494	(33,980)	66.0%	17,514
Past due 271 - 365 days	23,004	(21,096)	91.7%	1,908
More than one year	487,965	(487,965)	100.0%	-
	1,340,734	(590,277)	44.0%	750,457

2020	Gross corporate customers assessed collectively	Expected credit losses	Expected credit loss rates	Net corporate customers assessed collectively
'000 AMD				
Not past due	376,826	(6,851)	1.82%	369,975
Past due 0 - 30 days	93,497	(6,210)	6.64%	87,287
Past due 31 - 90 days	67,880	(10,882)	16.03%	56,998
Past due 91 - 180 days	58,842	(20,509)	34.85%	38,333
Past due 181 - 270 days	43,984	(30,930)	70.32%	13,054
Past due 271 - 365 days	36,585	(32,409)	88.59%	4,176
More than one year	465,498	(465,498)	100.00%	-
	1,143,112	(573,289)	50.15%	569,823

2021	Gross individual customers assessed collectively	Expected credit losses	Expected credit loss rates	Net individual customers assessed collectively
'000 AMD				
Not past due	1,363,821	(16,075)	1.4%	1,347,746
Past due 0 - 30 days	59,093	(11,499)	19.5%	47,594
Past due 31 - 90 days	57,796	(30,827)	53.3%	26,969
Past due 91 - 180 days	42,000	(33,771)	80.4%	8,229
Past due 181 - 270 days	31,359	(28,965)	92.4%	2,394
Past due 271 - 365 days	173,897	(164,203)	94.4%	9,694
More than one year	1,336,150	(1,336,150)	100.0%	-
	3,064,116	(1,621,490)	56.6%	1,442,626

2020	Gross individual customers assessed collectively	Expected credit losses	Expected credit loss rates	Net individual customers assessed collectively
'000 AMD				
Not past due	1,722,288	(20,658)	1.2%	1,701,630
Past due 0 - 30 days	48,355	(10,004)	20.7%	38,351
Past due 31 - 90 days	53,068	(29,998)	56.5%	23,070
Past due 91 - 180 days	65,774	(55,151)	83.8%	10,623
Past due 181 - 270 days	72,961	(68,298)	93.6%	4,663
Past due 271 - 365 days	56,356	(55,625)	98.7%	731
More than one year	1,360,557	(1,353,130)	99.5%	7,427
	3,379,359	(1,592,864)	47.1%	1,786,495

The Group uses an allowance matrix to measure the ECLs of trade receivables from corporate customers not assessed individually and trade receivables from individual customers, which comprise a very large number of small balances.

Loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Roll rates are calculated separately for customers in different segments based on the type of services purchased. Loss rates are based on actual credit loss experience over the past two years. For collectively assessed receivables an impairment rate of 100% was applied to gross trade and other receivables from customers overdue by more than 365 days, with lower impairment rates applied for ageing categories of trade and other receivables that are overdue for shorter periods.

Movements in the allowance for impairment in respect of trade receivables

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

'000 AMD	2021	2020
Balance at the beginning of the year	(3,768,287)	(3,627,307)
Impairment loss recognised	(944,584)	(88,201)
Effect of change in foreign exchange rates	55,545	(73,186)
Write off of receivables	29,272	20,407
Balance at the end of the year	(4,628,054)	(3,768,287)

Bank balances

The Group held bank balances of AMD 2,029,445 thousand at 31 December 2021 (2020: AMD 1,494,609 thousand). From total bank balances AMD 1,914,974 thousand are held with Armenian banks with credit rating of Ba3-B2.

Per the Group's assessment no impairment loss is recognized on current accounts held in banks primarily due to their short maturities.

(d) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity 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 Group's reputation.

For this purpose the Group makes short-term forecasts for cash flows based on financial needs conditioned by the nature of operating and investing activities. As a rule these needs are envisaged for an annual and monthly basis. The Group aims to maintain the level of cash and cash equivalents at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the succeeding 60 days.

The following are the contractual maturities of financial liabilities, including estimated interest payments.

2021 '000 AMD	Carrying amount	Contractual cash flows					
		Total	On demand and less than 2 months	2-12 months	1-2 years	2-5 years	Over 5 years
Non-derivative financial liabilities							
Secured bank loans and credit lines	27,879,193	28,169,934	20,535,955	4,090,269	3,543,710	-	-
Unsecured bank loan from shareholder	481,245	488,888	4,696	484,192	-	-	-
Unsecured borrowing from shareholders	3,110,394	3,154,697	3,154,697	-	-	-	-
Unsecured borrowings from other related parties	22,060,267	22,801,641	9,719,360	8,499,670	3,139,003	1,443,608	-
Debt securities issued	2,676,646	2,731,548	28,121	2,703,427	-	-	-
Trade payables	4,262,729	4,262,729	4,186,116	76,613	-	-	-
Spectrum fee payable	6,716,504	7,080,919	837,054	2,511,161	3,732,704	-	-
Payables to mobile operators	3,188,478	3,188,478	3,188,478	-	-	-	-
IRU payables	335,771	335,771	335,771	-	-	-	-
Lease payables	5,638,322	7,809,714	683,160	1,173,632	1,285,715	2,778,058	1,889,149
	76,349,549	80,024,319	42,673,408	19,538,964	11,701,132	4,221,666	1,889,149

2020 '000 AMD	Carrying amount	Contractual cash flows					
		Total	Less than 2 months	2-12 months	1-2 years	2-5 years	Over 5 years
Non-derivative financial liabilities							
Secured bank loans and credit lines	30,177,685	31,803,206	19,036,620	3,837,441	5,735,644	3,193,501	-
Unsecured bank loan from shareholder	523,688	532,910	6,211	526,699	-	-	-
Unsecured borrowing from shareholders	3,415,324	3,438,239	28,019	159,971	3,250,249	-	-
Unsecured borrowings from other related parties	24,725,320	25,732,752	13,565,292	3,187,529	5,175,258	3,435,559	369,114
Debt securities issued	2,890,886	3,182,718	30,274	174,075	2,978,369	-	-
Trade payables	5,994,514	6,048,581	4,517,607	1,347,057	183,917	-	-
Spectrum fee payable	9,932,433	10,429,134	837,054	2,511,161	3,348,215	3,732,704	-
Payables to mobile operators	5,834,151	5,834,151	5,834,151	-	-	-	-
IRU payables	3,851,555	3,851,555	3,851,555	-	-	-	-
Lease payables	5,272,780	7,655,049	580,114	1,072,098	989,357	2,592,049	2,421,431
	92,618,336	98,508,295	48,286,897	12,816,031	21,661,009	12,953,813	2,790,545

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

(e) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Group does not apply hedge accounting in order to manage volatility in profit or loss.

Currency risk

The Group is exposed to currency risk on purchases and borrowings that are denominated in a currency other than the functional currency, primarily the U.S. Dollar (USD) and Euro (EUR).

Exposure to currency risk

The Group's exposure to foreign currency risk was as follows:

'000 AMD	USD- denominated 2021	EUR- denominated 2021	USD- denominated 2020	EUR- denominated 2020
Trade receivables	4,386,567	2,298,309	9,731,383	1,688,984
Cash and cash equivalents	603,227	278,141	184,108	70,247
Trade and other payables	(4,074,936)	(1,245,444)	(9,900,475)	(2,541,885)
Loans and borrowings	(32,226,229)	(18,897,517)	(34,615,495)	(21,817,843)
Debt securities issued	(2,423,530)	-	(2,637,446)	-
Gross exposure	(33,734,901)	(17,566,511)	(37,237,925)	(22,600,497)

The following significant exchange rates applied during the year:

in AMD	Average rate		Reporting date spot rate	
	2021	2020	2021	2020
USD 1	503.81	489.03	480.14	522.59
EUR 1	596.65	558.49	542.61	641.11

Sensitivity analysis

A reasonably possible strengthening of the AMD, as indicated below, against USD and EUR at 31 December would have affected the measurement of financial instruments denominated in a foreign currency and profit or loss before taxes by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

'000 AMD	USD Profit or loss	EUR Profit or loss
31 December 2021 (10% movement)	3,373,490	1,756,651
31 December 2020 (10% movement))	3,723,793	2,260,050

A 10% weakening of the AMD against the USD and EUR at 31 December would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

Interest rate risk

Changes in interest rates impact primarily loans and borrowings by changing either their fair value (fixed rate debt) or their future cash flows (variable rate debt). Management does not have a formal policy of determining how much of the Group's exposure should be to fixed or variable rates. However, at the time of raising new loans or borrowings management uses its judgment to decide whether it believes that a fixed or variable rate would be more favourable to the Group over the expected period until maturity.

Exposure to interest rate risk

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

'000 AMD	Carrying amount	
	2021	2020
Fixed rate instruments		
Financial assets	-	1,320
Financial liabilities	(33,622,198)	(37,303,385)
	(33,622,198)	(37,302,065)
Variable rate instruments		
Financial liabilities	(19,908,901)	(21,538,632)
	(19,908,901)	(21,538,632)

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial instruments as fair value through profit or loss or as available-for-sale. Therefore, a change in interest rates at the reporting date would not have an effect in profit or loss or in equity.

Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss net of taxes by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

'000 AMD	Profit or loss	
	100 bp increase	100 bp decrease
2021		
Variable rate instruments	(18,565)	18,565
Cash flow sensitivity (net)	(18,565)	18,565
2020		
Variable rate instruments	(21,953)	21,953
Cash flow sensitivity (net)	(21,953)	21,953

The analysis excludes secured bank loan bearing variable interest rate, for which lenders can request repayment on demand (Note 20).

23. Contingencies

(a) Insurance

The insurance industry in the Republic of Armenia is in a developing state and many forms of insurance protection common in other parts of the world are not yet generally available. The Group does not have full coverage for its facilities, business interruption, or third party liability in respect of property or environmental damage arising from accidents on Group property or relating to Group operations. Until the Group obtains adequate insurance coverage, there is a risk that the loss or destruction of certain assets could have a material adverse effect on the Group's operations and financial position.

(b) Litigations

The Group does not have litigations that may have a material effect on the Group's consolidated financial position.

(c) Taxation contingencies

The taxation system in Armenia is relatively new and is characterised by frequent changes in legislation, official pronouncements and court decisions, which are sometimes unclear, contradictory and subject to varying interpretation. Taxes are subject to review and investigation by tax authorities, which have the authority to impose fines and penalties. In the event of a breach of tax legislation, no liabilities for additional taxes, fines or penalties may be imposed by tax authorities once three years have elapsed from the date of the breach.

Transfer pricing legislation enacted in the Republic of Armenia starting from 1 January 2020. The legislation is effective for the financial year 2020 and onwards. The local transfer pricing rules are closer to OECD guidelines, but with uncertainty in practical application of tax legislation in certain circumstances.

Transfer pricing rules introduce an obligation for the taxpayers to prepare transfer pricing documentation with respect to controlled transactions and prescribe basis and mechanisms for accruing additional taxes and interest in case prices in the controlled transactions differ from the market level.

Transfer pricing rules apply to the transactions listed below, if the total amount of the controlled transaction exceeds AMD 200 million in the tax year:

- cross-border transactions between related parties;
- cross-border transactions with companies registered in offshore zones, regardless of being related party or not;
- certain in-country transactions between related parties, as determined under the Armenian tax code.

Since there is no practice of applying the transfer pricing rules by the tax authorities and courts, it is difficult to predict the effect of the new transfer pricing rules on these financial statements.

These circumstances may create tax risks in Armenia that are more significant than in other countries. Management believes that it has provided adequately for tax liabilities based on its interpretations of applicable Armenian tax legislation, official pronouncements and court decisions. However, the interpretations of the relevant authorities could differ and the effect on these financial statements, if the authorities were successful in enforcing their interpretations, could be significant.

24. Related parties

(a) Control relationships

The Group's ownership structure is as follows:

IU Telecommunicate LLC	29.09%
Aram Khachatryan	24.35%
Gurgen Khachatryan	11.91%
Artyom Khachatryan	11.91%
Fora Bank Joint-Stock Commercial Bank	10.50%
Surik Poghosyan	6.30%
Aleksandr Yesayan	2.97%
Hayk Yesayan	2.97%

IU Telecommunicate LLC is owned by Gurgen Khachatryan and Artyom Khachatryan, in equal proportion of shares. The Group has no ultimate controlling party.

(b) Transactions with key management personnel

(i) Key management remuneration

Key management received the following remuneration during the year, which is included in personnel costs:

'000 AMD	2021	2020
Salaries and bonuses	442,077	577,463

In addition, termination benefits of AMD 140 million were provided to the terminated key management personnel during 2020.

(c) Other related party transactions

The Group's other related party transactions are disclosed below.

(i) Revenue and other income

'000 AMD	Transaction value for the year ended 31 December		Outstanding balance as at 31 December	
	2021	2020	2021	2020
Sale of goods, property and equipment and intangible assets and services provided				
Entities under control of shareholders	9,339	10,200	20,304	13,702
Other				
Entities under control of shareholders	-	-	299,097	-

(ii) Expenses

'000 AMD	Transaction value for the year ended 31 December		Outstanding balance as at 31 December	
	2021	2020	2021	2020
Lease of premises:				
Entities under control of shareholders	66,774	52,614	6,677	36,496
Other services received:				
Entities under control of shareholders	255,762	158,748	1,469	18,657
Other prepayments given:				
Entities under control of shareholders	-	-	1,315,180	1,024,143

(iii) Borrowings received

'000 AMD	Transaction value for the year ended 31 December		Outstanding balance as at 31 December	
	2021	2020	2021	2020
Borrowings received:				
Shareholders	-	445,233	3,591,639	3,939,012
Entities under control of shareholders	-	-	22,060,267	24,725,320

25. Subsidiaries

On 7 June 2018 the Company established a new entity UPay CJSC.

Subsidiary	Country of incorporation	2021	2020
		Ownership/voting	Ownership/voting
UPay CJSC	Republic of Armenia	100%	100%

26. Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis.

27. Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements and have been applied consistently by Group entities.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

(ii) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. 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) Revenue

Information about the Group's accounting policies relating to contracts with customers is provided in Note 5(d).

(c) Finance income and costs

The Group's finance income and finance costs include:

- interest income;
- interest expense;
- unwinding of discount on receivables and payables;
- foreign currency gain or loss on financial assets and financial liabilities;
- interest expense on lease liability included in finance costs.

Interest income or expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

(d) Foreign currency transactions

Transactions in foreign currencies are translated to AMD at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to AMD at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period.

Non-monetary assets and liabilities denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising in retranslation are recognised in profit or loss.

(e) 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 if the Group 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.

(f) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

(i) Current tax

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

(ii) Deferred tax

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 not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for individual subsidiaries in the Group.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

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

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, 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.

(g) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

(h) Property and equipment

(i) *Recognition and measurement*

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

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

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

Any gain or loss on disposal of an item of property and equipment is determined by comparing the proceeds from disposal with the carrying amount of property and equipment, and is recognised net within other income/other expenses in profit or loss.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

The costs of the day-to-day servicing of property and equipment are recognised in profit or loss as incurred.

(iii) Depreciation

Items of property and equipment are depreciated from the date that they are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use. Depreciation is based on the cost of an asset 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 and equipment, since this most closely 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. Land is not depreciated.

The estimated useful lives of significant items of property and equipment for the current and comparative periods are as follows:

– buildings	40 years
– network infrastructure	5-25 years
– equipment	1-10 years
– transportation facilities	5 years
– fixtures and fittings	1-5 years
– leasehold improvements	lower of lease term and 20 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(i) Intangible assets

(i) Goodwill

Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

(ii) Other intangible assets

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

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the profit or loss as incurred.

(iv) Amortisation

Amortisation is calculated over the cost of the asset, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use since this most closely reflects the expected pattern of consumption of future economic benefits embodied in the asset.

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

– licences and trademarks	6-16 years
– billing system	10 years
– other software	1-10 years
– customer base	8 years
– capacity IRU	5-15 years

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

(j) Financial instruments

(i) Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract.

Financial assets – Subsequent measurement and gains and losses

Financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost and are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

Other financial liabilities comprise loans and borrowings, bank overdrafts and trade and other payables.

(iii) Modification of financial assets and financial liabilities

Financial assets

If the terms of a financial asset are modified, the Group evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different (referred to as ‘substantial modification’), then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value.

The Group performs a quantitative and qualitative evaluation of whether the modification is substantial, i.e. whether the cash flows of the original financial asset and the modified or replaced financial asset are substantially different. The Group assesses whether the modification is substantial based on quantitative and qualitative factors in the following order: qualitative factors, quantitative factors, combined effect of qualitative and quantitative factors. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset deemed to have expired. In making this evaluation the Group analogizes to the guidance on the derecognition of financial liabilities.

The Group concludes that the modification is substantial as a result of the following qualitative factors:

- change the currency of the financial asset;
- change in collateral or other credit enhancement;
- change of terms of financial asset that lead to non-compliance with SPPI criterion (e.g. inclusion of conversion feature).

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Group recalculates the gross carrying amount of the financial asset and recognises the amount arising from

adjusting the gross carrying amount as a modification gain or loss in profit or loss. The gross carrying amount of the financial asset is recalculated as the present value of the renegotiated or modified contractual cash flows that are discounted at the financial asset's original effective interest rate. Any costs or fees incurred adjust the carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset.

Financial liabilities

The Group derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

If a modification (or exchange) does not result in the derecognition of the financial liability the Group applies accounting policy consistent with the requirements for adjusting the gross carrying amount of a financial asset when a modification does not result in the derecognition of the financial asset, i.e. the Group recognises any adjustment to the amortised cost of the financial liability arising from such a modification (or exchange) in profit or loss at the date of the modification (or exchange).

Changes in cash flows on existing financial liabilities are not considered as modification, if they result from existing contractual terms, e.g. changes in fixed interest rates initiated by banks due to changes in the CBA key rate, if the loan contract entitles banks to do so and the Group have an option to either accept the revised rate or redeem the loan at par without penalty. The Group treats the modification of an interest rate to a current market rate using the guidance on floating-rate financial instruments. This means that the effective interest rate is adjusted prospectively.

Group performs a quantitative and qualitative evaluation of whether the modification is substantial considering qualitative factors, quantitative factors and combined effect of qualitative and quantitative factors. The Group concludes that the modification is substantial as a result of the following qualitative factors:

- change the currency of the financial liability;
- change in collateral or other credit enhancement;
- inclusion of conversion option;
- change in the subordination of the financial liability.

For the quantitative assessment the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

(iv) Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

Interest rate benchmark reform

When the basis for determining the contractual cash flows of a financial asset or financial liability measured at amortised cost changed as a result of interest rate benchmark reform, the Group updated the effective interest rate of the financial asset or financial liability to reflect the change that is required by the reform. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

- the change is necessary as a direct consequence of the reform; and
- the new basis for determining the contractual cash flows is economically equivalent to the previous basis – i.e. the basis immediately before the change.

When changes were made to a financial asset or financial liability in addition to changes to the basis for determining the contractual cash flows required by interest rate benchmark reform, the Group first updated the effective interest rate of the financial asset or financial liability to reflect the change that is required by interest rate benchmark reform. After that, the Group applied the policies on accounting for modifications to the additional changes.

(v) Offsetting

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

(k) Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

(l) Impairment

(i) *Non-derivative financial assets*

Financial instruments and contract assets

The Group recognises loss allowances for ECLs on financial assets measured at amortised cost. The Group measures loss allowance at an amount equal to lifetime ECLs. Loss allowances for collectively assessed trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For corporate non-billing customers, the Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

(ii) Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax 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. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

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 CGU.

For the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU 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 or CGU. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (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 CGU (group of CGUs), and then to reduce the carrying amounts of the other assets in the CGU (group of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. 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.

(m) 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 costs.

Site restoration

In accordance with the applicable legal requirements, a provision for site restoration in respect of leased areas for installed network facilities, is recognised when the facilities are installed.

(n) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets.

COVID-19-related rent concessions

The Group has applied *COVID-19-Related Rent Concessions – Amendment to IFRS 16*. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Group chooses not to apply the practical expedient, or that do not qualify for the practical expedient, the Group assesses whether there is a lease modification.

As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, then the Group applies IFRS 15 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other revenue'.

(o) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with other components of the Group. All operating segments' operating results are reviewed regularly by the chief decision maker to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. Management considers that the Group comprises of one operating segment.

28. New standards and interpretations not yet adopted

A number of new standards are effective for annual periods beginning after 1 January 2021 and earlier application is permitted; however, the Group has not early adopted the new or amended standards in preparing these consolidated financial statements.

(a) Onerous contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)

The amendments specify which costs an entity includes in determining the cost of fulfilling a contract for the purpose of assessing whether the contract is onerous. The amendments apply for annual reporting periods beginning on or after 1 January 2022 to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of applying the amendments is recognised as an opening balance adjustment to retained earnings or other components of equity, as appropriate. The comparatives are not restated.

(b) Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)

The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences – e.g. leases and decommissioning liabilities. The amendments apply for annual reporting periods beginning on or after 1 January 2023. For leases and decommissioning liabilities, the associated deferred tax asset and liabilities will need to be recognised from the beginning of the earliest comparative period presented, with any cumulative effect recognised as an adjustment to retained earnings or other components of equity at that date. For all other transactions, the amendments apply to transactions that occur after the beginning of the earliest period presented.

(c) Other standards

The following new and amended standards are not expected to have a significant impact on the Group's consolidated financial statements.

- COVID-19-Related Rent Concessions beyond 30 June 2021 (Amendment to IFRS 16).
- Annual Improvements to IFRS Standards 2018-2020.
- Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16).
- Reference to Conceptual Framework (Amendments to IFRS 3).
- Classification of Liabilities as Current or Non-current (Amendments to IAS 1).
- IFRS 17 *Insurance Contracts and amendments to IFRS 17 Insurance Contracts*.
- Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2).
- Definition of Accounting Estimates (Amendments to IAS 8).