2015 ANNUAL REPORT & ACCOUNTS

AFROMEDIA™
Since 1928

CONTENTS


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Get 5 times the value of
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Recharge with *555*PIN#
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THE SMARTPHONE NETWORK
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SLOT


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SAMSUNG

AFROMEDIA PLC
Company Registration Number RC. 2027

BOARD OF DIRECTORS

Mallam Ibrahim Isiyaku (SAN)	-	Chairman/ Independent Non-Executive Director
Engr. Patrick Osita Nwabunie	-	Vice-Chairman /Non-Executive Director
Mr. Akinlola Irewunmi Olopade	-	Group Chief Executive Officer
Mr. Sunday O.S. Nwachukwu	-	Group Executive Director, Finance & Administration
Mrs. Oluyemisi Odelola	-	Non-Executive Director
Mrs. Agatha Okpagu	-	Non-Executive Director
Mr. Ernest C. Ebi (MFR)	-	Non-Executive Director (resigned 18/3/2015)
Mr. Idowu Iluyomade	-	Non-Executive Director (resigned 23/6/2015)
Mr. Victor Ogiemwonyi	-	Non-Executive Director (resigned 25/6/2015)

REGISTERED OFFICE

Kilometer 21, Badagry Expressway
Araromi, Ajangbadi
P. O. Box 2377, Marina, Lagos, Nigeria

CORPORATE OFFICE:

39, Ladipo Bateye Street, GRA, Ikeja, Lagos
Expressway, Lagos
Tel: 07013486381
Email: info@afromediaplc.com
website: www.afromediaplc.com

COMPANY SECRETARY

Mrs. Ifetola Fadeyibi

EXTERNAL AUDITORS

Ernst & Young
(Chartered Accountants)
10th & 13th Floors
UBA House
57, Marina
Lagos
E-mail: services@ng.ey.com

REGISTRARS

EDC Registrars Ltd.
No. 154, Ikorodu Road,
Onipanu, Shomolu, Lagos
Tel: 01-7301261

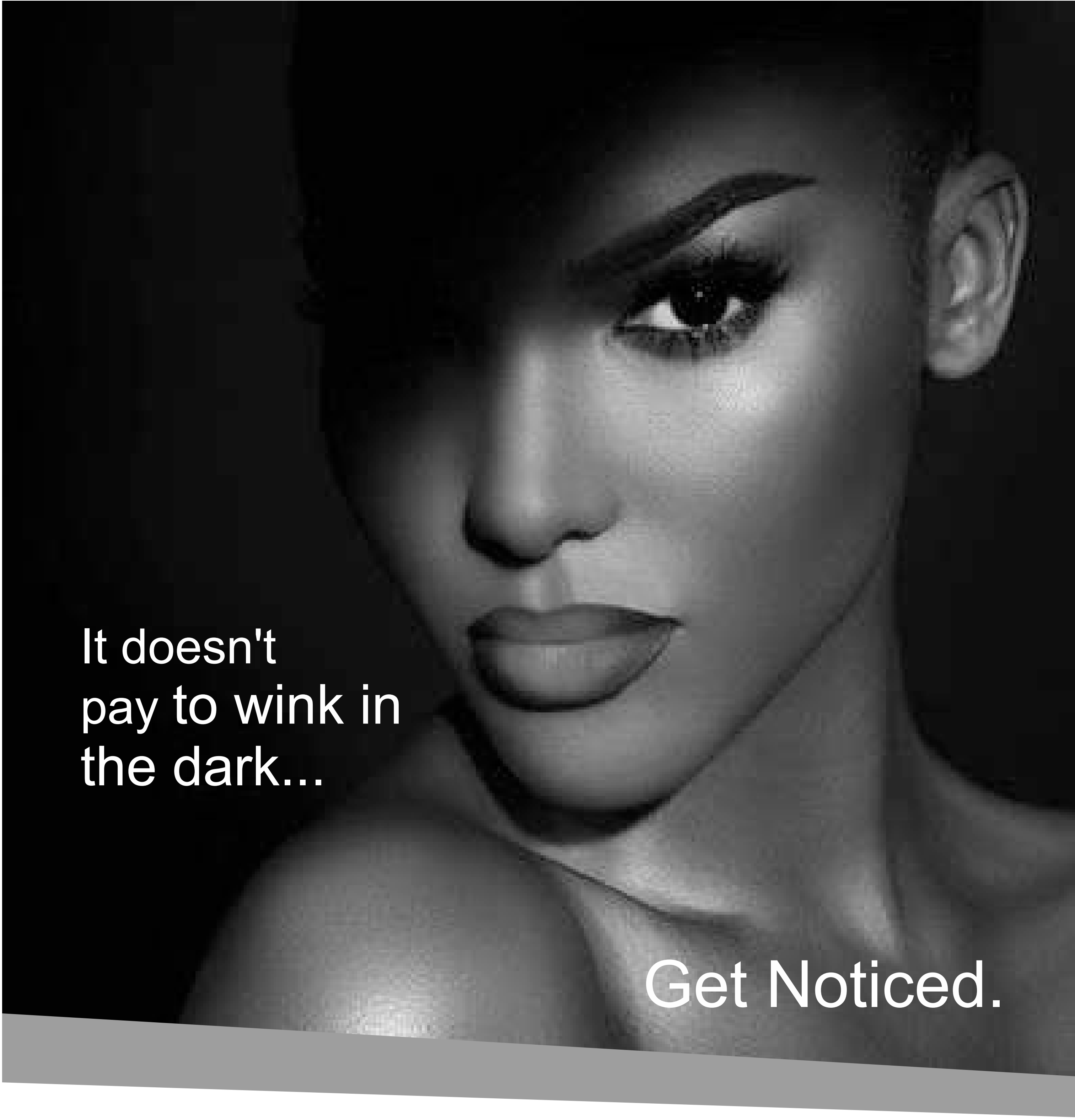
MEMBERS OF AUDIT COMMITTEE

Mr. Meshach Masade	-	Shareholder Representative (Chairman)
Mrs. Elizabeth Gbegbaje	-	Shareholder Representative
Engr. Patrick Osita Nwabunie	-	Non-Executive Director
Mrs. Oluyemisi Odelola	-	Non-Executive Director

PRINCIPAL BANKERS

Access Bank Plc
Diamond Bank Plc
Ecobank Transnational Inc.
Enterprise Bank Limited
First Bank of Nigeria Plc
First City Monument Bank Limited
Guaranty Trust Bank Plc
Heritage Bank Company Limited
Keystone Bank Limited
Mainstreet Bank Limited
Stanbic IBTC Bank Plc
Sterling Bank Plc
Standard Chartered Bank Nigeria Limited
Skye Bank Plc
United Bank for Africa Plc
Zenith Bank Plc

	2015 ₦'000	2014 ₦'000	Change %
Turnover	407, 250	341,025	-19%
Loss before taxation	(2,745,201)	(1,705,725)	-61%
Loss after taxation	(2,751,258)	(1,429,655)	-92%
At the year end			
Paid-up share capital	2,219,524	2,219,524	0%
Shareholders' funds	(4,260,614)	(1,506,767)	-183%
Per-share data			
Loss per share	(62k)	(32k)	-94%
Net assets per share	(0.96k)	(0.34k)	-183%
Numbers of employee	39	35	-6%


It doesn't
pay to wink in
the dark...
Get Noticed.

…delivering your audience!

This phrase encompasses Afromedia's passion. It emphasizes our mission and the extent to which we are committed to creating value for our clients.

From our humble beginnings in 1928, we have evolved many times over but our commitment remains the same.

OUR HERITAGE:

Afromedia PLC, which came into being and became autonomous on the 28th day of October 1959, is Nigeria's leading supplier of Out-of-Home media services to the advertising industry. Originally Afromedia was a small service arm of West Africa Publicity (WAP), the latter itself was incorporated in 1928 as part of the parent United Africa Company Limited (UACL).

However, in 1959, and to meet the requirements of international convention, which did not permit a single organisation to run both agency and media contracting services, the parent UAC conglomerate formed two companies. The companies were namely: **Afromedia Nigeria Limited** to handle outdoor services, and **Lintas Limited** to handle agency work. Both were run as two independent members of the UACL Group.

BIRTH OF AFROMEDIA:

The company was formed with a partnership of UAC International, Mills and Allen International and British Franco Electric Company. UAC International, a multi-national conglomerate owned controlling shares. Mills and Allen was the largest outdoor advertising company in the United Kingdom, while British Franco Electric Company was the largest UK manufacturer of illuminated and road traffic signs.

CHANGE OF OWNERSHIP & CORPORATE STATUS:

As a result of the Enterprise Promotions Decree of 1972, which reserved among others Public Relations and Advertising exclusively for Nigerians, Afromedia Nigeria Limited was acquired by its Nigerian managers who maintained links with the previous specialized partners. On July 2, 2008 Afromedia Nigeria Limited received approval of the Corporate Affairs Commission, and it became **AFROMEDIA PLC.**

OUR LOCATION & FACILITIES

Our Corporate Head Office:
AFROMEDIA PLC
39 Ladipo Bateye Street,
GRA, Ikeja.
Tel: +234-1-8980017
Fax: +234-1-4974257
www.afromediaplc.com

This is essentially a Corporate HQ, Marketing and Sales administration centre, necessitated by the need to locate very close to our customers and have easier access to modern telecommunication facilities.

Our industrial head quarters and registered office:
Our factory premise and registered office is situated on a 10-hectare parcel of land, at Km 21 Badagry expressway, Araromi, Ajangbadi town, Lagos. It is located at about 100 metres off the expressway, but a directional signpost points a visitor in the right direction to the premises.

OUR PIONEERING EFFORTS

Afromedia PLC: OAAN 1
We started OOH in Nigeria, now we are shaping its future.

We are pioneers in the OOH Nigerian industry and for more than fifty years we have been a driving force in connecting brands with their target audiences. On our journey, we have been responsible for pioneering a range of innovations and the Nigerian OOH industry cannot be written without our presence. This experience has consolidated our heritage and secured our future, enabling the company to exploit its advantages for tomorrow today.

a. The First Screen-printed Poster in The Country:
Outdoor posters were originally imported in Nigeria. By March 1960, however, we laid the foundation for the arrest of that trend. **Our Advertising Product Services Division** produced the very first screen-printed poster in the country. This innovation met with such encouraging success that within the following 5 years, the quantity of imported posters had considerably dropped.

b. Half-Tone Printing:
In 1966, our highly trained and skilled team carried out further innovations in half-tone printing. Fruits of their effort came in 1968 with the local production of the first four-colour half-tone screen-printed posters in Nigeria. Due to Afromedia trail blazing work, advertising posters displayed in Nigeria now are produced locally.

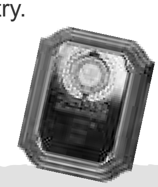
c. Media in the Market Place Concept:
In our relentless drive to bring the latest in out-of-home advertising products to the market, we introduced in 1979 the concept of **"Media in the Market Place"**. This means bringing 4-sheet poster advertising in close proximity with the point of purchase. This provides limitless opportunities for advertisers to reach shoppers just before they buy.

d. American Standard Monopole
In 1998, we scored another first by the design, fabrication and installation of the most advanced US standard monopole, double-face, and centre-mount tower billboard as is evident at Apakun Apapa-Oshodi Expressway fly-over opposite D H L Lagos.

e. Tri-Face Flat-Mount Advert Monopole:
In 2000, we did it again by the design, fabrication and installation of another most advanced US standard mono-pole, tri-face, flag-mount bulletin board as is evident at Awolowo Road opposite former Federal Nursing School Ikoyi, Lagos.

f. Solar-Power Illumination of Advert Structures:

In the same year, we yet again pioneered the illumination of advertising sites that are independent of power from PHCN (Power Holding Company of Nigeria) or electricity generating plants, by the employment of solar-power for unlimited power supply and even illumination of billboards without shadows. This has ensured that advertisers' brands get maximum exposure, even in the most remote parts of the country.



Also in 2000, we won the Chartered Institute of Marketing of Nigeria award as: The Best Market-Driven Outdoor Advertising Company in year 2000.

NATIONAL AWARDS:

Over the years, Afromedia PLC has been the recipient of several accolades in recognition of its performance and inroads in the Out-of-Home Media sector and beyond. Some of which are:

- In 2013, we won the Nigeria Business Awards **Best Outdoor Company of the year.**
- In 2011, we were recognised as **Environment Champions** by the Nigerian Arts Group in partnership with the Lagos State Ministry of the Environment.
- In 2008 and 2007, we won the Lagos Enterprise Award for **Outdoor Advert Company of the year** consecutively
- In 2000, we won the Chartered Institute of Marketing of Nigeria award as **The Best Market-Driven Outdoor Advertising Company in year 2000.**

LOCAL & INTERNATIONAL AFFILIATIONS:

We are affiliated with both the **Outdoor Advertising Association of Nigeria (OAAN)** and **Outdoor Advertising Association of America Inc (OAAA)**. OAAA works with its members to enhance billboard quality, improve safety, set standards, conduct research and development and encourage new technologies. OAAN provides useful training and educational opportunities including conventions, operations seminars etc. to its members. We are also affiliated to **World Federation Of Outdoor Advertising (FEPE) and Screen-printing And Graphics Imaging Association (SGIA).**

Today, after over 50 years of pioneering work and with our versatility, Afromedia PLC is an acknowledged leader in the Advertising industry. In the drive to achieve our strategic goal we thrive on highly efficient and capable working team who are willing as ever to innovate, update and align their thinking, by living up to our values.

CURRENT PRODUCTS AND SERVICES

The major products of the company include: 8m x 8m Billboards, 10m x 10m Billboards, Airport Special Billboards, Solar Powered Illuminated 4m by 15m I.A.T's (UNIPOLE), 5m x 10m Billboards and 48 Sheet Billboard.

10m x 10m Billboard

Airport Special Billboards

The company's products are highly rated and continues to be a referrence point from regulatory agencies including the Lagos State Signage and Advertising Agency (LASAA) in terms of highest quality of structural designs.

8m x 8m Billboard

15m x 4m Billboard (Illuminated)

5m x 10m Billboard

Lamp Post Banners

Gantry

8m x 8m Billboard

Click Frame LED Light Box Structures

Digital Billboard Posters

RECAPITALISATION & LISTING OF EQUITIES

- By the end of May 2008, we successfully concluded our Private Placement, which brought in N3billion equity.
- On 20th October 2008 we received approval of Nigerian Stock Exchange (NSE) for Listing of our Shares on its floors and were eventually listed on the 18th of May 2009.
- We currently have approximately 2,000 Shareholders, and stand as the company with the highest capitalisation and asset base in the industry in Nigeria and the only Out-of-Home Media company to be listed on the NSE.

OVERVIEW OF THE COMPANY

Not content with resting on its laurels, Afromedia is intent on building on its pioneering and leadership achievements by exploiting its versatility. To further strengthen its position as the premier Out-of-Home Media Company, Afromedia has restructured, rebranded and evolved leading to the rebirth of the Afromedia brand and new logo and its proactive management team which is strategically structured to promote further growth and enhanced profitability. The company's Vision, Mission and Values form the framework for the company's strategic direction:

OUR VISION:

To be the preferred enabler of the world's most successful brands.

OUR MISSION:

As the leading media solutions provider out of Africa, our mission is to create opportunities for brands to connect with, and messages to resonate with their target audiences in new and exciting ways.

OUR VALUES:

Afromedia PLC's success can be attributed to the following values, which enabled it to survive the turbulent socio-economic terrain over the last 50 years:

- *Unwavering **Integrity and Transparency***
- *A **Passion** for collaboration*
- *A will to **Innovate & Create***
- *An unalloyed **Assurance of Quality***
- *A **Profound Regard** for our society*
- *A lifelong **Commitment to Excellence***

OUR CORPORATE SOCIAL RESPONSIBILITY COMMITMENT:

From its inception Afromedia PLC has ensured that it impacts positively within its community, its environment and its business environment at large. The company is proud of its heritage and believes in giving back to the society.

The company is focused on building a Corporate Social Responsibility (CSR) program that reflects the company's values, while addressing the social, humanitarian and environmental challenges in the company's operating environment. This is a prerequisite for our business for we believe that true success is not fulfilled until one can give back to society.

FUTURE OUTLOOK OF THE COMPANY

Afromedia PLC, the flagship and holding company has diversified its interests to consolidate its new business expansion initiatives in the different segments of the Out-of-Home Media Industry. In consolidating on our experience within the industry and following through with our diversification initiatives, the company has been actively involved in providing technical consultancy to the Federal Capital Territory Abuja on how to strengthen its Outdoor Advertisement & Signage system. We are also currently in the process of expanding our consultancy prowess to other states in Nigeria.

The company has also followed through on its previously determined road map and created various strategic business companies to better enable us focus on the various segments of the OOH industry with the emphasis on audience delivery.
The strategic business companies are:

- Afromedia Africa Proprietary Limited
- Afromedia Airports Limited
- Afromedia Digital Out-of-Home Media Nigeria Limited
- Afromedia Out-of-Home Media Solutions Nigeria Limited
- Afromedia e-Media Solutions Limited
- Optmedia Limited
- Afromedia Packaging Edge Ltd.

Mallam Ibrahim Isiyaku (SAN) – Chairman/ Independent Non-Executive Director

Mallam Isiyaku (SAN) is a practicing lawyer with over 27 years legal experience and the principal counsel at Ibrahim Isiyaku & Co. He graduated from Ahmadu Bello University, Zaria Nigeria for his first degree in law and later returned to complete his masters in constitutional/administrative law. He was also at one time the State Counsel at Niger State Ministry of Justice.

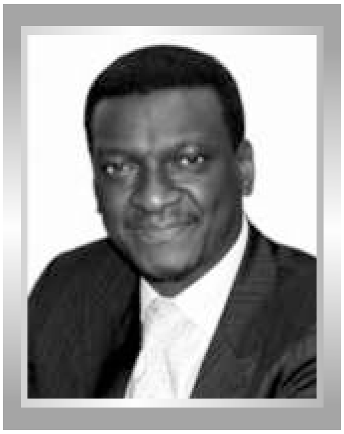
He is presently a member of the Commonwealth Association of Legislative Draftsmen; Member, Hawkamah Institute of Corporate Governance; Member, London Court of International Arbitration; Member, Justice Sector Reform Committee (Niger State). Furthermore, he is a Senior Advocate of Nigeria (SAN).

He is also a member, Senate of the Federal University of Technology, Minna; member, Nigeria Bar Association and member of International Bar Association and its various Committee such as the International Sales Committee, International Investments Committee, Arbitration & Mediation Committees, Africa Forum, etc. Mallam Isiyaku was a Member of the Constituent Assembly responsible for making the 1989 & 1999 Constitution of the Federal Republic of Nigeria, 1999.

Engr. Patrick Osita Nwabunie (F.IoD) – *Vice Chairman/Non-Executive Director*

Engr. Nwabunie joined the services of Afromedia Plc in 1989 as purchasing Manager and in 1991 he was elevated to the position of General Manager (Resources). Following his excellent managerial performance he was appointed an Executive Director in 1995 and later to the position of Deputy Managing Director of the company in 1999 where he served for 11 years until his retirement as an Executive Director on 1st July 2011 to pursue other interest. Despite his retirement, Engr. Nwabunie, was appointed on the board as a Non-Executive Director of the company and recently took up the role as Vice Chairman of the Board in 2014.

He is a Fellow of the Institute of Directors of Nigeria (F.IoD), and member of Advertising Practitioners Council of Nigeria (APCON). He is an Alumnus of London Business School.



Mr. Akinlola Irewunmi Olopade (F.IoD) – Group Chief Executive Officer

Mr. Olopade joined the services of Afromedia Plc in 1992 as a Product Development Manager and was elevated to the position of General Manager one year after assumption of duties based on his outstanding performance in product development.
He was appointed Executive Director in 1995 and rose to the position of Managing Director of Afromedia Plc in October 1999. He presently chairs the Executive Management Committee of Afromedia Plc.

His wealth of experience of over 25 years has taken Afromedia from a private limited liability company with a share capital of N10 million to a publicly quoted company with a share capital in excess of N2 billion.

He is a Fellow of the Institute of Directors of Nigeria (F.IoD), Vice President of Outdoor Advertising Agency Nigeria (OAAN), and member of other professional bodies such as, Advertising Practitioners Council of Nigeria (APCON), Screen Printing and Graphic Imaging Association International (SGIA), and Digital Printing & Imaging Association etc. He has attended several executive management development programmes, including those of London Business School.

Mr. Sunny O. Shadrach Nwachukwu – ***Group Executive Director, Finance & Administration***

Mr. Nwachukwu joined the services of Afromedia in 2007 as Chief Finance Officer and was elevated to the board of Afromedia PLC in 2008 as Finance Director based on his outstanding job performance within the first year of his assumption of duties.

He has over 24 years wealth of experience in various industries including Oil and Gas, Insurance, Manufacturing, Finance etc.

He is a Fellow of the Institute of Chartered Accountants of Nigeria (FCA), an Alumnus of London Business School, and a member of both Nigerian Institute of Management (NIM) and the Institute of Directors of Nigeria (M.IoD). He has a Master's Degree in Business Administration (MBA).

Mrs. Oluyemisi Irefunmilola Odelola – ***Non-Executive Director***

Mrs. Odelola is the CEO of Parnasse Travels Limited a travel consultancy company specializing in corporate travels, tours and aviation training.

Prior to becoming the CEO of Parnasse Travels Limited, Mrs. Odelola had acquired a wealth of diverse work experiences in various industries having served in executive/ management roles.

Mrs. Agatha Okpagu – ***Non-Executive Director***

Mrs. Agatha Okpagu is the Chairman/Managing Director of Veegatts Collections Limited and a board member of Zolace Clinic and G.U.A. Solutions Limited having acquired varied experience in different sectors of the economy.

She completed her A/Levels at Concord College, United Kingdom, and thereafter attended the Fryerning Business Training College, UK and has a Higher Diploma in Business Administration. She commenced her career in Knight Frank & Rutley (Nigeria) and later moved to Merchant Bank of Africa (Nigeria) Ltd before embarking on private business as an entrepreneur.

She is married with children to Dr. George Okpagu (mmi, ksm) (former President NMA and Medical Director of Zolace Clinic and Board member of Obafemi Awolowo University Teaching Hospital Ife).

KEY MANAGEMENT

Apart from Mr. Akin Ire Olopade, the Group Chief Executive Officer of Afromedia Plc who oversees the day-to-day running of the business, Mr. S. O. S. Nwachukwu is the Group Executive Director, Finance & Administration; both of who double as Executive Directors of Afromedia Plc. These Executive Directors are also supported by other highly qualified and experienced members of the Management, with a corporate management structure that has evolved to cater to the company's primary needs with greater speed, productivity and efficiency.

Oluwatosin Odumosu
Associate Director,
Venue OOH

Femi Olaiya
Associate Director,
City OOH

Yemisi Ojeyomi
Head Sales, City OOH

Olanrewaju Olaniyan
Financial Controller,
MBA, FCTI, ACA

Osen Odeyemi
Head, Human Resources

Adesina Oke
Head, Service Delivery,
Venue OOH

Ifetola Fadeyibi
***Company Secretary** LL.B, ACIS*

Dr. Taiwo Arowobusoye
Sales Manager, Venue OOH

Dapo Buraimoh
Sales Manager

Chinedu Ahanonu
Investment & Business
Analyst

Abiodun Ogungbade
Information Technology
Manager

Oluseyi Adebayo
Service Delivery Manager,
City OOH

Mallam Ibrahim Isiyaku (SAN)
Chairman

CHAIRMAN'S STATEMENT

My dear shareholders,

On behalf of the Board of Directors, I welcome you all to the 50th Annual General Meeting (AGM) of our Company and presentation of the Annual Report and Accounts for the last financial year ended 30th September 2015 to you.

Global Economic Environment

Global growth for 2015 was at 3.1%, being 0.3% point lower than in 2014. Prospects across the main countries and regions remained uneven. Relative to 2014, the recovery in advanced economies slightly improved, while activities in emerging markets and developing economies slowed for the fifth year in a row, primarily reflecting weaker prospects for some large emerging market economies and oil-exporting countries. In an environment of declining commodity prices, reduced capital flows to emerging markets and pressure on currencies, and increasing financial market volatility, downside risks to the outlook arose, particularly for emerging market and developing economies.

Global advertising spend has continued to grow steadily over the last five (5) years to reach $567billion dollars in 2015 as against $538billion in the previous year. The growth of 2015 over 2014 at 5.6% was slower growth compared to the growth in year 2014 over that in year 2013, which was at 6.1%. The outlook for the global advert spending till year 2019 remains optimistic, with advertisers gaining confidence as stability returns to most major economies. It is anticipated that worldwide advert spending will reach $719.20 billion by the end of 2019. However, the pace of growth will vary widely across regions.

Domestic Operating environment

The year 2015 was an election year in Nigeria. As it is customary with most election years, the notion of possible insecurity leads to a total slowdown in economic activities and capital flight. Aside the challenge posed to the domestic operating environment by the electioneering, the southward trend of global oil prices was also very injurious to the operating environment. For the first time in more than ten (10) years, the global oil price nose-dived below U$40 per barrel. This led to deficit balance of trade, with its attendant adversities in the economy of Nigeria.

In the second quarter of 2015, the nation's Gross Domestic Product (GDP) grew by 2.35 per cent in real terms. This was lower by 1.61% from growth recorded in the preceding quarter. It is also lower by 4.19% from growth recorded in the corresponding quarter of 2014.

Sluggish performance of the Nigerian economy in 2014 and 2015 primarily driven by negative growth in the global oil industry, currency devaluation and the general election has had an impact on the advertising spend in 2014 and 2015. The total media spend in 2014 was N93.1billion, representing a drop of about -10.3% when compared with N103.9billion position in 2013.

The turbulence that gripped the Company in 2012, with a force majeure-like circumstance imposed on its strategic transit business locations nationwide with the Federal Airport Authority of Nigeria (FAAN), continued throughout the 2014 financial year. However, in 2015, concerted efforts by the Board and Management of the company and all well-wishers of Afromedia among others, yielded a positive result. Both FAAN and Afromedia eventually executed a new 5-year advertisement concession agreement over all FAAN-operated airports across the country. The effective take off of the new contract did not come early as originally planned by the company, following several technical and operational hitches, some of which are still yet to be resolved with FAAN.

Furthermore, the charged political atmosphere of the polity in preparation for the 2015 elections also contributed to capital flight and uncertainty in the various investment and business sectors of the country, which slowed down business rates in the second half of 2015. While the war against insurgency is gradually being won, the confidence of investors in affected areas of the North-East region has not been raised, hence business activities is still stunted in that region.

Operating Results

The Company recorded a turnover of N402m in year 2015, which represented a 19% increase in comparison to N341m turnover achieved in year 2014. The net loss before tax was (N2.7b) in 2015 when compared with (N1.7b) in 2014, representing a decline of 92%.

The following factors contributed significantly to the Company's loss in the financial year under review:

I) Impact of Regulatory Constraints on Key Advertising Sites & Debt Recovery Challenges:

(a) While the Company had, in the later part of year 2015, eventually secured back the Airports Advertisement Concession agreement for a 5-year tenure with the Federal Airport Authority of Nigeria (FAAN), the handling of all pre-operational standard procedures, including advertising sites mapping, new capital-intensive projects, technical and funding requirements, etc. were still at work-in-progress at the close of the 2015 financial year.

The inability of the Company to conclude its plan and sourcing of all the new infrastructural requirements for effective commencement of full advertising operations in the remodelled airports arose from major economic recession that had prevailed throughout the period even beyond the year under consideration.

While still waiting for improvement in the economic factors in Nigeria, interim measures were adopted to embark on deploying temporary advertising structures to run skeletal operations until the required state-of-the-art media structures are procured for installation at the newly mapped sites.

(b) A provision of N43 million was made in this financial year for Trade Debtors arising from unserviced contracts due to the business disruption in our airport business.

ii) Impact of Disrupted Servicing of Bank Facilities & Huge Interest Expenses:

Consequent upon lost significant businesses and revenues from the Transit Segment (FAAN) and its associated cash flow constraints during the period, the Company also experienced more setback in servicing its existing credit facilities from Standard Chartered Bank Limited. The debt servicing constraint was further worsened by the continued failure of a major client to pay its invoices for which the media order was executed significantly with the facilities. The delivery of the client's media contract was principally frustrated by the disruptions from the FAAN airport upgrade. Though the debt recovery has been a subject of subsisting legal actions, its constraint on cash flow resulted in continued huge interests and other financial charges of approximately N640milllion during the year.

iii) Impact of International Reporting Standard – IAS 36, Impairment

The standard requires that the carrying amounts of the Company's non-financial assets other than inventories, to be reviewed at each reporting date to determine whether there is any indication of impairment. Impairment loss had been recognised for the amount by which the asset's carrying amount exceeded its recoverable amount as at close of the year.

Following the Federal Government remodelling of the Federal Airports pan Nigeria, resulting in forced removal / damage of the hoardings thereby reducing the earning capacity of those affected structures, an impairment loss provision of N646m was made on our hoardings and N292m on construction-in-progress at the airport advertising sites.

Future Business Outlook

Despite the temporary setback witnessed in the performance of the company since late 2011 year, there is encouraging positive business outlook in the ensuing years ahead.

The successful handing over to a new political government in Nigeria is expected to bring some level of stability into the economy thereby giving investors confidence to invest in Nigeria. As a result, there are various emerging business opportunities in the media industry in Nigeria, which the Company is being repositioned to take advantage of.

Keeping the coming growth opportunities in sight, your company has been restructured into two main business segments, namely CITY OOH and VENUE OOH, supported by Shared Services Division to provide Human Resource, Finance, Information Technology and Administrative support for the two business segments. The CITY OOH is mandated to seek growth opportunities for your company with all roadside advertising media structures while the VENUE OOH will be optimizing opportunities emerging in transit locations, including airports, shopping malls etc.

The Board

After the last Annual General Meeting, wherein the appointment of two (2) Non-Executive Directors namely, Mrs. Oluyemisi Odelola and Mrs. Agatha Okpagu was ratified and Mallam Isiyaku (SAN) was re-elected, the composition of the Board of Directors remained unchanged.

Human resource

The Company continuously maintained programmed professional development and training of our Management and staff, to infuse staff with requisite knowledge and skill for excellent service delivery in an increasing challenging operating environment. Also for the new members of the Audit Committee, appropriate training to build their knowledge on International Financial Reporting Standards was undertaken.

The Company has experienced changes in management staff following the retirement of the Associate Director, Internal Control & Audit after attaining the age of fifty-five (55) years in accordance with the Company's policy, and having served twelve (12) years of meritorious service. The Company wishes Mr. Adebanjo Adedigba the best in all his subsequent endeavours in life.

Awards and Recognition

The Socrates Committee of the Europe Business Assembly, based in the United Kingdom recognized your company based on its unwavering ability to weather the operating turbulence it experienced following the airport business setbacks, and awarded it as one of the 'Best Enterprises' in the field of Out-of-Home media advertising in Africa. Your Group Chief Executive Officer, Mr. Akinlola Irewunmi Olopade was equally recognised as a Manager of the year in 2015.

Research and Development

The Company maintained its research and development drive towards improving its service offerings and has been exploring new alliances and products to boost the efforts for the achievement of optimal growth and returns.

Conclusion

On behalf of the entire Board and staff, we appreciate all our stakeholders, customers and business partners, Standard Chartered Bank, etc. who have been supportive throughout these challenging times of the Company. We will continue to strive for progress and reassure you of our unwavering dedication to total restoration of excellent service and business performance for rewarding relationship with our shareholders and other stakeholders of Afromedia Plc.

Once again, welcome to the 50th Annual General Meeting of your dear Company. God bless you all, God bless our dear company Afromedia Plc, and God bless Nigeria, Amen.

Mallam Ibrahim Isiyaku (SAN)
Chairman, Afromedia Plc

"The Socrates Committee of the Europe Business Assembly, based in the United Kingdom recognized your company based on its unwavering ability to weather the operating turbulence it experienced following the airport business setbacks, and awarded it as one of the 'Best Enterprises' in the field of Out-of-Home media advertising in Africa. Your Group Chief Executive Officer, Mr. Akinlola Irewunmi Olopade was equally recognised as a Manager of the year in 2015"

The directors have pleasure in presenting to the members of Afromedia Plc ("the Company") their report together with its subsidiary ("the Group") and the consolidated and separate audited financial statements of the Group and Company for the year ended 30 September 2015.

Principal activity
The principal activity of the Group is outdoor advertising which consist of advertising in airports, street furniture and bill boards.

State of affairs
In the opinion of the Directors, the state of the Group's affairs is satisfactory and there has been no material change since the reporting date, which would affect the financial statements as presented.

Results of operations

	The Group		The company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	Dec 2014 ₦'000
Revenue	407,250	341,025	407,250	341,025
Loss before taxation	(2,745,201)	(1,705,725)	(2,745,201)	(1,705,725)
Taxation	(6,057)	276,070	(6,057)	276,070
Loss after taxation	**(2,751,258)**	(1,429,655)	(2,751,258)	(1,429,655)

Property, Plant and Equipment (PPE)
Information relating to changes in PPE is shown in Note 15 to the financial statements. In the opinion of the Directors, the market value of the Group's PPE is not less than the carrying value shown in the financial statements.

Dividend
The directors do not recommend the payment of any dividends in respect of the Group financial statements for the year ended 30 September 2015 (2014: Nil).

Acquisition of own shares
The Group has not purchased any of its own shares during the year under review (2014: Nil).

Directors' interest in shares
Pursuant to Sections 275 and 276 of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004, the direct and indirect interest of the Directors in the shares of the Group as notified by them and recorded in the Register is as follows:

	Ordinary shares of 50 kobo each			
	Direct holding		Indirect holding	
	30/09/2015	30/09/2014	30/09/2015	30/09/2014
Mr. Akinlola Irewunmi Olopade	628,692,900	628,692,900	88,000,000	88,000,000
Engr. Patrick Osita Nwabunie	447,767,963	447,767,964	55,000,000	55,000,000
Mr. S. O. S. Nwachukwu	37,664,000	37,664,000	-	-
Partnership Inv. Co/ Ecobank Nigeria Ltd (C/o Mr. Victor Ogiemwonyi)	-	-	379,694,017	379,694,017

Directors' interest in contracts
None of the Directors has notified the Group for the purpose of Section 277 of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004 of any disclosable interest in contracts with which the Group is involved as at 30 September 2015.

Analysis of shareholding
According to the Register of Members, the following shareholders held more than 5% of the ordinary shares of the Group issued as at reporting date.

	2015 %	2014 %
Mr. Akinlola Irewunmi Olopade	14.16	14.16
Engr. Patrick Osita Nwabunie	10.09	10.09
Partnership Inv. Co/ Ecobank Nigeria Ltd	8.57	8.55
Estate of Rev. Iretunde Olopade	10.66	10.66
Estate of Chief J.O. Nwabunie	11.95	11.95

Employment and Employees
Employment of disabled persons
No disabled person was employed by the Group during the year (2014: Nil). However, it is the Group's policy to consider disabled persons for employment, bearing in mind the respective aptitudes and abilities of the applicants concerned.

Health, Safety and Welfare of employees at Work
The Group places high premium on the health, safety and welfare of its employees in their places of work. To this end, the Group has various forms of insurance policies including group life insurance to adequately secure and protect its employees. The group also has in place a healthcare insurance scheme for employees' medical needs.

Employees' Interest and Training
The Group places considerable value on the development of its employees and has continued its practice of keeping them informed on matters affecting them as employees and on the various factors affecting the performance of the Group. This is achieved through formal and informal meetings and other forms of communication. The group organizes in-house and external training for its employees based on the requirements of their job. Overseas courses are also arranged where and when necessary.

Event after the reporting date
As stated in Note 40, there were no known events or transactions that have occurred since the reporting date which would have a material effect on the financial statements as presented.

Disclosure on adoption of insider Trading Policy
The Company has adopted an Insider Trading Policy in accordance with the provisions of the Investment and Securities Act 2007 and the Amended Listing Rules of the Nigerian Stock Exchange. The directors confirm that they have complied with the policy and regulation and none of the Directors conducted any securities transaction on the Company's shares during the year under review and the policy is being adhered to.

Format of Financial Statements
The financial statements have been prepared in accordance with the reporting and presentation requirements of International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), requirements of Financial Reporting Council Act No. 6 2011 and the provisions of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria, 2004.

Auditors
Ernst & Young have expressed their willingness to continue in office as the Company's auditors in accordance with Section 357(2) of the Companies and Allied Matters Act, CAP C20 Laws of the Federation of Nigeria 2004.

A resolution will be proposed at the Annual General meeting empowering the Directors to fix their remuneration.

BY ORDER OF THE BOARD

Ifetola Fadeyibi (Mrs.)
Company Secretary
FRC/2013/NBA/00000003855
29th January, 2016

The Companies and Allied Matters Act, CAP C20 Laws of the Federation of Nigeria 2004, requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the company at the end of the year and of its profit or loss. The responsibilities include ensuring that the Company:

a) keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the company and comply with the requirements of the Companies and Allied Matters Act, CAP C20 Laws of the Federation of Nigeria 2004;

b) establishes adequate internal controls to safeguard its assets and to prevent and detect fraud and other irregularities; and

c) prepares its financial statements using suitable accounting policies supported by reasonable and prudent judgments and estimates, and are consistently applied.

The directors accept responsibility for the annual consolidated and separate financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates, in conformity with International Financial Reporting Standards issued by the International Accounting Standards Board, Financial Reporting Council of Nigeria Act No 6, 2011 and the provisions of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004.

The directors are of the opinion that the consolidated and separate financial statements give a true and fair view of the state of the financial affairs of the Group and the Company and of its loss for the year ended 30 September 2015. The directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of consolidated financial statements, as well as adequate systems of internal financial control.

The Group incurred a net loss of ₦2.75billion for the year ended 30 September, 2015 (2014:₦1.43billion) and as at that date, it has a negative working capital of ₦5.65 billion (2014: ₦3.51 billion) and eroded shareholder's funds of ₦4.26 billion (2014: ₦1.51 billion). These conditions indicate the existence of material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern.

The financial statements are prepared on the basis of accounting policies applicable to going concern. The basis presumes that the Group will be able to inject fresh capital and that the realization of assets and settlement of liabilities will occur in the ordinary course of business.

....
Akinlola Irewunmi Olopade
Managing Director
FRC/2013/APCON/00000005577

29 January, 2016

....
S.O.S. Nwachukwu
Finance Director
FRC/2013/ICAN/00000003987

29 January, 2016

EY
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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AFROMEDIA PLC

Report on the financial statements

We have audited the accompanying consolidated financial statements of Afromedia Plc and its subsidiary, which comprise the consolidated statement of financial position as at 30 September 2015, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and the notes comprising a summary of significant accounting policies and other explanatory information.

Directors' responsibility for the financial statements

The directors are responsible for the preparation and fair presentation of these consolidated and separated financial statements in accordance with International Financial Reporting Standards, Financial Reporting Council of Nigeria Act No 6, 2011 and the provisions of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004 for such internal control as the directors determines necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these consolidated and separate financial statements based on our audit. We conducted our audit in accordance with the International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated and separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated and separate financial statements give a true and fair view of the financial position of Afromedia Plc and its subsidiary as at 30 September 2015 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards, Financial Reporting Council of Nigeria Act No 6, 2011 and the provisions of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004.

Emphasis of matter

Without qualifying our opinion, we draw attention to Note 36 to the consolidated and separate financial statements which indicates that the Group incurred a net loss of ₦2.75 billion for the year ended 30 September 2015 (2014: ₦1.43 billion) and as at that date, it has a negative working capital of ₦5.65 billion (2014: ₦3.51 billion) and eroded shareholder's funds of ₦4.26 billion (2014: ₦1.51 billion). These conditions indicate the existence of material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern.

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AFROMEDIA PLC - Continued

Report on Other Legal and Regulatory Requirements

In accordance with the requirement of Schedule 6 of the Companies and Allied Matters Act, CAP C20, Laws of the Federation of Nigeria 2004, we confirm that:

i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

ii. in our opinion, proper books of account have been kept by the Group, so far as appears from our examination of those books; and

iii. the Group's consolidated statement of financial position and consolidated statement of profit or loss and other comprehensive income are in agreement with the books of account.

Yusuf Aliu, FCA
FRC/2012/ICAN/00000000138

For: Ernst & Young
Chartered Accountants

Lagos, Nigeria

29 January 2016

In compliance with Section 359(6) of the Companies and Allied Matters Act CAP.C20, LFN 2004, we have exercised our statutory functions and reviewed the External Auditors' Report for the year ended 30th September 2015 and hereby state as follows:

- We examined the scope and planning of the audit for the year ended 30th September 2015 which was adequate in our opinion.
- We reviewed the External Auditors' Management letter for the year as well as the Management's response thereon.
- The internal control was being constantly and effectively monitored.
- We also ascertained that the accounting and reporting policies of the Company for the year ended 30th September 2015 are in accordance with legal requirements and agreed ethical practices.

In our opinion, the scope and planning of the audit for the year ended 30th September 2015 was adequate and Management's response to Auditors' findings thereon was satisfactory.

Dated 29th January 2016

……………………………….
Mr. Meshach Masade
FRC/2013/ICAN/00000002208
Chairman, Audit Committee

Members of the Committee:

· Mr. Meshach Masade	-	Chairman/Shareholder Representative
· Mrs. Elizabeth Gbegbaje	-	Shareholder Representative
· Engr. Patrick Nwabunie (F.IoD)	-	Non-Executive Director
· Mallam Ibrahim Isiyaku (SAN)	-	Non-Executive Director

In addition to delivering target audience to our customers, we at Afromedia Plc believe in adding value and qualitative services to our customers and creating additional long term embedded value for our esteemed shareholders. We attach high importance to corporate governance as the foundation of achieving our corporate goals and enhancing the intrinsic value attached to our values and mission. The company continuously reviews and strives to build its processes to ensure that its Board and business operations are conducted in line with good corporate governance, best practices, and more particularly in accordance with the laws and regulations of the operating environment in Nigeria.

Directors' Responsibility

In accordance with the provisions of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, the Directors are responsible for the preparation of the audited financial statements which give a true and fair view of the financial position of the Company and of the Statements of Comprehensive income for the financial year. A statement relating to the Directors' responsibilities has been included in the financial report contained herein.

The Board of Directors is saddle with the responsibility of overseeing the company's management and is conversant with the business activities of the company.

The duties of the Board include:

I. Overseeing the management and performance of the company's business;
ii. Formulation of strategic objectives and policies for sustainable growth;
iii. Ensuring the integrity of financial reports and monitoring the Company's operational and financial position;
iv. Determining the board structure and size including succession planning
v. Formulation and management of risk management framework;
vi. Overseeing the maintenance of the company's communication and information dissemination practices;
vii. Ensuring compliance with the laws of Nigeria;
viii. Approving the Company's financial policies and periodic financial statements;
ix. Overseeing the effectiveness and adequacy of internal control systems;

THE BOARD OF DIRECTORS

The Board of Directors is constituted of six (6) directors, comprising of the Chairman/Independent Non-Executive Director, two (2) Executive Directors and three (3) other Non-Executive Directors.

The Chairman and the Group Chief Executive Officer are two separate and distinct individuals who serve different roles and have different functions to ensure separation of powers on the Board of Directors, in accordance with the Code of Corporate Governance for public companies in Nigeria. The Chairman is Mallam Ibrahim Isiyaku (SAN) and the Group Chief Executive Officer is Mr. Akinlola Irewunmi Olopade. The Directors are conscious of their statutory responsibilities and have access to the advice and services of the Company Secretary when occasion demands. The Board meets quarterly and additional meetings may be convened to address urgent issues that may arise in the course of business activities.

Board Changes

During the year under review, Mrs. Agatha Okpagu, joined the Board of Directors and her appointment was ratified at the last annual general meeting of the Company. Mrs. Okpagu is a Non-Executive Director representing the interest of the Estate of Chief. J.O. Nwabunie. Based on the Articles of Association of the Company, the Executive Directors and Directors representing a shareholding of ten percent (10%) interest in the company are not subject to retirement by rotation of directors.

Mallam Isiyaku (SAN) has offered himself for re-election by rotation of directors, which will be put to the vote of members at the next annual general meeting. Also, three (3) Non-Executive Directors resigned during the period, namely Mr. Ernest Ebi (MFR), Mr. Idowu Iluyomade and Mr. Victor Ogiemwonyi during the financial year under review and Management wishes them all the best in their future endeavours.

The Directors who are currently serving on the Board are listed as follows:

1. **Mallam Ibrahim Isiyaku** (SAN) - *Chairman, Independent Non-Executive Director*
2. **Engr. Patrick Osita Nwabunie** (F.IoD) - *Vice-Chairman /Non-Executive Director*
3. **Mr. Akinlola Irewunmi Olopade** (F.IoD) - *Group Chief Executive Officer*
4. **Mr. Sunday O.S. Nwachukwu** *Group Executive Director, Finance and Administration*
5. **Mrs. Oluyemisi Odelola** *Non-Executive Director*
6. **Mrs. Agatha Okpagu** *Non-Executive Director (Appointed 18/12/2014)*

BOARD MEETINGS

Ordinarily, the Board is scheduled to meet at least four (4) times a year. However, the Board may convene additional meetings as the need arises. The Board of Directors met five (5) times in the course of the financial year under review and two (2) of the meetings were emergency meetings. The record of attendance in the table below contains the list of directors who served during the 2015 financial year.

S/N	NAME	STATUS	DATES OF MEETING HELD				
			18/12/14	23/03/15	29/04/15	31/07/15	09/09/15
1.	Mallam Ibrahim Isiyaku (SAN)	Chairman / Independent Non-Executive Director	✓	✓	✓	✓	X
2.	Engr. Patrick Nwabunie	Vice – Chairman / Non-Executive	✓	✓	✓	✓	✓
3.	Mr. Akinlola Irewunmi	Executive Director	✓	✓	✓	✓	✓
4.	Mr. Sunday O.S. Nwachukwu	Executive Director	✓	✓	✓	✓	✓
5.	Mrs. Oluyemisi	Non-Executive Director	✓	✓	✓	✓	✓
6.	Mrs. Agatha Okpagu	Non-Executive Director	✓	✓	✓	✓	✓
7.	Mr. Ernest Ebi (MFR)	Independent Non-Executive Director (resigned)	✓	✓	N/A	N/A	N/A
8.	Mr. Victor Ogiemwonyi	Non-Executive Director (resigned)	X	✓	✓	N/A	N/A
9.	Mr. Idowu Iluyomade	Independent Non-Executive Director (resigned)	X	✓	✓	N/A	N/A

NB: ✓ = present; x = absent with apologies
N/A = Not Applicable due to resignation, or prior to membership date.

BOARD REMUNERATION

The remuneration of the Non-Executive Directors is fixed at the Annual General Meeting based on the recommendation of the Board and sitting allowances accrue subject to attendance at meetings. The remuneration of Executive Directors' emoluments is fixed contractually. The Company does not provide pension, gratuity, share options/incentives or retirement allowances to Non-Executive Directors.

BOARD COMMITTEES

The Board Committees assist the Board with its oversight functions and give recommendations for approval by the full Board. Initially, the company had four (4) standing Committees however, based on a need to enhance efficiency and cohesiveness the board dissolved the Business Development Committee, the duties of which will be handled by the full board in future.

The three (3) existing Committees are:

1. Statutory Audit Committee
2. Finance and Risk Management Committee
3. Governance and Remuneration Committee

The Committees are constituted in accordance with statutory Code of Corporate Governance with respective terms of reference and diversified membership. The quorum for each Committee is two (2) members only.

STATUTORY AUDIT COMMITTEE

The company has a Statutory Audit Committee comprising of two (2) representatives of the shareholders and two (2) Non-Executive Directors who are appointed at each Annual General Meeting of the company and will serve until the conclusion of the next Annual General Meeting following their appointment. During the year under review, the Committee met five (5) times. The Internal Auditors were represented at each Audit Committee meeting while the External Auditors attended the meetings when necessary. The responsibilities and functions of the Statutory Audit Committee are set out in Section 359(6) of the Companies and Allied Matters Act, CAP C20 LFN 2004 and provisions of the Securities and Exchange Commission Code of Corporate Governance for Public Companies which include:

a) Ascertain whether the accounting and reporting policies of the Company are in accordance with legal requirements and agreed ethical practices;

b) Review the scope and planning of audit requirements;

c) Review the findings on management matters in conjunction with the external auditor and departmental responses thereon;

d) Keep under review the effectiveness of the company's system of accounting and internal control;

e) Make recommendation to the Board with regard to the appointment, removal and remuneration of the External Auditors of the Company and monitor their independence;

f) Authorize the Internal Auditor to carry out investigations into any activities of the Company, which may be of interest or concern to the Committee.

Other responsibilities of the Committee includes:

I. To consider quarterly/ periodic financial and internal control reports from Management.

ii. To periodically evaluate the financial and internal audit reports and make recommendations to the Board.

iii. To review updates on implementation level of internal and external auditors' recommendations by management.

The current members of the Audit Committee who were elected at the last Annual General Meeting are listed as follows:

- Mr. Meshach Masade - Chairman/ Shareholder Representative
- Mrs. Elizabeth Gbegbaje - Member/ Shareholder Representative
- Engr. Patrick Nwabunie (F.IoD) - Member/ Non-Executive Director
- Mrs. Oluyemisi Odelola - Member/ Non-Executive Director

The record of attendance of members who served on the Audit Committee meetings during the year under review is provided in the table below.

S/N	NAMES	DATES OF MEETING HELD				
		27/10/14	18/12/14	28/01/15	29/04/15	28/07/15
1.	Mr. Meshach Masade	✓	✓	✓	✓	✓
2.	Mrs. Elizabeth Gbegbaje	✓	✓	✓	✓	✓
3.	Engr. Patrick Nwabunie	✓	✓	✓	✓	✓
4.	Mallam Ibrahim Isiyaku (SAN).	X	✓	X	X	X

NB: ✓ = present; x = absent with apologies
N/A = Not Applicable due to resignation, or prior to membership date.

GOVERNANCE AND REMUNERATION COMMITTEE

The Governance and Remuneration Committee is currently made up of two (2) Non-Executive Directors.

The Committee's Terms of reference includes:

a). Making recommendations on the appointment of experienced Board members and executive directors, review directors' services contracts, etc.

b). Facilitating the establishment of a succession policy and plan for the executive Management.

c). Ensuring that performance assessment and review of employee welfare is conducted fairly and independently with respect to Management staff.

d). Providing guidance on board and executive management training requirements and policy formulation.

e). Assisting the management in developing and maintaining appropriate policies on directors' remuneration and make recommendations to the board on salaries, allowances and incentives for Senior Management and Executive Directors.

The Committee met twice (2ce) during the year under review. The members of the Committee who served during the period and the record of attendance at meetings are listed in the table below.

The current members of the Committee are listed as follows:

- Engr. Patrick Nwabunie (F.IoD) - Chairman /Non-Executive Director
- Mrs. Oluyemisi Odelola - Member/ Non-Executive Director

S/N	NAMES	DATES OF MEETING HELD	
		27/10/14	29/04/15
1.	Mr. Victor Ogiemwonyi	✓	✓
2.	Mr. Ernest Ebi (MFR)	✓	N/A
3.	Engr. Patrick Osita Nwabunie	✓	✓

NB: ✓ = present; x = absent with apologies
N/A = Not Applicable due to resignation, or prior to membership date

FINANCE AND RISK MANAGEMENT COMMITTEE

The Committee is made up of three (3) Directors comprising two (2) Non-Executive Directors and one (1) Executive Director of the company. The Committee is chaired by a Non-Executive Director.

The Committee's Terms of reference includes:

- Reviewing and monitoring the implementation of financial policies, controls and strategy periodically.
- Reviewing the periodic accounts, forecasts, business proposal and recommending approvals or adjustments.
- Reviewing and recommending investments, borrowing and contractual arrangements/ policies.
- To review the effectiveness of the Company's risk management function and framework in relation to the core strategic objectives of the Company.
- To review regular risk management reports from internal control/ management.

The Committee met two (2) times during the period under review.

The current members of the Committee are listed below:

- Mrs. Agatha Okpagu - Chairman/ Non-Executive Director
- Mrs. Oluyemisi Odelola - Member/ Non - Executive Director
- Mr. Sunday O.S. Nwachukwu – Member/ Executive Director

The table below states the members of the Finance and Risk Management Committee who served during the period under review and indicates the record of attendance at meetings held.

S/N	NAMES	DATES OF MEETING HELD	
		27/10/14	29/04/15
1.	Mr. Ernest Ebi (MFR)	✓	N/A
2.	Mr. Victor Ogiemwonyi	✓	✓
3.	Mr. Sunday O.S. Nwachukwu	✓	✓

NB: ✓ = present; x = absent with apologies
N/A = Not Applicable due to resignation, or prior to membership date

MANAGEMENT COMMITTEE

The Executive Committee is made up of the key management (senior staff) and Executive Directors of the Company. The Committee was recently established by the board to identify and mitigate day to day issues affecting the Company, provide inputs and reports to the Executive Directors and the respective Board Committees and ensure that the recommendations of the Board Committees are effectively communicated to, understood and observed by all employees. The Committee meets as the need arises to implement board decisions and corporate strategies.

Insider Trading Policy

The Board has the responsibility for ensuring compliance with applicable laws and regulations which includes insider trading laws. The directors and related persons who may have or receive price sensitive information are prohibited from dealing in the securities of the company where such actions would be deemed as insider trading in accordance with the Investment & Securities Act 2007. Also, the shareholding of directors is disclosed in this Annual Report in compliance with regulatory requirements. The Company has also adopted its Insider Trading Policy in compliance with the rules of the Nigerian Stock Exchange and specific enquiry has been made from each director and they have complied accordingly.

Complaints Management Policy

The Company has recently adopted a Complaints Management Policy in accordance with the directives of the Securities and Exchange Commission (SEC) and Nigerian Stock Exchange (NSE). The policy can be gleaned on the Company's website and genuine complaints can be sent to the Company via email to info@afromediaplc.com or letter to the corporate address at 39, Ladipo Bateye Street, GRA, Ikeja, Lagos.

Unclaimed Dividends

The Company has a total sum of N4,309,332.76 unclaimed dividends as at 30th September 2015. In line with the SEC directives and rules, the company received only ninety percent (90%) of the returned unclaimed dividend as at July 2015 from the Registrars in the sum of N3,878,399.48 only, while the remaining ten percent (10%) remains in the custody of the Registrars for effective administration to shareholders. The Company has placed the sum in a specially designated interest yielding bank account strictly for Unclaimed Dividends only and files monthly reports to the SEC in this regard. The total sum and interest accrued on the returned unclaimed dividends as at 30th September 2015 amounts to N3,912,662.84 only.

The shareholders are continuously encouraged to contact the Registrars to collect their unclaimed dividends. The E-Dividend /mandate forms are included in the Annual reports for completion by shareholders to assist in accessing any unclaimed bonus, share certificates and dividends from the Registrars. Therefore, all shareholders are further advised to complete the forms attached to the Annual Report as may be required and submit same to the Registrars with their updated information to claim their dividends.

Charitable Donations

No charitable donations were issued by the company in the last financial year of 2015.

Investor Relations

The Company ensures that its website contains adequate and current information about the Company, as well as the published financial statements and annual reports. The Company ensures that adequate Notice of the Annual General Meetings is circulated and attendance at General Meetings is only permitted to shareholders or their duly appointed proxies, the appointment of which should be conveyed to the Registrars promptly, at least not less than 48 hours before each General Meeting. Furthermore, we encourage shareholders to attend Annual General Meetings and use the Shareholder Data forms to update their addresses for ease of correspondence.

Statement of Compliance

The Company is committed to observing the extant laws of the country, rules and principles of good corporate governance and substantially complies with statutory provisions of the Companies and Allied Matters Act CAP. C20, 2004, Investment and Securities Act 2007, the Rules and Regulations of Securities and Exchange Commission (SEC), post listing requirements of the Nigerian Stock Exchange (NSE) and SEC Code of Corporate Governance for public Companies in Nigeria, in general. The Company has also filed its interim and annual returns with the Nigerian Stock Exchange (NSE) and Securities and Exchange Commission (SEC) for the year under review.

Risk Management, Internal Audit/Internal Control Report

The Companies and Allied Matters Act CAP.C20, Laws of the Federation of Nigeria 2004 and SEC Code of Corporate Governance both require the directors to prepare financial statements for each financial year that gives a true and fair view of the state of financial affairs of the Company at the end of the year and of its profit and loss. The responsibilities include ensuring that the Company establishes adequate risk assessment and management policies with adequate internal controls to safeguard its assets, prevent and detect fraud and other irregularities. The Company's internal control, risk management and compliance systems are operating effectively.

The directors have instituted an internal control and audit system, which gives reasonable assurances against any material misstatement and loss, is also being maintained. Furthermore, the internal control/audit function ensures the continuous maintenance of compliance and review of internal control measures and policies in line with standard best practices. The Company has implemented International Financial Reporting Standards (IFRS) in the preparation of the 2015 audited financial statements contained in this Annual Report.

The independence of the internal control and audit function is maintained in line with good corporate governance and the internal auditor reports to the Audit Committee regularly.


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		The Group		The Company	
	Notes	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Turnover	4	407,250	341,025	407,250	341,025
Cost of sales	5	(806,788)	(437,890)	(806,788)	(437,890)
Gross loss		**(399,538)**	**(96,865)**	**(399,538)**	**(96,865)**
Other operating Income	6	24,252	427	24,252	427
Administrative expenses	7	(1,635,217)	(937,478)	(1,635,217)	(937,478)
Distribution expenses	8	(43,486)	(105,010)	(43,486)	(105,010)
Other operating expenses	9	(29,444)	(36,101)	(29,444)	(36,101)
Operating loss		**(2,083,433)**	**(1,175,027)**	**(2,083,433)**	**(1,175,027)**
Finance income	10	-	36,566	-	36,566
Finance costs	11	(661,768)	(567,264)	(661,768)	(567,264)
Loss before taxation	12	(2,745,201)	(1,705,725)	(2,745,201)	(1,705,725)
Income tax (expense)/credit	13	(6,057)	276,070	(6,057)	276,070
Loss after taxation		**(2,751,258)**	**(1,429,655)**	**(2,751,258)**	**(1,429,655)**
Other comprehensive income					
Other comprehensive income that will not subsequently be reclassified to profit or loss:					
Actuarial (loss)/gain on defined benefit plans (net of tax)	28	(2,940)	2,858	(2,940)	2,858
Other comprehensive income that will subsequently be reclassified to profit or loss:					
Net gain on available-for-sale financial assets		351	-	351	-
Release of the available-for-sale reserve		-	14,055	-	14,055
Other comprehensive (loss)/ income for the year, net of tax		(2,589)	16,913	(2,589)	16,913
Total comprehensive loss for the year, net of tax		**(2,753,847)**	**(1,412,742)**	**(2,753,847)**	**(1,412,742)**
Earnings per share:					
Basic and diluted loss per share (kobo)	14	(62k)	(32k)	(62k)	(32k)

See notes to the financial statements

	Note	The Group			The Company		
			1 October			1 October	
		2015 ₦'000	2014 ₦'000	2013 ₦'000	2015 ₦'000	2014 ₦'000	2013 ₦'000
ASSETS			Restated	Restated		Restated	Restated
Non-current assets							
Property, plant and equipment	15	1,414,145	2,298,412	2,558,120	1,414,145	2,298,412	2,558,120
Intangible assets	16	198,686	240,277	335,888	198,686	240,277	335,888
Available-for-sale investments	17	23,774	23,423	31,112	23,774	23,423	31,112
Investment in subsidiary	18	-	-	-	1,000	1,000	1,000
Deferred costs	19	17,394	26,091	34,788	17,394	26,091	34,788
		1,653,999	**2,588,203**	**2,959,908**	**1,654,999**	**2,589,203**	**2,960,908**
Current assets							
Inventories	20	-	209,672	219,964	-	209,672	219,964
Trade and other receivables	21	556,709	654,046	839,952	556,233	654,046	839,952
Prepayments	22	36,362	11,568	62,933	30,446	11,568	62,933
Loans and advances	23	13,705	47,787	15,891	13,705	47,787	15,891
Deposit for investment	24	-	96,644	96,644	-	96,644	96,644
Cash equivalents	25	38,974	963	4,462	37,308	963	4,462
		645,750	**1,020,680**	**1,239,846**	**637,692**	**1,020,680**	**1,239,846**
Total assets		**2,299,749**	**3,608,883**	**4,199,754**	**2,292,691**	**3,609,883**	**4,200,754**
Equity and liabilities							
Equity							
Issued share capital	26	2,219,524	2,219,524	2,219,524	2,219,524	2,219,524	2,219,524
Share premium		537,754	537,754	537,754	537,754	537,754	537,754
Other reserve		2,312,618	2,312,618	2,312,618	2,312,618	2,312,618	2,312,618
Accumulated loss		(9,330,861)	(6,576,663)	(5,149,866)	(9,330,861)	(6,576,663)	(5,149,866)
Available-for-sale reserve		351	-	(14,055)	351	-	(14,055)
Total equity		**(4,260,614)**	**(1,506,767)**	**(94,025)**	**(4,260,614)**	**(1,506,767)**	**(94,025)**

	Note	The Group 2015 ₦'000	2014 ₦'000 Restated	1 October 2014 ₦'000 Restated	The Company 2015 ₦'000	2014 ₦'000 Restated	1 October 2014 ₦'000 Restated
Non-current liabilities							
Deferred tax liability	27	-	-	282,045	-	-	282,045
Staff retirement benefit	28	132,129	105,780	131,818	132,129	105,780	131,818
Financial liabilities	29	-	362,368	-	-	362,368	-
Provision for decommissioning	30	133,348	113,030	95,811	133,348	113,030	95,811
		265,477	**581,178**	**509,674**	**265,477**	**581,178**	**509,674**
Current liabilities							
Trade and other payables	31	2,619,195	1,852,655	1,731,948	2,621,708	1,853,655	1,732,948
Bank overdraft	25	2,915,147	2,284,971	1,500,762	2,915,147	2,284,971	1,500,762
Staff retirement benefit	28	-	92,336	-	-	92,336	-
Income tax payable	27.1	208,548	202,491	196,516	208,548	202,491	196,516
Financial liabilities	29	450,000	87,632	291,111	450,000	87,632	291,111
Deferred revenue	33	98,083	14,387	63,768	88,512	14,387	63,768
Dividend payables	32	3,913	-	-	3,913	-	-
		6,294,886	**4,534,472**	**3,784,105**	**6,287,828**	**4,535,472**	**3,785,105**
Total liabilities		**6,560,363**	**5,115,650**	**4,293,779**	**6,553,305**	**5,116,650**	**4,294,779**
Total equity and liabilities		**2,299,749**	**3,608,883**	**4,199,754**	**2,292,691**	**3,609,883**	**4,200,754**

Akinlola Irewunmi Olopade
Managing Director
FRC/2013/APCON/00000005577

S.O.S. Nwachukwu
Finance Director
FRC/2013/ICAN/00000003987

See notes to the financial statements.

The Group	Issued share capital	Share premium	Other reserve	Available-for-sale reserve	Accumulated Loss	Total
	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000
As At 1 October 2013	2,219,524	537,754	2,312,618	(14,055)	(5,149,866)	(94,025)
Loss for the year	-	-	-		(1,429,655)	(1,429,655)
Other comprehensive income	-	-	-	14,055	2,858	16,913
	--------------	------------	---------------	------------	-----------------	-----------------
Total comprehensive income	-	-	-	14,055	(1,426,797)	(1,412,742)
	--------------	------------	---------------	------------	-----------------	-----------------
As At 1 October 2014	2,219,524	537,754	2,312,618	-	(6,576,663)	(1,506,767)
Loss for the year	-	-	-	-	(2,751,258)	(2,751,258)
Other comprehensive income	-	-	-	351	(2,940)	(2,589)
	--------------	------------	---------------	------------	-----------------	-----------------
Total Comprehensive income	-	-	-	351	(2,754,198)	(2,753,847)
	--------------	------------	---------------	------------	-----------------	-----------------
As At 30 September 2015	2,219,524	537,754	2,312,618	351	(9,330,861)	(4,260,614)
	========	=======	========	=======	=========	=========

The Company	Issued share capital	Share premium	Other reserve	Available-for-sale reserve	Accumulated Loss	Total
	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000
As At 1 October 2013	2,219,524	537,754	2,312,618	(14,055)	(5,149,866)	(94,025)
Loss for the year	-	-	-		(1,429,655)	(1,429,655)
Other comprehensive income	-	-	-	14,055	2,858	16,913
	--------------	------------	---------------	------------	-----------------	-----------------
Total comprehensive income	-	-	-	14,055	(1,426,797)	(1,412,742)
	--------------	------------	---------------	------------	-----------------	-----------------
As At 1 October 2014	2,219,524	537,754	2,312,618	-	(6,576,663)	(1,506,767)
Loss for the year	-	-	-	-	(2,751,258)	(2,751,258)
Other comprehensive income	-	-	-	351	(2,940)	(2,589)
	--------------	------------	---------------	------------	-----------------	-----------------
Total Comprehensive income	-	-	-	351	(2,754,198)	(2,753,847)
	--------------	------------	---------------	------------	-----------------	-----------------
As At 30 September 2015	2,219,524	537,754	2,312,618	351	(9,330,861)	(4,260,614)
	========	=======	=========	=======	=========	=========

	Notes	The Group 2015 ₦'000	The Group 2014 ₦'000	The Company 2015 ₦'000	The Company 2014 ₦'000
Operating activities					
Cash receipts from customers		504,908	526,993	505,384	526,993
Payment to suppliers		(336,571)	(780,816)	(338,713)	(780,816)
Net cash flows from / (used in) operating activities	35	168,337	(253,823)	166,671	(253,823)
Investing activities					
Purchase of property, plant and equipment	15	(122,822)	(1,932)	(122,822)	(1,932)
Purchase of intangible assets	16	(3,777)	(40,581)	(3,777)	(40,581)
Proceed from sale of property, plant and equipment		50	-	50	
Dividend received	6	2,356	365	2,356	365
Net cash flows used in investing activities		(124,193)	(42,148)	(124,193)	(42,148)
Financing activities					
Interest paid	11	(640,222)	(491,737)	(640,222)	(491,737)
Unpaid dividend received from the registrar		3,913	-	3,913	
Net cash flows used in financing activities		(636,309)	(491,737)	(636,309)	(491,737)
Net decrease in cash and cash equivalents		(592,165)	(787,708)	(593,831)	(787,708)
Cash and cash equivalents at 1 October		(2,284,008)	(1,496,300)	(2,284,008)	(1,496,300)
Cash and cash equivalents at 30 September	25	(2,876,173)	(2,284,008)	(2,877,839)	(2,284,008)

See notes to the financial statements.

1. CORPORATE INFORMATION

Afromedia Plc, ("the Company") was incorporated on 28 October 1959 as a private Limited Liability Company in accordance with the provisions of the Companies Act. The company was converted to a public Limited Liability Company on 2 July 2008 in accordance with the provisions of the Companies and Allied Matters Act, CAP C20,Laws of the Federation of Nigeria 2004. The registered office of the Company is located at Kilometer 21, Badagry Expressway, Araromi, Ajangbadi, Lagos.

The principal activity of the Group is outdoor advertising which consist of advertising in airports, street furniture and bill boards. There was no change in the nature of business of the Group during the year.

2.1 Basis of preparation and adoption of IFRS

The financial statements of Group have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). The financial statements also comply with the Financial Reporting Council of Nigeria Act No 6, 2011 and the requirements of the Companies and Allied Matters act, CAP C20,Laws of the Federation of Nigeria 2004. The financial statements have been prepared on the historical cost basis except for the investment in quoted equity instruments which are classified as available for sale and therefore also measured at fair value.

Functional and presentation currency

These financial statements are presented in Naira, which is the Group's functional currency. All financial information presented in Naira has been rounded to the nearest thousand unless stated otherwise.

2.2 Significant accounting judgement, estimates and assumptions

Significant accounting judgements, estimates and assumptions made by management for the preparation of the financial statements for which changes could have material impact on the reported amounts in the financial statements are summarised below:

Judgements

In the process of applying the Group's accounting policies, management has made some judgments which have the most significant effect on the amounts recognised in the financial statements:

Afromedia Plc is currently undergoing some going concern uncertainties as indicated in Note 35. Even though these uncertainties are present, the financial statements are still being prepared on going concern basis. The preparation of its financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, revenue and expenses and the accompanying disclosures, and disclosure of the contingent liabilities at the end of the reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and assumptions

The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumption about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Accounts receivable

The allowance for doubtful accounts involves management judgment and review of individual receivable balances based on an individual customer's prior payment record, current economic trends and analysis of historical bad debts of a similar type. See Note 21 for details.

Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. Some key assumptions are used to determine the recoverable amount for the different CGUs, including a sensitivity analysis. See Notes 15 and 16 for details.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions based on reasonable estimates, for possible consequences of audits by the tax authorities.

Further details of taxes are disclosed in Note 13 and 27.

Decommissioning liabilities

As part of the identification and measurement of assets and liabilities for the acquisition of hoarding equipment in 2015, the Group has recognised a provision for decommissioning obligations associated with the hoarding equipment it owned. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, expected cost to dismantle and remove the plant from the site and expected timing of those costs. The carrying amount of the provision as at 30 September 2015 was ₦133.3 million (2014: ₦113 million). The Group estimates that the costs would be realised in line with the useful life of the assets (1 – 19 years) and calculate provision using the Discounted Cash Flow (DCF) method based on the discount rate of 18%.

Available-for-sale assets

Significance is evaluated against the original cost of the investment and prolonged against the period in which the fair value has been below its original cost. When there is evidence of impairment, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that investment previously recognised in the statement of other comprehensive Income – is removed from other comprehensive income (OCI) and recognised in the statement of profit or loss. Impairment losses on equity investments are not reversed through profit or loss; increases in their fair values after impairment are recognised in OCI. The determination of what is 'significant' or 'prolonged' requires judgement. In making this judgement, the Group evaluates, among other factors, the duration or extent to which the fair value of an investment is less than its cost. See Note 17 for details.

Fair value of financial instruments

When the fair value of financial assets and financial liabilities recorded in the statement of financial position cannot be derived from active markets, their fair value is determined using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. The judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 17b for further details.

Gratuity Benefits

The cost of defined benefit pension plans and other post-employment medical benefits and the present value of the pension obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The discount rate is determined on the Group's reporting date by reference to market yields on high quality Government bonds. The discount rate should reflect the duration of the liabilities of the benefit programme. See Note 28 for details.

2.3.1 New and amended standards and interpretations

The following relevant new and amended standards have become effective for the current year:

IFRS 13 Fair Value Measurement

The amendment is applied prospectively and clarifies that the portfolio exception in IFRS 13 can be applied not only to financial assets and financial liabilities, but also to other contracts within the scope of IFRS 9 (or IAS 39, as applicable).

The amendment does not have any impact on the current Group's financial statements.

Amendments to IAS 19 Defined Benefit Plans: Employee Contributions

IAS 19 requires an entity to consider contributions from employees or third parties when accounting for defined benefit plans. Where the contributions are linked to service, they should be attributed to periods of service as a negative benefit. These amendments clarify that, if the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the service is rendered, instead of allocating the contributions to the periods of service. This amendment is effective for annual periods beginning on or after 1 July 2014.

These amendments do not have any impact on the current Group's financial statements.

IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets

The amendment is applied retrospectively and clarifies in IAS 16 and IAS 38 that the asset may be revalued by reference to observable data on either the gross or the net carrying amount. In addition, the accumulated depreciation or amortisation is the difference between the gross and carrying amounts of the asset.

The amendment does not have any impact on the current Group's financial statements.

IAS 24 Related Party Disclosures

The amendment is applied retrospectively and clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services.

The amendment does not have any impact on the current Group's financial statements.

IFRS 8 Operating Segments

The amendments are applied retrospectively and clarifies that:

- An entity must disclose the judgements made by management in applying the aggregation criteria in paragraph 12 of IFRS 8, including a brief description of operating segments that have been aggregated and the economic characteristics (e.g., sales and gross margins) used to assess whether the segments are 'similar'
- The reconciliation of segment assets to total assets is only required to be disclosed if the reconciliation is reported to the chief operating decision maker, similar to the required disclosure for segment liabilities.

These amendments do not have any impact on the current Group's financial statements.

IAS 36 Recoverable Amount Disclosures for Non- Financial Assets - Amendments to IAS 36

Effective for annual periods beginning on or after 1 January 2014. The amendments must be applied retrospectively.

The amendments to IAS 36 Impairment of Assets clarify the disclosure requirements in respect of fair value less costs of disposal. The amendments remove the requirement to disclose the recoverable amount for each cash-generating unit for which the carrying amount of goodwill or intangible assets with indefinite useful lives allocated to that unit is significant.

In addition, the IASB added two disclosure requirements:

- Additional information about the fair value measurement of impaired assets when the recoverable amount is based on fair value less costs of disposal.
- Information about the discount rates that have been used when the recoverable amount is based on fair value less costs of disposal using the present value technique. The amendments harmonise disclosure requirements between value in use and fair value less cost of disposals.

The amendments do not have any impact on the current Group's financial statements.

IFRIC 21 Levies

IFRIC 21 is applicable to all levies other than outflows that are within the scope of other standards (e.g., IAS 12 Income Taxes) and fines or other penalties for breaches of legislation. Levies are defined in the interpretation as outflows of resources embodying economic benefits imposed by governments on entities in accordance with legislation.

The interpretation clarifies that an entity recognises a liability for a levy when the activity that triggers payment, as identified by the relevant legislation, occurs. It also clarifies that a levy liability is accrued progressively only if the activity that triggers payment occurs over a period of time, in accordance with the relevant legislation. For a levy that is triggered upon reaching a minimum threshold, the interpretation clarifies that no liability is recognised before the specified minimum threshold is reached.

The interpretation does not address the accounting for the debit side of the transaction that arises from recognising a liability to pay a levy. Entities look to other standards to decide whether the recognition of a liability to pay a levy would give rise to an asset or an expense under the relevant standards. The interpretation is effective for annual periods beginning on or after 1 January 2014. The interpretation must be applied retrospectively. Early application is permitted and must be disclosed. This interpretation does not have impact on the current Group's financial statements.

Amendments to IAS 32- Offsetting Financial Assets and Financial Liabilities

Effective for annual periods beginning on or after 1 January 2014. The amendments must be applied retrospectively.

The amendments to IAS 32 Financial Instruments: Presentation clarify the meaning of "currently has a legally enforceable right to set-off". The amendments also clarify the application of the IAS 32 offsetting criteria to settlement systems (such as central clearing house systems), which apply gross settlement mechanisms that are not simultaneous. The amendments clarify that rights of set-off must not only be legally enforceable in the normal course of business, but must also be enforceable in the event of default and the event of bankruptcy or insolvency of all of the counterparties to the contract, including the reporting entity itself. The amendments also clarify that rights of set-off must not be contingent on a future event.

The amendments clarify that only gross settlement mechanisms with features that eliminate or result in insignificant credit and liquidity risk and that process receivables and payables in a single settlement process or cycle would be, in

effect, equivalent to net settlement and, therefore, meet the net settlement criterion.
These amendments do not have any impact on the current Group's financial statements.

Amendments to IFRS 2 - Share-based Payment: Definitions of vesting conditions

The amendment defines 'performance condition' and 'service condition' to clarify various issues, including the following:

- A performance condition must contain a service condition
- A performance target must be met while the counterparty is rendering service
- A performance target may relate to the operations or activities of an entity, or to those of another entity in the same group
- A performance condition may be a market or non-market condition
- If the counterparty, regardless of the reason, ceases to provide service during the vesting period, the service condition is not satisfied.
- The amendment is applicable for share-based payments for which the grant date is on or after 1 July 2014 and must be applied prospectively.

This amendment does not have any impact on the current Group's financial statements.

Amendments to IFRS 3 – Business combination: Accounting for contingent consideration in a business combination

The amendment clarifies that all contingent consideration arrangements classified as liabilities or assets arising from a business combination must be subsequently measured at fair value through profit or loss whether or not they fall within the scope of IFRS 9 (or IAS 39, as applicable).

The amendment must be applied prospectively.

This amendment does not have any impact on the current Group's financial statements.

Amendments to IAS 40 – Investment property: Interrelationship between IFRS 3 and IAS 40 (ancillary services)

The description of ancillary services in IAS 40 differentiates between investment property and owner-occupied property (i.e., property, plant and equipment). The amendment clarifies that IFRS 3, not the description of ancillary services in IAS 40, is used to determine whether the transaction is the purchase of an asset or business combination.

The amendment must be applied prospectively.

This amendment does not have any impact on the current Group's financial statements.

2.3.2 Standards issued but not yet effective

Standards and interpretations issued but not yet effective up to the date of issuance of the Group's financial statements are disclosed below. The Group is currently assessing the impact that these standards will have on the financial position and performance.

The Group intends to adopt these standards, if applicable, when they become effective.

IFRS 9 Financial Instruments

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments that replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. IFRS 9 brings together all three aspects of the accounting for financial instruments project: classification and measurement, impairment and hedge accounting. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Except for hedge accounting, retrospective application is required but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions. The company is in the process of assessing the impact adoption of IFRS 9 will have on the classification, measurement and impairment of the Group's financial assets: however, there would be no impact on the classification.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 was issued in May 2014 and establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under IFRS. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after 1 January 2018. Early adoption is permitted. The Group is currently assessing the impact of IFRS 15 and plans to adopt the new standard on the required effective date.

The Group is in the business of providing outdoor advertising which consist of advertising in airports, street furniture and bill boards.

Amendments to IAS 16 and IAS 38: Clarification of Acceptable Methods of Depreciation and Amortisation

The amendments clarify the principle in IAS 16 and IAS 38 that revenue reflects a pattern of economic benefits that are generated from operating a business (of which the asset is part) rather than the economic benefits that are consumed through use of the asset. As a result, a revenue-based method cannot be used to depreciate property, plant and equipment and may only be used in very limited circumstances to amortise intangible assets. The amendments are effective prospectively for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments are not expected to have any impact to the Group given that the Group has not used a revenue-based method to depreciate its non-current assets.

Annual Improvements 2012 – 2014 Cycle

These improvements are effective for annual periods beginning on or after 1 January 2016. They include:

IFRS 5 Non-current Assets Held for Sale and Discontinued Operations

Assets (or disposal groups) are generally disposed of either through sale or distribution to owners. The amendment clarifies that changing from one of these disposal methods to the other would not be considered a new plan of disposal, rather it is a continuation of the original plan. There is, therefore, no interruption of the application of the requirements in IFRS 5. This amendment must be applied prospectively.

IAS 19 Employee Benefits

The amendment clarifies that market depth of high quality corporate bonds is assessed based on the currency in which the obligation is denominated, rather than the country where the obligation is located. When there is no deep market for high quality corporate bonds in that currency, government bond rates must be used. This amendment must be applied prospectively.

IFRS 7 Financial Instruments: Disclosures

(i) Servicing contracts
The amendment clarifies that a servicing contract that includes a fee can constitute continuing involvement in a financial asset. An entity must assess the nature of the fee and the arrangement against the guidance for continuing involvement in IFRS 7 in order to assess whether the disclosures are required. The assessment of which servicing contracts constitute continuing involvement must be done retrospectively. However, the required disclosures would not need to be provided for any period beginning before the annual period in which the entity first applies the amendments.

(ii) Applicability of the amendments to IFRS 7 to condensed interim financial statements

The amendment clarifies that the offsetting disclosure requirements do not apply to condensed interim financial statements, unless such disclosures provide a significant update to the information reported in the most recent annual report. This amendment must be applied retrospectively.

Amendments to IAS 1-IAS 1Disclosures Initiative

Effective for annual periods beginning on or after 1January 2016. Early application is permitted and entities do not need to disclose that fact because the Board considers these amendments to be clarification that do not affect an entity's accounting policies or accounting estimates.

The amendments to IAS 1 Presentation of Financial Statements clarify, rather than significantly change, existing IAS 1 requirements. The amendments clarify:

- The materiality requirements in IAS 1
- That specific line items in the statement(s) of profit or loss and OCU and the statement of financial position may be disaggregated
- That entities have flexibility as to the order in which they present the notes to financial statements
- That the share of OCI of associated and Joint ventures accounted for using the equity method must be presented in aggregate as a single line item, and classified between these items that will or will not be subsequently reclassified to profit or loss.

Furthermore, the amendments clarify the requirements that apply when additional subtotals are presented in the statement of financial position and the statement(s) of profit or loss and other comprehensive income.

These amendments will impact the Group's financial statements presentation and disclosure requirements in IFRS, and do not affect recognition and measurements.

IFRS 16 - Leases

Effective for annual periods beginning on or after 1 January 2019. Early application is permitted, but not before an entity applies IFRS 15. The key features of the amendment are:

- The new standard requires lessees to account for all leases under a single on-balance sheet model (subject to certain exemptions) in a similar way to finance leases under IAS 17.
- Lessees recognise a liability to pay rentals with a corresponding asset, and recognise interest expense and depreciation separately.
- The new standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computer) and short-term leases (i.e., leases with a lease term of 12 months or less).
- Reassessment of certain key considerations (e.g., lease term, variable rents based on an index or rate, discount rate) by the lessee is required upon certain events.
- Lessor accounting is substantially the same as today's lessor accounting, using IAS 17's dual classification approach.

The Group is still assessing the impact of this amendment.

IAS 12 – Taxes: Recognition of Deferred Tax Assets for Unrealised Losses

The amendment clarifies the accounting for deferred tax assets for unrealised losses on debt instruments measured at fair value. The amendments clarify:

- The requirements relating to recovery of an asset for more than its carrying amount in a way that enhances understanding and reduces the risk of an arbitrary estimate of probable future taxable profit was revised
- The standard clarify that taxable profit excluding tax deductions used for assessing the utilization of deductible temporary differences is different from taxable profit on which income taxes are payable

The amendment is effective for annual periods beginning on or after 1 January 2017.

The Group is still assessing the impact of this amendment.

IFRS 10, IFRS 12 and IAS 28 Investment Entities: Applying the Consolidation Exception - Amendments to IFRS 10, IFRS 12 and IAS 28

Effective for annual periods beginning on or after 1January 2016. The amendments must be applied retrospectively. Early application is permitted and must be disclosed

The amendments address three issues that have arisen in applying the investment entities exception under IFRS 10.

The amendments to IFRS 10 clarify that the exemption in paragraph 4 of IFRS 10 from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures its subsidiaries at fair value.

Furthermore, the amendments to IFRS 10 clarify that only a subsidiary of an investment entity that is not an investment entity itself and that provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value.

The amendments to IAS 28 allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries.

These amendments will not impact the Group's financial statements presentation.

IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture – Amendments to IFRS 10 and IAS 28

The amendments address the conflict between IFRS 10 and IAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture.

The amendments clarify that a full gain or loss is recognised when a transfer to an associate or joint venture involves a business as defined in IFRS 3 Business Combinations. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognised only to the extent of unrelated investors' interests in the associate or joint venture.

The amendments must be applied prospectively. Early application is permitted and must be disclosed. The effective date of this amendment has been deferred indefinitely by amendments made in December 2015 until such time as it has finalised any amendments that result from its research project on the equity method.

These amendments will not impact the Group's financial statements presentation.

IAS 27 Equity Method in Separate Financial Statements – Amendments to IAS 27

Effective for annual periods beginning on or after 1 January 2016 and it must be applied retrospectively, early application is permitted and must be disclosed.

The amendments to IAS 27 Separate Financial Statements allow an entity to use the equity method as described in IAS 28 to account for its investments in subsidiaries, joint ventures and associates in its separate financial statements. Therefore, an entity must account for these investments either:

- At cost
- In accordance with IFRS 9 (or IAS 39)
  Or
- Using the equity method

The entity must apply the same accounting for each category of investment.

A consequential amendment was also made to IFRS 1 First-time Adoption of International Financial Reporting Standards. The amendment to IFRS 1 allows a first-time adopter accounting for investments in the separate financial statements using the equity method, to apply the IFRS 1 exemption for past business combinations to the acquisition of the investment.

2.4 Summary of significant accounting policies

The following are the significant accounting policies applied by Afromedia Plc in preparing its financial statements

2.4.1 Basis for consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiary as at 30 September 2015. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary. The Group ensures that the accounting policies of the subsidiary are in line with the Group.

Transaction eliminated on consolidation
Intra-group balances and transaction and any unrealised income and expenses arising from intra-group transaction are eliminated.

2.4.2 Intangible Assets

Research and development cost
Development costs capitalised include all costs related to the development, modification or improvement to street lamp ranges in connection with contract proposals having a strong probability of success. Development costs also include the design and construction of models and prototypes.

The development cost shall be recognised if, and only if the Group can demonstrate:

(a) The technical feasibility of completing the intangible asset so that it will be available for use or sale.
(b) Its intention to complete the intangible asset and use or sell it.
(c) Its ability to use or sell the intangible asset.
(d) How the intangible asset will generate probable future economic benefits. Among other things, the entity can demonstrate the existence of a market for the output of the intangible asset or the intangible asset itself or, if it is to be used internally, the usefulness of the intangible asset.
(e) The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
(f) Its ability to measure reliably the expenditure attributable to the intangible asset during its development.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation is recorded in administrative expenses. During the period of development, the asset is tested for impairment annually.

Concession right, license fees and computer software

The concession right and license fees are amortised over the concession and license period. Only individualised and clearly identified software is capitalised and amortised over a certain period depending on the Group's usage of the software.

The estimated useful life for the current year is as follows:
- Computer software - 3 years
- License and concession Fee - 6-7 years
- Development cost - 3 years

2.4.3 Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss and includes expenditures that are directly attributable to the acquisition of the asset. Cost price include costs directly attributable to the acquisition of property, plant and equipment, as well as any subsequent expenditure when it is probable that future economic benefits associated with the item will flow to the Group and the expenditure can be measured reliably. When parts of an item of property or equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment.
The cost of replacing part of an item of property or equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property and equipment are recognized in profit or loss as incurred.

Depreciation is charged to profit or loss on a straight-line basis to write down the cost of each asset, to their residual values over the estimated useful lives of each part of an item of property, plant and equipment. Depreciation begins when an asset is available for use and ceases at the date that the asset is derecognised.

2.4. Summary of significant accounting policies – Continued

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

Land - Not depreciated
Building - 50 years
Hoardings (Steel) – conventional - 8 years
Tower - 20 years
Motor vehicles - 4-6 years
Plant, furniture and equipment -
- Plant and machinery - 5-7 years
- Office furniture, fixtures and fittings - 8-10 years
- Office equipment - 4-6 years

If the expected residual value is equal to or greater than the carrying value, no depreciation is provided for. The residual values, estimated useful lives of the assets and depreciation methods are reviewed at each reporting position date and adjusted as appropriate. Property, plant and equipment is included in the net asset value of cash generating units for impairment testing purposes.

Property, plant and equipment are derecognised at disposal date or at the date when it is permanently withdrawn from use without the ability to be disposed of, when no future economic benefits are expected from its use or disposal. The differences between the carrying amounts at the date of de-recognition and any disposal proceeds, as applicable, is recognised in the profit or loss.

2.4.4 Earnings per share

The Group presents basic/ diluted (loss)/ earnings per share data for its ordinary shares.

Basic (loss)/ earnings per share is calculated by dividing the (loss)/ profit attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the year.

Diluted (loss)/ earnings per share is calculated by dividing the (loss)/ profit attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding as adjusted for the effects of all dilutive potential ordinary shares.

2.4.5 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists or annually in the case of indefinite life intangibles, then the asset's (CGU'S) recoverable amount is estimated and impairment recognised.

For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash-generating units (CGUs). The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use (being the present value of the expected future cash flows of the relevant asset or CGUs). An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Afromedia evaluates impairment losses for potential reversals when events or circumstances may indicate such consideration is appropriate. The increased carrying amount of an asset other than amount attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. Impairment losses and impairment reversals are recognised in profit or loss.

2.4.6 Inventories

Inventories mainly consist of parts necessary for the maintenance of installed street lamp or billboards in kit form or partially assembled (work in progress). Inventories are stated at the lower of cost and net realisable value. Cost comprises expenditure incurred in bringing inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs to sell. Inventory values are determined on a weighted average cost basis.

2.4.7 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one party and a financial liability or equity instrument of another party. The Group recognises financial assets and financial liabilities on the Group's statement of financial position when it becomes a party to the contractual provisions of the instrument. The Group determines the classification of its financial assets and liabilities at initial recognition. All financial assets and liabilities are recognised initially at fair value plus directly attributable transaction costs, except for financial assets and liabilities classified as fair value through profit or loss.

Financial Assets

Nature and measurements

The Group's financial assets include cash and cash equivalents, available-for-sale financial investment, trade and other receivables, loans and advances.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification.

Available-for-sale financial assets

These are the Group's investments in equity securities which are neither classified as held for trading nor designated at fair value through profit or loss. After initial measurement, available-for-sale financial investments are measured at fair value less impairments, with unrealised gains or losses recognised in the available-for-sale reserve through other comprehensive income until the investment is derecognised, at which time the cumulative gain or loss is reclassified to profit or loss as a reclassification adjustments, or the investment is determined to be impaired, when the cumulative loss is reclassified from the available-for sale reserve to profit or loss.

Available for sale investments are derecognised when they are sold or considered impaired. Gains or losses on derecognition are recognised in profit or loss.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognised at the amount expected to be received, less, when material, a discount to reduce the receivables to fair value. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate method. The effective interest rate amortisation is included in finance income in the profit or loss.

Gains and losses are recognised in the profit or loss when the investments are derecognised or impaired, as well as through the amortisation process. Included in this classification are personal loans given to employees. Loans and receivables are derecognised when extinguished.

Trade receivables

Trade receivables are recognised initially at fair value as the invoice amount and subsequently measured at amortised cost. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor and default, breach of contract or delinquency in payments, observable data in the market etc. are considered indicators that the trade receivable is impaired. The Group deploys age analysis tools to track the payment pattern of customers. The carrying amount of trade receivable is reduced through the use of an allowance account. When trade receivable is uncollectable, it is written off as an impairment loss in administrative expenses in profit or loss. Subsequent recoveries of amounts previously written off are included as 'bad debt recoveries' in other operating income in profit or loss.

Cash and cash equivalents

Cash equivalents on the statements of financial position include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less. Bank overdrafts are shown separately under current liabilities in the statement of financial position. For the purpose of Cash flows, cash and cash equivalents consist of cash equivalents as defined above, net of outstanding bank overdrafts (if any). Cash and cash equivalent are measured at amortised cost.

Impairment of financial assets

The group assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. A financial asset is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset and it can be reliably estimated. In the case of trade receivables, allowance for impairment is made where there is evidence of a risk of non- payment, taking into account ageing, previous experience and general economic conditions.

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

For available-for-sale financial assets, impairment is recognised due to significant or prolonged decline in the fair value. Once there is a significant or prolonged decline, any balance in the available for sale reserve is recycled to profit or loss. The impairment loss is recognized in profit or loss. Impairment losses on available for sale financial asset are not reversed in profit or loss.

Derecognition of financial assets

A financial asset (or, when applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

a) The rights to receive cash flows from the asset have expired or

b) The Group retains the right to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:

The Group has transferred substantially all the risks and rewards of the asset or the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its right to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset.

Financial liabilities

Nature and measurements
The group's financial liabilities include trade payables and borrowings.

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year (or in the normal operating cycle of the business, if longer). If not, they are presented as non-current liabilities. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate method amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in profit or loss.

Determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Derecognition of financial liabilities
A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

2.4.8 Taxes

Current income and education taxes
Current income and education taxes liabilities for the current period are measured at the amount expected to be paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date in Nigeria. Where necessary, current income and education taxes liabilities also include adjustments for tax expected to be payable in respect of previous periods.

Current income and education taxes relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in profit or loss.

Deferred tax

Deferred tax is provided using the liability method in respect of temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

- In respect of taxable temporary differences associated with investment in subsidiary, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of deductible temporary differences associated with investment in subsidiary, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognised in correlation to the underlying transaction either in profit or loss, other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.4.9 Provisions and contingent liabilities

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, where appropriate, the risks specific to the liability.

Dismantling cost provision

Costs for decommissioning the Group's Hoardings at the end of a contract are recorded in provisions, where a contractual dismantling obligation exists either as a result of contractual agreement or constructive obligation. Dismantling costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of that particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the dismantling liability. The unwinding of the discount is expensed as incurred and recognised in the profit or loss as a finance cost. The estimated future costs of dismantling are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset. Dismantling costs are capitalized to the cost of the asset, and are depreciated over the useful life of the asset. The discounting charge is recorded as a financial expense.

Contingent liabilities

Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Group, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability. Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.

2.4.10 Employee Benefits

Pension scheme

In line with the Pension Reform Act 2014, the group and its employees each contribute 10% and 8% respectively of basic salary, housing and transport allowances to statutory retirement benefits plans for the benefits of its qualifying staff. The pension funds which are defined contribution plans are independently administered with no obligations on the Group other than the defined contribution as a percentage of employees' qualifying remunerations. Both employees' and the Group's share of the contributions are charged as staff cost in the administrative expenses in profit or loss when the employee renders the service.

Gratuity scheme

The employee gratuity scheme is a defined benefit scheme. The cost of providing benefits under the defined benefit plan is determined separately using the projected unit credit actuarial valuation method. The defined benefit liability comprises the present value of the defined benefit obligation less past service costs not yet recognised. Past service costs are expensed immediately and are no longer deferred.

Re-measurements of the defined benefit liability, which comprise actuarial gains and losses and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income. The group determines the net interest expense (income) on the defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability during the period as a result of benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

The gratuity scheme is not funded and there is no plan asset attached to the scheme.

2.4.11 Share capital and reserves

Share issue cost

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of an equity instrument are deducted from the initial measurement of the equity instruments.

Dividend on the Company's ordinary shares

Dividends on ordinary shares are recognised as a liability when they are approved by the Company's shareholders at the Annual General Meeting. Interim dividends are recognised, when they are paid. Dividends for the year that are approved after the reporting date are disclosed in the financial statements as a non-adjusting event.

2.4.12 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding tax, duties, returns, customer discounts and other customer related discounts. The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The group has concluded that it is acting as a principal in all of its revenue arrangements.

Rendering of Services

Revenue from services rendered in the course of ordinary business is measured at the fair value of the consideration received or receivable, net of value added tax, estimated returns, discounts and rebates. Revenue is recognised when persuasive evidence exists that services have been rendered, recovery of the consideration is probable and the amount of revenue can be measured reliably.

If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

Advertising space revenue and services provided are recorded on a stage of completion basis, i.e. as revenues on a straight-line basis over the period for which the service is rendered. The unrealized portion of the transaction is deemed deferred and treated as a liability in the financial statements. Deferred revenue is a liability related to revenue producing activity for which revenue has not yet been recognized. Advertising commissions is recognized on a stage of completion basis.

Management retains ownership of hoardings and advertising space during the service period.

Interest income

For all financial instruments measured at amortised cost and interest bearing financial assets classified as available for sale, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in profit or loss.

Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

2.4.13 Foreign currency translation

Transactions in foreign currencies are translated to the respective functional currencies of Afromedia Plc at the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the spot exchange rate at that date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of gain or loss on change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively.

2.4.14 Expenses

Interest expense
Interest expenses are recognised as they accrue in profit or loss, using the effective interest method unless collectability is in doubt.

2.4.15 Segment information

The directors of the Company have chosen to organise the Company around differences in products and services. No operating segments have been aggregated in arriving at the reportable segments of the Company.

Specifically, the Company's reportable segments under IFRS 8 are as follows:

1. Transit: The transit business comprises all the airport advertising
2. Road Side: The road sides comprise the street furniture and billboard advertising

The Executive Management Committee monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured consistently with operating profit or loss in relation to the profit and loss of the Company. Financing (including finance costs and finance income), central administration cost and income taxes are managed at corporate level and are not allocated to operating segments. This is the measure reported to the chief operating decision maker for the purpose of resources allocation and assessment of segment performance. Segments results are as shown below:

The Group
30/09/2015

	Road-side ₦'000	Transit ₦'000	Total ₦'000
Turnover (External customers)	358,723	48,527	407,250
Cost of sales	(286,287)	(520,501)	(806,788)
Gross profit/ (loss)	72,436	(471,974)	(399,538)
Expenses:			
Other operating expenses	(25,095)	(4,349)	(29,444)
Distribution expenses	(41,680)	(1,806)	(43,486)
Segment profit/ (loss)	**5,661**	**(478,129)**	**(472,468)**
Segment assets	1,494,842	767,428	2,262,270
Segment liabilities	1,882,523	1,312,693	3,195,216

30/09/2014	Road-side ₦'000	Transit ₦'000	Total ₦'000
Turnover (External customers)	341,025	-	341,025
Cost of sales	(437,890)	-	(437,890)
Gross loss	(96,865)	-	(96,865)
Expenses			
Other operating expenses	(36,101)	-	(36,101)
Distribution expenses	(105,010)	-	(105,010)
Segment loss	(237,976)	-	(237,976)
Segment assets	2,618,038	822,991	3,441,029
Segment liabilities	1,580,679	800,000	2,380,679

The Company 30/09/2015	Road-side ₦'000	Transit ₦'000	Total ₦'000
Turnover (External customers)	358,723	48,527	407,250
Cost of sales	(286,287)	(520,501)	(806,788)
Gross profit/ (loss)	72,436	(471,974)	(399,538)
Expenses:			
Other operating expenses	(25,095)	(4,349)	(29,444)
Distribution expenses	(41,680)	(1,806)	(43,486)
Segment profit/ (loss)	**5,661**	**(478,129)**	**(472,468)**
Segment assets	1,486,784	767,428	2,254,212
Segment liabilities	1,875,464	1,312,694	3,188,158

30/09/2014	Road-side ₦'000	Transit ₦'000	Total ₦'000
Turnover (External customers)	341,025	-	341,025
Cost of sales	(437,890)	-	(437,890)
Gross loss	(96,865)	-	(96,865)
Expenses			
Other operating expenses	(36,101)	-	(36,101)
Distribution expenses	(105,010)	-	(105,010)
Segment loss	(237,976)	-	(237,976)
Segment assets	2,618,038	822,991	3,441,029
Segment liabilities	1,581,679	800,000	2,381,679

	The Group		The Company	
Reconciliation of loss	2015 **₦'000**	2014 **₦'000**	2015 **₦'000**	2014 **₦'000**
Segment loss	(472,468)	(237,976)	(472,468)	(237,976)
Other operating income (Note 6)	24,252	427	24,252	427
Finance income (Note 10)	-	36,566	-	36,566
Finance cost (Note 11)	(661,768)	(567,264)	(661,768)	(567,264)
Administrative expenses (Note 7)	(1,635,217)	(937,478)	(1,635,217)	(937,478)
Profit before tax	(2,745,201)	(1,705,725)	(2,745,201)	(1,705,725)
Reconciliation of assets				
Segment operating assets	2,262,270	3,441,029	2,254,212	3,441,029
Available for sale investment (Note 17)	23,774	23,423	23,774	23,423
Loans and Advances (Note 23)	13,705	47,787	13,705	47,787
Deposit for investments (Note 24)	-	96,644	-	96,644
Investment in subsidiary	-	-	1,000	1,000
Total assets	2,299,749	3,608,883	2,292,691	3,609,883
Reconciliation of liabilities				
Segment operating liabilities	3,195,216	2,380,679	3,188,158	2,381,679
Financial liabilities (Note 29)	450,000	450,000	450,000	450,000
Bank overdrafts (Note 25)	2,915,147	2,284,971	2,915,147	2,284,971
Total liabilities	6,560,363	5,115,650	6,553,305	5,116,650

Revenue from one customer amounted to ₦94.2 million (2014: ₦93.8 million) for the year ended 30 September 2015 arising from rendering of road side services segment.

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current year and all sales and non-current assets are generated and based in Nigeria.

2.4.16 Financial instrument's risk management objectives and policies

The group deploys a number of financial instruments (financial assets and financial liabilities) in carrying out its activities. The key financial liabilities of the Group comprise bank borrowings and trade payables which are deployed purposely to finance the Group's operations and to provide liquidity to support the Group's operations. The financial assets of the Group include available-for-sale investments, trade receivables, loans and advances, and cash equivalents also necessarily required for the operations of the Group.

The principal risks that Afromedia Plc is exposed to as a result of holding the above financial instruments include credit risk, liquidity risk and market risk. The senior management of the Group oversees the management of these risks through the establishment of adequate risk management framework with appropriate approval process, internal control and authority limits. Thus, the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with those policies. The Board of Directors which is responsible for the overall risk management of the Group reviews and agrees policies for managing each of these risks inherent in its involvement in financial instruments as summarized below:

Credit risk

Credit risk is the risk that counterparty will not meet its contractual obligations under a financial instrument or customer contract leading to a financial loss to the Group. The sources of the Group's credit risk include trade receivables, staff loans and deposits with banks and financial institutions.

Trade receivables

Customer credit risk is managed by Credit Managers and management as a whole subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of the customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

Outstanding customer receivables are regularly monitored and any deliveries to major customers are generally covered by valid customer order. Customer backgrounds are studied to protect the Group against credit risk.

The maximum exposure to credit risk at the reporting date is the carrying value of loans as detailed in Note 23.

Staff loans

Staff loans are also secured by employee salaries, pensions and retirement benefits. Deductions are made at source on monthly basis until the loans are made good.

The maximum exposure to credit risk at the reporting date is the carrying value of loans as detailed in Note 23.

The group evaluates the concentration of risk with respect to trade receivable as low.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by Group Managing Director (GMD) in accordance with the Group's policy. Investments of surplus funds are only made with approved counterparties and within credit limits assigned to each counter party. The policies are set and reviewed by the Board annually. The Group's maximum exposure to credit risk for the components of the statement of financial position at reporting date is the carrying amounts as illustrated in Note 25.

Liquidity risk

Liquidity risk is the risk that the Group is unable to pay its obligations when they fall due. The Group monitors its risk to a shortage of funds using a recurring liquidity planning and continuous budget tool. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans. The Board of Directors defines the Group's liquidity policy annually.

The Group's liabilities are more than its assets, this creates a funding gap. The table below summarises the maturity profile of the Group's financial liabilities:

The Group

Year ended 30/09/15	On demand ₦'000	Less than 3 months ₦'000	3 to 12 months ₦'000	1 to 5 years ₦'000	> 5 years ₦'000	Total ₦'000
Bank overdrafts	2,915,147	-	-	-	-	2,915,147
Trade and other Payable *	2,480,428	-	-	-	-	2,480,428
Financial liabilities	-	-	450,000	-	-	450,000
	5,395,575	-	450,000	-	-	5,845,575

Year ended 30/09/14	On demand ₦'000	Less than 3 months ₦'000	3 to 12 months ₦'000	1 to 5 years ₦'000	> 5 years ₦'000	Total ₦'000
Bank overdrafts	2,284,971	-	-	-	-	2,284,971
Trade and other Payable *	1,315,378	-	-	-	-	1,315,378
Financial liabilities	-	-	87,632	362,368	-	450,000
	3,600,349	-	87,632	362,368	-	4,050,349

*This includes VAT, PAYE and other statutory deductions.

The Company

Year ended 30/09/15	**On demand ₦'000**	**Less than 3 months ₦'000**	**3 to 12 months ₦'000**	**1 to 5 years ₦'000**	**> 5 years ₦'000**	**Total ₦'000**
Bank overdrafts	2,915,147	-	-	-	-	2,915,147
Trade and other Payable *	2,480,428	-	-	-	-	2,480,428
Financial liabilities	-	-	450,000	-	-	450,000
	5,395,575	-	450,000	-	-	5,845,575

Year ended 30/09/14	**On demand ₦'000**	**Less than 3 months ₦'000**	**3 to 12 months ₦'000**	**1 to 5 years ₦'000**	**> 5 years ₦'000**	**Total ₦'000**
Bank overdrafts	2,284,971	-	-	-	-	2,284,971
Trade and other Payable *	1,315,378	-	-	-	-	1,315,378
Financial liabilities	-	-	87,632	362,368	-	450,000
	3,600,349	-	87,632	362,368	-	4,050,349

*This includes VAT, PAYE and other statutory deductions.

The table below show financial instruments by their measurement bases:

The Group

As at 30/09/2015	Trade receivables/ Loans and advances/ Liabilities at amortised cost ₦'000	Available for sale financial assets ₦'000	Carrying value ₦'000
Trade receivables	206,562	-	206,562
Cash equivalents	38,974	-	38,974
Available-for-sale investments	-	23,774	23,774
Deposit for investment	-	26,644	26,644
Loans and advances	31,840	-	31,840
Total financial assets	277,376	50,418	327,794
Trade and other payables	2,118,705	-	2,118,705
Financial liabilities	450,000	-	450,000
Bank overdraft	2,915,147	-	2,915,147
Total financial liabilities	5,483,852	-	5,483,852

As at 30/09/2014	Trade receivables/ Loans and advances/ Liabilities at amortised cost ₦'000	Available for sale financial assets ₦'000	Carrying value ₦'000
Trade and other receivables *	370,732	-	370,732
Cash equivalents	963	-	963
Available-for-sale investments	-	23,423	23,423
Deposit for investment	-	96,644	96,644
Loans and advances	47,787	-	47,787
Total financial assets	419,482	120,067	539,549
Trade and other payables	1,315,378	-	1,315,378
Financial liabilities	450,000	-	450,000
Bank overdraft	2,284,971	-	2,284,971
Total financial liabilities	4,050,349	-	4,050,349

*This excludes VAT and WHT receivables.

The table below show financial instruments by their measurement bases:

The Company

As at 30/09/2015	**Trade receivables/ Loans and advances/ Liabilities at amortised cost ₦'000**	**Available for sale financial assets ₦'000**	**Carrying value ₦'000**
Trade receivables	203,094	-	203,094
Cash equivalents	35,061	-	35,061
Available-for-sale investments	-	23,774	23,774
Deposit for investment	-	26,644	26,644
Loans and advances	31,840	-	31,840
Total financial assets	269,995	50,418	320,413
Trade and other payables	2,118,705	-	2,118,705
Financial liabilities	450,000	-	450,000
Bank overdraft	2,915,147	-	2,915,147
Total financial liabilities	5,483,852	-	5,483,852

As at 30/09/2014	**Trade receivables/ Loans and advances/ Liabilities at amortised cost ₦'000**	**Available for sale financial assets ₦'000**	**Carrying value ₦'000**
Trade and other receivables *	369,732	-	369,732
Cash equivalents	963	-	963
Available-for-sale investments	-	23,423	23,423
Deposit for investment	-	96,644	96,644
Loans and advances	47,787	-	47,787
Total financial assets	418,482	120,067	538,549
Trade and other payables	1,315,378	-	1,315,378
Financial liabilities	450,000	-	450,000
Bank overdraft	2,284,971	-	2,284,971
Total financial liabilities	4,050,349	-	4,050,349

*This excludes VAT and WHT receivables.

Market risk
Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four type of risk: interest rate risk, currency risk, commodity price risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, trade payables and available-for-sale investments.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the group's long-term debt obligations with floating interest rates. The Group manages this risk by ensuring significant portion of its loans are contracted on fixed interest rate.

Interest rate volatility
The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Increase/ decrease In basis points	Effect on loss before tax ₦'000
2015	+100	(2,646,897)
	-100	2,646,897
2014	+100	(2,136,412)
	-100	2,135,669

There is no other impact on equity.

Equity price risk
The Group's listed and unlisted equity securities are susceptible to market-price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and placing limits on individual and total equity instruments.

Reports on the equity portfolio are submitted to the Group's Senior Management on a regular basis. The Group's Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was ₦23,774,000. A decrease of 10% on the NSE market index could have an impact of ₦2,377,400 approximately on the income or equity attributable to the Group, depending on whether or not the decline is significant or prolonged. An increase of 10% in the value of the listed securities would only impact equity, but would not have an effect on profit or loss.

Capital management
Capital includes equity attributable to the equity holders of the Group. The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximize shareholders' value.

The group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the years ended 30 September 2015 and 30 September 2014.

	The Group		The Company	
	2015 **₦'000**	2014 **₦'000**	2015 **₦'000**	2014 **₦'000**
Financial liabilities	450,000	450,000	450,000	450,000
Trade and other payables	2,619,195	1,852,655	2,621,708	1,853,655
Bank overdrafts	2,915,147	2,284,971	2,915,147	2,284,971
Less: cash equivalents	(38,974)	(963)	(37,308)	(963)
Net debt	5,945,368	4,586,663	5,949,547	4,587,663
Equity	4,260,614	1,506,767	4,260,614	1,506,767
Capital and net debt	10,205,981	6,093,430	10,210,161	6,094,430
Gearing ratio	(58%)	(75%)	(58%)	(75%)

Measurement of Fair Value
Some of the Group's accounting policies and disclosures require the measurement of fair value, for both financial and non-financial assets and liabilities.

The group has an established framework with respect to the measurement of fair values. This include valuation team that has the overall responsibility for overseeing all significant fair value measurements, including level 3 fair values, and report directly to the Finance Director (FD).

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

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: input other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e as prices) or indirectly (i.e. as derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability are categorised in different levels of the fair value hierarchy, then the fair value measurement must be 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.

See Note 16 for details.

3. House Ownership Scheme

The group operates an employee house ownership scheme paid to employees with over 10 years in service. The group's contribution to the scheme is treated as deferred costs; amount falling due within 12 months is reclassified to prepayment in the financial statements. Amortisation is based on the qualifying period of 10 years and is charged to profit or loss over this period.

		The Group		The Company	
		2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
4.	**Turnover**				
	Analysis by operations:				
	Transit unit	48,527	-	48,527	-
	Road-side unit	358,723	341,025	358,723	341,025
		407,250	341,025	407,250	341,025
5.	**Cost of sales**				
	Agency fee	5,410	450	5,410	450
	Commissions	26,659	13,504	26,659	13,504
	Depreciation on hoardings and amortization Of intangible asset	249,255	225,453	249,255	225,453
	Hoarding advertisement permit fees	128,767	163,455	128,767	163,455
	Hoarding repairs	19,509	23,363	19,509	23,363
	Labour cost	6,843	10,798	6,843	10,798
	Advert Concession Fees	369,321	-	369,321	-
	Community Expenses	927	781	927	781
	Billposting Vehicle Running Expenses	53	-	53	-
	Billposting Vehicle Depreciation	44	86	44	86
		806,788	437,890	806,788	437,890

6. **Other operating income**

Dividend received (Note 6.1)	2,356	365	2,356	365
Gain on disposal of Property, plant and equipment	50	-	50	-
Miscellaneous (Note 6.2)	321	62	321	62
Provision no longer required (Note 6.3)	21,525	-	21,525	-
	24,252	427	24,252	427

6.1. The dividend received represents dividend income on quoted investment in each financial year.

6.2. This represents income relating to antennal mounting services.

6.3. This represents inventory and Pay As You Earn (PAYE) provisions no longer required.

7. **Administrative expenses**

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Staff cost	357,171	135,225	357,171	135,225
Audit fee	6,412	6,600	6,412	6,600
Allowance) for doubtful trade receivables	43,060	30,328	43,060	30,328
Allowance for doubtful staff receivables	13,084	323	13,084	323
Allowance for doubtful sundry debtors	1,343	10,088	1,343	10,088
Amortisation of intangible assets	4,818	3,498	4,818	3,498
Bank charges	2,050	5,661	2,050	5,661
Donations and subscriptions	2,401	4,467	2,401	4,467
Electricity and power	11,760	20,961	11,760	20,961
Exchange loss	4,600	-	4,600	-
Impairment loss on deposit for investment	26,644	-	26,644	-
FAAN charges (Note 7.1)	-	400,000	-	400,000
Information and communication technology	4,172	4,135	4,172	4,135
Insurance	35	1,302	35	1,302
Legal and other professional fee	23,055	22,793	23,055	22,793
Rent and rates	10,505	9,084	10,505	9,084
Repairs and renewal	18,311	38,403	18,311	38,403
Research and development	104,588	91,525	104,588	91,525
Directors fee	9,000	8,000	9,000	8,000
Secretarial fees	2,538	9,326	2,538	9,326
Stationery, postage and telephone	7,181	6,169	7,181	6,169
Training	5,241	3,263	5,241	3,263
Travelling expenses	25,543	62,789	25,543	62,789
Vehicle running expenses	12,644	63,538	12,644	63,538
Impairment of property, plant & equipment	939,061	-	939,061	-
	1,635,217	937,478	1,635,217	937,478

7.1. FAAN charges in prior year represent additional provision required for the N800 million agreed for all outstanding liabilities with FAAN

8. **Distribution expense**

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Vehicle running expenses	825	5,984	825	5,984
Travelling expenses	3,494	2,044	3,494	2,044
Stationery	110	72	110	72
Pre-structural development (Note 8.1)	-	87,703	-	87,703
Promotions	18,086	9,207	18,086	9,207
Business development expenses	20,971	-	20,971	-
	-----------	------------	------------	------------
	43,486	105,010	43,486	105,010
	======	======	======	======

8.1. Pre-structural development expenses were previously capitalised as development cost but now expensed as the underlying projects are no longer feasible.

9. **Other operating expenses**

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Depreciation on:				
Building depreciation	8,392	8,391	8,392	8,391
Furniture and office equipment	16,138	19,269	16,138	19,269
Management vehicle	-	1,680	-	1,680
Plant and machinery	4,914	6,761	4,914	6,761
	-----------	-----------	-----------	----------
	29,444	36,101	29,444	36,101
	======	======	======	======

10. **Finance income**

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Unwinding of gain on Directors' loan	-	36,566	-	36,566
	---------	-----------	---------	----------
	-	36,566	-	36,566
	=====	======	=====	======

The loan obtained from Directors are amortised using the effective interest rate of 16% which is the interest rate of a loan obtained from Commercial Bank in Nigeria.

11. **Finance costs**

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Interest on debts and borrowings	640,222	491,737	640,222	491,737
Interest expense on Directors' Loan	1,288	36,566	1,288	36,566
Unwinding of discount on decommissioning provisions	20,318	17,219	20,318	17,219
Impairment on available-for-sale investments	-	21,744	-	21,744
			-	-
	-------------	------------	------------	------------
	661,768	567,264	661,768	567,264
	=======	======	======	======

12. Loss before taxation

Loss before taxation is stated after charging:

Depreciation (Note 15)	278,743	261,640	278,743	261,640
Auditor's remuneration (Note 7)	6,412	6,600	6,412	6,600
Finance cost (Note 11)	661,768	567,264	661,768	567,264
Profit on disposal of property, plant and equipment (Note 6)	(50)	-	(50)	-

13. Income tax

Current year income tax charge (Note 27.1)	6,057	5,975	6,057	5,975
	6,057	5,975	6,057	5,975
Deferred tax relating to origination of temporary difference	-	5,722	-	5,722
Deferred tax asset raised	-	(287,767)	-	(287,767)
Total income tax expense reported in profit or loss	6,057	(276,070)	6,057	(276,070)

13.1. Reconciliation of effective tax rate

Loss before taxation	(2,745,201)	(1,705,725)	(2,745,201)	(1,705,725)
Tax at Nigeria statutory income tax of 30%	(823,560)	(511,718)	(823,560)	(511,718)
Disallowable expenses	302,138	107,106	302,138	107,106
Tax effect of taxable loss not recognised	521,422	122,567	521,422	122,567
Impact of minimum tax	6,057	5,975	6,057	5,975
	6,057	(276,070)	6,057	(276,070)

14. Basic/ diluted loss per share

Basic loss per share amounts are calculated by dividing net loss for the year attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the year.

Diluted loss per share is calculated by dividing the loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding as adjusted for the effects of all dilutive potential ordinary shares.

The following reflects the income and share data used in the basic loss per share computations

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Net loss attributable to ordinary equity holders	(2,751,258)	(1,429,655)	(2,751,258)	(1,429,655)
	Number '000	Number '000	Number 000	Number '000
Weighted average number of ordinary shares	4,439,047	4,439,047	4,439,047	4,439,047
Basic/ diluted loss per share (kobo)	(62k)	(32k)	(62k)	(32k)

15. Property, Plant and equipment

The Group/ The Company	Land ₦'000	Building ₦'000	Motor Vehicles ₦'000	Hoardings ₦'000	Plant, Furniture & Equipment ₦'000	Decommission cost on hoardings ₦'000	Work-in progress ₦'000	Total ₦'000
Cost or valuation:								
At 1 October 2013	91,428	419,656	156,450	2,201,142	278,715	68,810	292,879	3,509,080
Additions	-	-	-	-	1,932	-	-	1,932
At 30 September 2014	91,428	419,656	156,450	2,201,142	280,647	68,810	292,879	3,511,012
Additions	-	-	205	-	31,488	-	91,129	122,822
Transfer from inventory	-	-	-	210,715	-	-	-	210,715
Disposal	-	-	(344)	-	(335)	-	-	(679)
At 30 September 2015	91,428	419,656	156,311	2,411,857	311,800	68,810	384,008	3,843,870
Accumulated depreciation and impairment:								
At 1 October 2013	-	54,601	154,670	500,565	218,741	22,383	-	950,960
Charge for the year	-	8,391	1,766	214,629	26,030	10,824	-	261,640
At 30 September 2014	-	62,992	156,436	715,194	244,771	33,207	-	1,212,600
Charge for the year	-	8,392	44	238,472	21,052	10,783	-	278,743
Impairment	-	-	-	625,625	-	20,557	292,879	939,061
Disposal	-	-	(344)	-	(335)	-	-	(679)
At 30 September 2015	-	71,384	156,135	1,579,291	265,488	64,547	292,879	2,429,725
Net book value:								
At 30 September 2015	91,428	348,272	175	832,566	46,312	4,263	91,129	1,414,145
At 30 September 2014	91,428	356,664	14	1,485,948	35,876	35,603	292,879	2,298,412

Work-in-progress relates to construction of hoardings at the airport. Management is yet to complete the construction at year end.

The impairment above represent 100% write-off of hoardings equipment situated at the Federal Airport Authority of Nigeria (FAAN) due to outdated technology.

16.**Intangible assets – The Group/ The Company**

	Computer software ₦'000	Licensing and concession ₦'000	Intangible asset in progress ₦'000	Total ₦'000
Cost:				
At 1 October 2013	-	571,040	13,991	585,031
Addition	-	40,581	-	40,581
Transfer	13,991	-	(13,991)	-
At 30 September 2014	13,991	611,621	-	625,612
Addition	1,109	-	2,668	3,777
At 30 September 2015	15,100	611,621	2,668	629,389
Accumulated amortisation and impairment:				
At 1 October 2013	-	341,256	-	341,256
Amortisation for the year	3,498	40,581	-	44,079
At 30 September 2014	3,498	381,837	-	385,335
Amortisation for the year	4,818	40,550	-	45,368
At 30 September 2015	8,316	422,387	-	430,703
Carrying amount:				
At 30 September 2015	6,784	189,234	2,668	198,686
At 30 September 2014	10,493	229,784	-	240,277

The amortisation charge of all intangible assets is included in administrative expenses in the profit or loss.

The intangible in progress represent the software which is currently being installed and as of reporting date the installation is yet to be completed.

17. Available-for-sale investments – quoted equities

The company has investments in listed equity. The fair value of the quoted equities is determined by reference to published price quotations in an active market.

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Cost	80,012	80,012	80,012	80,012
Diminution	(56,238)	(56,589)	(56,238)	(56,589)
	-----------	----------	-----------	----------
Quoted equity shares market values	23,774	23,423	23,774	23,423
	======	======	======	=====

17.1. Impairment on available-for-sale investments

The group assesses at each reporting date whether there is objective evidence that an investment in quoted shares is impaired. The objective evidence would include a significant or prolonged decline in the fair value of the investment below its cost. The determination of what is 'significant' or 'prolonged' requires judgement. In making this judgement, the Group evaluates, among other factors, historical share price movements and the duration or extent to which the fair value of an investment is less than its cost.

Based on these criteria, the Group identified an impairment of ₦56,237,807 (2014: ₦56,588,900 on available-for-sale investment in quoted equity securities with the current year fair value change of ₦351,093 recorded in OCI while prior year charge of ₦21.744 million was recognised within finance costs in the profit or loss.

17.2. Fair value

The information below shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

The Group

As at 30 September 2015		Quoted price in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value	**Total ₦'000**	**₦'000**	**₦'000**	**₦'000**
Available-for-sale investment – Quoted equity shares	23,774	23,774	-	-

As at 30 September 2014		Quoted price in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value	**Total ₦'000**	**₦'000**	**₦'000**	**₦'000**
Financial liabilities	450,000	-	378,027	-

The Company

As at 30 September 2015		Quoted price in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value	**Total ₦'000**	**₦'000**	**₦'000**	**₦'000**
Available-for-sale investment – Quoted equity shares	23,774	23,774	-	-

As at 30 September 2014		Quoted price in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Liabilities measured at fair value	**Total ₦'000**	**₦'000**	**₦'000**	**₦'000**
Financial liabilities	450,000	-	378,027	-

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:
Cash equivalents, trade and other receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

Loans receivables are evaluated by the Group based on parameters such as interest rates, specific country risk factors, and individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken to account for the expected losses of these receivables. As at 30 September 2015, the carrying amounts of such receivables, net of allowances, are not materially different from their calculated fair values.

The fair value of, loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

The fair value of the financial liabilities has been determined using a market related interest rate and a discounted cash flow valuation technique.

Fair value of available-for-sale financial assets is derived from quoted market prices in active markets.

18. Investment in subsidiary

This is an investment in subsidiary company – Afromedia Africa Proprietory Limited (99.99% shareholding). The amount in the Company was consolidated as required by IFRS even though the Company has not started full operations. The income received during the year was deferred until when the service is rendered, thus no income was earned for the period.

The Statement of Financial Position of the subsidiary – Afromedia Africa Proprietory Limited is shown below:

	2015 ₦'000	2014 ₦'000	1 Oct. 2014 ₦'000
Current assets			
Trade and other receivables	3,468	1,000	1,000
Prepayments	5,916	-	-
Cash equivalents	1,666	-	-
Total assets	11,050	1,000	1,000
Equity and liabilities			
Equity			
Issued share capital	1,000	1,000	1,000
	1,000	1,000	1,000
Current liabilities			
Trade and other payables	479	-	-
Deferred revenue	9,571	-	-
Total current liabilities	10,050	-	-
Total liabilities	10,050	-	-
Total equity and liabilities	11,050	1,000	1,000

Prior period error

The Company has a wholly owned subsidiary – Afromedia Africa Proprietory Limited incorporated on 11 November 2008 which has been dormant since incorporation as it is yet to commence business. The registration costs were absorbed by the Parent company in the year of the registration; however the share capital of the subsidiary remained unpaid as at date. The financial statement of the subsidiary was not consolidated as required by IFRS 10.

This error has however been corrected retrospectively and the comparative figures have been appropriately restated.

The effects of the error on prior year information are summarised below:

Impact on statement of profit or loss and other comprehensive income

	30 Sept 2014 ₦'000
	Nil

18. Investment in subsidiary - Continued

Impact in the separate financial statements on equity (increase/ (decrease) in equity)

	30 Sept 2014 ₦'000	1 Oct 2013 ₦'000
Investment in subsidiary	1,000	1,000
Total assets	1,000	1,000
	====	====
Trade and other payables	1,000	1,000
Total liabilities	(1,000)	(1,000)
	=====	=====
Net impact on equity holders	-	-
	=====	=====
Basic/Diluted Loss per share (Naira)	Nil	

The financial statements clearly state that a restatement of comparative figures has been made and the principles of IAS 8 have been correctly applied.

19. Deferred costs

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Prepaid employee house allowance (Note 19.1)	17,394	26,091	17,394	26,091
	-----------	-----------	-----------	----------
	17,394	26,091	17,394	26,091
	======	======	======	======

19.1. This represents the employee house ownership allowance paid to qualifying officers and is expected to be written off over the agreed 10 years.

Movement in the account during the year is represented below:

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
At 1 October	26,091	34,788	26,091	34,788
Less: Due within next one year	(8,697)	(8,697)	(8,697)	(8,697)
	-----------	-----------	-----------	----------
At 30 September	17,394	26,091	17,394	26,091
	======	======	======	======

Amount due within the next one year is stated in prepayment.

20. Inventories

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Outdoor hoarding materials	-	217,970	-	217,970
Provision for obsolete stocks	-	(8,298)	-	(8,298)
	-----------	------------	-----------	------------
	-	209,672	-	209,672
	======	=======	======	======

The balance of N210,715,080 has been transferred to property, plant and equipment as part of the hoardings assets upon the utilisation of the items. The movement in the account during the year is shown below:

	The Group		The Company	
	2015 ₦'000	**2014 ₦'000**	**2015 ₦'000**	**2014 ₦'000**
At 1 October	209,672	219,964	209,672	219,964
Addition during the year	1,043	-	1,043	-
Charged to profit or loss	-	(10,292)	-	(10,292)
Transfer to property, plant and equipment	(210,715)	-	(210,715)	-
	-------------	------------	-------------	------------
	-	209,672	-	209,672
	=======	=======	=======	=======
21. Trade and other receivables				
Trade debtors	2,969,882	3,106,642	2,969,406	3,106,624
Sundry debtors (Note 21.1)	509,632	427,167	509,632	427,167
Provision for doubtful debts (Note 20.2)	(2,922,805)	(2,879,745)	(2,922,805)	(2,879,745)
	-------------	-------------	---------------	---------------
	556,709	654,046	556,233	654,046
	=======	=======	========	========
21.1. Sundry debtors				
Withholding tax receivables	393,587	241,329	393,587	241,329
Input VAT receivables	42,985	42,985	42,985	42,985
Import receivable	59,279	87,130	59,279	87,130
Other receivable	13,781	55,723	13,781	55,723
	-------------	-------------	-------------	------------
	509,632	427,167	509,632	427,167
	=======	=======	=======	=======

Other receivable represents reimbursable expenses on Airport projects, Delta project and other miscellaneous receivable. The balance of ₦10,439,063 (2014:₦10,087,500) on Delta project was fully provided for.
Import receivable represents advance payment to supplier for the importation of certain properties, plant and equipment.

21.2. Impairment of receivables

As at 30 September 2015, trade receivables of an initial value of ₦2,922,805,127 (2014: ₦2,879,744,595 were impaired and fully provided for. See below for the movement in the impairment of receivables.

	Individually impaired ₦'000	Collectively impaired ₦'000	Total ₦'000
At 1 October 2014	2,849,417	-	2,849,417
Charge for the year	30,328	-	30,328
	---------------	------	---------------
At 1 October 2014	2,879,745	-	2,879,745
Charge for the year	43,060	-	43,060
	---------------	------	---------------
At 30 September 2015	**2,922,805**	**-**	**2,922,805**
	========	====	========

21. Trade and other receivables – Continued

Trade receivables have short-term duration with no stated rates of interest. They are measured at original invoice amounts as the effect of discounting is not significant. Hence, the carrying amount is a reasonable approximation of the fair value. These receivables are unsecured.

As at 30 September, the ageing analysis of trade receivables (excluding receivables that have been specifically impaired) is as follows:

	Total	Neither past Due nor impaired	past due but not impaired			
			0-90 Days	91-180 Days	181-270 Days	>270 Days
N'000	₦'000	₦'000	₦'000	₦'000	₦'000	N'000
2015	**556,709**	**57,258**	**46,674**	**13,270**	**106,062**	**333,445**
2014	654,046	-	60,964	21,260	135,166	436,656
	=======	=====	=======	=======	=======	======

22. Prepayments

	The Group		The Company	
	2015 **₦'000**	2014 **₦'000**	2015 **₦'000**	2014 **₦'000**
Insurance	-	257	-	257
Employee mortgage scheme	8,697	8,697	8,697	8,697
Advertising	1,536	-	1,536	-
Concession fee holding	12,248	-	12,248	-
Prepaid Subscriptions	109	75	109	75
Prompt payment com. Holding	4,500	1,077	4,500	1,077
ATM Advert Management Account	5,916	-	-	-
Rent and Rate Prepaid	3,106	1,212	3,106	1,212
Employee Share Ownership Plan	250	250	250	250
	-----------	-----------	-----------	-----------
	36,362	11,568	30,446	11,568
	======	=====	======	======

23. Loans and advances

	The Group 2015	The Group 2014	The Company 2015	The Company 2014
Staff loans	40,822	30,209	40,822	30,209
Due from Director	-	31,611	-	31,611
Impairment of staff loans	(27,117)	(14,033)	(27,117)	(14,033)
	-----------	-----------	-----------	-----------
	13,705	47,787	13,705	47,787
	======	======	======	======

	Total	Neither past Due nor impaired		past due but not impaired		
			0-90 Days	91-180 Days	181-270 Days	>270 Days
	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000
2015	**13,705**	**5,485**	**3,176**	**2,998**	**2,046**	**-**
2014	**47,787**	**33,821**	**5,942**	**5,180**	**2,844**	**-**
	======	=====	=====	=====	=====	====

As at 30 September 2015, loans and advances of an initial value of N27,117,164 (2014: N14,033,000 were impaired and fully provided for. See below for the movements in the impairment of staff loan.

	Individually impaired ₦'000	Collectively impaired ₦'000	Total ₦'000
At 1 October 2013	13,710	-	13,710
Charge for the year	323	-	323
	-----------	------	-----------
At 1 October 2014	14,033	-	14,033
Charge for the year	13,084	-	13,084
	-----------	------	-----------
At 30 September 2015	27,117	-	27,117
	------------	------	-----------

Loans and advance have short-term duration with no stated rates of interest. They are measured at original invoice amounts as the effect of discounting is not significant. Hence, the carrying amount is a reasonable approximation of the fair value.

24. **Deposit for investment**

	The Group		The Company	
	2015 ₦'000	**2014 ₦'000**	**2015 ₦'000**	**2014 ₦'000**
Summit Hotels Manager Limited	-	70,000	-	70,000
Strategic Solution Media Limited	26,644	26,644	26,644	26,644
	------------	------------	-----------	------------
	26,644	96,644	26,644	96,644
Impairment of deposit for share	(26,644)	-	(26,644)	-
	------------	-----------	-----------	----------
	-	96,644	-	96,644
	======	=====	======	======

This represent amount paid to acquire ownership interest in Summit Hotels Manager Limited and Strategic Solution Media Limited, but the shares has not been issued, it would result in 33.9% interest in Summit Hotels Managers Limited and 23.4% in Strategic Solution Media Ltd once the shares is issued. Summit Hotels Managers Limited is involved in hoteling business while Strategic Solution Media Limited is into advertising of shopping malls and airport trolleys. Both are private entities that are not listed on any public exchange. The shares in Summit Hotel have been transferred to the Directors to reduce the liability payable to them as at year ended 30 September 2015.

We have disclosed the deposit at cost as the fair value cannot be reliably determined. The investment does not have a quoted price in an active market. There is no known market for the investment due to the lack of transferability of the investment deposit prior to the shares being issued. Hence, the fair value cannot be reliably measured. However, management has assessed the investment and felt that the deposit for share with respect to Strategic Solution Media Limited has been impaired. Hence, management has made 100% provision for impairment on the investment. However, where information about the valuation of the investments changes, the applicable measurement will be adopted.

25. Cash and cash equivalents

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Cash equivalents	38,974	963	37,308	963
	======	=====	======	====

The group's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities is disclosed in Note 2.3.26.

For the purpose of the statement of cash flows, cash and cash equivalents at reporting date comprise the following:

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Cash equivalents	38,974	963	37,308	963
Bank overdrafts	(2,915,147)	(2,284,971)	(2,915,147)	(2,284,971)
	-----------------	-----------------	-----------------	-----------------
Cash and cash equivalents	(2,876,173)	(2,284,008)	(2,877,839)	(2,284,008)
	=========	=========	=========	=========

The Bank overdrafts were secured on the personal guarantee of the Managing Director, Mr. Akin Ire Olopade. The average floating interest rate is 18.5%.

	The Group		The Company	
26. Share capital and reserves	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Share Capital				
Authorised shares:				
5,000,000,000 ordinary shares of 50k each	2,500,000	2,500,00	2,500,000	2,500,000
	=======	=======	========	========
Issued and fully paid:				
4,439,046,986 ordinary shares of 50k each	2,219,524	2,219,524	2,219,524	2,219,524
	========	=======	========	========

Share premium
The share premium is the excess amount received over and above the par value of the shares. They form part of the non-distributable reserves of the Company which can be used only for the purposes specified under Companies and Allied Matters Act, CAP C20, LFN 2004. There has not been any movement in the account since 1 October 2011.

Other Reserves
Other reserve represents the net surplus on revaluation of the Company's hoardings, land and buildings. Prior to the adoption of IFRS the Company's hoardings, land and building were revalued and the net surplus on revaluation of ₦2,312,618,000 was credited to an asset revaluation reserve account. Upon adoption of IFRS the deemed cost exemption was adopted in line with IFRS 1 which permitted hoardings, land and building assets to be measured at fair value on transition to IFRS. However, there will be no future revaluations on the assets, hence subsequent additions are stated at cost. Thus the balance on revaluation reserve at transition was transferred to other reserve.

27. Taxation

	The Group		The Company	
	2015 ₦'000	**2014 ₦'000**	**2015 ₦'000**	**2014 ₦'000**
27.1. Current tax payable				
At 1 October	202,491	196,516	202,491	196,516
Charge for the year (Note 13)	6,057	5,975	6,057	5,975
Payments during the year	-	-	-	-
At 30 September	208,548	202,491	208,548	202,491

27.2. Deferred tax	The Group		The Company	
	2015 **₦'000**	2014 **₦'000**	2015 **₦'000**	2014 **₦'000**
Deferred tax liabilities				
At 1 October	-	(282,045)	-	(282,045)
Credit for the year	-	282,045	-	282,045
At 30 September	-	-	-	-
Deferred tax asset				
At 1 October	-	-	-	-
Deferred tax relating to origination of temporary difference	-	(5,722)	-	(5,722)
Deferred tax asset raised	-	287,767	-	287,767
At 30 September	-	282,045	-	282,045
Net deferred tax - net	-	-	-	-
Deferred tax relates to the following:				
Accelerated depreciation for tax purpose	(417,850)	(683,460)	(417,850)	(683,460)
Unrelieved losses	243,981	294,960	243,981	294,960
Impairment of receivables	876,842	863,924	876,842	863,924
Provision for decommissioning	40,004	33,909	40,004	33,909
Retirement benefit	39,639	59,435	39,639	59,435
At 30 September	782,616	568,768	782,616	568,768

In the current year, the Group's deferred tax was reassessed. This resulted in a deferred tax asset of ₦782.616 million (2014: ₦281 million). However, the Group is currently in a loss making position and it is not probable that taxable profit will be available against which the deductible temporary differences can be utilised. As a result, the deferred tax assets is not recognised in the preparation of the financial statements.

28. Staff retirement benefit

The group has a defined benefit gratuity scheme, which is non-contributory and is classified as post-employment benefits (defined benefit plan) in line with IAS 19. The gratuity is payable upon retirement in lump sum. The obligation, service cost and actuarial gain (loss) are based on actuarial valuation performed by KMC Actuarial Services.

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Net benefit expenses recognised in profit or loss				
Current service cost	33,193	2,577	33,193	2,577
Interest cost	1,035	635	1,035	635
Net benefit expenses recognised in other comprehensive income				
Actuarial loss / (gain) on obligation	2,940	(2,858)	2,940	(2,858)
Net benefit expense	37,168	354	37,168	354
Benefit liability:				
Defined benefit obligation	132,129	105,780	132,129	105,780
Benefit liability	132,129	105,780	132,129	105,780

The Group expects to make a contribution of **N19.55 million (2015: N22 million) in respect of its defined benefit obligation.**

Changes in the present value of defined benefit obligation are as follows:

	The Group		The Company	
	2015 **₦'000**	**2014** **₦'000**	**2015** **₦'000**	**2014** **₦'000**
Defined benefit obligation at 1 October	105,780	131,818	105,780	131,818
Current service cost	33,193	2,577	33,193	2,577
Interest cost	1,035	635	1,035	635
Advance gratuity paid	2,475	-	2,475	-
Reclassification	(13,294)	(26,392)	(13,294)	(26,392)
Actuarial re-measurement loss/ (gain) on obligation –change in financial assumption	2,940	(2,858)	2,940	(2,858)
Defined benefit obligation at 30 September	132,129	105,780	132,129	105,780
Current year unpaid benefit to exited employee *	-	92,336	-	92,336
Total employee benefit	132,129	198,116	132,129	198,116

The reclassification represents the unpaid benefit due within the year now reclassified to current liabilities account.

* Included in the ₦92.3 million is the gratuity due to an employee who exited the Company in 2014 and reclassification of N 13. 3 million in 2015 (2014: ₦26.4 million).

The valuation assumptions used in determining retirement benefit obligations for the Group's plans are shown below:

	2015	2014	2015	2014
	%	%	%	%
Discount rate (p.a.)	14.8	14.8	14.8	14.8
Average pay increase (p.a.)	9	9	9	9
Average inflation increase (p.a.)	9	9	9	9
Average liability duration for the plan (years)	7	7	7	7
Withdrawal from Service (age band)	%	%	%	%
Less than or equal to 31	5	5	5	5
32 – 46	4	4	4	4
47 – 49	3	3	3	3
50 – 54	2	2	2	2
55 and above	100	100	100	100

Sensitivity analysis

Below is the sensitivity analysis of the principal actuarial assumptions adopted in determining the employee benefit liabilities:

	Gratuity	2015 ₦'000
Discount rate	-100 basis point	2,981
	+100 basis point	(2,745)
Salary increase rate	+5%	2,920
	(5%)	(2,808)
Mortality rate	+10%	3,277
	(10%)	(2,463)
Withdrawal rate	+5%	2,897
	(5%)	(2,883)

The discount rate is determined on the Group's reporting date by reference to market yields on high quality government bonds. The discount rate should reflect the duration of the liabilities of the benefit programme.

The rates of mortality assumed for members in the scheme are the rates published in the A49/52 Ultimate Tables, published jointly by the Institute and Faculty of Actuaries in the UK.

Maturity profile

The following payments are expected contributions to the defined benefit plan in future years:

	2015 **₦'000**	2014 **₦'000**
Less than 5 years	98,231	8,125
Up to 5 and less than 10 years	12,785	49,852
Up to 10 and less than 15 years	4,520	49,852
Up to 15 and less than 20 years	19,343	49,852
Greater than 20 years	115	31,963
Total expected payments	134,994	189,563

The average duration of the defined benefit plan obligation at the end of the reporting period is 7 years (2014: 6.9 years).

29. Financial liabilities

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
Non-current				
Directors' loan to Company	-	340,461	-	340,461
Deferred interest	-	21,907	-	21,907
Amount falling due after one year	-	362,368	-	362,368
Current				
Directors' loan to Company	450,000	36,566	450,000	36,566
Deferred interest	-	51,066	-	51,066
Loan transaction cost	-	-	-	-
Amount falling due within one year	450,000	87,632	450,000	87,632
Total loans and borrowings	450,000	450,000	450,000	450,000

Due to the Company's business performance and year-on-year decline in profit, The directors agreed to convert amount worth ₦450 million owed by the Company to them to interest-free loan.

Hence, on 13 February 2014, the Company entered into an interest-free unsecured loan agreement of ₦450 million with the Company's Directors to enable it manage its temporarily impaired business performance and its impact on the cash flow of the Company. The loan is to be repaid in December 2015. Amortised cost method was adapted to measure the loan prior year and market related Interest rate used was 16% which is the interest rate for a loan obtained from Commercial Bank in Nigeria then. In current year the interest on borrowing has been frozen, hence no amortised cost measurement.

30. Provision for decommissioning

	The Group		The Company	
	2015	**2014**	**2015**	**2014**
	₦'000	**₦'000**	**₦'000**	**₦'000**
At 1 October	113,030	95,811	113,030	95,811
Addition	-	-	-	-
Unwinding of discount	20,318	17,219	20,318	17,219
At 30 September	133,348	113,030	133,348	113,030

The provision comprises the amount for dismantling of bill boards and other hoarding equipment.

31. Trade and other payables

	The Group		The Company	
	2015	2014	2015	2014
	₦'000	**₦'000**	**₦'000**	**₦'000**
Trade payable	823,169	389,278	823,169	389,278
Value added tax	476,272	451,736	476,272	451,736
Airport advert concession fee	812,727	800,000	812,727	800,000
PAYE and other statutory deductions	88,835	70,871	88,835	70,871
Salaries and wages	126,248	76,954	126,248	76,954
Final staff entitlement	33,723	24,003	33,723	24,003
Due to related parties (Note 34)	-	-	2,513	1,000
Accruals and provisions (Note 31.1)	258,221	39,813	258,221	39,813
	2,619,195	1,852,655	2,621,708	1,853,655

Trade and other payable have short-term duration with no stated rates of interest. They are measured at original invoice amounts as the effect of discounting is not significant. Hence, the carrying amount is a reasonable approximation of the fair value.

		The Group		The Company	
		2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 N'000
31.1.	Accruals and Provisions				
	Licensing fees	113,706	3,587	113,706	3,587
	Provisions for known liabilities	81,944	16,046	81,944	16,046
	Directors fees	17,000	8,000	17,000	8,000
	Legal charges	11,398	11,398	11,398	11,398
	Others	34,173	782	34,173	782
		258,221	39,813	258,221	39,813
32.	Dividend payable				
	Unclaimed dividend	3,913	-	3,913	-

The dividend payable represents unclaimed dividend that was returned from the Company's registrar in line with Nigerian Security and Exchange Commission directives.

		The Group		The Company	
		2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
33.	**Deferred revenue**				
	At 1 October	14,387	63,768	14,387	63,768
	Deferred during the year	98,083	14,387	88,512	14,387
	Released to the profit or loss	(14,387)	(63,768)	(14,387)	(63,768)
	At 30 September	98,083	14,387	88,512	14,387

The deferred revenue represents revenue received in advance in respect of advertisement from clients. Deferred revenue is subsequently recognised in the period that the service is delivered.

34. Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise influence over the other party in making financial and operational decisions, or one party controls both. The definition includes key management personnel of the Company.

The key management personnel, and persons connected with them, are also considered to be related parties. The definition of key management includes the close members of family of key personnel and any entity over which key management exercise control. The key management personnel have been identified as the executive and non-executive directors of the Company. Close members of family are those family members who may be expected to influence, or be influenced by that individual in their dealings with the Company.

	The Group		The Company	
	2015 ₦'000	2014 ₦'000	2015 ₦'000	2014 ₦'000
Transaction with key management personnel				
Short term employment benefits	161,255	69,156	161,255	69,156
Fees paid for meetings attended	9,000	3,300	9,000	3,300
Total compensation paid to key management	170,255	72,456	170,255	72,456
Highest paid Director	12,450	12,450	12,450	12,450
Directors' Loan	450,000	450,000	450,000	450,000
Defined benefit obligation	130,431	83,497	130,431	83,497

The number of directors excluding the Chairman whose emoluments fell within the following ranges were:-

	2015 Number	2014 Number	2015 Number	2014 Number
Up to N2,200,000	3	4	3	4
N2,200,001 – N10,200,000	3	1	3	1
N10,200,001 and above	2	1	2	1
	8	6	8	6

There was no transaction conducted between the Company and its related companies during the year.

35. **Operating activities**

	The Group		The Company	
	2015 ₦'000	**2014 ₦'000**	**2015 ₦'000**	**2014 ₦'000**
Loss before taxation	(2,745,201)	(1,705,725)	(2,745,201)	(1,705,729)
Adjustment for:				
Depreciation of property, plant and equipment	278,743	261,640	278,743	261,640
Finance cost	661,768	491,737	661,768	491,737
Finance income	(1,228)	(36,566)	(1,228)	(36,566)
Amortisation of intangible assets	45,368	44,079	45,368	44,079
Provision for staff gratuity	36,703	3,212	36,703	3,212
Impairment on property, plant and equipment	939,061	-	939,061	-
Dividend received	(2,356)	(365)	(2,356)	(365)
Profit on disposal of property, plant & equipment	(50)	-	(50)	-
Provision for impairment of deposit for investment	26,644	-	26,644	-
Amortisation of deferred costs	8,697	8,697	8,697	8,697
	(751,851)	(933,291)	(751,851)	(933,291)
Changes in assets and liabilities				
(Increase)/ decrease in inventories	(1,043)	10,292	(1,043)	10,292
Decrease in trade and other receivables	97,337	227,351	97,813	227,351
(Increase)/decrease in prepayments	(24,794)	51,365	(18,878)	51,365
Decrease/ (increase) in loans and advances	34,082	(31,896)	34,082	(31,896)
Increase in trade and other payables	814,606	137,271	806,548	137,271
Increase In loans and borrowings	-	285,084	-	285,084
	920,188	687,800	918,522	687,800
Net provided by/ (used in) operating activities	168,337	(253,823)	166,671	(253,823)

36. Going concern

The group incurred a net loss of ₦2.75 billion for the year ended 30 September 2015 (2014: ₦1.43 billion) and as at that date, it has a negative working capital of ₦5.65 billion (2014: ₦3.51 billion) and eroded shareholder's funds of ₦4.26 billion (2014: ₦1.51 billion). These conditions indicate the existence of material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern and, therefore that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

However, in recognition of the need to reinvigorate the Group's operations, management intend to undertake the following:

- The Board and the management have left no stone unturned in the pursuit of the return of the airport transit business to normalcy. Based on agreement with the Federal Airport Authority of Nigeria (FAAN), the airport operations has commenced in January 2015.
- Business diversification is vigorously being implemented with regards to digitalising billboards in Lagos, activation of New Media SBU including deployment of ATM platform. The Group's Federal Capital Territory, Abuja Department of Outdoor Advertisement and Signage (FCTA DOAS) Management Consultancy Project has also reached advanced stage for full commencement of operations as alternative revenue generation strategy. It is anticipated that the efforts will improve the Group's short term cash position, however, the timing and extent to which these developments will enable the Group return to solvency is not certain at this stage.

The financial statements are prepared on the basis of accounting policies applicable to a going concern. The basis presumes that the Group will continue in operation in the foreseeable future and will be able to source required funds and that the realization of assets and settlement of liabilities will occur in the ordinary course of business.

37. Information relating to employees

37.1. The average number of persons employed full time by the Group and the Company during the year, excluding Directors were as follows:

	The Group		The Company	
	2015 Numbers	**2014 Numbers**	**2015 Numbers**	**2014 Numbers**
Administration	18	16	18	16
Accounts	4	3	4	3
Marketing	2	3	2	3
Operations	13	13	13	13
	----	----	----	----
	37	35	37	35
	==	==	===	==
Salaries and wages including staff bonuses	344,206	127,415	344,206	127,415
Contributions to pension scheme	12,965	7,810	12,965	7,810
	------------	------------	-----------	------------
	357,171	135,225	357,171	135,225
	======	======	======	======

37.2. Employees of the Group and the Company, other than Directors, whose duties were wholly or mainly discharged in Nigeria, received remuneration (excluding pension contributions) in the following ranges:

		The Group		The Company	
		2015 Numbers	**2014 Numbers**	**2015 Numbers**	**2014 Numbers**
N	N				
360,001 –	540,000	8	15	8	15
600,001 –	700,000	6	5	6	5
720,001 –	840,000	2	2	2	2
900,001 –	2,000,000	6	3	6	3
2,000,001 –	4,000,000	-	4	-	4
4,000,001 –	6,000,000	17	6	17	6
		---	----	-----	-----
		39	35	39	35
		==	==	===	===

38. Litigation and claims

The former Company Secretary that was removed by the Company in accordance with the Company's policies and Companies and Allied Matters Act (CAMA) in 2012 instituted a legal action against the Company claiming for various reliefs amounting to ₦209.8 million. The Company strongly contends the purported averments in suit and thus filed its defense to show that it strictly complied with the statutory mandates of CAMA in removing the Company Secretary. The company successfully defended the suit at the Federal High Court and the case has now been filed at the National Industrial Court and the reliefs now sought by the claimant is approximately N5 million. Recently the Complainant filed a Notice of Discontinuance of the suit which has been granted by the Court. The Company has been advised by its external legal counsel that the final outcome of the suit should be in favour of Afromedia Plc.

A customer also instituted a summary judgement proceedings against the Company for the sum of ₦600 million which has been opposed by the Company because the alleged transaction was wrongfully terminated by the Customer. The lower court ordered the Company to remit this amount back to the Customer but the Company has a filed an appeal with the Court of Appeal in respect of the transaction in contention. The legal counsel of the Company has advised that subject to a balance of probabilities, the outcome of the proceedings may be in favour of Afromedia Plc.

The company instituted a legal action against a customer for wrongful termination of contract and payment of the outstanding contract fee of about ₦1.76illion amongst other claims. The parties attempted to settle out of court via a terms of settlement, however the terms of settlement was rejected by the Company due to lack of mutual agreement between parties while part –payment in the sum of ₦600 million was received as payment on account. The Court ruled that the purported terms of settlement be set aside and that the Company should remit this amount back to the Customer but the Company filed an appeal with the Court of Appeal in respect of the lower court's ruling and transaction in contention. The legal counsel of the Company has advised that subject to a balance of probabilities, the outcome of the proceedings may be in favour of Afromedia Plc.

The former landlord to the Company also brought a claim of ₦11.4 million relating to premature termination of the tenancy agreement by the Company. The claim is already awaiting hearing in the court. The legal counsel of the Company has advised that the outcome of the proceedings will likely be in favour of Afromedia.

A customer also brought a cause of action under the summary judgement proceedings for a total sum of ₦21.8 million under an expired Service Level Agreement/ Contract. The Company contends that there was no fulfilled obligation under the Service Level Agreement to warrant any justification for payment and therefore the customer cannot reap any benefits. Afromedia Plc filed its defence with accompanying processes and same was served on the claimant. The matter was assigned to Court and trial was concluded and judgement was recently delivered in favour of the Company as the suit was dismissed for want of cause of action.

The contingent liabilities in respect of the five legal actions against the Company described above amounts to ₦722.8 million (2014: ₦722.8 million) as at 30 September 2015. There was no provision made for the contingent liabilities because the actions are being strongly contested and the Directors are of the opinion that no significant liability will arise therefrom.

39. Capital commitments

The company had capital commitments of ₦59 million as at 30 September 2015 in respect of the importation of digital screens and generating equipment (2014: ₦87 million).

40. Events after the reporting date

There were no known events after the reporting date which could have a relevant impact on the financial statements of the Group that had not been adequately provided for or disclosed in the financial statements.

41. Approval of financial statements

The Board of Directors approved these financial statements on 29 January 2016.

	The Group				The Company			
	2015 N'000		2014 N'000		2015 N'000		2014 N'000	
Turnover	407,250		341,025		407,250		341,025	
Cost of goods and other services:								
Local component	(1,855,199)		(1,141,060)		(1,855,199)		(1,141,060))	
	(1,447,949)		(800,035)		(1,447,949)		(800,035)	
Other operating income	24,252		427		24,252		427	
Finance income	-		36,566		-		36,566	
Value consumed	(1,423,697)		(763,042)		(1,423,697		(763,042)	
Applied as follows:		%		%		%		%
To employees:								
- as salaries and labour related expenses	357,171	(25)	135,225	(17)	357,171	(25)	135,225	(17)
To external providers of capital:								
- as interest	640,222	(45)	491,737	(66)	640,222	(45)	491,737	(66)
To Government:								
- as company taxes	6,057	-	5,975	(1)	6,057	-	5,975	(1)
Retained for the company's future:								
- for assets replacement (Depreciation)	278,743	(19)	261,554	(35)	278,743	(19)	261,554	(35)
- amortization	45,368	(3)	54,167	(7)	45,368	(3)	54,167	(7)
- deferred taxation	-	-	(282,045)	37	-	-	(282,045)	37
- loss for the year	(2,751,258)	192	(1,429,655)	189	(2,751,258)	192	(1,429,655)	189
	(1,423,697)	100	(763,042)	100	(1,423,697)	100	(763,042)	100

The value consumed represents the wealth lost through the use of the Group's assets by its own and its employees' efforts. This statement shows the allocation of wealth amongst employees, capital providers, government and that retained for future creation of wealth.

The Group

	30 SEPTEMBER				
	2015 ₦'000	2014 ₦'000	2013 ₦'000	2012 ₦'000	2011 ₦'000
Statement of financial position					
Assets and liabilities:					
Property, plant and equipment	1,414,145	2,298,412	2,558,120	2,801,325	3,086,745
Intangible assets	198,686	240,277	335,888	358,816	1,285,575
Available-for-sale investments	23,774	23,423	31,112	26,213	17,057
Deferred costs	17,394	26,091	34,788	43,486	221,904
Net current (liabilities)/assets	(5,649,136)	(3,513,792)	(2,544,259)	(1,958,327)	1,338,655
Deferred tax liability	-	-	(282,045)	(288,139)	(282,337)
Staff retirement benefit	(132,129)	(105,780)	(131,818)	(117,473)	(112,614)
Financial liability (non-current)	-	(362,368)	-	-	(206,991)
Provision for decommissioning	(133,348)	(113,030)	(95,811)	(81,196)	(67,349)
	(4,260,614)	(1,506,767)	(94,025)	784,705	5,280,645
Shareholders' fund					
Issued share capital	2,219,524	2,219,524	2,219,524	2,219,524	2,017,748
Share premium	537,754	537,754	537,754	537,754	537,754
Revaluation reserve	2,312,618	2,312,618	2,312,618	2,312,618	2,312,618
Available-for-sale reserve	351	-	(14,055)	(9,156)	-
Accumulated loss	(9,330,861)	(6,576,663)	(5,149,866)	(4,276,035)	412,525
	(4,260,614)	(1,506,767)	(94,025)	784,705	5,280,645
	IFRS			LOCAL GAAP	
Turnover	407,250	341,025	742,907	1,644,060	3,240,579
Loss before taxation	(2,745,201)	(1,705,725)	(850,941)	(4,476,896)	(409,845)
Taxation	(6,057)	276,070	(383)	(13,406)	108,664
Loss after taxation	(2,751,258)	(1,429,655)	(851,324)	(4,490,302)	(301,181)
Basic Loss per share (kobo)	(62k)	(32k)	(19k)	(101k)	(7k)
Diluted Loss per share (kobo)	(62k)	(32k)	(19k)	(101k)	(7k)

The Company

	30 SEPTEMBER				
	2015 ₦'000	2014 ₦'000	2013 ₦'000	2012 ₦'000	2011 ₦'000
Statement of financial position					
Assets and liabilities:					
Property, plant and equipment	1,414,145	2,298,412	2,558,120	2,801,325	3,086,745
Intangible assets	198,686	240,277	335,888	358,816	1,285,575
Available-for-sale investments	23,774	23,423	31,112	26,213	17,057
Investment in subsidiary	1,000	1,000	1,000	-	-
Deferred costs	17,394	26,091	34,788	43,486	221,904
Net current (liabilities)/assets	(5,650,136)	(3,514,792)	(2,545,259)	(1,958,327)	1,338,655
Deferred tax liability	-	-	(282,045)	(288,139)	(282,337)
Staff retirement benefit	(132,129)	(105,780)	(131,818)	(117,473)	(112,614)
Financial liability (non-current)	-	(362,368)	-	-	(206,991)
Provision for decommissioning	(133,348)	(113,030)	(95,811)	(81,196)	(67,349)
	(4,260,614)	(1,506,767)	(94,025)	784,705	5,280,645
Shareholders' fund					
Issued share capital	2,219,524	2,219,524	2,219,524	2,219,524	2,017,748
Share premium	537,754	537,754	537,754	537,754	537,754
Revaluation reserve	2,312,618	2,312,618	2,312,618	2,312,618	2,312,618
Available-for-sale reserve	351	-	(14,055)	(9,156)	-
Accumulated loss	(9,330,861)	(6,576,663)	(5,149,866)	(4,276,035)	412,525
	(4,260,614)	(1,506,767)	(94,025)	784,705	5,280,645
	IFRS		LOCAL GAAP		
Turnover	407,250	341,025	742,907	1,644,060	3,240,579
Loss before taxation	(2,745,201)	(1,705,725)	(850,941)	(4,476,896)	(409,845)
Taxation	(6,057)	276,070	(383)	(13,406)	108,664
Loss after taxation	(2,751,258)	(1,429,655)	(851,324)	(4,490,302)	(301,181)
Basic Loss per share (kobo)	(62k)	(32k)	(19k)	(101k)	(7k)
Diluted Loss per share (kobo)	(62k)	(32k)	(19k)	(101k)	(7k)

Disclosure on non-IFRS comparative information

1. The Property, plant and equipment (PPE) under the NGAAP would have complied with IFRS if the discounted cost of dismantling the Company's billboards is added and the additional depreciation on hoardings as a result of the dismantling cost is recognised.

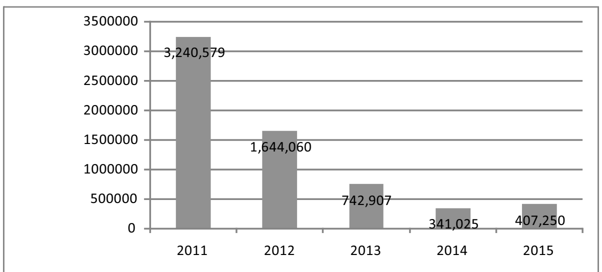
2. Under the NGAAP, the loans to the staff were stated at no interest rate. The loans are to be measured at their fair value on initial recognition in order to make it complied with IFRS.

3. Staff retirement benefits under NGAAP were recognised on the basis of the Group's policy. However, the employees' benefit liabilities have to be recognised on an actuarial basis to make it comply with IFRS.

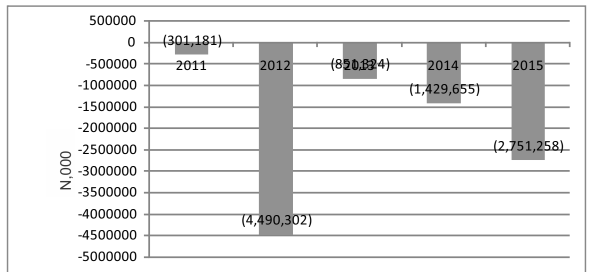
4. Provision for decommissioning was not a requirement under NGAAP. However, there is need to restate the provisions to involve the recognition of a discounted provision that will cover all dismantling costs in order to comply with IFRS. The provisions will also need to be discounted and un-winded.

5. Under NGAAP, the transaction fees on bank loans were expensed in the periods that the transactions took place. To comply with IFRS, there is need to deduct the fees paid on the loans from the gross amount of the loan, that is, financial liabilities (current) which will be deferred over the period of the loan.

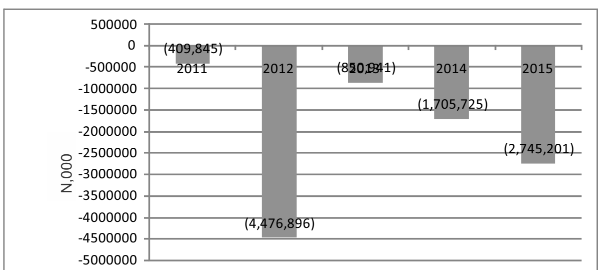
	Turnover	Profit/(loss) before taxation	Profit/(loss) retained for the year	Shareholders funds	Earnings / (loss) per share
	=N='000	=N='000	=N='000	=N='000	Kobo
2011	3,240,579	(409,845)	(301,181)	5,280,645	(7)
2012	1,644,060	(4,476,896)	(4,490,302)	784,705	(101)
2013	742,907	(850,941)	(851,324)	(94,025)	(19)
2014	341,025	(1,705,725)	(1,429,655)	(1,506,767)	(32)
2015	407,250	(2,745,201)	(2,751,258)	(4,260,614)	(62)



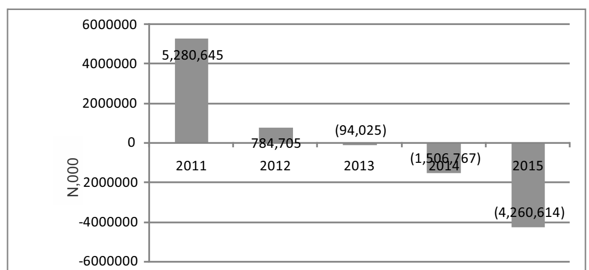
Turnover



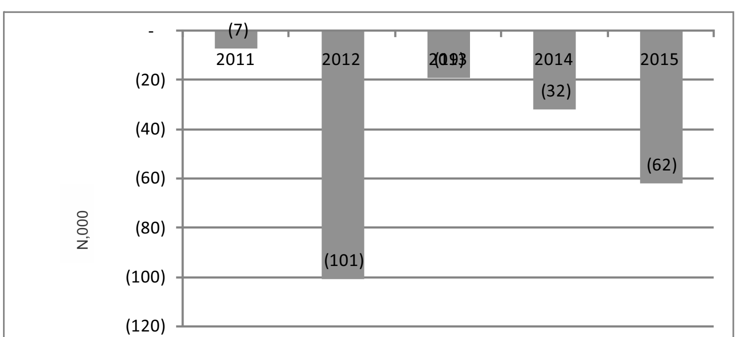
Loss after tax



Loss before tax



Shareholders' funds



Earnings per share

i. **List of substantial shareholders holding 5% or more of the issued shares of the Company as at 30th September 2015**

Names of Shareholders	Shareholding	Shareholding Percentage %	Indirect shareholding	Indirect Shareholding Percentage %
Mr. Akinlola Irewunmi Olopade	628,692,900	14.16	88,000,000	1.98
Estate of Chief J.O. Nwabunie	530,528,570	11.95		
Engr. Patrick Osita Nwabunie	447,767,963	10.09	55,000,000	1.24
Estate of Rev. Iretunde Olopade	473,142,098	10.66		
Partnership Investment Company Ltd	379,694,017	8.55		

(Note: The companies represented by directors with indirect shareholdings are Opomulero Assets Development Ltd (represented by Mr Akinlola Olopade); and Thorough Investments Ltd (represented by Engr. Patrick Nwabunie), both holding via ESL Securities Ltd Nominee Hab)

ii. **Shareholding range analysis as at 30th September 2015**

Range	No. of Holders	Holders %	Holders Cum.	Units	Units %	Units Cum.
1 - 1,000	256	13.49%	256	93,905	0.00%	93,905
1,001 - 5,000	146	7.68%	402	309,889	0.01%	403,794
5,001 - 10,000	77	4.05%	479	610,309	0.01%	1,014,103
10,001 - 50,000	219	11.52%	698	4,682,058	0.11%	5,696,161
50,001 - 100,000	72	3.79%	770	4,888,565	0.11%	10,584,726
100,001 - 500,000	898	47.24%	1,668	145,481,492	3.28%	156,066,218
500,001 - 1,000,000	108	5.68%	1,776	64,727,586	1.46%	220,793,804
1,000,001 - 5,000,000	82	4.31%	1,858	150,693,854	3.39%	371,487,658
5,000,001 - 10,000,000	10	0.53%	1,868	70,331,024	1.58%	441,818,682
10,000,001 - 50,000,000	14	0.74%	1,882	281,633,745	6.34%	723,452,427
50,000,001 - 100,000,000	4	0.21%	1,886	261,671,352	5.89%	985,123,779
100,000,001 - 500,000,000	10	0.53%	1,896	2,294,701,737	51.69%	3,279,825,516
500,000,001 - 1,000,000,000	2	0.11%	1,898	1,159,221,470	26.11%	4,439,046,986
Grand Total	**1,898**	**100.00%**		**4,439,046,986**	**100.00%**	

iii. Shareholding analysis of individual and corporate shareholders as at 30th September 2015

SHAREHOLDER TYPE	NO. OF S/HOLDERS	% HOLDERS	NO. OF HOLDINGS	% HOLDINGS
1. Individual	1,770	93.26	3,438,495,847	77.46
2. Corporate Body	128	6.74	1,000,551,139	22.54
	1,898	**100.00**	**4,439,046,986**	**100.00**

iv. Share Capital, Dividend & Bonus issue history

Date	Authorized share capital		Issued and fully paid			consideration
	Increase	Cumulative (₦)	Increase	Cumulative (₦)	Issued shares	Stock @ N2.00 per share
Initial	150,000	300,000.00	150,000	300,000.00	150,000	Cash
Apr-93	2,350,000	5,000,000.00	2,350,000	5,000,000.00	2,500,000	Cash
April - 97	2,500,000	10,000,000.00	5,000,000	10,000,000.00	5,000,000	Cash
Mar-08	2,500,000	15,000,000.00	7,500,000	15,000,000.00	7,500,000	Cash
April-08	1,242,500,000	2,500,000,000.00	3,073,893.50	18,073,893.00	36,147,785	Cash
April-08	-	2,500,000,000.00	3,588,390,618	1,794,195,309.00	3,624,538,356	Bonus Issue
April-08	5,000,000,000	2,500,000,000.00	3,624,538,402	1,812,269,201.00	3,624,538,402	Stock split to 50K per value
June - 08	-	2,500,000,000.00	410,958,904	2,017,748,630.00	4,035,497,260	Cash
August - '12	-	2,500,000,000.00	403,549,726	2,219,523,492.00	4,439,046,986	Bonus Issue

NOTICE IS HEREBY GIVEN that the fiftieth (50th) Annual General Meeting of the members of Afromedia Plc. will be held at the OPTS Hall, Lagos Chamber of Commerce & Industry (LCCI), Conference and Exhibition Centre situate at No. 10, Nurudeen Olowopopo Drive, Marwa Gardens Alausa, Ikeja, Lagos on **Monday, 23rd May 2016, at 11.00 a.m**. prompt to transact the following business:

Ordinary Business:

i. To lay before the members the Audited Financial Statements for the year ended 30th September 2015, together with the Reports of the Directors, Auditors and Audit Committee thereon.
ii. To re-elect a Director.
iii. To re-appoint the Auditors
iv. To authorise the Directors to fix the remuneration of the Auditors.
v. To elect Members of the Audit Committee.

Special Business:

vi. To consider and if thought fit, pass the following as a special resolution:

"That the company be and is hereby authorized to procure goods and services necessary for the business operations of the Company or Group from related companies in compliance with the Rules of the Nigerian Stock Exchange governing transactions with related parties or interested persons".

Dated 28th day of March, 2016

BY ORDER OF THE BOARD

Ifetola Fadeyibi (Mrs.)
Company Secretary
FRC/2013/NBA/00000003855

Registered Office:
Kilometer 21, Badagry Expressway
Araromi Ajangbadi
P.O. Box 2377 Marina
Lagos

Corporate Office:
39, Ladipo Bateye Street
Ikeja, GRA
Lagos
Website: www.afromediaplc.com

Notes:

a. Proxies

A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of him or her. A proxy need not be a member of the Company. For the appointment to be valid, a proxy form must be completed and duly signed and stamped by the member at the Stamp Duty Office and deposited at the office of the Registrars, EDC Registrars Limited at No. 154, Ikorodu Road, Onipanu, Lagos not less than forty-eight (48) hours before the date of the meeting.

b. Closure of Register

The Register of Members of the Company shall be closed from 18th to 22nd April, 2016 both days inclusive.

c. Nominations for the Audit Committee

In accordance with Section 359(5) of the Companies and Allied Matters Act, CAP. C20, Laws of the Federation of Nigeria 2004, any member may nominate a shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting.

d. Unclaimed Dividend Warrants and Share Certificates

A number of dividend warrants and share certificates have remained unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. Affected Shareholders are advised to kindly contact EDC Registrars Limited at No. 154, Ikorodu Road, Onipanu, Lagos.

e. E-Dividend/E-Bonus

Notice is hereby given to all Shareholders to open bank accounts, stock-broking accounts and CSCS accounts for the purpose of dividend/bonus. A detachable application form for E-bonus / E-dividend is attached to this Annual Report to enable all shareholders furnish particulars of their bank accounts to EDC Registrars Limited at No. 154, Ikorodu Road, Onipanu, Lagos, Lagos as soon as possible.

Shareholders are further encouraged to update their contact details and mailing addresses with EDC Registrars Limited at No. 154, Ikorodu Road, Onipanu, Lagos for all correspondence.

f. To re-elect a Director

In accordance with the provisions of the Articles of Association of the Company regarding retirement of directors by rotation, the director to retire by rotation is Mallam Ibrahim Isiyaku (SAN) who being eligible has offered himself for re-election at the 50th Annual General Meeting.

g. Rights of Shareholders to ask Questions

Shareholders have a right to submit questions in writing to the Company Secretary prior to the date of the Annual General Meeting and also ask questions at the Meeting. All questions must be submitted not later than twenty-four (24) hours before the date fixed for the meeting.

EDC REGISTRARS LIMITED
154, Ikorodu Road, Onipanu, Shomolu, Lagos
01-7301261

SHAREHOLDERS' DATA UPDATE

In our quest to update shareholders data on our client companies' register of members, we require your GSM number for individuals, landline for corporate shareholders, your CSCS account number and Bank details to enable us effect payment of subsequent Dividend and Bonuses via our online E-bonus and E-dividend Menu. This will enhance safe and timely receipt of your entitlements as they fall due.

SHAREHOLDER'S FULL NAME: ______________________________
SURNAME OTHER NAMES

INDIVIDUAL SHAREHOLDER-(GSM NUMBER) CORPORATE SHAREHOLDER-(LANDLINE)

PRESENT/ NEW POSTAL ADDRESS: ______________________________

____

E-BONUS INFORMATION

I/We hereby request that from now on, all my/our bonus shares due to me/us from our holding(s) in all the companies ticked below be mandated to me/our Bank named below be transferred to CSCS electronically.

CLEARING HOUSE NUMBER:	NAME OF STOCKBROKER:	ACCOUNT NUMBER:
C		

DIVIDEND PAYMENT INFORMATION

I/We hereby request that from now on, all my/our dividend warrant(s) due to me/us from our holding(s) in all the companies ticked below be mandated to my/our Bank named below.

BANK'S DETAILS

NAME OF BANK: ______________________________

BRANCH ADDRESS: ______________________________

ACCOUNT NO

____
AUTHORISED BANK OFFICIAL'S SIGNATURE/STAMP

NAME OF COMPANY IN WHICH YOU HAVE SHARES

1 ______________________________
2 ______________________________
3 ______________________________
4 ______________________________
5 ______________________________
6 ______________________________

REGISTRAR'S USE

REGISTER CODE		ACCOUNT NO.							

Signature or Thumbprint

Signature or Thumbprint

____
Signature verified by:

Please ensure we are notified of any subsequent change in the above information.
Thank You.

AFROMEDIA PLC

EDC REGISTRARS LIMITED
154, Ikorodu Road, Onipanu, Shomolu,
01-7301261

MANDATE FOR e-DIVIDEND PAYMENT

It is our pleasure to inform you that you can henceforth, collect your dividend through DIRECT CREDIT into your Bank Domiciliary Account. Consequently, we hereby request you to provide the following information to enable us process direct payment of your dividend (when declared) into your bank account.

Shareholder's Account Number

Date (DD/MM/YYYY)

/ /

Surname/Company's Name

Other Names (for Individual Shareholder)

Present Postal Address

City

State

Email Address

Mobile (GSM) Phone Number

Bank Name

Branch Address

Bank Domiciliary Account Number

Bank Sort Code

I/WE hereby request that from now, all dividend warrant(s) due to me/us from my/our holding(s) in all the companies you are Registrars to be mandated to my/our Bank named above.

Shareholder's Signature or Thumbprint

Shareholder's Signature or Thumbprint

Company Seal/Incorporation Number (Corporate Shareholder)

AUTHORISED SIGNATURE & STAMP OF BANKERS

AFROMEDIA
Since 1928

50th ANNUAL GENERAL MEETING OF AFROMEDIA PLC TO BE HELD AT THE OPTS HALL, LAGOS CHAMBER OF COMMERCE AND INDUSTRY (LCCI) CONFERENCE AND EXHIBITION CENTRE, PLOT 10, NURUDEEN OLOWOPOPO DRIVE, ALAUSA, IKEJA, LAGOS ON MONDAY, 23RD MAY 2016, AT 11.00 A.M. PROMPT

I/We……………...
(name of shareholder in block letters)
of........…………………………………., being a member/members of Afromedia Plc., hereby appoint*..........................………………….........
........of ....
or failing him, the Managing Director, or Chairman of the Meeting as my/our proxy to act and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the 23rd May 2016, and at any adjournment thereof.

Dated this ....day of 2016

Shareholder's Signature ………………

The manner in which the proxy is to vote should be indicated by inserting "X" in the appropriate space.

	Number of Shares **ORDINARY RESOLUTIONS**	**FOR**	**AGAINST**
i	To lay before the members the Audited Financial Statements for the year ended 30th September 2015, together with the Reports of the Directors, Auditors and Audit Committee thereon.		
ii	To re-elect a Director. Mallam Ibrahim Isiyaku (SAN) (retiring by rotation)		
iii	To re-appoint the Auditors		
iv	To authorise the Directors to fix the remuneration of the Auditors.		
v	To elect Members of the Audit Committee.		
	Special Business		
vi	To consider and if thought fit, pass the following as a special resolution: "That the company be and is hereby authorized to procure goods and services necessary for the business operations of the Company or Group from related companies in compliance with the Rules of the Nigerian Stock Exchange governing transactions with related parties or interested persons.		

Please indicate an **"X"** in the appropriate box how you wish your votes to be cast on resolutions set out above. Unless otherwise instructed the proxy will vote or abstain from voting at his discretion.

IF YOU ARE UNABLE TO ATTEND THE MEETING

A member (shareholder) who is unable to attend the Annual General Meeting is allowed by law to vote by proxy. The attached proxy form has been prepared to enable you exercise your right to vote if you cannot personally attend.

Provision has been made on this form for the Managing Director or Chairman of the Meeting to act as your proxy, but if you wish, you may insert in the blank space on the form (marked*) the name of any person, whether a member of the company or not, who will attend and vote on your behalf instead of the Chairman of the meeting.

Please sign the above and post it so as to reach the address of the Registrars shown overleaf not later than 48hours before the meeting. If executed by a corporation, the proxy form should be sealed with the common seal. The proxy must produce the Admission Card sent with the Notice of the Meeting to obtain entrance into the venue of the Annual General Meeting.

THIS PROXY FORM SHOULD NOT BE COMPLETED AND SENT TO THE COMPANY'S REGISTERED ADDRESS IF THE MEMBER WILL BE ATTENDING THE MEETING. TO BE VALID, THIS FORM MUST BE STAMPED

Before posting this form, please tear off this part and retain it for admission into the meeting

ADMISSION CARD

Name & Address of Shareholders [ ] Number of shares held [ ]

Please admit Mr./Mrs./Miss./Chief/Dr./……………………………. to the **50th Annual General Meeting** to be held at the OPTS Hall, Lagos Chamber of Commerce & Industry (LCCI) Conference and Exhibition Centre, situated at Plot 10, Nurudeen Olowopopo Drive, Alausa, Ikeja, Lagos at 11.00 a.m. on Monday 23rd May 2016.

Signature of person attending …………………………………

Note:

- This admission card should be produced by the Shareholder or his/her proxy in order to obtain entrance into the venue of the Annual General Meeting.
- You are requested to sign this card at the entrance in the presence of the Company Secretary, Registrars or his Nominee on the day of the Annual General Meeting.
- Please be advised that to enable a Proxy gain entrance to the meeting, the Proxy Form should be duly completed and delivered to the Registrars not later than 48 hours before the date and time fixed for the meeting.

Second fold here and insert

Please affix
₦50.00 postage
stamp here

The Managing Director
EDC Registrars Ltd
154, Ikorodu Road,
Onipanu, Lagos

First fold

Second fold here