

Company number: 13664902

AIRTEL AFRICA TELESonic LIMITED
Annual Report and Financial statements
for the year ended 31 March 2026

Contents	Page
1. Corporate Information	3
2. Strategic Report	4-6
3. Directors' Report	7
4. Directors' Responsibilities Statement	8
5. Independent Auditors' Report	9-11
6. Statement of Financial Position	12
7. Income Statement	13
8. Statement of Changes in Equity	14
9. Notes to the Financials Statements	15-34

COMPANY NUMBER	13664902
DIRECTORS	Simon Andrew O'Hara Sidhanth Hota Prasanta Das Sarma
COMPANY SECRETARY	Zainab Adeyemi Odutola (appointed on 01 August 2024) Simon O'Hara (resigned on 01 August 2024)
REGISTERED OFFICE	First floor, 15 Davies Street, London W1K 3DE, United Kingdom (wef 06 May 2026) First floor, 53/54 Grosvenor Street, London W1K 3HU, United Kingdom (till 05 May 2026)
BRANCH OFFICE	101, Second floor 20, Dubai Internet City Dubai United Arab Emirates
BRANCH LICENSE NUMBER	99425
BANKERS	Standard Chartered Bank 1 Basinghall Avenue London EC2V 5DD United Kingdom Standard Chartered Bank Emaar Square Downtown Dubai United Arab Emirates
INDEPENDENT AUDITORS	Deloitte LLP 2 New Street Square London EC4A 3BZ United Kingdom

Airtel Africa Telesonic Limited Strategic Report

The Directors present the strategic report and audited financial statements of Airtel Africa Telesonic Limited (the "Company") for the year ended 31 March 2026.

Principal activities

The main objective of the Company is the operation and provision of telecommunication facilities and services including international wholesale bandwidth and other related telecommunication services to carrier customers and to third party customers on its own.

Financial Key performance indicators

As the Company provides telecommunication and network services, the key performance indicator for internal performance analysis is its revenue, operating profit margin and net profit margin as shown below:

(Amount in USD '000')

Key Performance Indicator	For the year ended	
	31 March 2026	31 March 2025
Revenue	37,536	31,542
Operating profit/(loss)	-116	6,045
Net profit/(loss)	-6,165	4,420

Development and financial performance during the year

Revenue for the year amounted to USD 37,536 thousand (previous year: USD 31,542 thousand), primarily arising from the provision of telecommunication and network services. The increase in revenue compared to the previous year is mainly attributable to higher international capacity sales to external customers, fiber pair sales, and managed services provided through the 2Africa cable system.

The Company reported an operating loss for the year, compared to an operating profit in the previous year, primarily due to increased amortization of right-of-use assets.

The Company also recorded a net loss for the year, mainly due to the impact of withholding tax on deferred revenue and advances received from customers.

Financial performance at reporting date

The statement of financial position shows that the net carrying value of the Company's net assets at yearend is USD 2,651 thousand (previous year USD 8,844 thousand).

Future developments

The Company will continue to provide services relating to provision of telecommunication and network services.

Principal risks and uncertainties

The principal risks and uncertainties affecting the Company are closely aligned with those discussed in the 2026 Annual Report of Airtel Africa plc (the "Group"), which is publicly available from the Group Company Secretary (First floor, 15 Davies Street, London, W1K 3DE, United Kingdom wef 06 May 2026 and First floor, 53/54 Grosvenor Street, London W1K 3HU, UK till 05 May 2026) or on the website www.airtel.africa.com. Risks relating specifically to the Company are as follows:

Market risk

The trading activity of the Company and its financial position may be adversely impacted by downturns in general economic conditions or any future periods of economic recession.

Foreign exchange risk

The amounts payable to and receivable from Group undertakings include amounts denominated in currencies other than United States Dollar, therefore, fluctuations in currency exchange rates will impact the results and financial position of the Company.

Interest rate

The Company has interest-bearing liabilities linked to the financing from its immediate parent company Airtel Africa Telesonic Holdings Limited (details of which are disclosed at note 17 of the financial statements). While the SOFR rate expose the Company to cash flow interest rate risk, management believes that this risk is managed as the funding is provided by a related party.

Statement by the Directors in performance of their statutory duties in accordance with Section 172 of the Companies Act 2006 ("the Act")

In promoting the success of the Company, the Directors must also consider the interests of stakeholders and other matters required by Section 172(1)(a) to (f) of the Act. This Section 172 Statement describes how the Directors have taken into account wider stakeholders in their decision making. The Company is a direct subsidiary of Airtel Africa Telesonic Holdings Limited and which in turn is a subsidiary of Airtel Africa plc, the Company supports the wider strategy of the Group. Where appropriate, for example in matters of long-term strategy, decision making is aligned with that of the parent Company Board, ensuring that wider interest of the stakeholders of the Company has been rigorously considered. The Group's 2026 Annual Report can be obtained from www.airtel.africa.com.

General confirmation of Directors' duties

Directors are fully aware of and understand their statutory duties under the Act. They have a clear framework for determining the matters within their remit. Day-to-day authority is delegated to executives and the Directors engage with management in setting, approving and overseeing the execution of the business strategies and related policies, leveraging group frameworks and policies. The executives consider the Company's activities, such as reviewing financial and operational performance, business strategies, key risks, stakeholder related matters, governance, legal and regulatory compliances, and make decisions. Section 172(1) of the Act provides that each Director must ensure that they act in the way they consider in good faith, would mostly likely promote Company's success for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to Section 172(1)(a) to (f) as described below.

a) The likely consequences of any decision in the long term

The Directors understand the Company's business and evolving environment in which it operates including the challenges of a highly competitive marketplace. Refer to page 4 for more details on principal risks and uncertainties.

b) The interest of the Company's employees

The Directors recognise that employees are fundamental to the future growth and success of the Company. That success depends on looking after our employees. The Company ensures employees are informed and involved in the business through regular meetings, e-mail updates and intranet to communicate business area updates.

c) The need to foster the Company's business relationships with suppliers, customers and others

The Directors recognise the benefits of engaging with a broad range of stakeholders and developing and delivering our strategy depends on building and maintaining constructive relationships across them. The Company duly understands the importance of relationships with suppliers, customers and others and up to the extend required, had been supportive of them during their challenging times.

d) The impact of the Company's operations on the community and the environment

The Directors appreciate that collaboration with charities and community groups helps to create a stronger community and provide insights that enables the Directors to understand the Company's impact on the community in the environment and the consequences of its decisions in the long-term. Further information about how the Company engages with communities and NGOs can be found in Group's 2026 Annual Report. There is no impact on environment.

e) The desirability of the Company maintaining a reputation for high standards of business conduct

The Directors adhere to the Group's code of conduct in which all employees are subject to setting out high standards and behaviours we expect from those that work for us or with us.

f) The need to act fairly as between members of the Company

After weighing up all relevant factors the Directors consider which course of action best promotes the long-term success of the Company in taking into consideration the impact of stakeholders. In doing so, the Directors act fairly between the Company's members.

Culture

The Company's culture is set by the Group and embedded in all we do.

Stakeholder engagement

Proactive engagement remains a central focus for the Company which ensures the Directors have regard to the matters set out in Section 172(1)(a) to (f) of the Act. Engaging with stakeholders delivers better outcomes for society and for the business. It is fundamental to the Company's long-term success.

Energy and carbon disclosure

Energy and carbon disclosure information is not disclosed as the Company is exempt from the disclosure as it consumes less than 40,000 KWH energy.

In discharging our section 172 duties, we have regard to the factors set out above. In addition, we also have regard to other factors which we consider relevant to the decision being made.

This Strategic Report was approved by the Directors and signed on their behalf by:



Simon Andrew O'Hara

Director

Date: 9 July 2016

Airtel Africa Telesonic Limited

Directors' Report

The Company has chosen, in accordance with Section 411C (11) of the Act, to include such matters of strategic importance to the Company in the Strategic Report which otherwise would be required to be disclosed in the Director's Report, and forms part of this report by cross-reference. The matters relate to future development, financial performance, financial risk management and future prospects as mentioned under the Act.

Dividends

The Directors do not recommend any dividend during the current financial year (previous year is Nil). No dividend was declared subsequent to the balance sheet date for the year ending 31 March 2026.

Charitable and political donations

The Company neither in the current financial year nor in the previous financial year, made any charitable and political donations.

Directors

The Directors, who served during the year were as follows:

- Simon Andrew O'Hara
- Sidhanth Hota
- Prasanta Das Sarma

Branches outside the United Kingdom

The Company has a branch Airtel Africa Telesonic Limited registered in Dubai, United Arab Emirates. The branch office address is as follows:

101, Second floor
20, Dubai Internet City
Dubai, United Arab Emirates (License no. 99425)

Going concern

The Financial Statements are prepared on going concern basis as the Directors believe that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of financial statements. The Directors confirm that they have a reasonable expectation that the Company will continue to operate and meets its liabilities, as they fall due, over the next 12 months. The Company has a revolving loan facility with Airtel Africa Telesonic Holding Limited to meet fund requirements. The Directors' assessment has been made with reference to the Company's principal risks and how these are managed, therefore, these accounts have been prepared on a going concern basis.

Statement of disclosure of information to auditor

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the Directors have taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Act.

Auditor

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with Section 485 of the Act.

Post Balance sheet events

Refer note 29 of financial statement, there is no such event to report.

This Directors' Report was approved by the Directors and signed on their behalf by:

Simon Andrew O'Hara

Director

Date: 2026

9 July 2026

Directors' Responsibilities Statement

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

This Directors' Responsibilities Statement was approved by the Directors and signed on their behalf by:



Simon Andrew O'Hara
Director

Date: 2026

9 July 2026

Independent auditor's report to the members of Airtel Africa Telesonic Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Airtel Africa Telesonic Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2026 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of financial position;
- the income statement
- the statement of changes in equity; and
- the related notes 1 to 29.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not

cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the company's business sector.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following area, and our procedures performed to address it are described below:

- There is a presumed risk of revenue recognition, particularly that revenue is not accurately recorded in line with the agreements. Our specific procedures performed to address this risk included testing, on a sample basis, evidence to determine revenue had been recognised accurately.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

A handwritten signature in black ink that reads "D Winstone". The letters are cursive and connected, with a stylized 'D' and 'W'.

Daryl Winstone FCA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
9 July 2026

Airtel Africa Telesonic Limited
Statement of financial position as on 31 March 2026
(All amounts are in US Dollar thousands, unless stated otherwise)

		As of	
	Note	31 March 2026	31 March 2025
Assets			
Non-current assets			
-Right of use	5	72,360	-
-Property plant & equipments	6	4,935	-
-Intangible Assets	7	39	18
Financial assets			
- Loan receivable	8	-	4,162
Other non current assets	9	35,887	38,245
		113,221	42,425
Current assets			
Financial assets			
- Loan receivable	8	4,616	-
- Trade receivables	10	61,346	32,258
- Cash and cash equivalents	11	15,862	5,296
Other current assets	12	3,324	826
		85,148	38,380
Total assets		198,369	80,805
Current liabilities			
Financial liabilities			
- Borrowings	17	16,827	-
- Trade and other payables	13	38,870	28,585
- Lease liabilities	5	43,776	-
Deferred revenue	14	8,103	2,779
Provisions	15	491	-
Others	16	28,310	-
		136,377	31,364
Total Assets less current liabilities		61,992	49,441
Non-current liabilities			
Financial liabilities			
- Borrowings	17	-	24,566
Deferred revenue	14	59,259	15,996
Provisions	15	70	-
Other non current liabilities	18	12	35
		59,341	40,597
Net Assets		2,651	8,844
Capital and reserves			
- Share capital	19	0	0
- Retained earnings		2,651	8,844
Total equity		2,651	8,844

The accompanying notes 1 to 29 form an integral part of these financial statements.

The financial statements of the Company were approved by the Directors onJuly 2026 and were signed on their behalf by:



Simon Andrew O'Hara
Director

Airtel Africa Telesonic Limited**Statement of comprehensive income for the year ended 31 March 2026**

(All amounts are in US Dollar thousands, unless stated otherwise)

	Note	For the year ended	
		31 March 2026	31 March 2025
Income			
Revenue	20	36,604	27,109
Other income	21	932	4,433
		37,536	31,542
Expenses			
Leaseline and bandwidth expense	22	26,323	22,769
Employee benefits expense	23	1,425	1,689
Other expenses	24	600	1,026
Depreciation and amortisation	7	9,304	13
		37,652	25,497
Operating profit/(loss)		(116)	6,045
Finance income	25	655	366
Finance costs	26	1,402	1,054
Profit/(loss) before tax		(863)	5,357
Tax expense	27	5,302	937
Profit/(loss) for the period		(6,165)	4,420
Other comprehensive income (OCI)			
Items not to be reclassified subsequently to profit or loss:			
Remeasurement loss on defined benefit plan		(28)	-
Other comprehensive expense for the year		(28)	-
Total comprehensive expense for the year		(6,193)	4,420

All results are derived from continuing operations

The accompanying notes 1 to 29 form an integral part of these financial statements.

There was no other comprehensive income in either the current or the previous year other than as stated above. As such, no separate statement of comprehensive income has been presented.

Airtel Africa Telesonic Limited**Statement of Changes in Equity for the year ending 31 March 2026**

(All amounts are in US Dollar thousands, unless stated otherwise)

	Share Capital		Other components of equity	Retained earnings	Total equity
	No of shares	Amount			
As of 31 March 2024	1	0		4,424	4,424
Profit for the year	-	-	-	4,420	4,420
Total comprehensive profit	1	0	-	4,420	4,420
As of 31 March 2025	1	0	-	8,844	8,844
Loss for the year	-	-		(6,165)	(6,165)
Other comprehensive loss			(28)		(28)
Total comprehensive profit/(loss)	1	0	(28)	(6,165)	(6,193)
As of 31 March 2026	1	0	(28)	2,679	2,651

* Issued, subscribed and paid up share capital consist of 1 share with a nominal value of £1.

The accompanying notes 1 to 29 form an integral part of these financial statements.

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

1. Corporate information and activities

1.1 Company domicile and activities

Airtel Africa Telesonic Limited (the "Company") is domiciled and incorporated in the United Kingdom (UK) and registered in England and Wales under the Companies Act 2006 as a private limited company limited by shares. The principal place of business and registered office of the Company is located at First floor, 15 Davies Street, London, W1K 3DE, United Kingdom w.e.f 06 May 2026 (First floor, 53/54 Grosvenor Street, London W1K 3HU, UK till 05 May 2026). The Company has a branch office at 101, Second floor, 20, Dubai Internet City, Dubai, United Arab Emirates (License No. 99425).

The main objective of the Company is the operation and provision of telecommunication facilities and services including international wholesale bandwidth and other related telecommunication services to carrier customers and to third party customers on its own.

The Company forms part of the Airtel Africa Group of companies. The Company's immediate parent Company is Airtel Africa Telesonic Holdings Limited which is incorporated in the UK and the ultimate parent Company is Airtel Africa plc (registered office is located at First floor, 15 Davies Street, London, W1K 3DE, United Kingdom w.e.f 06 May 2026 (First floor, 53/54 Grosvenor Street, London W1K 3HU, UK till 05 May 2026)) which is part of Airtel Africa group.

2. Summary of material accounting policies

2.1 Basis of preparation

The Company meets the definition of a qualifying entity under Financial Reporting Standard 100 'Application of Financial Reporting Requirements' issued by the Financial Reporting Council (FRC) as the Company is an indirect wholly owned subsidiary of Airtel Africa plc which prepares publicly available accounts consolidating the results of the Company.

The Company is exempt from the requirement to prepare consolidated financial statements under Section 401 of the Act. These financial statements present information about the Company as an individual undertaking and not about its group.

Accordingly, these financial statements are prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101).

Airtel Africa plc is the parent of the smallest group for which consolidated financial statements are prepared and of which the Company is a member. The largest group to consolidate the results of the Company is Bharti Airtel Limited, which is registered in India and is also ultimate parent of the Company. The Bharti Airtel Limited group and Airtel Africa plc consolidated financial statements are publicly available and can be obtained at www.airtel.in. and www.airtel.africa.com

All the amounts included in the Company financial statements are reported in United States Dollars (which is the functional currency of the Company), with all values rounded to the nearest thousands (USD thousands) except when otherwise indicated. Further, amounts which are less than half a thousand are appearing as '0'.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available in relation to:

- The requirements of IFRS 7 Financial Instruments: Disclosures;
- The requirements of IAS 7 Statement of Cash Flows.
- The disclosure requirement as per IFRS 13 Fair Value Measurement
- The statement of compliance with Adopted IFRSs;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of capital management;

The Company financial statements have been prepared on a going concern and historical cost basis except for financial instruments that are measured at fair values at the end of each reporting year.

2.2 Financial instruments

I. Recognition, classification and presentation

The financial instruments are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the financial instrument.

The Company determines the classification of its financial instrument at initial recognition.

The Company classifies its financial assets in the following categories: a) those to be measured subsequently at fair value through profit or loss, and b) those to be measured at amortised cost. The classification depends on the entity's business model for managing the financial results and the contractual terms of the cash flows.

The Company has classified all the non-derivative financial liabilities as measured at amortised cost. Financial assets and liabilities arising from different transactions are offset against each other and the resulted net amount is presented in the Balance sheet, if and only when, the Company currently has a legally enforceable right to set off the related recognised amounts and intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

II. Measurement- Non - derivative financial instruments

1. Initial measurement

At initial recognition, the Company measures the non-derivative financial instrument at its fair value plus, in the case of financial instruments not at fair value through profit and loss, transaction costs. Otherwise, transaction costs are expensed in the income statement.

2. Subsequent measurement – financial assets

The subsequent measurement of the non-derivative financial assets depends on their classification as follows:

a) Financial assets measured at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at a motors cost using the effective interest rate ('EIR') method (if the impact of discounting /any transaction cost is significant). Interest income from these financial assets is included in other income.

b) Financial assets at fair value through profit or loss ('FVTPL')

All financial assets that do not meet the criteria for amortised cost are measured at FVTPL. Interest (basis EIR method) and different income from financial asset at FVTPL is recognised in the income statement within other income separately from the other gains / losses arising from changes in the fair value.

Impairment

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition. If credit risk has not increased significantly, 12 month, expected credit loss (ECL) is used to provide for impairment loss, otherwise lifetime ECL is used.

However, only in case of trade receivables, the Company applies a simplified approach which requires expected lifetime losses to be recognised from initial recognition of the receivables.

3. Subsequent measurement - financial liabilities

Financial liabilities are subsequently measured at amortised cost using the EIR method (if the impact of discounting or transaction costs is significant).

III. Derecognition

The financial liabilities are derecognised from the balance sheet when the underlying obligations are extinguished, discharged, lapsed, cancelled, expires or legally released. The financial assets are derecognised from the Balance sheet when the right to receive cash flows from the financial assets have expired, or have been transferred and the Company has transferred substantially all risk and rewards of ownership. The resultant impact of the recognition is recognised to the income statement.

2.3 Property, plant and equipment (PPE)

An item is recognised as an asset, if and only if, it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. PPE is initially recognized at cost.

The initial cost of PPE comprises its purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any directly attributable cost of bringing the asset to its working condition and location for its intended use.

Subsequent to initial recognition, PPE is stated at cost less accumulated depreciation and any impairment losses. When significant parts of PPE are required to be replaced at regular intervals, the Company recognises such parts as separate component of assets. When an item of PPE is replaced, then its carrying amount is derecognized from the balance sheet and cost of the new item of PPE is recognised.

The expenditures that are incurred after an item of PPE has been put to use, such as repairs and maintenance, are normally charged to the statement of comprehensive income in the period in which such costs are incurred. However, in situations in which the said expenditure can be measured reliably and it is probable that future economic benefits associated with it will flow to the Company, it is included in the asset's carrying value or as a separate asset, as appropriate.

Depreciation on PPE is computed using the straight-line method over the estimated useful lives. The Company has established the estimated range of useful lives for different categories of PPE as follows:

Categories Period

SLTs and other equipment	5 – 8 years
Computers	3 – 5 years
Office equipment	1 – 5 years
Furniture & fixtures	1 – 5 years
Vehicles	5 years
Leasehold improvements	Over the lease agreement period

The useful lives, residual values and depreciation method of PPE are reviewed, and adjusted appropriately, at least, as at each reporting date, to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from these assets. The effect of any change in the estimated useful lives, residual values and/or depreciation method are accounted prospectively, and accordingly, the depreciation is calculated over the PPE's remaining revised useful life. The cost and the accumulated depreciation for PPE sold, scrapped, retired or otherwise disposed of are de-recognised from the balance sheet and the resulting gains/(losses) are included in the statement of comprehensive income within other expenses/other income.

2.4 Capital work in progress

PPE in the course of construction less any accumulated impairment is carried at cost and presented separately as capital work-in-progress (CWIP) (including capital advances) in the statement of financial position until ready for use at which point it is transferred to PPE and subsequently depreciated. Such cost comprises the purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any other directly attributable costs

2.5 Lease

The Company, at the inception of a contract, assesses the contract as, or containing, a lease if the contract conveys the right to control the use of an identified asset for a period, in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether the contract involves the use of an identified asset, the Company has the right to obtain substantially all of economic benefits from use of the asset throughout the period of use; and the Company has the right to direct the use of the asset.

Company as a lessee

The Company recognises a right-of-use asset ("ROU") and a corresponding lease liability with respect to all lease agreements in which it is the lessee in the statement of financial position. The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate. Lease liabilities include the net present value of fixed payments (including in-substance fixed payments), variable lease payments that are based on consumer price index (CPI), the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Subsequently, the lease liability is measured at amortised cost using the effective interest method. It is remeasured when there are changes in future lease payments including or when the lease contract is modified, and the lease modification is not accounted for as a separate lease. The corresponding adjustment is made to the carrying amount of the ROU or is recorded in profit or loss if the carrying amount of the related ROU has been reduced to zero and there is a further reduction in the measurement of the lease liability.

ROU are measured at cost comprising the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date and any initial direct costs less any lease incentives received.

Subsequent to initial recognition, ROU are stated at cost less accumulated depreciation and any impairment losses and adjusted for certain remeasurements of the lease liability. Depreciation is computed using the straight-line method from the commencement date to the end of the useful life of the underlying asset or the end of the lease term, whichever is shorter. The estimated useful lives of ROU are determined on the same basis as those of the underlying asset.

In the balance sheet, the ROU and lease liabilities are presented separately. In the statement of comprehensive income, interest expenses on lease liabilities are presented separately from the depreciation charge for the ROU. Interest expense on the lease liability is a component of finance costs, which are presented separately in the statement of profit or loss. In the statement of cash flows, cash payments for the principal portion of lease payments and the interest portion of lease liability are presented as financing activities, and short-term lease payments and payments for leases of low-value assets and variable lease payments not included in the measurement of the lease liability, if any, as operating activities.

2.6 Translation of foreign currency

The financial statements are presented in US dollar, which is also the Company's functional and presentation currency, this based on the currency in which its main transactions are concluded.

Transactions in foreign currencies (other than functional currency of the Company) are initially recorded in the functional currency at the exchange rate prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the closing exchange rate prevailing as at the Balance Sheet date. Foreign exchange differences on subsequent re-statement/settlement are recognised in the Income Statement.

2.7 Impairment

At each Balance Sheet date, the Company tests whether there are any indications of assets being subject to impairment. If any such indications exist, the recoverable amount of the asset is determined. Alternatively, the recoverable amount of the cash generating unit to which the asset belongs is identified. An asset is subject to impairment if its carrying amount exceeds its recoverable amount; the recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

2.8 Non current assets

Advances in the course of construction is carried at cost and presented separately as capital advances in the statement of financial position until ready for use at which point it is transferred to right of use and subsequently depreciated. Such cost comprises the purchase price (including non-refundable duties and taxes but excluding any trade discounts and rebates), and any other directly attributable costs.

2.9 Current assets

Receivables are initially recorded at fair value. The receivables of group companies for maturities less than 12 months after balance sheet date which are included in the current assets. Any provisions for the risk of doubtful debts are deducted. These provisions are determined based on individual assessment of the receivables.

2.10 Cash and cash equivalents

Cash includes cash in hand, bank balances and any deposits with original maturities of three months or less (that are readily convertible to known amounts of Cash and cash equivalents and subject to an insignificant risk of changes in value).

2.11 Non-current liabilities

Borrowings are initially recorded at fair value and subsequently held at amortised cost. Payables to Group companies are included in non-current liabilities, except for maturities less than 12 months after the balance sheet date which are included in current liabilities.

2.12 Current liabilities

A liability is classified as current when it is expected to be settled in the Company's normal operating cycle, it is held primarily for the purpose of trading, it is due to be settled within 12 months after the reporting period, or the Company does not have the unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

2.13 Share capital

Ordinary shares are classified as Equity when the Company has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Company and there is no contractual obligation whatsoever to that affect.

2.14 Other expense

Other expenses are recognized based on the historical cost convention and are allocated to the reporting period to which they relate.

2.15 Employee benefits

The Company's employee benefits mainly include salaries, bonuses, defined contribution to plans, other long-term benefits including compensated absences and share-based payments. The employee benefits are recognised in the year in which the associated services are rendered by the Company's employees. Short-term employee benefits are recognised in Statement of Profit and Loss at undiscounted amounts during the period in which the related services are rendered.

The Company operates both defined benefit and defined contribution plans. Details of long-term employee benefits are provided below:

Defined benefits plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Under the defined benefit retirement plan, the Company provides retirement obligation in the form of gratuity. Under the plan, a lump sum payment is made to eligible employees at retirement or termination of employment based on respective employee salary and years of experience with the Company. The Company records liability based on actuarial valuation computed under projected unit credit method.

Defined contribution plans and other long-term employee benefits

The employees of the Company are entitled to compensated absences as well as other long-term benefits. Compensated absences benefit comprises of encashment and the availing of leave balances that were earned by the employees over the period of past employment.

The Company provides for the liability (presented under provisions) towards these benefits on the basis of actuarial valuation carried out at the reporting date, by an independent qualified actuary using the projected-unit-credit method. The related re-measurements are recognised in the statement of profit and loss in the period in which they arise.

2.16 Share-based payments

For equity settled share-based payments, the Company measures the fair value of the services received from employees by reference to the fair value of the equity instruments granted. The grant-date fair value of equity-settled share-based payment arrangements is generally recognised as an expense on straight-line basis, with a corresponding increase in equity (reserves), over the vesting period of the awards.

The fair value of the amount payable to employees in respect of share-based payments which are settled in cash, is recognised as an expense on a straight-line basis with a corresponding increase in liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value of such instruments. Any changes in the liability are recognised in statement of comprehensive income.

As at each reporting date, the Company estimates the number of awards that are expected to eventually vest, if required. It recognises the impact of any revision to original estimates in the period of change. Accordingly, no expense is recognised for awards that do not ultimately vest, except for which vesting is conditional upon a market performance/non-vesting condition.

Where the terms of an award are modified, in addition to the expense pertaining to the original award, an incremental expense is recognized for any modification that results in additional fair value or is otherwise beneficial to the employee as measured at the date of modification.

For further details of equity-settled and cash-settled compensation plans refer to Note 15.

2.17 Income

Revenue is recognised when it is probable that the entity will receive the economic benefits associated with the transaction and the related revenue can be measured reliably. Revenue is recognised at the fair value of the consideration received or receivable, which is generally the transaction price, net of any discounts.

Revenue

Revenue is recognised upon transfer of control of promised products or services to the customer at the consideration which the Company has received or expects to receive in exchange of those products or services, net of any taxes/ duties, discounts and process waivers. While determining the consideration to which the Company is entitled for providing promised products or services, the Company assesses whether it is primarily responsible for fulfilling the performance obligation and whether it controls the promised service before transfer to customers.

The Company recognises revenue over time from these services as they are provided. Revenue in excess of invoicing are classified as unbilled revenue while invoicing/ collection in excess of revenue are classified as deferred revenue/ advance from customers.

Interest income

The interest income is recognised using the EIR method.

2.18 Taxes

The income tax expense comprises current and deferred income tax. Income tax is recognised in the profit and loss.

a. Current tax

Current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess/(shortfall) of the Company's income tax obligation for the period would be recognised in the statement of financial position under income tax assets/income tax liabilities, respectively.

Any interest relating to accrued liabilities for potential tax assessments would not be included in the Income tax charge or (credit), but would be recognised within finance costs.

b. Deferred tax

Deferred tax would be recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax would not be recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets would be recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences, tax losses and tax credits can be utilised. The Company considers the projected future taxable income and tax planning strategies in making this assessment.

Deferred tax assets, recognised and unrecognised, are reviewed at each reporting date and assessed for recoverability based on best estimates of taxable profits for the foreseeable future.

Deferred tax would be determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the asset is realised or the liability is settled.

Deferred tax assets and liabilities are offset against each other and the resultant net amount would be presented in the Balance Sheet, if and only when, (a) the Company has a legally enforceable right to setoff the current income tax assets and liabilities, and (b) when it relate to income tax levied by the same taxation by the same taxation authority and where there is an intention to settle the current income tax balances on net basis.

3. Critical accounting judgments and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 1, the Directors are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

a) Key sources of estimation uncertainty

There are no key sources of estimation uncertainty in the Company.

b) Critical judgements in applying the Company's accounting policies

There are no critical judgements in applying the Company's accounting policies

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

4. Going concern

The Financial Statements are prepared on going concern basis as the Directors believe that the Company has adequate resources to continue in operational existence for a period of at least 12 months from the date of approval of financial statements. The Directors confirm that they have a reasonable expectation that the Company will continue to operate and meets its liabilities, as they fall due, over the next 12 months. The Company has a revolving loan facility with Airtel Africa Telesonic Holding Limited to meet fund requirements. The Directors' assessment has been made with reference to the Company's principal risks and how these are managed, therefore, these accounts have been prepared on a going concern basis.

5. Right of use

The following table presents the reconciliation of change in the carrying value of right of use assets during the year:

Right-of-use assets

	Dark Fibre	
	As of	
	31 March 2026	31 March 2025
Balance at beginning of the year	-	-
Additions	80,946	-
Depreciation during the year	(8,586)	-
Balance at the end of the year	72,360	-

Lease liabilities

	As of	
	31 March 2026	31 March 2025
Less than 1 year	43,776	-
Later than one year not later than two years	-	-
Later than two year not later than five years	-	-
Later than five year not later than nine years	-	-
Later than nine years	-	-
Total undiscounted lease liabilities	43,776	-

	As of	
	31 March 2026	31 March 2025
Current lease liabilities	43,776	-
Non-current lease liabilities	-	-
Lease liabilities	43,776	-

Amount recognised in income statements

	For the year ended	
	31 March 2026	31 March 2025
Interest on lease liabilities	-	-
	-	-

Airtel Africa Telesonic Limited
Notes to the Financial Statements
(All amounts are in US Dollar thousands, unless stated otherwise)

6. Property, plant & equipment

The following table presents the reconciliation of change in the carrying value of PPEs for the year ended 31 March 2026:

	Plant & equipments	Total
Gross carrying amount		
Balance as at 01 April 2025	-	-
Additions during the year	5,632	5,632
Disposal during the year	-	-
Balance as of 31 March 2026	5,632	5,632
Accumulated depreciation		
Balance as at 01 April 2025	-	-
Depreciation charged during the year	697	697
Depreciation on disposal of assets	-	-
Balance as of 31 March 2026	697	697
Net book value as at 31 March 2026	4,935	4,935

7. Intangible assets

The following table presents the reconciliation of change in the carrying value of intangible for the year ended 31 March 2026:

	Software	Total
Gross carrying amount		
Balance as at 01 April 2025	37	37
Purchased during the year	42	42
Balance as of 31 March 2026	79	79
Accumulated depreciation		
Balance as at 01 April 2025	19	19
Depreciation charged during the year	21	21
Balance as of 31 March 2026	40	40
Net book value as at 31 March 2026	39	39

The following table presents the reconciliation of change in the carrying value of PPE for the year ended 31 March 2025:

	Software	Total
Gross carrying amount		
Balance as at 01 April 2024	37	37
Purchased during the year	0	0
Balance as of 31 March 2025	37	37
Accumulated depreciation		
Balance as at 01 April 2024	6	6
Depreciation charged during the year	13	13
Balance as of 31 March 2025	19	19
Net book value as at 31 March 2025	18	18

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

8. Loan receivable

	As of	
	31 March 2026	31 March 2025
Non Current		
Loan to Airtel Zambia Telesonic Limited*	-	4,162
	-	4,162
Current		
Loan to Airtel Zambia Telesonic Limited*	4,535	-
Loan to Airtel Telesonic Uganda Limited**	81	-
	4,616	-
	4,616	4,162

*The calculated interest as at period end is based on 3 months SOFR+ 450 bps. Any outstanding principal loan amounts and accrued interest thereon will be payable in full by 31 December 2026, unless agreed otherwise between borrower and lender in writing.

**The calculated interest as at period end is based on 3 months SOFR+ 350 bps. Any outstanding principal loan amounts and accrued interest thereon will be payable in full by 01 March 2027, unless agreed otherwise between borrower and lender in writing.

9. Other non current assets

	As of	
	31 March 2026	31 March 2025
Prepayments	35,887	38,245
	35,887	38,245

10. Trade receivables

	As of	
	31 March 2026	31 March 2025
Trade Receivables	62,538	33,126
Less: allowance for impairment of trade receivables	(1,192)	(868)
	61,346	32,258

11. Cash and cash equivalents

	As of	
	31 March 2026	31 March 2025
Cash at bank	15,862	5,296
	15,862	5,296

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

12. Other current assets

	As of	
	31 March 2026	31 March 2025
Advances to suppliers	35	6
Prepaid expenses	2,745	513
Employee receivables	-	28
Due from related party	541	278
Others	3	1
	3,324	826

13. Trade and other payables

	As of	
	31 March 2026	31 March 2025
Trade creditors	25,645	20,241
Accrued expenses	13,116	7,921
Due to related parties	12	-
Dues to employees	97	423
	38,870	28,585

14. Deferred Revenue

	As of	
	31 March 2026	31 March 2025
Current		
Deferred revenue (refer note 28)	8,103	2,779
	8,103	2,779
Non-current		
Deferred revenue (refer note 28)	59,259	15,996
	59,259	15,996
	67,362	18,775

15. Provisions

	As of	
	31 March 2026	31 March 2025
Current Provisions		
Leave encashment	93	-
Retirement benefits	86	-
Others Provision	312	-
	491	-
Non current Provisions		
Leave encashment	25	-
Retirement benefits	45	-
	70	-
	561	-

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

16. Other (current liabilities)

	As of	
	31 March 2026	31 March 2025
Due to related parties	26,605	-
Other taxes payable	1,705	-
	28,310	-

17. Borrowings

	As of	
	31 March 2026	31 March 2025
Non current		
Loan from Airtel Africa Telesonic Holdings Limited*		24,566
	-	24,566
Current		
Loan from Airtel Africa Telesonic Holdings Limited*	16,827	-
	16,827	-
	16,827	24,566

*The calculated interest as at period end is based on 3 months SOFR+ 200 bps. Any outstanding principal loan amounts and accrued interest thereon will be payable in full by 31 December 2026, unless agreed otherwise between borrower and lender in writing. The Company has executed on 21 April 2026 an addendum agreement for extension of loan facility till 31 December 2031.

18. Other financial liabilities

	As of	
	31 March 2026	31 March 2025
Dues to employees	12	35
	12	35

19. Capital and reserve

(i) Share capital

	As of	
	31 March 2026	31 March 2025
Authorised shares		
1 equity share of £1	0	0
Issued, subscribed shares and fully paid-up shares		
1 equity share of £1	0	0

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

a) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of £1 per share. Each holder of ordinary shares is entitled to one vote per share.

b) Details of shareholding

	No of shares	As of	
		31 March 2026 Shareholding	31 March 2025 Shareholding
Equity share of £1 fully paid up			
Airtel Africa Telesonic Holdings Limited	1	100%	100%

(ii) Other equity

Retained earnings: Retained earnings represents the amount of accumulated earnings of the company.

20. Revenue

	For the year ended	
	31 March 2026	31 March 2025
Service revenue	36,604	27,109
	36,604	27,109

Trading activities of the Company and its financial position may be adversely may be impacted by downturns in general economic conditions or future period of economic recession and composition was as below:

	For the year ended	
	31 March 2026	31 March 2025
Congo	-	60
Democratic Republic of Congo	314	314
France	6,086	6,267
Ireland	854	1,430
Kenya	3,549	1,824
Malawi	1,145	1,145
Mauritius	327	300
Nigeria	2,882	1,936
Seychelles	170	170
South Africa	6,560	5,321
Tanzania	2,331	678
Uganda	3,233	1,470
Singapore	174	-
United Kingdom	7,494	4,763
Madagascar	678	-
Zambia	808	1,431
Total Revenue	36,604	27,109

21. Other income

	For the year ended	
	31 March 2026	31 March 2025
Other income*	932	4,433
	932	4,433

*Other income consists of sale of identified fiber pairs on finance lease

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

22. Network operating expenses

	For the year ended	
	31 March 2026	31 March 2025
Internet Access & Bandwidth charges	26,323	22,769
	26,323	22,769

23. Employee benefits expense

The average monthly number of employees was: 4 (March 2025: 5)

	For the year ended	
	31 March 2026	31 March 2025
Salaries	1,003	1,206
Bonuses	294	378
Leave encashments	21	-
Retirement benefits	10	-
ESOP	12	-
Other employees welfare	85	105
	1,425	1,689

No Directors' remuneration was paid by the Company during the year. The Directors of the Company are also directors or officers of other Companies within the Group. The respective Directors' services to the Company do not occupy a significant amount of time.

Average employees counts as per function are as under:

Function of employee	31 March 2026	31 March 2025
Business Head	1	1
Commercial	1	1
Finance	1	2
Operations	1	1
	4	5

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

The details of significant employee benefits (included within provisions) are as follows:

	For the year ended 31 March 2026		
	Retirement benefits	Compensated absences	Total
Obligation:			
Balance as at beginning of the year (unaudited)	-	-	-
Current service cost	10	4	14
Interest cost	3	3	6
Remeasurements			
a. Effect of changes in demographic assumption	-	3	3
b. Effect of changes in financial assumption	3	2	5
c. Effect of experience adjustments	25	12	37
Benefits paid	-	-	-
Increase due to effect of any business combination, divestitures, transfers	89	94	184
Present value of employee benefit obligation	131	118	249
Liability recognised in the balance sheet	131	118	249
Current portion	86	93	179
Non-current portion	45	25	70

In USD'000

The financial and demographic assumptions used to determine defined benefit obligations are as follows:

	As at	
	31 March 2026	31 March 2025
Discount rate	4.25%	-
Rate of return on plan assets	NA	-
Rate of salary increase	5.00%	-
Rate of attrition	6.00%	-
Retirement age	60 years	-
Mortality rate	CIMA F	-

The Branch regularly assesses these assumptions with the projected long-term plans and relevant industry standards. The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

Retirement benefits

		As at	
		31 March 2026	31 March 2025
Discount Rate	+0.5%	128	-
	-0.5%	133	-
Salary Growth Rate	+0.5%	133	-
	-0.5%	129	-
Withdrawal rate	+0.5%	130	-
	-0.5%	131	-

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, because of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular underlying actuarial assumption, while assuming all other assumptions to be constant. In practice, it is unlikely to occur as changes in some of the assumptions may be correlated

The table below summarises the maturity profile and duration the defined benefits plan liability (retirement and severance benefits) on an undiscounted basis:

	As at	
	31 March 2026	31 March 2025
Within one year	86	-
Within one-three years	7	-
Within three-five years	10	-
Above five years	106	-
	209	-
Weighted average duration in years	6	-

24. Other expenses

	For the year ended	
	31 March 2026	31 March 2025
Legal & Professional Charges*	55	29
Bad debts	324	736
IT expense	114	196
Others	107	65
	600	1,026

* Details of Auditor's remuneration included in Legal & Professional charges:

	For the year ended	
	31 March 2026	31 March 2025
Fees payable to the auditor for the audit of the Company's annual accounts**	51	19
	51	19

** Current year charges includes audit fees of Dubai branch for 2024-25 and 2025-26

25. Finance income

	For the year ended	
	31 March 2026	31 March 2025
Interest on loan (refer note 8)	584	366
Other interest income	71	-
	655	366

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

26. Finance costs

	For the year ended	
	31 March 2026	31 March 2025
Net exchange loss	122	124
Interest on borrowings (refer note 17)	1,270	925
Interest on retirement benefits (refer note 15)	6	-
Bank charges	4	5
	1,402	1,054

27. Tax expense

	For the year ended	
	31 March 2026	31 March 2025
Recognised in income statement		
Current tax charge	5,302	937
Income tax charge	5,302	937

The reasons for the difference between the actual tax charge for the year and the standard rate of corporation tax in the United Kingdom applied to profits for the year are as follows:

	For the year ended	
	31 March 2026	31 March 2025
Reconcillation of tax expense		
Profit before tax for the year	(863)	5,357
Corporate tax rate	25%	25%
Expected tax based on the standard rate of corporation tax in the UK	(216)	1,339
Tax impact on non-taxable income of Dubai branch (*)	(111)	(1,536)
Deferred tax not recognised on losses	327	197
Tax relating to prior year	554	-
Withholding tax expense incurred on lease line income	4,748	937
Current tax charge	5,302	937

*The Company has a branch in Dubai, United Arab Emirates (UAE). Also based on the Branch exemption filed by Airtel Africa Telesonic Ltd with HMRC-UK on 31st Mar 2022, any income arising from Branch of the Company will not be taxable in UK.

Under Group relief claim, UK entities which have generated tax losses are able to make a claim in their tax returns to surrender the losses to profitable companies in the same corporate group. The Company has losses amounting to USD 1,306 thousand (in UK) which will be utilised under Group relief claim against the taxable income of Airtel Africa plc when the corporate income tax return for financial year 2025-26 will be filed on or before the due date.

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

28. Transactions with Related Party

During the year, the Company entered into transactions with related parties. The nature, volume of transactions and balances with related parties are as follows:-

Entity Name	Relationship
Airtel Africa plc	Parent company
Airtel Africa Telesonic Holdings Limited	Immediate parent compa
Airtel Africa Services (UK) Limited	Fellow subsidiary
Airtel Tanzania plc	Fellow subsidiary
Airtel Uganda Limited	Fellow subsidiary
Airtel Networks Zambia plc	Fellow subsidiary
Airtel (Seychelles) Limited	Fellow subsidiary
Airtel Congo S.A.	Fellow subsidiary
Airtel Congo (RDC) S.A.	Fellow subsidiary
Airtel Networks Kenya Limited	Fellow subsidiary
Airtel Malawi plc	Fellow subsidiary
Airtel Networks Zambia plc	Fellow subsidiary
Celtel Niger S.A.	Fellow subsidiary
Airtel Networks Limited	Fellow subsidiary
Airtel Madagascar S.A.	Fellow subsidiary
Airtel Rwanda Limited	Fellow subsidiary
Airtel Telesonic Uganda Ltd	Fellow subsidiary
Airtel Zambia Telesonic Limited	Fellow subsidiary

<<<< this page is left intentionally blank>>>>

Airtel Africa Telesonic Limited
Notes to the Financial Statements

(All amounts are in US Dollar thousands, unless stated otherwise)

Related party transaction details for the year ended 31 March 2026

Particulars	Airtel Africa plc	Airtel Africa Telesonic Holdings Limited	Airtel Africa Services (UK) Limited	Airtel Congo S.A.	Airtel Congo (RDC) S.A.	Airtel Networks Kenya Limited	Airtel Networks Zambia plc	Airtel Madagascar Limited	Airtel Rwanda Limited
Transaction during the period									
Interest Expense	-	1,270	-	-	-	-	-	-	-
Interest Income	-	-	-	-	-	-	-	-	-
Purchase of services	-	-	-	1,029	(248)	48	130	-	-
Sale of services	-	-	-	-	(314)	(3,310)	(808)	(678)	-
Advance from client	-	-	-	-	-	(5,382)	(9,562)	-	(6,211)
Loan taken/(repayment)	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-	-
Expenditure incurred on behalf of the Company	-	-	-	-	-	-	-	-	-
Outstanding balances									
Loan payable	-	(16,826)	-	-	-	-	-	-	-
Loan receivable	-	-	-	-	-	-	-	-	-
Advance from client	-	-	-	-	-	(5,382)	(9,562)	-	(6,211)
Other receivable/(payable)	(10)	(8)	(13)	(3,940)	(922)	2,255	378	14,431	-

Particulars	Airtel Tanzania plc	Airtel Uganda Limited	Airtel Zambia Telesonic Limited	Airtel Malawi plc	Airtel (Seychelles) Limited	Airtel Networks Limited	Celtel Niger S.A.	Airtel Telesonic Uganda Ltd
Transaction during the period								
Interest Income	-	-	(577)	-	-	-	-	(6)
Purchase of services	-	-	-	166	-	-	74	-
Sale of services	(2,331)	(3,233)	-	(1,145)	(170)	(2,882)	-	-
Advance from client	-	(5,450)	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-
Expenditure incurred on behalf of the Company	-	-	-	-	-	-	-	-
Outstanding balances								
Loan payable	-	-	-	-	-	-	-	-
Loan receivable	-	-	4,535	-	-	-	-	81
Advance from client	5,591	(5,450)	-	-	-	-	-	-
Other receivable/(payable)	-	2,324	-	11,030	85	1,896	(127)	-

Airtel Africa Telesonic Limited
Notes to the Financial Statements
(All amounts are in US Dollar thousands, unless stated otherwise)

Related party transaction details for the year ended 31 March 2025

Particulars	Airtel Africa plc	Airtel Africa Telesonic Holdings Limited	Airtel Africa Services (UK) Limited	Airtel Congo S.A.	Airtel Congo (RDC) S.A.	Airtel Networks Kenya Limited	Airtel Zambia Telesonic Limited
Transaction during the period							
Interest Expense	-	786	139	-	-	-	-
Interest income	-	-	-	-	-	-	366
Purchase of services	-	-	-	1,165	49	48	-
Sale of services	-	-	-	-	314	1,751	-
Loan taken/(repayment)	-	24,566	8,036	-	-	-	900
Loan given	-	-	-	-	-	-	-
Expenditure incurred on behalf of the Company	-	-	-	-	-	-	-
Outstanding balances							
Loan payable	-	(24,566)	-	-	-	-	-
Loan receivable	-	-	-	-	-	-	4,162
Other receivable/(payable)	(10)	(8)	(197)	(2,796)	(1,079)	434	-

Particulars	Airtel Tanzania plc	Airtel Uganda Limited	Airtel Networks Zambia plc	Airtel Malawi plc	Airtel (Seychelles) Limited	Airtel Networks Limited	Celtel Niger S.A.
Transaction during the period							
Purchase of services	-	-	93	123	-	-	54
Sale of services	678	1,470	1,431	1,145	170	1,936	-
Loan taken	-	-	-	-	-	-	-
Outstanding balances							
Loan payable	-	-	-	-	-	-	-
Other receivable/payable	3,982	539	219	11,461	156	1,496	(54)

29. Post balance sheet events

There are no post balance sheet events to report.