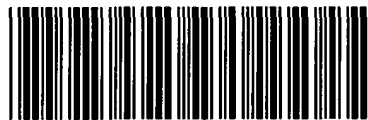


Company Registration No. 02524190 (England and Wales)

**IRVINGQ LIMITED**  
**REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**30 SEPTEMBER 2022**

THURSDAY



\*ACB3CUBU\*

A11

31/08/2023

#74

COMPANIES HOUSE

# IRVINGQ LIMITED

## COMPANY INFORMATION

---

<b>Directors</b>	L Sabol D J Powell (President) M D H Steer A D Smith I M Collier Y M Zakariya
<b>Company number</b>	02524190
<b>Registered office</b>	Llangeinor Bridgend CF32 8PL Wales
<b>Auditor</b>	Ernst & Young LLP The Paragon Counterslip Bristol BS1 6BX

---

# **IRVINGQ LIMITED**

## **CONTENTS**

---

	<b>Page</b>
Strategic report	1 - 3
Directors' report	4 - 6
Directors' responsibilities statement	7
Independent auditor's report	8 - 10
Statement of comprehensive income	11
Statement of financial position	12
Statement of changes in equity	13
Notes to the financial statements	14 - 29

---

# IRVINGQ LIMITED

## STRATEGIC REPORT

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

The directors present the strategic report for the year ended 30 September 2022.

#### **Fair review of the business**

The results for the year are set out on page 11.

#### **Key performance indicators**

Our performance is highlighted in the following KPIs: turnover, gross profit margin and operating profit. For the year ended 30 September 2022 the company achieved turnover of £32,902,000 (2021: £36,183,000), gross profit margin of 45% (2021: 40%) and operating profit of £11,763,000 (2021: £5,584,000).

#### **Research and development**

The company has a long history of, and will continue to invest in, the research and development of new products. The company has a number of proprietary products and will look to add to these in the future. The company incurred research and development expenditure (net of R&D expenditure credits) of £1,210,000 (2021: £571,000).

#### **Principal risks and uncertainties**

The War in Ukraine has caused global political and economic disruptions, primarily to supply chain. The company has been able to respond to these challenges, implementing operational changes where required and working with its suppliers and customers to ensure it continues to deliver its products and services as a key supplier.

The business has experienced very little in the way of disruption due to Brexit and the conflict in Ukraine. Whilst there were some minor supply chain delays in the months following Brexit, these have been managed with little to no impact on the financial results. IrvinGQ does not currently do business in Ukraine or Russia and as such the directors do not anticipate any specific risk relating to the events in those countries.

The company has a broad customer base, which subsequently helps spread and mitigate overall risk.

#### **Financial risk management**

The operations of the company expose it to a variety of financial risks, including price risk, exchange rate risk, credit risk and liquidity risk. Exposures to these risks are monitored, reported and mitigated according to policies and procedures set by the ultimate parent company.

#### **Price risk**

Where deemed appropriate, the exposure to price risk and exchange rate fluctuations are managed through the use of financial instruments, for example forward exchange contracts. The company has no exposure to equity security price risk as it holds no listed investments.

#### **Liquidity risk**

The company maintains a mixture of long-term and short-term debt finance, principally with the wider group. This is designed to ensure the company has sufficient available funds for its operations.

#### **Credit risk**

As the majority of turnover and subsequent debt due to IrvinGQ Limited is with various Government and Defence Organisations, there is deemed to be little credit risk.

# **IRVINGQ LIMITED**

## **STRATEGIC REPORT (CONTINUED)**

### **FOR THE YEAR ENDED 30 SEPTEMBER 2022**

---

#### **Director's duties to stakeholders (Section 172(1) statement)**

The directors are aware of their duty under s.172 of the Companies Act 2006 to act in the way which they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole and, in doing so, to have regard (amongst other matters) to:

- the likely consequences of any decision in the long term;
- the interests of the company's employees;
- the need to foster the company's business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and the environment;
- the desirability of the company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the company.

The directors of the company have sought to balance the needs of its members with the s.172 matters throughout the year, for example in the policies and practices which run through the company, ensuring that the company's reputation for high standards of conduct are maintained and in our engagement with our employees.

The directors of the company have a duty to promote the success of the company, and it relies on smooth operations and the support and joint efforts of stakeholders. Thus, effective communication and interaction are indispensable in the company's business operations, IrvinGQ Limited is aware of the importance of stakeholder opinions, and understands and responds to relevant stakeholders and their concerns.

We identified the most important stakeholders based on past stakeholder communications. We contact these stakeholders through regular/ad hoc channels to ensure comprehensive communications.

#### **Engagement with employees**

The directors recognise that our employees are one of our most valuable assets. As a company that has a proud history of saving lives for over 100 years, IrvinGQ has many long serving employees, some of which have been with the company for more than 40 years. Long service is rewarded and celebrated at IrvinGQ.

There is a Works Council which meets with the President regularly to discuss matters that are important to the employees. The Works Council includes representation from all areas of the organisation.

There is a social committee which arranges events for the whole workforce.

We are committed to recruiting, training and retaining the best talent we can find. We set up strict selection procedures and standards in place to ensure non-discrimination in our employment policy. We provide employees with comprehensive training and career development opportunities. We conduct departmental and external professional training.

#### **Engagement with suppliers, customers and others in a business relationship with the company**

##### **Suppliers**

IrvinGQ Limited works with its supplier base to ensure its operations can be carried out as efficiently as possible, recognising that our success is dependent upon that of our supply chain. We work with suppliers to give them maximum possible vision of our relevant requirements, and ensure that invoices are paid in a timely manner.

##### **Customers**

IrvinGQ Limited works with its customers to ensure that our products are designed and manufactured to meet their current and future needs. We aim to deliver products of the highest quality and performance to meet our customer's high expectations.

##### **Others**

IrvinGQ Limited works with relevant tax authorities, government bodies and regulators to ensure the highest levels of compliance with regulations.

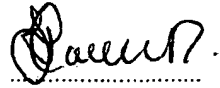
**IRVINGQ LIMITED**

**STRATEGIC REPORT (CONTINUED)**

**FOR THE YEAR ENDED 30 SEPTEMBER 2022**

---

On behalf of the board



I M Collier  
Director

Date: 30/8/23

# IRVINGQ LIMITED

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

The directors present their annual report and financial statements for the year ended 30 September 2022.

#### Principal activities

The principal activity of the company is the design, manufacture and supply of specialised military equipment and services to NATO and Partner countries. Delivering a wide range of highly engineered Troop, Cargo & Ejector Seat Parachutes, Aerial Delivery Equipment for Cargo, Vehicles & Boats and Naval Decoy Systems.

#### Results and dividends

The results for the year are set out on page 11.

Final dividends of £35,054,000 were paid during the year (2021: £nil).

#### Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

L Sabol	
D J Powell (President)	
S L Bourke	(Resigned 2 February 2023)
M D Hennessy	(Resigned 3 October 2022)
M D H Steer	
A D Smith	(Appointed 1 October 2021)
I M Collier	(Appointed 27 October 2022)
Y M Zakariya	(Appointed 3 October 2022)

#### Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

#### Disabled persons

The company's policy in relation to the employment of disabled persons is, where practicable, to continue to employ employees who become temporarily or permanently disabled. Full regard is given to their training needs, career development and promotional potential. Full and fair consideration is also given to the employment of applicants who are disabled, taking into account their aptitudes and abilities.

#### Employee involvement

The directors are visible and accessible to the workforce on a daily basis, taking care to interact with employees at all levels of the organisation. Quarterly business presentations are made to the workforce, where the directors and other senior employees will provide updates on the business performance and key projects, as well as taking questions from the employees. Such business updates are followed up with one to one discussions between directors and employees throughout the organisation.

#### Business relationships

The directors understand the need to foster good company business relationships with customers, suppliers and other parties in order to develop, protect and grow the business into the future. These stakeholders are continually considered in our principal decision making throughout the year.

# IRVINGQ LIMITED

## DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### Energy and carbon reporting

Following the introduction of the Streamlined Energy & Carbon Reporting Framework in the prior year, the directors present their report on the performance of IrvinGQ Limited below.

	2022 kWh	2022 kgCO <sub>2</sub> e	2021 kWh	2021 kgCO <sub>2</sub> e
Gas	2,289,708	417,963	2,866,942	525,109
<b>Total scope 1</b>	<b>2,289,708</b>	<b>417,963</b>	<b>2,866,942</b>	<b>525,109</b>
Electricity	1,043,449	201,782	1,153,363	244,893
<b>Total scope 2</b>	<b>1,043,449</b>	<b>201,782</b>	<b>1,153,363</b>	<b>244,893</b>
Buisness travel in employee owned cars	9,773	2,748	4,039	1,131
Electricity T&D	-	18,459	-	21,672
<b>Total scope 3</b>	<b>9,773</b>	<b>21,207</b>	<b>4,039</b>	<b>22,803</b>
<b>Total</b>	<b>3,342,930</b>	<b>640,952</b>	<b>4,024,344</b>	<b>792,805</b>
<b>Intensity ratio</b>	<b>12,731</b>	<b>2,441</b>	<b>14,528</b>	<b>2,862</b>

The 2022 figures above have been converted into carbon emissions using the 2022 UK Government Conversion Factors with the 2021 figures converted using the 2021 Conversion Factors.

Intensity ratio is calculated as CO<sub>2</sub>e per employee.

Actions taken by IrvinGQ Limited over the past year include Corporate approval for £0.5M of Capital Expenditure in the FY23 Budget to invest in Solar Panels at the Llangeinor site. It is anticipated that more than 60% of the site's electricity will be generated when this system is installed in 2023. Other actions include the conclusion of the consolidation of the NDS business into the Llangeinor site with benefits including reduced energy consumption, along with continuous improvement in IT infrastructure to allow a level of hybrid working, and therefore virtual meetings and less travel to site. The Directors and management of IrvinGQ continue to explore opportunities to further minimise our impact on the environment.

### Strategic report

The company has chosen in accordance with Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of financial risk management.

### Auditor

The auditor, Ernst & Young LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

### Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

# IRVINGQ LIMITED

## DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

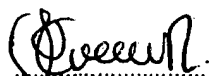
---

### Going concern and future developments

As noted in the key performance indicators paragraph in the strategic report, the company continues to trade profitably. Management's outlook for 2023 and beyond, based on cash flow forecasts prepared for the 12 month period post signing, is that the business will continue to grow organically due to demand for our highly innovative proprietary products. The business has been able to react quickly to the challenges arising from Brexit and continues to operate as a key defence supplier.

The company has sufficient funds in order for it to meet its obligations, given its ultimate parent company, TransDigm Group, Inc. has provided a letter of support for a period of 12 months from the signing of the 2022 financial statements. Consequently, the financial statements have been prepared on a going concern basis, which the directors believe to be appropriate for the period up to 31 August 2024.

On behalf of the board



I M Collier  
Director

Date: 30/8/23

# **IRVINGQ LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 30 SEPTEMBER 2022**

---

The directors are responsible for preparing the Strategic Report and the Directors' 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). 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;
- 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRVINGQ LIMITED**

---

### **Opinion**

We have audited the financial statements of IrvinGQ Limited for the year ended 30 September 2022 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes 1 to 26, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the company's affairs as at 30 September 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **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 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 12 months from when the financial statements are authorised for issue to 31 August 2024.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

### **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 this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

### **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.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRVINGQ LIMITED (CONTINUED)

---

### **Matters on which we are required to report by exception**

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 material misstatements in the strategic report and the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you 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.

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 7, 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.

***Explanation as to what extent 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 irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRVINGQ LIMITED (CONTINUED)

---

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are the Companies Act 2006, Financial Reporting Standard 102, the relevant direct and indirect tax regulations in the United Kingdom, Bribery Act 2010, Proceeds of Crime Act 2002 and Data Protection Act 2018.
- We understood how IrvinGQ Limited is complying with those frameworks by completing enquiries with management, considering the potential override of controls or other inappropriate influence over the financial reporting process, such as efforts by management to manage earnings. We also considered the culture of honesty and ethical behaviour and whether a strong emphasis is placed on fraud prevention, which may reduce opportunities for fraud to take place, and fraud deterrence, which could persuade individuals not to commit fraud because of the likelihood of detection and punishment.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by inquiring with management and performing a walkthrough of the financial statement close process. We consider revenue recognition to be a fraud risk due to management override of controls alongside a cut off risk of revenue close to year end. We therefore tested manual journal entries posted to revenue and also performed period end cut off procedures. Further, we performed overall analytical procedures to ensure that the overall financial performance and the position as at and for the period ended are free of material misstatements. We have also performed journal entry testing to identify unusual transactions.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved making enquiries with key management personnel, reviewing significant policies, and reading management meeting minutes. We completed procedures to conclude on the compliance of significant disclosures in the financial statements with the requirements of the relevant accounting and UK legislation.

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

### 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.

DocuSigned by:

*Ernst & Young LLP*

64C4B32C83904C4... (Statutory Auditor)

For and on behalf of Ernst & Young LLP, Statutory Auditor

Bristol

.30.August.2023

# IRVINGQ LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

	Notes	2022 £'000	2021 £'000
<b>Turnover</b>	<b>3</b>	32,902	36,183
Cost of sales		(18,081)	(21,724)
<b>Gross profit</b>		<u>14,821</u>	<u>14,459</u>
Distribution costs		(1,009)	(1,129)
Administrative expenses		(5,264)	(6,438)
Other operating income/(expenses) (net)		3,215	(1,308)
<b>Operating profit</b>	<b>5</b>	<u>11,763</u>	<u>5,584</u>
Income from shares in group undertakings	<b>8</b>	-	46,600
Interest receivable and similar income	<b>8</b>	5,560	4,375
Amount written off investments	<b>9</b>	-	(43,600)
<b>Profit on ordinary activities before taxation</b>		<u>17,323</u>	<u>12,959</u>
Taxation (charge)/credit	<b>10</b>	(5,138)	1,352
<b>Profit for the financial year, being total comprehensive income</b>		<u><u>12,185</u></u>	<u><u>14,311</u></u>

The notes on pages 14 - 29 form part of these financial statements.

All amounts relate to continuing operations.

**IRVINGQ LIMITED****STATEMENT OF FINANCIAL POSITION  
AS AT 30 SEPTEMBER 2022**

	Notes	2022		2021	
		£'000	£'000	£'000	£'000
<b>Fixed assets</b>					
Tangible assets	12		5,897		5,531
Investments	13		713		713
			<u>6,610</u>		<u>6,244</u>
<b>Current assets</b>					
Stocks	15	6,439		6,077	
Debtors falling due after more than one year	16	121,882		128,215	
Debtors falling due within one year	16	14,598		22,257	
Cash at bank and in hand		4,930		12,219	
			<u>147,849</u>	<u>168,768</u>	
<b>Creditors: amounts falling due within one year</b>	17	(14,871)		(12,659)	
<b>Net current assets</b>			<u>132,978</u>		<u>156,109</u>
<b>Total assets less current liabilities</b>			<u>139,588</u>		<u>162,353</u>
<b>Creditors: amounts falling due after more than one year</b>	18		(723)		(747)
<b>Provisions for liabilities</b>	19		(178)		(98)
<b>Net assets</b>			<u><u>138,687</u></u>		<u><u>161,508</u></u>
<b>Capital and reserves:</b>					
Called up share capital	23		12,113		12,113
Share premium account	24		1,949		1,949
Profit and loss reserves	24		124,625		147,446
<b>Total equity</b>			<u><u>138,687</u></u>		<u><u>161,508</u></u>

The financial statements were approved by the board of directors and authorised for issue on 30/8/23 and are signed on its behalf by:



I M Collier  
Director

# IRVINGQ LIMITED

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 SEPTEMBER 2022

		Share capital	Share premium account	Profit and loss reserves	Total
	Notes	£'000	£'000	£'000	£'000
<b>Balance at 1 October 2020</b>		12,113	1,949	133,087	147,149
<b>Year ended 30 September 2021:</b>					
Profit and total comprehensive income for the year		-	-	14,311	14,311
Credit to equity for equity settled share-based payments	7	-	-	48	48
<b>Balance at 30 September 2021</b>		12,113	1,949	147,446	161,508
<b>Year ended 30 September 2022:</b>					
Profit and total comprehensive income for the year		-	-	12,185	12,185
Dividends	11	-	-	(35,054)	(35,054)
Credit to equity for equity settled share-based payments	7	-	-	48	48
<b>Balance at 30 September 2022</b>		12,113	1,949	124,625	138,687

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 1 Accounting policies

#### Company information

IrvinGQ Limited is a private company limited by shares incorporated in England and Wales. The registered office and principal place of business is Llanelnôr, Bridgend, Wales, CF32 8PL. The company's principal activities and nature of its operations are disclosed in the Directors' Report.

#### Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1,000.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows' – Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument;
- Section 26 'Share-based Payment' – Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements; and
- Section 33 'Related Party Disclosures' including Remuneration for key management personnel.

The financial statements of the company are included within the financial statements of TransDigm Group, Inc. The consolidated financial statements of TransDigm Group, Inc. are available from The Tower at Erieview, 1301 East 9th St., Suite 3000, Cleveland, OH 44114.

The company has taken advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated financial statements. The financial statements present information about the company as an individual entity and not about its group.

#### Going concern

As noted in the key performance indicators paragraph in the strategic report, the company continues to trade profitably. Management's outlook for 2023 and beyond, based on cash flow forecasts prepared for the 12 month period post signing, is that the business will continue to grow organically due to demand for our highly innovative proprietary products. The business has been able to react quickly to the challenges arising from Brexit and continues to operate as a key defence supplier.

The company has sufficient funds in order for it to meet its obligations, given its ultimate parent company, TransDigm Group, Inc. has provided a letter of support for a period of 12 months from the signing of the 2022 financial statements. Consequently, the financial statements have been prepared on a going concern basis, which the directors believe to be appropriate for the period up to 31 August 2024.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 1 Accounting policies (Continued)

#### Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue in respect of long term contracts represents the sales value of work done in the year, including estimates in respect of amounts not invoiced. Revenue in respect of long term contracts is calculated as that proportion of total contract value with costs incurred to date bear to total expected costs for that contract.

#### Research and development expenditure

Research and development expenditure is charged to the statement of comprehensive income as incurred.

#### Tangible fixed assets

Tangible fixed assets are measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets, less their residual values over their useful lives on the following bases:

Freehold buildings	between 10 and 50 years
Long leasehold land and buildings	over the period of the lease
Plant and equipment	usually 10 years

No depreciation is charged on freehold land.

Assets under construction are not depreciated until they are deemed to be in use.

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

#### Fixed asset investments

Interests in subsidiaries are measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

#### Stocks

Stocks and work in progress are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made to identify any old, excessive, obsolete, and slow moving or damaged stocks. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 1 Accounting policies (Continued)

#### **Cash and cash equivalents**

Cash and cash equivalents include cash in hand and deposits held at call with banks.

#### **Financial instruments**

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### **Basic financial assets**

Basic financial assets, which include trade and other debtors, amounts owed by group undertakings and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

#### **Classification of financial liabilities**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

#### **Basic financial liabilities**

Basic financial liabilities, including trade and other creditors, and amounts owed to group undertakings are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

#### **Equity instruments**

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### **Taxation**

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 1 Accounting policies (Continued)

#### Taxation (Continued)

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income and expenses from subsidiaries, that will be assessed to or allow for tax in a future period except where the company is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

#### Provisions

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

#### Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

#### Retirement benefits

The company operates a Group Personal Pension Plan. The amount charged to the statement of comprehensive income represents the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

#### Share-based payments

The company participates in the TransDigm Group, Inc. share-based payment arrangement granted to its employees. The company has elected to recognise and measure its share-based payment expense on the basis of a reasonable allocation of the expense for the group recognised in the group consolidated financial statements. The directors consider the number of unvested options granted to the company's employees compared to the total unvested options granted under the group plan to be a reasonable basis for allocating the expense.

The expense in relation to options over the company's shares granted to employees of a subsidiary is recognised by the company as a capital contribution.

#### Leases

Rentals payable under operating leases, including any lease incentives received, are charged as an expense on a straight line basis over the term of the relevant lease.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 1 Accounting policies (Continued)

#### Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

During the year the company received Research and Development Expenditure Credits (RDEC) of £157,000 (2021: £65,000).

The company received a discretionary cash grant of £nil (2021: £67,000) from the government as part of the Coronavirus Job Retention Scheme (CJRS) which compensates employers for part of the wages, associated national insurance contributions (NICs) and employer pension contributions of employees who have been placed on furlough (i.e. placed on a temporary leave of absence from working for the employer). The grant is conditional upon the employees being employed and on the company PAYE payroll and the employee cannot do any work for their employer that makes money or provides services for their employer or any organisation linked or associated with their employer. There are no unfulfilled conditions or contingencies attached to the grant and the company has received no other forms of government assistance.

#### Foreign exchange

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

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to income statement, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount 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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The directors have considered whether any critical estimates or judgements have been made in the preparation of these financial statements and they believe there are none to note.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 3 Turnover and other revenue

An analysis of the company's turnover is as follows:

	2022 £'000	2021 £'000
<b>Turnover analysed by class of business</b>		
Sale of goods	26,794	30,747
Provision of services	6,108	5,436
	<u>32,902</u>	<u>36,183</u>
	2022 £'000	2021 £'000
<b>Other revenue</b>		
Interest income	5,560	4,375
Royalty income	194	154
Income from shares in group undertakings	-	46,600
Grants received	157	132
	<u>6,311</u>	<u>51,261</u>
	2022 £'000	2021 £'000
<b>Turnover analysed by geographical market</b>		
United Kingdom	24,569	20,659
Rest of Europe	5,110	11,856
North America	2,096	2,178
Rest of World	1,127	1,490
	<u>32,902</u>	<u>36,183</u>

Royalty income and grants received have been netted off Other Operating income/(expenses) (net) in the statement of comprehensive Income.

### 4 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2022 Number	2021 Number
Production and sales	249	260
Management and administration	14	17
	<u>263</u>	<u>277</u>

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 4 Employees (Continued)

Their aggregate remuneration comprised:

	2022 £'000	2021 £'000
Wages and salaries	8,968	8,841
Social security costs	870	859
Pension costs	513	517
	<u>10,351</u>	<u>10,217</u>

### 5 Operating profit

	2022 £'000	2021 £'000
Operating profit for the year is stated after charging/(crediting):		
Exchange differences apart from those arising on financial instruments measured at fair value through profit or loss	(3,923)	1,747
Research and development costs	1,210	571
Government grants	(182)	(155)
Fees payable to the company's auditor for the audit of the company's financial statements	96	68
Depreciation of owned tangible fixed assets	834	831
Profit on disposal of tangible fixed assets	-	(5)
Share-based payments	48	48
Operating lease charges	185	299
	<u>185</u>	<u>299</u>

### 6 Directors' remuneration

	2022 £'000	2021 £'000
Remuneration for qualifying services	1,217	729
Company pension contributions to defined contribution schemes	36	27
	<u>1,253</u>	<u>756</u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 5 (2021: 4).

The number of directors who are entitled to receive shares under long term incentive schemes during the year was 5 (2021: 4).

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 6 Directors' remuneration (Continued)

Remuneration disclosed above include the following amounts paid to the highest paid director:

	2022 £'000	2021 £'000
Remuneration for qualifying services	618	352
Company pension contributions to defined contribution schemes	10	9
	<u>        </u>	<u>        </u>

The highest paid director has been entitled to receive shares under a long term incentive scheme during the year.

### 7 Share-based payment transactions

Certain employees of the company participate in the TransDigm Group 2006 Stock Incentive Plan. This is a US dollar denominated equity-settled share option scheme operated by the TransDigm Group, Inc. (NYSE: TDG). Options are exercisable at a price equal to the fair market value of the parent company's shares on the date of grant. The vesting period is five years. Options are vested upon achievement of predefined, incremental levels of operating profit in each business. If the options remain unexercised after a period of ten years from the date of grant, the options expire. Options are forfeited if the employee leaves the group before the options vest.

The company participates in a group share based payment plan, and recognises and measures its share based payment expense on the basis of a reasonable allocation of the expense recognised for the group. The allocation is based on the number of shares granted to this company as a percentage of the total shares granted in the group plan.

### 8 Interest receivable and similar income

	2022 £'000	2021 £'000
<b>Interest income</b>		
Interest receivable from group companies	5,560	4,375
<b>Income from fixed asset investments</b>		
Income from shares in group undertakings	-	46,600
	<u>        </u>	<u>        </u>
Total income	5,560	50,975
	<u>        </u>	<u>        </u>

### 9 Amount written off investments

	2022 £'000	2021 £'000
Impairment of fixed asset investments	-	(43,600)
	<u>        </u>	<u>        </u>

As a result of the TransDigm group finance restructuring that took place in March 2021, IrvingQ Limited's investment in Edlaw Limited was impaired following a dividend that was paid by Edlaw Limited of £46.6m.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

#### 10 Taxation

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Current tax</b>		
UK corporation tax on profits for the current period	3,204	26
Adjustments in respect of prior periods	1,835	(1,112)
<b>Total current tax</b>	<u>5,039</u>	<u>(1,086)</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	65	(18)
Changes in tax rates	14	(56)
Adjustment in respect of prior periods	20	(192)
<b>Total deferred tax</b>	<u>99</u>	<u>(266)</u>
<b>Total tax charge/(credit)</b>	<u><u>5,138</u></u>	<u><u>(1,352)</u></u>

The charge for the year can be reconciled to the statement of comprehensive income as follows:

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Profit before taxation	<u>17,323</u>	<u>12,959</u>
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	3,291	2,462
Tax effect of expenses that are not deductible in determining taxable profit	57	8,389
Tax effect of income not taxable in determining taxable profit	(54)	(12)
Adjustments in respect of prior years	1,849	(1,304)
Effect of change in corporation tax rate	20	(56)
Group relief not paid for	-	(1,883)
Other permanent differences	(25)	(77)
Non taxable dividend income	-	(8,854)
Deferred tax not recognised	-	(17)
<b>Taxation charge/(credit) for the year</b>	<u><u>5,138</u></u>	<u><u>(1,352)</u></u>

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 10 Taxation (Continued)

Other permanent differences of £25,000 (2021: £77,000) relate to the company's share scheme (note 7).

Adjustments in respect of prior periods have primarily arisen on finalisation of group relief claims which in 2022 resulted in a reduction of group relief claimed of £9.7m and in 2021 an increase in amount of group relief claimed of £5.3m. The tax impacts of the changes in group relief claimed each year are included in the tax reconciliation above as Adjustments in respect of prior years.

In the budget on 3 March 2021, the UK Government announced an increase in the main UK corporation tax rate from 19% to 25% with effect from 1 April 2023. The change in rate was substantively enacted on 24 May 2021. Deferred tax assets and liabilities at 30 September 2022 have been measured using the enacted tax rates.

### 11 Dividends

	2022 £'000	2021 £'000
Final paid	35,054	-

### 12 Tangible fixed assets

	Freehold buildings £'000	Long leasehold land and buildings £'000	Assets under construction £'000	Plant and equipment £'000	Total £'000
<b>Cost</b>					
At 1 October 2021	5,579	1,917	58	9,365	16,919
Additions	80	-	278	842	1,200
At 30 September 2022	5,659	1,917	336	10,207	18,119
<b>Depreciation and impairment</b>					
At 1 October 2021	2,363	1,698	-	7,327	11,388
Depreciation charged in the year	280	57	-	497	834
At 30 September 2022	2,643	1,755	-	7,824	12,222
<b>Carrying amount</b>					
At 30 September 2022	3,016	162	336	2,383	5,897
At 30 September 2021	3,216	219	58	2,038	5,531

### 13 Fixed asset investments

	Notes	2022 £'000	2021 £'000
Investments in subsidiaries	14	713	713

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 13 Fixed asset investments (Continued)

#### Movements in fixed asset investments

	Shares in group undertakings £'000
<b>Cost or valuation</b>	
At 1 October 2021 & 30 September 2022	44,313
<b>Impairment</b>	
At 1 October 2021 & 30 September 2022	43,600
<b>Carrying amount</b>	
At 30 September 2022	713
At 30 September 2021	713

### 14 Subsidiaries

Details of the company's subsidiaries at 30 September 2022 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Airborne Systems Pension Trust Limited	a)	Dormant	Ordinary	100.00	-
Aircraft Materials Limited	a)	Dormant	Ordinary	100.00	-
Edlaw Limited	a)	Investments	Ordinary	100.00	-
Irvin Aerospace Limited	a)	Dormant	Ordinary	-	100.00
IrvinGQ France	b)	Parachutes and aerial delivery solutions	Ordinary	99.98	-

a) Bettws Road, Llangeinor, Bridgend, Mid Glamorgan, CF32 8PL

b) 5 T Impasse Alfred Sauvy, 31270, Cugnaux, France

In February 2023 Edlaw Limited submitted a solvency statement and their intention is to be wound up within the next 12 months.

### 15 Stocks

	2022 £'000	2021 £'000
Raw materials and consumables	4,200	2,786
Work in progress	2,051	3,145
Finished goods and goods for resale	188	146
	<u>6,439</u>	<u>6,077</u>

During the year an impairment to stock of £214,000 (2021: £201,000) has been recognised in profit or loss.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

<b>16 Debtors</b>	<b>2022</b>	<b>2021</b>
<b>Amounts falling due within one year:</b>	<b>£'000</b>	<b>£'000</b>
Trade debtors	7,415	6,774
Corporation tax recoverable	2,432	6,242
Amounts owed by group undertakings	22	6,426
Other debtors	407	346
Prepayments and accrued income	4,322	2,272
	<u>14,598</u>	<u>22,060</u>
Deferred tax asset (note 20)	-	197
	<u>14,598</u>	<u>22,257</u>
 Amounts owed by group undertakings are interest free and payable on demand.		
	<b>2022</b>	<b>2021</b>
<b>Amounts falling due after more than one year:</b>	<b>£'000</b>	<b>£'000</b>
Amounts owed by group undertakings	121,665	128,154
Deferred tax asset (note 20)	217	61
	<u>121,882</u>	<u>128,215</u>
<b>Total debtors</b>	<u>136,480</u>	<u>150,472</u>

There are no fixed repayment terms for the amounts owed by group undertakings. As the amounts relate to long term loans they have been classified as due after more than one year.

IrvinGQ Limited has more than 20 loans in place with TransDigm Group Inc with interest terms ranging from 0% to 7.5%. In 2022, TransDigm Group Inc cleared the equivalent of \$17.5m of the loans and accompanying interest.

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 17 Creditors: amounts falling due within one year

	Notes	2022 £'000	2021 £'000
Trade creditors		2,402	1,362
Amounts owed to group undertakings		9,091	7,895
Taxation and social security		947	1,067
Government grants	21	25	25
Accruals and deferred income		2,406	2,310
		<u>14,871</u>	<u>12,659</u>

There are no fixed repayment terms for the amounts owed to group undertakings. As the amounts relate to trade balances they have been classified as due within one year.

The amounts owed to group undertakings are predominantly made up of SG&A and Insurance recharges from TransDigm Group Inc, both of which attract 0% interest.

### 18 Creditors: amounts falling due after more than one year

	Notes	2022 £'000	2021 £'000
Government grants	21	<u>723</u>	<u>747</u>

### 19 Provisions for liabilities

	Notes	2022 £'000	2021 £'000
Warranty provision		16	38
Dilapidation provision		104	60
		<u>120</u>	<u>98</u>
Deferred tax liabilities	20	58	-
		<u>178</u>	<u>98</u>

Movements on provisions apart from deferred tax liabilities:

	Warranty provision £'000	Dilapidation provision £'000	Total £'000
At 1 October 2021	38	60	98
Additional provisions in the year	-	44	44
Utilisation of provision	(22)	-	(22)
	<u>16</u>	<u>104</u>	<u>120</u>

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

#### 19 Provisions for liabilities (Continued)

During the prior year the company set up two warranty provisions. The first provision relates to the corrosion of supplies, and the second relates to an issue with a bought in part. Both warranty provisions have been subsequently confirmed as being required by IrvinGQ Limited management, with the costs expected to be incurred during the year ended 30 September 2023, and are in line with the amounts provided at 30 September 2022.

A provision for contractual dilapidation obligations is held in relation to properties leased and is expected to be incurred at the end of the lease.

#### 20 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2022 £'000	Liabilities 2021 £'000	Assets 2022 £'000	Assets 2021 £'000
<b>Balances:</b>				
Fixed asset timing differences	58	-	-	23
Other timing differences	-	-	217	235
	<u>58</u>	<u>-</u>	<u>217</u>	<u>258</u>
				<b>2022</b>
<b>Movements in the year:</b>				<b>£'000</b>
Asset at 1 October 2021				(258)
Charge to profit or loss				99
Asset at 30 September 2022				<u>(159)</u>

The deferred tax liability set out above is expected to reverse within the foreseeable future and relates to accelerated capital allowances that are expected to mature within the same period.

#### 21 Government grants

	2022 £'000	2021 £'000
Arising from government grants	<u>748</u>	<u>772</u>
Deferred income is included in the financial statements as follows:		
Current liabilities	25	25
Non-current liabilities	<u>723</u>	<u>747</u>
	<u>748</u>	<u>772</u>

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

<b>22 Retirement benefit schemes</b>		
	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
<b>Defined contribution schemes</b>		
Charge to profit or loss in respect of defined contribution schemes	513	517

The company operates a group personal pension plan for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

<b>23 Share capital</b>				
	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
	<b>Number</b>	<b>Number</b>	<b>£'000</b>	<b>£'000</b>
<b>Ordinary share capital Issued and fully paid</b>				
Ordinary shares of £1 each	12,112,740	12,112,740	12,113	12,113

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

### 24 Reserves

#### Share premium

Consideration received for shares issued above their nominal value net of transaction costs.

#### Profit and loss reserves

Cumulative profit and loss net of distributions to owners.

### 25 Operating lease commitments

#### Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	<b>2022</b>	<b>2021</b>
	<b>£'000</b>	<b>£'000</b>
Within one year	125	219
Between one and five years	33	167
	<u>158</u>	<u>386</u>

# IRVINGQ LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 SEPTEMBER 2022

---

### 26 Ultimate controlling party

The immediate parent company is TransDigm European Holdings Limited, a company incorporated in England and Wales (registered office: 7th Floor 50 Broadway, London, SW1H 0BL).

The directors consider the ultimate parent to be TransDigm Group, Inc., a public company incorporated in the United States of America and listed on the NYSE. TransDigm Group, Inc. are the smallest and largest group to produce consolidated financial statements which include the results of IrvingQ Limited. The consolidated financial statements are available from their registered office: The Tower at Erieview, 1301 East 9th St., Suite 3000, Cleveland, OH 44114.

Due to the ultimate parent company being listed the directors consider there is no controlling party.

**Certificate Of Completion**

Envelope Id: B66CEE7AA2AC4F3F901F44BF48501DCC	Status: Completed
Subject: Complete with DocuSign: IrvinGQ Report & Financial Statements YE 30.09.22.4.pdf	
Source Envelope:	
Document Pages: 32	Signatures: 1
Certificate Pages: 10	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Disabled	Justine Miller
Time Zone: (UTC) Dublin, Edinburgh, Lisbon, London	6 More London Place
	London, Uk SE1 2DA
	Justine.Miller@uk.ey.com
	IP Address: 109.146.182.92

**Record Tracking**

Status: Original	Holder: Justine Miller	Location: DocuSign
30 August 2023   16:19	Justine.Miller@uk.ey.com	

**Signer Events**

Signature	Timestamp
Ernst & Young LLP spocock@uk.ey.com EY Security Level: Email, Account Authentication (None)	Sent: 30 August 2023   16:22 Viewed: 30 August 2023   16:31 Signed: 30 August 2023   16:32
Signature Adoption: Pre-selected Style Using IP Address: 193.35.245.105	

**Electronic Record and Signature Disclosure:**  
 Accepted: 30 June 2023 | 15:03  
 ID: 02f50b7e-2850-4e75-b452-cd5a6649d173  
 Company Name: EY

**In Person Signer Events**

**Editor Delivery Events**

**Agent Delivery Events**

**Intermediary Delivery Events**

**Certified Delivery Events**

**Carbon Copy Events**

Izelle Collier icollier@irvingq.com Security Level: Email, Account Authentication (None)	<b>COPIED</b>	Sent: 30 August 2023   16:32 Viewed: 30 August 2023   17:22
Steven Joseph sjoseph1@uk.ey.com EY Security Level: Email, Account Authentication (None)	<b>COPIED</b>	Sent: 30 August 2023   16:32

**Witness Events**

**Electronic Record and Signature Disclosure:**  
 Not Offered via DocuSign

Notary Events	Signature	Timestamp
---------------	-----------	-----------

Envelope Summary Events	Status	Timestamps
-------------------------	--------	------------

Envelope Sent	Hashed/Encrypted	30 August 2023   16:22
Certified Delivered	Security Checked	30 August 2023   16:31
Signing Complete	Security Checked	30 August 2023   16:32
Completed	Security Checked	30 August 2023   16:32

Payment Events	Status	Timestamps
----------------	--------	------------

Electronic Record and Signature Disclosure
--

## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

From time to time, EY (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required

notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

#### **How to contact EY:**

You may contact the sender of your envelope to let them know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically.

#### **To advise EY of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to the envelope sender and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

#### **To request paper copies from EY**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, please contact the envelope sender and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

#### **To withdraw your consent with EY**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

1. decline to sign a document from within your signing session, and on the subsequent page, select the checkbox indicating you wish to withdraw your consent, or you may;
2. send us an email to [global.data.protection@ey.com](mailto:global.data.protection@ey.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process.

#### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

You can access and read this Electronic Record and Signature Disclosure; and

You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and

Until or unless you notify EY as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by EY during the course of your relationship with EY.

### **Privacy Notice DocuSign**

#### **1. Introduction**

This Privacy Notice is intended to describe the practices EY follows in relation to the DocuSign ("Tool") with respect to the privacy of all individuals whose personal data is processed and stored in the Tool.

#### **2. Who manages the Tool?**

"EY" refers to one or more of the member firms of Ernst & Young Global Limited ("EYG"), each of which is a separate legal entity and can act as a data controller in its own right. The entity that is acting as data controller by providing this Tool on which your personal data will be processed and stored is EY Global Services Limited. EY Global Services Limited licenses the Tool from DocuSign, Inc., 221 Main Street, Suite 1000, San Francisco, CA 94105.

The personal data you provide in the Tool is shared by EY Global Services Limited with one or more member firms of EY (see “Who can access your information” section below).

The Tool is hosted externally by the vendor, DocuSign, in data centers (referred to by DocuSign as data center “rings”) in North America, Canada, Germany, France and Netherlands and Australia. Documents/envelopes will be hosted in the applicable ring where they are initiated from. When an envelope is initiated for signature in a different ring to the intended recipient, a link to the envelope is written in the inbox of the recipient and when they click the link they are taken to a web server in the ring where the envelope has been initiated. Account administrators select either the NA, CA, EU or AU for an account user’s data center ring when an account is initiated depending on the data transfer requirements and restrictions in the account user's jurisdiction. Japan has selected the EU as its data center ring. If no data centre ring is selected by the account administrator, hosting will default to the North America ring.

### **3. Why do we need your information?**

The Tool is a vendor product which will allow electronic signature of internal and external documents. The Tool provides a global standard for an electronic signature that increases efficiency of e-Signature for the enterprise, improves document signing process for internal and external clients and allows for integrations with other 3rd party tools. The intention is for the tool to be used across all service lines within EY with the aim to ultimately replace physical signatures with electronic signatures.

Your personal data processed in the Tool is used as follows:

- You will log into the Tool by going to the DocuSign website and using Single Sign-On. Once you have logged into the Tool, you can create an envelope which contains the relevant documents. In order to create an envelope, your first name, last name and email address is used. The EY signatory uses DocuSign to sign the document (which involves the processing of their first name, last name and signature) and this is then sent to the counterparty (i.e. future employee, vendor, client etc.) to provide any requested information and signature.

EY relies on the following basis to legitimize the processing of your personal data in the Tool:

- Processing is necessary for the purposes of the legitimate interests pursued by the data controller or by a third party, except where such interests are overridden by the interests or fundamental rights and freedoms of the data subject which require protection of personal data. The specific legitimate interest(s) pursued is to streamline and speed up the signature process to ensure timely executions of documents.

The provision of your personal data to EY is optional. However, if you do not provide all or part of your personal data, we may be unable to carry out the purposes for processing.

#### 4. What type of personal data is processed in the Tool?

The Tool processes these personal data categories:

- First and last name;
- Email address; and
- Signature.

This data is sourced from:

- Directly from you;
- Directly from any other EY partner, employee and/or contractor, former EY partner, employee and/or contractor;
- directly from clients and former clients;
- directly from vendors and former vendors; and
- directly from any other third parties who will be a party to the document which is being signed.

#### 5. Sensitive Personal Data

Sensitive personal data reveals your racial or ethnic origin, political opinions, religious or philosophical beliefs, trade union membership, genetic data, biometric data, data concerning health or data concerning sex life or sexual orientation.

EY does not intentionally collect any sensitive personal data from you via the Tool. The Tool's intention is not to process such information.

#### 6. Who can access your information?

Your personal data is accessed in the Tool by the following persons/teams:

- DocuSign Organisation Administrator;
- DocuSign Account Administrator;
- DocuSign Sender;
- DocuSign Viewer; and
- DocuSign support.

<b>Role</b>	<b>Where are they located?</b>	<b>What is the purpose for which they need access?</b>	<b>Level of access rights</b>
DocuSign Organisation Administrator	This is limited to members of the EY DocuSign Centre of Excellence (COE).	Overall admin of EY DocuSign Organization. Control	Full Admin control, with oversight of all accounts within the EY DocuSign Organization.

		Organization-wide settings and access.	
		Act as Account Admin on all Accounts for setup and escalation purposes.	
DocuSign Account Administrator	Multiple administrators although limited to only those who need and have been authorised to have admin rights.	To admin the account including setting up users in the system to create envelopes, reporting etc.	Admin rights to change account settings, add users but can't access envelopes unless they are given permission by envelope creator.
DocuSign Sender	Globally.	Create envelopes.	Only to their envelopes.
DocuSign support	DocuSign support is located in US and Europe.	It on the understanding that it would only be to perform support services as requested by IT.	All on the understanding that it would only be to perform support services as requested by IT.

The access rights detailed above involves transferring personal data in various jurisdictions (including jurisdictions outside the European Union) in which EY operates (EY office locations are listed at [www.ey.com/ourlocations](http://www.ey.com/ourlocations)). EY will process your personal data in the Tool in accordance with applicable law and professional regulations in your jurisdiction. Transfers of personal data within the EY network are governed by EY's Binding Corporate Rules ([https://www.ey.com/en\\_gl/data-protection-binding-corporate-rules-program](https://www.ey.com/en_gl/data-protection-binding-corporate-rules-program)).

## 7. Data retention

Our policy is to retain personal data only for as long as it is needed for the purposes described in the section "Why do we need your personal data. Retention periods vary in different jurisdictions and are set in accordance with local regulatory and professional retention requirements.

In order to meet our professional and legal requirements, to establish, exercise or defend our legal rights and for archiving and historical purposes, we need to retain information for significant periods of time.

The policies and/or procedures for the retention of personal data in the Tool are in accordance with EY Records Retention Global Policy and applicable EY Global, Area, Region or Country Retention Schedule. For more information on the retention period

applicable to your personal data, please contact your usual EY representative. However, the account managers for each envelope can set their own retention periods, which can be anything between one day and seven years. If the account managers do not set a customized retention period for their envelopes, then the EY Records Retention Global Policy retention period shall apply.

Your personal data will be retained in compliance with privacy laws and regulations.

After the end of the data retention period, your personal data will be deleted.

## **8. Security**

EY protects the confidentiality and security of information it obtains in the course of its business. Access to such information is limited, and policies and procedures are in place that are designed to safeguard the information from loss, misuse and improper disclosure. Additional information regarding our approach to data protection and information security is available in our [Protecting your data](#) brochure.

## **9. Controlling your personal data**

EY will not transfer your personal data to third parties (other than any external parties referred to in section 6 above) unless we have your permission or are required by law to do so.

You are legally entitled to request details of EY's personal data about you.

To confirm whether your personal data is processed in the Tool or to access your personal data in the Tool or (where applicable) to withdraw your consent, contact your usual EY representative or email your request to [global.data.protection@ey.com](mailto:global.data.protection@ey.com).

## **10. Rectification, erasure, restriction of processing or data portability**

You can confirm your personal data is accurate and current. You can request rectification, erasure, restriction of processing or a readily portable copy of your personal data by contacting your usual EY representative or by sending an e-mail [global.data.protection@ey.com](mailto:global.data.protection@ey.com).

## **11. Complaints**

If you are concerned about an alleged breach of privacy law or any other regulation, contact EY's Global Privacy Leader, Office of the General Counsel, 6 More London Place, London, SE1 2DA, United Kingdom or via email [global.data.protection@ey.com](mailto:global.data.protection@ey.com) or via your usual EY representative. An EY Privacy Leader will investigate your complaint and provide information about how it will be handled and resolved.

If you are not satisfied with how EY resolved your complaint, you have the right to complain to your country's data protection authority. You can also refer the matter to a court of competent jurisdiction.

Certain EY member firms in countries outside the European Union (EU) have appointed a representative in the EU to act on their behalf if, and when, they undertake data processing activities to which the EU General Data Protection Regulation (GDPR) applies. Further information and the contact details of these representatives are available [here](#).

## **12. Contact us**

If you have additional questions or concerns, contact your usual EY representative or email [global.data.protection@ey.com](mailto:global.data.protection@ey.com).