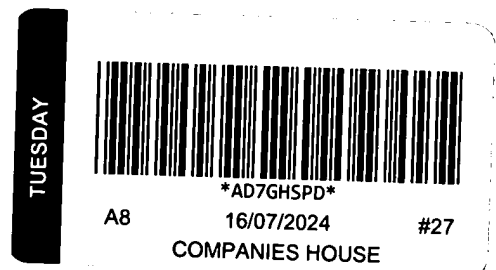


Registered number: 218229

CHEMRING COUNTERMEASURES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 OCTOBER 2023



CHEMRING COUNTERMEASURES LIMITED

COMPANY INFORMATION

Directors	S L Ellard A Hogben J Mortensen (appointed 1 January 2024) M Ord M G Randell
Company secretary	S L Ellard
Registered number	218229
Registered office	Roke Manor Old Salisbury Lane Romsey Hampshire SO51 0ZN
Independent auditor	KPMG LLP Gateway House Tollgate Eastleigh United Kingdom SO53 3TG

CHEMRING COUNTERMEASURES LIMITED

CONTENTS

	Page
Strategic report	1 - 4
Directors' report	5 - 6
Directors' responsibilities statement	7
Independent auditor's report to the members of Chemring Countermeasures Limited	8 - 11
Income statement	12
Statement of comprehensive income	13
Balance sheet	14 - 15
Statement of changes in equity	16
Notes to the financial statements	17 - 40

CHEMRING COUNTERMEASURES LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 OCTOBER 2023

Business review

As shown in the company's income statement on page 12, during the year the company's sales increased by 18% compared to the prior year. Operating profit for the year increased to £11,159,000 (2022: £6,044,000), as a result of the increase in sales.

The company's key measurement of the effectiveness of its operations is return on sales, which is based on operating profit as a proportion of revenue. The company achieved a return on sales of 18% (2022: 12%), with the increase on prior year driven by both increased revenue volumes and a higher gross profit margin, due primarily to the heavier weighting of export sales.

Principal risks and uncertainties

The company is a wholly owned subsidiary of Chemring Group PLC ("the Group"). The Group Board is responsible for the Group's systems of internal control and its risk management systems. The Group Board has constituted a Risk Management Committee, which meets quarterly, to review the key risks associated with the business, including the most significant health and safety risks identified at each site, and the risk control procedures implemented. Brief details of the principal risks and uncertainties currently facing the company are set out below. Further details can be found in the consolidated financial statements of Chemring Group PLC.

Health and safety risks

Responsibility for the delivery of world class safety standards is an integral part of the operational management accountability. The company's management are therefore expected to operate with health and safety as a top priority and to ensure that the strength of the company's safety culture and the quality of its protective systems deliver operations where employees and visitors feel and are absolutely safe.

Environmental laws and regulations

The Group's operations and ownership or use of property are subject to a number of national and local environmental laws and regulations, including those relating to discharge of hazardous materials, management of contaminated sites, and the restoration of damage to the environment. The company is certified to the environmental management system ISO4001, which requires the setting of environmental goals and objectives focused on local aspects and impacts.

Future developments and possible defence budget cuts

Defence spending levels depend on a complex mix of political considerations, budgetary constraints and the requirement of the armed forces to address specific threats and perform certain missions. As such, defence spending may be subject to significant fluctuation from year to year. We have refocused our business development and marketing activities in our key home markets in the niche segments in which we operate. The future prospects for the company are therefore good, while Russia's invasion of Ukraine has fostered broad support for more long-term defence investment as part of adapting to a more competitive and riskier world. The company continues to closely monitor the position in all the key markets in which it operates.

Timing and value of orders

The majority of the company's contracts are of a relatively short duration and, with the exception of framework contracts with key customers, do not usually cover multi-year requirements. This means that an unmitigated delay in the receipt of key orders could affect earnings. Maximising order intake is therefore a key priority for the company.

CHEMRING COUNTERMEASURES LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2023**

Political risks

The company is active in several countries that are suffering from political, social and economic instability. The company's business in these countries may be adversely affected in a way that is material to its financial position and the results of its operations. The company strives to maintain relationships at all levels within the political structure of certain key countries, in order to ensure that it is aware of and can react to proposed changes, if and when they occur.

Manufacturing risks

The company's manufacturing activities may be exposed to business continuity risks, arising from plant failures, supplier interruptions or quality issues. These could result in financial loss, reputational damage and loss of future business. The company has prepared business continuity plans. The company also insures certain business interruption risks where appropriate.

Management resource

The company requires competent management to lead it through the next stage of its development. In challenging markets and difficult times, there is a need to retain and incentivise senior managers and key employees in order to ensure that the operations do not suffer from loss of management expertise and knowledge.

Technology risks

The Group's approach to innovation and continued research and development activity ensures that the company is continually adding new products to the range, through a focused product development and technology investment approach.

Product liability and other customer claims

The company may be subject to product liability and other claims by customers or third parties. Substantial claims could harm the company's business and its financial position. Product liability claims from third parties for damage to property or persons are generally covered by the company's insurance policies, subject to applicable insurance conditions.

CHEMRING COUNTERMEASURES LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2023

Compliance and corruption risks

The company operates under the Group's Code of Conduct, which stipulates the standard of acceptable business conduct required by employees and third parties acting on the company's behalf. The company has also adopted the Group's Bribery Act Compliance Manual, incorporating anti-bribery policies and procedures. A significant proportion of the company's management have received training in relation to ethics and anti-corruption.

Financial risks

The company undertakes certain transactions denominated in foreign currencies, giving rise to exposures to exchange rate fluctuations.

The company's policy is to hedge transactional currency exposures through the use of forward foreign exchange contracts. The measurement and control of this risk is monitored on a Group-wide basis. The strengthening of sterling during the year ended 31 October 2023 did not have a significant impact on the company's financial performance.

The company faced inflationary cost increases during the year and higher energy prices. These were largely mitigated but could have a further impact in 2024.

Rising interest rates during the year ended 31 October 2023 did not have a significant impact on the company's financial performance.

Financial key performance indicators

The company's key measurement of the effectiveness of its operations is return on sales, which is based on operating profit as a proportion of revenue. The company achieved a return on sales of 18% (2022: 12%). See the business review for further analysis.

The company uses one principal financial key performance indicator (KPI) to measure its performance. The principal KPI used is operating profit as given in the income statement.

Research and development activities

The company's research and development capabilities continue to be strengthened, further enhancing specialised skills in infra-red countermeasures design and the value engineering of existing products. Total research and development costs charged to the income statement in the year were £477,000 (2022: £399,000). £nil (2022: £nil) of development costs have been capitalised in the year. Customer funded research and development costs in the year amounted to £4,370,000 (2022: £3,280,000). The directors regard investment in this area as a pre-requisite for success in the medium to long-term future.

CHEMRING COUNTERMEASURES LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2023

Employees

The Group pursues a policy of employee communication through meetings and in-house magazines by which employees are made aware of the progress of the Group and the companies in which they work, and are informed on matters affecting them as employees.

Certain employees may participate in equity settled share-based compensation schemes operated by the parent company, Chemring Group PLC.

The company makes no distinction between disabled and able-bodied persons in recruitment, employment and training, career development and promotion, provided that any disability does not make the particular employment impractical or impossible under the stringent Health and Safety and Explosives Acts under which the company operates.

Directors' statement of compliance with duty to promote the success of the company

Section 172 (1) of the Companies Act 2006 requires the directors to act in the way they consider, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing so, section 172 requires the directors to have regard, amongst other matters, to the:

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

In discharging their section 172 duties the directors have regard to the factors set out above and any other factors which they consider relevant to the decision being made. The directors acknowledge that every decision they make will not always result in a positive outcome for all stakeholders. However, by considering the company's purpose, vision and values, together with their strategic objectives and having a process in place for decision making, the directors aim to ensure that their decisions are considered and proportionate.

Further information on how the company has had regard to section 172 matters during the year can also be found in the following sections of the strategic report:

- Consequences of any decision in the long term – Future developments and possible defence budget cuts (page 1);
- Interests of employees – Employees (page 4);
- Impact of operations on the community and the environment – Environmental laws and regulations (page 1);
- Maintaining high standards of business conduct - Compliance and corruption risks (page 3).

Information on business relationships with suppliers, customers and others and acting fairly between members, as well as further details on how the Chemring Group PLC Board operates and reflects all stakeholder views in its decision making, are set out within Chemring Group PLC's 2023 annual report and accounts which can be found at www.chemring.com.

This report was approved by the Board of Directors on 01 February 2024.

Signed on behalf of the Board.



S L Ellard
Company Secretary

CHEMRING COUNTERMEASURES LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 OCTOBER 2023**

The directors present their annual report and the audited financial statements for the year ended 31 October 2023.

Principal activities

The principal activities of the company are the design, manufacture and marketing of passive airborne and naval countermeasures. There have not been any significant changes in the company's principal activities in the year under review. The directors are not aware, at the date of this report, of any likely changes in the company's activities in the forthcoming year.

Results and dividends

The profit for the year, after taxation, amounted to £10,669,000 (2022: £4,231,000).

The directors do not recommend the payment of a dividend (2022: £nil).

Directors

The directors who served during the year, and up to the date of signing the financial statements, were:

S L Ellard
A Hogben
A G Lewis (resigned 31 December 2023)
J Mortensen (appointed 1 January 2024)
M Ord
M G Randell

Going concern

As part of a regular assessment of the company's financial performance and position, the directors have prepared a detailed bottom-up budget and cashflow forecast for the period through to October 2025, being at least twelve months after the date of approval of the financial statements.

The directors have considered the potential impacts on the forecast prepared of a severe but plausible downside scenario being a significant reduction in revenue without any controllable mitigating actions taken.

As at 31 October 2023 the company has net current assets of £22,778,000 (2022: £9,247,000) and generated a profit for the year of £10,669,000 (2022: £4,231,000). Moreover, the company has the ability to draw down on Chemring Group PLC's revolving credit facility of £150m. £130m of this facility runs to December 2026, with an option to extend for a further year at the lender's discretion, and the remainder runs to December 2025. This provides further liquidity in the event of any severe downside scenario.

The directors, having considered the current financial position and forecast including a severe but plausible downside scenario, believe the company is well placed to manage its risks and have assessed that there is a reasonable expectation that adequate financial resources will continue to be available for the foreseeable future. Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

CHEMRING COUNTERMEASURES LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 OCTOBER 2023**

Employees

The company pursues a policy of employee communication through meetings and in-house magazines by which employees are made aware of the progress of the company. Further details can be found in the strategic report on page 4.

Research and development activities

The company continues to invest in research and development activities. Further details can be found in the strategic report on page 3.

Future developments

The company continues to closely monitor the position in all key markets in which it operates. Further details can be found in the strategic report on page 1.

Financial risks

The company undertakes certain transactions denominated in foreign currencies, giving rise to exposures to exchange rate fluctuations. Further details can be found in the strategic report on page 3.

Disclosure of information to auditor

Each of the persons who is a director at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Auditor

The auditor, KPMG LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the Board of Directors on *01 February 2024* and signed on its behalf.



**S L Ellard
Company Secretary**

CHEMRING COUNTERMEASURES LIMITED

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE
DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

The directors are responsible for preparing the strategic report, the directors' report and the audited financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare audited financial statements for each financial year. Under that law the directors have elected to prepare the audited financial statements in accordance with United Kingdom Accounting Standards and applicable law (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework', 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.

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 judgments 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHEMRING COUNTERMEASURES LIMITED

Opinion

We have audited the financial statements of Chemring Countermeasures Limited ("the company") for the year ended 31 October 2023 which comprise the income statement, statement of comprehensive income, balance sheet, statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 October 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors, and internal audit and inspection of policy documentation as to Chemring Group's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and Chemring Group's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading company Board minutes.
- Considering remuneration incentive schemes and performance targets for management and directors.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHEMRING COUNTERMEASURES LIMITED

throughout the audit.

As required by auditing standards, and taking into account possible pressures to meet profit targets, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries, and the risk of bias in accounting estimates and judgements such as those used in pension assumptions. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no complexities or significant areas of estimation or judgement, as such we considered there to be limited opportunities for material fraudulent entries to remain undetected.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included unusual revenue and cash postings.
- Assessing whether the judgements made in making accounting estimates are indicative of a potential bias.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, through discussion with the directors (as required by auditing standards), from inspection of the company's regulatory and legal correspondence and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation, taxation legislation and pension legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, environmental protection legislation and anti-bribery and corruption, and certain aspects of company legislation recognising the nature of the company's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHEMRING COUNTERMEASURES LIMITED

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorresponsibilities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CHEMRING COUNTERMEASURES LIMITED

The purpose of our audit work and to whom we owe our responsibilities

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.



**Matthew Gillett (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants**

Gateway House
Tollgate
Eastleigh
United Kingdom

SO53 3TG

Date: 01 February 2024

CHEMRING COUNTERMEASURES LIMITED

**INCOME STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2023**

	Note	2023 £000	2022 £000
Revenue	2	61,598	52,249
Cost of sales		(44,012)	(39,838)
Gross profit		<u>17,586</u>	<u>12,411</u>
Distribution costs		(1,226)	(1,110)
Administrative expenses		(5,441)	(5,466)
Other operating income	3	240	209
Operating profit	4	<u>11,159</u>	<u>6,044</u>
Interest (payable)/receivable and similar expenses	8	(7)	92
Profit before tax		<u>11,152</u>	<u>6,136</u>
Tax on profit	9	(483)	(1,905)
Profit for the financial year		<u><u>10,669</u></u>	<u><u>4,231</u></u>

The notes on pages 17 to 40 form part of these financial statements.

All results for the year derive from continuing operations.

CHEMRING COUNTERMEASURES LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 OCTOBER 2023**

	Note	2023 £000	2022 £000
Profit for the financial year		10,669	4,231
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Actuarial loss on defined benefit schemes	21	(1,993)	(857)
Movement of deferred tax relating to pension surplus	16	498	214
		<u>(1,495)</u>	<u>(643)</u>
Total comprehensive income for the year		<u><u>9,174</u></u>	<u><u>3,588</u></u>

The notes on pages 17 to 40 form part of these financial statements.

CHEMRING COUNTERMEASURES LIMITED
REGISTERED NUMBER:218229

BALANCE SHEET
AS AT 31 OCTOBER 2023

	Note	2023 £000	2022 £000
Non-current assets			
Property, plant and equipment	10	39,371	41,745
Receivables due after more than one year	12	81	8
Pension surplus	21	2,451	4,662
		<u>41,903</u>	<u>46,415</u>
Current assets			
Inventory	11	14,939	11,703
Trade and other receivables	12	24,605	12,679
Cash and cash equivalents		6,399	7,821
		<u>45,943</u>	<u>32,203</u>
Trade and other payables	13	(23,165)	(22,956)
Net current assets		<u>22,778</u>	<u>9,247</u>
Total assets less current liabilities		<u>64,681</u>	<u>55,662</u>
Trade and other payables due after more than one year	14	(100)	-
		<u>64,581</u>	<u>55,662</u>
Provisions for liabilities			
Deferred taxation	16	(4,526)	(4,781)
		<u>(4,526)</u>	<u>(4,781)</u>
Net assets		<u><u>60,055</u></u>	<u><u>50,881</u></u>

CHEMRING COUNTERMEASURES LIMITED
REGISTERED NUMBER:218229

BALANCE SHEET (CONTINUED)
AS AT 31 OCTOBER 2023

	Note	2023 £000	2022 £000
Capital and reserves			
Called up share capital	18	30,225	30,225
Revaluation reserve	19	1,305	1,331
Retained earnings	19	28,525	19,325
		<u>60,055</u>	<u>50,881</u>

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on
01 February 2024



J Mortensen
Director

The notes on pages 17 to 40 form part of these financial statements.

CHEMRING COUNTERMEASURES LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 OCTOBER 2023**

	Share capital £000	Revaluation reserve £000	Retained earnings £000	Total equity £000
At 1 November 2021	30,225	1,357	15,711	47,293
Comprehensive income for the year				
Profit for the year	-	-	4,231	4,231
Actuarial loss on pension scheme	-	-	(857)	(857)
Surplus on revaluation of freehold property	-	(26)	26	-
Deferred tax movement on pension scheme	-	-	214	214
Total comprehensive income for the year	-	(26)	3,614	3,588
At 1 November 2022	30,225	1,331	19,325	50,881
Comprehensive income for the year				
Profit for the year	-	-	10,669	10,669
Actuarial loss on pension scheme	-	-	(1,993)	(1,993)
Surplus on revaluation of freehold property	-	(26)	26	-
Deferred tax movement on pension scheme	-	-	498	498
Total comprehensive income for the year	-	(26)	9,200	9,174
At 31 October 2023	30,225	1,305	28,525	60,055

The notes on pages 17 to 40 form part of these financial statements.

See note 18 for details on share capital.

See note 19 for details on the revaluation reserve.

CHEMRING COUNTERMEASURES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2023

1. Accounting policies

1.1 Basis of preparation of financial statements

Chemring Countermeasures Limited is a private company limited by shares incorporated and registered in England and Wales. Its registered office address is included on the company information page.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies. In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies.

The following principal accounting policies have been applied:

1.2 Financial Reporting Standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share-based payment
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

This information is included in the consolidated financial statements of Chemring Group PLC as at 31 October 2023 and these financial statements may be obtained from www.chemring.com.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.3 Going concern

As part of a regular assessment of the company's financial performance and position, the directors have prepared a detailed bottom-up budget and cashflow forecast for the period through to October 2025, being at least twelve months after the date of approval of the financial statements.

The directors have considered the potential impacts on the forecast prepared of a severe but plausible downside scenario being a significant reduction in revenue without any controllable mitigating actions taken.

As at 31 October 2023 the company has net current assets of £22,778,000 (2022: £9,247,000) and generated a profit for the year of £10,669,000 (2022: £4,231,000). Moreover, the company has the ability to draw down on Chemring Group PLC's revolving credit facility of £150m. £130m of this facility runs to December 2026, with an option to extend for a further year at the lender's discretion, and the remainder runs to December 2025. This provides further liquidity in the event of any severe downside scenario.

The directors, having considered the current financial position and forecast including a severe but plausible downside scenario, believe the company is well placed to manage its risks and have assessed that there is a reasonable expectation that adequate financial resources will continue to be available for the foreseeable future. Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

CHEMRING COUNTERMEASURES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2023

1. Accounting policies (continued)

1.4 Revenue recognition policy

The majority of the company's revenue arises from the manufacture and shipment of goods. Sales contracts are reviewed for performance obligations but the principal driver for timing of revenue recognition is delivery obligations, typically based on Incoterms. Certain contracts may also require customer acceptance testing. Once the relevant delivery obligation has been met, and as applicable, customer acceptance received, revenue can be recognised.

The timing of payment from customers is generally aligned to revenue recognition, though on certain contracts advance receipts are received. This also applies to sales where there are no goods shipped but a deliverable is completed at a certain point in time, such as the issue of a report where there is no enforceable right to payment for work in progress.

In a smaller number of cases, revenue also arises from milestone contracts that contain multiple performance obligations. Often these contracts are already divided into milestones for payment purposes, but judgement is required when assessing the way the contract is divided up to ensure that each element is a separate and valid performance obligation. If they are not, the relevant revenue amount is allocated across the other obligations as appropriate. In some cases milestones are achieved in one period but not billed until the next period, leading to a timing difference with the recognition of revenue in advance of customer billing. In this instance accrued income is recognised.

At the start of the contract, the total transaction price is estimated as the amount of consideration to which the company expects to be entitled in exchange for transferring the promised goods and services to the customer, excluding sales taxes. This is based on the agreed contract price, with no material claims and incentive payment terms, and therefore significant judgement to determine the transaction price is not required. Typically the company's contracts do not have any material variable consideration and no significant judgement has been required around the extent to which this ought to be recognised. The total transaction price is allocated to the performance obligations identified in the contract in proportion to their relative stand-alone selling prices, where stand-alone selling prices are typically estimated based on expected costs plus contract margin.

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the company has identified a sales contract with a customer;
- the performance obligations within this contract have been identified;
- the transaction price has been determined;
- this transaction price has been allocated to the performance obligations in the contract; and
- revenue is recognised as or when each performance obligation is satisfied.

Performance obligations are satisfied when the customer gains control of promised goods or services from the contract. Customers do not typically gain a right of return of goods.

Rendering of services

Revenue from a contract to provide services, including customer-funded research and development, is recognised by reference to the stage of completion of the contract. Stage of completion is typically estimated by either the proportion of contract costs incurred for work performed to date or completion of relevant milestones where this faithfully depicts the transfer of control of the goods and services to the customer and does not significantly differ from using the proportion of contract costs incurred basis.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Freehold property	- Up to 50 years
Plant and equipment	- Up to 10 years
Assets under the course of construction	- No depreciation is charged until ready for use

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

1.6 Revaluation of properties

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the balance sheet date.

Fair values are determined from market based evidence normally undertaken by professionally qualified valuers.

Revaluation gains and losses are recognised in other comprehensive income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in profit or loss.

1.7 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised as an expense when it is incurred. Intangible assets are recognised from the development phase of a project if and only if certain specific criteria are met in order to demonstrate the asset will generate probable future economic benefits and that its cost can be reliably measured. The capitalised development costs are subsequently amortised on a straight line basis over their useful economic lives, which range from 3 to 6 years.

If it is not possible to distinguish between the research phase and the development phase of an internal project, the expenditure is treated as if it were all incurred in the research phase only.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.8 Inventory

Inventory consists of raw materials, work in progress and finished goods. Valuation is at the lower of cost and net realisable value. Cost represents materials, direct labour, other direct costs and related overheads, and is determined using the "first-in, first-out" ("FIFO") method. Work in progress and finished goods comprise the cost of materials, labour and overheads applicable to the stage of production. Provision is made for obsolete, slow moving or defective items where appropriate.

1.9 Current tax

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax, including UK corporation tax and foreign tax, is provided for at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

1.10 Deferred tax

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets in the financial statements.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

1.11 Foreign currency

The financial statements are presented in the company's functional currency, pounds sterling, being the currency of the primary economic environment in which it operates.

Transactions denominated in foreign currencies are converted into sterling at the rate of exchange ruling at the date of the transaction. Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date. Translation differences are dealt with in the income statement.

1.12 Financial instruments

Financial assets and liabilities are recognised in the company's balance sheet when the company becomes a party to the contractual provisions of the instrument.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.13 Financial assets

Trade receivables do not carry any interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amounts.

Cash and cash equivalents comprise cash on hand and demand deposits.

1.14 Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

Trade and other payables are not interest bearing and are stated at their nominal value.

Interest bearing loans and overdrafts are recorded at the proceeds received. Finance charges are accounted for on an accruals basis in the income statement using the effective interest method, and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise.

The company enters into a variety of derivative financial instruments with its parent company to manage its exposure to foreign exchange rate risk, including foreign exchange forward contracts and cross currency swaps. Further details of derivative financial instruments are disclosed in note 17.

Derivatives are recognised at fair value on the date the derivative contract is entered into and are revalued to fair value at each balance sheet date. The resulting gain or loss is recognised in the income statement immediately.

1.15 Pensions

During the year the company was a participating member of the Group's UK defined benefit pension scheme which covers certain eligible employees. The defined benefit scheme is a Group plan including employees of other Group companies. Following the adoption of FRS 101, the scheme assets and liabilities have been allocated across the Group companies using a method that management consider to be the most appropriate, based on scheme membership.

The cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the statement of comprehensive income in full in the period in which they occur.

The company also utilises the Group's UK defined contribution pension scheme. The amount charged to the income statement is the contributions payable in the year. Differences between amounts payable and actually paid are shown as accruals or prepayments in the balance sheet.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.16 Leases

At the lease commencement date (i.e. the date the underlying asset is available for use), the company recognises a right-of-use asset and a lease liability on the balance sheet. The lease liability is initially measured at the present value of future lease payments, discounted using the company's incremental borrowing rate.

The right-of-use asset is initially measured at cost, comprising the initial value of the lease liability, any lease payments made before commencement of the lease, any initial direct costs and any restoration costs. The asset is recorded as property, plant and equipment, and is depreciated over the shorter of its estimated useful economic life and the lease term on a straight-line basis.

The finance cost is charged to the income statement over the lease term to produce a constant periodic rate of interest on the lease liability. The lease payment is allocated between repayment of the lease liability and finance cost.

1.17 Share-based compensation

Where share options are awarded to employees, the fair value of the options at the date of grant is charged to profit or loss over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

The fair value of the award also takes into account non-vesting conditions. These are either factors beyond the control of either party (such as a target based on an index) or factors which are within the control of one or other of the parties (such as the company keeping the scheme open or the employee maintaining any contributions required by the scheme).

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Where equity instruments are granted to persons other than employees, profit or loss is charged with fair value of goods and services received.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

1. Accounting policies (continued)

1.18 Judgements in applying accounting policies and estimation uncertainty

When applying the company's accounting policies, management must make assumptions and estimates concerning the future that affect the carrying amounts of assets and liabilities at the balance sheet date and the amounts of revenue and expenses recognised during the period. Such assumptions and estimates are based upon factors including historical experience, the observance of trends in the industries in which the company operates, and information available from the company's customers and other external sources.

There are no critical accounting judgements for the company. The other non-significant areas that include a degree of judgement or estimation uncertainty are below.

Accounting judgements

Revenue recognition

Following IFRS 15 Revenue from Contracts with Customers, the company recognises revenue on the basis of the satisfaction of performance obligations.

Management has to consider whether performance obligations should be recognised at a single point in time, which is generally the case for the sale of products by the company, or over a period of time, which is more common for certain service contracts.

In making its judgement about obligations that are satisfied at a point in time, management has to consider at what point control has passed to the customer, allowing revenue to be recognised. This is typically determined through a consideration of customer acceptance testing, stage of completion, contract terms and delivery arrangements.

Estimation uncertainty

Defined benefit pension scheme

The company's share of the Group's defined benefit pension scheme is assessed annually in accordance with IAS 19. The accounting valuation, which is based on assumptions determined with independent actuarial advice, resulted in a net surplus of £2,451,000 before deferred taxation being recognised on the balance sheet at 31 October 2023 (2022: £4,662,000).

Included in the Group's defined benefit pension scheme's assets is an insurance policy asset that falls under the Level 3 fair value hierarchy category, where inputs for the asset are not based on observable market data. The asset is offset exactly with a corresponding liability for the same value that is included in the defined benefit pension obligation. The complex nature of the valuation of the Level 3 insurance policy asset is subject to estimation uncertainty in relation to the methodology and assumptions used.

Estimation is required in the determination of the discount rate and inflation assumptions underpinning the valuation of the liabilities of the Group's defined benefit pension scheme. There is a range of possible values for each of the actuarial assumptions and small changes in assumptions may have a significant impact on the size of the surplus or deficit.

Further details are included in note 21.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

2. Revenue

An analysis of revenue by destination is as follows:

	2023	2022
	£000	£000
UK	29,641	26,525
Export	31,957	25,724
	<u>61,598</u>	<u>52,249</u>

An analysis of export revenue is not presented as in the opinion of the directors this information would be seriously prejudicial to the commercial interests of the company.

Revenue principally originates from the design, manufacture and marketing of passive airborne and naval countermeasures. Revenue is also generated from the provision of technology consulting services. During the year the company recognised revenue of £57,243,000 (2022: £48,313,000) from the sale of goods and £4,355,000 (2022: £3,936,000) from the provision of services.

3. Other operating income

	2023	2022
	£000	£000
Other operating income	240	209
	<u>240</u>	<u>209</u>

During the year the company recognised £240,000 (2022: £209,000) in respect of research and development tax credits.

4. Operating profit

The operating profit is stated after charging/(crediting):

	2023	2022
	£000	£000
Depreciation of tangible fixed assets	5,365	4,990
Amortisation of intangible assets	-	131
Exchange (gains)/losses	(113)	99
Defined contribution pension cost	838	643
	<u>838</u>	<u>643</u>

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

5. Auditor's remuneration

	2023	2022
	£000	£000
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	113	90

No non-audit services were provided by the auditor.

6. Staff costs

Staff costs, including directors' remuneration, were as follows:

	2023	2022
	£000	£000
Wages and salaries	13,573	11,784
Social security costs	1,449	1,260
Share-based payments	143	220
Cost of defined contribution scheme	838	643
	<u>16,003</u>	<u>13,907</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2023	2022
	No.	No.
Direct	158	138
Indirect	163	146
	<u>321</u>	<u>284</u>

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

7. Directors' remuneration

	2023	2022
	£000	£000
Directors' emoluments	382	370
Company contributions to defined contribution pension schemes	35	16
	<u>417</u>	<u>386</u>

During the year retirement benefits were accruing to two directors (2022: two) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £232,000 (2022: £232,000).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £21,000 (2022: £9,000).

During the year two directors received shares under the Group's long term incentive schemes (2022: two).

The emoluments of A G Lewis, S L Ellard and M Ord were borne by Chemring Group PLC. Their services as directors of this company were considered insignificant in the context of their overall services to the Group and therefore no allocation of remuneration to this subsidiary was made. Details of their total remuneration are publicly available in the financial statements of Chemring Group PLC.

8. Finance (income)/expense

	2023	2022
	£000	£000
Other interest payable	-	1
Interest receivable from Group undertakings	(215)	-
Lease liability interest	4	1
Interest charge/(credit) on defined benefit pension scheme	218	(94)
	<u>7</u>	<u>(92)</u>

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

9. Taxation

	2023 £000	2022 £000
Corporation tax		
Adjustments in respect of previous periods	240	69
	240	69
Total current tax	240	69
Deferred tax		
Origination and reversal of timing differences	1,913	3,362
Adjustments in respect of prior periods	(1,670)	(1,526)
	243	1,836
Total deferred tax	243	1,836
Taxation	483	1,905

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2022: higher than) the standard rate of corporation tax in the UK of 22.5% (2022: 19.0%). The differences are explained below:

	2023 £000	2022 £000
Profit before tax	11,152	6,136
	11,152	6,136
Profit multiplied by standard rate of corporation tax in the UK of 22.5% (2022: 19.0%)	2,509	1,166
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	279	42
Adjustments to tax charge in respect of prior periods	(1,430)	(1,457)
Group relief	(875)	2,154
	(2,026)	855
Total tax charge for the year	483	1,905

The UK Finance Bill 2021 was published on 11 March 2021 and substantively enacted on 24 May 2021. The Bill provided for an increase in the rate of corporation tax from 19% to 25% with effect from 1 April 2023.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

10. Plant, property and equipment

	Freehold property £000	Plant and equipment £000	Total £000
Cost or valuation			
At 1 November 2022	19,360	49,023	68,383
Additions	239	2,758	2,997
Disposals	-	(537)	(537)
At 31 October 2023	<u>19,599</u>	<u>51,244</u>	<u>70,843</u>
Depreciation			
At 1 November 2022	3,957	22,681	26,638
Charge for the year on owned assets	375	4,990	5,365
Disposals	-	(531)	(531)
At 31 October 2023	<u>4,332</u>	<u>27,140</u>	<u>31,472</u>
Net book value			
At 31 October 2023	<u>15,267</u>	<u>24,104</u>	<u>39,371</u>
At 31 October 2022	<u>15,403</u>	<u>26,342</u>	<u>41,745</u>

Assets under the course of construction

Included within plant and machinery is a carrying amount of £2,311,000 (2022: £5,494,000) relating to assets under the course of construction.

Right-of-use assets

Included within plant and machinery is a carrying amount of £145,000 (2022: £18,000) relating to right-of-use assets. Depreciation of £31,000 (2022: £36,000) was charged during the year on these assets.

Revaluation

At 30 September 1997 an independent valuation was undertaken of the company's freehold property. The valuation was performed on a depreciated replacement value basis, as in the opinion of the directors this was understood to be the most appropriate basis as the site at High Post is unique. The directors are of the opinion that this valuation continues to be appropriate. In accordance with the transitional provisions of IFRS 1, this valuation has not been updated.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

10. Plant, property and equipment (continued)

Cost or valuation at 31 October 2023 is as follows:

	Land and buildings £000
30 September 1997 - depreciated replacement cost at valuation:	4,000
Subsequent additions, disposals and transfers at cost	15,599
	<u>19,599</u>

If the land and buildings had not been included at valuation they would have been included under the historical cost convention as follows:

	2023 £000	2022 £000
Cost	18,413	18,413
Accumulated depreciation	(4,178)	(3,838)
Net book value	<u>14,235</u>	<u>14,575</u>

11. Inventory

	2023 £000	2022 £000
Raw materials and consumables	6,184	4,658
Work in progress	4,683	5,217
Finished goods	4,072	1,828
	<u>14,939</u>	<u>11,703</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

Raw materials, consumables and changes in finished goods and work in progress recognised as cost of sales in the year amounted to £18,094,000 (2022: £18,406,000). The write-down of stocks to net realisable value amounted to £294,000 (2022: £727,000)

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

12. Trade and other receivables

	2023	2022
	£000	£000
Due after more than one year		
Financial instruments	81	8
	<u>81</u>	<u>8</u>
	2023	2022
	£000	£000
Due within one year		
Trade receivables	4,108	2,472
Amounts owed by Group undertakings	19,768	9,275
Other receivables	33	140
Prepayments and accrued income	583	751
Financial instruments	113	41
	<u>24,605</u>	<u>12,679</u>

The amounts owed by Group undertakings are unsecured and interest is charged at 2.2% on these amounts.

The directors consider that the carrying value of the debtors approximates to their fair value.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

13. Trade and other payables

	2023	2022
	£000	£000
Advance receipts from customers	11,931	7,252
Trade creditors	1,416	2,952
Amounts owed to other Group undertakings	120	146
Other taxation and social security	55	379
Lease liabilities	33	15
Other payables	382	230
Accruals	9,218	11,876
Foreign currency derivative contracts	10	106
	<u>23,165</u>	<u>22,956</u>

The Group's principal debt facilities comprise a £150m revolving credit facility up to December 2025, of which £130m has been extended to December 2026. The revolving credit facility was established in July 2021 with a syndicate of six banks and there is one option to extend for one year to December 2027.

Amounts owed to Group undertakings are unsecured and no interest is charged on these amounts.

14. Non-current liabilities

	2023	2022
	£000	£000
Lease liabilities	100	-
	<u>100</u>	<u>-</u>

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

15. Leases

The carrying amount, additions and depreciation charge for right-of-use assets by class of underlying asset is included in note 10.

The expense relating to short-term and low-value leases in the year was £302,000 (2022: £276,000). In total, payments of £44,000 (2022: £37,000) were made under leasing contracts, of which £40,000 (2022: £36,000) was made to repay the principal portion of the lease.

The present value of minimum lease payments is analysed as follows:

	2023	2022
	£000	£000
Within one year	33	15
Between 1-2 years	66	-
Between 3-5 years	34	-
	<u>133</u>	<u>15</u>

16. Deferred taxation

	2023	2022
	£000	£000
At beginning of year	(4,781)	(3,159)
Charged to the income statement	(243)	(1,836)
Credited to other comprehensive income	498	214
At end of year	<u>(4,526)</u>	<u>(4,781)</u>

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

16. Deferred taxation (continued)

The deferred tax balance is made up as follows:

	2023	2022
	£000	£000
Accelerated capital allowances	(3,968)	(3,659)
Pension surplus	(613)	(1,166)
Other timing differences	55	44
	<u>(4,526)</u>	<u>(4,781)</u>
Comprising:		
Liability	(4,526)	(4,781)
	<u>(4,526)</u>	<u>(4,781)</u>

17. Financial instruments

Forward foreign exchange contracts

The company has forward foreign exchange contracts with fair values of £10,000 liability (2022: £106,000 liability) and £194,000 asset (2022: £49,000 asset).

The gain on the movement in fair value of the derivative financial instruments recognised in the income statement is £241,000 (2022: £139,000 loss).

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

18. Share capital

	2023	2022
	£000	£000
Allotted, called up and fully paid		
30,225,000 (2022 : 30,225,000) ordinary shares of £1.00 each	<u>30,225</u>	<u>30,225</u>

19. Reserves

Revaluation reserve

The revaluation reserve represents the cumulative effect of revaluations of freehold land and buildings less the realisation of valuation gains in previous periods.

20. Capital commitments

At 31 October 2023 the company had contracted for, but not provided in the financial statements, amounts totalling £1,100,000 (2022: £1,128,000) for the acquisition of property, plant and equipment.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

21. Pension commitments

During the year under review the parent company, Chemring Group PLC, operated a defined contribution pension scheme, The Chemring Group UK Retirement Savings Plan, in the UK. The company contributed £838,000 (2022: £643,000) to this scheme during the year, with £120,000 (2022: £104,000) payable as at 31 October 2023.

During the year under review Chemring Group PLC also operated a defined benefit scheme, the Chemring Group Staff Pension Scheme (the "Staff Scheme"). As a result of the adoption of FRS 101, the company has assumed its share of the assets and liabilities of the Staff Scheme. Under the funding plan agreed with the trustees following the 2021 actuarial valuation, no further deficit recovery payments are required. The parent company and the trustees monitor funding levels annually, and a new funding plan is agreed with the trustees every three years, based on actuarial valuations.

Subsequent to the year end, on 28 November 2023 the trustees of the Staff Scheme entered into an agreement with an insurer to purchase a bulk annuity insurance policy that operates as an investment asset, see note 23 for further details.

The following balances relate to the Staff Scheme:

	2023	2022
	£m	£m
Corporate bonds	25.4	-
Liability driven investments	33.7	25.3
Diversified alternatives	-	26.9
Multi-asset credit	-	7.8
Assets held by insurance company	1.0	1.1
Cash	2.1	10.3
Total market value of scheme assets	62.2	71.4
Present value of scheme liabilities	(56.3)	(60.2)
Net pension surplus	5.9	11.2

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

21. Pension commitments (continued)

	2023	2022
	£m	£m
Opening surplus in the scheme	11.2	13.7
Contributions	-	-
Interest credit	0.5	0.2
Service costs	(1.1)	(0.4)
Actuarial (losses)	(4.7)	(2.3)
Closing surplus in the scheme	5.9	11.2

The figures shown above were calculated on the basis of the following assumptions:

	2023	2022
Discount rate	5.6%	4.9%
Inflation assumption - RPI	3.6%	3.1%
Inflation assumption - CPI	2.9%	2.7%

In determining the pension liabilities the Group uses mortality assumptions which are based on published mortality tables. For the Staff Scheme, the actuarial table currently used is S3PA tables (series 3 of the SAPS tables) with future improvements in line with CMI 2022 and a 1.25% long-term trend rate.

	2023	2022
Future pensioners - male	87.9	88.2
Future pensioners - female	90.0	90.4
Current pensioners - male	87.1	87.4
Current pensioners - female	88.7	89.0

The assumption considered to be the most significant is the discount rate adopted. If the discount rate in the Staff Scheme were to change by 0.1% then it is predicted that the deficit in the Staff Scheme would change by approximately £0.6 million. A change in the rate of inflation by 0.1% is predicted to change the deficit by approximately £0.2 million and a 10% change to the mortality assumption would change the deficit by approximately £1.6 million.

Further information can be found in the Chemring Group PLC 2023 annual financial statements. These can be obtained from the Group website (www.chemring.com) or by contacting the registered office, the address of which is set out on the company information page at the start of these financial statements.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

21. Pension commitments (continued)

The net pension scheme surplus recognised on the balance sheet, representing the company's share of the assets and liabilities of the Staff Scheme, is as follows:

	2023	2022
	£000	£000
Opening surplus in the scheme	4,662	5,579
Interest credit	207	94
Administrative expenses	(425)	(154)
Actuarial losses	(1,993)	(857)
Net pension scheme surplus	<u>2,451</u>	<u>4,662</u>

The company anticipates its contributions to the Staff Scheme for the year ending 31 October 2024 will be £nil (2023: £nil).

The company recognised a total expense of £218,000 (2022: £60,000) relating to the Staff Scheme in the year.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

22. Chemring Group Performance Share Plan

The company participates in share-based compensation arrangements in the form of the Chemring Group Performance Share Plan ("PSP"), which provides incentives to the Group's senior management and other eligible employees, the cost of which is recharged to the company. Under the PSP, conditional awards of ordinary shares are made at nil cost to employees. Awards ordinarily vest on the third anniversary of the award date, subject to satisfaction of performance conditions. The scheme commenced in March 2016.

The company has applied a discount to the share-based awards, to reflect the anticipated achievement of the stipulated targets for each PSP award, based on the predicted figures within the Group's strategic plan as well as the expected number of leavers over the life of the PSP awards.

Number of conditional shares:

	2023 No.	2022 No.
Outstanding at the beginning of the year	204,349	224,675
Awarded	64,262	63,707
Vested	(82,142)	(84,033)
Lapsed	-	-
Outstanding at the end of the year	186,469	204,349

The PSP awards made in the year ended 31 October 2023 contained performance conditions based partially on earnings per share (EPS) growth targets, partially on total shareholder return (TSR) ratios and partially on ESG-related targets.

The company recognised a total expense of £143,000 (2022: £220,000) relating to equity-settled share-based payment transactions in the year. Details of the valuation of the PSP can be found in the accounts of Chemring Group PLC.

23. Post balance sheet events

Subsequent to the year end, on 28 November 2023 the trustees of the Staff Scheme entered into an agreement with an insurer, Pension Insurance Corporation ("PIC"), to purchase a bulk annuity insurance policy that operates as an investment asset. Such arrangements are commonly referred to as a "buy-in". The buy-in removes all remaining material pension exposure from the balance sheet, while maintaining the security of benefits to the scheme members. The legal responsibility for the Staff Scheme will transfer through a subsequent "buy-out" transaction, expected to be completed in the next 12-24 months. On legal completion of the buy-out, the defined benefit assets and matching defined benefit liabilities will be derecognised from the balance sheet.

CHEMRING COUNTERMEASURES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023**

24. Ultimate parent undertaking and controlling party

In the opinion of the directors the company's ultimate parent company and controlling party is Chemring Group PLC, a company incorporated in England and Wales. Copies of the Group financial statements of Chemring Group PLC are available at the Group website (www.chemring.com) or by contacting the registered office, the address of which is listed on the company information page at the start of these financial statements. Chemring Group PLC is the largest and smallest group of which the company is a member and for which consolidated financial statements are prepared.