

IPC Network Services EMEA Limited

Report and Financial Statements

30 September 2023

Company information

Directors

J Hogg
J Tonks

Secretary

J Tonks

Auditor

Ernst & Young LLP
1 More London Place
London SE1 2AF

Registered Office

11th Floor, 40 Bank Street
Canary Wharf
London E14 5NR
United Kingdom

Bankers

JP Morgan Chase Bank, N.A. – London Branch
25 Bank Street
London E14 5JP
United Kingdom

IPC Network Services EMEA Limited

Registered No. 05944667

Directors' report

The directors present their report and financial statements for the year ended 30 September 2023.

Principal activity and review of business

The principal activity of the company is that of a telecommunications service provider. The company has performed well during the year and profitability remains good. The company's key financial performance indicators during the year were as follows:

	2023	2022	Change
	£	£	%
Turnover	1,719,158	1,625,984	5.7%
Operating profit	154,915	149,365	3.7%
Profit before tax	154,915	149,038	3.9%

Results and dividends

The profit for the year after taxation amounted to £123,134 (2022 – profit of £113,277). The directors do not recommend a final dividend (2022 – £nil).

Future developments

The directors do not anticipate any change in the principal activity of the company in the foreseeable future.

Events since the balance sheet date

On 20 August 2024, IPC Corp., the ultimate parent, successfully restructured its credit agreement and paid down \$80,000,000 under the term loan and \$20,000,000 under the revolving credit agreement. The restructured loan agreement provides for the following changes:

- The extension of the maturity date to 1 October 2027;
- An election to pay 1% of the term loan interest as paid-in-kind for interest periods ending on or before the two-year anniversary of the amended agreement;
- Eliminates principal payments on the term loan until 30 September 2025; and
- Updates the net leverage ratio required as part of the quarterly debt covenants.

Funds for the debt repayment came from the parent company's equity sponsor in the form of a \$100,000,000 equity investment.

Directors

The directors who served the company during the year and up to the date of this report, unless otherwise indicated, were as follows:

J Hogg	
C Nunn	resigned 4 June 2024
J Tonks	appointed 4 June 2024

Directors' report (continued)

Going concern

The financial statements have been prepared on a going concern basis.

The directors have reviewed the current financial performance and position of the company and are confident it will not lead to the company no longer being a going concern. The company is in a net asset and net current asset position. However, in the event that it is not possible for the company to meet its liabilities as they fall due and also due to the company being commercially interdependent on IPC Corp., IPC Corp. has agreed to provide financial support to the company in meeting its liabilities as and when they fall due until 31 December 2025 being the going concern period.

In assessing IPC Corp's ability to provide such support, the directors of the company have obtained and reviewed IPC Corp's going concern assessment as well as related budgets and forecasts. IPC Corp's future outlook is positive and the budget for the year ending 30 September 2024 and the five-year model to 30 September 2027 show both top line and bottom line growth year on year. The directors of the company also note that IPC Corp has successfully restructured its debt by securing a new loan which matures on 1 October 2027 to repay the old debt, and that IPC Corp's projected financial information indicates that it will be able to meet all its obligations including its interest and principal repayments on its outstanding credit facilities, as well as meet all its financial covenant requirements under the new credit facilities until 31 December 2025.

The directors therefore consider it appropriate to prepare financial statements on a going concern basis.

Directors' qualifying third party indemnity provision

The company has granted an indemnity to all directors of the company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Disclosure of information to the 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, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Reappointment of the auditor

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Ernst & Young LLP will continue in office.

Small companies' exemption

In preparing this directors' report, the directors have taken advantage of the small companies' exemption under Section 415 (A) of the Companies Act 2006 for reduced disclosures. The directors have also taken exemption under Section 414 (B) not to prepare a Strategic Report.

Approved by the Board on 27 September 2024 and signed on its behalf by:

DocuSigned by:



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Director

J Hogg

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 estimates that are reasonable and prudent;
- ensure applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume 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 IPC Network Services EMEA Limited

Opinion

We have audited the financial statements of IPC Network Services EMEA Limited for the year ended 30 September 2023 which comprise the Statement of income and retained earnings, the Statement of financial position and the related notes 1 to 15, 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 2023 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.

Independent auditor's report

to the members of IPC Network Services EMEA Limited (continued)

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 until 31 December 2025.

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 directors' report have been prepared in accordance with applicable legal requirements.

Independent auditor's report

to the members of IPC Network Services EMEA 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 or 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 4, 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.

Independent auditor's report

to the members of IPC Network Services EMEA Limited (continued)

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.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to reporting framework FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice), Companies Act 2006, The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 (SI 2013/1990), The Companies (Miscellaneous Reporting) Regulations 2018 (SI 2018/860), The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 (SI 2018/1155) and relevant tax compliance regulations in the jurisdiction in which the company operates.
- We understood how the company is complying with those frameworks by making enquiries of management and observing the oversight of those charged with governance.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by gaining an understanding of the entity level controls and policies that the company applies.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved:
- Enquiry of management, those charged with governance and the entity's in-house legal team for actual and potential litigation and claims;
- Reading minutes of meetings of those charged with governance;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Independent auditor's report

to the members of IPC Network Services EMEA Limited (continued)

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud (continued)

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:

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Jacqueline Geary (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London

29 September 2024

IPC Network Services EMEA Limited

Statement of income and retained earnings

for the year ended 30 September 2023

	<i>Notes</i>	2023 £	2022 £
Turnover	2	1,719,158	1,625,984
Cost of sales		<u>(1,361,687)</u>	<u>(1,282,014)</u>
Gross profit		357,471	343,970
Administrative expenses		<u>(202,556)</u>	<u>(194,605)</u>
Operating profit	3	154,915	149,365
Interest payable and similar charges	6	<u>-</u>	<u>(327)</u>
Profit before taxation		154,915	149,038
Tax on profit	7	<u>(31,781)</u>	<u>(35,761)</u>
Profit for the financial year		123,134	113,277
Retained earnings at 1 October		<u>2,164,526</u>	<u>2,051,249</u>
Retained earnings at 30 September		<u>2,287,660</u>	<u>2,164,526</u>

All amounts relate to continuing activities.

There is no difference between profit for the financial year and total comprehensive income for the year, and accordingly no separate statement of comprehensive income has been presented.

IPC Network Services EMEA Limited

Statement of financial position

at 30 September 2023

	<i>Notes</i>	<i>2023</i>	<i>2022</i>
		£	£
Fixed assets			
Tangible assets	8	17,616	38,626
Current assets			
Debtors	9	2,607,035	2,146,946
Cash at bank and in hand		24,745	107,654
		2,631,780	2,254,600
Creditors: amounts falling due within one year	10	(361,734)	(128,698)
Net current assets		2,270,046	2,125,902
Net assets		2,287,662	2,164,528
Capital and reserves			
Called up share capital	11	2	2
Retained earnings		2,287,660	2,164,526
Shareholders' funds		2,287,662	2,164,528

Approved by the Board on 27 September 2024 and signed on its behalf by:

DocuSigned by:

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Director

J Hogg

Notes to the financial statements

at 30 September 2023

1. Accounting policies

Statement of compliance

IPC Network Services EMEA Limited is a private company limited by shares, incorporated in the UK and registered in England & Wales. The registered office is 11th Floor, 40 Bank Street, Canary Wharf, London E14 5NR. The company's financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements of the company for the year ended 30 September 2023.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 and with applicable United Kingdom accounting standards.

The financial statements are prepared in sterling which is the functional currency of the company and in whole pounds.

The Company has taken advantage of the following disclosure exemptions:-

- The requirements of Section 7 Statement of Cash Flows and Section 2 Financial Statement Presentation paragraph 3.17 (d)
- The requirements of Section 33 Related Party Disclosures paragraphs 33.1A and 33.7
- The requirements of Section 11 Basic Financial Instruments paragraphs 11.39 to 11.48A

The exemptions stated above are available to the company as it is a member of a group where the parent company of that group prepares publicly available consolidated financial statements.

Going concern

The financial statements have been prepared on a going concern basis.

The directors have reviewed the current financial performance and position of the company and are confident it will not lead to the company no longer being a going concern. The company is in a net asset and net current asset position. However, in the event that it is not possible for the company to meet its liabilities as they fall due and also due to the company being commercially interdependent on IPC Corp., IPC Corp. has agreed to provide financial support to the company in meeting its liabilities as and when they fall due until 31 December 2025 being the going concern period.

In assessing IPC Corp's ability to provide such support, the directors of the company have obtained and reviewed IPC Corp's going concern assessment as well as related budgets and forecasts. IPC Corp's future outlook is positive and the budget for the year ending 30 September 2024 and the five-year model to 30 September 2027 show both top line and bottom line growth year on year. The directors of the company also note that IPC Corp has successfully restructured its debt by securing a new loan which matures on 1 October 2027 to repay the old debt, and that IPC Corp's projected financial information indicates that it will be able to meet all its obligations including its interest and principal repayments on its outstanding credit facilities, as well as meet all its financial covenant requirements under the new credit facilities until 31 December 2025.

The directors therefore consider it appropriate to prepare financial statements on a going concern basis.

Tangible fixed assets

All tangible fixed assets are initially recorded at cost.

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost of each asset evenly over its expected useful life, as follows:

Communications equipment – over 3 years

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Notes to the financial statements

at 30 September 2023

1. Accounting policies (continued)

Revenue recognition

Revenue is recognised to the extent that it is probable the economic benefit will flow to the entity and the amount of revenue can be reliably measured.

Revenue from the provision of telecommunication services is recognised evenly over the period of the service provided.

Financial instruments

Intercompany amounts receivable within one year are not discounted.

Deferred tax

Deferred tax is recognised in respect of all timing differences which are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements, except that:

- Provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the reporting date, dividends have been accrued as receivable.
- Where there are differences between amounts that can be deducted for tax for assets (other than goodwill) and liabilities compared with the amounts that are recognised for those assets and liabilities in a business combination a deferred tax liability / (asset) shall be recognised. The amount attributed to goodwill is adjusted by the amount of the deferred tax recognised; and
- Unrelieved tax losses and other deferred tax assets are recognised only to the extent that the directors consider that it probable that they are recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the reporting date.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the reporting date. All differences are taken to profit or loss.

Operating leases

Rentals under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2. Turnover

Turnover, which is stated net of value added tax, represents amounts invoiced to the company's immediate parent undertaking and is attributable to one continuing activity in Europe.

IPC Network Services EMEA Limited

Notes to the financial statements

at 30 September 2023

3. Operating profit

This is stated after charging/(crediting):

	2023	2022
	£	£
Auditor's remuneration – audit	25,700	24,970
Depreciation of tangible fixed assets	21,010	19,906
Net loss / (gain) on foreign currency translation	821	(15,865)
Operating lease rentals – telecommunication lines and telehousing	<u>1,361,687</u>	<u>1,282,014</u>

The operating lease rental expense incurred by the company is in relation to telecommunication lines used by the company, some of which were in the name of the company's immediate parent undertaking as at the reporting date.

4. Directors' remuneration

The directors of the company are also directors of, and are paid by, other companies in the group in the current and prior year. They have minimal qualifying services to the company and receive no remuneration in respect of the company.

5. Staff costs

There are no employees.

6. Interest payable and similar charges

	2023	2022
	£	£
Other interest payable	<u>-</u>	<u>327</u>

7. Tax**(a) Tax on profit**

The tax charge is made up as follows:

	2023	2022
	£	£
Current tax:		
UK corporation tax on profit for the year	38,703	31,868
Double taxation relief	(27,448)	(29,179)
Adjustment in respect of prior year	(2,689)	(4,245)
	<u>8,566</u>	<u>(1,556)</u>
Foreign tax	29,251	33,604
Adjustment in respect of prior year	(8,910)	(4,116)
Withholding taxes	395	-
	<u>20,736</u>	<u>29,488</u>
Total current tax	<u>29,302</u>	<u>27,932</u>
Deferred tax:		
Origination and reversal of timing differences	(5,252)	(4,977)
Adjustment in respect of prior year	7,731	12,806
Total deferred tax (note 7 (c))	<u>2,479</u>	<u>7,829</u>
Tax expense / (credit) (note 7 (b))	<u>31,781</u>	<u>35,761</u>

IPC Network Services EMEA Limited

Notes to the financial statements

at 30 September 2023

7. Tax (continued)

(b) Factors affecting tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK. The differences are explained below:

	2023	2022
	£	£
Profit before tax	154,915	149,038
Profit before tax multiplied by standard rate of corporation tax in the UK of 22.0% (2022 – 19.0%)	34,081	28,317
<i>Effects of:</i>		
Income not taxable	-	(233)
Adjustment in respect of previous years	(3,868)	4,445
Tax rate change	(630)	(1,194)
Withholding taxes	395	-
Additional taxation in respect of foreign activities	1,803	4,426
Total tax charge / (credit) (note 7(a))	<u>31,781</u>	<u>35,761</u>

(c) Deferred tax

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is recognised at 25% (2022 – 25%) in the financial statements as follows:

	2023	2022
	£	£
Depreciation in advance of capital allowances (note 9)	<u>138,462</u>	<u>140,941</u>
	2023	2022
	£	£
At 1 October 2022	140,941	148,770
Charge for the year (note 7(a))	<u>(2,479)</u>	<u>(7,829)</u>
At 30 September 2023	<u>138,462</u>	<u>140,941</u>

The net reversal of deferred tax assets expected to occur during the year beginning 1 October 2023 is £21,595. This is calculated by estimating the difference between the projected closing deferred tax as at 30 September 2024 and the balance at 30 September 2023.

(d) Factors that may affect future tax charges

Changes to the UK corporation tax rates were substantively enacted as part of the Finance Bill 2021 (on 24 May 2021). These include increases to the main rate to 25% from 1 April 2023, so a rate of 25% is therefore used for deferred tax purposes.

IPC Network Services EMEA Limited

Notes to the financial statements

at 30 September 2023

8. Tangible fixed assets

	<i>Communications equipment</i>
	£
Cost:	
At 1 October 2022	1,526,778
Additions	-
At 30 September 2023	<u>1,526,778</u>
Depreciation:	
At 1 October 2022	1,488,152
Provided during the year	21,010
At 30 September 2023	<u>1,509,162</u>
Net book value:	
At 30 September 2023	<u>17,616</u>
At 1 October 2022	<u>38,626</u>

9. Debtors

	2023	2022
	£	£
Amounts owed by group undertakings	2,376,206	1,967,615
Amounts owed by fellow group undertakings	17	-
Corporation tax recoverable	35,858	-
Other taxes recoverable	25,863	5,581
Deferred tax recoverable (note 7(c))	138,462	140,941
Other debtors	30,629	32,809
	<u>2,607,035</u>	<u>2,146,946</u>

10. Creditors: amounts falling due within one year

	2023	2022
	£	£
Accounts payable	164,079	-
Corporation tax payable	38,143	3,773
Accruals and deferred income	159,512	124,925
	<u>361,734</u>	<u>128,698</u>

IPC Network Services EMEA Limited

Notes to the financial statements

at 30 September 2023

11. Issued share capital

<i>Allotted, called up and fully paid</i>	<i>No.</i>	<i>2023</i>		<i>2022</i>	
		<i>£</i>	<i>No.</i>	<i>£</i>	
Ordinary shares of £2 each	1	<u>2</u>	1	<u>2</u>	

12. Other financial commitments

At 30 September 2023 the company had total commitments under non-cancellable operating leases as set out below:

	<i>2023</i>		<i>2022</i>	
	<i>£</i>		<i>£</i>	
Telecommunication line leases which expire:				
Within one year	156,586		202,123	
In one to two years	14,454		25,284	
In two to five years	<u>351</u>		<u>-</u>	
Tele-housing leases which expire:				
Within one year	88,907		80,770	
In one to two years	-		20,119	
In two to five years	<u>-</u>		<u>10,059</u>	

The majority of the telecommunication line leases can be cancelled at either one or three months' notice and therefore this is reflected in the lease commitment.

13. Post balance sheet events

On 20 August 2024, IPC Corp., the ultimate parent, successfully restructured its credit agreement and paid down \$80,000,000 under the term loan and \$20,000,000 under the revolving credit agreement. The restructured loan agreement provides for the following changes:

- The extension of the maturity date to 1 October 2027;
- An election to pay 1% of the term loan interest as paid-in-kind for interest periods ending on or before the two-year anniversary of the amended agreement;
- Eliminates principal payments on the term loan until 30 September 2025; and
- Updates the net leverage ratio required as part of the quarterly debt covenants.

Funds for the debt repayment came from the parent company's equity sponsor in the form of a \$100,000,000 equity investment.

Notes to the financial statements

at 30 September 2023

14. Related party transactions

The company has taken advantage of the exemption in FRS 102.33.1A not to disclose related party transactions with fellow wholly-owned subsidiary undertakings of IPC Corp group, which prepares publicly available consolidated financial statements (see note 15).

15. Ultimate parent undertaking and controlling party

The company's immediate parent undertaking as at 30 September 2023 is IPC Network Services Limited.

IPC Corp a company incorporated in the United States of America, is the parent undertaking of the only group for which group financial statements are prepared, and of which the company is a member as at 30 September 2023. Its group financial statements are publicly available from The Registrar of Companies, Companies House, Abbey Orchard Street, Westminster, London, SW1P 2HT.

The registered address of IPC Corp. is Corporation Service Company, 251 Little Falls Drive, Wilmington, DE 19808, United States of America.

The directors consider the company's ultimate controlling party to be Strategic Value Partners LLC as at 30 September 2023.