

THE FETAL MEDICINE FOUNDATION
(A Charitable Company Limited by Guarantee)

AUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 March 2023

IOANNOU & CO.,
Chartered Accountants
767 - 769 High Road
North Finchley
London N12 8JY

THE FETAL MEDICINE FOUNDATION

COMPANY INFORMATION

Trustees/Directors

Prof. K H Nicolaides
Mr Jonathan Hyett
Dr. Ranjit S. Akolekar
Mr. Paul Jacobs
Dr. Marietta Charakida
Dr. Argyro Syngelaki

Secretary

Dr. Ranjit S. Akolekar

Company Number

02922302

Registered Office

137 Harley Street
London W1G 6BG

Auditors

AGK Partners
Chartered Accountants & Statutory Auditors
1 Kings Avenue
London N21 3NA

Accountants

Ioannou & Co.,
Chartered Accountants
767 - 769 High Road
North Finchley
London N12 8JY

Registered Charity Number

1037116

THE FETAL MEDICINE FOUNDATION

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THE FETAL MEDICINE FOUNDATION

TRUSTEES'/DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2023

The trustees, who are also directors for the purposes of company law, have pleasure in presenting their report together with the Consolidated Accounts for the year ended 31 March 2023 and confirm that they comply with the requirements of the Charities Act 2011 and the Companies Act 2006, thus including the Directors' Report and Strategic Report under the Act, together with the Consolidated Financial Statements.

STRATEGIC REPORT:

Governing Document Structure, Governance and Management

Governing Document

The Fetal Medicine Foundation is a company limited by guarantee and is registered under the Companies Act 2006. At 31 March 2023, there were six members and each member has guaranteed to contribute up to £10 in the event of a winding up. The company is a registered charity.

Recruitment and Appointment of Trustees

The directors of the company are also charity trustees for the purpose of charity law. Under the requirements of the Memorandum and Articles of Association the trustees are elected to serve for a period of three years after which they must be re-elected at the next Annual General Meeting.

All trustees give their time voluntarily and received no benefits from the charity. Any expenses reclaimed from the charity are set out in note 7 to the accounts.

Trustee Induction and Training

New trustees are invited and encouraged to attend short training sessions (of no more than two hours) to familiarise themselves with the charity and the context within which it operates. These are with one of the Trustees and cover:

- The obligation of Trustees.
- The main documents which set out the operational framework for the charity including the Memorandum and Articles of Association.
- Resourcing and the current financial position as set out in the latest published accounts.
- Future plans and objectives.

Risk Management

The Trustees have conducted a review of the major risks to which the charity is exposed. Where appropriate, systems or procedures have been established to mitigate the risks the charity faces. Internal control risks are minimised by the implementation of procedures for authorisation of all transactions and projects. Procedures are in place to ensure compliance with health and safety of staff, volunteers, clients, patients and visitors. These procedures are periodically reviewed to ensure that they continue to meet the needs of the charity.

Principal risks and uncertainties

The Trustees are satisfied that for all major risks identified for the group appropriate controls have been put in place and maintained to mitigate those risks adequately. It is recognised that systems can provide only reasonable, but not absolute assurance that major risks have been managed. The principal risks and uncertainties are assessed as:

- Financial Risk - the principal concern is an adverse change in the economic or regulatory conditions, which reduced the affordability of fees and results in a reduction in fee income. The Company mitigates this risk by a regular review of its forecasts and level of reserves.
- Reputational Risk - the principal risk is a current or historic failure leading to a loss of reputation. This risk is managed by a balanced approach of controls and training. There is regular training and the Company has the required talent to train team members.

THE FETAL MEDICINE FOUNDATION

TRUSTEES'/DIRECTORS' REPORT (Continued/.....)

FOR THE YEAR ENDED 31 MARCH 2023

Review of Activities (Continued/.....)

Objectives and Activities for the public benefit

The principle activity of the charity during the year under review was to raise money in order to achieve its principal objectives. The principal objectives are to promote and encourage the development of new methods for fetal diagnosis and therapy through research and to encourage and facilitate the controlled clinical introduction of such methods through lectures, training and funding of doctors.

Review of Activities and how we delivered public benefit

The Fetal Medicine Foundation (FMF) has continued to promote research and training in many aspects of Fetal Medicine.

Donations and Grants for research and training

During this period the FMF has donated £3,337,000 towards funding training fellowships and research in Fetal Medicine. Up to 80 scholarships for 2-year training fellowships are given to doctors from many different countries around the world.

The FMF has agreed to donate £1.5 Million to Kings College to create two senior lectureships in Maternal Fetal Medicine. The posts will be supported by PhD studentships and consumables. Half of the posts will be academic and the other half will be clinical.

Research activity

Two major multicenter international trials funded by the FMF are progressing well. The first is investigating the effect of aspirin in the prevention of preeclampsia in twin pregnancies and it is anticipated to finish in four years. The second, involves screening for preeclampsia at 35-36 weeks and based on the risk to time delivery with the objective of reducing the condition. A major emphasis is now given to the better understanding of maternal and fetal cardiovascular function in normal and pathological pregnancies and the development of strategies to reduce the risk of long term cardiovascular risk for mothers and babies. There is continuing research in the prediction and prevention of major pregnancy complications including preeclampsia and stillbirth.

During the year of 2022 research projects supported by the Foundation have led to the publication of 47 papers in high impact International Scientific Journals.

Grant making policy

The FMF has established its grant making policy to achieve its objectives for the public benefit in early fetal diagnosis and therapy. We review the grant making policy annually to ensure that it reflects the objectives of the Charity and thereby advances public benefit.

Doctors from many countries are receiving training and undertake research in Fetal Medicine with the aim of firstly, improving pregnancy care and preventing perinatal death and secondly, improving the provision of care internationally.

Reserves policy

The trustees aim to maintain free reserves in unrestricted funds at a level which equates to approximately two months of unrestricted charitable expenditure. The trustees consider that this level will provide sufficient funds to respond to Grants requests, and ensure that there are sufficient funds available to cover support and governance costs. The level of reserves is reviewed annually and it is considered adequate and appropriate and enables the Charity to meet its charitable purpose and objects.

THE FETAL MEDICINE FOUNDATION

TRUSTEES'/DIRECTORS' REPORT (Continued/.....)

FOR THE YEAR ENDED 31 MARCH 2023

Provision of clinical services

The FMF has continued the provision of clinical services to pregnant women at King's College NHS Foundation Trust and several other hospitals including Medway Maritime Hospital, Lewisham University Hospital, Homerton University Hospital, Newham University Hospital and Southend University Hospital.

World Congress in Fetal Medicine and other Educational Activities

In 2022 the FMF organised a very successful 19th World Congress in Fetal Medicine in Crete, Greece which was attended by more than 1,800 delegates from 84 countries. In 2023 the 20th World Congress in Fetal Medicine will be organised in Valencia, Spain.

Purchase of a new building at Windsor Walk

The FMF acquired a house opposite Denmark Hill train station, close to The Fetal Medicine Research Institute, with the intention to expand the available floor area at King's Fertility Clinic by moving all the administration to the new house and releasing clinical space at the main site on Windsor Walk. In addition, office space will be provided for research fellows.

Look for Life project

According to statistics from the World Health Organization more than half a million women die every year in the world as a result of a complication related to pregnancy or delivery. More than 99% of these deaths are in underdeveloped or developing countries. The Look for Life campaign by the FMF will provide training and help set up and equip fetal medicine centres in the main university hospitals in the capitals of North Macedonia, Kosovo, Moldavia, Armenia, Albania and Ethiopia. We hope that such activities will help reduce maternal and perinatal mortality in these countries.

On line courses

The online courses for medical professionals and patients on first-trimester screening for abnormalities, fetal echocardiography, cervical assessment and fetal defects are continuing to be a great success:

The 11-13 weeks scan (926,758 views)
Fetal echocardiography (309,973 views)
Fetal abnormalities (397,904 views)
Antenatal surveillance (234,429 views)
Basic fetal echocardiography (112,031 views)
Measurement of cervical length (199,220 views)
Fetal cardiac defects (90,845 views)
Preeclampsia screening (302,238 views)
Placenta accreta spectrum (94,904 views)

Results

The results of the Group for the year ended 31 March 2023 are set out in the consolidated statement of income and expenditure and retained earnings on page 9.

The trustees are satisfied with the financial performance for the year.

Fixed Assets

Details of movements in fixed assets are shown in note 8 to the accounts.

Intangible Assets

Details of movements in intangible assets are shown in note 9 to the accounts.

Trustees

The Trustees/Directors of the company in office during the year were:

Prof. K H Nicolaides
Mr Jonathan Hyett
Dr. Ranjit S. Akolekar
Mr Paul Jacobs
Dr. Marietta Charakida
Dr. Argyro Syngelaki

THE FETAL MEDICINE FOUNDATION

TRUSTEES'/DIRECTORS' REPORT (Continued/.....)

FOR THE YEAR ENDED 31 MARCH 2023

Trustees'/Directors' Responsibilities

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

Company law requires the trustees/directors to prepare financial statements for each financial year. Under the law the trustees have elected to prepare the financial statements in accordance with United Kingdom General Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The Financial statements are required by law to give a true and fair view of the state of affairs of the charity and the surplus or deficit of the charity for that period.

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

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the applicable Charities SORP;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explain in the financial statements;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in operation.

The trustees/directors are responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the charity and which enable them to ensure that the financial statements comply with the Companies Act 2006. The trustees are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other

Statement as to disclosure of information to auditors

In so far as the trustees are aware:

There is no relevant audit information of which the charity's auditors are unaware; and

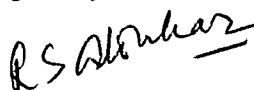
The trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

In accordance with Section 485 of the Companies Act 2006, a resolution proposing the re-appointment of AGK Partners as auditors to the Company will be put to the Annual General Meeting.

This Annual Report, prepared under the Charities Act 2011 and the Companies Act 2006, was approved by the Trustees of The Fetal Medicine Foundation on 17 April 2024 including in their capacity as company directors approving the Strategic Report contained therein, and is signed as authorised on its behalf by:

Registered Office:
137 Harley Street
London
W1G 6BG

Signed by Order of the Trustees/Directors



Dr. Ranjit S. Akolekar
Trustee & Director

THE FETAL MEDICINE FOUNDATION
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
THE FETAL MEDICINE FOUNDATION
YEAR ENDED 31 MARCH 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE FETAL MEDICINE FOUNDATION

We have audited the financial statements of The Fetal Medicine Foundation (the "parent charitable company") and its subsidiaries (the "group") for the year ended 31 March 2023 which comprise the Consolidated Statement of Income and Retained Earnings, the Consolidated and Parent Statement of Financial Position, the Consolidated Statement of Cash Flows, Consolidated Statement of Financial Activities and notes to the Financial Statements, 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 Financial Reporting Standard 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 state of the group's and the parent charitable company's affairs as at 31 March 2023 and of the group's incoming resources and application of resources, including its income and expenditure, 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 OF 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 group and parent charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRS's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

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

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

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

OTHER INFORMATION

The trustees/directors are responsible for the other information. The other information comprises the information included in the trustees' annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

THE FETAL MEDICINE FOUNDATION

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE FETAL MEDICINE FOUNDATION

YEAR ENDED 31 MARCH 2023

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 trustees'/directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees'/directors' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In light of the knowledge and understanding of the group and parent charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees'/directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 and the Charities Act 2011 requires us to report to you if, in our opinion:

- adequate and sufficient accounting records have not been kept by the parent charitable company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent charitable company's financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the trustees'/directors' Annual Report.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees'/directors' responsibilities statement, the trustees (who are also the directors of the charitable company for the purpose of company law) 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 trustees 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 trustees are responsible for assessing the group's and parent charitable company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

We have been appointed auditors under the Companies Act 2006 and section 151 of the Charities Act 2011 and report in accordance with those Acts.

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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

THE FETAL MEDICINE FOUNDATION

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
THE FETAL MEDICINE FOUNDATION**

YEAR ENDED 31 MARCH 2023

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (Continued/....)

We designed procedures capable of detecting non-compliance with laws and regulations and irregularities, including fraud, through:

- Obtaining an understanding of the Charitable Company and the Group, and its industry through discussions with management, and the application of our cumulative audit knowledge and experience of the industry to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements including tax, pensions, employment, health and safety, data protection and anti-bribery legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006.
- Identifying possible risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, whether there was potential for management bias in the reporting of events and transactions in the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law).

Our audit procedures were designed to respond to the identified risks relating to non-compliance with laws and regulations and irregularities (including fraud) that are material to the financial statements.

Our audit procedures in relation to non-compliance with laws and regulations included, but were not limited to:

- Discussing with the Trustees and management their policies and procedures regarding compliance with laws and regulations and reviewing correspondence with regulators and with solicitors; and
- Communicating identified laws and regulations with the audit team and remaining alert to any indications of non-compliance throughout the audit; and
- Considering the risk of non-compliance with laws and regulations; and
- Considering whether the financial statement disclosures fairly represent the underlying transactions.

Our audit procedures in relation to irregularities and fraud included, but were not limited to:

- Making enquiries of Trustees and management as to where they considered there was susceptibility to fraud, and whether they had knowledge of actual, suspected or alleged fraud; and
- Gaining an understanding of the internal controls established to mitigate risks relating to fraud; and
- Discussing the risk of fraud and management bias with the audit team and remaining alert to any indications of fraud and management bias throughout the audit; and
- Addressing the risk of fraud and management override of controls by testing journal entries, considering the rationale behind significant or unusual transactions, and reviewing accounting estimates.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rest with management.

Because of these inherent limitations, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

THE FETAL MEDICINE FOUNDATION
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
THE FETAL MEDICINE FOUNDATION
YEAR ENDED 31 MARCH 2023

USE OF OUR REPORT

This report is made solely to the charitable 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 charitable 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Alekos Christofi (Senior Statutory Auditor)

17 April 2024

For and on behalf of AGK Partners
AGK Partners
Chartered Accountants & Statutory Auditors
1 Kings Avenue
London
N21 3NA

THE FETAL MEDICINE FOUNDATION

STATEMENT OF CONSOLIDATED INCOME AND EXPENDITURE AND RETAINED EARNINGS

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	2023 £	2022 £
Income			
Income from charitable activities	2	1,297,779	179,521
Rental income	2	330,463	277,194
Special Services to Hospitals	2	4,760,569	4,600,831
Net Trading Surplus from Non-Charitable trading activities			
Income £13,811,438 (2022 - £12,723,232)			
Expenses £11,124,420 (2022 - £9,944,299)	1 & 10	2,687,018	2,778,933
Total Income		9,075,829	7,836,479
Administrative expenses		(2,347,457)	(1,670,023)
Grants and Donations	6	(3,337,311)	(3,507,572)
Operating Surplus	3	3,391,061	2,658,884
Interest receivable		141,505	5,904
Surplus/(Deficit) on Ordinary activities before taxation		3,532,566	2,664,788
Tax on Profit on Ordinary Activities		(134,060)	(129,664)
Surplus/(Deficit) on Ordinary activities after taxation	23	3,398,506	2,535,124
Total comprehensive income for the year		3,398,506	2,535,124
Accumulated surplus B/Forward		16,010,958	13,475,834
Accumulated surplus C/Forward		19,409,464	16,010,958

All amounts relate to continuing activities

THE FETAL MEDICINE FOUNDATION

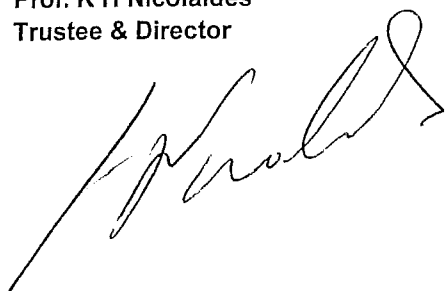
CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2023

	Notes	2023 £	2022 £
Fixed Assets			
Intangible assets	9	7,422,011	7,952,155
Tangible assets	8a	<u>5,472,907</u>	<u>3,172,728</u>
		12,894,918	11,124,883
Current Assets			
Debtors	11	2,109,311	1,321,383
Cash at bank and in hand		8,282,267	10,777,738
		<u>10,391,578</u>	<u>12,099,121</u>
Creditors: Amounts Falling Due Within One Year	12	<u>(3,877,032)</u>	<u>(7,213,046)</u>
Net Current Assets		<u>6,514,546</u>	<u>4,886,075</u>
		19,409,464	16,010,958
Creditors: Amounts Falling Due After more than One Year	13	<u>-</u>	<u>-</u>
Total Assets Less Current Liabilities		<u>19,409,464</u>	<u>16,010,958</u>
Capital and Reserves			
Unrestricted income fund	15	19,409,464	16,010,958
Total Funds	15	<u>19,409,464</u>	<u>16,010,958</u>

These accounts were approved by the board on 17 April 2024 and signed on their behalf by:-

Prof. K H Nicolaides
Trustee & Director



THE FETAL MEDICINE FOUNDATION

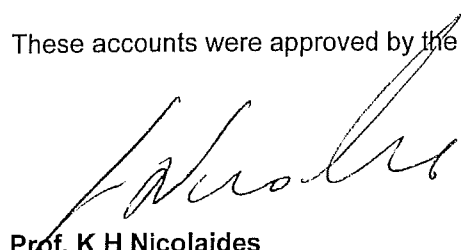
COMPANY STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2023

	Notes	2023 £	2022 £
Fixed Assets			
Tangible assets	8b	5,028,288	2,623,592
Investments	10	1,802	1,802
		<u>5,030,090</u>	<u>2,625,394</u>
Current Assets			
Debtors	11	8,755,864	8,698,887
Cash at bank and in hand		7,875,347	10,003,941
		<u>16,631,211</u>	<u>18,702,828</u>
Creditors: Amounts Falling Due Within One Year	12	<u>(2,738,150)</u>	<u>(5,821,954)</u>
Net Current Assets		<u>13,893,061</u>	<u>12,880,874</u>
		<u>18,923,151</u>	<u>15,506,268</u>
Total Assets Less Current Liabilities		<u>18,923,151</u>	<u>15,506,268</u>
Capital and Reserves			
Unrestricted income fund	15	18,923,151	15,506,268
Total Funds	15	<u>18,923,151</u>	<u>15,506,268</u>

The profit for the financial year dealt within the financial statements of the parent company was £3,416,883 (2022: £2,563,775).

These accounts were approved by the board on 17 April 2024 and signed on their behalf by:-



Prof. K H Nicolaides
Trustee & Director
Company Registration Number: 02922302

THE FETAL MEDICINE FOUNDATION

CONSOLIDATED STATEMENT OF CASH FLOWS

AS AT 31 MARCH 2023

	Notes	31-Mar-23 £	31-Mar-22 £
Cash flows from operating activities			
Profit for the financial year		3,532,566	2,664,788
Adjustments for:			
Depreciation of tangible assets		382,931	441,173
Amortisation of goodwill		530,144	530,144
Interest receivable and similar income		141,505	5,904
Interest payable & similar charges		-	-
Accrued expenses/(income)		(3,103,801)	3,970,778
Changes in:			
Trade and other debtors		(787,928)	2,195,006
Trade and other creditors		(366,273)	(5,827,636)
Cash generated from operations		<u>329,144</u>	<u>3,980,157</u>
Interest paid		-	-
Interest received		(141,505)	(5,904)
Net cash from operating activities	16	<u>187,639</u>	<u>3,974,253</u>
Cash flows from investing activities			
Purchase of tangible assets	8a	(2,683,110)	-
Net cash used in investing activities		<u>(2,683,110)</u>	<u>-</u>
Net increase/(decrease) in cash and cash equivalents		(2,495,471)	3,974,253
Cash and cash equivalents at beginning of year		10,777,738	6,803,485
Cash and cash equivalents at end of year	18	<u>8,282,267</u>	<u>10,777,738</u>

THE FETAL MEDICINE FOUNDATION

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES

AS AT 31 MARCH 2023

	Notes	Unrestricted Funds £	Total 2023 £	Total 2022 £
Incoming Resources				
Donations and fund raising		58,490	58,490	26,620
Rental Income		330,463	330,463	277,194
EU Grant		-	-	-
Special Services to Hospitals		4,760,569	4,760,569	4,600,831
Other income		1,239,289	1,239,289	152,901
	2	6,388,811	6,388,811	5,057,546
Interest receivable		141,505	141,505	5,904
		6,530,316	6,530,316	5,063,450
Net trading Surplus from trading subsidiaries	10	2,687,018	2,687,018	2,778,933
Total Incoming resources		9,217,334	9,217,334	7,842,383
		Unrestricted Funds £	Total 2023 £	Total 2022 £
Resources Expended				
Direct Charitable Expenditure				
Grants for research		2,836,066	2,836,066	3,007,356
Donations		501,245	501,245	500,216
Educational activities		885,220	885,220	221,159
		4,222,531	4,222,531	3,728,731
Other Expenditure				
Depreciation		278,414	278,414	335,189
Admin and Costs of Grant Making		1,183,823	1,183,823	1,113,675
Financial costs	4	-	-	-
Total Expenditure		5,684,768	5,684,768	5,177,595
Surplus/(deficit) for the year before tax		3,532,566	3,532,566	2,664,788
Tax on Profit of ordinary activities		(134,060)	(134,060)	(129,664)
Surplus/(deficit) for the year after tax		3,398,506	3,398,506	2,535,124

THE FETAL MEDICINE FOUNDATION

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES

AS AT 31 MARCH 2023

	Notes	Unrestricted Funds	Total 2023 £	Total 2022 £
Reconciliation of Movement of Funds				
Opening funds	15	16,010,958	16,010,958	13,475,834
Surplus of incoming resources for the year	15	3,398,506	3,398,506	2,535,124
Closing funds	15	19,409,464	19,409,464	16,010,958
Non-controlling interests		-	-	-
		<u>19,409,464</u>	<u>19,409,464</u>	<u>16,010,958</u>
Funds balance at 31 March 2023				
Represented by:-				
Intangible fixed assets	9	7,422,011	7,422,011	7,952,155
Tangible fixed assets	8a	5,472,907	5,472,907	3,172,728
Debtors less creditors		(1,767,721)	(1,767,721)	(5,891,663)
Cash at bank and in hand		8,282,267	8,282,267	10,777,738
Provision		-	-	-
		<u>19,409,464</u>	<u>19,409,464</u>	<u>16,010,958</u>

FOR THE YEAR ENDED 31 MARCH 2023

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THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

Accounting Policies (Continued/.....)

Basis of Consolidation

The group financial statements consolidate the accounts of The Fetal Medicine Foundation and its trading subsidiaries The Fetal Medicine Centre Limited and King's Fertility Limited for the year ended 31 March 2023.

The net operating profit of the trading subsidiaries has been incorporated into consolidated income. The trustees consider that full consolidation of gross income and expenditure of the trading subsidiaries would be inappropriate because their activities are fundamentally different from the activities of the Charity.

A separate income and expenditure account for the trading companies is not presented as permitted by Section 408 of the Companies Act 2006. The surplus/(deficit) for the year dealt with in the accounts of the parent company was £3,416,883, (2022 - £2,563,775).

The operational results of The Fetal Medicine Centre Limited and King's Fertility Limited are given in note 10.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of the ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss

Depreciation

Depreciation is calculated to write down the cost or valuation less estimated residual value of all tangible fixed assets by the reducing balance method over their expected useful lives. The rates and periods generally applicable are:

Plant and machinery	- 20% on written down value
Furniture and equipment	- 20% on written down value
Leasehold properties	- Over the life of the lease, Nil in year of acquisition

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

Accounting Policies (Continued/.....)

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

2 Income

Income is derived from the company's principal activity and the net profit earned by The Fetal Medicine Centre Limited, a wholly owned trading subsidiary whose profits are covenanted to The Fetal Medicine Foundation, and the profits earned by King's Fertility Ltd, a majority owned trading subsidiary whose profits are covenanted to The Fetal Medicine Foundation.

3 Operating Surplus/(deficit)

Operating surplus/(deficit) is stated after charging:

	2023	2022
	£	£
Rent Payable – premises	905,520	903,648
Depreciation of owned assets	382,931	441,173
Amortisation of intangible assets	530,144	530,144
Auditors remuneration	17,764	16,020

4 Interest Payable and Similar Charges

	2023	2022
	£	£
Bank overdraft and other interest	-	-

5 Staff Costs

	2023	2022
	£	£
Salaries and wages	3,836,614	3,456,564
Social security costs	409,128	337,056
Other pension costs	114,233	104,808
	4,359,975	3,898,428

	2023	2022
Average number of staff during the year - Group	133	106
Average number of staff during the year - Company	59	36

No member of staff of the Charity received a salary greater than £60,000 per annum.

Nine members of staff employed by the trading subsidiaries received a salary greater than £60,000.

6 Grants and Donations

(a) GRANTS

During the year the Charity provided grants to doctors to carry out medical research in the UK, pursuant of its objects for the public benefit in early fetal diagnosis and therapy.

	2023	2022
	£	£
Individuals	2,836,066	3,007,356

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

6 Grants and Donations Cont...

(b) DONATIONS

During the year the Charity made the following donations.

	2023 £	2022 £
King's College NHS Foundation Trust	500,000	500,000
Windsor Walk	1,029	-
Other Donations	216	216
	<u>501,245</u>	<u>500,216</u>

7 Trustees Expenses

The trustees receive no remuneration or expenses for acting as trustees. During the year one trustee received seminar and conference related travel expenses of £NIL (2022 £NIL).

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

8a Tangible Fixed Assets - Group

	Freehold Property	Leasehold Property	Plant and Machinery	Furniture & Equip	Total
	£	£	£	£	£
Cost					
At 1 April 2022	-	1,693,398	4,125,888	2,387,817	8,207,103
Additions	2,683,110	-	-	-	2,683,110
At 31 March 2023	2,683,110	1,693,398	4,125,888	2,387,817	10,890,213
Depreciation					
At 1 April 2022	-	204,049	3,133,964	1,696,362	5,034,375
Charge for the year	-	52,575	198,385	131,971	382,931
At 31 March 2023	-	256,624	3,332,349	1,828,333	5,417,306
Net Book Value					
At 31 March 2023	2,683,110	1,436,774	793,539	559,484	5,472,907
Net Book Value					
At 31 March 2022	-	1,489,349	991,924	691,455	3,172,728

8b Tangible Fixed Assets - Company

	Freehold Property	Leasehold Property	Plant and Machinery	Furniture & Equip	Total
	£	£	£	£	£
Cost					
At 1 April 2022	-	1,680,760	3,860,724	814,825	6,356,309
Additions	2,683,110	-	-	-	2,683,110
At 31 March 2023	2,683,110	1,680,760	3,860,724	814,825	9,039,419
Depreciation					
At 1 April 2022	-	192,673	2,878,588	661,456	3,732,717
Charge for the year	-	51,313	196,427	30,674	278,414
At 31 March 2023	-	243,986	3,075,015	692,130	4,011,131
Net Book Value					
At 31 March 2023	2,683,110	1,436,774	785,709	122,695	5,028,288
Net Book Value					
At 31 March 2022	-	1,488,087	982,136	153,369	2,623,592

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

9 Intangible Assets - Group

	Goodwill
	£
Cost	
At 1 April 2022	10,602,875
Additions	-
At 31 March 2023	10,602,875
Amortisation	
At 1 April 2022	2,650,720
Charge for the year	530,144
At 31 March 2023	3,180,864
Net Book Value	
At 31 March 2023	7,422,011
Net Book Value	
At 31 March 2022	7,952,155

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

10 Investments

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Cost of shares in subsidiaries				
At 1 April 2022	-	-	1802	1803
Antigoni Ltd - disposal as par value				(1)
At 31 March 2023	-	-	1802	1802

The Fetal Medicine Foundation has a 100% interest in the issued ordinary share capital of The Fetal Medicine Centre Limited, a company incorporated in England. The principal activity of The Fetal Medicine Centre Limited is the provision of services including fetal diagnosis and therapy and fetal scanning. The Fetal Medicine Foundation has disposed of its 100% interest in Antigoni Limited a company that did not trade during the year and was dissolved on 8 February 2022. The Fetal Medicine Foundation also owns 90% of the ordinary shares in King's Fertility Limited a company incorporated in England and its principle activity is the provision of medical services specialising in the provision of In Vitro Fertilisation (IVF) treatment.

The Fetal Medicine Centre Limited has entered into a Deed of Covenant whereby it covenants all its trading profits to The Fetal Medicine Foundation. The covenanted payment for the year was £491,335 - (2022 £595,586).

King's Fertility Limited has entered into a Deed of Covenant whereby it covenants all its trading profits to The Fetal Medicine Foundation. The covenanted payment for the year was £2,080,000 - (2022 £2,082,334).

The Balance Sheets of the trading subsidiaries have been consolidated.

The operational results of The Fetal Medicine Centre Limited and King's Fertility Limited are given below:

	King's Fertility Ltd		The Fetal Medicine Centre Ltd	
	2023	2022	2023	2022
	£	£	£	£
Turnover	11,613,982	10,449,897	2,197,456	2,273,335
Cost of sales	(3,341,884)	(2,952,168)	(662,944)	(679,500)
Gross profit	8,272,098	7,497,729	1,534,512	1,593,835
Administrative expenses	(6,070,901)	(5,307,309)	(1,048,691)	(1,005,322)
Operating Profit/(Loss)	2,201,197	2,190,420	485,821	588,513
Interest payable	-	-	-	-
Profit/(Loss) for the Financial Year before charging Covenanted Payment	2,201,197	2,190,420	485,821	588,513
Covenanted Payment to the Fetal Medicine Foundation	(2,080,000)	(2,082,334)	(491,335)	(595,586)
Profit/(Loss) for the Financial Year	121,197	108,086	(5,514)	(7,073)

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

11 Debtors

	Notes	Group		Company	
		2023 £	2022 £	2023 £	2022 £
Amounts due from group company		-	-	7,509,900	7,929,537
Trade Debtors		1,730,505	940,483	1,040,767	551,760
Other Debtors		15,825	12,885	-	-
Prepayments and accrued income		362,981	368,015	205,197	217,590
		<u>2,109,311</u>	<u>1,321,383</u>	<u>8,755,864</u>	<u>8,698,887</u>

12 Creditors: Amounts Falling Due Within One Year

	Notes	Group		Company	
		2023 £	2022 £	2023 £	2022 £
Amounts due to group company	19	-	-	156,094	73,934
Trade creditors		1,254,233	1,545,770	571,071	644,035
Corporation Tax		132,861	128,307	-	-
Other taxes and social security		68,610	31,772	68,610	31,772
Other creditors		373,000	355,068	10,656	12,205
Accruals and deferred income		2,048,328	5,152,129	1,931,719	5,060,008
		<u>3,877,032</u>	<u>7,213,046</u>	<u>2,738,150</u>	<u>5,821,954</u>

13 Creditors: Amounts Falling Due After More Than One Year

	Group		Company	
	2023 £	2022 £	2023 £	2022 £
Other Creditors	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Group		Company	
	2023 £	2022 £	2023 £	2022 £
Repayable between one and five years	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

14 Commitments under Operating Leases

At 31 March 2023 the group has annual commitments under non-cancellable operating leases as set out below.

	Group		Company	
	Land and buildings		Land and buildings	
	2023	2022	2023	2022
	£	£	£	£
Operating leases which expire:				
Within 1 year	150,245	868,025	542,367	614,175
Within 2 to 5 years	599,400	1,099,887	499,500	500,092
After more than 5 years	3,633,863	6,901,228	2,992,640	3,117,515
	<u>4,383,508</u>	<u>8,869,140</u>	<u>4,034,507</u>	<u>4,231,782</u>

15 Reconciliation of Funds

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Opening accumulated funds - Unrestricted	16,010,958	13,475,834	15,506,268	12,942,493
Surplus for the year	<u>3,398,506</u>	<u>2,535,124</u>	<u>3,416,883</u>	<u>2,563,775</u>
Unrestricted Fund	19,409,464	16,010,958	18,923,151	15,506,268
Share Premium	-	-	-	-
Non-controlling interests	-	-	-	-
Total Funds	<u>19,409,464</u>	<u>16,010,958</u>	<u>18,923,151</u>	<u>15,506,268</u>
Closing accumulated funds - Unrestricted	19,409,464	16,010,958	18,923,151	15,506,268
Total Funds	<u>19,409,464</u>	<u>16,010,958</u>	<u>18,923,151</u>	<u>15,506,268</u>

16 Reconciliation of operating profit to net cash inflow from operating activities

	2023	2022
	£	£
Operating profit	3,391,061	2,658,884
Depreciation	382,931	441,173
Amortisation	530,144	530,144
(Increase)/Decrease in debtors	(787,928)	2,195,006
Increase/(Decrease) in creditors	(366,273)	(5,827,636)
Accrued expenses/(Income)	(3,103,801)	3,970,778
Interest Payable and similar charges	-	-
Interest receivable	141,505	5,904
Net cash inflow/(outflow) from operating activities	<u>187,639</u>	<u>3,974,253</u>

17 Analysis of changes in cash and cash equivalents during the year

	2023	2022
	£	£
Balance at 1 April 2022	10,777,738	6,803,485
Net cash inflow/(outflow)	<u>(2,495,471)</u>	<u>3,974,253</u>
Balance at 31 March 2023	<u>8,282,267</u>	<u>10,777,738</u>

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

18 Analysis of the balances of cash and cash equivalents as shown in the balance sheet

	2023 £	2022 £	Change in Year £
Cash at Bank	8,266,587	10,766,843	(2,500,256)
Cash in Hand	15,680	10,895	4,785
Total cash at bank in hand	<u>8,282,267</u>	<u>10,777,738</u>	<u>(2,495,471)</u>
	<u>8,282,267</u>	<u>10,777,738</u>	<u>(2,495,471)</u>

19 Related party transactions

The Fetal Medicine Foundation has a 100% interest in the issued ordinary share capital of The Fetal Medicine Centre Limited, a company incorporated in England. The Fetal Medicine Centre Limited has entered into a Deed of Covenant whereby it covenants all its profits to The Fetal Medicine Foundation. The Covenanted payment for the year was £491,335 (2022-£595,586). At 31 March 2023 the subsidiary was owed by the charity £156,094 (2022 - £73,934) as shown in note 12 to the Accounts.

The Fetal Medicine Foundation owns 90% interest in the issued ordinary share capital of King's Fertility Limited, a company incorporated in England. King's Fertility Limited has entered into a Deed of Covenant whereby it covenants all its profits to The Fetal Medicine Foundation. The Covenanted payment for the year was £2,080,000 (2022: £2,082,334). At 31 March 2023 the subsidiary owed the charity £7,509,900 (2022 - £7,929,537 as shown in note 11 to the Accounts. A Fixed and Floating Charge and a Debenture over the assets of King's Fertility are in place in favour of the Charity.

During the year the Foundation invoiced the King's College NHS Foundation Trust for Medical Services provided amounting to £7,554,526 (2022 - £3,412,498) and the Trust charged the Foundation £125,555 (2022 - £125,399) for rent at Windsor Walk Property. At 31 March 2023 the Trust owed the Foundation £398,605 (2022 - £317,433). During the year the Foundation made a donation of £500,000 (2022 - £500,000) to the King's College NHS Foundation Trust.

Two of the trustees, Prof. Nicolaidis and Mr. P. Jacobs, are also trustees and directors of Windsor Walk, a company limited by guarantee and registered as a Charity. During the year the Foundation made a donation of £1,029 (2022 - £NIL) to Windsor Walk Charity.

Trustees received no emoluments, or expenses during the year (2022 - £Nil).

With the Exception of the above disclosed transactions with related parties no trustee or other person related to the Charity has any personal interest in any contract or transaction entered into by the Charity during the year (2022 - None).

20 Capital Commitments

At 31 March 2023 the outstanding Capital Commitment was Nil (2022 - £Nil).

21 Restricted Funds

As at 31 March 2023 the Restricted Funds were £Nil (2022 - £Nil)

THE FETAL MEDICINE FOUNDATION

NOTES TO THE CONSOLIDATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2023

22 Excess of Expenditure over Income

During the year the Foundation's Expenditure did not exceed its Income as shown on the Consolidated Income and Expenditure Account on page 9 of the Accounts.