

# PORTICUS UK

England & Wales · Charity number 1069245

## Details

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**Other names** THE DERWENT CHARITABLE CONSULTANCY

**Status** Registered

**Legal form** Charitable company

**Company number** [03447823](#)

**Registered** 1998-04-22

**Register** [View on the Charity Commission register](#)

## Contact

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**Address** 75 Knightsbridge  
London  
SW1X 7BF

**Phone** 02070243586

**Email** [porticusuk@porticus.com](mailto:porticusuk@porticus.com)

**Website** [uk.porticus.com](http://uk.porticus.com)

## Activities

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**Objects:** TO ADVANCE THE EDUCATION OF CHARITY TRUSTEES AND MANAGERS IN CHARITY LAW AND ADMINISTRATION AND TO IMPROVE THE MANAGEMENT OF CHARITIES AND TO HELP CHARITIES IN THE MOST EFFECTIVE USE OF THEIR RESOURCES FOR PURPOSES WHICH ARE EXCLUSIVELY CHARITABLE.

**Activities:** The objects of the charity are to advance the education of charity trustees; to improve the management of charities; and to help charities in the most effective use of their resources.

## Classification

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- **How:** Provides Advocacy/advice/information, Acts As An Umbrella Or Resource Body
- **What:** General Charitable Purposes
- **Who:** Other Charities Or Voluntary Bodies

## Geography

- Throughout England And Wales

## Finances

Period end	Income	Expenditure	Assets	Employees
2024-12-31	£1,501,319	£1,501,319	£80,211	11
2023-12-31	£1,681,441	£1,681,441	£80,211	12
2022-12-31	£1,475,642	£1,475,642	£80,211	11
2021-12-31	£1,064,309	£1,064,309	£80,211	9
2020-12-31	£1,043,457	£1,043,457	£80,211	9

## Trustees

Name	Role	Appointed
<b>MARK CONRAD LOUIS BRENNINKMEYER</b>	Chair	
Dennis Brenninkmeijer		2018-02-07
JOHN DRURY		2018-02-07
MR BERT BRENNINKMEIJER		2013-06-10

**PORTICUS UK**

England & Wales - Charity number 1069245

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# Accounts

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Company No: 3447823  
Registered Charity No: 1069245

**PORTICUS UK**

**REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2024**

## Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

### **Contents**

	Page
Legal and Administrative Information	1
Trustees and Directors' Report	2
Statement of Directors' Responsibilities	8
Independent Auditor's Report	9
Statement of Financial Activities	13
Balance Sheet	14
Notes to the Financial Statements	15

## Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

### **Legal and Administrative Information**

#### **Directors (Trustees)**

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

#### **Registered Office**

75 Knightsbridge  
Second Floor  
London  
SW1X 7BF

#### **Auditor**

Cooper Parry Group Limited  
New Derwent House  
69-73 Theobalds Road  
Holborn  
London  
WC1X 8TA

#### **Bankers**

HSBC Plc  
16 King Street  
Covent Garden  
London  
WC2E 8JF

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report**

The Directors present their report together with the financial statements for the year ended 31 December 2024.

### **Reference and Administration Information**

The present Directors and any Directors who served during the year are given on page 8.

The Directors of the charitable company (the Charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the Trustees.

Legal and administrative information set out on page 1 forms part of this report.

### **Structure, Governance and Management**

The full name of the Charity is Porticus UK, which was incorporated on 10 October 1997 and commenced business on 1 January 1999. On 2 October 1997, the company was authorised to exclude the word "Limited" in its title. It is:

- A company limited by guarantee and not having a share capital, number 3447823.
- A charity registered in England and Wales, number 1069245.

The Charity's governing document is its Articles of Association dated 10 October 1997, as amended by Special Resolution dated 18 April 2008, 11 December 2012, and 13 March 2014.

The Charity is governed by a Board of Trustees, who as charity trustees have control of the Charity and its property and funds. New Trustees shall be appointed by the Members subject to the appropriate notice and particulars given to the Charity, and approved by existing Trustees.

The Trustees may at any time co-opt any person duly qualified to be appointed as a Trustee to fill a vacancy in their number or as an additional Trustee, but a co-opted Trustee holds office only until the next AGM.

All newly appointed Trustees receive a copy of the Charity Commission guidelines outlining the role of a trustee. Regular updates on charity governance and issues relating to the UK charity sector are sent to all Trustees. Training opportunities are offered when appropriate.

The Trustees meet to discuss policy and operational issues twice per year. In addition there are monthly meetings between staff and the chair.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Objectives and Activities**

The objectives of the company are to advance the education of charity trustees and managers in charity law and administration and to improve the management of charities and to help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):

- i. making grants and guaranteeing bank or other loans made to charities;
- ii. handling and computerisation of applications for grants to corporate and business donors and grant-making trusts and advising charities on making a case for funds;
- iii. undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity;
- iv. advising charity trustees on matters of policy, including preparation of business plans, and financial control systems, organisational development, monitoring and evaluation, publication and marketing;

The objectives for the year 2024 were to continue providing advice and support to charities, corporate and business donors and grant making trusts.

### **Achievements and Performance**

The achievements during 2024 are summarised as follows:

- Assessment and investigative work for 51 grant applications (81 in 2023);
- Collaboration with other funders to share sector knowledge across Criminal Justice, Education, Democracy and Civic Engagement/Peacebuilding throughout the UK, and holding regular convenings with partner charities.
- Development and adoption of safeguarding requirements for all grant holders was reviewed and continued, including updating external and internal guidelines, and playing a key role in the establishment of the Funders Safeguarding Collaborative.
- Coordinating networking and fundraising meetings to introduce grantees to other donors.
- Raising awareness of issues of Child Protection by initiating planning for a feasibility study of a country-by-country measure of the prevalence of abuse and conditions of safety within faith settings

In the opinion of the Directors, the aims and objectives of the Charity have been achieved during the year.

### **Public benefit**

In furtherance of its objects, the Directors, as charity trustees have complied with the duty in s.4 of the Charities Act 2011 to have due regard to the guidance contained in the Charity Commission's published general and relevant sub-sector guidance concerning the operation of the public benefit requirement under the Act.

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

The public benefit provided by Porticus UK in 2024 is detailed below:

### Statement of public benefit provided by Porticus UK in 2024

Charitable objective	Public benefit provided in 2024
<p><b>To advance the education of charity trustees and managers in Charity Law and Administration.</b></p>	<p>Support and advice was provided to:</p> <ul style="list-style-type: none"> <li>a. Two family foundations</li> <li>b. A grant-giving foundation in the Republic of Ireland</li> </ul> <p>Providing 10 hours coaching and mentoring support for charities working within the Criminal Justice field, employing people with lived experience.</p> <p>Sharing knowledge and learning with Foundations in the form of:</p> <ul style="list-style-type: none"> <li>c. Participation in funder knowledge sharing events on topics including Criminal Justice; Democracy &amp; Civic Engagement; Safeguarding, and Church and Faith</li> <li>d. Connecting charity network to funding opportunities</li> <li>e. Sharing roles and opportunities between networks</li> <li>f. Co-development with six other foundations of a collaboration focused on mobilising increased funding for the prevention of child sexual abuse</li> </ul> <p>Connected people to progress charitable agendas and provide support and advice.</p> <p>Shared office facilities for charities to hold their meetings.</p> <p>Partnership with analytics and management consultancy firm Gallup to develop a research methodology for measuring abuse prevalence and the extent of safeguarding measures, including the development of a survey for dissemination to experts working on safeguarding internationally.</p> <p>Supported the launch of the Cross of the Moment Report on clerical abuse, researched and written via</p>
<ul style="list-style-type: none"> <li>• Improving the management of Charities</li> <li>• Advising charity trustees on matters of policy, including preparation of business plans and financial control systems, organisational development, monitoring and evaluation, impact, publication and marketing.</li> </ul>	

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

	<p>the Boundary Breaking Research Project at University of Durham and hosted a convening of key stakeholders to assess the implication of the report for the Catholic Church.</p> <p>External advice and support for the Conversations, Culture, and Communion project, at the University of Durham.</p> <p>Staff member contributed to an expert panel, funded by Lambeth Council, focused on violence against women and girls in faith contexts</p>
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### Public benefit (continued)

Charitable objective	Public benefit provided in 2024
<p><b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b></p>	
<ul style="list-style-type: none"> <li>• Handling and computerisation of applications for grants to corporate and business donors and grant making trusts and advising charities on making a case for funds.</li> <li>• Undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity.</li> </ul>	<p>62 grant applications were assessed in 2024, which resulted in the award of 51 grants.</p> <p><i>(2023: 122 grant applications assessed; 81 grants awarded).</i></p>
<p>Making grants and guaranteeing bank or other loans made to charities.</p>	<p>No activity</p>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Financial Review**

During the year income amounting to £1,501,228 (2023: £1,679,963) was received, all of which represented unrestricted income. The funds have been applied to the objectives of the Charity. The Directors expect the general level of activity to continue throughout the coming year.

The overall result for the year was a break even, with overall fund balances remaining at a surplus of £80,211.

### **Risk Management**

The Directors have examined the major risks which the Charity faces and confirm that systems have been established to manage those risks. For example, the risk register was reviewed and updated for changes in risk settings. The directors have assessed the impact of the conflict between Russia and Ukraine as well as the impact of the cost of living crisis, and do not consider these to be a threat.

### **Reserves Policy**

The Directors have reviewed the reserve situation for 2024 and are satisfied that, given their own close involvement and continued financial support received from Porticus Amsterdam CV does remove the need of covering for uncertainty in the charity's resilience and capacity to manage unforeseen financial difficulties.

### **Future Plans**

Porticus UK Board of Directors have approved plans to formally dissolve the company in 2025, with the dissolution expected to be completed by end 2025.

### **Directors' Indemnity**

The directors who served during the year ended 31 December 2024 and thereafter are listed on page 8. Stiftung Constanter, the ultimate parent, maintains liability insurance that covers the directors of the charitable company. The ultimate parent has entered into qualifying third-party indemnity arrangements for the benefit of all of the Company's directors in a form and scope which comply with the requirements of the Companies Act 2006 and which were in force throughout the year and remain in force.

### **Strategic report**

The company has taken advantage of the exemption under s414B of the Companies Act not to prepare a Strategic Report.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Going concern

The financial statements for the year ended 31 December 2024 have been prepared on a non-going concern basis. This is due to plans by the Board of Directors to formally dissolve the company in 2025, with the dissolution expected to be completed by end 2025.

As a result, the directors do not consider it appropriate to prepare the financial statements on a going concern basis. Instead, the financial statements have been prepared on a break-up basis, which reflects the intention to realise assets and settle liabilities in the normal course of winding up the company's affairs.

The carrying values of assets have been reviewed and adjusted where necessary to reflect their expected realisable values. Provisions have been made for any known or expected liabilities arising from the planned dissolution.

The directors confirm that all obligations of the company are expected to be met in full prior to dissolution, and no material uncertainties exist regarding the company's ability to do so. They have also sought confirmation from their parent entity as this is the sole customer and have concluded that the parent will be able to provide such support as required until dissolution.

### Directors

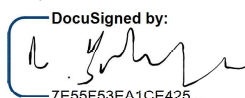
The directors who served the company during the year were as follows:

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

### Statement as to 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 he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

By Order of the Board

DocuSigned by:  


**M.C.L. Brenninkmeyer**  
Director  
19 September 2025

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Statement of Trustees and Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102. 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 assets, liabilities, financial position and 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

The directors are responsible for keeping proper 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 member of Porticus UK

## Opinion

We have audited the financial statements of Porticus UK ("charitable company") for the year ended 31 December 2024 which comprise Statement of Financial Activities (including the Income and Expenditure Account), the Balance Sheet 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting standard applicable in the UK and Republic of Ireland".

Except for the omission of a cashflow, in our opinion the financial statements:

- ▶ give a true and fair view of the state of the charitable company's affairs as at 31 December 2024 and of its 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 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 below. We are independent of the charitable 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.

## Emphasis of Matter - financial statements prepared on a basis other than going concern

We draw attention to Note 2b to the financial statements which explains that the directors intend to liquidate the company and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly the financial statements have been prepared on a basis other than going concern as described in Note 2b. Our opinion is not modified in respect of this matter.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Other information**

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained in the trustees and directors' 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 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.

### **Opinion on other matter 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' report, which includes the directors' report prepared for the purpose of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- ▶ The trustees and directors' report included within the trustees' report have 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 charitable company and its environment obtained in the course of the audit, we have identified no material misstatements in the trustees and directors' report included within the trustees' report.

We have nothing to report in respect of the following matters where 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 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 Strategic Report.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Responsibilities of trustees**

As explained more fully in the trustees and directors' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that 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 charitable 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 management either intends to liquidate the charitable company or to cease operations, or has 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.

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.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework (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), the Statement of Recommended Practice for Charities, the Companies Act 2006, the Charities Act 2011 and relevant health and safety, data and tax laws and regulations.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes as well as consideration of the results of our audit procedures across the charitable company and we did not identify any contradictory evidence.
- Our procedures in relation to fraud included but were not limited to: inquires of management whether they have any knowledge of any actual, suspected or alleged fraud, and discussions amongst the audit team regarding risk of fraud such as opportunities for fraudulent manipulation of financial statements. We determined that the principal risks related to posting manual journal entries to manipulate financial performance and management bias through judgements in accounting We also addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

Because of the inherent limitations of an audit, 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 <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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Paul Hodgett (Senior statutory auditor)

for and on behalf of Cooper Parry Group Limited, Statutory Auditor

New Derwent House  
69-73 Theobalds Road  
Holborn  
London  
WC1X 8TA

Date: 19 September 2025

Porticus UK

**Statement of Financial Activities**  
**(Including an Income and Expenditure Account)**  
**for the year ended 31 December 2024**

	<b>Note</b>	<b>Unrestricted Funds 2024 £</b>	<b>Total Funds 2024 £</b>	<b>Total Funds 2023 £</b>
<b>INCOME AND ENDOWMENTS FROM</b>				
Charitable activities		1,501,228	1,501,228	1,679,963
Other Income		-	-	4
Unrealized exchange Gain		91	91	1,474
<b>TOTAL INCOME</b>		<u>1,501,319</u>	<u>1,501,319</u>	<u>1,681,441</u>
<b>EXPENDITURE ON:</b>				
<i>Charitable activities:</i>				
Consultancy	<b>3</b>	1,501,319	1,501,319	1,681,561
Other interest payable		-	-	(120)
<b>TOTAL EXPENDITURE</b>		<u>1,501,319</u>	<u>1,501,319</u>	<u>1,681,411</u>
<b>NET MOVEMENT IN FUNDS</b>		-	-	-
<b>TOTAL FUNDS AT 1 JANUARY</b>		80,211	80,211	80,211
<b>TOTAL FUNDS AT 31 DECEMBER</b>	<b>9</b>	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure related to continuing activities. The Charity has neither discontinued any operations nor acquired new operations during the year.

The accompanying notes are an integral part of this Statement of Financial Activities.

Porticus UK


**Balance sheet**


at 31 December 2024

	Notes	£	2024 £	£	2023 £
<b>Fixed Assets</b>					
Tangible fixed assets	6		564		3,120
<b>Current Assets</b>					
Debtors	7	77,771		195,445	
Cash at bank and in hand		156,882		68,339	
<b>Total Current Assets</b>		<u>234,653</u>		<u>263,784</u>	
<b>Creditors: amounts falling due within one year</b>					
Other creditors	8	<u>(155,007)</u>		<u>(186,693)</u>	
<b>Net Current Assets</b>			79,647		77,091
<b>Net Assets</b>			<u>80,211</u>		<u>80,211</u>
<b>The funds of the charity:</b>					
<b>Unrestricted funds:</b>					
General fund			80,211		80,211
<b>Total Charity Funds</b>	11		<u>80,211</u>		<u>80,211</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small company regime.

The financial statements were approved by the Directors on 19th Sept 2025 and were signed on their behalf by:

DocuSigned by:  
  
 .....7E55F53EA1CE425.....  
**M.C.L. Brenninkmeyer**  
 Director

DocuSigned by:  
  
 .....1C5C6GD6427CA10.....  
**J.D. Drury**  
 Director

The accompanying notes form an integral part of this balance sheet.

## Notes to the financial statements

for the year ended 31 December 2024

### 1. Company Status

Porticus UK (the 'company') is a company limited by guarantee (company no: 3447823) and not having a share capital. Its registration number as a charity is 1069245. The address of its registered office is 2<sup>nd</sup> Floor, 75 Knightsbridge, London SW1X 7BF.

### 2. Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year.

#### (a) Basis of preparation

The financial statements of Porticus UK have been prepared on a non-going concern basis and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP (FRS 102)) and Update Bulletin 1, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Porticus UK meets the definition of public benefit entity under FRS 102. The financial statements are prepared in pounds sterling which is the functional currency of the company.

#### (b) Non-going concern

The financial statements for the year ended 31 December 2024 have been prepared on a non-going concern basis. This is due to plans by the Board of Directors to formally dissolve the company in 2025, with the dissolution expected to be completed by end 2025.

As a result, the directors do not consider it appropriate to prepare the financial statements on a going concern basis. Instead, the financial statements have been prepared on a break-up basis, which reflects the intention to realise assets and settle liabilities in the normal course of winding up the company's affairs.

The carrying values of assets have been reviewed and no adjustments were necessary to reflect their expected realisable values. Provisions have been made for any known or expected liabilities arising from the planned dissolution.

The directors confirm that all obligations of the company are expected to be met in full prior to dissolution, and no material uncertainties exist regarding the company's ability to do so.

#### (c) Statement of Cash Flows – Non-Compliance with the Charities SORP

The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Statement of Recommended Practice (SORP) (FRS 102), as applicable to large charities.

Under the Charities SORP (FRS 102), large charities are required to prepare a statement of cash flows. The trustees have elected not to include a statement of cash flows in these financial statements. This represents a departure from the requirements of the Charities SORP.

## Notes to the financial statements (continued)

for the year ended 31 December 2024

As in prior years the trustees consider that the omission does not materially affect the understanding of the charity's financial position or performance. All other applicable requirements of FRS 102 and the Charities SORP have been complied with. This decision was made on the basis that the charity's cash movements are straightforward and adequately explained through other disclosure within the financial statements.

(d) Income

All income is accounted for on a receivable basis and exclusive of Value Added Tax.

(e) Other interest receivable

Other interest receivable is accounted for when receivable and the amount can be measured reliably by the company.

(f) Expenditure and irrecoverable VAT

Resources expended are included in the Statement of Financial Activities on an accrual basis inclusive of any VAT which cannot be recovered. They are recognised when there is a legal or constructive obligation to pay for expenditure.

(g) Allocation of expenditure

Expenditure is allocated under functional headings on a direct cost basis. Where expenditure is shared between more than one functional heading then costs are allocated according to space occupied per staff numbers or time spent.

(h) Governance costs

Governance costs include those costs of governance arrangements which relate to the general running of the trust which allows the trust to operate and to generate the information required for public accountability.

(i) Restricted funds

Restricted funds are used for specific purposes as laid down by the donor. Expenditure which meets these criteria is identified to the fund.

(j) Unrestricted funds

Unrestricted funds are income received or generated for the objects of the company without specified purposes and are available as unrestricted funds.

(k) Fixed assets and depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. Depreciation is provided at the following rates which aim to write off the cost of the assets over their expected lives:

Office equipment - 33⅓% straight line

(l) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

## Notes to the financial statements (continued)

for the year ended 31 December 2024

### 2. Accounting Policies (Continued)

(m) Short term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

(n) Pension costs

Contributions to defined contribution schemes are recognised in the Statement of Financial Activities in the period which they become payable.

(o) Employee benefits

Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.

(p) Foreign currencies

Transactions in foreign currencies are initially recorded in the company's functional and presentation currency (pound sterling) at the spot exchange 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 the income statement.

(q) Financial instruments

Financial assets and liabilities held by the company are qualified as basic financial instruments. Basic Financial instruments are initially recognised at transaction values and subsequently measured at settlement values. Basic financial assets, including trade and other receivables, cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Basic financial liabilities, including trade and other payables, loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction. Financial assets and liabilities are offset, and the net amount reported in the Balance Sheet, when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 3. Analysis of Expenditure on Charitable Activities

	2024 £	2023 £
Activities undertaken directly	1,365,205	1,549,647
Support costs (Note 4)	136,114	131,794
	<u>1,501,319</u>	<u>1,681,441</u>

### 4. Analysis of Support Costs

	2024 £	2023 £
Governance	136,114	131,794
	<u>136,114</u>	<u>131,794</u>

## Notes to the financial statements (continued)

for the year ended 31 December 2024

### 5. Analysis of Staff Costs

	2024 £	2023 £
Salaries and wages	759,579	814,746
Social security costs	96,171	97,963
Pension costs	73,160	84,943
	<u>928,910</u>	<u>997,652</u>

As indicated above, the pension cost charges for the year were £73,160 (2023: £84,943). No pension costs were accruing or prepaid at 31 December 2024 (2023: £Nil). Pension costs paid for employees earning above £60,000 totalled £57,220 (2023: £58,936).

The number of employees whose emoluments exceeded £60,000 was:

	2024	2023
£ 60,001 - £ 70,000	2	3
£ 70,001 - £ 80,001	2	1
£ 80,001 - £ 90,000	0	1
£ 90,001 - £ 125,000	3	2
	<u>7</u>	<u>7</u>

Their retirement benefits are accruing under Money Purchase Schemes.

The average number of staff employed during the year was eleven (2023: twelve). The full-time equivalent number for the year was eleven (2023: twelve).

### 6. Tangible Fixed Assets

	<i>Office Equipment</i> £
Cost:	
At 1 January 2024	46,264
Additions	-
At 31 December 2024	<u>46,264</u>
Depreciation	
At 1 January 2024	43,144
Charge for the year	2,555
At 31 December 2024	<u>45,699</u>
Net book value:	
At 31 December 2024	<u>564</u>
At 1 January 2023	<u>3,120</u>

**Notes to the financial statements (continued)**

for the year ended 31 December 2024

**7. Debtors**

	2024	2023
	£	£
Amounts owed by group undertakings	57,395	161,434
Prepayments and other debtors	-	4,525
VAT receivable	20,376	29,486
	<u>77,771</u>	<u>195,445</u>

**8. Creditors**

	2024	2023
	£	£
Amounts owed to group undertakings	-	57,596
Trade creditors	80,971	1,938
Accruals and other creditors	74,035	127,159
	<u>155,007</u>	<u>186,693</u>

**9. Analysis of Net Assets between Funds**

	<i>Unrestricted</i>	2024	2023
	£	£	£
Tangible fixed assets	564	564	3,120
<b>Current Assets</b>			
Debtors	77,771	77,771	28,194
Cash at bank and in hand	156,882	156,882	221,998
<b>Creditors</b>			
Amounts falling due within one year	<u>(155,077)</u>	<u>(155,077)</u>	<u>(175,102)</u>
Net current assets	<u>79,647</u>	<u>79,647</u>	<u>75,090</u>
Total Assets less Current Liabilities	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

**10. Net movement in funds is stated after charging**

	2024	2023
	£	£
Depreciation of owned fixed assets	2,555	2,861
Audit fee	<u>12,400</u>	<u>12,000</u>

## Notes to the financial statements (continued)

for the year ended 31 December 2024

### 11. Statement of Funds

	2023 £	Income £	Expenditure £	2024 £
Unrestricted	80,211	1,501,344	1,501,344	80,211

### 12. Directors and Trustees remuneration

The requirement to disclose directors' remuneration in the financial statements of a small company was repealed by Statutory Instrument 2015 No. 980. The directors do not consider there have been any transactions which have 'not been concluded under normal market conditions' in accordance with FRS 102 (paragraph 1AC3.35).

#### *Trustees remuneration and expenses*

The trustees received no remuneration or benefits for the year ended 31 December 2024, nor for the year ended 31 December 2023.

There were no expenses paid to trustees in the year ended 31 December 2024, nor for the year ended 31 December 2023.

### 13. Capital Commitments

There were no capital commitments at 31 December 2024 (2023: £Nil).

### 14. Related Party Transactions

COFRA G.B. Limited, a related party by virtue of one or more common directors, invoiced the company £283,200 (2023: £255,149) for rental, facilities and other expenses of the office. The amount owed by the company at the Balance Sheet date was £Nil (2023: £Nil). Fees of £Nil were invoiced by COFRA G.B. Limited for payroll and related services during the year (2023: £Nil). Accounting services are provided by COFRA G.B. Limited at no cost.

The company received income of £1,501,344 (2023: £1,679,963) from Porticus Amsterdam C.V., its sole member, including deferred income of £Nil (2023: £Nil). There was an amount of £Nil (2023: £57,596) owed to the company at the Balance Sheet date in relation to an invoice issued at the year end.

### 15. Ultimate parent undertaking

The company's ultimate parent undertaking is Stiftung Constanter, a Swiss based charitable foundation (CHE-177.334.956). The purpose of the foundation is to protect and promote idealistic and cultural values and, in general, charity, both in Switzerland and abroad. The foundation has a non-profit character, does not pursue a profit-making purpose and does not aim for profit. The company's immediate parent undertaking is Porticus Amsterdam C.V., a limited partnership registered in the Netherlands, and this exercises control through the power to appoint and remove trustees.

**PORTICUS UK**

England & Wales - Charity number 1069245

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# Accounts

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Company No: 3447823  
Registered Charity No: 1069245

**PORTICUS UK**

**REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2023**

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Contents**

	Page
Legal and Administrative Information	1
Trustees and Directors' Report	2
Statement of Directors' Responsibilities	9
Independent Auditor's Report	10
Statement of Financial Activities	14
Balance Sheet	15
Notes to the Financial Statements	16

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Legal and Administrative Information**

**Directors (Trustees)**

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

**Registered Office**

Michelin House, Fourth Floor  
81 Fulham Road  
London  
SW3 6RD

**Auditor**

Cooper Parry Group Limited  
Aissela, 46 High Street  
Esher, Surrey  
KT10 9QY

**Bankers**

HSBC Plc  
16 King Street  
Covent Garden  
London  
WC2E 8JF

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report**

The Directors present their report together with the financial statements for the year ended 31 December 2023.

### **Reference and Administration Information**

The present Directors and any Directors who served during the year are given on page 8.

The Directors of the charitable company (the Charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the Trustees.

Legal and administrative information set out on page 1 forms part of this report.

### **Structure, Governance and Management**

The full name of the Charity is Porticus UK, which was incorporated on 10 October 1997 and commenced business on 1 January 1999. On 2 October 1997, the company was authorised to exclude the word "Limited" in its title. It is:

- A company limited by guarantee and not having a share capital, number 3447823.
- A charity registered in England and Wales, number 1069245.

The Charity's governing document is its Articles of Association dated 10 October 1997, as amended by Special Resolution dated 18 April 2008, 11 December 2012, and 13 March 2014.

The Charity is governed by a Board of Trustees, who as charity trustees have control of the Charity and its property and funds. New Trustees shall be appointed by the Members subject to the appropriate notice and particulars given to the Charity, and approved by existing Trustees.

The Trustees may at any time co-opt any person duly qualified to be appointed as a Trustee to fill a vacancy in their number or as an additional Trustee, but a co-opted Trustee holds office only until the next AGM.

All newly appointed Trustees receive a copy of the Charity Commission guidelines outlining the role of a trustee. Regular updates on charity governance and issues relating to the UK charity sector are sent to all Trustees. Training opportunities are offered when appropriate.

The Trustees meet to discuss policy and operational issues twice per year. In addition there are monthly meetings between staff and the chair.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Objectives and Activities**

The objectives of the company are to advance the education of charity trustees and managers in charity law and administration and to improve the management of charities and to help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):

- i. making grants and guaranteeing bank or other loans made to charities;
- ii. handling and computerisation of applications for grants to corporate and business donors and grant-making trusts and advising charities on making a case for funds;
- iii. undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity;
- iv. advising charity trustees on matters of policy, including preparation of business plans, and financial control systems, organisational development, monitoring and evaluation, publication and marketing;
- v. running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.

The objectives for the year 2023 were to continue providing advice and support to charities, corporate and business donors and grant making trusts.

### **Achievements and Performance**

The achievements during 2023 are summarised as follows:

- Assessment and investigative work for 81 grant applications (89 in 2022);
- Collaboration with other funders to share sector knowledge across Criminal Justice, Education, Democracy and Civic Engagement/Peacebuilding throughout the UK, and holding regular convenings with partner charities.
- Development and adoption of safeguarding requirements for all grant holders was reviewed and continued, including updating external and internal guidelines, and playing a key role in the establishment of the Funders Safeguarding Collaborative.
- Coordinating networking and fundraising meetings to introduce grantees to other donors.
- Raising awareness of issues of Child Protection by initiating planning for a feasibility study of a country-by-country measure of the prevalence of abuse and conditions of safety within faith settings
- Conducted qualitative psychological research relating to survivors of institutional abuse. This has strengthened and informed our grant making and consultancy.

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors’ report (continued)

In the opinion of the Directors, the aims and objectives of the Charity have been achieved during the year.

### Public benefit

In furtherance of its objects, the Directors, as charity trustees have complied with the duty in s.4 of the Charities Act 2011 to have due regard to the guidance contained in the Charity Commission’s published general and relevant sub-sector guidance concerning the operation of the public benefit requirement under the Act.

The public benefit provided by Porticus UK in 2023 is detailed below:

#### Statement of public benefit provided by Porticus UK in 2023

Charitable objective	Public benefit provided in 2023
<p><b>To advance the education of charity trustees and managers in Charity Law and Administration.</b></p>	
<ul style="list-style-type: none"> <li>• Improving the management of Charities</li>   <li>• Advising charity trustees on matters of policy, including preparation of business plans and financial control systems, organisational development, monitoring and evaluation, impact, publication and marketing.</li> </ul>	<p>Support and advice was provided to:</p> <ul style="list-style-type: none"> <li>• Two family foundations</li> <li>• A grant-giving foundation in the Republic of Ireland</li> </ul> <p>Providing 18 hours coaching support for charities working within the Criminal Justice field, employing people with lived experience.</p> <p>Sharing knowledge and learning with Foundations in the form of:</p> <ol style="list-style-type: none"> <li>a) Participation in funder knowledge sharing events on other topics – including Criminal Justice; Education Exclusion; Safeguarding, and Church and Faith</li> <li>b) Participating in roundtable on reducing exclusions</li> <li>c) Supporting interview panel of partner organisation</li> <li>d) Connecting charity network to funding opportunities</li> <li>e) Sharing roles and opportunities between networks</li> <li>f) Sharing Initiatives Mapping report with UK Education network.</li> <li>g) Participation in funder knowledge sharing events on other topics – including Criminal Justice; Education Exclusion; and Church and Faith.</li> </ol>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

	<p>Connected people to progress charitable agendas and provide support and advice.</p> <p>Shared office facilities for charities to hold their meetings.</p> <p>Partnership with analytics and management consultancy firm Gallup to develop a research methodology for measuring abuse prevalence and the extent of safeguarding measures.</p> <p>Supervised a Doctoral Intern to research the range and quality of quantitative safeguarding measures.</p> <p>Participated in the Steering Group of the Boundary Breaking Research Project at University of Durham, and used office facilities for launch preparation meeting.</p>
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Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Public benefit (continued)

Charitable objective	Public benefit provided in 2023
<p><b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b></p>	
<ul style="list-style-type: none"> <li>• Handling and computerisation of applications for grants to corporate and business donors and grant making trusts and advising charities on making a case for funds.</li> <li>• Undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity.</li> <li>• Running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.</li> <li>• Making grants and guaranteeing bank or other loans made to charities.</li> </ul>	<p>122 grant applications were assessed in 2023, which resulted in the award of 81 grants.</p> <p><i>(2022: 139 grant applications assessed; 89 grants awarded).</i></p> <p>Regular partner convenings were hosted as part of the Education IntegratED programme, Criminal Justice Positive Pathways programme, and Church and Faith network.</p> <p>No activity</p>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Financial Review**

During the year income amounting to £1,679,963 (2022: £1,474,759) was received, all of which represented unrestricted income. The funds have been applied to the objectives of the Charity. The Directors expect the general level of activity to continue throughout the coming year.

The overall result for the year was a break even, with overall fund balances remaining at a surplus of £80,211.

### **Risk Management**

The Directors have examined the major risks which the Charity faces and confirm that systems have been established to manage those risks. For example, the risk register was reviewed and updated for changes in risk settings. The directors have assessed the impact of the conflict between Russia and Ukraine as well as the impact of the cost of living crisis, and do not consider these to be a threat.

### **Reserves Policy**

The Directors have reviewed the reserve situation for 2023 and are satisfied that, given their own close involvement and continued financial support received from Porticus Amsterdam CV does remove the need of covering for uncertainty in the charity's resilience and capacity to manage unforeseen financial difficulties.

### **Future Plans**

Porticus UK will continue to carry out its principal activities of consultancy, grant assessment and management and advisory services to charities, including training.

### **Directors' Indemnity**

The directors who served during the year ended 31 December 2023 and thereafter are listed on page 8. Stiftung Constanter, the ultimate parent, maintains liability insurance that covers the directors of the charitable company. The ultimate parent has entered into qualifying third-party indemnity arrangements for the benefit of all of the Company's directors in a form and scope which comply with the requirements of the Companies Act 2006 and which were in force throughout the year and remain in force.

### **Strategic report**

The company has taken advantage of the exemption under s414B of the Companies Act not to prepare a Strategic Report.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

### Directors

The directors who served the company during the year were as follows:

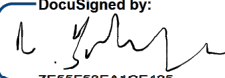
M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

### Statement as to 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 he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

The company has taken advantage of the small company exemption in preparing the Directors' report.

By Order of the Board

DocuSigned by:  
  
7E55F53EA1CE425...

**M.C.L. Brenninkmeyer**  
Director  
20 June 2024

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Statement of Trustees and Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102. 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 assets, liabilities, financial position and 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

The directors are responsible for keeping proper 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 member of Porticus UK**

### **Opinion**

We have audited the financial statements of Porticus UK ("charitable company") for the year ended 31 December 2023 which comprise Statement of Financial Activities (including the Income and Expenditure Account), the Balance Sheet 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- ▶ give a true and fair view of the state of the charitable company's affairs as at 31 December 2023 and of its 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 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 below. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the 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 charitable company's ability to continue as a going concern for a period of twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees 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 trustee's ability to continue as a going concern.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Other information**

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained in the trustees and directors' 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 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.

### **Opinion on other matter 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' report, which includes the directors' report prepared for the purpose of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- ▶ The trustees and directors' report included within the trustees' report have 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 charitable company and its environment obtained in the course of the audit, we have identified no material misstatements in the trustees and directors' report included within the trustees' report.

We have nothing to report in respect of the following matters where 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 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 Strategic Report.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Responsibilities of trustees**

As explained more fully in the trustees and directors' responsibilities statement set out on page 9, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that 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 charitable 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 management either intends to liquidate the charitable company or to cease operations, or has 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.

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.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework (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), the Statement of Recommended Practice for Charities, the Companies Act 2006, the Charities Act 2011 and relevant health and safety, data and tax laws and regulations.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes as well as consideration of the results of our audit procedures across the charitable company and we did not identify any contradictory evidence.
- Our procedures in relation to fraud included but were not limited to: inquires of management whether they have any knowledge of any actual, suspected or alleged fraud, and discussions amongst the audit team regarding risk of fraud such as opportunities for fraudulent manipulation of financial statements. We determined that the principal risks related to posting manual journal entries to manipulate financial performance and management bias through judgements in accounting We also addressed the risk of management override of internal controls, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

Because of the inherent limitations of an audit, 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 <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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

*Cooper Parry Group Limited*

Paul Hodgett (Senior statutory auditor)  
for and on behalf of Cooper Parry Group Limited, Statutory Auditor  
Aissela, 46 High Street  
Esher, Surrey  
KT10 9QY

Date: 21 June 2024

Porticus UK

**Statement of Financial Activities**  
**(Including an Income and Expenditure Account)**  
**for the year ended 31 December 2023**

	<i>Unrestricted Funds 2023</i>	<i>Total Funds 2023</i>	<i>Total Funds 2022</i>
Note	£	£	£
<b>INCOME AND ENDOWMENTS FROM</b>			
Charitable activities	1,679,963	1,679,963	1,474,759
Other Income	4	4	-
Disposal of Fixed Assets	-	-	383
Unrealized exchange Gain	1,474	1,474	395
<b>TOTAL INCOME</b>	<u>1,681,441</u>	<u>1,681,441</u>	<u>1,475,537</u>
<b>EXPENDITURE ON:</b>			
<i>Charitable activities:</i>			
Consultancy	3 1,681,561	1,681,561	1,475,642
Other interest payable	(120)	(120)	(105)
<b>TOTAL EXPENDITURE</b>	<u>1,681,441</u>	<u>1,681,441</u>	<u>1,475,537</u>
<b>NET MOVEMENT IN FUNDS</b>	-	-	-
<b>TOTAL FUNDS AT 1 JANUARY</b>	80,211	80,211	80,211
<b>TOTAL FUNDS AT 31 DECEMBER</b>	9 <u>80,211</u>	<u>80,211</u>	<u>80,211</u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure related to continuing activities. The Charity has neither discontinued any operations nor acquired new operations during the year.

The accompanying notes are an integral part of this Statement of Financial Activities.

Porticus UK

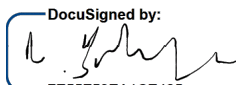
## Balance sheet

at 31 December 2023

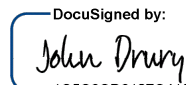
	Notes	£	2023 £	£	2022 £
<b>Fixed Assets</b>					
Tangible fixed assets	6		3,120		5,121
<b>Current Assets</b>					
Debtors	7	195,445		28,194	
Cash at bank and in hand		68,339		221,998	
<b>Total Current Assets</b>		263,784		250,192	
<b>Creditors: amounts falling due within one year</b>					
Other creditors	8	(186,693)		(175,102)	
<b>Net Current Assets</b>			77,091		75,090
<b>Net Assets</b>			<u>80,211</u>		<u>80,211</u>
<b>The funds of the charity:</b>					
<b>Unrestricted funds:</b>					
General fund			80,211		80,211
<b>Total Charity Funds</b>	11		<u>80,211</u>		<u>80,211</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small company regime.

The financial statements were approved by the Directors on 20 June 2024 and were signed on their behalf by:

DocuSigned by:  
  
 .....7E55E53EA1CE425.....

**M.C.L. Brenninkmeyer**  
Director

DocuSigned by:  
  
 .....1C5C8CD8127CA10.....

**J.D. Drury**  
Director

The accompanying notes form an integral part of this balance sheet.

## Notes to the financial statements

for the year ended 31 December 2023

### 1. Company Status

Porticus UK (the 'company') is a company limited by guarantee (company no: 3447823) and not having a share capital. Its registration number as a charity is 1069245. The address of its registered office is 4th Floor Michelin House, 81 Fulham Road, London SW3 6RD.

### 2. Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year.

(a) Basis of preparation

The financial statements of Porticus UK have been prepared on a going concern basis and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP (FRS 102)) and Update Bulletin 1, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Porticus UK meets the definition of public benefit entity under FRS 102. The financial statements are prepared in pounds sterling which is the functional currency of the company.

(b) Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

(c) Cash flow statement

The company has taken advantage of the exemption in FRS102 from the requirement to produce a cash flow statement on the grounds that it is a small company.

(d) Income

All income is accounted for on a receivable basis and exclusive of Value Added Tax.

(e) Other interest receivable

Other interest receivable is accounted for when receivable and the amount can be measured reliably by the company.

(f) Expenditure and irrecoverable VAT

Resources expended are included in the Statement of Financial Activities on an accrual basis inclusive of any VAT which cannot be recovered. They are recognised when there is a legal or constructive obligation to pay for expenditure.

## Notes to the financial statements (continued)

for the year ended 31 December 2023

### 2. Accounting Policies (Continued)

- (g) Allocation of expenditure  
Expenditure is allocated under functional headings on a direct cost basis. Where expenditure is shared between more than one functional heading then costs are allocated according to space occupied per staff numbers or time spent.
- (h) Governance costs  
Governance costs include those costs of governance arrangements which relate to the general running of the trust which allows the trust to operate and to generate the information required for public accountability.
- (i) Restricted funds  
Restricted funds are used for specific purposes as laid down by the donor. Expenditure which meets these criteria is identified to the fund.
- (j) Unrestricted funds  
Unrestricted funds are income received or generated for the objects of the company without specified purposes and are available as unrestricted funds.
- (k) Fixed assets and depreciation  
Fixed assets are stated at cost or valuation less accumulated depreciation. Depreciation is provided at the following rates which aim to write off the cost of the assets over their expected lives:  
  
Office equipment - 33 $\frac{1}{3}$ % straight line
- (l) Cash and cash equivalents  
Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.
- (m) Short term debtors and creditors  
Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.
- (n) Pension costs  
Contributions to defined contribution schemes are recognised in the Statement of Financial Activities in the period which they become payable.
- (o) Employee benefits  
Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.
- (p) Foreign currencies  
Transactions in foreign currencies are initially recorded in the company's functional and presentation currency (pound sterling) at the spot exchange 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 the income statement.

## Notes to the financial statements

for the year ended 31 December 2023

### 2. Accounting Policies (Continued)

#### (q) Financial instruments

Financial assets and liabilities held by the company are qualified as basic financial instruments. Basic Financial instruments are initially recognised at transaction values and subsequently measured at settlement values. Basic financial assets, including trade and other receivables, cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Basic financial liabilities, including trade and other payables, loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction. Financial assets and liabilities are offset, and the net amount reported in the Balance Sheet, when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 3. Analysis of Expenditure on Charitable Activities

	2023 £	2022 £
Activities undertaken directly	1,549,647	1,348,990
Support costs (Note 4)	131,794	126,547
	<u>1,681,441</u>	<u>1,475,537</u>

### 4. Analysis of Support Costs

	2023 £	2022 £
Governance	131,794	126,547
	<u>131,794</u>	<u>126,547</u>

### 5. Analysis of Staff Costs

	2023 £	2022 £
Salaries and wages	814,746	689,929
Social security costs	97,963	88,319
Pension costs	84,943	62,021
	<u>997,652</u>	<u>840,269</u>

As indicated above, the pension cost charges for the year were £84,943 (2022: £62,021). No pension costs were accruing or prepaid at 31 December 2023 (2022: £Nil).

Pension costs paid for employees earning above £60,000 totalled £58,936 (2022: £38,272).

## Notes to the financial statements

### for the year ended 31 December 2023

#### 5. Analysis of Staff Costs (continued)

The number of employees whose emoluments exceeded £60,000 was:

	2023	2022
£ 60,001 - £ 70,000	3	2
£ 70,001 - £ 80,001	1	-
£ 80,001 - £ 90,000	1	2
£ 90,001 - £ 125,000	2	2
	<u>      </u>	<u>      </u>

Their retirement benefits are accruing under Money Purchase Schemes.

The average number of staff employed during the year was twelve (2022: eleven). The full-time equivalent number for the year was twelve (2022: eleven).

#### 6. Tangible Fixed Assets

	<i>Office Equipment £</i>
Cost:	
At 1 January 2023	45,405
Additions	<u>859</u>
At 31 December 2023	<u>46,264</u>
Depreciation	
At 1 January 2023	40,283
Charge for the year	<u>2,861</u>
At 31 December 2023	<u>43,144</u>
Net book value:	
At 31 December 2023	<u>3,120</u>
At 1 January 2022	<u>5,121</u>

#### 7. Debtors

	2023	2022
	£	£
Amounts owed by group undertakings	161,434	
Prepayments and other debtors	4,525	3,847
VAT receivable	<u>29,486</u>	<u>24,347</u>
	<u>195,445</u>	<u>28,194</u>

Porticus UK

## Notes to the financial statements

### for the year ended 31 December 2023

#### 8. Creditors

	2023 £	2022 £
Amounts owed to group undertakings	57,596	27,265
Trade creditors	1,938	60,184
Accruals and other creditors	127,159	87,653
	<u>186,693</u>	<u>175,102</u>

#### 9. Analysis of Net Assets between Funds

	<i>Unrestricted</i> £	2023 £	2022 £
Tangible fixed assets	3,120	3,120	5,121
<b>Current Assets</b>			
Debtors	195,445	195,445	28,194
Cash at bank and in hand	68,339	68,339	221,998
<b>Creditors</b>			
Amounts falling due within one year	(186,693)	(186,693)	(175,102)
Net current assets	<u>77,091</u>	<u>77,091</u>	<u>75,090</u>
Total Assets less Current Liabilities	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

#### 10. Net movement in funds is stated after charging

	2023 £	2022 £
Depreciation of owned fixed assets	2,861	7,203
Audit fee	<u>12,000</u>	<u>14,500</u>

#### 11. Statement of Funds

	2022 £	Income £	Expenditure £	2023 £
Unrestricted	<u>80,211</u>	<u>1,681,441</u>	<u>1,681,441</u>	<u>80,211</u>

#### 12. Directors

The requirement to disclose directors' remuneration in the financial statements of a small company was repealed by Statutory Instrument 2015 No. 980. The directors do not consider there have been any transactions which have 'not been concluded under normal market conditions' in accordance with FRS 102 (paragraph 1AC3.35).

## **Notes to the financial statements (continued)**

**for the year ended 31 December 2023**

### **13. Capital Commitments**

There were no capital commitments at 31 December 2023 (2022: £Nil).

### **14. Related Party Transactions**

COFRA G.B. Limited, a related party by virtue of one or more common directors, invoiced the company £255,149 (2022: £240,763) for rental, facilities and other expenses of the office. The amount owed by the company at the Balance Sheet date was £Nil (2022: £Nil). Fees of £Nil were invoiced by COFRA G.B. Limited for payroll and related services during the year (2022: £2,200). Accounting services are provided by COFRA G.B. Limited at no cost.

The company received income of £1,679,963 (2022: £1,474,759) from Porticus Amsterdam C.V., its sole member, including deferred income of £Nil (2022: £Nil). There was an amount of £57,596 (2022: £27,265) owed to the company at the Balance Sheet date in relation to an invoice issued at the year end.

### **15. Ultimate parent undertaking**

The company's ultimate parent undertaking is Stiftung Constanter, a Swiss based charitable foundation (CHE-177.334.956). The purpose of the foundation is to protect and promote idealistic and cultural values and, in general, charity, both in Switzerland and abroad. The foundation has a non-profit character, does not pursue a profit-making purpose and does not aim for profit. The company's immediate parent undertaking is Porticus Amsterdam C.V., a limited partnership registered in the Netherlands, and this exercises control through the power to appoint and remove trustees.

**PORTICUS UK**

England & Wales - Charity number 1069245

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# Accounts

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Company No: 3447823  
Registered Charity No: 1069245

**PORTICUS UK**

**REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2022**

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Contents**

	Page
Legal and Administrative Information	1
Trustees and Directors' Report	2
Statement of Directors' Responsibilities	9
Independent Auditor's Report	10
Statement of Financial Activities	14
Balance Sheet	15
Notes to the Financial Statements	16

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Legal and Administrative Information**

**Directors (Trustees)**

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

**Registered Office**

Michelin House, Fourth Floor  
81 Fulham Road  
London  
SW3 6RD

**Auditor**

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

**Bankers**

HSBC Plc  
16 King Street  
Covent Garden  
London  
WC2E 8JF

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report**

The Directors present their report together with the financial statements for the year ended 31 December 2022.

### **Reference and Administration Information**

The present Directors and any Directors who served during the year are given on page 8.

The Directors of the charitable company (the Charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the Trustees.

Legal and administrative information set out on page 1 forms part of this report.

### **Structure, Governance and Management**

The full name of the Charity is Porticus UK, which was incorporated on 10 October 1997 and commenced business on 1 January 1999. On 2 October 1997, the company was authorised to exclude the word "Limited" in its title. It is:

- A company limited by guarantee and not having a share capital, number 3447823.
- A charity registered in England and Wales, number 1069245.

The Charity's governing document is its Articles of Association dated 10 October 1997, as amended by Special Resolution dated 18 April 2008, 11 December 2012, and 13 March 2014.

The Charity is governed by a Board of Trustees, who as charity trustees have control of the Charity and its property and funds. New Trustees shall be appointed by the Members subject to the appropriate notice and particulars given to the Charity, and approved by existing Trustees.

The Trustees may at any time co-opt any person duly qualified to be appointed as a Trustee to fill a vacancy in their number or as an additional Trustee, but a co-opted Trustee holds office only until the next AGM.

All newly appointed Trustees receive a copy of the Charity Commission guidelines outlining the role of a trustee. Regular updates on charity governance and issues relating to the UK charity sector are sent to all Trustees. Training opportunities are offered when appropriate.

The Trustees meet to discuss policy and operational issues twice per year. In addition there are monthly meetings between staff and the chair.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Objectives and Activities**

The objectives of the company are to advance the education of charity trustees and managers in charity law and administration and to improve the management of charities and to help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):

- i. making grants and guaranteeing bank or other loans made to charities;
- ii. handling and computerisation of applications for grants to corporate and business donors and grant-making trusts and advising charities on making a case for funds;
- iii. undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity;
- iv. advising charity trustees on matters of policy, including preparation of business plans, and financial control systems, organisational development, monitoring and evaluation, publication and marketing;
- v. running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.

The objectives for the year 2022 were to continue providing advice and support to charities, corporate and business donors and grant making trusts.

### **Achievements and Performance**

The achievements during 2022 are summarised as follows:

- Assessment and investigative work for 89 grant applications (116 in 2021);
- Involvement in partnerships with New Philanthropy Capital and the development of their interactive map, which we then introduced to the Association of Charitable Foundations and the Ministry of Justice, resulting in a briefing for their staff for the former, and knowledge sharing for the latter.
- Collaboration with other funders to share sector knowledge across Criminal Justice, Education, Democracy and Civic Engagement/Peacebuilding throughout the UK, and holding regular convenings with partner charities.
- Development and adoption of safeguarding requirements for all grant holders was reviewed and continued, including updating external and internal guidelines, and playing a key role in the establishment of the Funders Safeguarding Collaborative.
- Coordinating networking and fundraising meetings to introduce grantees to other donors.
- Raising awareness of issues of Child Protection by initiating planning for a feasibility study of a country-by-country measure of the prevalence of abuse and conditions of safety within faith settings
- Conducted qualitative psychological research relating to survivors of institutional abuse. This has strengthened and informed our grant making and consultancy.

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

In the opinion of the Directors, the aims and objectives of the Charity have been achieved during the year.

### Public benefit

In furtherance of its objects, the Directors, as charity trustees have complied with the duty in s.4 of the Charities Act 2011 to have due regard to the guidance contained in the Charity Commission's published general and relevant sub-sector guidance concerning the operation of the public benefit requirement under the Act.

The public benefit provided by Porticus UK in 2022 is detailed below:

#### Statement of public benefit provided by Porticus UK in 2022

Charitable objective	Public benefit provided in 2022
<p><b>To advance the education of charity trustees and managers in Charity Law and Administration.</b></p>	
<ul style="list-style-type: none"> <li>• Improving the management of Charities</li>   <li>• Advising charity trustees on matters of policy, including preparation of business plans and financial control systems, organisational development, monitoring and evaluation, impact, publication and marketing.</li> </ul>	<p>Support and advice was provided to:</p> <ul style="list-style-type: none"> <li>• Two family foundations</li> <li>• A grant-giving foundation in the Republic of Ireland</li> </ul> <p>Partnerships were maintained with Social Finance, the Institute for Voluntary Action Research and Pro-Bono Economics to build the capacity of charities through tailored consultancy support and practical workshops.</p> <p>Sharing knowledge and learning with Foundations in the form of:</p> <ol style="list-style-type: none"> <li>a) Commenting on drafts of             <ol style="list-style-type: none"> <li>a. Preventing Exclusion funding prospectus;</li> <li>b. Phase 2 Business Plan funding document for partner charities</li> <li>c. Primary Exclusions document</li> </ol> </li> <li>b) Supporting/advising the establishment and governance of new charities and campaigns</li> <li>c) provided ongoing consultancy and advice to an international child protection research and training centre in Rome</li> <li>d) contributed to the academic rigour of a qualitative University study on clerical abuse through membership of the project steering group</li> <li>e) Input and contributions to the strategic review of another Foundation, resulting in</li> </ol>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

	<p>their continued involvement in the Criminal Justice sector</p> <p>f) Participation in funder knowledge sharing events on other topics – including Criminal Justice; Education Exclusion; and Church and Faith.</p> <p>Connected people to progress charitable agendas:</p> <ul style="list-style-type: none"><li>• Convened 6 funders for Reducing Exclusions and Improving AP conversation group</li><li>• Convened 22 funders for Initiatives Mapping conversation group</li><li>• Made introductions leading to increased funding for two charities</li><li>• Connected partner charities with global funders/organisations leading to new projects</li></ul> <p>Shared office facilities for charities to hold their meetings</p>
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Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Public benefit (continued)

Charitable objective	Public benefit provided in 2022
<p><b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b></p>	
<ul style="list-style-type: none"> <li>• Handling and computerisation of applications for grants to corporate and business donors and grant making trusts and advising charities on making a case for funds.</li> <li>• Undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity.</li> <li>• Running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.</li> <li>• Making grants and guaranteeing bank or other loans made to charities.</li> </ul>	<p>139 grant applications were assessed in 2022, which resulted in the award of 89 grants.</p> <p><i>(2021: 116 grant applications assessed; 72 grants awarded; Appeals were investigated on behalf of 4 individual donors which resulted in 4 donations).</i></p> <p>Media and Communications training was provided for participants from three charities</p> <p>Regular partner convenings were hosted as part of the Education IntegratED programme, Criminal Justice Positive Pathways programme, and Positive Peacebuilding in Northern Ireland programme.</p> <p>No activity</p>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Financial Review**

During the year income amounting to £1,474,759 (2021: £1,064,309) was received, all of which represented unrestricted income. The funds have been applied to the objectives of the Charity. The Directors expect the general level of activity to continue throughout the coming year.

The overall result for the year was a break even, with overall fund balances remaining at a surplus of £80,211.

### **Risk Management**

The Directors have examined the major risks which the Charity faces and confirm that systems have been established to manage those risks. For example, the risk register was reviewed and updated for changes in risk settings. The directors have assessed the impact of the conflict between Russia and Ukraine as well as the impact of the cost of living crisis, and do not consider these to be a threat.

### **Reserves Policy**

The Directors have reconsidered the reserves of the charity and decided on their Directors meeting held on 24<sup>th</sup> November 2022 to remove the current reserves policy equivalent to one month's of unrestricted expenditure. The Directors are satisfied that, given their own close involvement and continued financial support received from Porticus Amsterdam CV does remove the need of covering for uncertainty in the charity's resilience and capacity to manage unforeseen financial difficulties.

### **Future Plans**

Porticus UK will continue to carry out its principal activities of consultancy, grant assessment and management and advisory services to charities, including training.

### **Directors' Indemnity**

The directors who served during the year ended 31 December 2022 and thereafter are listed on page 8. Stiftung Constanter, the ultimate parent, maintains liability insurance that covers the directors of the charitable company. The ultimate parent has entered into qualifying third-party indemnity arrangements for the benefit of all of the Company's directors in a form and scope which comply with the requirements of the Companies Act 2006 and which were in force throughout the year and remain in force.

### **Strategic report**

The company has taken advantage of the exemption under s414B of the Companies Act not to prepare a Strategic Report.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

### Directors

The directors who served the company during the year were as follows:

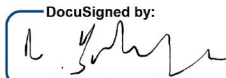
M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
C.F.S. Forder (resigned 23 June 2022)  
J.D. Drury

### Statement as to 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 he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

The company has taken advantage of the small company exemption in preparing the Directors' report.

By Order of the Board

DocuSigned by:  
  
7E55F53EA1CE425...

**M.C.L. Brenninkmeyer**  
Director  
07 July 2023

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Statement of Trustees and Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102. 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 assets, liabilities, financial position and 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

The directors are responsible for keeping proper 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 member of Porticus UK

## Opinion

We have audited the financial statements of Porticus UK ("charitable company") for the year ended 31 December 2022 which comprise Statement of Financial Activities, the Summary Income and Expenditure Account, the Balance Sheet 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- ▶ give a true and fair view of the state of the charitable company's affairs as at 31 December 2022 and of its 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 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 below. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Conclusions relating to going concern

In auditing the financial statements, we have concluded that the 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 charitable company's ability to continue as a going concern for a period of twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees 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 trustee's ability to continue as a going concern.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Other information**

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained in the trustees and directors' 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 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.

### **Opinion on other matter 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' report, which includes the directors' report prepared for the purpose of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- ▶ The trustees and directors' report included within the trustees' report have 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 charitable company and its environment obtained in the course of the audit, we have identified no material misstatements in the trustees and directors' report included within the trustees' report.

We have nothing to report in respect of the following matters where 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 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 Strategic Report.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Responsibilities of trustees**

As explained more fully in the trustees and directors' responsibilities statement set out on page 9, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that 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 charitable 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 management either intends to liquidate the charitable company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

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

### ***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud***

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework (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), the Statement of Recommended Practice for Charities, the Companies Act 2006, the Charities Act 2011 and relevant health and safety, data and tax laws and regulations.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes as well as consideration of the results of our audit procedures across the charitable company and we did not identify any contradictory evidence.
- We assessed the susceptibility of the charitable company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand their risk assessment process and how these risks are being mitigated. We also considered performance targets and their influence on efforts made by management to manage expenditure. We also reviewed correspondence with relevant authorities.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

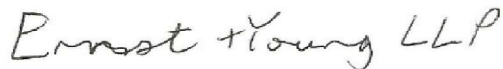
#### ***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud (continued)***

- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved tailoring our audit procedures around expenditure testing to address the risk of management manipulation of expenditure. We tested specific transactions backing to source documentation or independent confirmation, ensuring appropriate authorisation of the transactions.

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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Louise Pennell (Senior statutory auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
London  
Date: 07 July 2023

Porticus UK

**Statement of Financial Activities**  
**(Including an Income and Expenditure Account)**  
**for the year ended 31 December 2022**

	Note	<i>Unrestricted Funds 2022 £</i>	<i>Total Funds 2022 £</i>	<i>Total Funds 2021 £</i>
<b>INCOME AND ENDOWMENTS FROM</b>				
Charitable activities		1,474,759	1,474,759	1,064,235
Other interest receivable		-	-	74
Disposal of Fixed Assets		383	383	-
Unrealized exchange Gain		395	395	-
<b>TOTAL INCOME</b>		<u>1,475,537</u>	<u>1,475,537</u>	<u>1,064,309</u>
<b>EXPENDITURE ON:</b>				
<i>Charitable activities:</i>				
Consultancy	3	1,475,642	1,475,642	1,064,244
Other interest payable		<u>(105)</u>	<u>(105)</u>	<u>65</u>
<b>TOTAL EXPENDITURE</b>		<u>1,475,537</u>	<u>1,475,537</u>	<u>1,064,309</u>
<b>NET MOVEMENT IN FUNDS</b>		-	-	-
<b>TOTAL FUNDS AT 1 JANUARY</b>		80,211	80,211	80,211
<b>TOTAL FUNDS AT 31 DECEMBER</b>	9	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure related to continuing activities. The Charity has neither discontinued any operations nor acquired new operations during the year.

The accompanying notes are an integral part of this Statement of Financial Activities.

Porticus UK

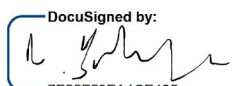
## Balance sheet

at 31 December 2022

	Notes	£	2022 £	£	2021 £
<b>Fixed Assets</b>					
Tangible fixed assets	6		5,121		5,539
<b>Current Assets</b>					
Debtors	7	28,194		179,541	
Cash at bank and in hand		<u>221,998</u>		<u>17,933</u>	
<b>Total Current Assets</b>		250,192		197,474	
<b>Creditors: amounts falling due within one year</b>					
Other creditors	8	<u>(175,102)</u>		<u>(122,802)</u>	
<b>Net Current Assets</b>			75,090		74,672
<b>Net Assets</b>			<u>80,211</u>		<u>80,211</u>
<b>The funds of the charity:</b>					
<b>Unrestricted funds:</b>					
General fund			80,211		80,211
<b>Total Charity Funds</b>	11		<u>80,211</u>		<u>80,211</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small company regime.

The financial statements were approved by the Directors on 07 July 2023 and were signed on their behalf by:

DocuSigned by:  
  
 7E55F53EA1CE425

**M.C.L. Brenninkmeyer**  
Director

DocuSigned by:  
  
 1C5C6CD6127C410

**J.D. Drury**  
Director

The accompanying notes form an integral part of this balance sheet.

## Notes to the financial statements

for the year ended 31 December 2022

### 1. Company Status

Porticus UK (the 'company') is a company limited by guarantee (company no: 3447823) and not having a share capital. Its registration number as a charity is 1069245. The address of its registered office is 4th Floor Michelin House, 81 Fulham Road, London SW3 6RD.

### 2. Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year.

(a) Basis of preparation

The financial statements of Porticus UK have been prepared on a going concern basis and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP (FRS 102)) and Update Bulletin 1, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Porticus UK meets the definition of public benefit entity under FRS 102. The financial statements are prepared in pounds sterling which is the functional currency of the company.

(b) Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

(c) Cash flow statement

The company has taken advantage of the exemption in FRS102 from the requirement to produce a cash flow statement on the grounds that it is a small company.

(d) Income

All income is accounted for on a receivable basis and exclusive of Value Added Tax.

(e) Other interest receivable

Other interest receivable is accounted for when receivable and the amount can be measured reliably by the company.

(f) Expenditure and irrecoverable VAT

Resources expended are included in the Statement of Financial Activities on an accrual basis inclusive of any VAT which cannot be recovered. They are recognised when there is a legal or constructive obligation to pay for expenditure.

## Notes to the financial statements (continued)

for the year ended 31 December 2022

### 2. Accounting Policies (Continued)

(g) Allocation of expenditure

Expenditure is allocated under functional headings on a direct cost basis. Where expenditure is shared between more than one functional heading then costs are allocated according to space occupied per staff numbers or time spent.

(h) Governance costs

Governance costs include those costs of governance arrangements which relate to the general running of the trust which allows the trust to operate and to generate the information required for public accountability.

(i) Restricted funds

Restricted funds are used for specific purposes as laid down by the donor. Expenditure which meets these criteria is identified to the fund.

(j) Unrestricted funds

Unrestricted funds are income received or generated for the objects of the company without specified purposes and are available as unrestricted funds.

(k) Fixed assets and depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. Depreciation is provided at the following rates which aim to write off the cost of the assets over their expected lives:

Office equipment - 33 $\frac{1}{3}$ % straight line

(l) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

(m) Short term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

(n) Pension costs

Contributions to defined contribution schemes are recognised in the Statement of Financial Activities in the period which they become payable.

(o) Employee benefits

Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.

(p) Foreign currencies

Transactions in foreign currencies are initially recorded in the company's functional and presentation currency (pound sterling) at the spot exchange 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 the income statement.

## Notes to the financial statements

for the year ended 31 December 2022

### 2. Accounting Policies (Continued)

#### (q) Financial instruments

Financial assets and liabilities held by the company are qualified as basic financial instruments. Basic Financial instruments are initially recognised at transaction values and subsequently measured at settlement values. Basic financial assets, including trade and other receivables, cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Basic financial liabilities, including trade and other payables, loans from fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction. Financial assets and liabilities are offset, and the net amount reported in the Balance Sheet, when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### 3. Analysis of Expenditure on Charitable Activities

	2022 £	2021 £
Activities undertaken directly	1,348,990	965,216
Support costs (Note 4)	<u>126,547</u>	<u>99,028</u>
	<u>1,475,537</u>	<u>1,064,244</u>

### 4. Analysis of Support Costs

	2022 £	2021 £
Governance	<u>126,547</u>	<u>99,028</u>
	<u>126,547</u>	<u>99,028</u>

### 5. Analysis of Staff Costs

	2022 £	2021 £
Salaries and wages	689,929	429,941
Social security costs	88,319	44,955
Pension costs	<u>62,021</u>	<u>38,897</u>
	<u>840,269</u>	<u>513,793</u>

As indicated above, the pension cost charges for the year were £62,021 (2021: £38,897). No pension costs were accruing or prepaid at 31 December 2022 (2021: £Nil).

Pension costs paid for employees earning above £60,000 totalled £38,272 (2021: £12,640).

## Notes to the financial statements

for the year ended 31 December 2022

### 5. Analysis of Staff Costs (continued)

The number of employees whose emoluments exceeded £60,000 was:

	2022	2021
£ 60,001 - £ 70,000	2	2
£ 80,001 - £ 90,000	2	-
£ 90,001 - £ 125,000	2	-
	<u>      </u>	<u>      </u>

Their retirement benefits are accruing under Money Purchase Schemes.

The average number of staff employed during the year was eleven (2021: nine). The full-time equivalent number for the year was eleven (2021: eight).

### 6. Tangible Fixed Assets

	<i>Office Equipment £</i>
Cost:	
At 1 January 2022	38,619
Additions	<u>6,785</u>
At 31 December 2022	<u>45,404</u>
Depreciation	
At 1 January 2022	33,080
Charge for the year	<u>7,203</u>
At 31 December 2022	<u>40,283</u>
Net book value:	
At 31 December 2022	<u>5,121</u>
At 1 January 2022	<u>5,539</u>

### 7. Debtors

	2022 £	2021 £
Amounts owed by group undertakings	-	139,235
Prepayments and other debtors	3,847	6,058
VAT receivable	<u>24,347</u>	<u>34,248</u>
	<u>28,194</u>	<u>179,541</u>

## Notes to the financial statements

for the year ended 31 December 2022

### 8. Creditors

	2022 £	2021 £
Amounts owed to group undertakings	27,265	932
Trade creditors	60,184	32,678
Accruals and other creditors	87,653	89,192
	<u>175,102</u>	<u>122,802</u>

### 9. Analysis of Net Assets between Funds

	<i>Unrestricted</i> £	2022 £	2021 £
Tangible fixed assets	5,121	5,121	5,539
<b>Current Assets</b>			
Debtors	28,194	28,194	179,541
Cash at bank and in hand	221,998	221,998	17,933
<b>Creditors</b>			
Amounts falling due within one year	<u>(175,102)</u>	<u>(175,102)</u>	<u>(122,802)</u>
Net current assets	<u>75,090</u>	<u>75,090</u>	<u>74,672</u>
Total Assets less Current Liabilities	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

### 10. Net movement in funds is stated after charging

	2022 £	2021 £
Depreciation of owned fixed assets	7,203	11,793
Audit fee	<u>14,500</u>	<u>10,500</u>

### 11. Statement of Funds

	2021 £	Income £	Expenditure £	2022 £
Unrestricted	<u>80,211</u>	<u>1,475,537</u>	<u>1,475,537</u>	<u>80,211</u>

### 12. Directors

The requirement to disclose directors' remuneration in the financial statements of a small company was repealed by Statutory Instrument 2015 No. 980. The directors do not consider there have been any transactions which have 'not been concluded under normal market conditions' in accordance with FRS 102 (paragraph 1AC3.35).

## Notes to the financial statements (continued)

for the year ended 31 December 2022

### 13. Capital Commitments

There were no capital commitments at 31 December 2022 (2021: £Nil).

### 14. Related Party Transactions

COFRA G.B. Limited, a related party by virtue of one or more common directors, invoiced the company £240,763 (2021: £224,575) for rental, facilities and other expenses of the office. The amount owed by the company at the Balance Sheet date was £Nil (2021: £932). Fees of £2,200 were invoiced by COFRA G.B. Limited for payroll and related services during the year (2021: £4,700). Accounting services are provided by COFRA G.B. Limited at no cost.

The company received income of £1,474,759 (2021: £1,064,235) from Porticus Amsterdam C.V., its sole member, including deferred income of £Nil (2021: £Nil). There was an amount of £27,265 (2021: £139,235) owed to the company at the Balance Sheet date in relation to an invoice issued at the year end.

### 15. Ultimate parent undertaking

The company's ultimate parent undertaking is Stiftung Constanter, a Swiss based charitable foundation (CHE-177.334.956). The purpose of the foundation is to protect and promote idealistic and cultural values and, in general, charity, both in Switzerland and abroad. The foundation has a non-profit character, does not pursue a profit-making purpose and does not aim for profit. The company's immediate parent undertaking is Porticus Amsterdam C.V., a limited partnership registered in the Netherlands, and this exercises control through the power to appoint and remove trustees.

**PORTICUS UK**

England & Wales - Charity number 1069245

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# Accounts

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Company No: 3447823  
Registered Charity No: 1069245

**PORTICUS UK**

**REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2021**

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Contents**

	Page
Legal and Administrative Information	1
Trustees and Directors' Report	2
Statement of Directors' Responsibilities	9
Independent Auditor's Report	10
Statement of Financial Activities	14
Balance Sheet	15
Notes to the Financial Statements	16

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Legal and Administrative Information**

**Directors (Trustees)**

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
J.D. Drury

**Registered Office**

Michelin House, Fourth Floor  
81 Fulham Road  
London  
SW3 6RD

**Auditor**

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

**Bankers**

HSBC Plc  
16 King Street  
Covent Garden  
London  
WC2E 8JF

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report**

The Directors present their report together with the financial statements for the year ended 31 December 2021.

### **Reference and Administration Information**

The present Directors and any Directors who served during the year are given on page 8.

The Directors of the charitable company (the Charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the Trustees.

Legal and administrative information set out on page 1 forms part of this report.

### **Structure, Governance and Management**

The full name of the Charity is Porticus UK, which was incorporated on 10 October 1997 and commenced business on 1 January 1999. On 2 October 1997, the company was authorised to exclude the word "Limited" in its title. It is:

- A company limited by guarantee and not having a share capital, number 3447823.
- A charity registered in England and Wales, number 1069245.

The Charity's governing document is its Articles of Association dated 10 October 1997, as amended by Special Resolution dated 18 April 2008, 11 December 2012, and 13 March 2014.

The Charity is governed by a Board of Trustees, who as charity trustees have control of the Charity and its property and funds. New Trustees shall be appointed by the Members subject to the appropriate notice and particulars given to the Charity, and approved by existing Trustees.

The Trustees may at any time co-opt any person duly qualified to be appointed as a Trustee to fill a vacancy in their number or as an additional Trustee, but a co-opted Trustee holds office only until the next AGM.

All newly appointed Trustees receive a copy of the Charity Commission guidelines outlining the role of a trustee. Regular updates on charity governance and issues relating to the UK charity sector are sent to all Trustees. Training opportunities are offered when appropriate.

The Trustees meet to discuss policy and operational issues twice per year. In addition there are monthly meetings between staff and the chair.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Objectives and Activities**

The objectives of the company are to advance the education of charity trustees and managers in charity law and administration and to improve the management of charities and to help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):

- i. making grants and guaranteeing bank or other loans made to charities;
- ii. handling and computerisation of applications for grants to corporate and business donors and grant-making trusts and advising charities on making a case for funds;
- iii. undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity;
- iv. advising charity trustees on matters of policy, including preparation of business plans, and financial control systems, organisational development, monitoring and evaluation, publication and marketing;
- v. running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.

The objectives for the year 2021 were to continue providing advice and support to charities, corporate and business donors and grant making trusts.

### **Achievements and Performance**

The achievements during 2021 are summarised as follows:

- Assessment and investigative work for 116 grant applications (395 in 2020);
- Involved in partnerships to build the capacity of grant-holders and other charities through tailored consultancy support and practical workshops in Criminal Justice, Education and Child Protection.
- Collaboration with other funders to share sector knowledge.
- A further focus on Northern Ireland was developed with an evaluation of a community engagement grant scheme and a participative conflict analysis and programme proposal. Key learnings have been shared with the sector.
- Development of and adoption of safeguarding requirements for all grant holders was continued.
- Raising awareness of the issues of child protection and education exclusion with funders and policy makers.

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

In the opinion of the Directors, the aims and objectives of the Charity have been achieved during the year.

### Public benefit

In furtherance of its objects, the Directors, as charity trustees have complied with the duty in s.4 of the Charities Act 2011 to have due regard to the guidance contained in the Charity Commission's published general and relevant sub-sector guidance concerning the operation of the public benefit requirement under the Act.

The public benefit provided by Porticus UK in 2021 is detailed below:

### Statement of public benefit provided by Porticus UK in 2021

Charitable objective	Public benefit provided in 2021
<p><b>To advance the education of charity trustees and managers in Charity Law and Administration.</b></p>	
<ul style="list-style-type: none"> <li>• Improving the management of Charities.</li>   <li>• Advising charity trustees on matters of policy, including preparation of business plans and financial control systems, organisational development, monitoring and evaluation, impact, publication and marketing.</li> </ul>	<p>Support and advice were provided to:</p> <ul style="list-style-type: none"> <li>• Two family foundations</li> <li>• Kulika Charitable Trust 1981</li> <li>• St Stephen's Green Charitable Trust</li> </ul> <p>Transitioning to a programmatic way of working, looking at social challenges and systems change, has meant the grants advised on are significantly larger and clustered together, with mappings and evaluation built in.</p> <p>An Evidence and Gap Map and Guidebook on institutional responses to child abuse, commissioned by Porticus and carried out by Giving Evidence, was published, and shared in conferences, with implications being explored with a range of stakeholders.</p> <p>A Systematic Review and Evidence Gap Map on Interreligious Dialogue and Ecumenism studies was also commissioned, to understand and synthesise the effectiveness of these.</p> <p>A conference for Trustees and various stakeholders on monitoring, evaluation and impact was held in partnership with 3 charities.</p> <p>Partnerships were maintained with Social Finance, the Institute for Voluntary Action Research and Pro-Bono Economics to build the capacity of charities through tailored consultancy support and practical workshops.</p>

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Public benefit (continued)

Charitable objective	Public benefit provided in 2021
<p data-bbox="240 573 1401 633"><b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b></p> <ul style="list-style-type: none"> <li data-bbox="240 696 754 757">• Advising charity trustees on matters of policy (continued)</li> </ul>	<p data-bbox="754 696 1401 880">Advice was given on charity governance – including the provision of support to a group setting up a new charitable entity; the key aspects of organisational due diligence; and the funding landscape in general. Team members acted as a sounding board on these topics for stakeholders of the new initiatives.</p> <p data-bbox="754 913 1401 1155">Safeguarding policy development and raising safeguarding due diligence standards for funding entities was undertaken. This included convening meetings and training sessions to build the capacity of Designated Safeguarding Officers. Through participating in various funder safeguarding groups, knowledge was developed and shared with the wider network of those funded.</p> <p data-bbox="754 1189 1401 1305">The concept and knowledge of Contextual Safeguarding was shared and promoted in new areas and with European networks, where it can be applied.</p> <p data-bbox="754 1339 1401 1491">Advice was given to a number of international sporting and faith-based organisations seeking to implement systematic change around the protection of children across complex multi-country organisations</p> <p data-bbox="754 1525 1401 1619">Active participation in the steering committees of university research projects in areas of study such as child protection within institutional settings.</p> <p data-bbox="754 1653 1401 1769">Participation in funder knowledge sharing events on other topics – including Criminal Justice; Education Exclusion; Community Development and Church and Faith.</p> <p data-bbox="754 1803 1401 1955">Raising awareness amongst voluntary and statutory sector organisations, on research report findings and the production of a free mapping tool, developed for use by and for those working in or alongside the Criminal Justice sector.</p> <p data-bbox="754 1989 1401 2098">Consultancy advice, guidance and networking introductions provided to a therapeutic support service for survivors of domestic abuse regarding charitable vehicle, structure, and governance.</p>

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

**Trustees and Directors' report (continued)**

Charitable objective	Public benefit provided in 2021
<b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b>	
<ul style="list-style-type: none"> <li>Advising charity trustees on matters of policy (continued)</li> </ul>	<p>Advice was given to one charity on the winding up process, including due diligence and risk assessments on its final grant payment.</p> <p>Consultancy advice, guidance and networking introductions were provided to a small charity, to strengthen its home-hosting network for beneficiaries fleeing abusive situations. Introductions were made to larger charities with greater experience in this field, willing to share their knowledge and expertise.</p>
<ul style="list-style-type: none"> <li>Handling and computerisation of applications for grants to corporate and business donors and grant making trusts and advising charities on making a case for funds.</li> </ul>	<p>116 grant applications were assessed in 2021 which resulted in the award of 72 grants.</p> <p><i>(2020: 395 grant applications assessed; 107 grants awarded).</i></p>
<ul style="list-style-type: none"> <li>Undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity.</li> </ul>	<p>Investigations of appeals on behalf of individual 4 donors were undertaken which resulted in 4 donations.</p> <p><i>(2020: Appeals were investigated on behalf of 8 individual donors which resulted in 44 donations)</i></p>
<ul style="list-style-type: none"> <li>Running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.</li> </ul>	<p>Partner convenings were hosted as part of the Education IntegratED programme, Criminal Justice programme, Positive Pathways and Peacebuilding programme.</p>
<ul style="list-style-type: none"> <li>Making grants and guaranteeing bank or other loans made to charities.</li> </ul>	<p>No activity</p>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Financial Review**

During the year income amounting to £1,064,309 (2020: £1,043,457) was received, all of which represented unrestricted income. The funds have been applied to the objectives of the Charity. The Directors expect the general level of activity to continue throughout the coming year.

The overall result for the year was a break even, with overall fund balances remaining at a surplus of £80,211.

### **Risk Management**

The Directors have examined the major risks which the Charity faces and confirm that systems have been established to manage those risks. For example, the risk register was reviewed and updated for changes in risk settings. Management has assessed the impact of the COVID-19 pandemic on the operations and do not consider it to be a threat.

### **Reserves Policy**

The Directors have considered the reserves of the Charity and are satisfied that, given their own close involvement and continued financial support from Porticus Amsterdam C.V., the charity reserves at the end of the year can be kept at an amount equivalent to one month's unrestricted expenditure.

### **Future Plans**

Porticus UK will continue to carry out its principal activities of consultancy, grant assessment and management and advisory services to charities, including training. This has not been significantly impacted by the COVID-19 pandemic.

### **Strategic report**

The company has taken advantage of the exemption under s414B of the Companies Act not to prepare a Strategic Report.

### **Going concern**

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. The Directors are also of the view that COVID-19 does not impact the Charity's ability to continue as a going concern. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Directors

The directors who served the company during the year were as follows:

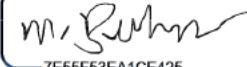
M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
C.F.S. Forder (resigned 23 June 2022)  
J.D. Drury

### Statement as to 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 he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

The company has taken advantage of the small company exemption in preparing the Directors' report.

By Order of the Board

DocuSigned by:  
  
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**M.C.L. Brenninkmeyer**  
Director  
5 August 2022

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Statement of Trustees and Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102. 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

The directors are responsible for keeping proper 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 member of Porticus UK**

### **Opinion**

We have audited the financial statements of Porticus UK ("charitable company") for the year ended 31 December 2021 which comprise Statement of Financial Activities, the Summary Income and Expenditure Account, the Balance Sheet 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- ▶ give a true and fair view of the state of the charitable company's affairs as at 31 December 2021 and of its 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 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 below. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the 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 charitable company's ability to continue as a going concern for a period of twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees 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 trustee's ability to continue as a going concern.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Other information**

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained in the trustees and directors' 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 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.

### **Opinion on other matter 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' report, which includes the directors' report prepared for the purpose of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- ▶ The trustees and directors' report included within the trustees' report have 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 charitable company and its environment obtained in the course of the audit, we have identified no material misstatements in the trustees and directors' report included within the trustees' report.

We have nothing to report in respect of the following matters where 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 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 Strategic Report.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Responsibilities of trustees**

As explained more fully in the trustees and directors' responsibilities statement set out on page 9, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that 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 charitable 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 management either intends to liquidate the charitable company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

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

### ***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud***

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework (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), the Statement of Recommended Practice for Charities, the Companies Act 2006, the Charities Act 2011 and relevant health and safety, data and tax laws and regulations.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes as well as consideration of the results of our audit procedures across the charitable company and we did not identify any contradictory evidence.
- We assessed the susceptibility of the charitable company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand their risk assessment process and how these risks are being mitigated. We also considered performance targets and their influence on efforts made by management to manage expenditure. We also reviewed correspondence with relevant authorities.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

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

- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved tailoring our audit procedures around expenditure testing to address the risk of management manipulation of expenditure. We tested specific transactions backing to source documentation or independent confirmation, ensuring appropriate authorisation of the transactions.

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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

*Ernst + Young LLP*

Louise Pennell (Senior statutory auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
London  
Date: 10 August, 2022

**Statement of Financial Activities**  
**(Including an Income and Expenditure Account)**  
**for the year ended 31 December 2021**

	Note	<i>Unrestricted Funds 2021 £</i>	<i>Total Funds 2021 £</i>	<i>Total Funds 2020 £</i>
<b>INCOME AND ENDOWMENTS FROM</b>				
Charitable activities		1,064,235	1,064,235	1,043,451
Other interest receivable		74	74	6
<b>TOTAL INCOME</b>		<u>1,064,309</u>	<u>1,064,309</u>	<u>1,043,457</u>
<b>EXPENDITURE ON:</b>				
<i>Charitable activities:</i>				
Consultancy	3	1,064,244	1,064,244	1,043,401
Other interest payable		65	65	56
<b>TOTAL EXPENDITURE</b>		<u>1,064,309</u>	<u>1,064,309</u>	<u>1,043,457</u>
<b>NET MOVEMENT IN FUNDS</b>		-	-	-
<b>TOTAL FUNDS AT 1 JANUARY</b>		80,211	80,211	80,211
<b>TOTAL FUNDS AT 31 DECEMBER</b>	9	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure related to continuing activities. The Charity has neither discontinued any operations nor acquired new operations during the year.

The accompanying notes are an integral part of this Statement of Financial Activities.

Porticus UK

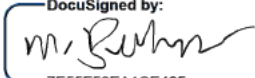
**Balance sheet**

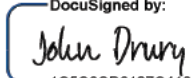
at 31 December 2021

	Notes	£	2021 £	£	2020 £
<b>Fixed Assets</b>					
Tangible fixed assets	6		5,539		15,633
<b>Current Assets</b>					
Debtors	7	179,541		103,570	
Cash at bank and in hand		17,933		30,588	
<b>Total Current Assets</b>		197,474		134,158	
<b>Creditors: amounts falling due within one year</b>					
Other creditors	8	(122,802)		(69,580)	
<b>Net Current Assets</b>			74,672		64,578
<b>Net Assets</b>			<u>80,211</u>		<u>80,211</u>
<b>The funds of the charity:</b>					
<b>Unrestricted funds:</b>					
General fund			80,211		80,211
<b>Total Charity Funds</b>	11		<u>80,211</u>		<u>80,211</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small company regime.

The financial statements were approved by the Directors on 5 August 2022 and were signed on their behalf by:

DocuSigned by:  
  
 .....7E55F53EA1CE425.....  
**M.C.L. Brenninkmeyer**  
 Director

DocuSigned by:  
  
 .....JC5CACD0127C41D.....  
**J.D. Drury**  
 Director

The accompanying notes form an integral part of this balance sheet.

## Notes to the financial statements

for the year ended 31 December 2021

### 1. Company Status

Porticus UK (the 'company') is a company limited by guarantee (company no: 3447823) and not having a share capital. Its registration number as a charity is 1069245. The address of its registered office is 4th Floor Michelin House, 81 Fulham Road, London SW3 6RD.

### 2. Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year.

#### (a) Basis of preparation

The financial statements of Porticus UK have been prepared on a going concern basis and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP (FRS 102)) and Update Bulletin 1, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Porticus UK meets the definition of public benefit entity under FRS 102.

#### (b) Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. The Directors are also of the view that COVID-19 does not impact the Charity's ability to continue as a going concern. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

#### (c) Cash flow statement

The company has taken advantage of the exemption in FRS102 from the requirement to produce a cash flow statement on the grounds that it is a small company.

#### (d) Income

All income is accounted for on a receivable basis and exclusive of Value Added Tax.

#### (e) Other interest receivable

Other interest receivable is accounted for when receivable and the amount can be measured reliably by the company.

#### (f) Expenditure and irrecoverable VAT

Resources expended are included in the Statement of Financial Activities on an accrual basis inclusive of any VAT which cannot be recovered. They are recognised when there is a legal or constructive obligation to pay for expenditure.

## Notes to the financial statements (continued)

for the year ended 31 December 2021

### 2. Accounting Policies (Continued)

(g) Allocation of expenditure

Expenditure is allocated under functional headings on a direct cost basis. Where expenditure is shared between more than one functional heading then costs are allocated according to space occupied per staff numbers or time spent.

(h) Governance costs

Governance costs include those costs of governance arrangements which relate to the general running of the trust which allows the trust to operate and to generate the information required for public accountability.

(i) Restricted funds

Restricted funds are used for specific purposes as laid down by the donor. Expenditure which meets these criteria is identified to the fund.

(j) Unrestricted funds

Unrestricted funds are income received or generated for the objects of the company without specified purposes and are available as unrestricted funds.

(k) Fixed assets and depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. Depreciation is provided at the following rates which aim to write off the cost of the assets over their expected lives:

Office equipment - 33 $\frac{1}{3}$ % straight line

(l) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

(m) Short term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

(n) Pension costs

Contributions to defined contribution schemes are recognised in the Statement of Financial Activities in the period which they become payable.

(o) Employee benefits

Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.

(p) 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 balance sheet date. All differences are taken to the profit and loss account.

## Notes to the financial statements

for the year ended 31 December 2021

### 2. Accounting Policies (Continued)

#### (q) Financial instruments

Financial assets and liabilities held by the company are qualified as basic financial instruments. Basic Financial instruments are initially recognised at transaction values and subsequently measured at settlement values.

### 3. Analysis of Expenditure on Charitable Activities

	2021 £	2020 £
Activities undertaken directly	965,216	953,179
Support costs (Note 4)	99,028	90,222
	<u>1,064,244</u>	<u>1,043,401</u>

### 4. Analysis of Support Costs

	2021 £	2020 £
Governance	99,028	90,222
	<u>99,028</u>	<u>90,222</u>

### 5. Analysis of Staff Costs

	2021 £	2020 £
Salaries and wages	429,941	410,111
Social security costs	44,955	43,235
Pension costs	38,897	58,191
	<u>513,793</u>	<u>511,537</u>

As indicated above, the pension cost charges for the year were £38,897 (2020: £58,191). No pension costs were accruing or prepaid at 31 December 2021 (2020: £Nil).

Pension costs paid for employees earning above £60,000 totalled £12,640 (2020: £37,745).

## Notes to the financial statements

for the year ended 31 December 2021

### 5. Analysis of Staff Costs (continued)

The number of employees whose emoluments exceeded £60,000 was:

	2021	2020
£ 60,001 - £ 70,000	2	2
£ 80,001 - £ 90,000	-	1
	<u>          </u>	<u>          </u>

Their retirement benefits are accruing under Money Purchase Schemes.

The average number of staff employed during the year was nine (2020: nine). The full-time equivalent number for the year was eight (2020: eight).

### 6. Tangible Fixed Assets

	<i>Office Equipment £</i>
Cost:	
At 1 January 2021	36,920
Additions	<u>1,699</u>
At 31 December 2021	<u>38,619</u>
Depreciation	
At 1 January 2021	21,287
Charge for the year	<u>11,793</u>
At 31 December 2021	<u>33,080</u>
Net book value:	
At 31 December 2021	<u>5,539</u>
At 1 January 2021	<u>15,633</u>

### 7. Debtors

	2021 £	2020 £
Amounts owed by group undertakings	139,235	54,433
Prepayments and other debtors	6,058	13,206
VAT receivable	<u>34,248</u>	<u>35,931</u>
	<u>179,541</u>	<u>103,570</u>

## Notes to the financial statements

for the year ended 31 December 2021

### 8. Creditors

	2021 £	2020 £
Amounts owed to group undertakings	932	15,497
Trade creditors	32,678	19,947
Accruals and other creditors	89,192	34,136
	<u>122,802</u>	<u>69,580</u>

### 9. Analysis of Net Assets between Funds

	<i>Unrestricted</i> £	2021 £	2020 £
Tangible fixed assets	5,539	5,539	15,633
<b>Current Assets</b>			
Debtors	179,541	179,541	103,570
Cash at bank and in hand	17,933	17,933	30,588
<b>Creditors</b>			
Amounts falling due within one year	<u>(122,802)</u>	<u>(122,802)</u>	<u>(69,580)</u>
Net current assets	<u>74,672</u>	<u>74,672</u>	<u>64,578</u>
Total Assets less Current Liabilities	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

### 10. Net movement in funds is stated after charging

	2021 £	2020 £
Depreciation of owned fixed assets	11,793	12,361
Audit fee	<u>10,500</u>	<u>7,200</u>

### 11. Statement of Funds

	2020 £	Income £	Expenditure £	2021 £
Unrestricted	<u>80,211</u>	<u>1,064,309</u>	<u>1,064,309</u>	<u>80,211</u>

### 12. Directors

The requirement to disclose directors' remuneration in the financial statements of a small company was repealed by Statutory Instrument 2015 No. 980. The directors do not consider there have been any transactions which have 'not been concluded under normal market conditions' in accordance with FRS 102 (paragraph 1AC3.35).

## Notes to the financial statements (continued)

for the year ended 31 December 2021

### 13. Capital Commitments

There were no capital commitments at 31 December 2021 (2020: £Nil).

### 14. Related Party Transactions

COFRA G.B. Limited, a related party by virtue of one or more common directors, invoiced the company £224,575 (2020: £169,961) for rental, facilities and other expenses of the office. The amount owed by the company at the Balance Sheet date was £932 (2020: £Nil). Fees of £4,700 were invoiced by COFRA G.B. Limited for payroll and related services during the year (2020: £5,050). Accounting services are provided by COFRA G.B. Limited at no cost.

The company received income of £1,064,235 (2020: £1,043,451) from Porticus Amsterdam C.V., its sole member, including deferred income of £Nil (2020: £15,497). There was an amount of £139,235 (2020: £35,534) owed to the company at the Balance Sheet date in relation to an invoice issued at the year end.

Due to the restructure of the ultimate parent undertaking on 15 February 2021, there are no related party transactions for Fairmark Sarl in the current year. Interest of £6 was received from, and interest of £56 was paid to Fairmark Sarl during the prior year and there was a balance of £18,899 owed to the company at 31 December 2020 from Fairmark Sarl.

### 15. Ultimate parent undertaking

The company's ultimate parent undertaking is Stiftung Constanter, a Swiss based foundation. The company's immediate parent undertaking is Porticus Amsterdam C.V., a limited partnership registered in the Netherlands.

**PORTICUS UK**

England & Wales - Charity number 1069245

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# Accounts

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Company No: 3447823  
Registered Charity No: 1069245

**PORTICUS UK**

**REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Contents**

	Page
Legal and Administrative Information	1
Trustees and Directors' Report	2
Statement of Directors' Responsibilities	8
Independent Auditor's Report	9
Statement of Financial Activities	13
Balance Sheet	14
Notes to the Financial Statements	15

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

**Legal and Administrative Information**

**Directors (Trustees)**

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
C.F.S. Forder  
J.D. Drury

**Secretary and Registered Office**

J.W. Leek  
Michelin House, Fourth Floor  
81 Fulham Road  
London  
SW3 6RD

**Chief Executive**

J.W. Leek

**Auditor**

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

**Bankers**

HSBC Plc  
16 King Street  
Covent Garden  
London  
WC2E 8JF

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report**

The Directors present their report together with the financial statements for the year ended 31 December 2020.

### **Reference and Administration Information**

The present Directors and any Directors who served during the year are given on page 7, together with the name of the Chief Executive.

The Directors of the charitable company (the Charity) are its trustees for the purposes of charity law and throughout this report are collectively referred to as the Trustees.

Legal and administrative information set out on page 1 forms part of this report.

### **Structure, Governance and Management**

The full name of the Charity is Porticus UK, which was incorporated on 10 October 1997 and commenced business on 1 January 1999. On 2 October 1997, the company was authorised to exclude the word "Limited" in its title. It is:

- A company limited by guarantee and not having a share capital, number 3447823.
- A charity registered in England and Wales, number 1069245.

The Charity's governing document is its Articles of Association dated 10 October 1997, as amended by Special Resolution dated 18 April 2008, 11 December 2012, and 13 March 2014.

The Charity is governed by a Board of Trustees, who as charity trustees have control of the Charity and its property and funds. New Trustees shall be appointed by the Members subject to the appropriate notice and particulars given to the Charity, and approved by existing Trustees.

The Trustees may at any time co-opt any person duly qualified to be appointed as a Trustee to fill a vacancy in their number or as an additional Trustee, but a co-opted Trustee holds office only until the next AGM.

All newly appointed Trustees receive a copy of the Charity Commission guidelines outlining the role of a trustee. Regular updates on charity governance and issues relating to the UK charity sector are sent to all Trustees. Training opportunities are offered when appropriate.

The Trustees and Chief Executive meet to discuss policy and operational issues twice per year. In addition there are monthly meetings between staff and the chairman.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Objectives and Activities**

The objectives of the company are to advance the education of charity trustees and managers in charity law and administration and to improve the management of charities and to help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):

- i. making grants and guaranteeing bank or other loans made to charities;
- ii. handling and computerisation of applications for grants to corporate and business donors and grant-making trusts and advising charities on making a case for funds;
- iii. undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity;
- iv. advising charity trustees on matters of policy, including preparation of business plans, and financial control systems, organisational development, monitoring and evaluation, publication and marketing;
- v. running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.

The objectives for the year 2020 were to continue providing advice and support to charities, corporate and business donors and grant making trusts.

### **Achievements and Performance**

The achievements during 2020 are summarised as follows:

- Assessment and investigative work for 395 grant applications (639 in 2019);
- Involved in partnerships to build the capacity of grant-holders and other charities through tailored consultancy support and practical workshops in Criminal Justice, Education and Child Protection.
- Collaboration with other funders to share sector knowledge.
- A further focus on Northern Ireland was developed with an evaluation of a community engagement grant scheme and a participative conflict analysis and programme proposal. Key learnings have been shared with the sector.
- Development of and adoption of safeguarding requirements for all grant holders was continued. Safeguarding training webinars were organised for 17 charities.
- Networking and fundraising meetings to introduce grantees to other donors;
- Raising awareness of the issues of child protection and education exclusion with funders and policy makers.

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

In the opinion of the Directors, the aims and objectives of the Charity have been achieved during the year.

### Public benefit

In furtherance of its objects, the Directors, as charity trustees have complied with the duty in s.4 of the Charities Act 2011 to have due regard to the guidance contained in the Charity Commission's published general and relevant sub-sector guidance concerning the operation of the public benefit requirement under the Act.

The public benefit provided by Porticus UK in 2020 is detailed below:

### Statement of public benefit provided by Porticus UK in 2020

Charitable objective	Public benefit provided in 2020
<p><b>To advance the education of charity trustees and managers in Charity Law and Administration.</b></p> <ul style="list-style-type: none"> <li>• Improving the management of Charities.</li>   <li>• Advising charity trustees on matters of policy, including preparation of business plans and financial control systems, organisational development, monitoring and evaluation, impact, publication and marketing.</li> </ul>	<p>Support and advice was provided to:</p> <ul style="list-style-type: none"> <li>• Two family foundations</li> <li>• Kulika Charitable Trust 1981</li> <li>• St Stephen's Green Charitable Trust</li> </ul> <p>An evidence Gap Map commissioned to look at institutions and positive child protection interventions. This is now publicly available through the Campbell Collaboration and Giving Evidence.</p> <p>Partnerships with Social Finance, IVAR and Pro-Bono Economics to build the capacity of grant-holders and other charities through tailored consultancy support and practical workshops.</p> <p>Advice given in response to a number of enquiries on charity governance - the various structures; the key aspects of organisational due diligence, the funding landscape in general. Team members acted as a sounding board following such advice.</p> <p>Safeguarding policy development and raising safeguarding due diligence standards for funding entities. Also safeguarding capacity building – regular meetings and training of Designated Safeguarding Officers. Porticus joined a funders and safeguarding group with other trusts and foundations.</p>

Porticus UK

Company No: 3447823

Registered Charity No: 1069245

## Trustees and Directors' report (continued)

### Public benefit (continued)

Charitable objective	Public benefit provided in 2020
<p><b>To help charities in the most effective use of their resources for purposes which are exclusively charitable including (but without limiting the foregoing):</b></p>	
<ul style="list-style-type: none"> <li>• Advising charity trustees on matters of policy (continued)</li>   <li>• Handling and computerisation of applications for grants to corporate and business donors and grant making trusts and advising charities on making a case for funds.</li>   <li>• Undertaking of investigations of appeals on behalf of donors and research and feasibility studies into areas of charitable activity and potential charitable activity.</li>   <li>• Running seminars, exhibitions and conferences directed towards improvement of the managerial effectiveness of charities.</li>   <li>• Making grants and guaranteeing bank or other loans made to charities.</li> </ul>	<p>We gave advise on safeguarding and child protection to the Special Olympics, an international sporting organisation, as well as to a range of Church organisations, including the Centre for Child Protection in Rome.</p> <p>Participation in funder networking to share knowledge on Criminal Justice; Education Exclusion; Community Development and Church and Faith.</p> <p>395 grant applications were assessed in 2020 which resulted in the award of 114 grants. <i>(2019: 639 grant applications assessed; 99 grants awarded).</i></p> <p>Investigations of appeals on behalf of individual 8 donors were undertaken which resulted in 44 donations. <i>(2019: Appeals were investigated on behalf of 9 individual donors which resulted in 61 donations)</i></p> <p>Safeguarding training webinars were organised for Charity and Church leaders. Partner convenings were hosted as part of the Education IntegratED programme and Criminal Justice programme, positive pathways.</p> <p>No activity</p>

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Financial Review**

During the year income amounting to £1,043,457 (2019: £962,961) was received, all of which represented unrestricted income. The funds have been applied to the objectives of the Charity. The Directors expect the general level of activity to continue throughout the coming year.

The overall result for the year was a break even, with overall fund balances remaining at a surplus of £80,211.

### **Risk Management**

The Directors have examined the major risks which the Charity faces and confirm that systems have been established to manage those risks. For example, the risk register was reviewed and updated for changes in risk settings. Management has assessed the impact of the COVID-19 pandemic on the operations and do not consider it to be a threat.

### **Reserves Policy**

The Directors have considered the reserves of the Charity and are satisfied that, given their own close involvement and continued financial support from Porticus Amsterdam C.V., the charity reserves at the end of the year can be kept at an amount equivalent to one month's unrestricted expenditure.

### **Future Plans**

Porticus UK will continue to carry out its principal activities of consultancy, grant assessment and management and advisory services to charities, including training. This has not been significantly impacted by the COVID-19 pandemic.

### **Strategic report**

The company has taken advantage of the exemption under s414B of the Companies Act not to prepare a Strategic Report.

### **Events since the balance sheet date**

On 15 February 2021, Genossenschaft Constanter, a Swiss charitable cooperative, donated the limited partner and a general partner of Porticus Amsterdam C.V. to Stiftung Constanter, a Swiss charitable foundation.

### **Going concern**

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. The Directors are also of the view that COVID-19 does not impact the Charity's ability to continue as a going concern. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of 12 months from the date of approval of the company's balance sheet.

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Trustees and Directors' report (continued)**

### **Directors**

The directors who served the company during the year were as follows:

M.C.L. Brenninkmeyer  
D.R. Brenninkmeijer  
L.W.M Brenninkmeijer  
C.F.S. Forder  
J.D. Drury

### **Statement as to 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 he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

The company has taken advantage of the small company exemption in preparing the Directors' report.

By Order of the Board

DocuSigned by:  
  
9AEE3A3AC125412...  
**M.C.L. Brenninkmeyer**  
Director  
23 August 2021

Porticus UK

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Company No: 3447823

Registered Charity No: 1069245

## **Statement of Trustees and Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS102. 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

The directors are responsible for keeping proper 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 member of Porticus UK**

## **Opinion**

We have audited the financial statements of Porticus UK ("charitable company") for the year ended 31 December 2020 which comprise the Statement of Financial Activities, the Summary Income and Expenditure Account, the Balance Sheet, and the related notes 1 to 16, 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 (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 December 2020 and of its 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 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 below. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Conclusions relating to going concern**

In auditing the financial statements, we have concluded that the 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 charitable company's ability to continue as a going concern for a period of twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees 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 trustee's ability to continue as a going concern.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Other information**

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information.

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

We have nothing to report in this regard.

### **Opinion on other matter 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' report, which includes the directors' report prepared for the purpose of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The trustees and directors' report included within the trustees' report have 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 charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees and directors' report.

We have nothing to report in respect of the following matters where 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 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 exemption in preparing the Strategic Report.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Responsibilities of trustees**

As explained more fully in the trustees and directors' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes 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 charitable 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 management either intends to liquidate the charitable company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

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

#### ***Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud***

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework: 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), the Statement of Recommended Practice for Charities, the Companies Act 2006, the Charities Act 2011 and relevant health and safety, data and tax laws and regulations.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes as well as consideration of the results of our audit procedures across the charitable company and we did not identify any contradictory evidence.
- We assessed the susceptibility of the charitable company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand their risk assessment process and how these risks are being mitigated. We also considered performance targets and their influence on efforts made by management to manage expenditure. We also reviewed correspondence with relevant authorities.

## **Independent auditor's report (continued)**

**to the member of Porticus UK**

### **Auditor's responsibilities for the audit of the financial statements (continued)**

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

- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved tailoring our audit procedures around expenditure testing to address the risk of management manipulation of expenditure. We tested specific transactions backing to source documentation or independent confirmation, ensuring appropriate authorisation of the transactions.

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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Handwritten signature in black ink that reads "Ernst + Young LLP".

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

Date: 26/8/2021

Porticus UK

**Statement of Financial Activities**  
**(Including an Income and Expenditure Account)**  
**for the year ended 31 December 2020**

	Note	<i>Unrestricted Funds 2020 £</i>	<i>Total Funds 2020 £</i>	<i>Total Funds 2019 £</i>
<b>INCOME AND ENDOWMENTS FROM</b>				
Charitable activities		1,043,451	1,043,451	962,912
Other interest receivable		6	6	49
<b>TOTAL INCOME</b>		<u>1,043,457</u>	<u>1,043,457</u>	<u>962,961</u>
<b>EXPENDITURE ON:</b>				
<i>Charitable activities:</i>				
Consultancy	3	1,043,401	1,043,401	962,961
Other interest payable		56	56	-
<b>TOTAL EXPENDITURE</b>		<u>1,043,457</u>	<u>1,043,457</u>	<u>962,961</u>
<b>NET MOVEMENT IN FUNDS</b>		-	-	-
<b>TOTAL FUNDS AT 1 JANUARY</b>		80,211	80,211	80,211
<b>TOTAL FUNDS AT 31 DECEMBER</b>	9	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure related to continuing activities. The Charity has neither discontinued any operations nor acquired new operations during the year.

The accompanying notes are an integral part of this Statement of Financial Activities.

Porticus UK

## Balance sheet

at 31 December 2020

	Notes	£	2020 £	£	2019 £
<b>Fixed Assets</b>					
Tangible fixed assets	6		15,633		24,375
<b>Current Assets</b>					
Debtors	7	103,570		105,453	
Cash at bank and in hand		30,588		45,691	
<b>Total Current Assets</b>		134,158		151,144	
<b>Creditors: amounts falling due within one year</b>					
Other creditors	8	(69,580)		(95,308)	
<b>Net Current Assets</b>			64,578		55,836
<b>Net Assets</b>			<u>80,211</u>		<u>80,211</u>
<b>The funds of the charity:</b>					
<b>Unrestricted funds:</b>					
General fund			80,211		80,211
<b>Total Charity Funds</b>	11		<u>80,211</u>		<u>80,211</u>

These financial statements have been prepared in accordance with the special provisions applicable to companies subject to the small company regime.

The financial statements were approved by the Directors on 23 August 2021 and were signed on their behalf by:

DocuSigned by:  
  
 9AEE3A3AC125412...  
**M.C.L. Brenninkmeyer**  
 Director

DocuSigned by:  
  
 D5EFBE68D4D1485...  
**C.F.S. Forder**  
 Director

The accompanying notes form an integral part of this balance sheet.

## Notes to the financial statements

for the year ended 31 December 2020

### 1. Company Status

Porticus UK (the 'company') is a company limited by guarantee (company no: 3447823) and not having a share capital. Its registration number as a charity is 1069245. The address of its registered office is 4th Floor Michelin House, 81 Fulham Road, London SW3 6RD.

### 2. Accounting Policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year.

(a) Basis of preparation

The financial statements of Porticus UK have been prepared on a going concern basis and in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP (FRS 102)) and Update Bulletin 1, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Porticus UK meets the definition of public benefit entity under FRS 102.

(b) Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. The Directors are also of the view that COVID-19 does not impact the Charity's ability to continue as a going concern. Further, Porticus Amsterdam CV (the "parent") through a letter of financial support has confirmed that if required they will assist the company in meeting their liabilities as and when they fall due, but only to the extent that money is not otherwise available to meet such liabilities. The parent has the ability to provide such support and will provide this support to the company, to the extent outlined above, for a period of at least 12 months from the date of approval of the company's balance sheet.

(c) Cash flow statement

The company has taken advantage of the exemption in FRS102 from the requirement to produce a cash flow statement on the grounds that it is a small company.

(d) Income

All income is accounted for on a receivable basis and exclusive of Value Added Tax.

(e) Other interest receivable

Other interest receivable is accounted for when receivable and the amount can be measured reliably by the company.

(f) Expenditure and irrecoverable VAT

Resources expended are included in the Statement of Financial Activities on an accrual basis inclusive of any VAT which cannot be recovered. They are recognised when there is a legal or constructive obligation to pay for expenditure.

## Notes to the financial statements (continued)

for the year ended 31 December 2020

### 2. Accounting Policies (Continued)

(g) Allocation of expenditure

Expenditure is allocated under functional headings on a direct cost basis. Where expenditure is shared between more than one functional heading then costs are allocated according to space occupied per staff numbers or time spent.

(h) Governance costs

Governance costs include those costs of governance arrangements which relate to the general running of the trust which allows the trust to operate and to generate the information required for public accountability.

(i) Restricted funds

Restricted funds are used for specific purposes as laid down by the donor. Expenditure which meets these criteria is identified to the fund.

(j) Unrestricted funds

Unrestricted funds are income received or generated for the objects of the company without specified purposes and are available as unrestricted funds.

(k) Fixed assets and depreciation

Fixed assets are stated at cost or valuation less accumulated depreciation. Depreciation is provided at the following rates which aim to write off the cost of the assets over their expected lives:

Office equipment - 33 $\frac{1}{3}$ % straight line

(l) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

(m) Short term debtors and creditors

Debtors and creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statement in other operating expenses.

(n) Pension costs

Contributions to defined contribution schemes are recognised in the Statement of Financial Activities in the period which they become payable.

(o) Employee benefits

Short term benefits, including holiday pay and other similar non-monetary benefits are recognised as an expense in the period in which the service is received.

(p) 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 balance sheet date. All differences are taken to the profit and loss account.

## Notes to the financial statements

for the year ended 31 December 2020

### 2. Accounting Policies (Continued)

(q) Financial instruments

Financial assets and liabilities held by the company are qualified as basic financial instruments. Basic Financial instruments are initially recognised at transaction values and subsequently measured at settlement values.

### 3. Analysis of Expenditure on Charitable Activities

	2020 £	2019 £
Activities undertaken directly	953,179	869,884
Support costs (Note 4)	90,222	93,077
	<u>1,043,401</u>	<u>962,961</u>

### 4. Analysis of Support Costs

	2020 £	2019 £	<i>Basis of allocation</i>
Governance	90,222	93,077	Percentage of costs
	<u>90,222</u>	<u>93,077</u>	

### 5. Analysis of Staff Costs

	2020 £	2019 £
Salaries and wages	410,111	410,516
Social security costs	43,235	43,483
Pension costs	58,191	55,629
	<u>511,537</u>	<u>509,628</u>

As indicated above, the pension cost charges for the year were £58,191 (2019: £55,629). No pension costs were accruing or prepaid at 31 December 2020 (2019: £Nil).

Pension costs paid for employees earning above £60,000 totalled £37,745 (2019: £26,806).

## Notes to the financial statements

for the year ended 31 December 2020

### 5. Analysis of Staff Costs (continued)

The number of employees whose emoluments exceeded £60,000 was:

	2020	2019
£ 60,001 - £ 70,000	2	-
£ 80,001 - £ 90,000	1	-
£ 90,001 - £100,000	-	1
	<u>          </u>	<u>          </u>

Their retirement benefits are accruing under Money Purchase Schemes.

The average number of staff employed during the year was nine (2019: nine). The full-time equivalent number for the year was eight (2019: eight).

### 6. Tangible Fixed Assets

	<i>Office Equipment</i> £
Cost:	
At 1 January 2020	36,109
Additions	5,206
Disposals	<u>(4,395)</u>
At 31 December 2020	<u>36,920</u>
Depreciation	
At 1 January 2020	11,734
Charge for the year	12,361
On disposals	<u>(2,808)</u>
At 31 December 2020	<u>21,287</u>
Net book value:	
At 31 December 2020	<u>15,633</u>
At 1 January 2020	<u>24,375</u>

### 7. Debtors

	2020 £	2019 £
Amounts owed by group undertakings	54,433	83,435
Prepayments and other debtors	13,206	2,285
VAT receivable	<u>35,931</u>	<u>19,733</u>
	<u>103,570</u>	<u>105,453</u>

## Notes to the financial statements

for the year ended 31 December 2020

### 8. Creditors

	2020 £	2019 £
Amounts owed to group undertakings	15,497	2,088
Trade creditors	19,947	592
Accruals and other creditors	34,136	92,628
	<u>69,580</u>	<u>95,308</u>

### 9. Analysis of Net Assets between Funds

	<i>Unrestricted</i> £	2020 £	2019 £
Tangible fixed assets	15,633	15,633	24,375
<b>Current Assets</b>			
Debtors	103,570	103,570	105,453
Cash at bank and in hand	30,588	30,588	45,691
<b>Creditors</b>			
Amounts falling due within one year	(69,580)	(69,580)	(95,308)
Net current assets	<u>64,578</u>	<u>64,578</u>	<u>55,836</u>
Total Assets less Current Liabilities	<u>80,211</u>	<u>80,211</u>	<u>80,211</u>

### 10. Net movement in funds is stated after charging

	2020 £	2019 £
Depreciation of owned fixed assets	12,361	8,934
Audit fee	<u>7,200</u>	<u>6,500</u>

### 11. Statement of Funds

	2019 £	<i>Income</i> £	<i>Expenditure</i> £	2020 £
Unrestricted	<u>80,211</u>	<u>1,043,457</u>	<u>1,043,457</u>	<u>80,211</u>

### 12. Directors

The requirement to disclose directors' remuneration in the financial statements of a small company was repealed by Statutory Instrument 2015 No. 980. The directors do not consider there have been any transactions which have 'not been concluded under normal market conditions' in accordance with FRS 102 (paragraph 1AC3.35).

## Notes to the financial statements (continued)

for the year ended 31 December 2020

### 13. Capital Commitments

There were no capital commitments at 31 December 2020 (2019: £5,000).

### 14. Related Party Transactions

COFRA G.B. Limited, a related party by virtue of one or more common directors, invoiced the company £169,961 (2019: £241,185) for rental, facilities and other expenses of the office. The amount owed by the company at the Balance Sheet date was £Nil (2019: £Nil). Fees of £5,050 were invoiced by COFRA G.B. Limited for payroll and related services during the year (2019: £4,750). Accounting services are provided by COFRA G.B. Limited at no cost.

The company received income of £1,043,451 (2019: £962,912) from Porticus Amsterdam C.V., its sole member, including deferred income of £15,497 (2019: £2,088). There was an amount of £35,534 (2019: £77,424) owed to the company at the Balance Sheet date in relation to an invoice issued at the year end.

There is a balance of £18,899 (2019: £6,011) owed to the company at the Balance Sheet date from Fairmark Sarl, a related party. Interest of £6 (2019: £49) was received from, and interest of £56 (2019: £Nil) was paid to Fairmark Sarl during the year.

### 15. Ultimate parent undertaking

The company's ultimate parent undertaking is Stiftung Constanter, a Swiss based foundation. The company's immediate parent undertaking is Porticus Amsterdam C.V., a limited partnership registered in the Netherlands.

### 16. Events after the end of the reporting period

On 15 February 2021, Genossenschaft Constanter, a Swiss charitable cooperative, donated the limited partner and a general partner of Porticus Amsterdam C.V. to Stiftung Constanter, a Swiss charitable foundation.