

**Do Well
Foundation
Limited**

**Unaudited Annual Report and
Financial Statements**

31 December 2021

Company Registration Number
4131417 (England and Wales)

Charity Registration Number
1086997

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Reference and administrative information

Trustees	A Foreman J E M Shaw J L E Barton Lady Dalmeny Lord Dalmeny
Company secretary	R A Cassell
Registered office	Do Well Foundation Limited 76 Bishops Road London SW6 7AR
Telephone	020 7246 5800
Company registration number	4131417 (England and Wales)
Charity registration number	1086997
Independent examiner	Buzzacott LLP 130 Wood Street London EC2V 6DL
Banker	HSBC Bank plc 799 Fulham Road London SW6 5HF
Solicitor	Bryan Cave 33 Cannon Street London EC4M 5TE

The trustees present their statutory report together with the financial statements of Do Well Foundation Limited (the charity) for the year ended 31 December 2021.

The report has been prepared in accordance with Part 8 of the Charities Act 2011 and equates to a directors' report for the purposes of company legislation.

The financial statements have been prepared in accordance with the accounting policies set out on page 10 to 12 of the attached financial statements and comply with the charitable company's memorandum and articles of association and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102).

GOVERNANCE, STRUCTURE AND MANAGEMENT

Constitution and background

The Delaware Do Well Foundation was created in the USA by Amanda Foreman, Jonathan Barton and Frank Wallis. Amanda Foreman is a best-selling biographer.

The Do Well Foundation Limited was incorporated on 20 December 2000 and registered with the Charity Commission on 12 June 2001. The charity is owned by the Delaware Do Well Foundation. The Charity Registration Number is 1086997.

Organisation

The trustees who have served during the year are set out on page 1.

The trustees constitute directors of the charity for the purposes of the Companies Act 2006. The trustees have the power to appoint a new trustee. Training is provided as required.

No trustee received any remuneration or reimbursement of expenses from the charity during the year.

Statement of trustees' responsibilities

The trustees (who are also directors of the charitable company for the purposes of company law) are responsible for preparing the trustees' report and financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

GOVERNANCE, STRUCTURE AND MANAGEMENT (continued)

Statement of trustees' responsibilities (continued)

Company law requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the income and expenditure of the charitable company.

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

- ◆ select suitable accounting policies and then apply them consistently;
- ◆ observe the methods and principles in Accounting and Reporting by Charities: Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable to the United Kingdom and Republic of Ireland (FRS 102);
- ◆ make judgements and estimates that are reasonable and prudent;
- ◆ state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- ◆ prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable 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 charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The above report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

Key management personnel

The charity has no employees. The trustees comprise the key management personnel. The trustees do not receive remuneration.

Risk management

The principal risks faced by the charity are financial sustainability and investment management. The trustees monitor these key risks by regular reviews of the charity's available cash resources and changes in the market value of its primary asset, an investment property.

OBJECTIVES AND ACTIVITIES

Principal aims and charitable objectives

The objects of the charitable company, as contained in its memorandum of association, are to make grants for such charitable, literary and educational purposes as are exclusively charitable under the laws of England and Wales.

Activities

The charitable company is wholly owned by the Delaware Do Well Foundation (the Foundation), a US tax exempt charitable organisation, and was founded to carry out the work of that entity in the UK.

The charitable company derives the majority of its income from two principal sources: donations from the trustees and income generated by the investment property. During the year ended 31 December 2021 donations of £27,805 (2020 - £10,000) were received from trustees and the investment property generated rental income of £3,600 (2020 - £3,600).

The charitable company made £18,161 grants in the year (2020 - £nil) paid to House of SpeakEasy Foundation, Inc, a not-for-profit institution founded in the United States.

Related parties

The investment property is occupied by a relative of Jonathan Barton, one of the trustees, and the rental income is paid by Jonathan Barton on behalf of his relative. Amounts owed to the charity by Jonathan Barton are disclosed in note 12.

The House of SpeakEasy Foundation was co-founded by Amanda Foreman. Jonathan Barton and Amanda Foreman are both directors of the Foundation.

Grant making policy

The trustees are responsible for deciding upon the allocation of grants and donations and aim to support primarily literary and educational charitable entities.

When setting the objectives and planning the work of the charitable company for the year, the trustees have given careful consideration to the Charity Commission's general guidance on public benefit and, where relevant, its supplementary guidance.

FINANCIAL REVIEW

Review of the year

The income and expenditure of the charitable company for the year to 31 December 2021 are disclosed on page 8.

Total income for the year amounted to £31,788 (2020 – £13,608). Total expenditure in the year amounted to £29,559 (2020 – £7,037) and the charity realised £283 gains on current asset investment sales (2020 - £nil). The charity generated a surplus for the year of £2,054 (2020 – surplus of £6,571).

Total net assets at 31 December 2021 amounted to £212,670 (2020 – £210,616).

Reserves policy

As explained above, the charitable company gives grants and donations and aims to support primarily literary and educational charitable entities.

The trustees have examined the requirement for free reserves i.e., those unrestricted funds not designated for specific purposes or otherwise committed. The trustees consider that, given the nature of the charitable company's work, the level of free reserves should be approximately equivalent to one year's annual estimated expenditure. The trustees are of the opinion that this provides sufficient flexibility to cover temporary shortfalls in income and adequate working capital to cover core costs.

At 31 December 2021 unrestricted reserves amounted to £212,670 (2020 – £210,516). Of this amount £167,306 (2020 – £167,306) are represented by the investment property held for long term income generation, leaving £45,364 (2020 – £43,210) as free reserves.

Free reserves currently amount to twenty-nine months (2020 - thirty months) of expenditure (based on an average of the current years and the prior year's expenditure) which is higher than prior years due to no donations being paid in the prior year.

Going Concern

The trustees have assessed whether the use of the going concern assumption is appropriate in preparing these accounts. The trustees have made this assessment in respect to a period of one year from the date of approval of these accounts.

The trustees of the charity have concluded that there are no material uncertainties related to events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due.

FUND RAISING

The charity does not fund raise directly with individuals and therefore is not registered with the Fundraising Regulator. No fund-raising activities are undertaken.

POST BALANCE SHEET EVENTS AND FUTURE PLANS

The charity continues to focus on its primary charitable objectives of making grants for literary and educational purposes.

Approved by the trustees and signed on their behalf by:

A handwritten signature in black ink, appearing to read 'Jonathan Barton'.

Trustee – Jonathan Barton

Approved on: October 13, 2022

Independent examiner's report to the trustees of the Do Well Foundation Limited

I report to the charity trustees on my examination of the financial statements of the charitable company for the year ended 31 December 2021.

Responsibilities and basis of report

As the trustees of the charitable company (and also its directors for the purposes of company law) you are responsible for the preparation of the financial statements in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the financial statements of the charitable company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's financial statements as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's statement

I have completed my examination. I confirm that no matters have come to my attention in connection with my examination giving me cause to believe:

- ◆ accounting records were not kept in respect of the charitable company as required by section 386 of the 2006 Act; or
- ◆ the financial statements do not accord with those records; or
- ◆ the financial statements do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the financial statements give a 'true and fair view' which is not a matter considered as part of an independent examination; or
- ◆ the financial statements have not been prepared in accordance with the methods and principles of "Accounting and Reporting by Charities: The Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)".

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

Buzzacott LLP

Catherine Biscoe
Buzzacott LLP
Chartered Accountants
130 Wood Street
London
EC2V 6DL

Date: 27 October 2022

Statement of financial activities Year to 31 December 2021
(Including Income and Expenditure Account)

	Notes	Unrestricted funds	
		2021 £	2020 £
Income from:			
Donations	1	27,805	10,000
Investments		3,602	3,608
Foreign exchange gains		382	—
Total income		31,788	13,608
Expenditure on:			
Raising funds	2	458	614
Charitable activities	3	29,559	6,285
Foreign exchange losses		—	138
Total expenditure		30,017	7,037
Net income before gains on investments		1,771	6,571
Other gains and losses:			
Realised gain on current asset investments		283	—
		2,054	
Net income and net movement in funds for the year			6,571
Total funds brought forward at 1 January 2021		210,516	203,945
Total funds carried forward at 31 December 2021		212,570	210,516

All the charitable company's activities derived from continuing operations during the above two financial years.

Balance sheet 31 December 2021

	Notes	2021 £	2020 £
Fixed assets			
Investments	5	167,306	167,306
Current assets			
Cash at bank and in hand		27,575	20,873
Debtors	7	22,961	29,361
		50,536	50,234
Creditors: amounts falling due within one year	8	(5,172)	(6,924)
Net current assets		45,364	43,310
Total assets		212,670	210,616
The funds of the charity:			
Called up share capital	9	100	100
Unrestricted funds			
. General fund	10	212,570	210,516
		212,670	210,616

For the year ended 31 December 2021 the company was entitled to exemption from audit under section 477 of the Companies Act ("the Act") relating to small companies.

The members have not required the company to obtain an audit of its financial statements for the financial year in question in accordance with section 476 of the Act.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

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

Approved by the trustees of Do Well Foundation Limited, Company Registration Number 4131417 (England and Wales) and signed on their behalf by:



Trustee – Jonathan Barton

Approved on: October 13, 2022

Principal accounting policies 31 December 2021

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are laid out below.

Basis of preparation

These financial statements have been prepared for the year to 31 December 2021.

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant accounting policies below.

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) (Charities SORP FRS 102) and the Charities Act 2011.

The charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling and are rounded to the nearest pound.

Critical accounting estimates and areas of judgement

The preparation of financial statements requires the use of certain critical accounting estimates and judgements. It also requires the trustees to exercise judgement in the process of applying accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including an expectation of future events that are believed to be reasonable under the circumstances. Although these estimates are based on the trustees' best knowledge of the amount, event or actions, actual results may differ from those estimates.

Areas requiring the use of estimates and critical judgements that may impact on the charity's financial activities and financial position include:

- ◆ Investment properties are required to be carried at market value at each balance sheet date which is estimated by the trustees using publicly available information;
- ◆ Rental income is recognised at an amount that represents market value. The market value is estimated by the trustees.

Assessment of going concern

The trustees have assessed whether the use of the going concern assumption is appropriate in preparing these financial statements. The trustees have made this assessment in respect to a period of one year from the date of approval of these financial statements.

The trustees of the charity have concluded that there are no material uncertainties related to events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. With regard to future accounting periods, the most significant area that affects the carrying value of the assets held by the charity is the valuation of the investment property, which is dependent on fluctuations in the UK property market.

Income

Income is recognised in the year in which receipt is probable, the charity is entitled to the resources and the amount can be measured with reasonable certainty.

Gifts in kinds are measured at their estimated fair value to the charitable company.

Income from investments represents rental income from the investment property and interest on bank deposits.

Expenditure

Expenditure is included in the statement of financial activities when incurred and includes attributable VAT which cannot be recovered.

Grants and donations are unconditional grants to other charities and are made wholly at the discretion of the trustees.

Expenditure on raising funds comprises the costs of maintaining the investment property.

Governance costs comprise the costs of the charitable company's organisational procedures and the necessary legal procedures for compliance with statutory requirements and are included within charitable activities.

Fund accounting

Unrestricted general funds represent those monies which are freely available for application towards achieving any charitable purpose that falls within the charitable objectives.

Investment properties

Investment properties are included at an open market valuation at the balance sheet date as estimated by the trustees in the light of publicly available information regarding property market trends.

Debtors

Debtors are recognised at their settlement amount, less any provision for non-recoverability.

Cash at bank and in hand

Cash at bank and in hand represents such accounts and instruments that are available on demand or have a maturity of less than three months from the balance sheet date.

Current asset investments

Current asset investments are shares and securities held by the charity for sale and are initially recognised at fair value. Gains or losses on subsequent sale are included in the statement of financial activities.

Creditors

Creditors are recognised when there is an obligation at the balance sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably. Creditors are recognised at the amount the charity anticipates it will pay to settle the debt.

Foreign currencies

Transactions undertaken in foreign currency during the period are translated into sterling at the spot rate of exchange on the day of the transaction. Exchange differences are taken to the statement of financial activities.

Foreign exchange gains (or losses) arising on the translation of monetary assets and liabilities at the period end date are taken to the statement of financial activities.

1 Income from donations

Donations consist of cash and equity investments donated to the charitable company.

2 Expenditure on raising funds

This relates to expenditure associated with the charity's investment property.

3 Expenditure on charitable activities

	2021 £	2020 £
Donations	18,161	—
Governance costs:		
. Legal and professional fees	106	575
. Accountancy fees	5,400	5,350
. Tax services	5,520	—
. Company secretarial fees	372	360
	<u>29,559</u>	<u>6,285</u>

4 Trustees' remuneration

The charity has no employees. The trustees comprise the key management personnel.

No trustee received any remuneration in respect of their services nor reimbursement of expenses during the year (2020 - £nil).

5 Fixed asset investments

	Investment property £
Market value at 1 January 2021 and at December 2021	167,306
Cost of investments at 31 December 2021	<u>167,306</u>
	Investment property £
Market value at 1 January 2020 and at December 2020	167,306
Cost of investments at 31 December 2020	<u>167,306</u>

The investment property is held at fair value as valued by the trustees. The trustees are satisfied that after carrying out a review of values of similar property in the area, that this valuation equates to the current fair value.

6 Taxation

Do Well Foundation Limited is a registered charity and therefore is not liable to income tax or corporation tax on income derived from its charitable activities, as it falls within the various exemptions available to registered charities.

7 Debtors

	2021 £	2020 £
Other debtors	22,961	29,361

8 Creditors: amounts falling due within one year

	2021 £	2020 £
Accruals	5,172	6,924

9 Called up share capital

	2021 £	2020 £
Ordinary shares of £1 each	100	100

10 Reconciliation of movements in shareholder's funds

	2021 £	2020 £
Equity funds		
Net movement in funds in the financial year	2,054	6,571
Opening shareholder's funds at 1 January	210,616	204,045
Closing shareholder's funds at 31 December	212,670	210,616

11 Ultimate holding company and control

The charitable company is wholly owned by the Delaware Do Well Foundation, a US tax exempt charitable organisation, and was founded to carry out the work of that entity in the UK.

The activities of the charitable company are controlled by the trustees of the charitable company.

There were no transactions with the holding company during the year.

12 Related party transactions

During the year the charitable company's investment property was let to relatives of Jonathan Barton, a trustee of the Do Well Foundation at an agreed annual rental of £3,600 per year. No payment of rent was made by the tenant during 2021 (2020 – £nil). Jonathan Barton has agreed to pay the rent due on behalf of his relative and paid £10,000 in year (2020 - £nil).

At 31 December 2021 amounts outstanding from Jonathan Barton were £15,200 (2020 – £21,600) relating to rent and £7,761 (2020 - £7,761) relating to rates and council tax payments for the investment property currently occupied by Jonathan Barton's relative. These amounts relate to both the current year and prior years.

During the year donations of £27,805 (2020 - £10,000) were made by Jonathan Barton and Amanda Foreman to the Do Well Foundation.

The charity donated £18,161 to the House of SpeakEasy Foundation Inc, a not-for-profit institution founded in the United States (2020 - £nil). The charity was co-founded by Amanda Foreman. Jonathan Barton and Amanda Foreman are both directors of the House of SpeakEasy.