FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales · Charity number 1117244

Details

Other names	FAIRPENSIONS, SHAREACTION
Status	Registered
Legal form	Charitable company
Company number	05013662
Registered	2006-12-14
Register	View on the Charity Commission register

Contact

Address	Runway East The Hickman Building 2 Whitechapel Road London E1 1EW
Phone	02074037800
Email	info@shareaction.org
Website	www.shareaction.org

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Activities

Objects: 3.1 TO PROMOTE ETHICAL AND RESPONSIBLE INVESTMENT FOR THE PUBLIC BENEFIT SO AS TO ADVANCE3.1.1 THE RELIEF OF POVERTY3.1.2 THE PROTECTION OF THE ENVIRONMENT3.1.3 THE PROMOTION OF HUMAN RIGHTS (AS SET OUT IN THE UNIVERSAL DECLARATION OF HUMAN RIGHTS AND SUBSEQUENT UNITED NATIONS CONVENTIONS AND DECLARATIONS) BY MEANS OF RESEARCH INTO HUMAN RIGHTS ISSUES AND RAISING AWARENESS OF THEM PARTICULARLY AMONGST COMPANIES AND INVESTORS AND PROMOTING RESPECT FOR HUMAN RIGHTS AMONG INDIVIDUALS AND CORPORATIONS AND ELIMINATING OR AVOIDING INFRINGEMENTS.3.1.4 SUSTAINABLE DEVELOPMENT (MEANING "DEVELOPMENT THAT MEETS THE NEEDS OF THE PRESENT WITHOUT COMPROMISING THE ABILITY OF FUTURE GENERATIONS TO MEET THEIR OWN NEEDS")3.1.5 COMPLIANCE WITH THE LAW AND ETHICAL STANDARDS OF CONDUCT; AND3.1.6 SUCH OTHER PURPOSES AS MAY BE EFFECTIVELY ADVANCED BY SUCH PROMOTION WHICH ARE CHARITABLE IN LAWPROVIDED ALWAYS THAT THE CHARITY SHALL HAVE DUE REGARD TO THE LEGAL AND EQUITABLE DUTIES AND RESPONSIBILITIES OF THOSE TO WHOM SUCH PROMOTION IS DIRECTLY OR INDIRECTLY PROVIDED; AND3.2 TO ADVANCE THE EDUCATION OF THE PUBLIC IN THE PRINCIPLES AND EFFECTS OF ETHICAL AND RESPONSIBLE INVESTMENT; AND3.3 TO UNDERTAKE AND PROMOTE RESEARCH RELATING TO ETHICAL AND RESPONSIBLE INVESTMENT AND MAKING THE USEFUL RESULTS PUBLICLY AVAILABLE.

Activities: The main areas of charitable activity are in campaigning and education of the public in the principles, practice and effects of responsible and ethical investment.

Classification

- **How:** Provides Services, Provides Advocacy/advice/information, Sponsors Or Undertakes Research
- **What:** General Charitable Purposes, Education/training, The Prevention Or Relief Of Poverty, Environment/conservation/heritage
- **Who:** Other Charities Or Voluntary Bodies, The General Public/mankind

Geography

- Throughout England And Wales

Finances

Period end	Income	Expenditure	Assets	Employees
2025-01-31	£7,035,548	£7,076,586	£3,652,131	98
2024-01-31	£6,564,093	£6,545,460	£1,424,723	90
2023-01-31	£5,064,689	£4,829,241	£1,406,878	75
2022-01-31	£3,606,201	£3,493,366	£1,171,430	57
2021-01-31	£3,124,862	£2,840,140	£1,058,964	49

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Trustees

Name	Role	Appointed
Alexia Wai-Chun Tye		2024-01-01
Alice Steenland		2020-01-14
Andrew Clifford Wales		2025-04-01
Ian Stuart Brindley		2023-01-01
June Hutchison Boyle		2025-04-01
Kevin Chih-Cheng Chuah		2021-06-01
Liubov Nikulina		2025-04-01
Nicholas Glicher		2021-06-01

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FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales - Charity number 1117244

Accounts

Fairshare Educational Foundation T/A ShareAction

Annual Report and Financial Statements

31 January 2025

Company Limited by Guarantee
Registration Number
05013662 (England and Wales)

Charity Registration Number
1117244

Fairshare Educational Foundation (ShareAction)

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Fairshare Educational Foundation (ShareAction)

Reference and administrative details

For the year ended 31 January 2025

Board of Trustees and Directors	Alice Steenland (Chair – from January 2025) Carl Liederman (Chair – resigned January 2025) June Boyle (appointed April 2025) Ian Brindley Kevin Chuah Olivia Dickson (resigned January 2025) Nicholas Glicher Liubov Nikulina (appointed April 2025) Sonia Shah (resigned January 2025) Lutfey Siddiqi (resigned September 2024) Alexia Tye Andrew Wales (appointed April 2025) Hugh Wheelan (resigned March 2025)
Chief Executive	Catherine Howarth
Charity name	Fairshare Educational Foundation (Trading as ShareAction)
Registered and principal office	Runway East 2 Whitechapel Road London E1 1EW
Company registration number	05013662
Charity registration number	1117244
Auditor	Sayer Vincent LLP 110 Golden Lane London EC1Y 0TG
Principal bankers	HSBC 60 Queen Victoria Street London EC4N 4TR

Fairshare Educational Foundation (ShareAction)

Report of the Chair of the Board

For the year ended 31 January 2025

The external landscape for responsible investment continued this year to be challenging and shows little sign of improvement. We encountered significant challenges, from well-funded and vocal opposition in the United States, the world's largest financial market, to more subtle pressure in Europe and the UK. This led to a worrying retreat from ambition, especially in climate action, among large institutions. Despite these headwinds, ShareAction persisted, delivering bold and effective work to advance our vision of a financial system that serves our planet and its people.

ShareAction's core offering remained, and will remain, consistent. We advocate fiercely for high ambition, action, and accountability from investors, companies, and regulators, and we do so from a position of understanding the challenges facing these sectors as they operate within a shifting and uncertain global context. During 2024, we continued to push for higher standards in investment, challenged companies on climate commitments and advocated for stronger financial regulation.

Our research team continued to monitor and expose low ambition on social and environmental issues by surveying and ranking the world's largest financial institutions on their responsible investment performance. In 2024, this included a focus on the global insurance industry. Through a major new survey, we exposed the troubling extent to which insurers underwrite harmful activities whilst investing customers' premiums in ways that exacerbate global risks. Insured economic losses for natural catastrophes in 2024 are estimated at $135 billion – a sharp increase from $108 billion the previous year.

2024 was a year of elections, notably for us in the EU and UK. Our policy teams worked to engage all parties on how responsible investment can underpin a robust economy. We secured meetings with influential decision makers and mobilised investors to demand smarter regulation. Robust regulation is critical to ensuring that the financial sector can play its part in driving the positive change that society needs.

This year also saw ShareAction deliver courageous corporate campaigns. Two major shareholder resolutions drafted by us for the AGM season targeted Nestlé, the world's largest food manufacturer and Yara International, the world's second largest ammonia producer. Our campaigns gain traction because they are backed by significant institutional investors. In the UK the public, and those directly affected by company practices also play a key role in making boards take notice of the challenges they face. All of this activity is supported and powered by our media and digital communications, seeding human interest stories that bring our actions to life.

The organisation has seen another year of steady growth, with more funding driven by a track record of influencing change. We are enormously grateful to the trusts, foundations and individuals who generously support ShareAction. In the financial year 2024/25, our staff numbers increased by 9% and income by 22% to £7.0m. We ended the year with a small deficit as the management team tightly controlled costs while continuing to invest in enabling capabilities to support organisational growth.

All of this leads me to thank Catherine for her leadership, my fellow trustees, present and past, and our ShareAction staff team for their tireless efforts over the past year, as well as our supporters, without whom we cannot do what we do. I would like to extend particular thanks to my predecessor as Chair, Carl Liederman, for his contribution to ShareAction. His personal commitment to tackling the environmental and social issues at the heart of our mission has been instrumental in driving the impact we have made over the past couple of years.

I am confident that ShareAction is well-placed to face into the current turmoil and continue to ensure that companies, financial institutions, and regulators power the transition to low-carbon economies, protect our natural environment, ensure workers are treated fairly and contribute to healthier societies.

Alice Steenland, Chair

Fairshare Educational Foundation (ShareAction)

Trustees' Report

For the year ended 31 January 2025

The Trustees (who are also directors of the charitable company for the purposes of the Companies Act) present their annual report together with audited financial statements of Fairshare Educational Foundation (trading as ShareAction) (the charitable company) for the year ended 31 January 2025.

The financial statements have been prepared in accordance with the accounting policies setout on pages 21 to 23 therein and comply with the charitable company's governing document, applicable laws 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 UK and Republic of Ireland (FRS 102). This Trustees' annual report includes a directors' report as required by company law.

Objectives and activities

Activities and specific objectives

ShareAction's charitable objects can be summarised as "the promotion of ethical and responsible investment for the public benefit in order to advance: the relief of poverty, protection of the environment, promotion of human rights, sustainable development, and compliance with the law and ethical standards of conduct". The following ancillary charitable objectives complement this core object:

- To advance the education of the public in the principles and effects of ethical and responsible investment (RI); and
- To undertake and promote research relating to ethical and responsible investment, making the results publicly available.

The company has been set up as a non-profit-making charitable company. In designing their policies to meet their objectives, the Trustees have paid due regard to the Charity Commission's guidance on public benefit.

We have big ambitions at ShareAction. To achieve our vision of a world where the financial system serves our planet and its people, we take on real-world problems where financial institutions and companies have the biggest impact.

As an independent charity and an expert on responsible investment, we campaign for the widespread adoption of responsible investing that has people's best interests at its core.

For 20 years, we have been engaging with, and persistently challenging, some of the world's biggest companies and institutions to improve the way they operate. We aspire to being courageous in all we do. We have forged long-standing relationships across the financial system, which allow us to act as a constructive critic: encouraging positive action from powerful financial institutions and companies while being unafraid to call out harms and challenge if progress is too slow or shallow. The deep experience in our team enables us to

credibly define leading global practice in responsible investment. We breathe life into the standards we propose by running ambitious corporate campaigns that see us work closely with investors across the world to secure low carbon transition, restoration of nature, better public health outcomes and decent jobs inside companies and in their supply chains.

Our four long-term goals are:

1. Major financial institutions take responsibility for their impacts on people and planet

We advocate for stronger laws governing finance and greater transparency to help ensure the financial system operates in the public interest. We undertake research on the biggest financial institutions (banks, asset managers and insurers) and their approaches to climate, biodiversity, workers and health. We use our research findings and rankings to propose higher standards and to promote leading practice. Our staff engage closely with the financial institutions we evaluate. We also support asset owners, such as pension funds, charities and universities, who can drive change through the wider financial system through their own investment policies and practices.

2. Investors and the companies they invest in act within safe ecological limits

Using our evidence-based research, we mobilise investors to use their influence as stewards and active owners to change company behaviour. Through shareholder activism, we push companies to reduce harmful practices and increase positive actions, such as implementing tough net-zero transition plans. We regularly ask questions and table resolutions at companies' annual general meetings. We challenge banks on their role in financing harmful practices and encourage them to facilitate the transition to a sustainable economy by setting ambitious, public targets.

3. Investors and the companies they invest in sustain fair, just and healthy societies

We believe that social issues, such as decent work and improved population health, can and should be championed by investors. Collaborating with investors and through our shareholder activism (described above), we challenge companies that are causing harm to public health or undervaluing their workforce.

4. The investment system is diverse and inclusive

We involve our supporters and members of directly affected communities in our campaigns, alongside investors, providing the training and information they need to be effective advocates. We provide people with a platform to raise concerns and explain the impact of company practices on lives and livelihoods. We campaign for action to improve racial equity within financial institutions and the companies they invest in.

Notable achievements

Some notable highlights from 2024/25 include:

- We attended 70 Annual General Meetings (AGM) across 14 countries, asking 88 questions to challenge companies on issues ranging from climate commitments to fair pay.

- We filed two shareholder resolutions:

    - At Yara International's AGM, Europe's biggest synthetic fertiliser producer, our resolution demanded that the company publish science-based scope 3 emissions targets by 2025 that would cover the whole of its value chain, including upstream emissions from fossil-based raw materials.

    - We worked with a group of shareholders to file a resolution with the world's largest food manufacturer, Nestlé, urging it to set a target to increase the proportion of its sales that comes from healthier products. We also called on Nestlé to implement internationally accepted standards that define healthy food.

- We engaged with Europe's top 25 banks to push for stronger climate policies and scale up sustainable financing. This included coordinating 24 investors worth $1.24 trillion in assets under management to call on Barclays to commit to explicit restrictions on providing finance for all companies which are exclusively focused on fossil fuel extraction. As a result, Barclays' CEO has agreed to meet with ShareAction and the investor group we coordinate every year for the next three years to discuss the bank's energy policy updates.

- We published an investor guide on tackling low pay in the UK retail sector, where nearly 818,000 workers are not earning a real Living Wage. This is part of an ongoing campaign to call on investors to adopt a responsible investment approach that sets a new standard across the UK retail sector.

- We were delighted that the Government promised to make ethnicity pay gap reporting mandatory for companies with over 250 employees. We continue to engage directly with companies to urge them to voluntarily report on their ethnicity pay gap whilst we wait for the law to catch up. 38 of the biggest companies in the UK are now reporting their data, up from 15 when our campaign began in 2022.

- We produced expert, insight-led research and guidance on the pressing issues facing investors, banks and policymakers, including the 5th edition of Voting Matters, Clearing the Air, exploring the close links between air quality, the economy, and our health, and Mind the Strategy Gap, assessing the decarbonisation and sustainable finance targets of Europe's 20 biggest banks.

- We also worked with partners to produce guidance on why nature loss is a material

issue for financial institutions, produced by SUSTAIN, and a report on the vital role of protected areas for biodiversity conservation, produced with the UN's Environment Programme's World Conservation Monitoring Centre.

- We contacted the CEOs of major global food and drink companies, asking them to improve the way they report their sales. With a group of 31 investors, we asked PepsiCo, the Coca-Cola Company, Mondelēz International, Kraft Heinz, Kellanova and General Mills to follow in the footsteps of the likes of Unilever and Danone in adopting internationally accepted nutrition standards for publicly reporting the healthiness of their sales. Our campaign received widespread media attention, including in the Financial Times and Nutrition Insight.

- Collaborating with investors and NGOs, we engaged with major pesticide producers to align their practices with the Kunming-Montreal Global Biodiversity Framework. We also collaborated with the Farm Animal Investment Risk and Return Initiative (FAIRR) to strengthen investor knowledge and understanding of industry risks for both pesticide and fertiliser producers.

- We attended the UN's biodiversity conference, COP16, and held a panel event with investors and other NGOs to discuss investor action on hazardous chemicals. We discussed the relevance of the chemicals industry in achieving the goals of the Kunming-Montreal Global Biodiversity Framework, the business case for a sustainable chemicals transition, and the challenges and opportunities for investor engagement to drive fast and meaningful change.

- As part of our fiduciary duty campaign, we gave evidence to the Work and Pensions Select Committee, both on paper and in person. This spurred the Committee to urge the Minister for Pensions to act on fiduciary duty in relation to climate change.

- We coordinated NGOs' responses to the European Insurance and Occupational Pensions Authority's (EIOPA) consultations, galvanised media attention and met with national supervisors to secure the support needed to endorse the report. In November, the EIOPA published its final report and recommendations to the European Commission, as endorsed by 27 national insurance supervisors. It officially acknowledged the high risks associated with fossil fuel investments and recommended that the Commission adjusts insurance regulation to reflect this. We are one step closer to higher capital requirements for fossil fuel investments.

Future plans

We face a challenging year following recent political changes across the globe, driving increased anti-ESG sentiment and the enabling of backtracking of many companies who are reneging on their environmental and social commitments. It is likely we have not yet seen the full impact of these dangerous stakeholders to halt the progress in sustainable financing.

Despite this unsettled landscape, we believe that now is not the time to retrench from the progress on responsible investment; it is time to drive progress faster. We need to be prepared to be bolder, act fast, face into the storm and turn crisis into opportunity. In 2025, we will develop a new strategy for the organisation that will guide us over the next five years as we push for a financial system that serves our planet and its people.

We will continue to work closely with investors, companies, policymakers and our supporters to pursue our mission. We will remain an independent and persistent champion of responsible investment, evidencing and celebrating good and leading practice and courageously calling out poor practice, ready to engage robustly and respectfully with those who take a different view.

Our plans this year include:

- Engaging with the new-look European Commission to show leadership on strong, sustainable finance policies that protect people, planet, and Europe's long-term resilience and competitiveness.

- Continuing to advocate for pension rules in the UK that recognise society and the environment as intertwined with people's best interests, as the Pensions Schemes Bill makes its way through Parliament.

- Publish the latest edition of our benchmark analysis of the asset management sector. This will rank over 70 of the world's leading asset management firms on their approach to responsible investment.

- Launch a brand new benchmark, assessing the practices of asset managers in a climate-critical sector: real estate.

- Ramp up our Living Wage campaign by filing three shareholder resolutions at Marks & Spencer, Next and JD Sports calling for more transparency on just how many staff are not being paid a real Living Wage and for businesses to explain why they can't pay staff a wage that reflects the true cost of living.

- Publish new insight looking at the industrial gases sector and why the biggest producers must speed up their transition to renewable energy.

Risk management

During the year, we continued to give frequent consideration to risk throughout the organisation, with a specific focus on the most strategic risks that we face.

As the organisation evolves, we continue to monitor and update our risk register. Below, a summary of what we see as our key risks and relevant mitigations.

Risk and Description	***Mitigating Actions***
Raising Funds If ShareAction is unable to raise sufficient funding to deliver our planned future activities, we will be less effective at achieving our strategic objectives.	Financial risk metrics are in place to review future secured and pipeline funding levels. Fundraising resources are regularly reviewed to ensure they are appropriate to meet the organisation's needs.
Competitive Landscape Where NGOs, commercial organisations or industry-led initiatives are competing for the same funding, activities and share of voice, it could make it substantially more difficult to operate and achieve our goals.	Regular reviews of key organisations in our landscape and named managers of relationships with them. Clear and consistent communication of narrative and monitoring of share of voice and influence.
IT Security If ShareAction were to experience a hack or breach of our systems, this could trigger GDPR-related issues, loss of data, reputational issues and/or significant business interruption.	Internal and external audits of cyber security. Outsourced IT support provider monitoring systems. Mandatory data security training for staff.
Litigation As a campaigning organisation that seeks to challenge powerful incumbent institutions, ShareAction is at risk of inbound litigation. The most likely angle remains potential claims of defamation, as a result of something we publish.	We monitor the external legal environment on an ongoing basis and ensure the quality of our publications through staff training, review and as required, external legal advice.
Decline in Support for Responsible Investment If "anti-ESG" sentiment continues to grow, this could reduce investor engagement on Responsible Investment topics, weaken support for stewardship activities, and hinder progress on achieving our mission.	Review of our narrative, framing and stewardship toolkit. Focus on understanding the external environment and ensure this risk is embedded within the new strategy.

The Trustees are alert to these risks and the Finance, Audit, Risk and Controls (FARC) Committee actively monitor them on behalf of the Board.

Public benefit

The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission. Our continued success in using the tools of the investment world to promote good corporate citizenship contributes to embedding better social and environmental practices among large publicly listed firms. This, in turn, has a range of real-world effects that deliver public benefit, including, for example, lower carbon emissions, more nutritious diets, and higher wages for the lowest earners. These positive outcomes are in line with our charitable objects.

In addition, our considerable influence on the stewardship and responsible investment policies of large pension funds, insurance companies, asset managers and charitable trusts contributes to the embedding of better practices within the UK and international investment community. The major investors we influence look after the retirement savings of millions of working people, including many on modest incomes. Our work, particularly on fiduciary duties, encourages major investment firms and pension schemes to stay focused on the interests and wellbeing of the people whose funds they manage. Encouraging large institutional investors to act as responsible stewards of other people's assets is critically important to achieving a pension system that delivers the greatest possible benefit. We consider this an important element of the public benefit that flows from our activities.

Our training and educational events have helped to equip and support people in the UK who want to use their investments as a leverage point for dialogue with companies. The feedback from our training has shown how empowering people find it to access that kind of knowledge and to have the opportunity to influence companies with a significant social and environmental footprint.

Financial review

Results for the year

We ended the year showing further year-on-year growth with income of £7,035,548 (2024 - £5,758,981) and a deficit of £40,044 (2024 – deficit of £787,267).

The charity received grants and donations totalling £6,743,332 (2024 - £5,266,883). Unrestricted grants and donations were received from 7 organisations (2024 – 9), and restricted grants were received from 24 organisations (2024 – 24). The charity received £138,795 in donations from individuals (2024 - £167,438). The amount of cash held and cash equivalents at year-end was £3,632,428 (2024 - £2,603,187).

Charities Responsible Investment Network (CRIN) income increased, with 26 CRIN members contributing membership fees of £125,434 (2024 - 22 members contributing fees of £111,884). Following the changes to ShareAction's membership structure in December 2023, no member organisation income was received in year (2024 – 9 members contributed fees of £13,583. Similarly, there was no income in year relating to Workforce Disclosure Initiative (WDI) fees, following the transfer of WDI to the Thomson Reuters Foundation on 1st February 2024 (2024 – 62 signatories contributed fees of £269,829).

Reserves policy

It is the policy of the charity to maintain a reserve of unrestricted funds that is at least equivalent to three months' budgeted core expenditure, plus half of the maximum wind down costs of activities for grants that are ending in the next 12 months. The upper limit of our reserves target is three months' budgeted core expenditure, plus the total maximum wind down costs of activities for grants that are ending in the next 12 months.

The reserve is necessary to provide a buffer against unbudgeted and unexpected expenditure, thereby ensuring that adequate resources are always available to meet fixed

and variable operational costs and unfunded projects, and to ensure that restricted funds, which currently provide the majority of the charity's incoming resources, are always safeguarded for the purpose for which they were provided.

Furthermore, as a crucial management tool, regular monitoring of adherence to the policy is undertaken at meetings of the Board and FARC Committee so that the Trustees may satisfy themselves as to the ongoing financial viability of the charity. Reserves are tracked as a key metric in the monthly management accounts.

It is the Board's opinion that the current level of reserves is commensurate with the risks identified in its latest risk assessment. The Board will review this policy at regular intervals, making any amendments necessary to ensure that it is always adequate for the charitable company's purposes.

As at 31st January 2025, the charity held unrestricted funds of £1,647,543 (2024 - £1,692,881) and £2,004,588 restricted funds (2024 - £1,999,294). After adjusting for the value of fixed asset investments, and excluding those reserves which have been designated, free reserves stood at £1,150,298 (2024 - £1,154,861). This level of free reserves is at the top of our targeted range stated in our reserves policy, but it is anticipated that reserves will be in line with the target in the upcoming year, having factored in further growth in activities that are anticipated.

The Development Fund is a designated fund which helps aid the charity's impact, growth and sustainability. As at 31st January 2025, the Development Fund had a balance of £261,227 (2024 - £272,503), with plans in place in the upcoming financial year to utilise part of the fund's resources for infrastructure projects and developing new initiatives. The second designated fund identifies unrestricted income that is intended to support the general activity of ShareAction over a future time period. As at 31st January 2025, this designated fund had a balance of £219,748 (2024 - £258,111).

Structure, governance and management

Governing document

ShareAction is a company limited by guarantee without share capital and, since December 2006, also a registered charity. The company was established under a Memorandum of Association (subsequently amended), which established the objects and powers of the charitable company and is governed under its Articles of Association, last amended in December 2023. Each member's liability is limited to £1. Members of the charity guarantee to contribute an amount not exceeding £1 to the assets of the charity in the event of winding up. The total number of such guarantees at year end date was 10 (2024 -10) The Trustees are members of the charity, but this entitles them only to voting rights. The Trustees have no beneficial interest in the charity.

Recruitment and appointment of Trustees

The directors of the company are also charity trustees for the purposes of charity law. Trustees are elected annually at the Annual General Meeting. Trustees can be re-appointed provided that their period in office does not exceed six consecutive years (or nine years in

the case of a Trustee elected to the chair mid-term).

The charity openly advertises opportunities to join the Board, in line with its equality, diversity and inclusion principles.

Induction and training of Trustees

Most Trustees already have experience of charitable organisations on appointment, but if this is not the case, they are provided with best practice and guidance (among other tools, ShareAction's membership of NCVO affords the Trustees access to relevant resources). On appointment, an induction plan is drafted to ensure the new Trustee receives the necessary information to perform their duties.

Organisation structure

The Trustees are required under the Articles of Association to hold at least three Board meetings each year and currently meet four times a year as a Board on a standard basis. The Trustees, assisted by the Chief Executive, are responsible for the governance of the charitable company. The Trustees oversee and agree on the strategy of the charity.

The Board delegates a number of its powers to three sub-committees: the FARC Committee, the HR and Remuneration Committee and the Governance and Nominations Committee. These sub-committees meet prior to meetings of the Board and report thereto.

In order to deliver the strategy, the Extended Leadership Team, which comprises the Chief Executive, Directors and Heads, prepares a business plan and budget for review by the Trustees ahead of each financial year. Once agreed, this document, which includes a range of key performance indicators, is used to measure and assess progress at the quarterly meetings of the Board.

Remuneration arrangements for key management personnel

Remuneration for the charity's CEO is set by the Board, with the remuneration for the remaining key management personnel on ShareAction's Leadership Team set by the HR & Remuneration Committee and reviewed annually. As with all roles across ShareAction, cost of living changes and inflation during the year, market competitiveness and organisational affordability are considered when setting salary levels. A benchmarking exercise is carried out against similar organisations every three years.

Statement of Fundraising

The charity is registered with the Fundraising Regulator and reports compliance on an annual basis. The charity employs a professional fundraising team who maintain a high standard of ethical fundraising and whose systems and practices are kept under continual review. It does not use the services of any third-party organisation to help in its fundraising activities.

No complaints were received about its fundraising activities during the financial year 2024/25. In the event of a complaint being received, these are handled by the Chief Executive or a senior member of staff.

Fairshare Educational Foundation (ShareAction)

Trustees' Report

For the year ended 31 January 2025

Trustees

The members of the Board of Trustees who served as Trustees (and directors of the company) during the year are shown on page 1. As at 31st January 2025, the Board is composed of six Trustees, increasing to eight in April 2025. Ten trustees is the maximum number allowed under the Articles.

Statement of Trustees' responsibilities

The Trustees (who are also directors of ShareAction 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). 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 for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and the Republic of Ireland (FRS 102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards and statements of recommended practice 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 charity 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 charity 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 charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Trustees confirms that:

- so far as they are aware, there is no relevant audit information of which the charity's auditor is unaware; and
- they have taken all the steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the charity's auditor is aware of that information.

Fairshare Educational Foundation (ShareAction)

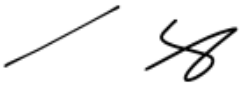
Trustees' Report

For the year ended 31 January 2025

The Trustees are responsible for the maintenance and integrity of financial information included on the charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The Trustees' annual report has been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The trustees' annual report has been approved by the trustees on 9 July 2025 and signed on their behalf by:



Kevin Chuah
Trustee

Independent auditor's report

To the members of

Fairshare Educational Foundation (ShareAction)

Opinion

We have audited the financial statements of Fairshare Educational Foundation (the 'charitable company') for the year ended 31 January 2025 which comprise the statement of financial activities, balance sheet, statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- Give a true and fair view of the state of the charitable company's affairs as at 31 January 2025 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
- Have been prepared in accordance with the requirements of the Companies Act 2006

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the 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 Fairshare Educational Foundation's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other Information

The other information comprises the information included in the trustees' annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Independent auditor's report

To the members of

Fairshare Educational Foundation (ShareAction)

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception
In the 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' annual report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- Adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- The financial statements are not in agreement with the accounting records and returns; or
- Certain disclosures of 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 directors were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the trustees' annual report and from the requirement to prepare a strategic report.

Responsibilities of trustees
As explained more fully in the statement of trustees' responsibilities set out in the trustees' annual report, 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 the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud are set out below.

Capability of the audit in detecting irregularities

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- We enquired of management which included obtaining and reviewing supporting documentation, concerning the charity's policies and procedures relating to:
  - Identifying, evaluating, and complying with laws and regulations and whether they were aware of any instances of non-compliance;
  - Detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected, or alleged fraud;
  - The internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations.
- We inspected the minutes of meetings of those charged with governance.
- We obtained an understanding of the legal and regulatory framework that the charity operates in, focusing on those laws and regulations that had a material effect on the financial statements or that had a fundamental effect on the operations of the charity from our professional and sector experience.
- We communicated applicable laws and regulations throughout the audit team and remained alert to any indications of non-compliance throughout the audit.
- We reviewed any reports made to regulators.
- We reviewed the financial statement disclosures and tested these to supporting documentation to assess compliance with applicable laws and regulations.
- We performed analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.
- In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments, assessed whether the judgements made in making accounting estimates are indicative of a potential bias and tested significant transactions that are unusual or those outside the normal course of business.

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 is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Independent auditor's report

To the members of

Fairshare Educational Foundation (ShareAction)

Use of our report

This report is made solely to the charitable company's members as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Judith Miller (Senior statutory auditor)
Date: 5 September 2025
for and on behalf of Sayer Vincent LLP, Statutory Auditor
110 Golden Lane, LONDON, EC1Y 0TG

Fairshare Educational Foundation

Statement of financial activities (incorporating an income and expenditure account)

For the year ended 31 January 2025

	Note	Unrestricted £	Restricted £	**2025 Total £**	Restated Unrestricted £	Restated Restricted £	Restated 2024 Total £
Income from:							
Donations and legacies	2	1,255,389	–	**1,255,389**	758,103	–	758,103
Charitable activities							
Grants received	3	–	5,487,943	**5,487,943**	–	4,508,780	4,508,780
Other trading activities	4	189,759	–	**189,759**	462,238	–	462,238
Investments	5	55,170	–	**55,170**	18,438	–	18,438
Other		47,287	–	**47,287**	11,422	–	11,422
Total income		1,547,605	5,487,943	**7,035,548**	1,250,201	4,508,780	5,758,981
Expenditure on:							
Raising funds	6	432,900	–	**432,900**	391,086		391,086
Charitable activities							
Campaigning and Education	6	1,161,037	5,482,649	**6,643,686**	1,284,215	4,870,159	6,154,374
Total expenditure		1,593,937	5,482,649	**7,076,586**	1,675,301	4,870,159	6,545,460
Net income / (expenditure) before net gains / (losses) on investments		(46,332)	5,294	**(41,038)**	(425,100)	(361,379)	(786,479)
Net gains / (losses) on investments		**994**	**–**	**994**	(788)	**–**	(788)
Net income / (expenditure) for the year	7	(45,338)	5,294	**(40,044)**	(425,888)	(361,379)	(787,267)
Transfers between funds		–	–	**–**	–	–	–
Net movement in funds		(45,338)	5,294	**(40,044)**	(425,888)	(361,379)	(787,267)
Reconciliation of funds:							
Total funds brought forward		1,692,881	1,999,294	**3,692,175**	2,118,769	2,360,673	4,479,442
Total funds carried forward		1,647,543	2,004,588	**3,652,131**	1,692,881	1,999,294	3,692,175

All of the above results are derived from continuing activities. There were no other recognised gains or losses other than those stated above. Movements in funds are disclosed in Note 18a to the financial statements.

Fairshare Educational Foundation

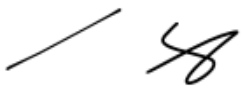
Balance sheet

Company no. 05013662

As at 31 January 2025

	Note	£	2025 £	£	Restated 2024 £
Fixed assets:					
Investments	12		**16,270**		7,406
			16,270		7,406
Current assets:					
Debtors	13	**449,951**		1,538,520	
Short term deposits		**1,500,000**		1,000,000	
Cash at bank and in hand		**2,132,428**		1,603,187	
		4,082,379		4,141,707	
Liabilities:					
Creditors: amounts falling due within one year	14	**(446,518)**		(456,938)	
Net current assets			**3,635,861**		3,684,769
Total net assets			**3,652,131**		3,692,175
The funds of the charity:	18a				
Restricted income funds			**2,004,588**		1,999,294
Unrestricted income funds:					
Designated funds		**480,975**		530,614	
General funds		**1,166,568**		1,162,267	
Total unrestricted funds			**1,647,543**		1,692,881
Total charity funds			**3,652,131**		3,692,175

Approved by the trustees on 9 July 2025 and signed on their behalf by



Kevin Chuah
Trustee

Fairshare Educational Foundation

Statement of cash flows

For the year ended 31 January 2025

	£	2025 £	£	2024 £
Cash flows from operating activities				
Net (expenditure) for the reporting period (as per the statement of financial activities)	**(40,044)**		(787,267)	
(Gains)/losses on investments	**(994)**		788	
Dividends, interest and rent from investments	**(55,170)**		(18,438)	
(Increase)/decrease in debtors	**1,088,569**		(777,184)	
Increase/(decrease) in creditors	**(10,420)**		(15,163)	
Net cash provided by / (used in) operating activities		**981,941**		(1,597,264)
Cash flows from investing activities:				
Dividends, interest and rents from investments	**55,170**		18,438	
Proceeds from sale of investments	**-**		581	
Purchase of investments	**(7,671)**		(544)	
Net cash provided by / (used in) investing		**47,499**		18,475
Change in cash and cash equivalents in the year		**1,029,440**		(1,578,789)
Cash and cash equivalents at the beginning of the		**2,603,537**		4,182,326
Change in cash and cash equivalents due to exchange rate movements		**-**		-
Cash and cash equivalents at the end of the year		**3,632,977**		2,603,537

Analysis of cash and cash equivalents and of net debt

	At 1 February 2024 £	Cash flows £	Other non-cash changes £	**At 31 January 2025** **£**
Cash at bank and in hand	1,603,187	529,241	-	**2,132,428**
Short term deposits	1,000,000	500,000	-	**1,500,000**
Cash held by investment brokers	350	199	-	**549**
Total cash and cash equivalents	2,603,537	1,029,440	-	**3,632,977**

1 Accounting policies

a) Statutory information

Fairshare Educational Foundation (trading as ShareAction) is a charitable company limited by guarantee and is incorporated in the United Kingdom.

The registered office address is Runway East, 2 Whitechapel Road, London, E1 1EW.

b) Basis of preparation

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 UK and Republic of Ireland (FRS 102) - (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy or note.

In applying the financial reporting framework, the trustees have made a number of subjective judgements, for example in respect of significant accounting estimates. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The nature of the estimation means the actual outcomes could differ from those estimates. Any significant estimates and judgements affecting these financial statements are detailed within the relevant accounting policy below.

c) Public benefit entity

The charity meets the definition of a public benefit entity under FRS 102.

d) Going concern

The trustees consider that there are no material uncertainties about the charity's ability to continue as a going concern. The trustees have made this assessment with respect to a period of one year from the date of approval of these accounts.

The trustees of the charity assessed the events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern and have concluded that the necessary measures (most importantly, monitoring of cash, reserves and forecasts and timely cost management) are in place to mitigate these concerns. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. The Finance, Audit, Risk and Controls Committee ensures that these issues are given the necessary scrutiny. As a result of the trustees' assessment, the financial statements have been prepared on a going concern basis.

e) Income

Grant and donations income is recognised in the year in which the charity is entitled to receipt, it is probable that the charity will receive the income and the amount can be measured with reasonable certainty. Income is deferred only when the charity has to fulfil conditions before becoming entitled to it or where the donor or funder has specified that the income is to be expended in a future accounting period.

Income from membership subscriptions is accounted for when receivable. Subscriptions are non-refundable and fees relating to the subsequent period are carried forward as deferred income.

Grants and similar income receivable are categorised in the statement of financial activities to reflect the substance of the arrangement with the funders. Where the grant provides unrestricted support it is usually treated as a donation and where it funds specific activities it is usually treated as part of income from charitable activities.

f) Interest receivable

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the charity; this is normally upon notification of the interest paid or payable by the bank.

1 Accounting policies (continued)

g) Fund accounting

Restricted funds are to be used for specific purposes as specified by the donor. Expenditure which meets these criteria is charged to the fund.

General funds are unrestricted funds and represent the net surplus made by the charity during its operations. They are available to be used for the objects of the charity at the discretion of the Trustees.

Designated funds are unrestricted funds earmarked by the trustees for particular purposes.

h) Expenditure and irrecoverable VAT

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Expenditure is classified under the following activity headings:

- Costs of raising funds relate to the costs incurred by the charity to attract voluntary income together with an apportionment of overhead and support costs.
- Expenditure on charitable activities includes the costs of incurred by the charity in the delivery of its activities and services. It includes both costs that can be allocated directly to such activities and an apportionment of support and governance costs that are necessary to support them.

Irrecoverable VAT is charged as a cost against the activity for which the expenditure was incurred.

i) Grants payable

Grants payable are made to third parties in furtherance of the charity's objects. Single or multi-year grants are accounted for when either the recipient has a reasonable expectation that they will receive a grant and the trustees have agreed to pay the grant without condition, or the recipient has a reasonable expectation that they will receive a grant and that any condition attaching to the grant is outside of the control of the charity.

j) Allocation of support costs

Resources expended are allocated to the particular activity where the cost relates directly to that activity. However, the cost of overall direction and administration of each activity, comprising the salary and overhead costs of the central function, is apportioned on a reasonable, justifiable and consistent basis: based on the number of staff employed within an activity.

Governance costs are the costs associated with the governance arrangements of the charity. These costs are associated with constitutional and statutory requirements and include any costs associated with the strategic management of the charity's activities.

k) Operating leases

Rental charges are charged on a straight line basis over the term of the lease.

l) Tangible fixed assets

Additions to computer equipment, furniture, fixtures and fittings for items individually costing over £1,000 are capitalised where the useful economic life is expected to exceed 12 months. Tangible fixed assets are depreciated over their useful lives.

Depreciation is provided at rates calculated to write down the cost of each asset to its estimated residual value over its expected useful life. The depreciation rates in use are as follows:

- Computer Equipment — 25% per annum (on cost)

m) Listed investments

Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Any change in fair value will be recognised in the statement of financial activities. Investment gains and losses, whether realised or unrealised, are combined and shown in the heading "Net gains/(losses) on investments" in the statement of financial activities. The charity does not acquire put options, derivatives or other complex financial instruments.

1 Accounting policies (continued)

n) Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered or any provision for non-recoverability. Prepayments are valued at the amount prepaid net of any trade discounts due.

o) Short term deposits

Short term deposits includes cash balances that are invested in accounts with a maturity date of between 3 and 12 months.

p) Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

q) Creditors and provisions

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

r) Financial instruments

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

s) Pensions

The charity contributes to pension arrangeemnts on behalf of its employees. Contributions payable for the year are charged to the income and expenditure account.

t) Taxation

Provision for corporation tax is not necessary, as the company is a registered charity and undertakes only charitable activities. No deferred tax provision is required.

Tax recovered from voluntary income received under Gift Aid is recognised when the related income is receivable and is allocated to the income category to which the income relates.

u) Foreign currency

Transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the year-end date. All revaluation differences and foreign exchange differences are taken to the statement of financial activities.

2 Income from donations and legacies

	Unrestricted £	Restricted £	2025 Total £	Unrestricted £	Restricted £	Restated 2024 Total £
Grants						
Chapman Charitable Trust	–	–	**–**	2,000	–	2,000
Esmée Fairbairn Foundation	200,000	–	**200,000**	260,000	–	260,000
Ford Foundation	155,836		**155,836**	–		–
Fred Mulder Foundation	–	–	**–**	20,000	–	20,000
Friends Provident Foundation	53,000	–	**53,000**	100,000	–	100,000
John Ellerman Foundation	50,000	–	**50,000**	50,000	–	50,000
Joseph Rowntree Foundation	20,000	–	**20,000**	20,000	–	20,000
Lankelly Chase Foundation	50,000	–	**50,000**	50,000	–	50,000
Oak Foundation	569,814	–	**569,814**	–	–	–
Open Society Foundation	–	–	**–**	28,665	–	28,665
Paul Hamlyn Foundation	–	–	**–**	60,000	–	60,000
Donations						
Donations from Individuals	138,795	–	**138,795**	167,438	–	167,438
Legacies	17,944		**17,944**	–	–	–
Total income from donations and legacies	1,255,389	–	**1,255,389**	758,103	–	758,103

3 Income from charitable activities

	Unrestricted £	Restricted £	2025 Total £	Unrestricted £	Restricted £	Restated 2024 Total £
Arcus Foundation	–	–	–	–	38,212	38,212
Baring Foundation	–	5,000	5,000	–	5,000	5,000
Barrow Cadbury Trust	–	33,000	33,000	–	40,000	40,000
Brian D Newman Foundation for the Environment	–	10,000	10,000	–	–	–
Clean Air Fund	–	97,873	97,873	–	64,574	64,574
Climate Arc	–	382,000	382,000	–	–	–
European Climate Foundation	–	261,574	261,574	–	47,148	47,148
European Commission - Horizon Europe	–	131,402	131,402	–	36,853	36,853
Ford Foundation	–	155,836	155,836	–	–	–
Friends Provident Foundation	–	44,328	44,328	–	53,168	53,168
Guy's and St Thomas' Foundation	–	250,000	250,000	–	500,000	500,000
Handmaids of the Sacred Heart of Jesus	–	2,000	2,000	–	2,000	2,000
Health Foundation	–	250,000	250,000	–	500,000	500,000
John Ellerman Foundation		15,000	15,000			–
KR Foundation	–	134,227	134,227	–	172,484	172,484
Lankelly Chase	–	50,000	50,000	–	50,000	50,000
Laudes Foundation	–	708,001	708,001	–	724,554	724,554
Marmot Charitable Trust	–	25,000	25,000	–	25,000	25,000
NESTA Foundation	–	366,666	366,666	–	–	–
Nuffield Foundation	–	–	–	–	7,000	7,000
Open Society Foundation	–	–	–	–	85,769	85,769
Partners for a New Economy	–	–	–	–	111,729	111,729
Paul Hamlyn Foundation	–	–	–	–	7,000	7,000
Stichting Foundation for International Law for the Environment	–	2,059,335	2,059,335	–	1,580,575	1,580,575
Sunrise Project	–	225,027	225,027	–	147,149	147,149
Synchronicity Earth	–	60,000	60,000	–	–	–
The Joseph Rowntree Foundation	–	–	–	–	35,618	35,618
The Shareholder Common	–	38,477	38,477	–	–	–
Tipping Point Foundation	–	–	–	–	116,280	116,280
Trust for London	–	143,197	143,197	–	118,667	118,667
Waterloo Foundation	–	40,000	40,000	–	40,000	40,000
Total income from charitable activities	–	5,487,943	5,487,943	–	4,508,780	4,508,780

4 Income from other trading activities

	2025 Total £	2024 Total £
Full members	–	13,583
Charities Responsible Investment Network (CRIN) membership fees	125,434	111,884
Responsible Investment Network - Universities (RINU) membership fees	64,325	66,942
WDI signatories fee income	–	269,829
	189,759	462,238

All income from trading activities is unrestricted.

5 Income from investments

	2025 Total £	2024 Total £
Bank interest receivable	55,001	18,346
Dividends receivable	169	92
	55,170	18,438

All income from investments is unrestricted.

6a Analysis of expenditure (current year)

		Charitable activities			
	Raising funds £	Campaigning and Education £	Governance costs £	Support costs £	2025 Total £
Staff costs (Note 8)	–	4,188,029	31,260	1,383,097	**5,602,386**
Research & Communication	5,694	569,701	–	–	**575,395**
Other staff expenses	–	–	–	208,418	**208,418**
Legal & Professional	–	–	–	68,389	**68,389**
Operating lease rentals	–	–	–	228,217	**228,217**
General office costs	–	–	–	48,876	**48,876**
Website & ICT expenses	–	–	–	239,368	**239,368**
Travel & Subsistence	–	–	3,490	67,302	**70,792**
Bank charges	–	–	–	6,695	**6,695**
Audit fee (including VAT)	–	–	20,760	–	**20,760**
Other audit fees	–	–	7,200	–	**7,200**
Foreign exchange losses	–	–		90	**90**
	5,694	4,757,730	62,710	2,250,452	**7,076,586**
Support costs	427,206	1,823,246	–	(2,250,452)	**–**
Governance costs	–	62,710	(62,710)	–	**–**
Total expenditure 2025	**432,900**	**6,643,686**	**–**	**–**	**7,076,586**

6b Analysis of expenditure (prior year)

		Charitable activities			
	Raising funds £	Campaigning and Education £	Governance costs £	Support costs £	2024 Total £
Staff costs (Note 8)	–	4,055,081	29,275	1,049,431	**5,133,787**
Research & Communication	359	437,269	–	–	**437,628**
Other staff expenses	–	–	–	261,496	**261,496**
Legal & Professional	–	–	–	132,312	**132,312**
Operating lease rentals	–	–		215,555	**215,555**
General office costs	–	–	–	38,600	**38,600**
Website & ICT expenses	–	–		220,314	**220,314**
Travel & Subsistence	–	–	758	80,029	**80,787**
Bank charges	–	–		7,080	**7,080**
Audit fee (including VAT)	–	–	11,682	–	**11,682**
Write offs	–	–	–	1,426	**1,426**
Foreign exchange losses	–	–		4,793	**4,793**
	359	4,492,350	41,715	2,011,036	**6,545,460**
Support costs	390,727	1,620,309	–	(2,011,036)	**–**
Governance costs	–	41,715	(41,715)	–	**–**
Total expenditure 2024	**391,086**	**6,154,374**	**–**	**–**	**6,545,460**

7 Net income / (expenditure) for the year

This is stated after charging / (crediting):

	2025 £	2024 £
Operating lease rentals payable:		
Property	**228,217**	215,555
Auditor's remuneration (excluding VAT):		
Audit	**17,300**	9,735
Other services	**6,000**	–
Foreign exchange gains or losses	**90**	4,793

8 Analysis of staff costs, trustee remuneration and expenses, and the cost of key management personnel

Staff costs were as follows:

	2025 £	2024 £
Salaries and wages	**4,682,271**	4,333,381
Social security costs	**553,124**	447,202
Employer's contribution to defined contribution pension schemes	**366,991**	353,204
	5,602,386	5,133,787

The following number of employees received employee benefits (excluding employer pension costs and employer's national insurance) during the year between:

	2025 No.	2024 No.
£60,001 - £70,000	**11**	5
£70,001 - £80,000	**2**	1
£80,001 - £90,000	**2**	1
£90,001 - £100,000	**1**	3
£100,001 - £110,000	**1**	–
£110,001 - £120,000	**–**	–
£120,001 - £130,000	**1**	1

The total employee benefits (including pension contributions and employer's national insurance) of the key management personnel were £678,735 (2024: £680,356).

The charity trustees were neither paid nor received any other benefits from employment with the charity in the year (2024: £nil). No charity trustee received payment for professional or other services supplied to the charity (2024: £nil).

Trustees' expenses represents the payment or reimbursement of travel and subsistence costs totalling £1,927 (2024: £758) incurred by 2 (2024: 2) members relating to attendance at meetings of the trustees.

9 Staff numbers

The average number of employees (head count based on number of staff employed) during the year was:

	2025 No.	2024 No.
Fundraising and Communications	**14**	12
Campaigning and Education	**66**	61
Management and Administration	**18**	17
	98	90

10 Related party transactions

A total of £3,360 (2024: £3,713) in unrestricted donations was received by the charity from Trustees in 2024/25. There are no donations from related parties which are outside the normal course of business and no restricted donations from related parties.

As at 1st February 2024 the activities and assets of the Workforce Disclosure Initiative were transferred to the Thompson Reuters Foundation. One of the charity's trustees, Nicholas Glicher, is also a trustee of Thompson Reuters Foundation.

In the prior financial year Friends Provident Foundation was a related party by virtue of the fact that a former trustee, Paul Dickinson (term ended August 2023), was also a trustee of Friends Provident Foundation (term ended September 2023). During the 2023/24 financial year a donation of £100,000; restricted grant of £53,168 and CRIN membership fees of £4,725 were received from Friends Provident Foundation.

11 Taxation

The charity is exempt from corporation tax as all its income is charitable and is applied for charitable purposes.

12 Listed investments

	2025 £	2024 £
Fair value at the start of the year	**7,056**	7,881
Additions at cost	**7,671**	544
Disposal proceeds	**-**	(581)
Net gain / (loss) on change in fair value	**994**	(788)
	15,721	7,056
Cash held by investment broker pending reinvestment	**549**	350
Fair value at the end of the year	**16,270**	7,406

All listed investments were dealt in on a recognised stock exchange.

13 Debtors

	2025 £	Restated 2024 £
Trade debtors	**185,647**	1,409,351
Other debtors	**39,653**	41,744
Prepayments	**86,416**	65,028
Accrued income	**138,235**	22,397
	449,951	1,538,520

14 Creditors: amounts falling due within one year

	2025 £	Restated 2024 £
Trade creditors	**52,188**	38,413
Taxation and social security	**124,818**	140,376
Other creditors	**13,745**	77,045
Accruals	**157,382**	111,886
Deferred income (note 15)	**98,385**	89,218
	446,518	456,938

15 Deferred income

Deferred income comprises of CRIN and RINU membership income:

	2025 £	Restated 2024 £
Balance at the beginning of the year	**89,218**	182,120
Amount released to income in the year	**(189,758)**	(562,279)
Amount deferred in the year	**198,925**	469,377
Balance at the end of the year	**98,385**	89,218

16 Pension scheme

The charity contributes to pension arrangements on behalf of its employees, presently at a rate of 8% of gross salary (covering the minimum employee and employer auto enrolment contribution in full). Employees can choose to make employee contributions on top of this or to opt out. The pension cost for the year amounted to the figure shown in note 8.

17a Analysis of net assets between funds (current year)

	General unrestricted £	Designated £	Restricted £	**Total funds £**
Investments	16,270	–	–	**16,270**
Net current assets	1,150,298	480,975	2,004,588	**3,635,861**
Net assets at 31 January 2025	**1,166,568**	**480,975**	**2,004,588**	**3,652,131**

17b Analysis of net assets between funds (prior year)

	General unrestricted £	Designated £	Restricted £	Restated **Total funds £**
Investments	7,406	–	–	**7,406**
Net current assets	1,154,861	530,614	1,999,294	**3,684,769**
Net assets at 31 January 2024	**1,162,267**	**530,614**	**1,999,294**	**3,692,175**

18a Movements in funds (current year)

	At 1 February 2024 £	Income & gains £	Expenditure & losses £	Transfers £	At 31 January 2025 £
Restricted funds:					
Restricted Grants	1,999,294	5,487,943	(5,482,649)		**2,004,588**
Total restricted funds	1,999,294	5,487,943	(5,482,649)	–	**2,004,588**
Unrestricted funds:					
Designated funds:					
Development Fund	272,503	–	(11,276)	–	**261,227**
Unrestricted grants - future periods	258,111	1,098,650	(1,137,013)		**219,748**
Total designated funds	530,614	1,098,650	(1,148,289)	–	**480,975**
General funds	1,162,267	449,949	(445,648)		**1,166,568**
Total unrestricted funds	1,692,881	1,548,599	(1,593,937)	–	**1,647,543**
Total funds	3,692,175	7,036,542	(7,076,586)	–	**3,652,131**

The purpose of each fund is explained in the following note.

18b Movements in funds (prior year)

	Restated At 1 February 2023 £	Restated Income & gains £	Restated Expenditure & losses £	Transfers £	Restated **At 31 January 2024 £**
Restricted funds:					
Restricted Grants	2,360,673	4,508,780	(4,870,159)		**1,999,294**
Total restricted funds	2,360,673	4,508,780	(4,870,159)	–	**1,999,294**
Unrestricted funds:					
Designated funds:					
Development Fund	300,000	–	(27,497)	–	**272,503**
Unrestricted grants - future periods	711,890	590,665	(1,044,444)	–	**258,111**
Total designated funds	1,011,890	590,665	(1,071,941)	–	**530,614**
General funds	1,106,879	659,536	(604,148)	–	**1,162,267**
Total unrestricted funds	2,118,769	1,250,201	(1,676,089)	–	**1,692,881**
Total funds	4,479,442	5,758,981	(6,546,248)	–	**3,692,175**

Purposes of restricted funds
Please see the analysis below for the breakdown of restricted funds, listed by each funder or by programme area (where funding is pooled to collectively fund that programme of work).

ShareAction receives grants for specific programmes and areas of work. These are treated as restricted donations with appropriate expenditure allocated against them. Grants from European Climate Foundation, IKEA Foundation, Laudes Foundation, Stichting Foundation for International Law for the Environment and Sunrise Project related to Climate activities; grants from KR Foundation related to Policy activity; and grants from Ford Foundation, Tipping Point Foundation and Trust for London related to Good Work activities. Grants funding our overall programmes of work for Biodiversity and Long-term Investors in People's Health are combined below.

Purposes of designated funds
The following funds have been designated by the Charity:
- the Development fund is a designated fund which helps aid the charity's impact, growth and sustainability.
- the Unrestricted grants - future periods fund identifies unrestricted income that is intended to support the general activity of ShareAction over a future time period.

Restricted funds (current year)

	At 1 February 2024	Income & gains	Expenditure & losses	**At 31 January 2025**
Baring Foundation	5,000	5,000	(5,834)	4,166
Barrow Cadbury Trust	7,615	33,000	(34,862)	5,753
Brian D Newman Foundation	–	10,000	(10,000)	–
European Climate Foundation (ECF)	(1,197)	261,574	(217,653)	42,724
Ford Foundation	–	155,836	(95,651)	60,185
Friends Provident Foundation	(2,435)	44,328	(49,363)	(7,470)
Handmaids of the Sacred Heart of Jesus*	250	2,000	(2,250)	–
John Ellerman Foundation	–	15,000	(15,000)	–
KR Foundation	129,160	134,227	(160,866)	102,521
Lankelly Chase Foundation	9,065	50,000	(37,874)	21,191
Laudes Foundation	721,022	708,001	(740,886)	688,137
Omidyar Network	34,368	–	(34,368)	–
Open Society Foundation	76,289	–	(51,050)	25,239
Stichting Foundation for International Law for the Environment	99,303	2,059,335	(2,097,959)	60,679
Sunrise Project	61,746	225,027	(100,485)	186,288
The Shareholder Commons (Global Commons Alliance)	–	38,477	(19,170)	19,307
Tipping Point Fund	(145)	–	145	–
Trust for London	40,461	143,197	(119,370)	64,288
Biodiversity Programme	101,596	256,402	(329,724)	28,274
LIPH Programme	717,196	1,346,539	(1,360,429)	703,306
Total restricted funds	**1,999,294**	**5,487,943**	**(5,482,649)**	**2,004,588**

Restricted funds (prior year)

	At 1 February 2023	Income & gains	Expenditure & losses	**At 31 January 2024**
Baring Foundation	3,333	5,000	(3,333)	5,000
Barrow Cadbury Trust	16,490	40,000	(48,875)	7,615
Broad Reach Foundation (Tides)	74,614		(74,614)	–
European Climate Foundation (ECF)	18,037	47,149	(66,383)	(1,197)
Ford Foundation	142,333	–	(142,333)	–
Fransciscan Missionaries of the Divine Motherhood*	833	–	(833)	–
Friends Provident Foundation	(8,140)	53,168	(47,463)	(2,435)
Handmaids of the Sacred Heart of Jesus*	1,167	2,000	(2,917)	250
IKEA Foundation	302,601	–	(302,601)	–
Joseph Rowntree Foundation	26,669	35,618	(62,287)	–
KR Foundation	149,925	172,484	(193,249)	129,160
Lankelly Chase Foundation	7,008	50,000	(47,943)	9,065
Laudes Foundation	293,430	724,553	(296,961)	721,022
Living Wage Foundation	12,526	–	(12,526)	–
Nuffield Foundation	–	7,000	(7,000)	–
Omidyar Network	93,233	–	(58,865)	34,368
Open Society Foundation	–	85,769	(9,480)	76,289
Paul Hamlyn Foundation	–	7,000	(7,000)	–
Stichting Foundation for International Law for the Environment	383,377	1,580,575	(1,864,649)	99,303
Sunrise Project	223,476	147,149	(308,879)	61,746
The Modern Slavery and Human Rights Policy and Evidence Centre (Modern Slavery PEC)	6,525	–	(6,525)	–
Tipping Point Fund	–	116,280	(116,425)	(145)
Trust for London	(16,502)	118,667	(61,704)	40,461
Biodiversity Programme	174,902	251,794	(325,100)	101,596
LIPH Programme	454,836	1,064,574	(802,214)	717,196
Total restricted funds	**2,360,673**	**4,508,780**	**(4,870,159)**	**1,999,294**

19 Operating lease commitments payable as a lessee

The charity's total future minimum lease payments under non-cancellable operating leases is as follows for each of the following periods

	Property	
	2025	2024
	£	£
Less than one year	**248,455**	174,420
One to five years	**426,360**	-
Over five years	**-**	-
	674,815	174,420

20 Legal status of the charity

The charity is a company limited by guarantee and has no share capital. The liability of each member in the event of winding up is limited to £1.

21 Impact of prior year adjustment

The financial statements include a prior year adjustment related to the change in accounting policy for income recognition. Under the updated policy (see note 1 - e), grant income is only deferred when the charity has to fulfil conditions before becoming entitled to it or where the funder has specified that the income is to be expended in a future accounting period. Under the previous accounting policy, income had also been deferred where grants were awarded on an annual basis and the grant year was not coterminous with the charity's financial year.

The impact of this adjustment is outlined below. The restatement of prior year financial information is presented in the statement of financial activities, balance sheet and notes to the financial statements.

Reserves position	Unrestricted £	Restricted £	**Total £**
Total funds at 31 January 2023 as previously stated	1,406,878		1,406,878
Adjustments to funds for income now recognised, having previously been deferred as at 31st January 2023	711,891	2,360,673	3,072,564
Total funds at 31 January 2023 as restated	2,118,769	2,360,673	**4,479,442**
Total funds at 31 January 2024 as previously stated	1,424,723	-	1,424,723
Adjustments to funds for income now recognised, having previously been deferred as at 31st January 2024	268,158	1,999,294	2,267,452
Total funds at 31 January 2024 as restated	1,692,881	1,999,294	**3,692,175**

Impact on income and expenditure 2023/24	Unrestricted £	Restricted £	**Total £**
Net income as previously reported	1,581,981	4,982,112	6,564,093
Adjustment for income previously deferred for future recognition, now recognised in 2023/24	54,445	1,016,678	1,071,123
Adjustment for income previously recognised in 2023/24 now recognised in prior periods	(386,225)	(1,487,382)	(1,873,607)
Adjustment for income previously recognised in 2023/24 now recognised in future periods		(2,628)	(2,628)
Net income as restated	1,250,201	4,508,780	**5,758,981**

FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales - Charity number 1117244

Accounts

Fairshare Educational Foundation T/A ShareAction

Annual Report and Financial Statements

31 January 2024

Company Limited by Guarantee
Registration Number
05013662 (England and Wales)

Charity Registration Number
1117244

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Reference and administrative details

Board of Trustees and Directors	Paul Dickinson (Chair until August 2023 - term ended in August 2023) Carl Liederman (Chair – appointed Chair in August 2023) Ian Brindley Kevin Chuah Olivia Dickson Nicholas Glicher Sonia Shah Alice Steenland Hugh Wheelan Alexia Tye (appointed in January 2024) Lutfey Siddiqi (appointed in January 2024)
Chief Executive	Catherine Howarth
Charity name	Fairshare Educational Foundation (Trading as ShareAction)
Registered and principal office	Runway East 2 Whitechapel Road London E1 1EW
Company registration number	05013662
Charity registration number	1117244
Auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Principal bankers	HSBC 60 Queen Victoria Street London EC4N 4TR

I am grateful to the team at ShareAction for continuing to set the standard for responsible investment, particularly during a year in which there has been significant pushback against ESG and the sector more generally.

ShareAction's work, advocating for high ambition, action, and accountability from investors, companies, and regulators, remains more vital than ever to tackle the most pressing problems facing society today. Our corporate campaigns drove some important real-world impact, including French bank BNP Paribas strengthening its oil and gas policy, five companies reporting their ethnicity pay gap for the first time, and several petrochemical companies taking steps towards reducing emissions. Alongside dedicated supporters, the team had their busiest AGM season to date. This included facilitating Deliveroo riders to demand improved pay and conditions as part of a commitment to ensure people with lived experience can push for change.

ShareAction's convening and influencing power also was evident in our policy teams' engagement with decision makers that led to the inclusion of the finance sector in new EU Corporate Sustainability Due Diligence Directive rules, and hosting of a Nobel Prize-winning economist and the UK's biggest pension fund to discuss pension law reform at a major stakeholder event.

In addition, ShareAction developed an ambitious new impact-driven definition of responsible investment, along with a new series of expert guidance that describes a responsible approach to specific topics and the standard to which it holds investors to account.

The organisation has seen another year of steady growth, with more funding driven by a track record of influencing change. We are enormously grateful to the trusts, foundations and individuals who generously support ShareAction. In the financial year 2023/24 the staff increased by 20% and income by 43% to £5.1m. We ended the year with a modest surplus as the management team tightly controlled costs while continuing to invest in enabling capabilities to support organisational growth. These included introducing new finance and planning systems, developing Monitoring, Evaluation and Learning capabilities, supporting staff through pay increases to address cost of living pressures and expanded learning and development opportunities.

We remain very focused on collaboration to ensure that our work is scalable and as impactful as possible. After incubating the Workforce Disclosure Initiative (WDI) for seven years, ShareAction's board approved the transfer of WDI to the Thomson Reuters Foundation (TRF). I am personally grateful to the teams at ShareAction and the TRF for working closely together to make this happen, and most importantly to the WDI team, past and present, who successfully developed the initiative these past seven years.

We also updated our ownership structure so that trustees are now the members, a structure that is more common in the UK than the prior membership-based model. I am grateful to our founding members for their decades of service to ShareAction and for the role they have played; we will continue to collaborate with them and others to create collective impact.

Finally, I would like to thank Catherine for her leadership, my fellow trustees, all the ShareAction staff for their tireless efforts over the past year, as well as our supporters without whom we cannot do what we do.

I am confident that ShareAction is well-placed to continue to ensure that corporates, financial institutions, and regulators power the transition to low-carbon economies, protect our natural environment, ensure workers are treated fairly and contribute to healthier societies.

Carl Liederman, Chair

The Trustees (who are also directors of the charitable company for the purposes of the Companies Act) present their annual report together with audited financial statements of Fairshare Educational Foundation (trading as ShareAction) (the charitable company) for the year ended 31 January 2024.

The financial statements have been prepared in accordance with the accounting policies setout on pages 22 to 25 therein and comply with the charitable company's governing document, applicable laws 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 UK and Republic of Ireland (FRS 102).

Objectives and activities

Activities and specific objectives

ShareAction's charitable objects can be summarised as "the promotion of ethical and responsible investment for the public benefit in order to advance: the relief of poverty, protection of the environment, promotion of human rights, sustainable development, and compliance with the law and ethical standards of conduct". The following ancillary charitable objectives complement this core object:

- To advance the education of the public in the principles and effects of ethical and responsible investment (RI); and
- To undertake and promote research relating to ethical and responsible investment, making the results publicly available.

The company has been set up as a non-profit making charitable company. In designing their policies to meet their objectives the Trustees have paid due regard to the Charity Commission's guidance on public benefit.

ShareAction's theory of change captures our work across four main areas – investor strategies, corporate strategies, public policy and regulation strategies and movement-building strategies.

Investor strategies

With this work, we aim to **educate and influence investors**, through:

- Surveys and published rankings that make transparent the responsible investment performance of institutional investors and define higher standards;
- Tailored engagement with asset managers, banks and insurers to drive up their responsible investment performance;
- Building and supporting networks of asset owners that enable peer-to-peer support for ambitious responsible investment practice.

Corporate strategies

Our corporate-focused work **is designed to change companies' behaviour, by**:

- Publishing briefings and analytical reports on companies' performance and companies' exposure to risks in respect of a range of environmental and social topics. These publications are designed to inform and facilitate investor engagement with companies;
- Coordinating collaborative investor dialogue with companies to secure commitments to reduce negative impacts and increase positive impacts;
- Organising escalated investor activism (e.g. shareholder resolutions) where dialogue proves ineffective at shifting companies onto a sustainable pathway.

Policy and regulatory strategies

Our work with policy-makers and regulators aims to leverage law and regulation across the UK and EU by:

- Advocating for more ambitious responsible investment standards, investor transparency and accountability.
- Highlighting how policy and regulatory changes can help address the negative impacts of corporate behaviour in support of our campaigns.

Movement-building strategies

Here we work with individual investors and other organisations to **inspire support for responsible investment and amplify our message, through**:

- Growing and supporting networks of civil society groups and individual investors to enable personal and collective action on responsible investment;
- Public communication campaigns designed to build support for responsible investment.

By working across these areas of the financial system and beyond, we are able to leverage the relationships between them to increase the momentum behind system change.

Notable achievements

Some notable highlights from 2023/24 include:

- We launched an ambitious new definition of responsible investment, challenging the sector to take impacts on people and planet as seriously as financial risk and return. This definition now provides the benchmark that all investors should strive for.
- The first two papers in the Responsible Investment Standards and Expectations (RISE) series were launched. The guidance, grounded in detailed research, recommends

Notable achievements (*continued*)

actions that asset managers can – and should – take in today's investment environment in pursuit of being a truly responsible investor.

- We had our busiest year yet with our AGM programme, attending 99 AGMs to ask 119 questions to board members. We confronted the Directors of companies like Shell and Tesco to challenge them on their contribution to issues such as climate change and access to healthy food. Over 20 of these AGMs were outside the UK, in Europe and the US. We also supported nine Deliveroo riders to attend Deliveroo's AGM to make a powerful personal argument for action on wages, contracts and safety at work.

- We coordinated 25 investors with $1.4 trillion assets under management to write to the bank demanding it stop directly financing new oil and gas fields and we were pleased to see French bank BNP Paribas strengthen its oil and gas policy.

- We continued to call on companies to voluntarily report their ethnicity pay gap. Five companies have reported their ethnicity pay gap for the first time as a result of our engagement: St James's Place Wealth Management, Hargreaves Lansdown, Phoenix Group, London Stock Exchange Group and Admiral Group.

- We worked with policymakers to ensure that new EU Corporate Sustainability Due Diligence Directive rules would apply to the financial sector, actively engaging with Members of the European Parliament across political groups, and supported over 30 charities and investor allies with advocacy and media work.

- Through our Healthy Markets initiative, we worked with 52 investors to enhance public health by increasing access to healthy food. We focused on household food manufacturers such as Nestlé and Unilever to hold them to account for their impact on public health. We were pleased to see investors intensifying their efforts, raising the group's collective ability to push for change.

- We published an original analysis looking at how well pesticide companies protected the environment. We showed how companies aligned with existing and emerging standards for addressing biodiversity loss, and recommended actions that investors should demand to protect nature.

- We welcomed Nobel Prize winning economist Professor Oliver Hart as he delivered the keynote speech for the 2023 ShareAction responsible investment lecture. Along with Helen Dean CBE, Chief Executive Officer of Nest, and our colleagues Catherine Howarth OBE, CEO and Lewis Johnston, Director of Policy, they discussed pension law reform and answered questions from a packed audience.

- Following our engagement to push for action to decarbonise the petrochemicals sector, we have seen several companies take positive steps towards reducing their emissions:

    - BASF, Solvay, Lanxess, Evonik, LyondellBasell and Yara have set Scope 3 targets;

    - Covestro and Evonik have made 100% renewable energy commitments;

Notable achievements (*continued*)

- Covestro has made a commitment to transition to 100% non-fossil feedstocks;
- Several companies are piloting new electrified processes and taking 100% non-fossil products to market.

Transfer of Workforce Disclosure Initiative

On 1st February 2024, ShareAction's Workforce Disclosure Initiative (WDI) transferred to a new host, Thomson Reuters Foundation (TRF), an independent, global non-profit which works to strengthen free, fair and informed societies by fostering inclusive economies, promoting media freedom and advancing human rights. TRF and WDI are united in a mission to uphold human rights, reduce inequality, and drive positive social change. TRF's capabilities and resources will enable the WDI to leverage their expertise and networks around the world. WDI will become a core component of TRF's inclusive economies portfolio, which focuses on the social component of ESG.

Future plans

We know that investment decisions today shape the world of tomorrow. It is not too late to create a brighter future, where our financial institutions power the transition to low-carbon economies, restore nature, ensure workers are treated fairly and shape healthier societies. Decisions made now by governments, investors and major companies are critical.

In the year ahead we will continue to demand change. In spring 2024, we will publish the findings of a major piece of research into the insurance sector. This benchmark analysis will rank over 50 insurance firms on their approach to responsible investment. Our experts will follow up in person, meeting with insurance company leaders to win support for implementing our recommendations about how they can improve.

As ever, the run up to peak AGM season in the spring and summer will be a busy period for ShareAction. This is a pivotal time in the year to publicly hold company boards and executives to account for the impact of their decisions on people and planet. Our teams, supporters and the coalitions of investors that share our vision will be attending AGMs, highlighting shortcomings and challenging companies to improve policies and practices. We will call on our powerful resolution tactic where appropriate.

We will also seek to amplify the voices of people with lived experience, in particular low paid workers in the retail sector who are at the sharp end of the low wage economy. We will launch new research and recommendations about how retailers can better protect workers and how shareholders can play their part. We are broadening not only our climate work to push for reduced emissions from real estate but also our work protecting nature to focus on areas of high biodiversity importance. We are also expanding our focus on corporate behaviour to include the impact of fast-food outlets on public health.

We will explore ways to support responsible investing across a broader variety of asset classes. This will include exploring how investors' interactions with investments such as bonds (which are issued by governments or companies when they want to raise money) and private equity (investing in a company that isn't listed on the stock exchange) can help us transition to a net-zero future and tackle other global crises.

Future plans (*continued*)

Finally, as elections approach in the UK and Europe, we aim to build support for financial regulation that serves people's best interests. In Brussels, we will advocate for the next EU Commission to prioritise sustainable finance and in the UK we will urge all parties to adopt measures that raise standards across the finance sector and promote responsible investing.

Risk management

During the year we continued to develop our financial risk management framework, providing an approach to managing risk that encourages frequent consideration of risk throughout the organisation and increases our focus on the most strategic risks that we face. This also provides a platform for us to build out our risk management and compliance processes as ShareAction continues to grow.

As the organisation evolves, we continue to monitor and update our risk register. Below, a summary of what we see as our key risks and relevant mitigations.

Risk and Description	***Mitigating Actions***
Raising Funds If ShareAction is unable to raise sufficient funding to deliver our planned future activities, we will be less effective at achieving our strategic objectives.	Financial risk metrics are in place to review future secured and pipeline funding levels. Fundraising resources are regularly reviewed to ensure they are appropriate to meet the organisation's needs.
Competitive Landscape Where NGOs, commercial organisations or industry-led initiatives are competing for the same funding, activities and share of voice, it could make it substantially more difficult to operate and achieve our goals.	Regular reviews of key organisations in our landscape and named managers of relationships with them. Clear and consistent communication of narrative and monitoring of share of voice and influence.
IT Security If ShareAction were to experience a hack or breach of our systems, this could trigger GDPR-related issues, loss of data, reputational issues and/or significant business interruption.	Internal and external audits of cyber security. Outsourced IT support provider monitoring systems. Mandatory data security training for staff.
Recruitment and Retention If ShareAction is unable to recruit and retain staff with the right experience and skillsets, this could significantly disrupt our operations and ability to achieve our goals	Regular monitoring of metrics on recruitment success and retention. Development of a new pay and progression policy, alongside pay and benefit benchmarking.

The Trustees are alert to these risks and the Finance, Audit, Risk and Controls (FARC) Committee actively monitor them on behalf of the Board.

Public benefit

The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission. Our continued success in using the tools of the investment world to promote good corporate citizenship contributes to embedding better social and environmental practices among large publicly listed firms. This in turn has a range of real-world effects that deliver public benefit including, for example, lower carbon emissions, more nutritious diets, and higher wages for the lowest earners. These positive outcomes are in line with our charitable objects.

Public benefit (*continued*)

In addition, our considerable influence on the stewardship and responsible investment policies of large pension funds, insurance companies, asset managers and charitable trusts contributes to the embedding of better practices within UK and international investment community. The major investors we influence look after the retirement savings of millions of working people, including many on modest incomes. Our work, particularly on fiduciary duties, encourages major investment firms and pension schemes to stay focused on the interests and wellbeing of the people whose funds they manage. Encouraging large institutional investors to act as responsible stewards of other people's assets is critically important to achieving a pension system that delivers the greatest possible benefit. We consider this an important element of the public benefit that flows from our activities.

Our training and educational events have helped to equip and support people in the UK who want to use their investments as a leverage point for dialogue with companies. The feedback from our training has shown how empowering people find it to access that kind of knowledge, and to have the opportunity to influence companies with a significant social and environmental footprint.

Financial review

Results for the year

We ended the year showing further year-on-year growth with income of £6,564,093 (2023 - £5,064,689) and an unrestricted surplus of £17,845 (2023 - £275,448).

The charity received grants and donations totalling £6,071,995 (2023 - £4,616,447). Unrestricted grants and donations were received from 10 organisations (2023 – 11), and restricted grants were received from 34 organisations (2023 – 31). The charity received £167,549 in donations from individuals (2023 - £167,902). The amount of cash held and cash equivalents at year-end was £2,603,187 (2023 - £4,181,884).

In the current year, 9 member organisations contributed fees amounting to £13,583 (2023 – 11 member organisations - £17,500). Charities Responsible Investment Network (CRIN) income remained stable with 22 CRIN members contributing membership fees of £111,884 (2023 - 23 members contributing fees of £107,042). Our Workforce Disclosure Initiative generated £269,829 in income from 62 signatories (2023 – £240,537 from 64 signatories).

Reserves policy

It is the policy of the charity to maintain a reserve of unrestricted funds that is at least equivalent to three months' budgeted core expenditure, plus half of the maximum wind down costs of activities for grants that are ending in the next 12 months. The upper limit of our reserves target is three months' budgeted core expenditure, plus the total maximum wind down costs of activities for grants that are ending in the next 12 months.

The reserve is necessary to provide a buffer against unbudgeted and unexpected expenditure, thereby ensuring that adequate resources are always available to meet fixed and variable operational costs and unfunded projects, and to ensure that restricted funds, which currently provide the majority of the charity's incoming resources, are always safeguarded for the purpose for which they were provided.

***Reserves policy** (continued)*

Furthermore, as a crucial management tool, regular monitoring of adherence to the policy is undertaken at meetings of the Board and FARC Committee so that the Trustees may satisfy themselves as to the ongoing financial viability of the charity. Reserves are tracked as a key metric in the monthly management accounts.

It is the Board's opinion that the current level of reserves is commensurate with the risks identified in its latest risk assessment. The Board will review this policy at regular intervals, making any amendments necessary to ensure that it is always adequate for the charitable company's purposes.

As at 31st January 2024, the charity held unrestricted funds of £1,424,723 (2023 - £1,406,878) and £nil restricted funds (2023 - £nil). After adjusting for the value of fixed asset investments, and excluding those reserves which have been designated, free reserves stood at £1,144,814 (2023 - £1,098,555). This level of free reserves is at the top of our targeted range stated in our reserves policy but it is anticipated that reserves will be in line with the target in the upcoming year, having factored in further growth in activities that is anticipated.

Our designated fund, the Development Fund, helps aid the charity's impact, growth and sustainability. As at 31st January 2024, the Development Fund had a balance of £272,503 (2023 - £300,000), with plans in place in the upcoming financial year to utilise part of the fund's resources for infrastructure projects and developing new initiatives.

Structure, governance and management

Governing document

Fairshare Educational Foundation (trading as ShareAction) is a company limited by guarantee without share capital and, since December 2006, also a registered charity. The company was established under a Memorandum of Association (subsequently amended) which established the objects and powers of the charitable company and is governed under its Articles of Association, last amended in December 2023 (see below, Change to membership structure). Each member's liability is limited to £1.

Change to membership structure

On 7th December 23, ShareAction's 10 members voted to approve the new Articles of Association, changing the governance structure of the charity to mean that the Trustees and Directors are now also the members under the Articles.

ShareAction started as a campaign by People & Planet to work with the Universities Superannuation Scheme to adopt responsible investment principles. In 2005, the organisation was incorporated as a charity (Fair Pensions) with a membership governance structure initially comprising six UK charities and non-profit organisations. In recent years, as ShareAction has grown, it has become evident that, from the perspective of robust governance and risk management, that structure was no longer fit for purpose. ShareAction consulted with its membership, commissioned legal advice and amended the Articles to reflect the Trustees becoming the sole members in their position as the principle governance

Change to membership structure *(continued)*
body for the charity, in line with most other similar UK charities. The change was agreed through a unanimous vote of the membership at ShareAction's AGM in December 2023.

Recruitment and appointment of Trustees
The directors of the company are also charity trustees for the purposes of charity law. Trustees are elected annually at the Annual General Meeting. Trustees can be re-appointed provided that their period in office does not exceed six consecutive years (or nine years in the case of a Trustee elected to the chair mid-term).

The charity openly advertises opportunities to join the Board, in line with its equality, diversity and inclusion principles.

Induction and training of Trustees
Most Trustees already have experience of charitable organisations on appointment but, if this is not the case, they are provided with best practice and guidance (among other tools, ShareAction's membership of NCVO affords the Trustees access to relevant resources). On appointment, an induction plan is drafted and approved by the Governance and Nominations Committee to ensure the new Trustee receives the necessary information to perform their duties. Their experience is developed further through their work with ShareAction and access to a variety of content to ensure they remain up to date.

The Trustees spend a day together in person to review the charity's strategy and progress annually, and also attend sessions with the staff of the charity where possible throughout the year. The Governance and Nominations Committee also undertakes a yearly internal Board effectiveness review.

Organisation structure
The Trustees are required under the Articles of Association to hold at least three Board meetings each year and currently meet four times a year as a Board. The Trustees, assisted by the Chief Executive, are responsible for the governance of the charitable company. Trustees oversee and agree the strategy of the charity.

The Board delegates a number of its powers to three sub-committees: the FARC Committee, the HR and Remuneration Committee and the Governance and Nominations Committee. These sub-committees meet prior to meetings of the Board and report thereto.

In order to deliver the strategy, the Extended Leadership Team, which comprises the Chief Executive, Directors and Heads of Department, prepares a business plan and budget for review by the Trustees ahead of each financial year. Once agreed, this document, which includes a range of key performance indicators, is used to measure and assess progress at the quarterly meetings of the Board.

Statement of Fundraising
The charity is registered with the Fundraising Regulator and reports compliance on an annual basis. The charity employs a professional fundraising team who maintain a high standard of ethical fundraising and whose systems and practices are kept under continual review. It does not use the services of any third-party organisation to help in its fundraising activities.

Statement of Fundraising *(continued)*

No complaints were received about its fundraising activities during the financial year 2023/24. In the event of a complaint being received, these are handled by a senior member of staff or the Chief Executive.

Trustees

The members of the Board of Trustees who served as Trustees (and directors of the company) during the year are shown on page 1. As at 31st January 2024, the Board is composed of ten Trustees, which is the maximum allowed under the Articles.

Statement of Trustees' responsibilities

The Trustees (who are also directors of ShareAction 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). 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 for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the 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);
- 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 charity 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 charity 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 charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Trustees confirms that:

- so far as they are aware, there is no relevant audit information of which the charity's auditor is unaware; and
- they have taken all the steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the

Statement of Trustees' responsibilities *(continued)*

- charity's auditor is aware of that information.

The above confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The Trustees are responsible for the maintenance and integrity of financial information included on the charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Signed for and on behalf of the Trustees

Carl Liederman
Approved by the Trustees on:

7 August 2024

Independent auditor's report to the members of Fairshare Educational Foundation

Opinion

We have audited the financial statements of Fairshare Educational Foundation (the 'charitablecompany') for the year ended 31 January 2024, which comprise the statement of financial activities, the balance sheet, the statement of cash flows, the principal accounting policies and the notes to the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 January 2024 and of its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally AcceptedAccounting 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 inthe auditor's responsibilities for the audit of the financial statements section of our report. Weare 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 at least 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.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception

In the 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' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement, 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

Responsibilities of Trustees *(continued)*

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, mattersrelated to going concern and using the going concern basis of accounting unless the Trusteeseither intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements asa 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 detecta 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. Wedesign procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our proceduresare capable of detecting irregularities, including fraud is detailed below.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the charitable company through discussions with management, and from our commercial knowledge and experience of the sector;
- the identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit;
- We focused on specific laws and regulations which we considered may have a direct material effect on the accounts or the activities of the charity. These included but were not limited to the Charities Act 2011, the Companies Act 2006 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102); and
- we assessed the extent of compliance with the laws and regulations identified above

through making enquiries of management, inspecting legal correspondence and reviewing trustee meeting minutes.

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

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management and those charged with governance as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- tested the authorisation of expenditure as part of our substantive testing thereon;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in the accounting policies were indicative of potential bias; and
- used data analytics to identify any significant or unusual transactions and identify the rationale for them.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of trustee meetings;
- enquiring of management and those charged with governance as to actual and potential litigation and claims; and
- reviewing any available correspondence with HMRC and the Charity Commission.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures requiredto identify non-compliance with laws and regulations to enquiry of the Trustees and other management and the inspection of regulatory and legal correspondence, if any.

Auditor's responsibilities for the audit of the financial statements *(continued)*
Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

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 permittedby law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report,or for the opinions we have formed.

9 August 2024

Edward Finch (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory
Auditor130 Wood Street
London
EC2V 6DL

Statement of financial activities Year to 31 January 2024

	Notes	Unrestricted funds £	Restricted funds £	**Total 2024 £**	Unrestricted funds £	Restricted funds £	Total 2023 £
Income:							
Donations	1	1,089,883	—	**1,089,883**	909,846	10,000	919,846
Other trading activities	2	462,238	—	**462,238**	422,143	—	422,143
Investment income	3	18,438	—	**18,438**	286	—	286
Charitable activities	4	—	4,982,112	**4,982,112**	—	3,696,601	3,696,601
Other income		11,422	—	**11,422**	25,813	—	25,813
Total income		1,581,981	4,982,112	**6,564,093**	1,358,088	3,706,601	5,064,689
Expenditure:							
Cost of raising funds	5	391,086	—	**391,086**	257,382	—	257,382
Expenditure on charitable activities	5	1,172,262	4,982,112	**6,154,374**	825,258	3,746,601	4,571,859
Total expenditure		1,563,348	4,982,112	**6,545,460**	1,082,640	3,746,601	4,829,241
Net income (expenditure) beforegains/losses on investments		18,633	—	**18,633**	275,448	(40,000)	235,448
Net gains (losses) on listed investments		(788)	—	**(788)**	—	—	—
Net income for the year and netmovement in funds		17,845	—	**17,845**	275,448	(40,000)	235,448
Reconciliation of funds:							
Total funds brought forward at 1 February 2023		1,406,878	—	**1,406,878**	1,131,430	40,000	1,171,430
Total funds carried forward at 31 January 2024		1,424,723	—	**1,424,723**	1,406,878	—	1,406,878

All of the operations undertaken by the charity during the current and preceding year are continuing operations.

Balance sheet Year to 31 January 2024

	Notes	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Investments	8		**7,406**		8,323
			7,406		8,323
Current assets					
Debtors	9	**1,522,369**		735,438	
Cash at bank and in hand		**1,603,187**		4,181,884	
Short term deposits		**1,000,000**		—	
		4,125,556		4,917,322	
Creditors: amounts falling due within one year	10	**(2,708,239)**		(3,518,767)	
Net current assets			**1,417,317**		1,398,555
Total net assets			**1,424,723**		1,406,878
The funds of the charity:					
Restricted funds	11		—		—
Unrestricted income funds					
. General fund			**1,152,220**		1,106,878
. Designated fund			**272,503**		300,000
			1,424,723		1,406,878

The financial statements were approved by the Board of Directors on and signed on their behalf by:

7 August 2024

Print name: Carl Liederman

Registered Company Number: 05013662

Statement of cash flows Year to 31 January 2024

	Notes	2024 £	2023 £
Cash flows from operating activities:			
Net cash (used in) provided by operating activities	A	**(1,597,264)**	2,149,247
		(1,597,264)	2,149,247
Cash flows from investing activities:			
Investment income		**18,438**	286
Proceeds from the disposal of investments		**581**	94
Purchase of investments		**(544)**	(755)
Net cash generated by (used in) investing activities		**18,475**	(375)
Change in cash and cash equivalents in the year		**(1,578,789)**	2,148,872
Cash and cash equivalents at 1 February 2023	B	**4,182,326**	2,033,454
Cash and cash equivalents at 31 January 2024	B	**2,603,537**	4,182,326

Notes to the statement of cash flows for the year to 31 January 2024

A Reconciliation of net movement in funds to net cash provided by operating activities

	2024 £	2023 £
Net movement in funds (as per the statement of financial activities)	**17,844**	235,448
Adjustments for:		
(Gains) losses on investments	**789**	—
Investment income	**(18,438)**	(286)
(Increase) decrease in debtors	**(786,931)**	(494,802)
Increase (decrease) in creditors	**(810,528)**	2,408,887
Net cash (used in) provided by operating activities	**(1,597,264)**	2,149,247

B Analysis of cash and cash equivalents

	2024 £	2023 £
Cash at bank and in hand	**1,603,187**	4,181,884
Short term deposits	**1,000,000**	—
Cash held by investment managers	**350**	442
Total cash and cash equivalents	**2,603,537**	4,182,326

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

Basis of accounting

The financial statements have been prepared under the historical cost convention with items initially recognised at cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

The accounts 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), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

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

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

Critical accounting estimates and areas of judgement

Preparation of the accounts requires the trustees and management to make significant judgements and estimates.

The items in the accounts where these judgements and estimates have been made include:

- the deferral of grant income received to future periods.

Assessment of 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 with respect to a period of one year from the date of approval of these accounts.

The trustees of the charity assessed the events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern and have concluded that the necessary measures (most importantly, monitoring of cash, reserves and forecasts and timely cost management) are in place to mitigate these concerns. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. The Audit and Risk Committee ensures that these issues are given the necessary scrutiny. As a result of the trustees' assessment, the financial statements have been prepared on a going concern basis.

Income recognition

Income including grants received is recognised in the period in which the charity becomes legally entitled to the income, it is probable the income will be received, and that income can be measured with reasonable accuracy. Income is deferred if the donor specifies conditions that the income is to be expended in a future period or where grants are awarded on an annual basis and the grant year is not coterminous with the charity's financial year.

Income from membership subscriptions is accounted for when receivable. Fees relating to the subsequent period are carried forward as deferred income. Subscriptions are non-refundable.

Grants and similar income receivable are categorised in the statement of financial activities to reflect the substance of the arrangement with the funders. Where the grant provides unrestricted support it is usually treated as a donation, where it funds specific activities it is usually treated as part of income from charitable activities.

Expenditure recognition and the allocation of support and governance costs

Expenditure is recognised on an accruals basis in the period in which it is incurred. It includes related VAT, which cannot be fully recovered and is reported as part of the expenditure to which it relates:

- Costs of raising funds comprise the costs associated with attracting voluntary income together with an apportionment of overhead and support costs.
- Charitable activities expenditure comprises those costs incurred by the charity in the delivery of its activities and services. It includes both costs that can be allocated directlyto such activities and an apportionment of those costs of an indirect nature necessary to support them.

Expenditure incurred on activities falling directly within one cost category is attributed to thatcategory. Expenditure which cannot be directly attributed, including governance costs, is apportioned on a reasonable, justifiable and consistent basis to the cost categories involved,

e.g. apportioning management costs by staff time.

Governance costs comprise the costs involving the public accountability of the charity (including audit costs) and costs in respect to its compliance with regulation and good practice.

Tangible fixed assets

Additions to computer equipment, furniture, fixtures and fittings for items individually costing over £1,000 are capitalised where the useful economic life is expected to exceed 12 months. Tangible fixed assets are depreciated over their useful lives.

Depreciation is provided at the following rate:

- Computer equipment – 25% per annum (on cost)

Pensions
The charity contributes to pension arrangements on behalf of its employees. Contributions payable for the year are charged to the income and expenditure account.

Fixed asset investments
Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Realised and unrealised gains (or losses) are credited (or debited) to the statement of financial activities in the year in which they arise.

Debtors
Debtors are recognised at the settlement amount, less any provision for non-recoverability. Prepayments are valued at the amount prepaid.

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 date of acquisition.

Creditors and provisions
Creditors and provisions 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. Creditorsand provisions are recognised at the amount the charity anticipates it will pay to settle the debt.

Fund accounting
General funds are unrestricted funds and represent the net surplus made by the charity during its operations. They are available to be used for the objects of the charity at the discretion of the Trustees.

Restricted funds can be used only for a particular purpose within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for a particular restricted purpose.

Operating leases
Operating lease rentals are charged to the income and expenditure account as incurred.

Taxation
Provision for corporation tax is not necessary, as the company is a registered charity andundertakes only charitable activities. No deferred tax provision is required.

Tax recovered from voluntary income received under Gift Aid is recognised when the relatedincome is receivable and is allocated to the income category to which the income relates.

Foreign currency

Transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the year-end date. All revaluation differences and foreign exchange differences are taken to the statement of financial activities.

1 Donations

	Unrestricted funds £	Restricted funds £	**Total 2024 £**
Grants and donations received			
Grants			
. Chapman Charitable Trust	779	—	**779**
. Esmée Fairbairn Foundation	260,000	—	**260,000**
. Fred Mulder Foundation	20,000	—	**20,000**
. Friends Provident Foundation	100,000	—	**100,000**
. John Ellerman	29,167	—	**29,167**
. Lankelly Chase Foundation	37,500	—	**37,500**
. Oak Foundation	381,223	—	**381,223**
. Paul Hamlyn Foundation	60,000	—	**60,000**
. Open Society Foundation	28,665	—	**28,665**
. The Tudor Trust	5,000	—	**5,000**
	922,334	—	**922,334**
Donations			
. Donations from individuals	167,549	—	**167,549**
. Prism – The Gift Fund	—	—	**—**
Total 2024	1,089,883	—	**1,089,883**

	Unrestricted funds £	*Restricted funds £*	*Total 2023 £*
Grants and donations received			
Grants			
. Esmée Fairbairn Foundation	*225,000*	*—*	*225,000*
. Ford Foundation	*40,667*	*—*	*40,667*
. Fred Mulder Foundation	*20,000*	*—*	*20,000*
. Friends Provident Foundation	*100,000*	*—*	*100,000*
. Lankelly Chase Foundation	*50,000*	*—*	*50,000*
. Oak Foundation	*181,277*	*—*	*181,277*
. Paul Hamlyn Foundation	*50,000*	*—*	*50,000*
. The Joseph Rowntree Charitable Trust	*5,000*	*—*	*5,000*
. The Tudor Trust	*30,000*	*—*	*30,000*
. Treebeard Trust	*25,000*	*—*	*25,000*
	726,944	*—*	*726,944*
Donations			
. Donations from individuals	*157,902*	*10,000*	*167,902*
. Prism – The Gift Fund	*25,000*	*—*	*25,000*
Total 2023	*909,846*	*10,000*	*919,846*

2 Other trading activities

	Unrestricted	
	Total 2024 £	Total 2023 £
Full members	**13,583**	17,500
Charities Responsible Investment Network (CRIN) membership fees	**111,884**	107,042
Responsible Investment Network – Universities (RINU) membership fees	**66,942**	57,065
WDI signatories fee income	**269,829**	240,537
Total	**462,238**	422,143

3 Investment income

	Unrestricted	
	Total 2024 £	Total 2023 £
Bank interest receivable	**92**	190
Dividends receivable	**18,346**	96
Total	**18,438**	286

4 Income from charitable activities

	Restricted	
	Total 2024 £	Total 2023 £
Alex Ferry Foundation	**—**	5,000
Arcus Foundation	**9,007**	25,136
Baring Foundation	**3,333**	1,667
Barrow Cadbury Trust	**48,875**	33,510
Broad Reach Foundation	**74,615**	6,783
Clean Air Fund	**33,040**	—
European Climate Foundation	**66,382**	—
European Commission – Horizon Europe	**60,920**	24,160
Finance Dialogue / European Climate Foundation	**—**	59,588
Ford Foundation	**264,333**	40,667
Franciscan Missionaries of the Divine Motherhood	**833**	5,000
Friends Provident Foundation	**47,463**	51,140
Global Commons Alliance	**70,105**	17,657
Guy's and St Thomas' Charity	**32,333**	495,120
Guy's and St Thomas' Foundation	**371,823**	—
Handmaids of the Sacred Heart of Jesus	**2,917**	833
Health Foundation	**365,018**	—
IKEA / New Venture Fund	**302,602**	478,906
KR Foundation	**183,249**	116,772
Lankelly Chase	**47,943**	42,992
Laudes Foundation	**296,915**	181,048
Living Wage Foundation	**12,526**	23,810
Marmot Charitable Trust	**19,276**	48,333
Modern Slavery and Human Rights Policy and Evidence Centre	**6,525**	13,050
Nuffield Foundation	**7,000**	—
Network for Social Change	**—**	2,333
Omidyar Network	**58,865**	14,944
Open Society Foundation	**9,479**	—
Partners for a New Economy	**116,229**	71,443
Paul Hamlyn Foundation	**7,000**	—
Stichting Foundation for International Law for the Environment	**1,864,649**	1,043,682
Sunrise Project	**308,877**	422,753
Synchronicity Earth	**22,950**	—
The Health Foundation	**—**	335,021
The Joseph Rowntree Foundation	**62,287**	13,331
Tipping Point Foundation	**116,425**	—
Transforma	**—**	3,483
Trust for London	**61,704**	23,169
Waterloo Foundation	**26,614**	19,717
We Mean Business/ New Venture Fund	**—**	75,553
Total	**4,982,112**	3,696,601

5 Expenditure

	Raising funds £	Campaigning and education £	**Total 2024 £**
Direct costs			
Staff costs (note 6)	—	4,055,081	**4,055,081**
Research & communication	359	437,269	**437,628**
	359	4,492,350	**4,492,709**
Support costs			
Staff costs (note 6)	325,720	752,986	**1,078,706**
Other staff expenses	17,433	244,063	**261,496**
Legal & professional	8,821	123,491	**132,312**
Operating lease rentals	14,370	201,185	**215,555**
General office costs	2,573	36,027	**38,600**
Website & ICT expenses	14,688	205,626	**220,314**
Travel and subsistence	5,456	75,331	**80,787**
Bank charges	473	6,607	**7,080**
Auditors' remuneration			
. Audit fee (including VAT) – current year	779	10,903	**11,682**
Write offs	95	1,331	**1,426**
Foreign exchange losses	319	4,474	**4,793**
	390,727	1,662,024	**2,052,751**
Total	391,086	6,154,374	**6,545,460**

	Raising funds £	*Campaigning and education £*	*Total 2023 £*
Direct costs			
Staff costs (note 6)	*—*	*2,620,824*	*2,620,824*
Research & communication	*4,989*	*598,535*	*603,523*
	4,989	*3,219,359*	*3,224,347*
Support costs			
Staff costs (note 6)	*222,285*	*744,301*	*966,586*
Other staff expenses	*7,095*	*147,216*	*154,311*
Legal & professional	*3,624*	*74,027*	*77,651*
Operating lease rentals	*6,100*	*124,621*	*130,721*
General office costs	*3,165*	*55,527*	*58,692*
Website & ICT expenses	*5,989*	*122,340*	*128,329*
Travel and subsistence	*2,952*	*60,299*	*63,251*
Bank charges	*353*	*7,216*	*7,569*
Auditors' remuneration			
. Audit fee (including VAT) – current year	*496*	*10,137*	*10,633*
Write offs	*(354)*	*(7,226)*	*(7,579)*
Foreign exchange losses	*687*	*14,042*	*14,730*
	252,393	*1,352,500*	*1,604,893*
Total	*257,382*	*4,571,859*	*4,829,241*

6 Particulars of employees

The average number of employees analysed by function was:

	2024	2023
	No.	No.
Campaigning and education	**61**	53
Management and administration	**17**	13
Fundraising and communications	**12**	9
	90	75

	2024	2023
	£	£
Wages and salaries	**4,333,382**	3,028,749
Social Security costs	**447,202**	325,448
Pension costs	**353,204**	233,213
	5,133,788	3,587,410

The number of employees earning over £60,000 in the period, excluding pension contributions was:

	2024	2023
	No.	No.
£60,001 - £70,000	**5**	1
£70,001 - £80,000	**1**	5
£80,001 - £90,000	**1**	1
£90,001 - £100,000	**3**	1
£120,001 - £130,000	**1**	—

No trustees received any remuneration for their services during the year (2023 – none). Two trustees during the year received reimbursement for travelling expenses totalling £758 (2022 – £250 for One trustees).

The key management personnel of the charity in charge of directing and controlling, runningand operating the charity on a day to day basis comprise the trustees and those members of staff who attend board meetings. The total cost of employment of the key management personnel for the year was £680,356 (2023 – £619,618).

7 Taxation

The company has been set up as a non-profit making charitable foundation and in December 2006 was registered as a charity and, therefore, is not liable to corporation tax on income or gains derived from its charitable activities, as they fall within the various exemptions available to registered charities.

8 Fixed asset investments

	2024 £	2023 £
Listed investments		
Market value at 1 February	**7,881**	7,220
Additions at cost	**544**	755
Disposals at market value	**(581)**	(94)
Net unrealised losses / gains	**(788)**	—
Market value at 31 January	**7,056**	7,881
Cash held by investment managers for re-investment	**350**	442
	7,406	8,323
Cost of listed investments at 31 January	**9,903**	10,128

All listed investments were dealt in on a recognised stock exchange.

9 Debtors

	2024 £	2023 £
Trade debtors	**1,389,351**	669,620
Other debtors	**41,744**	39,863
Prepayments	**65,026**	12,955
Accrued income	**26,248**	13,000
	1,522,369	735,438

10 Creditors: amounts falling due within one year

	2024 £	2023 £
Trade creditors	**38,413**	41,618
Other taxes and social security costs	**140,376**	102,671
Accruals	**111,885**	106,948
Deferred income	**2,340,519**	3,228,785
Other creditors	**77,046**	38,745
	2,708,239	3,518,767

Deferred income comprises deferred membership income (general, CRIN, RINU and WIDU) and deferred grant income:

	2024 £	2023 £
General membership income	**—**	8,583
CRIN membership income	**49,408**	46,075
RINU membership income	**39,810**	39,627
WDI membership income	**—**	87,835
Grant income	**2,251,301**	3,046,665
	2,340,519	3,228,785

11 Restricted funds

	Balance at 1 February 2023 £	Income and gains £	Expenditure £	**Balance at 31 January 2024 £**
Arcus Foundation	—	9,007	(9,007)	—
Baring Foundation	—	3,333	(3,333)	—
Barrow Cadbury Trust	—	48,875	(48,875)	—
Broad Reach Foundation	—	74,615	(74,615)	—
Clean Air Fund	—	33,040	(33,040)	—
European Climate Foundation	—	66,382	(66,382)	—
European Commission – Horizon Europe	—	60,920	(60,920)	—
Ford Foundation	—	264,333	(264,333)	—
Franciscan Missionaries of the DivineMotherhood*	—	833	(833)	—
Friends Provident Foundation	—	47,463	(47,463)	—
Global Commons Alliance	—	70,105	(70,105)	—
Guy's & St Thomas' Charity	—	32,333	(32,333)	—
Guy’s & St Thomas’ Foundation	—	371,823	(371,823)	—
Handmaids of the Sacred Heart of Jesus*	—	2,917	(2,917)	—
Health Foundation	—	365,018	(365,018)	—
IKEA / New Venture Fund	—	302,602	(302,602)	—
KR Foundation	—	183,249	(183,249)	—
Lankelly Chase	—	47,943	(47,943)	—
Laudes Foundation	—	296,915	(296,915)	—
Living Wage Foundation	—	12,526	(12,526)	—
Marmot Charitable Trust	—	19,276	(19,276)	—
Modern Slavery and Human Rights Policyand Evidence Centre	—	6,525	(6,525)	—
Nuffield Foundation	—	7,000	(7,000)	—
Omidyar Network	—	58,865	(58,865)	—
Open Society Foundation	—	9,479	(9,479)	—
Partners for a New Economy	—	116,229	(116,229)	—
Paul Hamlyn Foundation	—	7,000	(7,000)	—
Stitching Foundation for International Law for the Environment	—	1,864,649	(1,864,649)	—
Sunrise Project	—	308,877	(308,877)	—
Synchronicity Earth	—	22,950	(22,950)	—
The Joseph Rowntree Foundation	—	62,287	(62,287)	—
Tipping Point Foundation	—	116,425	(116,425)	—
Trust for London	—	61,704	(61,704)	—
Waterloo Foundation	—	26,614	(26,614)	—
Total restricted funds	—	4,982,112	(4,982,112)	—

11 Restricted funds (continued)

	Balance at 1 February 2022 £	*Income and gains £*	*Expenditure £*	*Balance at 31 January 2023 £*
Alex Ferry Foundation	*—*	*5,000*	*(5,000)*	*—*
Arcus Foundation	*—*	*25,136*	*(25,136)*	*—*
Baring Foundation	*—*	*1,667*	*(1,667)*	*—*
Barrow Cadbury Trust	*—*	*33,510*	*(33,510)*	*—*
Broad Reach Foundation	*—*	*6,783*	*(6,783)*	*—*
Stichting Foundation for International Lawfor the Environment	*—*	*1,043,682*	*(1,043,682)*	*—*
Donations from individuals	*—*	*10,000*	*(10,000)*	*—*
European Commission – Horizon Europe	*—*	*24,160*	*(24,160)*	*—*
Finance Dialogue/European Climate Foundation	*—*	*59,588*	*(59,588)*	*—*
Ford Foundation	*—*	*40,667*	*(40,667)*	*—*
*Franciscan Missionaries of the DivineMotherhood**	*—*	*5,000*	*(5,000)*	*—*
Friends Provident Foundation	*—*	*51,140*	*(51,140)*	*—*
Global Commons Alliance	*—*	*17,657*	*(17,657)*	*—*
Guy's & St Thomas' Charity	*—*	*495,120*	*(495,120)*	*—*
*Handmaids of the Sacred Heart of Jesus**	*—*	*833*	*(833)*	*—*
IKEA Foundation	*—*	*478,906*	*(478,906)*	*—*
Joseph Rowntree Foundation	*—*	*13,331*	*(13,331)*	*—*
KR Foundation	*—*	*116,772*	*(116,772)*	*—*
Lankelly Chase	*—*	*42,992*	*(42,992)*	*—*
Laudes Foundation	*—*	*181,048*	*(181,048)*	*—*
Living Wage Foundation	*—*	*23,810*	*(23,810)*	*—*
Marmot Charitable Trust	*—*	*48,333*	*(48,333)*	*—*
Modern Slavery and Human Rights Policyand Evidence Centre	*—*	*13,050*	*(13,050)*	*—*
Network for Social Change	*40,000*	*2,333*	*(42,333)*	*—*
Omidyar Network	*—*	*14,944*	*(14,944)*	*—*
Partners for a New Economy	*—*	*71,443*	*(71,443)*	*—*
Sunrise Project	*—*	*422,753*	*(422,753)*	*—*
The Health Foundation	*—*	*335,021*	*(335,021)*	*—*
Transforma	*—*	*3,483*	*(3,483)*	*—*
Trust for London	*—*	*23,169*	*(23,169)*	*—*
Waterloo Foundation	*—*	*19,717*	*(19,717)*	*—*
We Mean Business/New Venture Fund	*—*	*75,553*	*(75,553*	*—*
Total restricted funds	*—*	*3,706,601*	*(3,746,601)*	*—*

12 Analysis of net assets between funds

Total funds are represented by:

Year to 31 January 2024	Unrestricted funds £	Restricted funds £	**Total funds £**
Investments	7,406	—	**7,406**
Current assets	4,125,556	—	**4,125,556**
Creditors	(2,708,239)	—	**(2,708,239)**
Total	1,424,723	—	**1,424,723**

Year to 31 January 2023	*Unrestricted funds £*	*Restricted funds £*	*Total funds £*
Investments	*8,323*	—	*8,323*
Current assets	*4,917,322*	—	*4,917,322*
Creditors	*(3,518,767)*	—	*(3,518,767)*
Total	*1,406,878*	—	*1,406,878*

A designated fund was established to help aid the charity's impact, growth and sustainability. As at 31 January 2023 the Development Fund had a balance of £300,000. During the year the charity introduced new accounting software and incurred development costs of £27,497 which have been charged against this designated fund. As at 31 January 2024, the Development Fund had a balance of £272,503, with plans in place in the upcoming financial year to utilise part of the fund for infrastructure projects and developing new initiatives.

13 Pensions

The charity contributes to pension arrangements on behalf of its employees, presently at a rate of 8% of gross salary (covering the minimum employee and employer auto enrolment contribution in full). Employees can choose to make employee contributions on top of this or to opt out. The pension cost for the year amounted to the figure shown in note 6.

14 Legal status of the company

The charity is a company limited by guarantee with no share capital and a registered charity.In the event of the company being wound up, the liability of each member is limited to £1.

15 Transfer of Workforce Disclosure Initiative

As at 1 February 2024 the assets and activities of the Workforce Disclosure Initiative were transferred, by way of charitable grant, to Thomson Reuters Foundation. This transfer was authorised by ShareAction's Board of Trustees.

16 Related party transactions

The charity received a donation of £100,000 (2023: £100,000) from Friends Provident Foundation, a related party by virtue of the fact that one of the charity's trustees, Paul Dickinson, is also a trustee of Friends Provident Foundation. Friends Provident Foundation also gave a restricted donation of £53,168 (2023: £51,084) and paid £4,725 (2023: £4,725) for CRIN membership in the year.

£2,000 (2023: £2,000) was received from Amnesty International UK Charitable Trust for ShareAction membership. This is a related party by virtue of the fact that one of the charity's trustees in the 2022/23 financial year, Lisa (Rebecca) Warren, was also a trustee of Amnesty International UK Charitable Trust during the year.

A further £3,713 (2022: £1,520) in total donations was received by the charity from Trustees in 2023/24.

As at 1st February 2024 the activities and assets of the Workforce Disclosure Initiative were transferred to the Thompson Reuters Foundation. One of the charity's trustees, Nicholas Glicher, is also a trustee of Thompson Reuters Foundation.

17 Commitments under operating leases

At 31 January 2024 the charity had the following future minimum commitments in respect of non-cancellable operating leases

	2024	2023
	£	£
- within one year	**174,420**	232,560
- between one and five years	**—**	174,420
	174,420	406,980

FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales - Charity number 1117244

Accounts

Fairshare Educational Foundation T/A ShareAction

Annual Report and Financial Statements

31 January 2023

Company Limited by Guarantee
Registration Number
05013662 (England and Wales)

Charity Registration Number
1117244

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Reference and administrative details

Board of Trustees and Directors	Paul Dickinson (Chair) (term ended August 2023) Carl Liederman (Chair from August 2023) (appointed January 2023) Jane Cooper (resigned March 2022) Lisa (Rebecca) Warren (term ended November 2022) Olivia Dickson Alice Steenland Kevin Chuah Nicholas Glicher Sonia Shah (appointed April 2022) Hugh Wheelan (appointed April 2022) Ian Brindley (appointed January 2023)
Chief Executive	Catherine Howarth
Charity name	Fairshare Educational Foundation (Trading as ShareAction)
Registered and principal office	Runway East 2 Whitechapel Road London E1 1EW
Company registration number	05013662
Charity registration number	1117244
Auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Principal bankers	HSBC 60 Queen Victoria Street London EC4N 4TR

Report of the Chair of the Board Year to 31 January 2023

It has been an honour and a privilege to join ShareAction's board of trustees this year, especially at a time when the organisation is scaling up in size and has an ambitious new strategy. Last financial year, ShareAction increased its staff size by 34% and its income by 40% to £5.1m. ShareAction also continued to enhance its operations, investing in its enabling functions, including a successful move to a new office in east London, positioning us well to deliver further impact in the years ahead.

ShareAction's mission to harness the power of investment to address global challenges is more important than ever. The World Meteorological Organization has warned that the rise in global temperature is likely to breach 1.5C for the first time. Around the world, communities are feeling the impacts of an increasing number of extreme storms, floods, drought and wildfires. Low paid workers facing a cost-of-living crisis are finding it harder than ever to get by. Meanwhile, consumption of unhealthy food continues to take a costly toll on public health.

I am proud to see how ShareAction has worked collaboratively with progressive investors, organisations and members of the public who share our values to tackle these issues. Our increase in funding from charitable grants from trusts, foundations, and individuals demonstrates a real commitment by our supporters in the power of responsible investment and how it can drive the transition to net zero economies and build fairer, healthier, and more equitable societies.

I would like to thank all the ShareAction staff for their incredible work over the past year. I would also like to thank all the foundations, trusts and donors who support ShareAction by backing our shared vision of a financial sector that delivers greater public good.

I would particularly like to thank our former Chair, Paul Dickinson, for his leadership and stewardship for all these years. Paul completed his nine year term with the ShareAction board in August and we are all truly grateful for his immeasurable contributions. He has been critical in overseeing the development of ShareAction to becoming the impactful, stable organisation that it is today.

Looking ahead, I am excited by the organisation's plans to drive further impact: to increase company engagement, to reform regulation on fiduciary duty, and to embed an ambitious new impact-driven definition of responsible investment across the finance sector, to cut through greenwashing and inertia. I am confident that ShareAction will continue to play an important role holding to account key decision makers to drive the bold environmental and social action the world needs.

Carl Liederman, Chair
Date: 18 October 2023

The Trustees (who are also directors of the charitable company for the purposes of the Companies Act) present their annual report together with audited financial statements of Fairshare Educational Foundation (trading as ShareAction) (the charitable company) for the year ended 31 January 2023.

The financial statements have been prepared in accordance with the accounting policies set out on pages 20 to 23 therein and comply with the charitable company's governing document, applicable laws 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 UK and Republic of Ireland (FRS 102).

Objectives and activities

Activities and specific objectives

ShareAction's charitable objects can be summarised as: "the promotion of ethical and responsible investment for the public benefit in order to advance: the relief of poverty, protection of the environment, promotion of human rights, sustainable development, and compliance with the law and ethical standards of conduct". The following ancillary charitable objectives complement this core object:

- to advance the education of the public in the principles and effects of ethical and responsible investment (RI); and
- to undertake and promote research relating to ethical and responsible investment, making the results publicly available.

The company has been set up as a non-profit making charitable company. In designing their policies to meet their objectives the Trustees have paid due regard to the Charity Commission's guidance on public benefit.

Our theory of change captures our work under three focus areas – investor strategies, corporate strategies and movement-building strategies.

Investor and Public Policy Strategies

With this work, we aim to **educate and influence investors and policymakers**, through:

- Surveys and published rankings that make transparent the RI performance of institutional investors and define higher standards;
- Tailored engagement with institutional investors to drive up their RI performance;
- Building and supporting networks of asset owners that enable peer-to-peer support for ambitious RI practice;
- Advocacy to policy makers and regulators in support of RI, investor transparency and investor accountability.

Corporate Strategies

Our corporate-focused work **is designed to change companies' behaviour, by:**

- Publishing briefings and analytical reports on companies' performance and companies' exposure to risks in respect of a range of environmental and social topics. These publications are designed to inform and facilitate investor engagement with companies;
- Coordinating collaborative investor dialogue with companies to secure commitments to reduce negative impacts and increase positive impacts;
- Organising escalated investor activism (e.g. shareholder resolutions) where dialogue proves ineffective at shifting companies onto a sustainable pathway.

Movement-building Strategies

Here we work with individual savers and other organisations to **inspire support for RI and amplify our message, through:**

- Public communication campaigns designed to build support for RI;
- Growing and supporting networks of civil society groups and individual investors to enable personal and collective action on RI.

Notable achievements

Some notable highlights from 2022/23 include:

- Our campaigning secured a pay-rise for 19,000 Sainsbury's workers after we coordinated and filed the UK's first ever real Living Wage resolution at the supermarket. Although shareholders did not support Sainsbury's becoming an official Real Living Wage employer, this led to a pay-rise for thousands of workers.
- We partnered with race equality organisations including the Runnymede Trust and Reboot to launch a campaign to boost Ethnicity Pay Gap reporting in FTSE 100 companies. Disclosing this information is a crucial step towards tackling inequality in the workplace.
- In partnership with The Health Foundation and Guy's & St Thomas' Foundation and the support of global investors managing $5.7 trillion, we launched a major new initiative - Long-Term Investors in People's Health - to harness the huge potential of the investment sector to build healthier, fairer societies. Health has been an ESG blind spot for many investors, but we're determined to change that.
- This year we were pleased to see two major banks – Lloyds and HSBC - commit to stop financing new oil and gas fields, following years of persistent campaigning. However, our analysis of Europe's biggest banks showed there is more to be done - banks are still falling short on action to tackle the climate crisis and protect nature at the scale and pace needed.

Notable achievements (continued)

- We attended the UN biodiversity summit COP15 to make the case for investor action to protect nature, promoting our briefing paper on how financial institutions can help reverse biodiversity loss. It was welcome to see world leaders agree a new Global Biodiversity Framework and a target for large businesses and financial institutions to assess and disclose their risks, dependencies and impacts on biodiversity. We are engaging the investment community to use the Framework as a foundation to drive up more ambitious standards.

- Working with investors, we started collaborative engagements with the biggest companies in the European chemical sector, asking them to commit to overhaul their operations to align with 1.5°C and assessing their plans to do so. The petrochemical industry is responsible for 5.8 per cent of global emissions. We published a new standard for credible chemical sector transition plans to inform this engagement.

- We scrutinised regulation in the UK and Europe to ensure it's helping to secure a fairer, healthier future for people and planet. In the UK we worked with supportive parliamentarians to table amendments to strengthen the Financial Services and Markets Bill. In Brussels, we were encouraged to see support from four major political groups at the European Parliament to improve regulation for the insurance industry, known as Solvency II.

- We co-hosted with the Oxford Sustainable Finance Group a one-day Symposium on how civil society is influencing the investment community in respect of sustainability. The event was well attended and well received with high-level speakers and a positive atmosphere throughout. The symposium marked the first co-owned event in what may become a more formal partnership between ShareAction and the University of Oxford.

Risk management

During the year we continued to develop our financial risk management framework, formalising our visibility and decision making around our key financial risks of solvency and liquidity. This provides an approach to managing risk that encourages frequent consideration of risk throughout the organisation and increases our focus on the most strategic risks that we face. This will also provide a platform for us to build out our risk management and compliance processes as ShareAction continues to grow.

As the organisation evolves, becomes more international, and takes on larger projects we continue to monitor and update our risk register. Below, a summary of what we see as our key risks and relevant mitigations.

Risk and Description	***Mitigating Actions***
Investor Engagement ShareAction being unable to maintain its relationships and influence with investors.	This is mitigated through use of Salesforce as a tool for managing external relationships, quality control on publications and regular communications with investors.

Risk management (continued)

Risk and Description	***Mitigating Actions***
IT Security If ShareAction were to experience a hack or breach of our systems, this could trigger GDPR-related issues, loss of data, reputational issues and/or significant business interruption.	Regular internal audits of cyber security. Outsourced IT support provider monitoring systems. Mandatory data security training for staff.
Collaborative engagement appetite If worries about the competition law implications of participating in ShareAction's collaborative engagement initiatives, means that ShareAction is unable to encourage ambitious investor stewardship, this would weaken the effectiveness of these groups.	Monitoring of legal environment. Engagement with participants of collaborative engagement initiatives. Active discussions are ongoing with regulators.
Raising funds If ShareAction is unable to raise sufficient funding to deliver our planned future activities, we will be less effective at achieving our strategic objectives	Financial risk metrics are in place to review future secured and pipeline funding levels. Fundraising resources are regularly reviewed to ensure they are appropriate to meet the organisation's needs.

The Trustees are alert to these risks and the Finance, Audit, Risk and Controls (FARC) Committee actively monitor them on behalf of the board.

Public benefit

The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission. Our continued success in using the tools of the investment world to promote good corporate citizenship contributes to embedding better social and environmental practice among large publicly listed firms. This in turn has a range of real-world effects that deliver public benefit including, for example, lower carbon emissions, more nutritious diets, and higher wages for the lowest earners. These positive outcomes are in line with our charitable objects.

In addition, our considerable influence on the stewardship and responsible investment policies of large pension funds, insurance companies, asset managers and charitable trusts contributes to the embedding of better practices within UK and international investment community. The major investors we influence look after the retirement savings of millions of working people, including many on modest incomes. Our work, particularly on fiduciary duties, encourages major investment firms and pension schemes to stay focused on the interests and wellbeing of the people whose funds they manage. Encouraging large institutional investors to act as responsible stewards of other people's assets is critically important to

achieving a pension system that delivers the greatest possible benefit. We consider this an important element of the public benefit that flows from our activities.

Our training and educational events have helped to equip and support people in the UK who want to use their investments as a leverage point for dialogue with companies. The feedback from our training has shown how empowering people find it to access that kind of knowledge, and to have the opportunity to influence companies with a significant social and environmental footprint.

Financial review

Results for the year

We ended the year showing good year-on-year growth with income of £5,064,689 (2022 - £3,606,201) and an unrestricted surplus of £275,448 (2022 – unrestricted surplus of £72,466).

The charity received grants and donations totalling £4,616,447 (2022 - £3,226,462). Unrestricted grants and donations were received from 11 organisations (2022 – 13), and restricted grants were received from 31 organisations (2022 – 20). The charity received £167,902 in donations from individuals (2022 - £145,194). The amount of cash held and cash equivalents had increased at year-end to £4,181,884 (2022 - £2,033,372).

In the current year, 11 member organisations contributed fees amounting to £17,500 (2022 – 10 member organisations - £18,000). CRIN income remained stable with 23 CRIN members contributing membership fees of £107,042 (2022 - 20 members contributing fees of £97,733). Income from our Workforce Disclosure Initiative generated £240,537 from 64 signatories (2022 – £194,219 from 57 signatories).

Reserves policy

It is the policy of the charity to maintain a reserve of unrestricted funds that is at least equivalent to three months' budgeted core expenditure, plus half of the maximum wind down costs of activities for grants that are ending in the next 12 months. The upper limit of our reserves target is three months' budgeted core expenditure, plus the total maximum wind down costs of activities for grants that are ending in the next 12 months.

The reserve is necessary to provide a buffer against unbudgeted and unexpected expenditure, thereby ensuring that adequate resources are always available to meet fixed and variable operational costs and unfunded projects, and to ensure that restricted funds, which currently provide the majority of the charity's incoming resources, are always safeguarded for the purpose for which they were provided.

Furthermore, as a crucial management tool, regular monitoring of adherence to the policy is undertaken at meetings of the Board and FARC Committee so that the Trustees may satisfy themselves as to the on-going financial viability of the charity. The leadership team track reserves as a key metric in their monthly management accounts.

It is the Board's opinion that the current level of reserves is commensurate with the risks identified in its latest risk assessment, but the Board will review this policy at regular intervals, making any amendments necessary to ensure that it is always adequate for the charitable

company's purposes.

At 31 January 2023, the charity held unrestricted funds of £1,406,878 (2022 - £1,131,430) and £nil restricted funds (2021 - £40,000). After adjusting for the value of fixed asset investments, and excluding those reserves which have been designated, free reserves stood at £1,098,555 (2022 - £1,124,128) This level of free reserves is at the top of our targeted range stated in our reserves policy but it is anticipated that reserves will be in line with target in the upcoming year, having factored in further growth in activities that is anticipated.

Financial review (continued)

Reserves policy *(continued)*
During the year a new designated fund was created to help aid the charity's impact, growth and sustainability. As at 31 January 2023 the Development Fund had a balance of £300,000, with plans in place in the upcoming financial year to utilise part of the fund for infrastructure projects and developing new initiatives.

Future plans
ShareAction will continue to operate major programmes focussed on health, decent work, biodiversity and climate change in 2023/24 and beyond. We are actively fundraising to support this, with continued growth in turnover and expenditure in the year, and further investment in infrastructure to support this.

Structure, governance and management

Governing document
Fairshare Educational Foundation (trading as ShareAction) is a company limited by guarantee without share capital and, since December 2006, also a registered charity. The company was established under a Memorandum of Association (subsequently amended) which established the objects and powers of the charitable company and is governed under its Articles of Association. Each member's liability is limited to £1.

Recruitment and appointment of Trustees
The directors of the company are also charity trustees for the purposes of charity law. The Trustees are elected annually at the Annual General Meeting or may be co-opted by the Trustees to fill a vacancy or to bring the number of trustees up to the maximum number allowed by the Articles of Association. Any retiring Trustee may be re-appointed provided that his or her period in office does not exceed six consecutive years (or nine years in the case of a Trustee elected to the chair mid-term)

It is the practice of the charity to openly advertise opportunities to join the board of trustees.

Induction and training of Trustees
Most Trustees already have experience of charitable organisations on appointment but if this is not the case they are provided with best practice and guidance (our membership of NCVO affords the charity access to the relevant resources). Their experience is developed further

through their work with ShareAction. The Trustees spend a day together to review the charity's strategy and progress annually, and also attend sessions with the staff of the charity where possible. The Chair, supported by the Governance and Nominations Committee, undertakes a yearly board review.

Structure, governance and management (continued)

Organisation structure

The Trustees are required under the Articles of Association to hold at least three board meetings each year and currently meet four times a year as a Board. The Trustees, assisted by the Chief Executive, are responsible for the governance of the charitable company. Trustees oversee and agree the strategy of the charity.

The Board delegates a number of its powers to three committees of Trustees, the FARC Committee, the HR and Remuneration Committee and the Governance and Nominations Committee. These committees meet four to six weeks prior to meetings of the Board and report thereto.

In order to deliver the strategy, the management team, which comprises the Chief Executive and five Directors, prepares a business plan and budget for review by the Trustees ahead of each financial year. Once agreed, this document, which includes a range of key performance indicators, is used to measure and assess progress at the quarterly meetings of the Board.

Statement of Fundraising

The charity is registered with the Fundraising Regulator and reports compliance on an annual basis. The charity employs a professional fundraising team who maintain a high standard of ethical fundraising and whose systems and practices are kept under continual review. It does not use the services of any third-party organisation to help in its fundraising activities. No complaints were received about its fundraising activities during the financial year 2022/23. In the event of a complaint being received, these are handled by a senior member of staff or the Chief Executive.

Trustees

The members of the Board of Trustees who served as Trustees (and directors of the company) during the year are shown on page 1.

Statement of Trustees' responsibilities

The Trustees (who are also directors of ShareAction 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). 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 for that period.

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

- select suitable accounting policies and then apply them consistently;

Statement of Trustees' responsibilities (continued)

- observe the methods and principles in 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);
- 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 charity 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 charity 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 charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Trustees confirms that:

- so far as the Trustee is aware, there is no relevant audit information of which the charity's auditor is unaware; and
- the Trustee has taken all the steps that he/she ought to have taken as a Trustee in order to make himself/herself aware of any relevant audit information and to establish that the charity's auditor is aware of that information.
- This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The Trustees are responsible for the maintenance and integrity of financial information included on the charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Carl Liederman
Signed for and on behalf of the Trustees

Approved by the Trustees on: 18 October 2023

Independent auditor's report to the members of Fairshare Educational Foundation

Opinion

We have audited the financial statements of Fairshare Educational Foundation (the 'charitable company') for the year ended 31 January 2023, which comprise the statement of financial activities, the balance sheet, the statement of cash flows, the principal accounting policies and the notes to the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 January 2023 and of 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. 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 at least 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.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception

In the 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' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement, 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.

Responsibilities of Trustees (continued)
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 the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;

- we identified the laws and regulations applicable to the charitable company through discussions with management, and from our commercial knowledge and experience of the sector;

- the identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit;

- We focused on specific laws and regulations which we considered may have a direct material effect on the accounts or the activities of the charity. These included but were not limited to the Charities Act 2011, the Companies Act 2006 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102); and

- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management, inspecting legal correspondence and reviewing trustee meeting minutes.

Auditor's responsibilities for the audit of the financial statements (continued)
We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management and those charged with governance as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- tested the authorisation of expenditure as part of our substantive testing thereon;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in the accounting policies were indicative of potential bias; and
- used data analytics to identify any significant or unusual transactions and identify the rationale for them.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of trustee meetings;
- enquiring of management and those charged with governance as to actual and potential litigation and claims; and
- reviewing any available correspondence with HMRC and the Charity Commission.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the Trustees and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Edward Finch (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory Auditor
130 Wood Street
London
EC2V 6DL

Date: 26 October 2023

Statement of financial activities Year to 31 January 2023

	Notes	Unrestricted funds £	Restricted funds £	**Total 2023 £**	Unrestricted funds £	Restricted funds £	Total 2022 £
Income:							
Donations	1	909,846	10,000	**919,846**	666,239	40,000	706,239
Other trading activities	2	422,143	—	**422,143**	357,935	—	357,935
Investment income	3	286	—	**286**	299	—	299
Charitable activities	4	—	3,696,601	**3,696,601**	—	2,520,223	2,520,223
Other income		25,813	—	**25,813**	21,505	—	21,505
Total income		1,358,088	3,706,601	**5,064,689**	1,045,978	2,560,223	3,606,201
Expenditure:							
Cost of raising funds	5	257,382	—	**257,382**	103,242	—	103,242
Expenditure on charitable activities	5	825,258	3,746,601	**4,571,859**	869,901	2,520,223	3,390,124
Total expenditure		1,082,640	3,746,601	**4,829,241**	973,143	2,520,223	3,493,366
Net income (expenditure) before gains/losses on investments		275,448	(40,000)	**235,448**	72,835	40,000	112,835
Net gains (losses) on listed investments		—	—	—	(369)	—	(369)
Net income for the year and net movement in funds		275,448	(40,000)	**235,448**	72,466	40,000	112,466
Reconciliation of funds:							
Total funds brought forward at 1 February 2022		1,131,430	40,000	**1,171,430**	1,058,964	—	1,058,964
Total funds carried forward at 31 January 2023		1,406,878	—	**1,406,878**	1,131,430	40,000	1,171,430

All of the operations undertaken by the charity during the current and preceding year are continuing operations.

Balance sheet Year to 31 January 2023

	Notes	2023 £	2023 £	2022 £	2022 £
Fixed assets					
Investments	8		**8,323**		7,302
			8,323		7,302
Current assets					
Debtors	9	**735,438**		240,636	
Cash at bank and in hand		**4,181,884**		2,033,372	
		4,917,322		2,274,008	
Creditors: amounts falling due within one year	10	**(3,518,767)**		(1,109,880)	
Net current assets			**1,398,555**		1,164,128
Total net assets			**1,406,878**		1,171,430
The funds of the charity:					
Restricted funds	11		**—**		40,000
Unrestricted income funds					
. General fund			**1,106,878**		1,131,430
. Designated fund			**300,000**		—
			1,406,878		1,171,430

The financial statements were approved by the Board of Directors on and signed on their behalf by:

Print name: Carl Liederman

Date: 18 October 2023

Registered Company Number: 05013662

Statement of cash flows Year to 31 January 2023

	Notes	2023 £	2022 £
Cash flows from operating activities:			
Net cash (used in) provided by operating activities	A	**2,149,247**	(111,922)
		2,149,247	(111,922)
Cash flows from investing activities:			
Investment income		**286**	299
Proceeds from the disposal of investments		**94**	96
Purchase of investments		**(755)**	(4,392)
Net cash generated by (used in) investing activities		**(375)**	(3,997)
Change in cash and cash equivalents in the year		**2,148,872**	(115,919)
Cash and cash equivalents at 1 February 2022	B	**2,033,454**	2,149,373
Cash and cash equivalents at 31 January 2023	B	**4,182,326**	2,033,454

Notes to the statement of cash flows for the year to 31 January 2023

A Reconciliation of net movement in funds to net cash provided by operating activities

	2023 £	2022 £
Net movement in funds (as per the statement of financial activities)	**235,448**	112,466
Adjustments for:		
(Gains) losses on investments	**—**	369
Investment income	**(286)**	(299)
(Increase) decrease in debtors	**(494,802)**	83,356
Increase (decrease) in creditors	**2,408,887**	(307,814)
Net cash (used in) provided by operating activities	**2,149,247**	(111,922)

B Analysis of cash and cash equivalents

	2023 £	2022 £
Cash at bank and in hand	**4,181,884**	2,033,372
Cash held by investment managers	**442**	82
Total cash and cash equivalents	**4,182,326**	2,033,454

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

Basis of accounting

The financial statements have been prepared under the historical cost convention with items initially recognised at cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

The accounts 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), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

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

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

Critical accounting estimates and areas of judgement

Preparation of the accounts requires the trustees and management to make significant judgements and estimates.

The items in the accounts where these judgements and estimates have been made include:

- the deferral of grant income received to future periods.

Assessment of 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 with respect to a period of one year from the date of approval of these accounts.

The trustees are aware that there is uncertainty around the income of the charity but are comfortable that they have the necessary visibility in order to manage this uncertainty. In the assessment of the charity's ability to continue as a going concern, the trustees have considered the current prudent financial forecasts, the security of existing grant income, the history of ShareAction's success in raising new income and the ability of the organisation to manage its costs in line with the available income. Further, a financial risk management framework remains in operation to ensure the organisation is in the best possible position to manage the principal financial risks around liquidity and solvency.

The trustees of the charity assessed the events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern and have concluded that the necessary measures (most importantly, monitoring of cash, reserves and forecasts and timely cost management) are in place to mitigate these concerns. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. The Audit and Risk Committee ensures that these issues are given the necessary scrutiny. As a result of the trustees' assessment, the financial statements have been prepared on a going concern basis.

Income recognition

Income including grants received is recognised in the period in which the charity becomes legally entitled to the income, it is probable the income will be received, and that income can be measured with reasonable accuracy. Income is deferred if the donor specifies conditions that the income is to be expended in a future period or where grants are awarded on an annual basis and the grant year is not coterminous with the charity's financial year.

Income from membership subscriptions is accounted for when receivable. Fees relating to the subsequent period are carried forward as deferred income. Subscriptions are non-refundable.

Expenditure recognition and the allocation of support and governance costs

Expenditure is recognised on an accruals basis in the period in which it is incurred. It includes related VAT, which cannot be fully recovered and is reported as part of the expenditure to which it relates:

- Costs of raising funds comprise the costs associated with attracting voluntary income together with an apportionment of overhead and support costs.

- Charitable activities expenditure comprises those costs incurred by the charity in the delivery of its activities and services. It includes both costs that can be allocated directly to such activities and an apportionment of those costs of an indirect nature necessary to support them.

Expenditure incurred on activities falling directly within one cost category is attributed to that category. Expenditure which cannot be directly attributed, including governance costs, is apportioned on a reasonable, justifiable and consistent basis to the cost categories involved, e.g. apportioning management costs by staff time.

Governance costs comprise the costs involving the public accountability of the charity (including audit costs) and costs in respect to its compliance with regulation and good practice.

Tangible fixed assets

Additions to computer equipment, furniture, fixtures and fittings for items individually costing over £1,000 are capitalised where the useful economic life is expected to exceed 12 months. Tangible fixed assets are depreciated over their useful lives.

Depreciation is provided at the following rate:

- Computer equipment – 25% per annum (on cost)

Pensions
The charity contributes to pension arrangements on behalf of its employees. Contributions payable for the year are charged to the income and expenditure account.

Fixed asset investments
Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Realised and unrealised gains (or losses) are credited (or debited) to the statement of financial activities in the year in which they arise.

Debtors
Debtors are recognised at the settlement amount, less any provision for non-recoverability. Prepayments are valued at the amount prepaid.

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 date of acquisition.

Creditors and provisions
Creditors and provisions 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 and provisions are recognised at the amount the charity anticipates it will pay to settle the debt.

Fund accounting
General funds are unrestricted funds and represent the net surplus made by the charity during its operations. They are available to be used for the objects of the charity at the discretion of the Trustees.

Restricted funds can be used only for a particular purpose within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for a particular restricted purpose.

Operating leases
Operating lease rentals are charged to the income and expenditure account as incurred.

Taxation
Provision for corporation tax is not necessary, as the company is a registered charity and undertakes only charitable activities. No deferred tax provision is required.

Tax recovered from voluntary income received under Gift Aid is recognised when the related income is receivable and is allocated to the income category to which the income relates.

Foreign currency

Transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the year-end date. All revaluation differences and foreign exchange differences are taken to the statement of financial activities.

1 Donations

	Unrestricted funds £	Restricted funds £	**Total 2023 £**
Grants and donations received			
Grants			
. Esmée Fairbairn Foundation	225,000	—	**225,000**
. Ford Foundation	40,667	—	**40,667**
. Fred Mulder Foundation	20,000	—	**20,000**
. Friends Provident Foundation	100,000	—	**100,000**
. Lankelly Chase Foundation	50,000	—	**50,000**
. Oak Foundation	181,277	—	**181,277**
. Paul Hamlyn Foundation	50,000	—	**50,000**
. The Joseph Rowntree Charitable Trust	5,000	—	**5,000**
. The Tudor Trust	30,000	—	**30,000**
. Treebeard Trust	25,000	—	**25,000**
	726,944	—	**726,944**
Donations			
. Donations from individuals	157,902	10,000	**167,902**
. Prism – The Gift Fund	25,000	—	**25,000**
Total 2023	909,846	10,000	**919,846**

	Unrestricted funds £	*Restricted funds £*	*Total 2022 £*
Grants and donations received			
Grants			
. Esmée Fairbairn Foundation	100,000	—	100,000
. Friends Provident Foundation	100,000	—	100,000
. Generation Foundation	50,000	—	50,000
. Lankelly Chase Foundation	50,000	—	50,000
. Oak Foundation	43,312	—	43,312
. Paul Hamlyn Foundation	50,000	—	50,000
. The Joseph Rowntree Charitable Trust	32,400	—	32,400
. The Tudor Trust	25,000	—	25,000
. Treebeard Trust	25,000	—	25,000
. The John Ellerman Foundation	18,333	—	18,333
. Wallace Global Fund	2,000	—	2,000
	496,045	—	496,045
Donations			
. Donations from individuals	145,194	—	145,194
. Network for Social Change	—	40,000	40,000
. Prism – The Gift Fund	25,000	—	25,000
Total 2022	666,239	40,000	706,239

2 Other trading activities

	Unrestricted	
	Total 2023 £	Total 2022 £
Full members	**17,500**	18,000
CRIN membership fees	**107,042**	97,733
RINU membership fees	**57,065**	47,983
WDI signatories fee income	**240,537**	194,219
Total	**422,143**	357,935

3 Investment income

	Unrestricted	
	Total 2023 £	Total 2022 £
Bank interest receivable	**190**	181
Dividends receivable	**96**	118
Total	**286**	299

4 Income from charitable activities

	Restricted	
	Total 2023 £	Total 2022 £
Alex Ferry Foundation	**5,000**	5,000
Arcus Foundation	**25,136**	—
Baring Foundation	**1,667**	—
Barrow Cadbury Trust	**33,510**	38,800
Broad Reach Foundation	**6,783**	—
Stichting Foundation for International Law for the Environment	**1,043,682**	—
Department for International Development	**—**	55,345
Esmée Fairbairn Foundation	**—**	10,920
European Commission – Horizon Europe	**24,160**	—
Finance Dialogue / European Climate Foundation	**59,588**	392,665
Ford Foundation	**40,667**	—
Franciscan Missionaries of the Divine Motherhood	**5,000**	5,000
Friends Provident Foundation	**51,140**	28,337
Global Commons Alliance	**17,657**	—
Guy's and St. Thomas' Charity	**495,120**	416,188
Handmaids of the Sacred Heart of Jesus	**833**	2,000
IKEA / New Venture Fund	**478,906**	453,510
KR Foundation	**116,772**	160,113
Lankelly Chase	**42,992**	1,000
Laudes Foundation	**181,048**	—
Living Wage Foundation	**23,810**	—
Marmot Charitable Trust	**48,333**	20,000
Modern Slavery and Human Rights Policy and Evidence Centre	**13,050**	—
Network for Social Change	**2,333**	11,667
Omidyar Network	**14,944**	—
Partners for a New Economy	**71,443**	—
Sunrise Project	**422,753**	639,525
Synchronicity Earth	**—**	25,000
The Health Foundation	**335,021**	134,394
The Joseph Rowntree Foundation	**13,331**	3,750
Transforma	**3,483**	—
Trust for London	**23,169**	40,000
Waterloo Foundation	**19,717**	—
We Mean Business/ New Venture Fund	**75,553**	77,008
Total	**3,696,601**	2,520,223

5 Expenditure

	Raising funds £	Campaigning and education £	**Total 2023 £**
Direct costs			
Staff costs (note 6)	—	2,620,824	**2,620,824**
Research & communication	4,989	598,535	**603,523**
	4,989	3,219,359	**3,224,347**
Support costs			
Staff costs (note 6)	222,285	744,301	**966,586**
Other staff expenses	7,095	147,216	**154,311**
Legal & professional	3,624	74,027	**77,651**
Operating lease rentals	6,100	124,621	**130,721**
General office costs	3,165	55,527	**58,692**
Website & ICT expenses	5,989	122,340	**128,329**
Travel and subsistence	2,952	60,299	**63,251**
Bank charges	353	7,216	**7,569**
Auditors' remuneration			
. Audit fee (including VAT) – current year	496	10,137	**10,633**
Write offs	(354)	(7,226)	**(7,579)**
Foreign exchange losses	687	14,042	**14,730**
	252,393	1,352,500	**1,604,893**
Total	257,382	4,571,859	**4,829,241**

	Raising funds £	*Campaigning and education* £	*Total 2022* £
Direct costs			
Staff costs (note 6)	—	1,843,991	1,843,991
Research & communication	—	500,235	500,235
	—	2,344,226	2,344,226
Support costs			
Staff costs (note 6)	72,658	734,656	807,314
Other staff expenses	8,535	86,299	94,834
Legal & professional	4,924	49,790	54,714
Depreciation	—	—	—
Operating lease rentals	4,899	49,534	54,433
General office costs	1,523	15,395	16,918
Website & ICT expenses	8,619	87,152	95,771
Travel and subsistence	1,882	19,028	20,910
Bank charges	423	4,279	4,702
Auditors' remuneration			
. Audit fee (including VAT) – current year	1,089	11,011	12100
Write offs	(1,311)	(13,255)	(14,566)
Other expenses	—	—	—
Foreign exchange losses	181	1,829	2,010
	103,422	1,045,718	1,149,140
Total	103,422	3,389,944	3,493,366

6 Particulars of employees

The average number of employees analysed by function was:

	2023 No.	2022 No.
Campaigning and education	**53**	44
Management and administration	**13**	8
Fundraising and communications	**9**	4
	75	56

	2023 £	2022 £
Wages and salaries	**3,028,749**	2,257,064
Social Security costs	**325,448**	224,249
Pension costs	**233,213**	169,993
	3,587,410	2,651,306

The number of employees earning over £60,000 in the period, excluding pension contributions was:

	2023 No.	2022 No.
£60,001 - £70,000	**1**	1
£70,001 - £80,000	**5**	2
£80,001 - £90,000	**1**	—
£90,001 - £100,000	**1**	1

No trustees received any remuneration for their services during the year (2022 – none). One trustee during the year received reimbursement for travelling expenses totalling £250 (2022 – £134 for two trustees).

The key management personnel of the charity in charge of directing and controlling, running and operating the charity on a day to day basis comprise the trustees and those members of staff who attend board meetings. The total cost of employment of the key management personnel for the year was £619,618 (2022 – £618,199).

7 Taxation

The company has been set up as a non-profit making charitable foundation and in December 2006 was registered as a charity and, therefore, is not liable to corporation tax on income or gains derived from its charitable activities, as they fall within the various exemptions available to registered charities.

8 Fixed asset investments

	2023 £	2022 £
Listed investments		
Market value at 1 February	**7,220**	3,293
Additions at cost	**755**	4,391
Disposals at market value	**(94)**	(96)
Net unrealised losses / gains	**—**	(366)
Market value at 31 January	**7,881**	7,220
Cash held by investment managers for re-investment	**442**	82
	8,323	7,302
Cost of listed investments at 31 January	**10,128**	9,279

All listed investments were dealt in on a recognised stock exchange.

9 Debtors

	2023 £	2022 £
Trade debtors	**669,620**	202,157
Other debtors	**39,863**	10,937
Prepayments	**12,955**	18,892
Accrued income	**13,000**	8,650
	735,438	240,636

10 Creditors: amounts falling due within one year

	2023 £	2022 £
Trade creditors	**41,618**	90,420
Other taxes and social security costs	**102,671**	78,406
Accruals	**106,948**	95,305
Deferred income	**3,228,785**	821,207
Other creditors	**38,745**	24,542
	3,518,767	1,109,880

Deferred income comprises deferred membership income (general, CRIN, RINU and WIDU) and deferred grant income:

	2023 £	2022 £
General membership income	**8,583**	8,083
CRIN membership income	**46,075**	43,148
RINU membership income	**39,627**	31,266
WDI membership income	**87,835**	75,092
Grant income	**3,046,665**	663,618
	3,228,785	821,207

11 Restricted funds

	Balance at 1 February 2022 £	Income and gains £	Expenditure £	**Balance at 31 January 2023 £**
Alex Ferry Foundation	—	5,000	(5,000)	—
Arcus Foundation	—	25,136	(25,136)	—
Baring Foundation	—	1,667	(1,667)	—
Barrow Cadbury Trust	—	33,510	(33,510)	—
Broad Reach Foundation	—	6,783	(6,783)	—
Stichting Foundation for International Law for the Environment	—	1,043,682	(1,043,682)	—
Donations from individuals	—	10,000	(10,000)	—
European Commission – Horizon Europe	—	24,160	(24,160)	—
Finance Dialogue/European Climate Foundation	—	59,588	(59,588)	—
Ford Foundation	—	40,667	(40,667)	—
Franciscan Missionaries of the Divine Motherhood*	—	5,000	(5,000)	—
Friends Provident Foundation	—	51,140	(51,140)	—
Global Commons Alliance	—	17,657	(17,657)	—
Guy's & St Thomas' Charity	—	495,120	(495,120)	—
Handmaids of the Sacred Heart of Jesus*	—	833	(833)	—
IKEA Foundation	—	478,906	(478,906)	—
Joseph Rowntree Foundation	—	13,331	(13,331)	—
KR Foundation	—	116,772	(116,772)	—
Lankelly Chase	—	42,992	(42,992)	—
Laudes Foundation	—	181,048	(181,048)	—
Living Wage Foundation	—	23,810	(23,810)	—
Marmot Charitable Trust	—	48,333	(48,333)	—
Modern Slavery and Human Rights Policy and Evidence Centre	—	13,050	(13,050)	—
Network for Social Change	40,000	2,333	(42,333)	—
Omidyar Network	—	14,944	(14,944)	—
Partners for a New Economy	—	71,443	(71,443)	—
Sunrise Project	—	422,753	(422,753)	—
The Health Foundation	—	335,021	(335,021)	—
Transforma	—	3,483	(3,483)	—
Trust for London	—	23,169	(23,169)	—
Waterloo Foundation	—	19,717	(19,717)	—
We Mean Business/ New Venture Fund	—	75,553	(75,553)	—
Total restricted funds	40,000	3,706,601	(3,746,601)	—

11 Restricted funds (continued)

	Balance at 1 February 2021 £	*Income and gains* £	*Expenditure* £	*Balance at 31 January 2022* £
Alex Ferry Foundation	—	5,000	(5,000)	—
Barrow Cadbury Trust	—	38,800	(38,800)	—
Department for International Development	—	55,345	(55,345)	—
Esmee Fairbairn Foundation	—	10,920	(10,920)	—
European Climate Foundation (ECF)	—	392,665	(392,665)	—
Fransciscan Missionaries of the Divine Motherhood*	—	5,000	(5,000)	—
Friends Provident Foundation	—	28,337	(28,337)	—
Guy's & St Thomas' Charity	—	416,188	(416,188)	—
Handmaids of the Sacred Heart of Jesus*	—	2,000	(2,000)	—
IKEA Foundation	—	453,510	(453,510)	—
Joseph Rowntree Reform Trust	—	3,750	(3,750)	—
KR Foundation	—	160,113	(160,113)	—
Lankelly Chase	—	1,000	(1,000)	—
Marmot Charitable Trust	—	20,000	(20,000)	—
Network for Social Change	—	51,667	(11,667)	40,000
Sunrise Project	—	639,525	(639,525)	—
Synchronicity Earth	—	25,000	(25,000)	—
The Health Foundation	—	134,394	(134,394)	—
Trust for London	—	40,000	(40,000)	—
We Mean Business/ New Venture Fund	—	77,008	(77,008)	—
Total restricted funds	—	2,560,223	(2,520,223)	40,000

12 Analysis of net assets between funds

Total funds are represented by:

Year to 31 January 2023	Unrestricted funds £	Restricted funds £	**Total funds £**
Investments	8,323	—	**8,323**
Current assets	4,917,322	—	**4,917,322**
Creditors	(3,518,767)	—	**(3,518,767)**
Total	1,406,878	—	**1,406,878**

Year to 31 January 2022	*Unrestricted funds* £	*Restricted funds* £	*Total funds* £
Investments	7,302	—	7,302
Current assets	2,234,008	40,000	2,274,008
Creditors	(1,109,880)	—	(1,109,880)
Total	1,131,430	40,000	1,171,430

During the year a new designated fund was created within unrestricted funds to help aid the charity's impact, growth and sustainability. As at 31 January 2023 the Development Fund had a balance of £300,000.

13 Pensions

The charity contributes to pension arrangements on behalf of its employees. Within each employee's contract of employment there is a clause whereby the charity will, if requested, contribute to the individual personal pension arrangements of the employee at the rate of 8% of gross salary. The pension cost for the year amounted to the figure shown in note 6.

14 Legal status of the company

The charity is a company limited by guarantee with no share capital and a registered charity. In the event of the company being wound up, the liability of each member is limited to £1. At the year-end there were ten full members and one associate member.

15 Related party transactions

The charity received a donation of £100,000 (2022: £100,000) from Friends Provident Foundation, a related party by virtue of the fact that one of the charity's trustees, Paul Dickinson, is also a trustee of Friends Provident Foundation. Friends Provident Foundation also gave a restricted donation of £51,084 (2022: £28,337) and paid £4,725 (2022: £4,500) for CRIN membership in the year.

£2,000 (2022: £2,000) was received from Amnesty International UK Charitable Trust for ShareAction membership. This is a related party by virtue of the fact that one of the charity's trustees, Lisa (Rebecca) Warren, was also a trustee of Amnesty International UK Charitable Trust during the year.

A further £1,520 in total donations was received by the charity from Trustees in 2022/23.

16 Commitments under operating leases

At 31 January 2023 the charity had the following future minimum commitments in respect of non-cancellable operating leases

	2023 **£**	2022 £
- within one year	**232,560**	—
- between one and five years	**174,420**	—
	406,980	—

FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales - Charity number 1117244

Accounts

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Fairshare Educational Foundation T/A ShareAction

Annual Report and Financial Statements

31 January 2022

Company Limited by Guarantee
Registration Number
05013662 (England and Wales)

Charity Registration Number
1117244

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Reference and administrative details

Board of Trustees and Directors	Paul Dickinson (Chair) Jane Cooper (resigned March 2022) Lisa (Rebecca) Warren Olivia Dickson Alice Steenland Kevin Chuah (appointed June 2021) Nicholas Glicher (appointed June 2021) Sonia Shah (appointed April 2022) Hugh Wheelan (appointed April 2022)
Chief Executive	Catherine Howarth
Charity name	Fairshare Educational Foundation (Trading as ShareAction)
Registered and principal office	63/66 Hatton Garden Fifth Floor Suite 23 London EC1N 8LE
Company registration number	05013662
Charity registration number	1117244
Auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Principal bankers	HSBC 60 Queen Victoria Street London EC4N 4TR

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Report of the Chair of the Board Year to 31 January 2022

The financial year ending 31 January 2022 was again a remarkably positive one for ShareAction and its mission. ShareAction continued to grow and in size and reputation, with funds secured to further increase our activities and impact in 2022/23 and beyond.

Amongst other achievements, we made further progress in increasing the number of FTSE 100 companies who are Living Wage employers, reaching a significant milestone with now more than half of those listed achieving accredited status. Through our research and rankings, we also continued to increase accountability across the banking, insurance and asset manager sectors, conducting many hours of productive follow up engagements with key firms on performance across climate, biodiversity and human rights.

Our corporate campaigning went from strength to strength during the year, with our banking team supporting a coalition of institutional and retail investors securing an agreement from HSBC to phase out the financing of coal and set 1.5C aligned emission reduction targets across its portfolio; significant given the bank's exposure in Asia. Our programme of work on the nutrition profile of food and drinks sold by major supermarket retailers resulted in the first health based shareholder resolution filed a UK-listed company. This secured a pledge from Tesco to commit to increasing the sale of healthy products across the UK and Ireland and put pressure on the other main sector players to do the same. All of this was carried out through collaborative work with investor networks who share our values.

We asked over 100 AGM questions during the year at 81 different companies and welcomed 15 new activists. Questions supported our corporate campaigns, with living wages and ethnicity pay gap, fossil fuel financing and decarbonisation targets as well as healthy food targets all covered.

Operationally, ShareAction proved resilient, with many staff enjoying the opportunity to reconnect in person, whilst also embracing hybrid ways of working. The year has seen has investment in our enabling capabilities to meet the increased scale of the organisation, with new senior staff joining in our supporting teams.

Both Trustees and management team continue to pay close attention to the risks as well as the opportunities faced by the charity in delivering our ambitious mission. The work of the dedicated Finance, Audit, Risk and Controls, Governance and Nominations, and Human Resources and Remuneration Committees have helped facilitate excellent governance and allowed the Board to take a more strategic focus.

Looking back at the last year and forward to the many exciting plans that ShareAction has in the coming years, I am both proud of our achievements and positive about the organisation's ability to sustain, indeed grow, its impact. There will no doubt be further challenges to be faced, but ShareAction has proven itself to be resilient and capable of thriving in all conditions.

We are grateful, as ever, to the many foundations, grant givers and individual donors supporting our work and thereby backing our vision of a financial industry that delivers greater public benefit.

The work of ShareAction is more important than ever, as we face ever more challenges to the social and ecological boundaries that define the security we have come to expect from society.

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I wish the ShareAction team along with the many networks of supporters and partners all success in using our growing strength to meet the huge challenges ahead of us in these crucial years.

Multiple stakeholders are coming to recognise we will need to use the full potential of government to protect society over the decades ahead. From climate change to biodiversity and from human rights to health, corporations, NGOs as well as governments all realise we need to see unprecedented action. ShareAction will continue to ensure the financial system plays an active role in forging the new legislative and regulatory consensus necessary to protect citizens of the world. This is the decisive decade.

Paul Dickinson

Chair

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The Trustees (who are also directors of the charitable company for the purposes of the Companies Act) present their annual report together with audited financial statements of Fairshare Educational Foundation (trading as ShareAction) (the charitable company) for the year ended 31 January 2022.

The financial statements have been prepared in accordance with the accounting policies set out on pages 20 to 23 therein and comply with the charitable company's governing document, applicable laws 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 UK and Republic of Ireland (FRS 102).

Objectives and activities

Activities and specific objectives

ShareAction's charitable objects can be summarised as: "the promotion of ethical and responsible investment for the public benefit in order to advance: the relief of poverty, protection of the environment, promotion of human rights, sustainable development, and compliance with the law and ethical standards of conduct". The following ancillary charitable objectives complement this core object:

- to advance the education of the public in the principles and effects of ethical and responsible investment (RI); and
- to undertake and promote research relating to ethical and responsible investment, making the results publicly available.

The company has been set up as a non-profit making charitable company. In designing their policies to meet their objectives the Trustees have paid due regard to the Charity Commission's guidance on public benefit.

Our theory of change captures our work under three focus areas – investor strategies, corporate strategies and movement-building strategies.

Investor and Public Policy Strategies

With this work, we aim to **educate and influence investors and policymakers**, through:

- Surveys and published rankings that make transparent the RI performance of institutional investors and define higher standards;
- Tailored engagement with institutional investors to drive up their RI performance;
- Building and supporting networks of asset owners that enable peer-to-peer support for ambitious RI practice;
- Advocacy to policy makers and regulators in support of RI, investor transparency and investor accountability.

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Corporate Strategies

Our corporate-focused work **is designed to change companies' behaviour, by:**

- Publishing briefings and analytical reports on companies' performance and companies' exposure to risks in respect of a range of environmental and social topics. These publications are designed to inform and facilitate investor engagement with companies;
- Coordinating collaborative investor dialogue with companies to secure commitments to reduce negative impacts and increase positive impacts;
- Organising more forceful investor activism (e.g. shareholder resolutions) where dialogue proves ineffective at shifting companies onto a sustainable pathway.

Movement-building Strategies

Here we work with individual savers and other organisations to **inspire support for RI and amplify our message, through:**

- Public communication campaigns designed to build support for RI;
- Growing and supporting networks of civil society groups and individual investors to enable personal and collective action on RI.

Notable achievements

Some notable highlights from 2021/22 include:

- Securing agreement from HSBC that the bank would phase out financing of coal by 2030 in OECD countries and by 2040 in the rest of the world & set 1.5C aligned emission reduction targets for its sectoral portfolios, starting with oil and gas and power.
- Securing 10 additional commitments from FTSE 100 companies to accredit as Living Wage employers and to grow our Good Work Investor Coalition from 35 to 40 investor participants at the end of the year. During the year we passed a key milestone with more than 50% of FTSE 100 companies now accredited with the Living Wage Foundation.
- Securing a commitment from Tesco to shift, over the next 5 years, to a minimum of 65% of food and non-alcoholic drinks sales being classified as healthy by the Department of Health. Tesco's move followed the filing of a high-profile shareholder resolution by ShareAction, which we withdrew before the 2021 AGM following publication of Tesco's new target. Positively, other major UK retailers with whom ShareAction was engaging made commitments to improve the health profile of their food and drinks range in the months following Tesco's pledge, demonstrating the sector-wide impact of such a major player stepping up on public health.
- Publishing reports and surveys ranking actors in the global asset management sector, the global insurance companies, and the European banking sector. We published an assessment of the climate and biodiversity practices of Europe's largest 25 banks ahead of COP26.

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- Publishing substantial pieces of research on decarbonising the real estate sector, on the methodologies being applied by banks to track alignment of financing decisions with the temperature goals of the Paris Agreement, as well as a briefing for policy makers on the role of investors in achieving a Just Transition to a Net Zero economy.

We launched the Occupational Stewardship Council, providing secretariat services alongside the Department for Work and Pensions. The Council was launched in July with 28 members form across the UK's pension landscape. The Council exists to provide peer-to-peer support within the UK's pension sector around RI practice, particularly stewardship.

Risk management

During the year we embedded a new standalone financial risk management framework that formalises our visibility and decision making around our key financial risks of solvency and liquidity. This provides an approach to managing risk that encourages frequent consideration of risk throughout the organisation and increases our focus on the most strategic risks that we face. This will also provide a platform for us to build out our risk management and compliance processes as ShareAction continues to grow.

As the organisation evolves, becomes more international, and takes on larger projects we continue to monitor and update our risk register. Below, a summary of what we see as our key risks and relevant mitigations.

Risk and Description	***Mitigation***
Investor Engagement	
ShareAction being unable to maintain its relationships and influence with investors.	This is mitigated through use of Salesforce as a tool for managing external relationships, quality control on publications and regular communications with investors.
Competitive Landscape	
In an increasingly crowded landscape, there is a risk if ShareAction's value proposition is no longer distinctive.	A competition landscape map is in place which identifies threats and opportunities, with clear relationship owners for each key organisation. A strong narrative is used to assert ShareAction's vision of responsible investment and unique value proposition.

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Business and resource planning	
ShareAction takes on work that is not sufficiently resourced or sufficiently funded.	There is oversight of bids by fundraising and finance teams, with business planning and reporting process frameworks in place and regular reviews at team and leadership level.
Litigation and Legal support	
ShareAction could be subject to litigation resulting in financial and reputational damages.	There is quality control on publications, with a clear appropriate "tone of voice" for ShareAction and disclaimers on publications.
Organisational Change	
If ShareAction were to fail to have the right structure, infrastructure, leadership skills and experience, this could result in failing to achieve our goals and attract funding, alongside failing to retain staff, recruit new staff or maintain its culture.	Managing growth is a key focus for ShareAction's leadership team. As part of this, a people strategy is being developed to guide organisational change.
Perceptions of ESG investing	
Rising anti-ESG sentiment could make it more challenging for ShareAction to deliver on campaigns, sustain attention of investors and attract fundraising.	Existing campaigns and research publications already attempt to make the case for why investors should engage. We are working on creating more consistent rationales for why investors should become involved with our activities and outputs.

The Trustees are alert to these risks and the Finance, Audit, Risk and Controls Committee actively monitor them on behalf of the board.

Public benefit

The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission. Our continued success in using the tools of the investment world to promote good corporate citizenship contributes to embedding better social and environmental practice among large publicly listed firms. This in turn has a range of real-world effects that deliver public benefit including, for example, lower carbon emissions, more nutritious diets, and higher wages for the lowest earners. These positive outcomes are in line with our charitable objects.

In addition, our considerable influence on the stewardship and responsible investment policies of large pension funds, insurance companies, asset managers and charitable trusts contributes to the embedding of better practice within UK and international investment community. The major investors we influence look after the retirement savings of millions of working people, including many on modest incomes. Our work, particularly on fiduciary duties, encourages major investment firms and pension schemes to stay focused on the interests

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and wellbeing of the people whose funds they manage. Encouraging large institutional investors to act as responsible stewards of other people's assets is critically important to achieving a pension system that delivers the greatest possible benefit. We consider this an important element of the public benefit that flows from our activities.

Our training and educational events have helped to equip and support people in the UK who want to use their investments as a leverage point for dialogue with companies. The feedback from our training has shown how empowering people find it to access that kind of knowledge, and to have the opportunity to influence companies with a significant social and environmental footprint.

Financial review

Results for the year

We ended the year showing year-on-year growth with income of £3,606,201 (2021 - £3,124,862) and an unrestricted surplus of £72,466 (2021 – surplus of £284,762).

The charity received grants and donations totalling £3,226,462 (2021 - £2,786,262). Of the 21 (2021 – 36), organisations making grants and donations 19 (2021 - 23) made restricted grants as shown in note 4 to the accounts, and 13 (2021 - 23) made unrestricted grants as shown in note 1 to the accounts. The charity received £145,194 in donations from individuals (2021 - £93,165). The amount of cash held and cash equivalents had increased at year-end to £2,033,372 (2021 - £2,149,095).

In the current year 10 member organisations contributed fees amounting to £18,000 (2020 – 12 member organisations - £17,750). CRIN income remained stable with 20 CRIN members contributing membership fees of £97,733 (2021 - 20 members contributing fees of £92,350). Income from our Workforce Disclosure Initiative generated £194,219 from 57 signatories (2021 - £117,815 from 49 signatories).

Reserves policy

It is the policy of the charity to maintain a reserve of unrestricted funds that is at least equivalent to three months budgeted expenditure as approved by the Board and as amended from time to time to take into account, for example, projected material changes in human and other resources, and new or abandoned projects not fully resourced out of restricted income.

The reserve is necessary to provide a buffer against unbudgeted and unexpected expenditure, thereby ensuring that adequate resources are always available to meet fixed and variable operational costs and unfunded projects, and to ensure that restricted funds, which currently provide the majority of the charity's incoming resources, are always safeguarded for the purpose for which they were provided.

Furthermore, as a crucial management tool, regular monitoring of adherence to the policy is undertaken at meetings of the Board and Finance, Audit and Risk Committee so that the Trustees may satisfy themselves as to the on-going financial viability of the charity. The leadership team track reserves as a key metric in their monthly management accounts.

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It is the Board's opinion that the current level of reserves is commensurate with the risks identified in its latest risk assessment, but the Board will review this policy at regular intervals, making any amendments necessary to ensure that it is always adequate for the charitable company's purposes.

At 31 January 2022, the charity held unrestricted funds of £1,131,430 (2021 - £1,058,964) and £40,000 restricted funds (2021 - £nil). After adjusting for the net book value of tangible fixed assets, and excluding those reserves which have been designated, free reserves stood at £1,124,128 (2021 - £1,055,392). This level of free reserves is equal to 2.3 months' expenditure based on our average monthly budgeted spend for 2022/23 and is in line with the policy.

Future plans

ShareAction has successfully secured funds to commence major new programmes in 2022/23 focussed on health, biodiversity and climate change. This will lead to substantial growth in turnover and expenditure in the year, with investment in infrastructure to support this.

Structure, governance and management

Governing document

Fairshare Educational Foundation (trading as ShareAction) is a company limited by guarantee without share capital and, since December 2006, also a registered charity. The company was established under a Memorandum of Association (subsequently amended) which established the objects and powers of the charitable company and is governed under its Articles of Association. Each member's liability is limited to £1.

Recruitment and appointment of Trustees

The directors of the company are also charity trustees for the purposes of charity law. The Trustees are elected annually at the Annual General Meeting or may be co-opted by the Trustees to fill a vacancy or to bring the number of trustees up to the maximum number of 10 allowed by the Articles of Association. Any retiring Trustee may be re-appointed provided that his or her period in office does not exceed six consecutive years (or nine years in the case of a Trustee elected to the chair mid-term)

It is the practice of the charity to openly advertise opportunities to join the board of trustees.

Induction and training of Trustees

Most Trustees already have experience of charitable organisations on appointment but if this is not the case they are provided with best practice and guidance (our membership of NCVO affords the charity access to the relevant resources). Their experience is developed further through their work with ShareAction. The Trustees spend time together to review the charity's strategy and progress annually, and also attend a session with the staff of the charity to discuss strategy and plans together. The Chair will undertake a board review from time to time involving each Trustee in making an appraisal of his or her contribution, skills, and areas for development.

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Organisation structure

The Trustees are required to hold at least three meetings each year and currently meet four times a year as a Board. The Trustees, assisted by the Chief Executive, are responsible for the governance of the charitable company. Trustees oversee and agree the strategy of the charity.

The Board delegates a number of its powers to three committees of Trustees, the Finance, Audit, Risk and Controls Committee (FARC), the HR and Remuneration Committee and the Governance and Nominations Committee. These committees meet four to six weeks prior to meetings of the Board and report thereto.

In order to deliver the strategy, the leadership team, which comprises the Chief Executive and six Directors, prepares a Business Plan and budget for review by the Trustees ahead of each financial year. Once agreed, this document, which includes a range of key performance indicators, is used to measure and assess progress at the quarterly meetings of the Board.

Statement of Fundraising

The charity is registered with the Fundraising Regulator and reports compliance on an annual basis. The charity employs a professional fundraising team who maintain a high standard of ethical fundraising and whose systems and practices are kept under continual review. It does not use the services of any third-party organisation to help in its fundraising activities. No complaints were received about its fundraising activities during the financial year 2021/22. In the event of a complaint being received, these are handled by a senior member of staff or the Chief Executive.

Trustees

The members of the Board of Trustees who served as Trustees (and directors of the company) during the year are shown on page 1.

Statement of Trustees' responsibilities

The Trustees (who are also directors of ShareAction 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). 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 for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the 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);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards have been followed,

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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 charity 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 charity 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 charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Trustees confirms that:

- so far as the Trustee is aware, there is no relevant audit information of which the charity's auditor is unaware; and

- the Trustee has taken all the steps that he/she ought to have taken as a Trustee in order to make himself/herself aware of any relevant audit information and to establish that the charity's auditor is aware of that information.

- This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The Trustees are responsible for the maintenance and integrity of financial information included on the charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Signed for and on behalf of the Trustees

DocuSigned by:
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P. Dickinson

Approved by the Trustees on: 14 September 2022

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Independent auditor's report to the members of Fairshare Educational Foundation

Opinion

We have audited the financial statements of Fairshare Educational Foundation (the 'charitable company') for the year ended 31 January 2022, which comprise the statement of financial activities, the balance sheet, the statement of cash flows, the principal accounting policies and the notes to the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 January 2022 and of 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. 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 at least 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.

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Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception

In the 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' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement, 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.

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Responsibilities of Trustees (continued)
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 the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the charitable company through discussions with management, and from our commercial knowledge and experience of the sector;
- the identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit;
- We focused on specific laws and regulations which we considered may have a direct material effect on the accounts or the activities of the charity. These included but were not limited to the Charities Act 2011, the Companies Act 2006 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102); and
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management, inspecting legal correspondence and reviewing trustee meeting minutes.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management and those charged with governance as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and

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

- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- tested the authorisation of expenditure as part of our substantive testing thereon;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in the accounting policies were indicative of potential bias; and
- used data analytics to identify any significant or unusual transactions and identify the rationale for them.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of trustee meetings;
- enquiring of management and those charged with governance as to actual and potential litigation and claims; and
- reviewing any available correspondence with HMRC and the Charity Commission.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the Trustees and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

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Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Edward Finch (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory Auditor
130 Wood Street
London
EC2V 6DL

18/10/22

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Statement of financial activities Year to 31 January 2022

	Notes	Unrestricted funds £	Restricted funds £	**Total 2022 £**	Unrestricted funds £	Restricted funds £	Total 2021 £
Income:							
Donations	1	666,239	40,000	**706,239**	710,766	—	710,766
Other trading activities	2	357,935	—	**357,935**	272,007	—	272,007
Investment income	3	299	—	**299**	174	—	174
Charitable activities	4	—	2,520,223	**2,520,223**	—	2,075,296	2,075,296
Other income		21,505	—	**21,505**	66,619	—	66,619
Total income		1,045,978	2,560,223	**3,606,201**	1,049,566	2,075,296	3,124,862
Expenditure:							
Cost of raising funds	5	103,242	—	**103,242**	88,479	—	88,479
Expenditure on charitable activities	5	869,901	2,520,223	**3,390,124**	676,366	2,075,296	2,751,661
Total expenditure		973,143	2,520,223	**3,493,366**	764,845	2,075,296	2,840,140
Net income (expenditure) before gains/losses on investments		72,835	40,000	**112,835**	284,721	—	284,721
Net gains (losses) on listed investments		(369)	—	**(369)**	41	—	41
Net income for the year and net movement in funds		72,466	40,000	**112,466**	284,762	—	284,762
Reconciliation of funds:							
Total funds brought forward at 1 February 2021		1,058,964	—	**1,058,964**	774,201	—	774,201
Total funds carried forward at 31 January 2022		1,131,430	40,000	**1,171,430**	1,058,964	—	1,058,964

All of the operations undertaken by the charity during the current and preceding year are continuing operations.

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Balance sheet Year to 31 January 2022

	Notes	**2022** **£**	**2022** **£**	2021 £	2021 £
Fixed assets					
Investments	8		**7,302**		3,572
			7,302		3,572
Current assets					
Debtors	9	**240,636**		323,992	
Cash at bank and in hand		**2,033,372**		2,149,095	
		2,274,008		2,473,087	
Creditors: amounts falling due within one year	10	**(1,109,880)**		(1,417,695)	
Net current assets			**1,164,128**		1,055,392
Total net assets			**1,171,430**		1,058,964
The funds of the charity:					
Restricted funds	11		40,000		—
Unrestricted income funds					
. General fund			**1,131,430**		1,058,964
			1,171,430		1,058,964

The financial statements were approved by the Board of Directors on 14.09.2022 and signed on their behalf by:

DocuSigned by:
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Print name: Paul Dickinson

Registered Company Number: 05013662

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Statement of cash flows Year to 31 January 2022

	Notes	2022 £	2021 £
Cash flows from operating activities:			
Net cash (used in) provided by operating activities	A	**(111,922)**	668,678
		(111,922)	668,678
Cash flows from investing activities:			
Investment income		**299**	174
Proceeds from the disposal of investments		**96**	
Purchase of investments		**(4,392)**	(258)
Net cash generated by (used in) investing activities		**(3,997)**	(84)
Change in cash and cash equivalents in the year		**(115,919)**	668,593
Cash and cash equivalents at 1 February 2021	B	**2,149,373**	1,480,780
Cash and cash equivalents at 31 January 2022	B	**2,033,454**	2,149,373

Notes to the statement of cash flows for the year to 31 January 2022

A Reconciliation of net movement in funds to net cash provided by operating activities

	2022 £	2021 £
Net movement in funds (as per the statement of financial activities)	**112,466**	284,762
Adjustments for:		
(Gains) losses on investments	**369**	(41)
Investment income	**(299)**	(174)
(Increase) decrease in debtors	**83,356**	41,451
Increase (decrease) in creditors	**(307,814)**	342,679
Net cash (used in) provided by operating activities	**(111,922)**	668,678

B Analysis of cash and cash equivalents

	2022 £	2021 £
Cash at bank and in hand	**2,033,372**	2,149,095
Cash held by investment managers	**82**	279
Total cash and cash equivalents	**2,033,454**	2,149,374

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

Basis of accounting
The financial statements have been prepared under the historical cost convention with items initially recognised at cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

The accounts 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), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

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

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

Critical accounting estimates and areas of judgement
Preparation of the accounts requires the trustees and management to make significant judgements and estimates.

The items in the accounts where these judgements and estimates have been made include:

- the deferral of grant income received to future periods.

Assessment of 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 with respect to a period of one year from the date of approval of these accounts.

The trustees are aware that there is uncertainty around the income of the charity but are comfortable that they have the necessary visibility in order to manage this uncertainty. In the assessment of the charity's ability to continue as a going concern, the trustees have considered the current prudent financial forecasts, the security of existing grant income, the history of ShareAction's success in raising new income and the ability of the organisation to manage its costs in line with the available income. Further, to ensure the organisation is in the best possible position to manage the principal financial risks around liquidity and solvency, a financial risk management framework is followed, with reviews of financial risk metrics at each FARC committee meeting.

The trustees of the charity assessed the events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern and have concluded that the necessary measures (most importantly, monitoring of cash, reserves and forecasts and timely cost management) are in place to mitigate these concerns. The trustees are of the

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opinion that the charity will have sufficient resources to meet its liabilities as they fall due. The Audit and Risk Committee ensures that these issues are given the necessary scrutiny.

As a result of the trustees' assessment, the financial statements have been prepared on a going concern basis. In making this decision, the trustees have taken into consideration the risks and uncertainties arising from the Coronavirus pandemic.

Income recognition

Income including grants received is recognised in the period in which the charity becomes legally entitled to the income, it is probable the income will be received, and that income can be measured with reasonable accuracy. Income is deferred if the donor specifies conditions that the income is to be expended in a future period or where grants are awarded on an annual basis and the grant year is not coterminous with the charity's financial year.

Income from membership subscriptions is accounted for when receivable. Fees relating to the subsequent period are carried forward as deferred income. Subscriptions are non-refundable.

Expenditure recognition and the allocation of support and governance costs

Expenditure is recognised on an accruals basis in the period in which it is incurred. It includes related VAT, which cannot be fully recovered and is reported as part of the expenditure to which it relates:

- Costs of raising funds comprise the costs associated with attracting voluntary income together with an apportionment of overhead and support costs.

- Charitable activities expenditure comprises those costs incurred by the charity in the delivery of its activities and services. It includes both costs that can be allocated directly to such activities and an apportionment of those costs of an indirect nature necessary to support them.

Expenditure incurred on activities falling directly within one cost category is attributed to that category. Expenditure which cannot be directly attributed, including governance costs, is apportioned on a reasonable, justifiable and consistent basis to the cost categories involved, e.g. apportioning management costs by staff time.

Governance costs comprise the costs involving the public accountability of the charity (including audit costs) and costs in respect to its compliance with regulation and good practice.

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Tangible fixed assets
Additions to computer equipment, furniture, fixtures and fittings for items individually costing over £1,000 are capitalised where the useful economic life is expected to exceed 12 months. Tangible fixed assets are depreciated over their useful lives.

Depreciation is provided at the following rate:

- Computer equipment – 25% per annum (on cost)

Pensions
The charity contributes to pension arrangements on behalf of its employees. Contributions payable for the year are charged to the income and expenditure account.

Fixed asset investments
Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Realised and unrealised gains (or losses) are credited (or debited) to the statement of financial activities in the year in which they arise.

Debtors
Debtors are recognised at the settlement amount, less any provision for non-recoverability. Prepayments are valued at the amount prepaid.

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 date of acquisition.

Creditors and provisions
Creditors and provisions 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 and provisions are recognised at the amount the charity anticipates it will pay to settle the debt.

Fund accounting
General funds are unrestricted funds and represent the net surplus made by the charity during its operations. They are available to be used for the objects of the charity at the discretion of the Trustees.

Restricted funds can be used only for a particular purpose within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for a particular restricted purpose.

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Operating leases

Operating lease rentals are charged to the income and expenditure account as incurred.

Taxation

Provision for corporation tax is not necessary, as the company is a registered charity and undertakes only charitable activities. No deferred tax provision is required.

Tax recovered from voluntary income received under Gift Aid is recognised when the related income is receivable and is allocated to the income category to which the income relates.

Foreign currency

Transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the year-end date. All revaluation differences and foreign exchange differences are taken to the statement of financial activities.

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1 Donations

	Unrestricted funds £	Restricted funds £	**Total 2022 £**
Grants and donations received			
Grants			
. Esmée Fairbairn Foundation	100,000	—	**100,000**
. Friends Provident Foundation	100,000	—	**100,000**
. Generation Foundation	50,000	—	**50,000**
. Lankelly Chase Foundation	50,000	—	**50,000**
. Paul Hamlyn Foundation	50,000	—	**50,000**
. Oak Foundation	43,312	—	**43,312**
. The Joseph Rowntree Charitable Trust	32,400	—	**32,400**
. The Tudor Trust	25,000	—	**25,000**
. Treebeard Trust	25,000	—	**25,000**
. The John Ellerman Foundation	18,333	—	**18,333**
. Wallace Global Fund	2,000	—	**2,000**
	496,045	—	496,045
Donations			
. Network for Social Change	—	40,000	**40,000**
. Prism – The Gift Fund	25,000	—	**25,000**
. Donations from individuals	145,194	—	**145,194**
Total 2022	666,239	40,000	**706,239**

	Unrestricted funds £	*Restricted funds £*	*Total 2021 £*
Grants and donations received			
Grants			
. The Joseph Rowntree Charitable Trust	*40,000*	—	*40,000*
. Esmée Fairbairn Foundation	*185,000*	—	*185,000*
. Generation Foundation	*75,000*	—	*75,000*
. The Tudor Trust	*17,500*	—	*17,500*
. Friends Provident Foundation	*45,000*	—	*45,000*
. The John Ellerman Foundation	*29,167*	—	*29,167*
. Oak Foundation	*14,438*	—	*14,438*
. Treebeard Trust	*25,000*	—	*25,000*
. Paul Hamlyn Foundation	*50,000*	—	*50,000*
. Lankelly Chase Foundation	*50,000*	—	*50,000*
. James T Howat Charitable Trust	*1,000*	—	*1,000*
. Wallace Global Fund	*50,496*	—	*50,496*
	582,601	—	*582,601*
Donations			
. Prism – The Gift Fund	*35,000*	—	*35,000*
. Donations from individuals	*93,165*	—	*93,165*
Total 2021	*710,766*	—	*710,766*

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2 Other trading activities

	Unrestricted	
	Total 2022 £	Total 2021 £
Full members	**18,000**	17,750
CRIN membership fees	**97,733**	92,350
RINU membership fees	**47,983**	44,092
WDI signatories fee income	**194,219**	117,815
Total	**357,935**	272,007

3 Investment income

	Unrestricted	
	Total 2022 £	Total 2021 £
Bank interest receivable	**181**	85
Dividends receivable	**118**	89
Total	**299**	174

4 Income from charitable activities

	Restricted	
	Total 2022 £	Total 2021 £
Sunrise Project	**639,525**	199,480
IKEA / New Venture Fund	**453,510**	316,780
Guy's and St. Thomas' Charity	**416,188**	357,732
Finance Dialogue / European Climate Foundation	**392,665**	386,912
KR Foundation	**160,113**	148,217
The Health Foundation	**134,394**	—
We Mean Business/ New Venture Fund	**77,008**	114,913
Department for International Development	**55,345**	313,534
Trust for London	**40,000**	33,333
Barrow Cadbury Trust	**38,800**	35,200
Friends Provident Foundation	**28,337**	51,663
Synchronicity Earth	**25,000**	5,000
Marmot Charitable Trust	**20,000**	20,000
Network for Social Change	**11,667**	—
Esmée Fairbairn Foundation	**10,920**	—
Alex Ferry Foundation	**5,000**	—
Franciscan Missionaries of the Divine Motherhood	**5,000**	5,000
Joseph Rowntree Foundation	**3,750**	3,750
Handmaids of the Sacred Heart of Jesus	**2,000**	2,000
Lankelly Chase	**1,000**	27,220
The Climate Change Collaboration (Ashden Trust; JJ Charitable Trust; Mark Leonard Trust; Tedworth Charitable Trust)	—	23,833
Arcus Foundation	—	6,627
Bianca and James Pitt	—	6,000
Jesuits in Britain	—	5,000
Polden Puckham Charitable Foundation	—	5,000
JMG Foundation	—	4,100
Transforma	—	4,000
Total 2022	**2,520,223**	2,075,296

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5 Expenditure

	Raising funds £	Campaigning and education £	**Total 2022 £**
Direct costs			
Staff costs (note 6)	—	1,843,991	**1,843,991**
Research & communication	—	500,235	**500,235**
	—	2,344,226	**2,344,226**
Support costs			
Staff costs (note 6)	72,658	734,656	**807,314**
Other staff expenses	8,535	86,299	**94,834**
Legal & professional	4,924	49,790	**54,714**
Depreciation	—	—	—
Operating lease rentals (note 14)	4,899	49,534	**54,433**
General office costs	1,523	15,395	**16,918**
Website & ICT expenses	8,619	87,152	**95,771**
Travel and subsistence	1,882	19,028	**20,910**
Bank charges	423	4,279	**4,702**
Auditors' remuneration			
Audit fee (including VAT) – current year	1,089	11,011	**12,100**
Write offs	(1,311)	(13,255)	**(14,566)**
Other expenses	—	—	—
Foreign exchange losses	*181*	*1,829*	**2,010**
	103,422	1,045,718	**1,149,140**
Total	103,422	3,389,944	**3,493,366**

	Raising funds £	*Campaigning and education £*	*Total 2021 £*
Direct costs			
Staff costs (note 6)	—	*1,594,853*	*1,594,853*
Research & communication	—	*262,187*	*262,187*
	—	*1,857,040*	*1,857,040*
Support costs			
Staff costs (note 6)	*63,899*	*646,089*	*709,988*
Other staff expenses	*7,317*	*73,979*	*81,295*
Legal & professional	*916*	*9,259*	*10,175*
Depreciation	—	—	—
Operating lease rentals (note 14)	*5,820*	*58,846*	*64,666*
General office costs	*3,481*	*35,194*	*38,674*
Website & ICT expenses	*5,296*	*53,549*	*58,845*
Travel and subsistence	*167*	*1,686*	*1,852*
Bank charges	*404*	*4,082*	*4,485*
Auditors' remuneration			
. Audit fee (including VAT) – current year	*1,181*	*7,819*	*9,000*
Other expenses	—	*4,120*	*4,120*
	88,479	*894,622*	*983,101*
Total	*88,479*	*2,751,661*	*2,840,140*

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6 Particulars of employees

The average number of employees analysed by function was:

	2022 No.	2021 No.
Campaigning and education	**44**	37
Management and administration	**8**	8
Fundraising and communications	**4**	4
	56	49

	2022 £	2021 £
Wages and salaries	**2,257,064**	1,967,086
Social Security costs	**224,249**	183,160
Pension costs	**169,993**	154,595
	2,651,306	2,304,841

The number of employees earning over £60,000 in the period excluding pension contributions was:

	2022 No.	2021 No.
£60,001 - £70,000	**1**	3
£70,001 - £80,000	**2**	—
£80,001 - £90,000	**—**	1
£90,001 - £100,000	**1**	—

No trustees received any remuneration for their services during the year (2021 – none). Two trustees during the year received reimbursement for expenses totalling £134 (2021 – none).

The key management personnel of the charity in charge of directing and controlling, running and operating the charity on a day to day basis comprise the trustees and those members of staff who attend board meetings. The total cost of employment of the key management personnel for the year was £618,199 (2021 - £532,103).

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7 Taxation

The company has been set up as a non-profit making charitable foundation and in December 2006 was registered as a charity and, therefore, is not liable to corporation tax on income or gains derived from its charitable activities, as they fall within the various exemptions available to registered charities.

8 Fixed asset investments

	2022 £	2021 £
Listed investments		
Market value at 1 February	**3,293**	2,994
Additions at cost	**4,391**	259
Disposals at market value	**(96)**	—
Net unrealised losses / gains	**(368)**	41
Market value at 31 January	**7,220**	3,293
Cash held by investment managers for re-investment	**82**	279
	7,302	3,572
Cost of listed investments at 31 January	**9,279**	4,784

All listed investments were dealt in on a recognised stock exchange.

9 Debtors

	2022 £	2021 £
Trade debtors	**202,157**	311,103
Other debtors	**10,937**	7,350
Prepayments	**18,892**	5,539
Accrued income	**8,650**	—
	240,636	323,992

10 Creditors: amounts falling due within one year

	2022 £	2021 £
Trade creditors	**90,420**	28,582
Other taxes and social security costs	**78,406**	48,256
Accruals	**95,305**	90,877
Deferred income	**821,207**	1,215,436
Other creditors	**24,542**	34,544
	1,109,880	1,417,695

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10 Creditors: amounts falling due within one year (continued)

Deferred income comprises deferred membership income (general, CRIN, RINU and WIDU) and deferred grant income:

	2022 **£**	2021 £
General membership income	**8,083**	8,083
CRIN membership income	**43,148**	38,981
RINU membership income	**31,266**	25,350
WDI membership income	**75,092**	62,310
Grant income	**663,618**	1,080,712
	821,207	1,215,436

11 Restricted funds

	Balance at 1 February 2021 £	Income and gains £	Expenditure £	**Balance at 31 January 2022 £**
Fransciscan Missionaries of the Divine Motherhood	—	5,000	(5,000)	**—**
Handmaids of the Sacred Heart of Jesus	—	2,000	(2,000)	**—**
Barrow Cadbury Trust	—	38,800	(38,800)	**—**
Department for International Development	—	55,345	(55,345)	**—**
European Climate Foundation (ECF)	—	392,665	(392,665)	**—**
Esmee Fairbairn Foundation	—	10,920	(10,920)	**—**
Friends Provident Foundation	—	28,337	(28,337)	**—**
Guy's & St Thomas' Charity	—	416,188	(416,188)	**—**
IKEA Foundation	—	453,510	(453,510)	**—**
Joseph Rowntree Reform Trust	—	3,750	(3,750)	**—**
KR Foundation	—	160,113	(160,113)	**—**
Lankelly Chase	—	1,000	(1,000)	**—**
Marmot Charitable Trust	—	20,000	(20,000)	**—**
Synchronicity Earth	—	25,000	(25,000)	**—**
Sunrise Project	—	639,525	(639,525)	**—**
Trust for London	—	40,000	(40,000)	**—**
We Mean Business/ New Venture Fund	—	77,008	(77,008)	**—**
Alex Ferry Foundation	—	5,000	(5,000)	**—**
The Health Foundation	—	134,394	(134,394)	**—**
Network for Social Change	—	51,667	(11,667)	**40,000**
Total restricted funds	—	2,560,223	(2,520,223)	**40,000**

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11 Restricted funds (continued)

	Balance at 1 February 2020 £	*Income and gains £*	*Expenditure £*	*Balance at 31 January 2021 £*
Fransciscan Missionaries of the Divine Motherhood	—	*5,000*	*(5,000)*	—
Handmaids of the Sacred Heart of Jesus	—	*2,000*	*(2,000)*	—
Jesuits in Britain	—	*5,000*	*(5,000)*	—
Arcus Foundation	—	*6,627*	*(6,627)*	—
Bianca and James Pitt	—	*6,000*	*(6,000)*	—
Barrow Cadbury Trust	—	*35,200*	*(35,200)*	—
Transforma (origin of funding BEIS)	—	*4,000*	*(4,000)*	—
Climate Change Collaboration (Ashden, JJ & Mark Leonard)	—	*23,833*	*(23,833)*	—
Department for International Development	—	*313,534*	*(313,534)*	—
European Climate Foundation (ECF)	—	*344,694*	*(344,694)*	—
Esmee Fairbairn Foundation	—	*10,000*	*(10,000)*	—
Finance Dialogue (via ECF)	—	*32,218*	*(32,218)*	—
Friends Provident Foundation	—	*51,663*	*(51,663)*	—
Guy's & St Thomas' Charity	—	*357,732*	*(357,732)*	—
IKEA Foundation	—	*316,780*	*(316,780)*	—
JMG Foundation	—	*4,100*	*(4,100)*	—
Joseph Rowntree Reform Trust	—	*3,750*	*(3,750)*	—
KR Foundation	—	*148,219*	*(148,219)*	—
Lankelly Chase	—	*27,220*	*(27,220)*	—
Marmot Trust	—	*20,000*	*(20,000)*	—
Polden Puckham Charitable Foundation	—	*5,000*	*(5,000)*	—
Synchronicity Earth	—	*5,000*	*(5,000)*	—
Sunrise Project	—	*199,480*	*(199,480)*	—
Trust for London	—	*33,333*	*(33,333)*	—
We Mean Business/ New Venture Fund	—	*114,913*	*(114,913)*	—
Total restricted funds	—	*2,075,296*	*(2,075,296)*	—

12 Analysis of net assets between funds

Total funds are represented by:

Year to 31 January 2022	Unrestricted funds £	Restricted funds £	**Total funds £**
Investments	7,302	—	**7,302**
Current assets	2,234,008	40,000	**2,274,008**
Creditors	(1,109,880)	—	**(1,109,880)**
	1,131,430	40,000	**1,171,430**

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12 Analysis of net assets between funds (continued)

Year to 31 January 2021	*Unrestricted funds £*	*Restricted funds £*	*Total funds £*
Investments	*3,572*	*—*	*3,572*
Current assets	*2,473,087*	*—*	*2,473,087*
Creditors	*(1,417,695)*	*—*	*(1,417,695)*
	1,058,964	*—*	*1,058,964*

13 Pensions

The charity contributes to pension arrangements on behalf of its employees. Within each employee's contract of employment there is a clause whereby the charity will, if requested, contribute to the individual personal pension arrangements of the employee at the rate of 8% of gross salary. The pension cost for the year amounted to the figure shown in note 6.

14 Legal status of the company

The charity is a company limited by guarantee with no share capital and a registered charity. In the event of the company being wound up, the liability of each member is limited to £1. At the year-end there were ten full members and one associate member.

15 Related party transactions

The aggregate amount of unrestricted donations received from related parties was £100,000 (2021: £45,000). This comprises a donation of £100,000 (2021: £45,000 from Friends Provident Foundation). Friends Provident Foundation also gave a restricted donation of £28,337 (2021: £51,663) and paid £4,500 (2021: £4,500) for CRIN membership in the year. One of the charity's trustees, Paul Dickinson, is also a trustee of Friends Provident Foundation.

£2,000 (2021: £2,000) was received from Amnesty International UK Charitable Trust for ShareAction membership. One of the charity's trustees, Lisa (Rebecca) Warren, was also a trustee of Amnesty International UK Charitable Trust during the year.

FAIRSHARE EDUCATIONAL FOUNDATION

England & Wales - Charity number 1117244

Accounts

Fairshare Educational Foundation T/A ShareAction

Annual Report and Financial Statements

31 January 2021

Company Limited by Guarantee
Registration Number
05013662 (England and Wales)

Charity Registration Number
1117244

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Reference and administrative details

Board of Trustees and Directors	Paul Dickinson (Chair) Andrew Jonathan Clarke (ended term August 2020) Jane Cooper Rob Ryan (resigned October 2020) Lisa (Rebecca) Warren Olivia Dickson Shipra Gupta (resigned January 2021) Alice Steenland Kevin Chuah (appointed June 2021) Nicholas Gilcher (appointed June 2021)
Chief Executive	Catherine Howarth
Charity name	Fairshare Educational Foundation (Trading as ShareAction)
Registered and principal office	63/66 Hatton Garden Fifth Floor Suite 23 London EC1N 8LE
Company registration number	05013662
Charity registration number	1117244
Auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Solicitors	Wrigleys 19 Cookridge Street Leeds LS2 3AG
Principal bankers	HSBC 60 Queen Victoria Street London EC4N 4TR

Despite the shock and tragedy of the coronavirus pandemic, the financial year ending 31 January 2021 was in fact a remarkably positive one for ShareAction and its mission. The pandemic accelerated an already strongly growing public appetite for sustainable and responsible finance, and ShareAction was well placed to make the most of this.

Early in the year, we published a ranking of the world's largest asset management firms, assessing them on their approach to climate change, biodiversity and human rights concerns. The findings were widely reported in the international media. We went on to meet with senior executives at over 50 of the firms assessed to discuss their scores and the tailored recommendations we prepared for each asset manager. This work has driven standards higher in the global asset management sector during the year. It also strengthened our relationships with these huge investment firms in ways that have powered our campaigns to change corporate practice on social and environmental topics.

As a result, we had a strong year for corporate campaigning. The most high profile campaign in 2020 was at Barclays plc, where we filed a shareholder resolution calling on the bank to phase out financing of fossil fuels. Barclays rejected our resolution but, following weeks of negotiations with ourselves and major shareholders, Barclays became the first major bank globally to commit to being a "Net Zero" financial institution by 2050. Despite this positive announcement, we pushed on with our resolution, which went to a vote at the bank's AGM in May 2020 securing 24% support. This maintained pressure on Barclays and other banks to take immediate steps to cease financing new coal developments and to phase out financing of other fossil fuels. Towards the end of the year we decided to bring this same campaign to HSBC plc, where further strong results have been secured in 2021. These campaign wins, not just at HSBC and Barclays, but across the whole European banking sector will have a meaningful impact on global GHG emissions. They also demonstrate the efficacy of ShareAction's theory of change.

The pandemic inevitably raised the profile of public health as a theme of interest to the investment community. Our programme of work on the nutrition profile of food and drinks sold by major supermarket retailers gathered pace during 2020, laying the foundations for significant action and results in 2021.

Operationally, ShareAction proved resilient. Staff moved to work from home with relative ease thanks to a flexible working policy already in place. As an employer, we have worked hard through the whole year to support staff actively in what have been highly challenging circumstances for many of them.

The income of the charity grew during the year as did the size of our staff team. We welcomed a number of new senior leaders to ShareAction during 2020 who have strengthened our ability to deliver increasingly complex and high profile projects.

Both trustees and management team continue to pay close attention to the risks as well as the opportunities faced by the charity in delivering our ambitious mission. The board now has a dedicated Finance, Audit and Risk Committee, a Governance and Nominations Committee, and a People and Remuneration Committee. The work of these committees has greatly strengthened our governance during 2020.

Overall, as I look back at the last year and ahead at ShareAction's exciting plans, I am both proud of our achievements and positive about the organisation's ability to sustain, indeed grow, its impact.

We are grateful, as ever, to the many foundations, grant givers and individual donors supporting our work and thereby backing our vision of a financial industry that delivers greater public benefit.

The work of ShareAction is more important than ever, as we stumble towards a terrible test of the social and ecological boundaries that define the security we have come to expect from society. Writing about a comparable moment of supreme importance, the words of Winston Churchill seem apt:

"The odds were great, our margins small; the stakes infinite."

I wish the ShareAction team as well as many networks of supporters and collaborators all success in using our growing strength to meet the huge challenges ahead of us, in these next few decisive years.

Paul Dickinson

Chair

The Trustees (who are also directors of the charitable company for the purposes of the Companies Act) present their annual report together with audited financial statements of Fairshare Educational Foundation (trading as ShareAction) (the charitable company) for the year ended 31 January 2021.

The financial statements have been prepared in accordance with the accounting policies set out on pages 26 to 29 therein and comply with the charitable company's governing document, applicable laws 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 UK and Republic of Ireland (FRS 102).

Objectives and activities

Activities and specific objectives

ShareAction's charitable objects can be summarised as: "the promotion of ethical and responsible investment for the public benefit in order to advance: the relief of poverty, protection of the environment, promotion of human rights, sustainable development, and compliance with the law and ethical standards of conduct". The following ancillary charitable objectives complement this core object:

- to advance the education of the public in the principles and effects of ethical and responsible investment (RI); and
- to undertake and promote research relating to ethical and responsible investment, making the results publicly available.

The company has been set up as a non-profit making charitable company. In designing their policies to meet their objectives the trustees have paid due regard to the Charity Commission's guidance on public benefit.

Our theory of change captures our work under three focus areas – investor strategies, corporate strategies and movement-building strategies.

Investor Strategies

With our investor-focused work, we aim to **educate and influence investors and policymakers**, through:

- Surveys and published rankings that make transparent the RI performance of institutional investors and define higher standards;
- Tailored engagement with institutional investors to drive up their RI performance;
- Advocacy to policy makers and regulators in support of RI, investor transparency and investor accountability.

Investor Strategies (continued)
In 2020/21 we delivered the following:

UK Policy

Alongside our on-going work with policymakers and reactive responses to consultations and proposals, a key focus of our work during the year was the UK's Pension Schemes Bill which progressed through Parliament in 2020 and received Royal Ascent in February 2021. We worked with Peers and MPs to bring ESG into this Bill, with a strong focus on climate change. We pushed the Department for Work and Pensions to include more ambitious provisions on climate risk reporting, in line with the Taskforce on Climate-related Financial Disclosures (TCFD) requirements. Our proposed amendment around diversity on pension scheme boards was not adopted, but did result in the Government reaffirming a commitment to a regulatory taskforce on diversity, something that had been at risk of delay.

We launched ShareAction's model "Responsible Investment Bill", a piece of work that has been two years in the making. This sets out a bold vision for a stronger, more sustainable role for our financial system. The RI Bill was launched at an online event with an impressive line-up of speakers including a Nobel prize-winner, industry leaders and parliamentarians, and was extensively covered in the UK pensions and investment press.

As part of ShareAction's role in HM Treasury's Asset Management Taskforce, Catherine Howarth was invited to chair the Asset Managers' Stakeholder Group on Stewardship. The output of this was a substantial report making recommendations to improve standards of stewardship in the UK which was launched on 24 November. Two key recommendations by the Stakeholder Group have been accepted by the Government.

We helped establish a new All-Party Parliamentary Group (APPG) on Sustainable Finance which ShareAction is co-managing with UK100. The first meeting of this group had 160 attendees. We also chaired a roundtable with BEIS minister, Kwasi Kwarteng (also attended by two other BEIS ministers) about TCFD reporting and the need to make this mandatory. The Government has since published a Roadmap to mandatory TCFD reporting and we are feeding into the proposals. We also produced a series of policy briefings about the run-up to COP26 with recommendations for action to build a more sustainable finance system.

EU Policy

During the year we had changes within our Brussels team which had some impact on our capacity over the course of the year. However, we continued to feed into and influence EU policy across a full agenda.

We called for a strong regulatory framework that encourages effective stewardship in our response and engagement around the consultation on the European Commission's Renewed Sustainable Finance Strategy. Our policy recommendations on what sustainable finance in Europe should look like were presented in conversations with the cabinet of Commissioner McGuinness and Vice-President Dombrovskis.

Our joint letter to the European Commission contributed successfully to oppose lobbying attempts by powerful financial intermediaries to postpone the implementation of the

Shareholder Rights Directive II in the context of the pandemic.

We submitted our response to the consultation on investor ESG disclosure standards. We publicly spoke out about the importance of not watering down the level of ambition under industry pressure, through various op-ed articles.

We saw some of our recommendations reflected in the final report on the standards. Additional suggestions to improve the indicators were shared with policymakers which fed into the informal discussions between the Commission and the Parliament. In addition, we raised public awareness for the publication of the standards through media coverage in, amongst others, premium financial press such as the Financial Times and the Wall Street Journal.

We coordinated with the Alliance for Corporate Transparency to push for a review of the Non-Financial Reporting Directive (NFRD). We interacted with a number of Members of European Parliament focused on this Directive, which contributed to a strong parliamentary position on the NFRD review, in line with various Alliance recommendations. We have participated in, and expressed our positions, in a number of closed-door seminars and conferences attended by NGO and industry stakeholders as well as policymakers from different institutions.

As part of our work with the Alliance, we also contributed to the joint response to the European Financial Reporting Advisory Group (EFRAG) report on the development of EU sustainability reporting standards.

Investor Research and Engagement

We published the following research, and engaged with investors to discuss the findings:

Point of No Returns: A ranking of the world's asset managers approaches to responsible investment (March 2020): This is ShareAction's most ambitious survey ever on the investment sector, an analysis of the responsible investment performance of the world's 75 largest fund managers. This piece of work saw ShareAction evaluate for the first time managers outside Europe. In addition to the initial publication, we also produced three further thematic deep-dive reports using the data from the survey. These reports explored the themes of Human Rights, Climate Change and Biodiversity and allowed us to promote a deeper understanding of these issues among asset managers, while making use of some of the data that we were unable to include in the main survey report.

Following publication we held **engagement meetings with 50 asset managers** across Europe, North America, Asia Pacific and South America to discuss customised recommendations and set expectations for a continuous dialogue.

In December, we published the second edition of the **Voting Matters** report, which involved several ShareAction teams. The findings showed that asset managers are still not effectively using their proxy voting power when it comes to environmental and social issues.

Banking on a Low-Carbon Future II (April 2020): This ranking examined 20 of the largest European banks, based on their responses to climate change. Following the publication we

Investor Strategies (continued)
met with 18 of the 20 banks to discuss our findings and detailed recommendations for improvement for each. During the year we continued to step-up our banking work with the creation of a dedicated Banking Standards team.

Corporate Strategies
Our corporate-focused work **is designed to change companies' behaviour, by:**

- Publishing briefings and analytical reports on companies' performance and companies' exposure to risks in respect of a range of environmental and social topics. These publications are designed to inform and facilitate investor engagement with companies;
- Coordinating collaborative investor dialogue with companies to secure commitments to reduce negative impacts and increase positive impacts;
- Organising more forceful investor activism (e.g. shareholder resolutions) where dialogue proves ineffective at shifting companies onto a sustainable pathway.

In 2019 our campaigns were focused on climate risks, the low carbon transition, and decent work. We also started a food and health work stream.

<2°C alignment of the banking sector

Our **Barclays shareholder resolution** was tabled at the company's AGM, and gained the support of 24% of the shareholders in-spite of Barclays offering their own, weaker, counter-resolution that passed with a large majority. While our resolution failed to pass it had significant media coverage significantly raised the profile and expectations of the role of the banking sector in tackling climate change. We are continuing to monitor Barclays' commitments and actions on climate change.

In January 2021, we co-ordinated the co-filing of our **second banking resolution at HSBC** along with a $2.4tn coalition of investors which requested the company to set and publish short, medium and long-term targets to reduce its exposure to fossil fuel assets in line with the Paris agreement, and that they report on their progress against those targets

Corporate Action on Climate Change

During 2020/21 the main focus of our work was the final year of our Investor Decarbonisation Initiative campaign where we continued to use investor pressure to ask companies to commit to SBTi/EV100/RE100/EP100. Notable wins included GlaxoSmithKline (EV100 & RE100), Siemens (EV100) and Aviva (EV100). AGM questions in 2021 have so far led to follow up meetings with Travis Perkins, Next and Just Eat.

As much as our Investor Decarbonisation Initiative has yielded some good corporate commitments over the last 4 years, we felt a reconfiguration was needed to allow for deeper work on specific sectors and to push investor ambition a little harder. While we are keeping our broader investor coalition in place, we will be focusing particularly on road transport and have set up a separate investor working group on chemicals.

Corporate Strategies (continued)
Workforce Disclosure Initiative (WDI)

During the year the Workforce Disclosure Initiative underwent significant changes as we dealt with a reduction in funding from its sole funder the UK Government's Foreign, Commonwealth and Development Office (formerly the Department for International Development). As well as necessitating changes to the team structure, for the first time we also started charging the WDI's investor signatories a fee for their participation and access to the corporate data generated by the survey which has provided a significant contribution to the running costs of the project.

Despite these challenges, WDI continued to grow the number of companies from which it received submissions to 141 (a 20% increase on the previous year), covering 12 million people employed in companies' direct operations across all 11 economic sectors. We have seen record levels of participation in WDI's investor and company webinars, on topical issues including Covid-19 and modern slavery. The new coalition of fee-paying investors grew during the year to 56 institutions with almost $8 trillion in assets. WDI has also sought to influence the wider corporate reporting universe, including by feeding into SASB's human capital review and responding to the IFRS consultation on sustainability reporting standards.

As mentioned last year, we still aim to secure operational independence for WDI from ShareAction, however, over the course of the year it has become clear that this will take some time to ensure we manage a sustainable exit for WDI.

Corporate Action on Work

During 2020, COVID-19 shone a light on the vulnerability of people with low-paid and insecure work, not least since so much of that work has in fact been critical to managing the crisis. During the year we continued to campaign for companies to pay the Living Wage and expanded our work to include other key issues including insecure work and gender equality. Our Living Wage investor coalition was relaunched as the Good Work investor coalition in July 2020.

42 (up from 35) companies in the FTSE 100 are now accredited Living Wage employers. The investor coalition supporting this work has grown to 36 (up from 32) investors with $2.9 trillion of assets under management. In partnership with the Living Wage Foundation we contributed to "Investing in the Living Wage" a toolkit that explains the specific challenges faced by certain sectors where low pay is prevalent and the range of tools investors can utilise to bolster their positive impact on the Living Wage.

In July, we published an investor briefing "Insecure Work in Insecure Times" that examines the case that the growth of insecure work has been driven, willingly or not, by investor demands for shareholder value and that investors should therefore be considering and engaging with companies on how their workforce policies and practices might be driving greater insecure work.

In September, following the Levitt QC enquiry into Boohoo PLC Leicester supply chain we engaged Boohoo's major shareholders on the business and human rights risks exposed during the high-profile workers right scandal and we continue to work with them on engagement with the company.

Corporate Action on Health

2021 was the second full year of our Healthy Markets campaign, funded by Guy's and St Thomas' Charity and we began to see some real momentum building in the campaign.

We completed three significant research briefings, the first in published in March, "**Healthy Competition: Why the safest bet for investors is healthier retail markets and how to get there**" set out the relative performance of major retailers in the UK in disclosing information about their public commitments in respect of healthy eating. A second briefing "**A Healthy Investment: The importance of prioritising health in the food and drink manufacturing sector**" examined the role food and drink manufacturers have to play in the fight against obesity and why it is vital these companies – and those who invest in them – prioritise health. In September, we published our third research briefing "**Tracking for Health: The Importance of Consistent Reporting on Healthy Food Sales in the Retail Sector"** reviewing best practice and key metrics being used by UK supermarkets to report on health.

We used these findings of these briefings to support our engagement with food manufacturers and retailers via our Healthy Markets investor coalition, which grew to a total of 20 members with over $1tn of AUM. The latter part of the year saw us prepare for the filing of an historic shareholder resolution at Tesco, that called on the company to set and report on a target for growing the proportion of its sales from healthier products. In response to the resolution, filed in February 2021, Tesco committed to increase its UK and Irish sales of healthier food and drink by the equivalent of £3bn a year by 2025 and commit to develop a similar programme in its Central European operations. In light of these commitments, we withdrew the resolution before Tesco's AGM.

We also secured a small amount of funding from the Health Foundation for a scoping study in a new area of work, Public Health. This project, known as Long-Term Investors In Public Health (LIPH) aims to build a multi-dimensional programme of work that mobilises the power of the investment system to support the building of a healthier society and reduce health inequalities.

Movement-building Strategies

Here we work with individual savers and other organisations to **inspire support for RI and amplify our message, through:**

- Public communication campaigns designed to build support for RI;
- Growing and supporting networks of asset owners, civil society groups, and individual investors to enable personal and collective action on RI.

In 2019/20 we delivered the following:

The European Responsible Investment Network (ERIN)

We continued to convene our network or pan-Europe Civil Society organisations and supported two new working groups of civil society organisations, one focused on mandatory human rights due diligence and the other on Paris-aligned portfolios.

Movement-building Strategies (continued)
In November we held our two-day ERIN conference online in light of the Covid-19 pandemic. We had over 440 registrations for the conference and hosted a variety of sessions and workshops across a range of topics from "Exploring Capital Markets Campaigning Skills" to "Racial Inequality and the Financial System".

The Charities Responsible Investment Network (CRIN) and Responsible Investment Network Universities (RINU)

Our CRIN and RINU networks continue to provide highly engaging space for collaboration and education across their members, through both our member-developed annual plans of research and advocacy and activities, and the provision of a lively space for sharing challenges and solutions. We worked on topics as varied as client-directed voting, responsible investment in land holdings, biodiversity loss, and bespoke research and engagement with member asset managers and consultants. Despite challenging conditions for the higher education sector, we still managed to grow our fledgling Universities network (RINU) to 8 members.

We produced a number of reports as part our network's work plans for the year, including:

Rebels with a cause: Asset manager voting on controversial resolutions in 2019: which examines how the leading charity asset managers have responded to controversial resolutions when voting on behalf of their clients.

What's in a definition? Exploring the language of investment, value and impact: which provides the inside story on the history of terms that draw connections between financial value, moral/ethical values, and the effects of investment activity on people and the environment.

Do Androids Dream of Responsible Investment?: which aims to give an overview of some of the key investment risks emerging from the technology sector, and to empower asset owners to engage their asset manager(s) on these risks.

Growth Narratives: An inquiry and provocation by charitable investors which explores perspectives on possible limits to and limitations of growth in economic activity and investment returns.

Work with individual savers

We continue to support individuals interested in the power of the investment system through a journey from education and engagement via our online Pension Power platform and other pages to deeper engagement through our mailing list, followed by opportunities for intensive involvement as 'AGM Activists' or co-filers of company resolutions.

Movement-building Strategies (continued)
This year, we have developed a robust 'user journey' for our mailing list and other supporters, as well as continuing to broaden our educational resources and calls for action beyond our historic focus on pensions.

Filing two resolutions this year required reaching out to and supporting more individuals than ever to secure the necessary 100+ shareholders for each company filing, and we are developing our internal infrastructure to scale this offering for the year to come. We also continue to help our supporters engage with campaigns across the organisation through reactive, emergent engagement and campaigning opportunities, such as writing to their MPs and signing pledges and petitions.

AGM Activism

With the Covid-19 pandemic, 2020 proved an unusual year for our AGM work with the move to closed-door or virtual AGMs meaning that there were variations to the access and the format of AGMs, and we adapted our approach accordingly. Early in the pandemic we also wrote to Alok Sharma, Secretary of State for Business and Climate Change, pressing for the government to insist on virtual AGMs rather than 'behind closed doors' AGMs, although sadly were not able to get any commitments.

As part of our activity over the AGM season, we continued to provide training for people to attend AGMs online and supported activists to create short videos posing their questions that could be sent to the companies and posted on social media. In total we asked 90 questions (down from 101 last year) across a variety of topics, and facilitated a number of other questions to be asked by other NGOs.

In January 2021, we launched a short report on the Future of the AGM, which secured strong press coverage. The report arose from a working group pulled together by ShareAction and co-chaired by Lily Tomson, our Head of Networks, as well as Guy Jubb, based at Edinburgh business school and a former head of governance at Standard Life Investments. The report makes a range of both highly practical and more visionary proposals to make AGMs accessible and inclusive, not only to shareholders but to stakeholders. It was a great example of ShareAction thought-leadership and has already influenced work underway at the FRC on AGMs.

Risk management
The Covid-19 pandemic has meant that we have faced particular uncertainties throughout 2020-21 and managing these was the early focus of attention for our leadership team and Board at the beginning of the year. As a result, we feel that we've navigated these times well, transitioning to 100% remote working with minimal disruption, maintaining our funding base, supporting our teams' wellbeing and continuing to deliver our work and impact at a time when it is dearly needed. We continue to operate primarily on a remote basis and the next big challenge we face is transitioning to our future ways of working as the Government's restrictions are lifted.

During the year we introduced a new standalone financial risk management framework that

Risk management (continued)

formalises our visibility and decision making around our key financial risks of solvency and liquidity. We've also begun to develop an updated organisational risk management framework and expect to roll this out in 2021/22. The intention is that provide an approach to managing risk that encourages more frequent consideration of risk throughout the organisation and increases our focus on the most strategic risks that we face. This will also provide a platform for us to build out our risk management and compliance processes as ShareAction continues to grow.

Covid-19 aside, as the organisation evolves, becomes more international, and takes on larger projects we continue to monitor and update our risk register. We see the following as our key risks:

Risk	Notes and Mitigation
ShareAction takes on work that is not sufficiently resourced or funded resulting in staff burnout and failure to deliver to adequate standards of work	Whilst we continue to be successful in attracting funding for our work, our risk becomes as much about ensuring we are not trying to do too much with the resources we have available as it is about raising funds to maintain financial stability. We have continued to build capacity in our fundraising team and ensure all programme areas are actively involved in fundraising to maintain the flow of funding, but we are also increasingly focusing on improving our planning and resource management. We continue to refine our business planning process so that it has a clearer link to our available resources and when considering opportunities for new activities we have a more formal assessment of their impact on our existing work plans. We will continue to work on our approach to resource planning in 2021.
Staff recruitment, retention and development issues impact profile, delivery, reputation and fundraising ability	Whilst much of the work done in previous years appears to be helping our management of this risk, with a reduction in staff turnover, we still need to do more to manage this risk. The subject of responsible investment is becoming increasingly mainstream and we face more and more competition for talent. In 2021 we are investing in a new dedicated role of Director of People whose responsibility will be to build a comprehensive People Strategy that takes a holistic approach to talent management over the entire employee lifecycle, and builds a clear plan for how ShareAction can attract, retain and develop the best people possible within our relatively limited means.

The Trustees are alert to these risks and the Finance, Audit, Risk and Controls Committee actively monitor them on behalf of the board.

Public benefit

The trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to public benefit guidance published by the Charity Commission. Our continued success in using the tools of the investment world to promote good corporate citizenship contributes to embedding better social and environmental practice within the UK's largest listed firms. This in turn has a range of real-world effects that deliver public benefit including, for example, lower carbon emissions and higher wages for the lowest earners in the UK economy. These positive outcomes are in line with our charitable objects.

In addition, our considerable influence on the stewardship and responsible investment policies of large pension funds, asset managers and charitable trusts contributes to the embedding of better practice within the UK's investment community. The major investors we influence look after the retirement savings of millions of working people in the UK, including many on modest incomes. Our work, particularly on fiduciary duties, encourages major investment firms and pension schemes to stay focused on the interests and wellbeing of the people whose funds they manage. Encouraging large institutional investors to act as responsible stewards of other people's assets is critically important to achieving a private pension system that delivers for all. We consider this an important element of the public benefit that flows from our activities.

Our training and educational events have helped to equip and support people in the UK who want to use their investments as a leverage point for dialogue with companies. The feedback from our training has shown how empowering people find it to access that kind of knowledge, and to have the opportunity to influence companies with a significant social and environmental footprint.

Financial review

Results for the year

We ended the year showing good year-on-year growth with income of £3,124,862 (2020 - £2,635,915) and an unrestricted surplus of £284,762 (2020 – deficit of £35,303).

The charity received grants and donations totalling £2,786,262 (2020 - £2,507,300). Of the 36 (2020 – 30), organisations making grants and donations 23 (2020 - 20) made restricted grants as shown in note 4 to the accounts, and 13 (2020 - 10) made unrestricted grants as shown in note 1 to the accounts. The charity received £93,165 in donations from individuals (2020 - £121,670). The amount of cash held and cash equivalents had increased at year-end to £2,149,095 (2020 - £1,480,343).

In the current year 12 member organisations contributed fees amounting to £17,750 (2020 – 14 member organisations - £21,500). CRIN income remained stable with 20 CRIN members contributing membership fees of £92,350 (2020 - 21 members contributing fees of £88,200). Additionally we began charging a fee to the signatories of our Workforce Disclosure Initiative to support the programme following a significant reduction in grant funding for the programme, this generated income of £117,815 from 49 signatories.

Financial review (continued)

Reserves policy

It is the policy of the charity to maintain a reserve of unrestricted funds that is at least equivalent to three months budgeted expenditure as approved by the Board and as amended from time to time to take into account, for example, projected material changes in human and other resources, and new or abandoned projects not fully resourced out of restricted income.

The reserve is necessary to provide a buffer against unbudgeted and unexpected expenditure, thereby ensuring that adequate resources are always available to meet fixed and variable operational costs and unfunded projects, and to ensure that restricted funds, which currently provide the majority of the charity's incoming resources, are always safeguarded for the purpose for which they were provided.

Furthermore, as a crucial management tool, regular monitoring of adherence to the policy is undertaken at meetings of the Board and Finance, Audit and Risk Committee so that the Trustees may satisfy themselves as to the on-going financial viability of the charity. The leadership team track reserves as a key metric in their monthly management accounts.

It is the Board's opinion that the current level of reserves is commensurate with the risks identified in its latest risk assessment, but the Board will review this policy at regular intervals, making any amendments necessary to ensure that it is always adequate for the charitable company's purposes.

At 31 January 2021, the charity held unrestricted funds of £1,058,964 (2020 - £774,201) and £nil restricted funds (2020 - £nil). After adjusting for the net book value of tangible fixed assets, and excluding those reserves which have been designated, free reserves stood at £1,055,392 (2020 - £770,770 This level of free reserves is equal to 3.5 months' expenditure based on our average monthly budgeted spend for 2021/22 and is in line with the policy.

Future plans

In 2019 we set four goals for the coming decade to help us meet our vision of 'A financial system that works for our planet and its people' and we drew up a business plan for 2020 designed to advance those goals. Through 2020, we made strong progress towards our goals and all of ShareAction's teams delivered high quality work.

In the autumn of 2020, conscious that the landscape in which we operate is becoming more crowded with actors seeking to influence and promote responsible investment, we undertook a review of both the rapidly changing context we operate in and our distinctive organisational competencies within the capital markets ecosystem. The upshot is a refined organisational strategy for ShareAction that concentrates on activities where we have greatest expertise, and make the greatest impact. Our refined focus is on raising responsible investment standards and our strategy will see us concentrate on a group of strategic priorities to enable progress toward our long-term goals.

Future plans (continued)
Particular areas of focus include:

- Defining and making the case for a more ambitious global standard of responsible investment (RI) that attracts widespread support and can be applied by large fiduciary investors managing other people's money.
- Continuing to publish financial industry rankings that drive up transparency and standards. We are ambitious to be widely recognised as the world's leading authority in benchmarking the RI performance of asset managers, insurers and banks.
- Tracking more rigorously the uptake of our tailored recommendations to financial institutions and working with stakeholders of those institutions to secure their support for change.
- Re-focusing our investor-led corporate campaigns to ensure they drive higher standards amongst the investors involved as well as driving companies to change in ways that benefit people and the environment.
- Broadening the environmental and social themes our campaigns address notably to include action on the biodiversity crisis and on public health.
- Ensuring that as ShareAction continues to grow, our support functions are fit for the future and grow with the rest of the organisation. We are already investing in a dedicated Director of People to support the development and delivery of a new People Strategy, recognising that our staff are our critical asset. Also having left our old office at the beginning of the pandemic we will look to re-evaluate what we need from a future workspace.

Structure, governance and management

Governing document

Fairshare Educational Foundation (trading as ShareAction) is a company limited by guarantee without share capital and, since December 2006, also a registered charity. The company was established under a Memorandum of Association (subsequently amended) which established the objects and powers of the charitable company and is governed under its Articles of Association. Each member's liability is limited to £1.

Recruitment and appointment of Trustees

The directors of the company are also charity trustees for the purposes of charity law. The Trustees are elected annually at the Annual General Meeting or may be co-opted by the Trustees to fill a vacancy or to bring the number of trustees up to the maximum number allowed by the Articles of Association. Any retiring Trustee may be re-appointed provided that his or her period in office does not exceed six consecutive years (or nine years in the case of a Trustee elected to the chair mid-term)

It is the practice of the charity to openly advertise opportunities to join the board of trustees.

Structure, governance and management (continued)

Induction and training of Trustees

Most Trustees already have experience of charitable organisations on appointment but if this is not the case they are provided with best practice and guidance (our membership of NCVO affords the charity access to the relevant resources). Their experience is developed further through their work with ShareAction. The Trustees spend a half day together to review the charity's strategy and progress annually, and also attend a session with the staff of the charity to discuss strategy and plans together. The Chair will undertake a board review from time to time involving each Trustee in making an appraisal of his or her contribution, skills, and areas for development.

Organisation structure

The Trustees are required to hold at least three meetings each year and currently meet four times a year as a Board. The Trustees, assisted by the Chief Executive, are responsible for the governance of the charitable company. Trustees oversee and agree the strategy of the charity.

The Board delegates a number of its powers to three (last year: two) committees of Trustees, the Finance, Audit, Risk and Controls Committee (FARC), the HR and Remuneration Committee and the Governance and Nominations Committee. These committees meet four to six weeks prior to meetings of the Board and report thereto. During the year the HR & Governance Committee was split into the People and Remuneration Committee and the Governance and Nominations Committee.

In order to deliver the strategy, the management team, which comprises the Chief Executive and six Directors, prepares a Business Plan and budget for review by the Trustees ahead of each financial year. Once agreed, this document, which includes a range of key performance indicators, is used to measure and assess progress at the quarterly meetings of the Board.

Statement of Fundraising

The charity is registered with the Fundraising Regulator and reports compliance on an annual basis. The charity employs a professional fundraising team who maintain a high standard of ethical fundraising and whose systems and practices are kept under continual review. It does not use the services of any third-party organisation to help in its fundraising activities. No complaints were received about its fundraising activities during the financial year 2020/21. In the event of a complaint being received, these are handled by a senior member of staff or the Chief Executive.

Trustees

The members of the Board of Trustees who served as Trustees (and directors of the company) during the year were:

Trustees	Appointed/resigned
Andrew Jonathan Clarke	Resigned August 2020
Paul Dickinson	
Jane Cooper	
Rob Ryan	Resigned October 2020
Lisa (Rebecca) Warren	
Olivia Dickson	Appointed January 2020
Shipra Gupta	Resigned January 2021
Alice Steenland	Appointed January 2020

Statement of Trustees' responsibilities

The Trustees (who are also directors of ShareAction 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). 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 for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the 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);
- 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 charity 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 charity 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 charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the Trustees confirms that:

- so far as the Trustee is aware, there is no relevant audit information of which the charity's auditor is unaware; and
- the Trustee has taken all the steps that he/she ought to have taken as a Trustee in order to make himself/herself aware of any relevant audit information and to establish that the charity's auditor is aware of that information.
- This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The Trustees are responsible for the maintenance and integrity of financial information included on the charity's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Signed for and on behalf of the Trustees

Paul Dickinson
Approved by the Trustees on: 21 September 2021

Independent auditor's report to the members of Fairshare Educational Foundation

Opinion

We have audited the financial statements of Fairshare Educational Foundation (the 'charitable company') for the year ended 31 January 2021, which comprise the statement of financial activities, the balance sheet, the statement of cash flows, the principal accounting policies and the notes to the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 January 2021 and of 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. 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 at least 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.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

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

Matters on which we are required to report by exception

In the 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' report. We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement, 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.

Responsibilities of Trustees (continued)
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 the Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the charitable company through discussions with management, and from our commercial knowledge and experience of the sector;
- the identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit;
- We focused on specific laws and regulations which we considered may have a direct material effect on the accounts or the activities of the charity. These included but were not limited to the Charities Act 2011, the Companies Act 2006 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (Charities SORP FRS 102), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102); and
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management, inspecting legal correspondence and reviewing trustee meeting minutes.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management and those charged with governance as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and

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

- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- tested the authorisation of expenditure as part of our substantive testing thereon;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in the accounting policies were indicative of potential bias; and
- used data analytics to identify any significant or unusual transactions and identify the rationale for them.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of trustee meetings;
- enquiring of management and those charged with governance as to actual and potential litigation and claims; and
- reviewing any available correspondence with HMRC and the Charity Commission.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the Trustees and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Edward Finch (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory Auditor
130 Wood Street
London
EC2V 6DL

Statement of financial activities Year to 31 January 2021

	Notes	Unrestricted funds £	Restricted funds £	**Total 2021 £**	Unrestricted funds £	Restricted funds £	Total 2020 £
Income:							
Donations	1	710,766	—	**710,766**	583,763	—	583,763
Other trading activities	2	272,007	—	**272,007**	115,360	—	115,360
Investment income	3	174	—	**174**	634	—	634
Charitable activities	4	—	2,075,296	**2,075,296**	—	1,923,537	1,923,537
Other income		66,619	—	**66,619**	12,621	—	12,621
Total income		1,049,566	2,075,296	**3,124,862**	712,378	1,923,537	2,635,915
Expenditure:							
Cost of raising funds	5	88,479	—	**88,479**	83,719	—	83,719
Expenditure on charitable activities	5	676,366	2,075,296	**2,751,661**	663,947	1,923,537	2,587,484
Total expenditure		764,845	2,075,296	**2,840,140**	747,666	1,923,537	2,671,203
Net income (expenditure) before gains/losses on investments		284,721	—	**284,721**	(35,288)	—	(35,288)
Net gains (losses) on listed investments		41	—	**41**	(15)	—	(15)
Net income for the year and net movement in funds		284,762	—	**284,762**	(35,303)	—	(35,303)
Reconciliation of funds:							
Total funds brought forward at 1 February 2020		774,201	—	**774,201**	809,504	—	809,504
Total funds carried forward at 31 January 2021		1,058,964	—	**1,058,964**	774,201	—	774,201

All of the operations undertaken by the charity during the current and preceding year are continuing operations.

Balance sheet Year to 31 January 2021

	Notes	2021 £	2021 £	2020 £	2020 £
Fixed assets					
Investments	8		**3,572**		3,431
			3,572		3,431
Current assets					
Debtors	9	**323,992**		365,443	
Cash at bank and in hand		**2,149,095**		1,480,343	
		2,473,087		1,845,786	
Creditors: amounts falling due within one year	10	**(1,417,695)**		(1,075,016)	
Net current assets			**1,055,392**		770,770
Total net assets			**1,058,964**		774,201
The funds of the charity:					
Restricted funds	11		**—**		—
Unrestricted income funds					
. General fund			**1,058,964**		774,201
			1,058,964		774,201

The financial statements were approved by the Board of Directors on 21 September 2021 and signed on their behalf by:

Print name: Paul Dickinson

Registered Company Number: 05013662

Statement of cash flows Year to 31 January 2021

	Notes	2021 £	2020 £
Cash flows from operating activities:			
Net cash (used in) provided by operating activities	A	**668,678**	(90,603)
		668,678	(90,603)
Cash flows from investing activities:			
Investment income		**174**	634
Purchase of investments		**(258)**	(564)
Net cash generated by (used in) investing activities		**(84)**	70
Change in cash and cash equivalents in the year		**668,593**	(90,653)
Cash and cash equivalents at 1 February 2020	B	**1,480,780**	1,571,313
Cash and cash equivalents at 31 January 2021	B	**2,149,373**	1,480,780

Notes to the statement of cash flows for the year to 31 January 2021

A Reconciliation of net movement in funds to net cash provided by operating activities

	2021 £	2020 £
Net movement in funds (as per the statement of financial activities)	**284,762**	(35,303)
Adjustments for:		
(Gains) losses on investments	**(41)**	15
Investment income	**(174)**	(634)
(Increase) decrease in debtors	**41,451**	(254,634)
Increase in creditors	**342,679**	199,953
Net cash (used in) provided by operating activities	**668,678**	(90,603)

B Analysis of cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	**2,149,095**	1,480,343
Cash held by investment managers	**279**	437
Total cash and cash equivalents	**2,149,374**	1,480,780

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

Basis of accounting
The financial statements have been prepared under the historical cost convention with items initially recognised at cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

The accounts 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), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

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

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

Critical accounting estimates and areas of judgement
Preparation of the accounts requires the trustees and management to make significant judgements and estimates.

The items in the accounts where these judgements and estimates have been made include:

- the deferral of grant income received to future periods.

In addition to the above, the full impact of the ongoing global coronavirus pandemic is still unknown. It is therefore not currently possible to evaluate all the potential implications for the charity's activities, beneficiaries, funders, suppliers and the wider economy.

As set out in the going concern accounting policy, the trustees have considered the impact of the pandemic on the charity and have concluded that although there may be some negative consequences, it is appropriate for the charity to continue to prepare its accounts on the going concern basis.

Assessment of 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 with respect to a period of one year from the date of approval of these accounts.

Assessment of going concern (continued)
The trustees are aware that there is uncertainty around the income of the charity but are comfortable that they have the necessary visibility in order to manage this uncertainty. In the assessment of the charity's ability to continue as a going concern, the trustees have considered the current prudent financial forecasts, the security of existing grant income, the history of ShareAction's success in raising new income and the ability of the organisation to manage its costs in line with the available income. Further, to ensure the organisation is in the best possible position to manage the principal financial risks around liquidity and solvency, a new financial risk management framework was implemented in July 2020.

The trustees of the charity assessed the events or conditions that may cast significant doubt on the ability of the charity to continue as a going concern and have concluded that the necessary measures (most importantly, monitoring of cash, reserves and forecasts and timely cost management) are in place to mitigate these concerns. The trustees are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. The Audit and Risk Committee ensures that these issues are given the necessary scrutiny.

As a result of the trustees' assessment, the financial statements have been prepared on a going concern basis. In making this decision, the trustees have taken into consideration the risks and uncertainties arising from the Coronavirus pandemic.

Income recognition
Income including grants received is recognised in the period in which the charity becomes legally entitled to the income, it is probable the income will be received, and that income can be measured with reasonable accuracy. Income is deferred if the donor specifies conditions that the income is to be expended in a future period or where grants are awarded on an annual basis and the grant year is not coterminous with the charity's financial year.

Income from membership subscriptions is accounted for when receivable. Fees relating to the subsequent period are carried forward as deferred income. Subscriptions are non-refundable.

Expenditure recognition and the allocation of support and governance costs
Expenditure is recognised on an accruals basis in the period in which it is incurred. It includes related VAT, which cannot be fully recovered and is reported as part of the expenditure to which it relates:

- Costs of raising funds comprise the costs associated with attracting voluntary income together with an apportionment of overhead and support costs.

- Charitable activities expenditure comprises those costs incurred by the charity in the delivery of its activities and services. It includes both costs that can be allocated directly to such activities and an apportionment of those costs of an indirect nature necessary to support them.

Expenditure incurred on activities falling directly within one cost category is attributed to that category. Expenditure which cannot be directly attributed, including governance costs, is

apportioned on a reasonable, justifiable and consistent basis to the cost categories involved, e.g. apportioning management costs by staff time.

Governance costs comprise the costs involving the public accountability of the charity (including audit costs) and costs in respect to its compliance with regulation and good practice.

Tangible fixed assets
Additions to computer equipment, furniture, fixtures and fittings for items individually costing over £1,000 are capitalised where the useful economic life is expected to exceed 12 months. Tangible fixed assets are depreciated over their useful lives.

Depreciation is provided at the following rate:

- Computer equipment – 25% per annum (on cost)

Pensions
The charity contributes to pension arrangements on behalf of its employees. Contributions payable for the year are charged to the income and expenditure account.

Fixed asset investments
Investments are a form of basic financial instrument and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price. Realised and unrealised gains (or losses) are credited (or debited) to the statement of financial activities in the year in which they arise.

Debtors
Debtors are recognised at the settlement amount, less any provision for non-recoverability. Prepayments are valued at the amount prepaid.

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 date of acquisition.

Creditors and provisions
Creditors and provisions 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 and provisions are recognised at the amount the charity anticipates it will pay to settle the debt.

Fund accounting

General funds are unrestricted funds and represent the net surplus made by the charity during its operations. They are available to be used for the objects of the charity at the discretion of the Trustees.

Restricted funds can be used only for a particular purpose within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for a particular restricted purpose.

Operating leases

Operating lease rentals are charged to the income and expenditure account as incurred.

Taxation

Provision for corporation tax is not necessary, as the company is a registered charity and undertakes only charitable activities. No deferred tax provision is required.

Tax recovered from voluntary income received under Gift Aid is recognised when the related income is receivable and is allocated to the income category to which the income relates.

Foreign currency

Transactions in foreign currencies are translated into sterling at the exchange rate in operation on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the closing rates at the year-end date. All revaluation differences and foreign exchange differences are taken to the statement of financial activities.

1 Donations

	Unrestricted funds £	Restricted funds £	**Total 2021 £**
Grants and donations received			
Grants			
. The Joseph Rowntree Charitable Trust	40,000	—	40,000
. Esmée Fairbairn Foundation	185,000	—	185,000
. Generation Foundation	75,000	—	75,000
. The Tudor Trust	17,500	—	17,500
. Friends Provident Foundation	45,000	—	45,000
. The John Ellerman Foundation	29,167	—	29,167
. Oak Foundation	14,438	—	14,438
. Treebeard Trust	25,000	—	25,000
. Paul Hamlyn Foundation	50,000	—	50,000
. Lankelly Chase Foundation	50,000	—	50,000
. James T Howat Charitable Trust	1,000	—	1,000
. Frederick Mulder Foundation	0	—	0
. Wallace Global Fund	50,496	—	50,496
	582,601	—	**582,601**
Donations			
. Prism – The Gift Fund	35,000	—	**35,000**
. Donations from individuals	93,165	—	**93,165**
Total 2020	710,766	—	**710,766**

	Unrestricted funds £	*Restricted funds £*	*Total 2020 £*
Grants and donations received			
Grants			
. The Joseph Rowntree Charitable Trust	*25,000*	—	*25,000*
. Esmée Fairbairn Foundation	*150,000*	—	*150,000*
. Generation Foundation	*50,000*	—	*25,000*
. The Tudor Trust	*35,000*	—	*35,000*
. Friends Provident Foundation	*90,000*	—	*90,000*
. The John Ellerman Foundation	*39,167*	—	*39,167*
. Paul Hamlyn Foundation	*36,667*	—	*36,667*
. Frederick Mulder Foundation	*6,667*	—	*6,667*
. Wallace Global Fund	*4,591*	—	*4,591*
	437,092	—	*437,092*
Donations			
. Prism – The Gift Fund	*25,000*	—	*25,000*
. Donations from individuals	*121,670*	—	*121,670*
Total 2020	*583,763*	—	*583,763*

2 Other trading activities

	Unrestricted	
	Total 2021 £	Total 2020 £
Fulll members	**17,750**	21,500
CRIN membership fees	**92,350**	88,202
RINU membership fees	**44,092**	5,658
WDI signatories fee income	**117,815**	—
Total	**272,007**	115,360

3 Investment income

	Unrestricted	
	Total 2021 £	Total 2020 £
Bank interest receivable	**85**	447
Dividends receivable	**89**	187
Total	**174**	634

4 Income from charitable activities

	Restricted	
	Total 2021 £	Total 2020 £
Finance Dialogue / European Climate Foundation	**386,912**	394,965
Guy's and St. Thomas' Charity	**357,732**	276,150
IKEA / New Venture Fund	**316,780**	175,705
Department for International Development	**313,534**	506,700
Sunrise Project	**199,480**	—
KR Foundation	**148,217**	245,659
We Mean Business/ New Venture Fund	**114,913**	119,848
Friends Provident Foundation	**51,663**	—
Barrow Cadbury Trust	**35,200**	35,200
Trust for London	**33,333**	—
Lankelly Chase	**27,220**	—
The Climate Change Collaboration (Ashden Trust; JJ Charitable Trust; Mark Leonard Trust; Tedworth Charitable Trust)	**23,833**	71,500
Marmot Trust	**20,000**	1,668
Arcus Foundation	**6,627**	12,500
Bianca and James Pitt	**6,000**	
Franciscan Missionaries of the Divine Motherhood	**5,000**	5,000
Jesuits in Britain	**5,000**	5,000
Polden Puckham Charitable Foundation	**5,000**	—
Synchronicity Earth	**5,000**	—
JMG Foundation	**4,100**	5,000
Transforma	**4,000**	17,850
Joseph Rowntree Foundation	**3,750**	—
Handmaids of the Sacred Heart of Jesus	**2,000**	2,000
Hewlett Foundation	—	18,500
City Bridge Trust	—	10,125
WWF – UK	—	10,000
Unison	—	9,167
Stephen Davis	—	1,000
Total 2021	**2,075,296**	1,923,537

5 Expenditure

	Raising funds £	Campaigning and education £	**Total 2021 £**
Direct costs			
Staff costs (note 6)	—	1,594,853	**1,594,853**
Research & communication	—	262,187	**262,187**
	—	1,857,040	**1,857,040**
Support costs			
Staff costs (note 6)	63,899	646,089	**709,988**
Other staff expenses	7,317	73,979	**81,295**
Legal & professional	916	9,259	**10,175**
Depreciation	—	—	**—**
Operating lease rentals (note 14)	5,820	58,846	**64,666**
General office costs	3,481	35,194	**38,674**
Website & ICT expenses	5,296	53,549	**58,845**
Travel and subsistence	167	1,686	**1,852**
Bank charges	404	4,082	**4,485**
Auditors' remuneration			
. Audit fee (including VAT) – current year	1,181	7,819	**9,000**
Other expenses	—	4,120	**4,120**
	88,479	894,622	**983,101**
Total	88,479	2,751,661	**2,840,140**

	Raising funds £	*Campaigning and education £*	*Total 2020 £*
Direct costs			
Staff costs (note 6)	—	1,438,080	1,438,080
Research & communication	—	302,849	302,849
	—	1,740,929	1,740,929
Support costs			
Staff costs (note 6)	50,567	511,288	**561,855**
Other staff expenses	6,415	64,858	**71,273**
Legal & professional	1,217	12,302	**13,519**
Depreciation	—	—	—
Operating lease rentals (note 14)	11,748	118,783	**130,530**
General office costs	5,976	60,426	**66,402**
Website & ICT expenses	5,613	56,751	**62,364**
Travel and subsistence	555	5,613	**6,168**
Bank charges	335	3,391	**3,727**
Auditors' remuneration			
. Audit fee (including VAT) – current year	625	6,325	**6,950**
Other expenses	669	6,818	**7,487**
	83,719	846,555	**930,274**
Total	83,719	2,587,484	*2,671,203*

6 Particulars of employees

The average number of employees analysed by function was:

	2021 No.	2020 No.
Campaigning and education	**37**	33
Management and administration	**8**	10
Fundraising and communications	**4**	5
	49	48

	2021 £	2020 £
Wages and salaries	**1,967,086**	1,704,832
Social Security costs	**183,160**	169,963
Pension costs	**154,595**	128,628
	2,304,841	2,003,423

One employee earned between £80,001 and £90,000 per annum (2019 one between £80,001 and £90,000) during the year. One employee earned between £70,001 and £80,000 (2019: no employees) during the year. Three employees earned between £60,001 and £70,000 (2019: no employees) during the year.

No trustees received any remuneration for their services during the year (2020 – none). No trustees during the year received reimbursement for travelling expenses (2020 – none).

The key management personnel of the charity in charge of directing and controlling, running and operating the charity on a day to day basis comprise the trustees and those members of staff who attend board meetings. The total cost of employment of the key management personnel for the year was £532,103 (2020 - £400,603).

7 Taxation

The company has been set up as a non-profit making charitable foundation and in December 2006 was registered as a charity and, therefore, is not liable to corporation tax on income or gains derived from its charitable activities, as they fall within the various exemptions available to registered charities.

8 Fixed asset investments

	2021	2020
	£	£
Listed investments		
Market value at 1 February	**2,994**	2,445
Additions at cost	**259**	564
Net unrealised losses / gains	**41**	(15)
Market value at 31 January	**3,293**	2,994
Cash held by investment managers for re-investment	**279**	437
	3,572	3,431
Cost of listed investments at 31 January	**4,784**	4,526

All listed investments were dealt in on a recognised stock exchange.

9 Debtors

	2021	2020
	£	£
Trade debtors	**311,103**	295,233
Other debtors	**7,350**	41,658
Prepayments	**5,539**	28,552
	323,992	365,443

10 Creditors: amounts falling due within one year

	2021	2020
	£	£
Trade creditors	**28,582**	9,821
Other taxes and social security costs	**48,256**	58,386
Accruals	**90,877**	48,983
Deferred income	**1,215,436**	934,933
Other creditors	**34,544**	22,892
	1,417,695	1,075,016

10 Creditors: amounts falling due within one year (continued)

Deferred income comprises deferred membership income (general, CRIN, RINU and WIDU) and deferred grant income:

	2021 £	2020 £
General membership income	**8,083**	9,833
CRIN membership income	**38,981**	39,431
RINU membership income	**25,350**	21,041
WDI membership income	**62,310**	—
Grant income	**1,080,712**	864,628
	1,215,436	934,933

11 Restricted funds

	Balance at 1 February 2020 £	Income and gains £	Expenditure £	**Balance at 31 January 2021 £**
Fransciscan Missionaries of the Divine Motherhood*	—	5,000	(5,000)	—
Handmaids of the Sacred Heart of Jesus*	—	2,000	(2,000)	—
Jesuits in Britain*	—	5,000	(5,000)	—
Arcus Foundation	—	6,627	(6,627)	—
Bianca and James Pitt	—	6,000	(6,000)	—
Barrow Cadbury Trust	—	35,200	(35,200)	—
Transforma (origin of funding BEIS)	—	4,000	(4,000)	—
Climate Change Collaboration (Ashden, JJ & Mark Leonard)	—	23,833	(23,833)	—
Department for International Development	—	313,534	(313,534)	—
European Climate Foundation (ECF)	—	344,694	(344,694)	—
Esmee Fairbairn Foundation	—	10,000	(10,000)	—
Finance Dialogue (via ECF)	—	32,218	(32,218)	—
Friends Provident Foundation	—	51,663	(51,663)	—
Guy's & St Thomas' Charity	—	357,732	(357,732)	—
IKEA Foundation	—	316,780	(316,780)	—
JMG Foundation	—	4,100	(4,100)	—
Joseph Rowntree Reform Trust	—	3,750	(3,750)	—
KR Foundation	—	148,219	(148,219)	—
Lankelly Chase	—	27,220	(27,220)	—
Marmot Trust	—	20,000	(20,000)	—
Polden Puckham Charitable Foundation	—	5,000	(5,000)	—
Synchronicity Earth	—	5,000	(5,000)	—
Sunrise Project	—	199,480	(199,480)	—
Trust for London	—	33,333	(33,333)	—
We Mean Business/ New Venture Fund	—	114,913	(114,913)	—
Total restricted funds	—	2,075,296	(2,075,296)	—

11 Restricted funds (continued)

	Balance at 1 February 2019 £	*Income and gains £*	*Expenditure £*	*Balance at 31 January 2020 £*
Department for International Development	—	*506,700*	*(506,700)*	—
Finance Dialogue / European Climate Foundation	—	*394,965*	*(394,965)*	—
Guy's and St. Thomas' Charity	—	*276,150*	*(276,150)*	—
KR Foundation	—	*245,659*	*(245,659)*	—
IKEA / New Venture Fund	—	*175,705*	*(175,705)*	—
We Mean Business/ New Venture Fund	—	*119,848*	*(119,848)*	—
The Climate Change Collaboration (Ashden Trust; JJ Charitable Trust; Mark Leonard Trust; Tedworth Charitable Trust)	—	*71,500*	*(71,500)*	—
Barrow Cadbury Trust	—	*35,200*	*(35,200)*	—
Hewlett Foundation	—	*18,500*	*(18,500)*	—
Transforma	—	*17,850*	*(17,850)*	—
Arcus Foundation	—	*12,500*	*(12,500)*	—
City Bridge Trust	—	*10,125*	*(10,125)*	—
WWF – UK	—	*10,000*	*(10,000)*	—
Unison	—	*9,167*	*(9,167)*	—
JMG Foundation	—	*5,000*	*(5,000)*	—
Franciscan Missionaries of the Divine Motherhood	—	*5,000*	*(5,000)*	—
Jesuits in Britain	—	*5,000*	*(5,000)*	—
*Handmaids of the Sacred Heart of Jesus**	—	*2,000*	*(2,000)*	—
Marmot Trust	—	*1,668*	*(1,668)*	—
Stephen Davis	—	*1,000*	*(1,000)*	—
Total restricted funds	—	*1,923,537*	*(1,923,537)*	—

12 Analysis of net assets between funds

Total funds are represented by:

Year to 31 January 2021	Unrestricted funds £	Restricted funds £	**Total funds £**
Investments	3,572	—	**3,572**
Current assets	2,473,087	—	**2,473,087**
Creditors	(1,417,695)	—	**(1,417,695)**
	1,058,964	—	**1,058,964**

12 Analysis of net assets between funds (continued)

Year to 31 January 2020	*Unrestricted funds £*	*Restricted funds £*	*Total funds £*
Investments	*3,431*	*—*	*3,431*
Current assets	*1,845,786*	*—*	*1,845,786*
Creditors	*(1,075,016)*	*—*	*(1,075,016)*
	774,201	*—*	*774,201*

13 Financial commitments

Land and building

At 31 January 2021, the charity had the following future minimum commitments in respect to non-cancellable operating leases:

	Land and buildings	
	2021 £	2020 £
Payable within one year	—	**32,633**

Equipment

At 31 January 2021, the charity had the following future minimum commitments in respect to non-cancellable operating leases:

	Equipment	
	2021 £	2020 £
Payable within one year	—	731
Payable between one to two years	—	—
Payable between two to five years	—	—

14 Pensions

The charity contributes to pension arrangements on behalf of its employees. Within each employee's contract of employment there is a clause whereby the charity will, if requested, contribute to the individual personal pension arrangements of the employee at the rate of 8% of gross salary. The pension cost for the year amounted to the figure shown in note 6.

15 Legal status of the company

The charity is a company limited by guarantee with no share capital and a registered charity. In the event of the company being wound up, the liability of each member is limited to £1. At the year-end there were ten full members and one associate member.

16 Related party transactions

The aggregate amount of unrestricted donations received from related parties was £45,000 (2020: £90,000). This comprises a donation of £45,000 (2020: £90,000 from Friends Provident Foundation). Friends Provident Foundation also gave a restricted donation of £51,663 (2020: £nil), and paid £4,500 (2020: £4,625) for CRIN membership in the year. One of the charity's trustees, Paul Dickinson, is also a trustee of Friends Provident Foundation.

£2,000 (2020: £2,000) was received from Amnesty International UK Charitable Trust for ShareAction membership. One of the charity's trustees, Lisa (Rebecca) Warren, was also a trustee of Amnesty International UK Charitable Trust during the year.