

Charity registration number 1123509

Company registration number 06504815 (England and Wales)

MS FOUNDATION LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

MS FOUNDATION LIMITED

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees	S L Orenstein Mrs M C C R Orenstein A A P Orenstein
Secretary	Mrs M C C R Orenstein
Charity number	1123509
Company number	06504815
Principal address	PO Box 643 Edgware Middlesex HA8 4GQ
Independent examiner	S Cymerman FCA Chartered Accountant 2nd Floor 38 Warren Street London W1A 6AE
Bankers	HSBC UK Bank Plc Lloyds Bank Plc 70-71 Cheapside London EC2V 6EN
Investment advisors	HSBC UK Bank Plc Brooks Macdonald

MS FOUNDATION LIMITED

CONTENTS

	Page
Trustees' report	1 - 2
Independent examiner's report	3
Statement of financial activities	4
Balance sheet	5
Notes to the financial statements	6 - 11

MS FOUNDATION LIMITED

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) FOR THE YEAR ENDED 31 MARCH 2023

The trustees present their annual report and financial statements for the year ended 31 March 2023.

The accounts have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the charity's Memorandum and Articles of Association, the Companies Act 2006 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)" (as amended for accounting periods commencing from 1 January 2016)

Objectives and activities

The charity's objectives are the advancement of the Orthodox Jewish faith and religious education and the relief of poverty and sickness amongst members of the Jewish faith. There has been no change in these objectives during the year.

The trustees and directors have paid due regard to guidance issued by the Charity Commission in deciding what activities the charity should undertake.

These objectives are achieved by the payment of grants to relevant organisations.

The trustees and directors have kept in mind the Charity Commission's general guidance on public benefit when reviewing the charity's aims and objectives. An indication of this is the number of grants made to participating organisations during the year.

Achievements and performance

The trustees consider that the performance of the charity during the period has been satisfactory and the present level of funding is adequate to support the continuation of the objects of the charity.

The Trust Deed governs the trustees' powers. Grants are made at the discretion of the trustees and in accordance with the principal objectives of the charity. The charity is not limited to making payments to organizations or institutions.

Financial review

The Statement of Financial Activities shows a deficit for the year of £186,326 (2022 - surplus of £101,841). 40 charitable donations were made during the year totalling £65,954 (2022 - 46 totalling £46,192) and there were net reserves at 31 March 2023 of £2,224,591 (2022 - £2,410,917).

The charity has retained its portfolio of investments managed by HSBC UK Bank Plc and Brooks Macdonald Asset Management Limited.

It is the policy of the charity that unrestricted funds are maintained at a level which the trustees and directors think appropriate after considering the future commitments of the charity. The trustees considers that reserves at this level will ensure that, in the event of a significant drop in funding, they will be able to continue the charity's current activities while consideration is given to ways in which additional funds may be raised. This level of reserves has been maintained throughout the year.

The trustees have assessed the major risks to which the charity is exposed, and are satisfied that systems are in place to mitigate exposure to the major risks.

Structure, governance and management

The charity is a company limited by guarantee, and is therefore governed by its Memorandum and Articles of Association, dated 8th February 2008. The Company registration number is 6504815 and the Charity Commission Registration number is 1123509.

The trustees, who are also the directors for the purpose of company law, and who served during the year and up to the date of signature of the financial statements were:

S L Orenstein

MS FOUNDATION LIMITED

TRUSTEES' REPORT (CONTINUED)(INCLUDING DIRECTORS' REPORT) FOR THE YEAR ENDED 31 MARCH 2023

Mrs M C C R Orenstein
A A P Orenstein

The Board is empowered to appoint additional directors as it considers fit or to fill a casual vacancy.

None of the trustees has any beneficial interest in the company. Each of the trustees are members of the company and guarantee to contribute £1 in the event of a winding up.

The trustees meet regularly to manage the Charity's affairs and to consider applications for grants.

The trustees' report was approved by the Board of Trustees.

S L Orenstein
Trustee and director
Dated: 11 February 2024

MS FOUNDATION LIMITED

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF MS FOUNDATION LIMITED

I report to the trustees on my examination of the financial statements of MS Foundation Limited (the charity) for the year ended 31 March 2023.

Responsibilities and basis of report

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

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

Independent examiner's statement

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

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

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

S Cymerman FCA
Chartered Accountant

2nd Floor
38 Warren Street
London
W1A 6AE

Dated: 12 February 2024

MS FOUNDATION LIMITED

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Income from:			
Donations and legacies	3	-	45
Investments	4	49,560	23,022
Total income		49,560	23,067
Expenditure on:			
Raising funds	5	18,298	19,278
Charitable activities	6	70,680	50,375
Total expenditure		88,978	69,653
 Net gains/(losses) on investments	 11	 (146,908)	 148,427
Net income/(expenditure) and movement in funds		(186,326)	101,841
 Reconciliation of funds:			
Fund balances at 1 April 2022		2,410,917	2,309,076
Fund balances at 31 March 2023		2,224,591	2,410,917

The statement of financial activities includes all gains and losses recognised in the year. All income and expenditure derive from continuing activities.

MS FOUNDATION LIMITED

BALANCE SHEET

AS AT 31 MARCH 2023

		2023		2022	
	Notes	£	£	£	£
Fixed assets					
Investments	13		2,039,134		2,177,245
Current assets					
Debtors	14	70,205		48,020	
Cash at bank and in hand		120,386		191,375	
		190,591		239,395	
Creditors: amounts falling due within one year	15	5,134		5,723	
Net current assets			185,457		233,672
Total assets less current liabilities			2,224,591		2,410,917
The funds of the charity					
Unrestricted funds			2,224,591		2,410,917
			2,224,591		2,410,917

The company is entitled to the exemption from the audit requirement contained in section 477 of the Companies Act 2006, for the year ended 31 March 2023.

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

The trustees acknowledge their responsibilities for ensuring that the charity keeps accounting records which comply with section 386 of the Act and for preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its incoming resources and application of resources, including its income and expenditure, for the financial year in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company.

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

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

The financial statements were approved by the trustees on 11 February 2024

S L Orenstein
Trustee

Company registration number 06504815 (England and Wales)

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

MS Foundation Limited is a private company limited by guarantee incorporated in England and Wales. The principal office address is PO Box 643, Edgware, Middlesex, HA8 4GQ and the registered office is PO Box 7010, 2nd Floor, 38 Warren Street, London W1A 2EA.

1.1 Accounting convention

The accounts have been prepared in accordance with the charity's Memorandum and Articles of Association, the Companies Act 2006 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)" (as amended for accounting periods commencing from 1 January 2016). The charity is a Public Benefit Entity as defined by FRS 102.

The charity has taken advantage of the provisions in the SORP for charities applying FRS 102 Update Bulletin 1 not to prepare a Statement of Cash Flows.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The accounts have been prepared under the historical cost convention, modified to include the revaluation of investments and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

Unrestricted funds are available for use at the discretion of the trustees in furtherance of their charitable objectives.

1.4 Incoming resources

Income is recognised when the charity is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Investment income is recognised when received.

1.5 Resources expended

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement, and the amount of the obligation can be measured reliably.

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges are allocated on the portion of the asset's use.

Expenditure is accounted for on an accruals basis, inclusive of any VAT which cannot be recovered. Governance costs comprise the cost of running the charitable trust not directly related to its charitable activities.

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.6 Fixed asset investments

Fixed asset investments are initially measured at transaction price, and are subsequently measured at fair value at each reporting date. Changes in fair value are recognised in net income/(expenditure) for the year.

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.8 Financial instruments

The charity has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the charity's balance sheet when the charity becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Basic financial liabilities

Basic financial liabilities, including creditors and bank loans are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of operations from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the charity's contractual obligations expire or are discharged or cancelled.

1.9 Foreign exchange

Transactions denominated in foreign currencies are recorded at the rate ruling at the date of the transaction.

1.10 Funds structure

All funds held are unrestricted income funds.

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

2 Critical accounting estimates and judgements

In the application of the charity's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Income from donations and legacies

	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Donations and gifts	-	45

4 Income from investments

	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Income from listed investments	8,007	1,706
Income from unlisted investments	26,152	11,335
Interest receivable	15,401	9,981
	<u>49,560</u>	<u>23,022</u>

5 Raising funds

	2023 £	2022 £
Investment management	18,298	19,278
	<u>18,298</u>	<u>19,278</u>

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

6 Charitable activities

	Donations and grants 2023 £	Donations and grants 2022 £
Grant funding of activities (see note 7)	65,954	46,192
Share of governance costs (see note 8)	4,726	4,183
	<u>70,680</u>	<u>50,375</u>

7 Grants payable

	Donations and grants 2023 £	Donations and grants 2022 £
Grants to institutions (31 grants):	63,954	44,192
Grants to individuals	2,000	2,000
	<u>65,954</u>	<u>46,192</u>

Institutions receiving significant grants during the year were:

Jewish Book Trust UK £15,000 (2022 - £nil)

Camp Simcha - £7,500 (2022 - £360)

Chai-Lifeline Cancer Care - £7,102 (2022 - £5,000)

Beit Shvidler Primary School Trust - £5,880 (2022 - £4,900)

Hatzola Edgware - £5,000 (2022 - £nil)

JNF Charitable Trust - £1,000 (2022 - £5,000)

Yazamut Vechadshanut Bechinuch (Entrepreneurship & Innovation in Education) - £nil (2022 - £6,182)

8 Support costs allocated to activities

	2023 £	2022 £
Governance costs	<u>4,726</u>	<u>4,183</u>
Analysed between:		
Charitable activities	<u>4,726</u>	<u>4,183</u>

9 Trustees

None of the trustees (or any persons connected with them) received any remuneration during the year.

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

10 Employees

The average monthly number of employees during the year was:

	2023 Number	2022 Number
Total	-	-

There were no employees whose annual remuneration was more than £60,000.

11 Net gains/(losses) on investments

	2023 £	2022 £
Revaluation of investments	(146,908)	148,427

12 Taxation

The charity is exempt from taxation on its activities because all its income is applied for charitable purposes.

13 Fixed asset investments

		£
Cost or valuation		
At 1 April 2022		2,177,245
Additions		764,017
Valuation changes		(146,908)
Disposals		(755,220)
		<hr/>
At 31 March 2023		2,039,134
		<hr/>
Carrying amount		
At 31 March 2023		2,039,134
		<hr/>
At 31 March 2022		2,177,245
		<hr/>
		<hr/>
	2023	2022
	£	£
Investments at fair value comprise:		
UK Equities	75,398	61,832
International Equities	1,420,540	411,081
UK Fixed Interest	66,331	56,693
International Fixed Interest	418,109	26,356
Alternative Investments	58,756	1,621,283
	<hr/>	<hr/>
	2,039,134	2,177,245

MS FOUNDATION LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

14 Debtors

	2023 £	2022 £
Amounts falling due within one year:		
Trade debtors	95	300
Other debtors	70,110	47,720
	<u>70,205</u>	<u>48,020</u>

15 Creditors: amounts falling due within one year

	2023 £	2022 £
Accruals and deferred income	<u>5,134</u>	<u>5,723</u>

16 Unrestricted funds

The unrestricted funds of the charity comprise the unexpended balances of donations and grants which are not subject to specific conditions by donors and grantors as to how they may be used. These include designated funds which have been set aside out of unrestricted funds by the trustees for specific purposes.

	At 1 April 2022 £	Incoming resources £	Resources expended £	Gains and losses £	At 31 March 2023 £
General funds	<u>2,410,917</u>	<u>49,560</u>	<u>(88,978)</u>	<u>(146,908)</u>	<u>2,224,591</u>
Previous year:	At 1 April 2021 £	Incoming resources £	Resources expended £	Gains and losses £	At 31 March 2022 £
General funds	<u>2,309,076</u>	<u>23,067</u>	<u>(69,653)</u>	<u>148,427</u>	<u>2,410,917</u>

17 Related party transactions

There were no disclosable related party transactions during the year (2022 - none).