

PEPAL FOUNDATION

England & Wales · Charity number 1137688

Details

Other names PEPAL FOUNDATION

Status Registered

Legal form Charitable company

Company number [06949484](#)

Registered 2010-08-31

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

Contact

Address 167-169 Great Portland Street
London
W1W 5PF

Phone 07737542889

Email pepal@pepal.org

Website www.pepal.org

Activities

Objects: THE OBJECTS OF THE CHARITY (THE "OBJECTS") ARE TO:-1) ADVANCE HEALTH THROUGHOUT THE DEVELOPING AND EMERGING WORLD; AND2) RELIEVE POVERTY AND OTHER CHARITABLE NEEDS WITHIN THE DEVELOPING AND EMERGING WORLD; AND3) ADVANCE ANY OTHER PURPOSE WHICH IS CHARITABLE ACCORDING TO THE LAW OF ENGLAND AND WALES. IN EACH CASE BY:A) PROVIDING SCHOLARSHIPS AND OTHER FINANCIAL SUPPORT TO NON-PROFIT AND SOCIAL ORGANISATIONS TO BE APPLIED FOR CHARITABLE PURPOSES INCLUDING TRAINING, RESEARCH AND EDUCATIONAL ACTIVITIES;B) PROVIDING GRANT AND PROJECT FUNDING TO SUPPORT NON-PROFIT AND SOCIAL ORGANISATIONS IN THE DEVELOPING AND EMERGING WORLD TO BE APPLIED FOR CHARITABLE PURPOSES TO ENHANCE SUSTAINABILITY THROUGH DEVELOPING STRATEGIC INITIATIVES AND STRENGTHENING INSTITUTIONAL CAPACITY; ANDC) PROVIDING GRANT AND PROJECT FUNDING TO INTERNATIONAL DEVELOPMENT ORGANISATIONS TO BE APPLIED FOR CHARITABLE PURPOSES TO ENHANCE SUSTAINABILITY THROUGH DEVELOPING STRATEGIC INITIATIVES AND STRENGTHENING INSTITUTIONAL CAPACITYESIDENTS OF THE LOCAL AUTHORITY AREA IN WHICH THE COMPANY OWNS OR MANAGES HOUSING STOCK AND NEIGHBOURING AREAS;6) THE ADVANCEMENT OF EDUCATION, TRAINING OR RETRAINING, PARTICULARLY AMONG UNEMPLOYED PEOPLE AND PROVIDING UNEMPLOYED PEOPLE WITH WORK EXPERIENCE:7) THE PROMOTION FOR THE PUBLIC BENEFIT OF URBAN OR RURAL REGENERATION IN AREAS OF SOCIAL AND ECONOMIC DEPRIVATION (AND IN PARTICULAR IN AREAS IN WHICH THE COMPANY OWNS OR MANAGES HOUSING STOCK) BY ALL OR ANY OF THE FOLLOWING MEANS:A) THE PROVISION OF FINANCIAL ASSISTANCE, TECHNICAL ASSISTANCE OR BUSINESS ADVICE OR CONSULTANCY IN ORDER TO PROVIDE TRAINING AND EMPLOYMENT OPPORTUNITIES FOR UNEMPLOYED PEOPLE IN CASES OF FINANCIAL OR OTHER CHARITABLE NEED THROUGH HELP:I) IN SETTING UP THEIR OWN BUSINESS, ORII) TO EXISTING BUSINESSES;B) THE CREATION OF TRAINING AND EMPLOYMENT OPPORTUNITIES BY THE PROVISION OF WORKSPACE, BUILDINGS, AND/OR LAND FOR USE OF FAVOURABLE TERMS;C) THE MAINTENANCE, IMPROVEMENT OR PROVISION OF PUBLIC AMENITIES:D) THE PRESERVATION OF BUILDINGS OR SITES OF HISTORIC OR ARCHITECTURAL IMPORTANCE;E) THE PROTECTION OR CONSERVATION OF THE ENVIRONMENT;F) THE PROVISION OF PUBLIC HEALTH FACILITIES AND CHILDCARE;G) THE PROMOTION OF PUBLIC SAFETY AND PREVENTION OF CRIME;H) SUCH OTHER MEANS AS MAY FROM TIME TO TIME BE DETERMINED SUBJECT TO THE PRIOR WRITTEN CONSENT OF THE CHARITY COMMISSION FOR ENGLAND AND WALES.

Activities: Pepal Foundation is a grant making body which make grants to support participants on Pepal programmes as well as to support institutional building capacity. Pepal Foundation works to mobilise resources and to operate its subsidiary, Pepal Limited to serve its charitable purposes. Pepal programmes partner the private sector with NGOs to make a sustainable social impact in developing countries.

Classification

- **How:** Makes Grants To Individuals, Makes Grants To Organisations, Provides Human Resources, Sponsors Or Undertakes Research, Other Charitable Activities
- **What:** General Charitable Purposes, Education/training, The Advancement Of Health Or Saving Of Lives, The Prevention Or Relief Of Poverty, Economic/community Development/employment, Other Charitable Purposes
- **Who:** Children/young People, Other Charities Or Voluntary Bodies, The General Public/mankind

Geography

- **Area of benefit:** BENIN, BOTSWANA, BURKINA FASO, CAMBODIA, INDIA, KENYA, MALI, MOROCCO, UGANDA, ZAMBIA
- India
- Tanzania
- Uganda

Finances

Period end	Income	Expenditure	Assets	Employees
2024-12-31	£299,224	£289,115	-	-
2023-12-31	£438,720	£432,006	-	-
2022-12-31	£359,994	£349,589	-	-
2021-12-31	£229,820	£203,664	-	-
2020-12-31	£181,093	£184,993	-	-

Trustees

Name	Role	Appointed
DR ANDRIY KLEPIKOV		
Edward James Brooker Marsh		2019-02-20
JULIE SAUNDERS		2020-01-27
Vikas Karlekar		2020-04-08

PEPAL FOUNDATION

England & Wales - Charity number 1137688

Accounts



PEPAL FOUNDATION
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

Registered number: 06949484

Charity number: 1137688

www.pepal.org

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TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

Directors and trustees

Vikas Karlekar

Dr. Andriy Klepikov

Tammy Lowry (resigned 31 March 2025)

Edward Marsh

Julie Saunders

Board advisor

Dr. Ritah Waddimba Nakigudde

Executive Director (who is neither a member of the company nor a trustee)

Philip Krinks

Name of the Charity

The name of the charity is Pepal Foundation. The use of the word 'Pepal' is used as a collective term to describe the Pepal Foundation and member group companies.

Company registered number: 06949484

Charity registered number: 1137688

Independent Examiners: James Peach Kreston Reeves LLP
2nd Floor, 168 Shoreditch High Street,
London, E1 6RA

Bankers: Barclays Plc Leicester LE87 2BB
Moneycorp Zig Zag Building, 5th Floor, 70 Victoria Street,
London SW1E 6SQ

Absa Bank Uganda Plot 2/4 Hannington Road, Kampala, Uganda

Solicitors: Russell-Cooke 2 Putney Hill, London, SW15 6AB5

Registered Office: 167-169 Great Portland Street
Fifth Floor
London
W1W 5PF

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

1. Introduction

The Trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the financial statements of Pepal Foundation (the charity and the group) for the year ended 31 December 2024. The Trustees confirm that the annual report and financial statements of the charity and the group comply with the current statutory requirements, the requirements of the charity and the group's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), effective 1 January 2019.

The Pepal group was set up with the support of Foundation Hoffmann to connect businesses and Non-Governmental Organisations (NGOs) to achieve effective and sustainable social change in the developing world through a focus on leadership and innovation. Originally an initiative of the registered charity, the International HIV/AIDS Alliance, Pepal became an independent group in July 2009.

- **Pepal's vision** is a world in which inspired leaders from business, NGOs, and government work together to solve big social issues.
- **Pepal's mission** is to develop leaders to drive social change.

The Pepal group comprises Pepal Foundation, a company limited by guarantee which received its charity registration on 31 August 2010, and its wholly owned trading subsidiary, Pepal Limited, a company limited by shares.

Pepal Foundation is a grant making body that raises funds from institutional and other donors to achieve its charitable objects, which are to:

- Advance health throughout the developing and emerging world; and
- Relieve poverty and other charitable needs within the developing and emerging world; and
- Advance any other purpose which is charitable according to the law of England and Wales.

In the year up to 31 December 2024, **Pepal Foundation** has provided grants to Pepal's NGO partners and supported the delivery of the charitable Pepal leadership programmes and the testing of low resource, high impact innovations.

Pepal Limited is a for-profit entity which designs and implements the Pepal leadership programmes, and supports the implementation of Pepal's activities.

Since the charity qualifies as 'small' under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

2. Activities, Achievements and Performance

Charitable Objectives

In setting objectives and planning activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit. The trustees always ensure that the programmes and activities undertaken are in line with Pepal's charitable objectives and aims.

Pepal delivers its charitable objectives by:

- Connecting businesses, NGOs and government to work on projects in low resource countries, which have a scalable and sustainable social impact.
- Providing capacity building leadership programmes to leaders from NGOs, civil society and the government in low resource countries.
- Supporting the generation and testing of innovation ideas coming from the Pepal leadership programmes.
- Providing grants to Pepal's partner NGOs to implement charitable activities.

During 2024, Pepal's charitable objectives were delivered by staff who were employed by both Pepal Limited and Pepal Foundation. The Executive Director is an employee of Pepal Foundation and Pepal Limited and a company director of Pepal Limited. The Executive Director is not a trustee nor member of Pepal Foundation. During 2024, Pepal had four staff.

Current Pepal Programmes

Pepal believes that we will only find long term solutions to some of the most pressing and challenging issues in the Global South if the public, private, and charity sectors work together towards a common purpose. Pepal was created in 2009 to do this by bringing together global corporations, NGOs and governments to find practical solutions to big social issues. Our innovative programmes create immediate and scalable solutions and develop leaders who are capable of driving change, both in our programmes, and throughout their future careers.

During 2024 we reached 100 (2023: 165) corporate and national leaders through 3 (2023: 5) leadership programmes, and we developed and tested 15 innovations (2023: 21).

Krishi Tarang: Leadership and Agricultural Livelihoods in India

The Krishi Tarang programme aims to improve livelihoods and life chances for young people from agricultural communities in the highly populated state of Uttar Pradesh, India. We achieve this by developing the capacity of leaders and testing small scale innovations with the potential for local ownership. Krishi Tarang is a partnership between Pepal, Nestlé S.A., Progressive Foundation, other NGOs including Medha, Safe Society, Educate Girls, Shramik Bharti and Trust Community Livelihoods and the Indian agritech platform Gramik. In 2024, we delivered the two cohorts with project activities in rural districts of Uttar Pradesh, including Raebareilly, Kanpur and Barabanki.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

Agriculture is the primary source of livelihood for nearly 60% of the population in Uttar Pradesh, yet it remains one of the least profitable sectors. Small and marginal farmers, who make up over 80% of the farming community, are often cultivating small plots of two hectares or less. With low yields, high input costs, and limited access to markets, many are trapped in cycles of debt and poverty. This makes agriculture a subsistence activity, rather than a reliable source of income.

Despite its status as India's second-largest state economy, Uttar Pradesh's agricultural sector faces systemic challenges that limit income generation. Irrigation coverage is uneven, with many farmers dependent on erratic rainfall. Access to quality seeds, fertilizers, and mechanisation is limited, particularly for smallholders. Farmers often sell their produce at distress prices to middlemen, losing potential earnings. Rural infrastructure such as roads, cold chains, and processing units is insufficient, preventing value addition that could boost incomes. Limited access to formal credit and crop insurance further exposes farmers to financial risk.

Leadership and social impact are the main pillars of the Krishi Tarang programme. In two cohorts in 2024 Krishi Tarang has developed 78 leaders: 36 Nestlé leaders from around the world and 42 leaders from the state of Uttar Pradesh. Twelve teams tested innovative projects reaching 1,392 farmers in 40 villages, where 52 farmers became locally employed, 13 started new small businesses, 361 farmers adopted new methods of farming such as sustainable farming and multi-layer farming which increased their income on average by 30%.

NJIA / iNJIA: Leadership and Cervical Cancer: Tanzania, India and Uganda

The NJIA programme, and iNJIA - the online version - aims to save lives by improving awareness of, and access to, cervical cancer prevention services for women in Tanzania, Uganda and India. We achieve this by developing the capacity of leaders, testing small scale innovations with the potential for scale and advocating for improved services. NJIA is a partnership between Pepal, F. Hoffmann-La Roche AG (Roche), the Governments of India, Uganda and Tanzania and several international NGOs including ICAP and MDH in Tanzania, Progressive Foundation and JHPIEGO in India and Baylor College of Medicine Children's Foundation Uganda (Baylor-Uganda) in Uganda. In 2024, we delivered the final iNJIA leadership programme with project activities in the remote Kagera Region of North-West Tanzania. Previous programmes also worked in the Pwani region of Tanzania outside Dar Es Salaam, Uttar Pradesh state in India and in Rwenzori, Bunyoro and Eastern regions in Uganda.

Cervical cancer is a 93% preventable disease and is caused by the Human Papilloma Virus (HPV), the most common sexually transmitted infection. Cervical cancer primarily affects women in their childbearing years leading to significant losses for communities and families. Low-cost screening, treatment and vaccination can be delivered by primary health care facilities, and this saves lives and is available in all the regions in which NJIA operates.

Cervical cancer is the most common cancer among women in Tanzania, and the leading cause of cancer related mortality among women aged between 15 and 49. Each year about 7,300 new cases of cervical cancer are diagnosed in Tanzania: one of the highest incidences in Africa. In Uganda, 40 percent of all cancers are attributed to cervical cancer. India also has a very high burden; one woman dies of Cervical Cancer every 6 minutes. India, due to its large population, has the highest number

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

of cervical cancer cases globally, and in the areas where NJIA operates there are two million women in need of screening. In all the regions NJIA operates, the potential for impact is significant.

The NJIA programme started in 2015, and ended in 2024, by which time we had created over 717 (2023: 695) NJIA leaders from Tanzania, India and Uganda, the overwhelming majority of whom say they have made profound changes to their leadership style and that they would recommend NJIA to a colleague.

Furthermore, strengthening the cervical cancer ecosystem has always been a pillar of the NJIA programme across all the countries we operate in. With 3 innovations addressing challenges on both the prevention and treatment sides of care in this final programme, NJIA leaders in Tanzania, screened over 1,300 women, administered 3,526 HPV vaccinations to young girls and treated over 68 women who tested positive for early lesions.

3. Financial Review and Results

Results

Overall, the group made an operating surplus of £10,109 in 2024 compared to a surplus of £6,714 in 2023. The surplus on restricted funds was £13,758 with unrestricted fund balances reducing by £3,649. Grant income of £15,482 was received during 2024 which will mostly be expended during 2025.

Income

During 2024, the group continued to generate income from a mix of sources including:

- Unrestricted fee income, via Pepal Limited, from companies for participation on Pepal's leadership programmes. This fee income was used to cover the costs of NGO and health care worker participation on the leadership programmes and provide core funds to the group.
- Unrestricted fee income, via Pepal Limited, from companies for the design of the leadership programmes which combine leadership training with social impact.
- Restricted income for onward granting to Pepal's partner NGOs to support project activities.

In total, the group's income was £299,224 in 2024 compared to £438,720 in 2023.

Expenditure

Expenditure totalled £289,115 during the year (2023: £432,006), covering the costs of grants to local implementing partners, salaries, programme development, programme implementation, support and administration costs.

During the year, the Pepal Foundation made £58,334 (2023: £23,194) of grants to in relation to supporting livelihoods of young people in agriculture, and £28,901 (2023: £69,992) of grants to

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

support cervical cancer prevention work. Note 6 of the Consolidated Financial Statements provides more information on the grants made by the group.

The Balance Sheet

At 31 December 2024, the balance sheet remained healthy with unrestricted reserves of £191,887 (2023: £195,536), sufficient to allow the group to meet its working capital needs.

Restricted funds totalled £15,482 at 31 December 2024 (2023: £1,724), reflecting small grants from foundations. Trade debtors at year-end were £66,395 (2023: £220,350), representing unrestricted amounts owing from work completed at the end of 2024.

4. Plans for Future Periods

During 2024, the Trustees undertook a Strategy Review to reflect on progress over recent years, including the completion of the successful NJIA/iNJIA programme during the year. The Review included input from Pepal's external stakeholders, including donors, governments, corporates and NGOs. It noted reduced possibilities for corporate programmes, given changes in the needs of our corporate partners and in the environment for international development work. During 2025 it was decided that Pepal would bring the Krishi Tarang programme to completion during the year.

Looking ahead the Trustees plan to operate at smaller scale, focusing on supporting our existing partner organisation, Pepal Foundation in Tanzania.

5. Going Concern

The trustees are confident that with the good level of reserves and good cost control so that the level of expenditure remains appropriate for the level of income, the group has the resources to develop the new phase of work mentioned above. For this reason they continue to adopt the going concern basis in preparing the financial statements

6. Policies and Objectives

Grant-Making Policies

Pepal signs framework agreements with its NGO partners. These outline broad objectives of the partnership. Specific activities are governed by individual contracts.

Pepal Foundation receives grants for supporting beneficiary activities which it either spends directly on project activities or distributes via project agreements with its NGO partners.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

Reserves Policies

The trustees aim to hold as unrestricted general funds an amount which is equivalent to one third of the unrestricted annual expenditure in order to provide sufficient cash to meet the operational needs of the organisation. Before accepting any restricted grant, which relies on pre-funding activities, the trustees will assess whether the group has sufficient unrestricted general funds to meet operational needs.

The level of unrestricted general funds was on £191,887 on 31 December 2024 (2023: £195,536) compared to a targeted level of reserves of £95,797 in 2024 and £140,028 in 2023. The targeted level of reserves reduced in 2024 due to the level of activity. The group therefore had, at 31 December 2024, sufficient reserves.

The trustees continue to closely monitor the cash flow needs of the group.

7. Structure, Governance and Management

Governing Document

Pepal Foundation is a company limited by guarantee governed by its Memorandum and Articles of Association dated 1st July 2009. It is registered as a charity with the Charity Commission. On 31 December 2024 there were five trustees.

Appointment and Induction of Trustees

Trustees are appointed by the members as set out in the Memorandum and Articles of Association. The trustees of Pepal Foundation have been selected to bring a range of skills relevant to the charity. Together, the trustees bring skills in grant-making, finance, human resources, international development, and business.

Organisation

All trustees are members of the Company and the Trustee Board which comprises between three and twelve members. Together, the trustees take overall responsibility for the strategy and finances of the Charity and for ensuring its effective management. The trustees also oversee the performance of the group including Pepal Limited. During the year until 31 December 2024, the trustees of the Charity met regularly. Similarly, the directors of Pepal Limited have met regularly.

Pepal Foundation and Pepal Limited is managed by the Executive Director and five other staff members. Additionally the work of the group is supported by volunteer workers as well as strategic NGO partners, independent specialists and independent academic faculty.

Related Parties

None of the trustees received remuneration for their work as trustees of Pepal Foundation.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

Pay Policy for Senior Staff

The directors consider that the trustees and the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the Group on a day to day basis.

The pay of the Executive Director and other senior staff is reviewed regularly and reflects funds available, past contributions to the organisation, the level of risk that the organisation is exposed to, and market rates.

Risk Management

The trustees, together with the directors of Pepal Limited, have identified the risks to which the group is exposed and put in place risk mitigation strategies. During the year, the trustees reviewed the risk management framework and continue to group the risks into five areas:

- *Financial*, including fraud, financial monitoring, the availability of appropriate banking facilities, the failure to make the group financially viable and/or short-term cash problems.
- *Strategic*, including knowledge management, our ability to grow with a small staff team, overdependence on a small number of key clients and reputational risk.
- *Governance and compliance*, including healthcare compliance, overall compliance, GDPR and the effectiveness of our governance structure.
- *Human resources*, including staff health and well-being and attracting and retaining key staff.
- *Security and safeguarding*, for both participants and staff and including cyber security.

We continue to place a high emphasis on safeguarding. We have a policy of zero tolerance towards any deliberate harm of others, especially children, by our representatives (whether staff, volunteers, or others). We have safeguarding policies in place and we train our staff and volunteers. We remain committed to transparency around safeguarding issues. In 2024, Pepal didn't log any safeguarding concerns. No concerns were deemed as 'serious incidents' and therefore no reports were made to the Charity Commission. We recognise under-reporting within the sector is a major barrier to tackling sexual exploitation and abuse; we are working with our staff and partners to ensure that all incidences, no matter how minor, are reported. We will continue to monitor, report, and investigate any safeguarding incidents and take action where necessary.

The trustees, together with the directors of Pepal Limited, regularly refresh risk analysis to assess current risks and to put in place risk mitigation strategies. During 2025, the trustees will continue to monitor the risks to which the group is exposed and to review the Group's risk management strategies.

8. Trustees Responsibilities in Relation to the Financial Statements

The Trustees (who are also directors of Pepal Foundation for the purposes of company law) are responsible for preparing the Trustees' report and the financial statements in accordance with

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2024

applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company and Charity 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 the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company and group 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 Charities SORP;
- Make judgments and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In preparing this report, the Trustees have taken advantage of the small companies' exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Trustees on 26th August 2025

and signed on their behalf, by:



Julie Saunders (Chair of Board)

26 August 2025

INDEPENDENT EXAMINER'S REPORT – PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2024

I report to the charity trustees on my examination of the accounts of the company for the year ended 31 December 2024 which are set out on pages 12 to 22.

Responsibilities and basis of report

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

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

Independent examiner's statement

Since the charity's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of ICAEW, which is one of the listed bodies.

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 company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts 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 accounts 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 accounts to be reached.

This report is made solely to the Charity's Trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. My work has been undertaken so that I might state to the Charity's Trustees those matters I am required to state to them in an Independent examiner's report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the Charity and the Charity's Trustees as a body, for my work or for this report.

Signed:



Date: 08.09.2025

James Peach
Kreston Reeves LLP
Chartered Accountants
Second Floor, 168 Shoreditch High Street, London, E1 6RA

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES: PEPAL FOUNDATION
(Incorporating income and expenditure account)
FOR THE YEAR ENDED 31 DECEMBER 2024

Registered Number: 06949484; Charity Number: 1137688

	Notes	1 Jan 2024 to 31 Dec 2024			1 Jan to
		Unrestricted Funds (£)	Restricted Funds (£)	Total (£)	31 Dec 2023 Total (£)
Incoming resources	2				
Charitable income		281,808	15,482	297,290	435,583
Other income		1,934	0	1,934	3,137
Total Incoming resources		283,742	15,482	299,224	438,720
Resources expended					
Charitable activities	5, 6, 14	287,391	1,724	289,115	432,006
Total resources expended	5	287,391	1,724	289,115	432,006
Net(outgoing)/incoming resources		(3,649)	13,758	10,109	6,714
Net movement in funds		(3,649)	13,758	10,109	6,714
Total funds brought forward at 31 Dec 2023		195,536	1,724	197,260	190,546
Total funds carried forward at 31 Dec 2024	11	191,887	15,482	207,369	197,260

There are no recognised gains or losses other than those disclosed above.

All of the above results derive from continuing activities and there were no acquisitions in the period.

CONSOLIDATED BALANCE SHEET: PEPAL FOUNDATION AS AT 31 DECEMBER 2024

Registered Number: 06949484; Charity Number: 1137688

	Notes	Group (£)		Charity (£)	
		31/12/24	31/12/23	31/12/24	31/12/23
Fixed assets					
Tangible assets	8	-	-	-	-
Investment in subsidiaries	13	-	-	1	1
		-	-	1	1
Current assets					
Amount due from subsidiary	9	-	-	39,101	44,777
Other debtors	9	70,025	232,176	3,290	8,720
Cash at bank and in hand		177,470	150,801	173,257	149,576
		247,495	382,977	215,648	203,073
Creditors					
Amount falling due within 1 year	10	22,462	13,698	8,280	5,814
Deferred income	10a	17,664	172,019	-	-
Net current assets		207,369	197,260	207,368	197,259
Total assets less current liabilities		207,369	197,260	207,369	197,260
Funds					
Unrestricted general funds		191,887	195,536	191,887	195,536
Restricted funds		15,482	1,724	15,482	1,724
Total funds	11	207,369	197,260	207,369	197,260

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2024 and of its net incoming resources/resources expended for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved by Trustees on 26th August 2025 and signed on their behalf, by:



Julie Saunders (Chair of Board)

The notes on pages 15 to 22 form part of these financial statements.

CONSOLIDATED CASH FLOW: PEPAL FOUNDATION AS AT 31 DECEMBER 2024

Registered Number: 06949484; Charity Number: 1137688

	Notes	For the year ending 31 December 2024	For the year ending 31 December 2023
	12		
Cash flow from operating activities (£)			
Net cash provided by operating activities		24,735	5,134
Cash flow from investing activities (£)			
Bank interest		1,934	3,137
Change in cash and cash equivalents for the year (£)		26,669	8,271
Cash and cash equivalents brought forward (£)		150,801	142,530
Cash and cash equivalents carried forward (£)		177,470	150,801

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

1. Accounting policies

The principal accounting policies, all of which have applied consistently throughout the period are set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 (effective 1 January 2019). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities", published in October 2019, Charities Act 2011, applicable accounting standards and Companies Act 2006.

The Statement of financial activities (SOFA) and Balance Sheet consolidate the financial statements of the company and its subsidiary undertaking. The results of the subsidiary have been consolidated on a line by line basis.

No separate SOFA has been presented for the company alone as permitted by section 408 of the Companies Act 2006.

Public Benefit

Pepal Foundation meets the definition of a public benefit entity under FRS102.

Basis of consolidation

The financial statements consolidate the accounts of Pepal Foundation and all its subsidiary undertakings ('subsidiaries').

The charity has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Income and expenditure account.

The income and expenditure account for the period dealt with in the accounts of the charity was a surplus of £10,109.

Company status

Pepal Foundation is a company limited by guarantee registered in England and Wales with registered address 167-169 Great Portland Street, Fifth floor, London, W1W 5PF. The members of the company are the Trustees named on page 2 of this report. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

Fund accounting

Unrestricted funds are general funds that are available for use at the trustees' discretion in furtherance of any of the objectives of the charity.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors which have been raised by the company for particular purposes. The cost of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

Incoming resources

Income from charitable activities includes income recognised as earned (as the related goods or services are provided) under contract or where entitlement to grant funding is subject to specific performance conditions. Grant income included in this category provides funding to support programme activities and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered.

Deferred Income

Income received in advance is held in deferred income, either as part of unrestricted or restricted funds, and carried forward to future accounting periods to be recognised in income when measurable stages of work have been completed, approved or certified. Any grants restricted to future accounting periods are deferred and recognised in those accounting periods.

Creditors and provisions

Creditors and provisions are recognised when the charity has a present obligation resulting from a past event that will probably result in the transfer 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 the settlement amount after allowing for any trade discounts.

Resources expended

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Governance costs include those incurred in the governance of the charity and are primarily associated with constitutional and statutory requirements of operating the charity.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

Foreign currencies

Transactions in foreign currencies are recognised at the rate of exchange at the date of the transaction. Monetary assets and liabilities are translated into sterling at the exchange rate on the balance sheet date. All exchange differences are recognised through the statement of financial activities. The charity does not own any non-monetary assets abroad.

Taxation

Irrecoverable VAT is not separately analysed and is charged to the statement of financial activities when the expenditure to which it relates is incurred and is allocated as part of the expenditure to which it relates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

The company is a registered charity and is exempt from income tax and corporation tax under s521 of the Income Tax Act 2007 and s466 of the Corporation Tax act 2007.

Tangible fixed assets and depreciation

Tangible assets are stated at cost and depreciated over their useful economic lives at the 33% per annum. All assets with a purchase value above £2,000 are capitalised.

Investments

The investment in the subsidiary is shown at historic cost.

Going concern

The Trustees assess whether the use of going concern is appropriate i.e. whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the financial statements and have concluded that the Charity has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Charity's ability to continue as a going concern, thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Significant judgements and estimates

No significant judgements have had to be made by management in preparing these financial statements.

2. Income

<u>Group Income (£)</u>		<u>to 31 Dec 2024</u>	<u>to 31 Dec 2023</u>
Restricted Grant Income	Kahawa Foundation	15,482	11,817
<i>Total Restricted</i>		<i>15,482</i>	<i>11,817</i>
Programme Income		281,808	423,766
Other income		1,934	3,137
<i>Total Unrestricted</i>		<i>283,742</i>	<i>426,903</i>
		299,244	438,720
<u>Charity Income (£)</u>		<u>to 31 Dec 2024</u>	<u>to 31 Dec 2023</u>
Restricted Grant Income	Kahawa Foundation	15,482	11,817
	From Pepal Limited	58,625	71,362
<i>Total Restricted</i>		<i>74,107</i>	<i>83,179</i>
Gift Aid Income from subsidiary		97,319	168,271
Other income		2,295	2,916
		173,721	254,636

100% (2023: 99%) of the income of the group derives from outside the UK.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

3. Surplus of resources for the year

Excess of expenditure over income in the group is stated after charging:

	<u>to 31 Dec 2024</u>	<u>to 31 Dec 2023</u>
Independent Examiners Fees (£)	4,035	4,035

The group surplus for the period was £10,109 (2023: £6,714)

4. Employees

	<u>to 31 Dec 2024</u>	<u>to 31 Dec 2023</u>
<i>Total Staff Costs</i>		
Wages and salaries (£)	143,465	186,357
Employers National Insurance (£)	3,892	6,665
Employers Pension (£)	1,771	2,996
Total	149,128	196,018
Average number of employees (Pepal Ltd & Pepal Foundation)	2.4	4.1
Directors Emoluments (Pepal Ltd & Pepal Foundation) (£)	59,869	52,925

Key management personnel remuneration in the year was £59,869 (2022: £67,590).

5. Breakdown of cost of charitable activities (£)

The trustees consider that the charitable activity of Pepal is the design and delivery of social impact programmes within cross sector partnerships in low resource settings, in collaboration with businesses, NGOs, civil society and governments, including leadership development, the creation of social innovations and scaling for impact. Accordingly all the costs of the group are attributed to this activity.

	Restricted Funds	Unrestricted Funds			Total 2024	Total 2023
		Programmes	Governance	Total		
Wages and salaries	1,724	142,636	4,768	147,404	196,018	196,018
Volunteer expenses	-	-	-	-	7,314	7,314
Travel & other staff costs	-	18,173	-	18,173	75,215	75,215
Other programme & admin	-	28,048	-	28,048	54,118	54,118
Grants to partner organisations	-	87,235	-	87,235	93,185	93,185
Governance (exc wages)	-	-	6,531	6,531	6,156	6,156
Total	1,724	276,092	11,299	287,391	289,115	432,006

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

Support costs are made up of total governance costs, which in 2023 were £9,644 including wages and salaries. In 2023 expenditure from restricted funds was £11,922 and unrestricted funds was £420,084.

6. Grants to Partner Organisations (£)

	2024	2023
Pepal Foundation (Tanzania)	28,901	69,992
Progressive Foundation (India)	58,334	23,194
Total (£)	87,235	93,186

7. Corporation Tax

As a registered charity, the company is not liable to corporation tax on its wholly charitable activities.

8. Tangible Fixed Assets

The charity and group have no fixed assets.

9. Debtors (£)

	Group		Charity	
	31 Dec 2024	31 Dec 2023	31 Dec 2024	31 Dec 2023
Trade debtors	66,395	220,350	1,125	459
Amounts due from subsidiary	-	-	39,101	44,777
Accrued income	-	2,083	-	2,083
Prepayments	2,700	4,692	1,350	2,346
VAT debtor	115	524	-	-
Advances	815	4,527	815	3,832
Total	70,025	232,176	42,391	53,497

10. Liabilities- amounts falling due within 1 year (£)

	Group		Charity	
	31 Dec 2024	31 Dec 2023	31 Dec 2024	to 31 Dec 2023
Trade creditors	6,807	5,547	210	(427)
Accruals	15,655	8,151	8,070	6,241
Deferred income	17,664	172,019	-	-
Total	40,126	185,717	8,280	5,814

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

10a. Deferred income (£)

	Group		Charity	
	1 Jan 24 to 31 Dec 2024	1 Jan 23 to 31 Dec 2023	1 Jan 24 to 31 Dec 2024	1 Jan 23 to 31 Dec 2023
Balance brought forward	172,019	37,447	-	-
Resources deferred during the year	17,644	172,019	-	-
Amounts released from previous periods	(172,019)	(37,447)	-	-
Balance carried forward	17,644	172,019	-	-

11. Statements of Funds (£)

Current Year – 2024

		Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds						
	<i>General Fund</i>	195,536	283,742	287,391	0	191,887
Restricted funds						
	<i>Kahawa Foundation</i>	0	15,482	0	0	15,482
	<i>Private donations</i>	1,724	0	1,724	0	0
		197,260	299,224	289,115	0	207,369

2024 restricted funds represent funds received from the Kahawa Foundation via the Silicon Valley Community Fund to support our cervical cancer prevention programme in Tanzania.

Previous Year - 2023

		Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds						
	<i>General Fund</i>	168,717	426,903	400,084	-	195,536
	<i>Designated Business Development Fund</i>	20,000	-	20,000	-	-
Restricted funds						
	<i>Kahawa Foundation</i>	105	11,817	11,922	-	-
	<i>Private donations</i>	1,724	-	-	-	1,724
		190,546	438,720	432,006	-	197,260
Unrestricted funds		168,717	426,903	400,084	-	195,536

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

12. Reconciliation of net movement in funds to net cash flow from operating activities (£)

	For the year ending 31 December 2024	For the year ending 31 December 2023
Balance brought forward	150,801	142,530
Net income (expenditure) for the year as per SOFA	10,109	6,714
Adjustment for:		
<i>Decrease/(increase) in debtors</i>	162,151	(140,980)
<i>Increase/(decrease) in creditors</i>	8,764	7,965
<i>Increase/(decrease) in deferred income</i>	(154,355)	134,572
Net cash provided by operating activities	26,669	8,271
Investment in fixed assets	-	-
Balance carried forward	177,470	150,801

13. Investment in subsidiaries

The charity, Pepal Foundation (charity number: 1137688) has investments in subsidiaries as follows:

Pepal Limited (£)	1
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The investment of £1 represents the whole of the issued share capital, which is made up of £1 ordinary shares of Pepal Ltd, a company incorporated in England and Wales (company number 06950246).

14. Pepal Ltd – Summary profit and loss account (£)

	1 Jan 2024 to 31 Dec 2024	1 Jan 2023 to 31 Dec 2023
<i>Income</i>		
Programme fee income	282,573	424,446
Total Income	282,573	424,446
<i>Expenditure</i>		
Wages and Salaries	92,914	110,112
Other staff costs	5,988	23,779
Travel and accommodation	14,735	33,973
Programme materials and other costs	2,667	6,599
Gift Aid donations to Pepal Foundation	97,319	168,271
Grants to Pepal Foundation	58,625	71,362
Governance including independent examination	3,533	3,669
IT and other administrative costs	6,792	6,681
Total Expenditures	282,573	424,446
Profit on Ordinary Activities	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2024

15. Trustees and other related parties

No non-executive director of Pepal Ltd received emoluments (2023 £nil).

No trustees received remuneration for their role in Pepal Foundation (2023: £nil).

No trustees received expenses (2023: £nil).

The Charity had no related party transactions during the year under review.

16. Company limited by guarantee

The charity has no share capital but instead is limited by guarantee, each member being committed to contribute a maximum of £1 in the event of a winding up.

17. Operating leases

The group had no annual commitments under non-cancellable operating leases.

18. Analysis of net assets between funds (£)

Current Year - 2024

	Unrestricted Funds	Restricted Funds	Total Funds
Current Assets	232,013	15,482	247,495
Creditors falling due within 1 year	(40,126)	0	(40,126)
Total Net Assets	191,887	15,482	207,369

Previous Year - 2023

	Unrestricted Funds	Restricted Funds	Total Funds
Current Assets	381,253	1,724	382,977
Creditors falling due within 1 year	(185,717)	-	(185,717)
Total Net Assets	195,536	1,724	197,260

PEPAL FOUNDATION

England & Wales - Charity number 1137688

Accounts



PEPAL FOUNDATION
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

Registered number: 06949484

Charity number: 1137688

www.pepal.org

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Consolidated and charity balance sheet	17
Consolidated cash flow statement	18
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TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

Directors and trustees

Vikas Karlekar

Dr. Andriy Klepikov

Tammy Lowry (appointed 7th March 2024)

Edward Marsh

Julie Saunders

Dr. Ritah Waddimba Nakigudde (resigned 24th January 2024)

Board advisor

Dr. Ritah Waddimba Nakigudde (appointed 25th January 2024)

Executive Director (who is neither a member of the company nor a trustee)

Sarah Galvin (Resigned 31st December 2023)

Philip Krinks (Appointed 20th October 2023)

Name of the Charity

The name of the charity is Pepal Foundation. The use of the word 'Pepal' is used as a collective term to describe the Pepal Foundation and member group companies.

Company registered number: 06949484

Charity registered number: 1137688

Independent Examiners: James Peach Kreston Reeves LLP
2nd Floor, 168 Shoreditch High Street,
London, E1 6RA

Bankers: Barclays Plc Leicester LE87 2BB

Moneycorp Zig Zag Building, 5th Floor, 70 Victoria Street,
London SW1E 6SQ

Absa Bank Uganda Plot 2/4 Hannington Road, Kampala, Uganda

Solicitors: Russell-Cooke 2 Putney Hill, London, SW15 6AB5

Registered Office: 167-169 Great Portland Street
Fifth Floor
London
W1W 5PF

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

1. Introduction

The Trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the financial statements of Pepal Foundation (the charity and the group) for the year ended 31 December 2023. The Trustees confirm that the annual report and financial statements of the charity and the group comply with the current statutory requirements, the requirements of the charity and the group's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), effective 1 January 2019.

The Pepal group was set up with the support of Foundation Hoffmann to connect businesses and Non-Governmental Organisations (NGOs) to achieve effective and sustainable social change in the developing world through a focus on leadership and innovation. Originally an initiative of the registered charity, the International HIV/AIDS Alliance, Pepal became an independent group in July 2009.

- **Pepal's vision** is a world in which inspired leaders from business, NGOs, and government work together to solve big social issues.
- **Pepal's mission** is to develop leaders to drive social change.

The Pepal group comprises Pepal Foundation, a company limited by guarantee which received its charity registration on 31 August 2010, and its wholly owned trading subsidiary, Pepal Limited, a company limited by shares.

Pepal Foundation is a grant making body that raises funds from institutional and other donors to achieve its charitable objects, which are to:

- Advance health throughout the developing and emerging world; and
- Relieve poverty and other charitable needs within the developing and emerging world; and
- Advance any other purpose which is charitable according to the law of England and Wales.

In the year up to 31 December 2023, **Pepal Foundation** has provided grants to Pepal's NGO partners and supported the delivery of the charitable Pepal leadership programmes and the testing of low resource, high impact innovations.

Pepal Limited is a for-profit entity which designs and implements the Pepal leadership programmes, and supports the implementation of Pepal's activities.

Since the charity qualifies as 'small' under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

2. Activities, Achievements and Performance

Charitable Objectives

In setting objectives and planning activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit. The trustees always ensure that the programmes and activities undertaken are in line with Pepal's charitable objectives and aims.

Pepal delivers its charitable objectives by:

- Connecting businesses, NGOs and government to work on projects in low resource countries, which have a scalable and sustainable social impact.
- Providing capacity building leadership programmes to those from NGOs, civil society and the government in low resource countries.
- Supporting the generation and testing of innovation ideas coming from the Pepal leadership programmes.
- Providing grants to Pepal's partner NGOs to implement charitable activities.

During 2023, Pepal's charitable objectives were delivered by staff who were employed by both Pepal Limited and Pepal Foundation. The Executive Director is an employee of Pepal Foundation and Pepal Limited and a company director of Pepal Limited. The Executive Director is not a trustee nor member of Pepal Foundation. During 2023, Pepal had four staff.

Current Pepal Programmes

Pepal believes that we will only find long term solutions to some of the most pressing and challenging issues in the Global South if the public, private, and charity sectors work together towards a common purpose. Pepal was created in 2009 to do this by bringing together global corporations, NGOs and governments to find practical solutions to big social issues. Our innovative programmes create immediate and scalable solutions and develop leaders who are capable of driving change, both in our programmes, and throughout their future careers.

During 2023, Pepal continued to run leadership programmes online, as these enable reaching larger numbers. We also reintroduced in-person and hybrid online/in-person programmes, which provide immersive international experience. In 2023, we reached 165 (2022: 236) corporate and national leaders through 5 (2022: 8) leadership programmes, and we developed and tested 21 innovations (2022: 34).

NJIA / iNJIA: Leadership and Cervical Cancer: Tanzania, India and Uganda

The NJIA programme, and iNJIA - the online version - aims to save lives by improving awareness of, and access to, cervical cancer prevention services for women in Tanzania, Uganda and India. We achieve this by developing the capacity of leaders, testing small scale innovations with the potential for scale and advocating for improved services. NJIA is a partnership between Pepal, F. Hoffmann-La

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

Roche AG (Roche), the Governments of India, Uganda and Tanzania and several international NGOs including ICAP and MDH in Tanzania, Progressive Foundation and JHPIEGO in India and Baylor College of Medicine Children's Foundation Uganda (Baylor-Uganda) in Uganda. In 2023, we delivered 4 iNJIA leadership programmes (2022: 6) with project activities in the remote Kagera Region of North-West Tanzania, the Pwani region of Tanzania outside Dar Es Salaam, the highly populated Uttar Pradesh state in India and in Rwenzori, Bunyoro and Eastern regions in Uganda.

Cervical cancer is a 93% preventable disease and is caused by the Human Papilloma Virus (HPV), the most common sexually transmitted infection. Cervical cancer primarily affects women in their childbearing years leading to significant losses for communities and families. Low-cost screening, treatment and vaccination can be delivered by primary health care facilities, and this saves lives and is available in all the regions in which NJIA operates.

Cervical cancer is the most common cancer among women in Tanzania, and the leading cause of cancer related mortality among women aged between 15 and 49. Each year about 7,300 new cases of cervical cancer are diagnosed in Tanzania: one of the highest incidences in Africa. In Uganda, 40 percent of all cancers are attributed to cervical cancer. India also has a very high burden; one woman dies of Cervical Cancer every 6 minutes. India, due to its large population, has the highest number of cervical cancer cases globally, and in the areas where NJIA operates there are two million women in need of screening. In all the regions NJIA operates, the potential for impact is significant.

The NJIA programme started in 2015, and by the end of 2023, we had created over 675 (2022: 600) NJIA leaders from Tanzania, India and Uganda, the overwhelming majority of whom say they have made profound changes to their leadership style and that they would recommend NJIA to a colleague.

Furthermore, strengthening the cervical cancer ecosystem has always been a pillar of the NJIA programme across all the countries we operate in. With 15 innovations addressing challenges on both the prevention and treatment sides of care in 2023, NJIA leaders in Tanzania, Uganda and India have screened over 2,850 women, administered 1,960 HPV vaccinations to young girls and treated over 120 women who tested positive for early lesions.

Waamu: Leadership and Adolescent Sexual Health: Uganda

Our current programme in Uganda builds on our previous collaboration with Janssen Pharmaceutical companies of Johnson and Johnson (Janssen) and focuses on adolescent sexual health. In Uganda, 59% of the population are under 20, and young people are disproportionately affected by negative sexual and reproductive health outcomes. Half of the 380 new daily HIV infections are among young people. Girls account for 66% of new HIV infections in Kamwenge and Kitagwenda districts (population: 410,000), the area where this project operates. Furthermore, girls are seven times more likely than boys to get HIV. One in four teenage girls in Uganda have had a child or are pregnant, and 42% of all adolescent pregnancies are unintended.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

In this context, Pepal, Janssen and Baylor-Uganda developed a unique leadership programme, which improves the leadership skills of adolescent peer leaders, frontline health workers and Baylor-

Uganda staff, and supports the pilot of small-scale innovation projects to improve adolescent HIV and sexual health outcomes. The innovations focus on increasing the uptake of family planning methods among 15-19 year old females, increasing the demand for male condoms and improving the quality of Adolescent Friendly Health Services. Baylor-Uganda, as a leading health NGO in Uganda with a focus on HIV, are critical partners in this programme. Following an online offering of the programme in 2021-22, we returned to in-person work in 2023, and trained and worked with 28 leaders from the Ugandan healthcare system. Through the 6 innovations tested in 2023, the teams reached over 2,800 adolescents and distributed over 1,100 family planning methods to young males and females.

Caring Together: Strengthening Leadership for Front Line Health Workers: Uganda

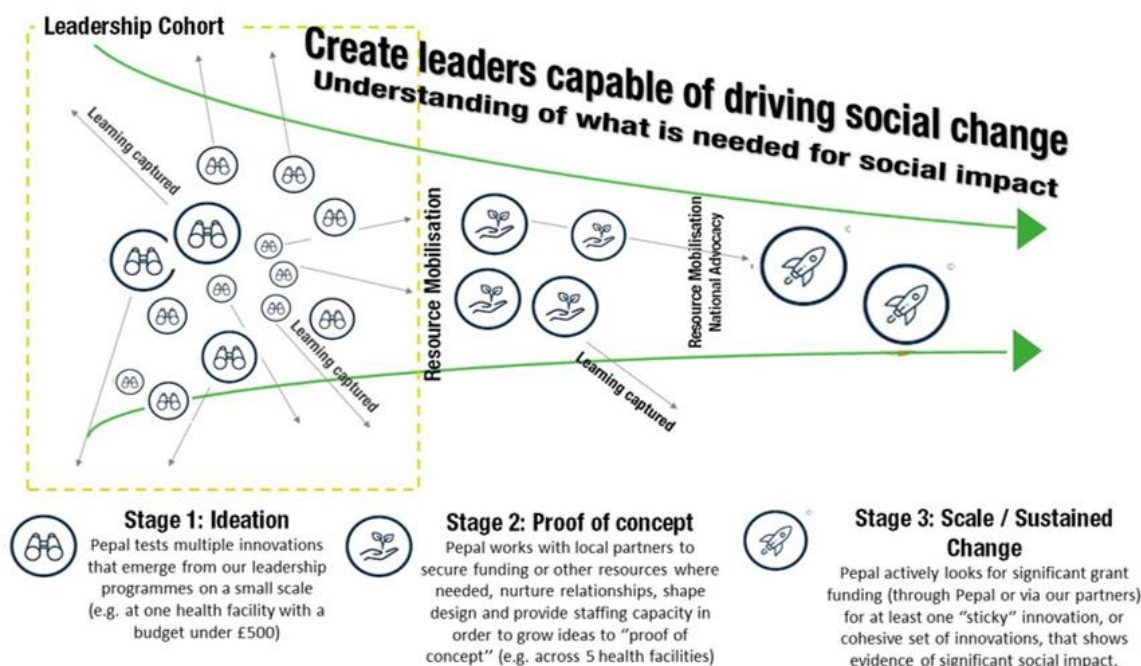
People are central to effective health care delivery. However, in Uganda, most health professionals, have never had formal management training nor been offered support to develop their leadership capacity. Poor leadership and a lack of effective teamwork contribute to poor service delivery and a demotivated workforce. Creating leaders across the health systems who are efficient, accountable, agile and visionary is critical to providing a high quality of care to patients. Pepal has been working with Janssen and Baylor-Uganda to improve healthcare delivery through developing leaders since 2013. between 2015 and 2018, Caring Together was rolled out across 270 health facilities, serving 4.4m people and we saw significant improvement to health service provision including a 27% reduction in staff late arrivals and 13% increase in patients perceived quality of care.

In 2020, the COVID-19 pandemic further highlighted the importance of robust leadership and governance structures to enable effective responses to volatility in the healthcare sector. The pandemic has led to remote working becoming a norm, accelerating the transition to a digitalised workspace. During 2023 Pepal completed the digitalisation of the Caring Together leadership modules (online bitesize learnings on topics like time management and communication) and supported their continued roll out.

Pepal's Social Innovation Funnel

The Social Innovation Funnel shows how ideas originating during Pepal's leadership and innovation workshops are gradually filtered, refined, and tested to arrive at pilots that can be measured and then be passed on to external stakeholders to scale.

**TRUSTEES' REPORT - PEPAL FOUNDATION
FOR THE YEAR ENDED 31ST DECEMBER 2023**



Overview

Plans for 2023	Outcomes during 2023
Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.	
<ol style="list-style-type: none"> Deliver three iNJIA (online) and two NJIA (in-person) programmes across Tanzania, Uganda and India developing the leadership capacity of 111 corporate and 148 national leaders. Deliver two online Waamu programmes in Uganda, developing the leadership capacity of 18 corporate and 24 national leaders. 	<ol style="list-style-type: none"> Delivered four online iNJIA programmes with a total of 45 Roche participants and 75 national participants (two in Tanzania, one in India and one in Uganda). In-person NJIA programming did not restart in 2023, as had been planned. The evaluation question 'I would recommend the programme to a colleague' scored 4.7/5 across all iNJIA 2023 participants, highlighting the leadership impact. The evaluation question asked upon the completion of the immersion weeks 'I feel empowered to have an impact on cervical cancer' scored 4.2/5 across 2023 participants. However, after the testing phase of the programme, an evaluation question asking 'I felt supported by Pepal to have an impact during the testing phase of the NJIA programme' scored 4.7/5 which shows the value of testing innovative ideas to have an impact within the cervical cancer space. Delivered two hybrid in-person/online Waamu programmes with a total of 18 Janssen participants, 27 national participants (including NGO staff, government health workers, social workers and adolescent peer leaders. For the evaluation question 'I would recommend the programme to a colleague' scored 4.8/5 across all Waamu 2023 participants.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

<ol style="list-style-type: none"> 3. Deliver one in-person programme for the new client, developing the leadership capacity of 30 corporate and 30 national leaders. 4. Ensure there is a strong pipeline of programming for 2024 – 2025. 5. Continue to embed leadership into a. Baylor-Uganda's programming. And b. Partners NGOs and the regional government in Tanzania 	<ol style="list-style-type: none"> 3. Designed a new in-person programme for Nestlé for up to 60 participants. The first delivery of this was rescheduled to early 2024. 4. Developed dialogues with several organisations interested in participating in cross-system leadership development partnerships and leadership programmes. 5. Completed the digitalisation of all nine Caring Together modules. Supported the rollout of these through the platform and Working Group established by our NGO partner, Baylor-Uganda, so that they can be used to train health professionals across several districts in Uganda.
<p>Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.</p>	
<ol style="list-style-type: none"> 1. Test, evaluate and share learnings from 16 iNJIA innovations focusing on cervical cancer across Uganda, Tanzania and India. 2. Test, evaluate and share learnings from 6 Waamu project innovations focusing on adolescent health in Uganda, identifying at least one with the potential for scale. 3. Test, evaluate and share learnings through the new programme from 8 innovations in Uganda which improve youth employment opportunities coffee farming communities 4. Move three innovations to proof-of-concept stage through in person programme in East Africa. 5. Implement the Kahawa Foundation grant and seek additional grant funding. 	<ol style="list-style-type: none"> 1. 14 NJIA innovations, focusing on cervical cancer, were generated and we continue to ensure these are fully tested. Through these innovations, we screened over 2,800 women, treated 117 on the same day and vaccinated 1,960 young girls against HPV. 2. 6 Waamu innovations, focusing on adolescent health, were generated and we continue to ensure these are fully tested. Across all 2023 innovation 2872 adolescents were engaged in innovations, 374 parents and teachers received accurate adolescent Sexual Reproductive Health information and 378 adolescents received free HIV testing from health professionals. 3. Planned programme on youth employment in coffee continues to represent a significant impact opportunity; however, it was not able to be launched in 2023 as envisaged. 4. Selected three innovations with the potential for scale and sought funding to move these to proof-of-concept stage. 5. Completed work on the second project funded by a grant from Kahawa Foundation, improving delivery of Cervical Cancer treatment in Kagera region, and secured agreement in principle to a further grant for work in 2024.
<p>Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.</p>	
<ol style="list-style-type: none"> 1. Develop and deliver a monitoring, evaluation and learning (MEL) framework for each programme. 2. Design and develop a NJIA photo story book to share impact. 	<ol style="list-style-type: none"> 1. MEL frameworks put in place for both the NJIA and Waamu programmes and used to create a 2023 Impact report to be published in 2024. 2. 20 NJIA participants interviewed so that their stories of learning and participation in social innovation can be shared through a story book or web format during 2024.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

<p>3. Continue to share the impact of Pepal's work through re-developing the Pepal website and maintaining active and relevant external communications channels</p>	<p>3. Used our website to continue sharing the impact of our work externally, and made increased use of Linked In, increasing our following to 1000 by the end of 2023. Put in place plans for a phased redevelopment of the website during 2024-25.</p>
<p>Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.</p>	
<p>1. Continue to expand programming and grow Pepal as an organisation by securing at least one new corporate client.</p> <p>2. Support Pepal Tanzania to develop a strategy to reduce dependence on Pepal (UK) management.</p> <p>3. Improve cyber security and data management processes and review associated policies.</p>	<p>1. Launched Krishi Tarang programme with Nestlé, a programme in India, focused on career opportunities and livelihoods for young people in the agricultural sector in Uttar Pradesh</p> <p>2. Enabled the Board and management of Pepal Tanzania to develop their new strategy and achieve greater independence in administration, programme delivery and fundraising.</p> <p>3. Completed a review of cyber security and data management and developed new policies and practices for roll-out during 2024.</p>

3. Financial Review and Results

Results

Overall, the group made an operating surplus of £6,714 in 2023 compared to a surplus of £10,405 in 2022. The surplus on unrestricted funds was £6,819 with restricted fund balances reducing by £105. Income increased during 2023 and expenditure increased by an equivalent amount, such that the overall result for 2023 was aligned with 2022.

Income

During 2023, the group continued to generate income from a mix of sources including:

- Unrestricted fee income, via Pepal Limited, from companies for participation on Pepal's leadership programmes. This fee income was used to cover the costs of NGO and health care worker participation on the leadership programmes and provide core funds to the group.
- Unrestricted fee income, via Pepal Limited, from companies for the design of the leadership programmes which combine leadership training with social impact.
- Restricted income for onward granting to Pepal's partner NGOs to support project activities.

In total, the group's income was £438,720 in 2023 compared to £359,994 in 2022.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

Expenditure

Expenditure totalled £432,006 during the year (2022: £349,589), covering the costs of grants to local implementing partners, salaries, programme development, programme implementation, support and administration costs.

During the year, the Pepal Foundation made £69,992 (2022: £67,502) of grants to support cervical cancer prevention work, including £11,922 of monies received from the Kahawa Foundation via the Silicon Valley Community Fund. Note 6 of the Consolidated Financial Statements provides more information on the grants made by the group.

The Balance Sheet

At 31 December 2023, the balance sheet remained healthy with unrestricted reserves of £195,536 (2022: £188,717), sufficient to allow the group to meet its working capital needs.

Restricted funds totalled £1,724 at 31 December 2023 (2021: £1,829), reflecting small grants from private individuals and foundations. Trade debtors at year-end were £220,350 (2022: £84,273), representing unrestricted amounts owing from corporate customers for programmes implemented at the end of 2023 or in early 2024.

4. Plans for Future Periods

Pepal begins 2024 committed to delivering its four existing Strategic Objectives: the delivery of immersive and transformational leadership programmes; the testing and scaling of innovative ideas generated from them; the sharing of evidence, knowledge and learning; and the development of funding, partners, people, and systems.

In the spring and summer of 2024 the Trustees plan to undertake a Strategy Review to reflect on progress over recent years and to develop objectives for the future. This Review will include input from Pepal's external stakeholders, including donors, governments, corporates and NGOs.

5. Going Concern

The trustees are confident that with the good level of reserves, as well as good cost control so that the level of expenditure remains appropriate for the level of income, the group has the resources to continue in operation. For this reason they continue to adopt the going concern basis in preparing the financial statements

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

6. Policies and Objectives

Grant-Making Policies

Pepal pro-actively seeks NGO partners in low resource countries; NGO partners are chosen because of their strategic fit with Pepal, their ability to implement social change initiatives, and their openness to working with the private sector. All NGO partners must demonstrate sufficient financial security to reasonably commit to a long-term partnership with Pepal.

Pepal signs framework agreements with its NGO partners. These outline broad objectives of the partnership. Specific activities, including subsidised participation in the Pepal leadership programmes, are governed by individual contracts.

Pepal Foundation receives small grants for supporting beneficiary activities which it either spends directly on project activities or distributes via small project agreements with its implementing partners.

Reserves Policies

The trustees aim to hold as unrestricted general funds an amount which is equivalent to one third of the unrestricted annual expenditure in order to provide sufficient cash to meet the operational needs of the organisation. Before accepting any restricted grant, which relies on pre-funding activities, the trustees will assess whether the group has sufficient unrestricted general funds to meet operational needs.

The level of unrestricted general funds increased to £195,536 on 31 December 2023 from £188,717 on 31 December 2022, compared to a targeted level of reserves of £140,028 in 2023 and £119,464 in 2022. The targeted level of reserves increased in 2023 due to the additional activity. The group therefore had, at 31 December 2023, a reasonable level of reserves in excess of the policy target, some of which may be drawn on in 2024 to invest in business development.

The trustees continue to closely monitor the cash flow needs of the group.

7. Structure, Governance and Management

Governing Document

Pepal Foundation is a company limited by guarantee governed by its Memorandum and Articles of Association dated 1st July 2009. It is registered as a charity with the Charity Commission. On 31 December 2023 there were four trustees.

Appointment and Induction of Trustees

Trustees are appointed by the members as set out in the Memorandum and Articles of Association. The trustees of Pepal Foundation have been selected to bring a range of skills relevant to the charity. Together, the trustees bring skills in grant-making, finance, human resources, international development, and business.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

Organisation

All trustees are members of the Company and the Trustee Board which comprises between three and twelve members. Together, the trustees take overall responsibility for the strategy and finances of the Charity and for ensuring its effective management. The trustees also oversee the performance and financial position of Pepal Limited. During the year until 31 December 2023, the trustees of the Charity met regularly. Similarly, the directors of Pepal Limited have met regularly.

Pepal Foundation and Pepal Limited is managed by the Executive Director and five other staff members. Additionally the work of the group is supported by volunteer workers as well as strategic NGO partners, independent specialists and independent academic faculty.

Related Parties

None of the trustees received remuneration for their work as trustees of Pepal Foundation.

Pay Policy for Senior Staff

The directors consider that the trustees and the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the Group on a day to day basis.

The pay of the Executive Director and other senior staff is reviewed regularly and reflects funds available, past contributions to the organisation, the level of risk that the organisation is exposed to, and market rates.

Risk Management

The trustees, together with the directors of Pepal Limited, have identified the risks to which the group is exposed and put in place risk mitigation strategies. During the year, the trustees reviewed the risk management framework and continue to group the risks into five areas:

- *Financial*, including fraud, financial monitoring, the availability of appropriate banking facilities, the failure to make the group financially viable and/or short-term cash problems.
- *Governance and compliance*, including healthcare compliance, overall compliance, GDPR and the effectiveness of our governance structure.
- *Strategic*, including knowledge management, our ability to grow with a small staff team, overdependence on a small number of key clients and reputational risk.
- *Human resources*, including staff health and well-being and attracting and retaining key staff.
- *Security and safeguarding*, for both participants and staff and including cyber security.

We continue to place a high emphasis on safeguarding. We have a policy of zero tolerance towards any deliberate harm of others, especially children, by our representatives (whether staff, volunteers,

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

or others). We have safeguarding policies in place and we train our staff and volunteers. We remain committed to transparency around safeguarding issues. In 2023, Pepal didn't log any safeguarding concerns. No concerns were deemed as 'serious incidents' and therefore no reports were made to the Charity Commission. We recognise under-reporting within the sector is a major barrier to tackling sexual exploitation and abuse; we are working with our staff and partners to ensure that all incidences, no matter how minor, are reported. We will continue to monitor, report, and investigate any safeguarding incidents and take action where necessary.

During 2023, HSBC took the unwelcome decision to withdraw Pepal's banking facilities at short notice and without reason. This caused significant administrative disruption; however, the group was able to continue to meet its expenditure obligations during the time taken to obtain new facilities from Barclays Bank Plc. In line with Charity Commission guidelines a serious incident report was made.

The trustees, together with the directors of Pepal Limited, regularly refresh risk analysis to assess current risks and to put in place risk mitigation strategies. During 2024, the trustees will continue to monitor the risks to which the group is exposed and to review the Group's risk management strategies.

8. Trustees Responsibilities in Relation to the Financial Statements

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

Company and Charity 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 the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company and group 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 Charities SORP;
- Make judgments and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2023

In preparing this report, the Trustees have taken advantage of the small companies' exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Trustees on 10th July 2024

and signed on their behalf, by:

Ed Marsh (Acting Chair of Board)

INDEPENDENT EXAMINER'S REPORT – PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2023

I report to the charity trustees on my examination of the accounts of the company for the year ended 31 December 2023 which are set out on pages 16 to 26.

Responsibilities and basis of report

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

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

Independent examiner's statement

Since the charity's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of ICAEW, which is one of the listed bodies.

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 company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts 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 accounts 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 accounts to be reached.

This report is made solely to the Charity's Trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. My work has been undertaken so that I might state to the Charity's Trustees those matters I am required to state to them in an Independent examiner's report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the Charity and the Charity's Trustees as a body, for my work or for this report.

Signed:

Date: 9th September 2024

James Peach
Kreston Reeves LLP
Chartered Accountants
Second Floor, 168 Shoreditch High Street, London, E1 6RA

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES: PEPAL FOUNDATION
(Incorporating income and expenditure account)
FOR THE YEAR ENDED 31 DECEMBER 2023

Registered Number: 06949484; Charity Number: 1137688

	Notes	1 Jan 2023 to 31 Dec 2023			1 Jan to
		Unrestricted Funds (£)	Restricted Funds (£)	Total (£)	31 Dec 2022 Total (£)
Incoming resources	2				
Charitable income		423,766	11,817	435,583	359,641
Other income		3,137	0	3,137	353
Total Incoming resources		426,903	11,817	438,720	359,994
Resources expended					
Charitable activities	5, 6, 14	420,084	11,922	432,006	349,589
Total resources expended	5	420,084	11,922	432,006	349,589
Net(outgoing)/incoming resources		6,819	(105)	6,714	10,405
Net movement in funds		6,819	(105)	6,714	10,405
Total funds brought forward at 31 Dec 2022		188,717	1,829	190,546	180,141
Total funds carried forward at 31 Dec 2023	11	195,536	1,724	197,260	190,546

There are no recognised gains or losses other than those disclosed above.

All of the above results derive from continuing activities and there were no acquisitions in the period.

CONSOLIDATED BALANCE SHEET: PEPAL FOUNDATION AS AT 31 DECEMBER 2023

Registered Number: 06949484; Charity Number: 1137688

	Notes	Group (£)		Charity (£)	
		31/12/23	31/12/22	31/12/23	31/12/22
Fixed assets					
Tangible assets	8	-	-	-	-
Investment in subsidiaries	13	-	-	1	1
		-	-	1	1
Current assets					
Amount due from subsidiary	9	-	-	44,777	46,964
Other debtors	9	232,176	91,196	8,720	7,058
Cash at bank and in hand		150,801	142,530	149,576	139,923
		382,977	233,726	203,073	193,945
Creditors					
Amount falling due within 1 year	10	13,698	5,733	5,814	3,400
Deferred income	10a	172,019	37,447	-	-
Net current assets		197,260	190,546	197,259	190,545
Total assets less current liabilities		197,260	190,546	197,260	190,546
Funds					
Unrestricted general funds		195,536	168,717	195,536	168,717
Designated business development fund		-	20,000	-	20,000
Restricted funds		1,724	1,829	1,724	1,829
Total funds	11	197,260	190,546	197,260	190,546

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2023 and of its net incoming resources/resources expended for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved by Trustees on 10th July 2024 and signed on their behalf, by:

Ed Marsh (Acting Chair of Board)

The notes on pages 16 to 26 form part of these financial statements.

CONSOLIDATED CASH FLOW: PEPAL FOUNDATION AS AT 31 DECEMBER 2023

Registered Number: 06949484; Charity Number: 1137688

	Notes	For the year ending 31 December 2023	For the year ending 31 December 2022
	12		
Cash flow from operating activities (£)			
Net cash provided by operating activities		5,134	(2,458)
Cash flow from investing activities (£)			
Bank interest		3,137	353
Change in cash and cash equivalents for the year (£)		8,271	(2,105)
Cash and cash equivalents brought forward (£)		142,530	144,635
Cash and cash equivalents carried forward (£)		150,801	142,530

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

1. Accounting policies

The principal accounting policies, all of which have applied consistently throughout the period are set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 (effective 1 January 2019). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities", published in October 2019, Charities Act 2011, applicable accounting standards and Companies Act 2006.

The Statement of financial activities (SOFA) and Balance Sheet consolidate the financial statements of the company and its subsidiary undertaking. The results of the subsidiary have been consolidated on a line by line basis.

No separate SOFA has been presented for the company alone as permitted by section 408 of the Companies Act 2006.

Public Benefit

Pepal Foundation meets the definition of a public benefit entity under FRS102.

Basis of consolidation

The financial statements consolidate the accounts of Pepal Foundation and all its subsidiary undertakings ('subsidiaries').

The charity has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Income and expenditure account.

The income and expenditure account for the period dealt with in the accounts of the charity was a surplus of £6,714.

Company status

Pepal Foundation is a company limited by guarantee registered in England and Wales with registered address 167-169 Great Portland Street, Fifth floor, London, W1W 5PF. The members of the company are the Trustees named on page 2 of this report. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

Fund accounting

Unrestricted funds are general funds that are available for use at the trustees' discretion in furtherance of any of the objectives of the charity.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors which have been raised by the company for particular purposes. The cost of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

Incoming resources

Income from charitable activities includes income recognised as earned (as the related goods or services are provided) under contract or where entitlement to grant funding is subject to specific performance conditions. Grant income included in this category provides funding to support programme activities and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered.

Deferred Income

Income received in advance is held in deferred income, either as part of unrestricted or restricted funds, and carried forward to future accounting periods to be recognised in income when measurable stages of work have been completed, approved or certified. Any grants restricted to future accounting periods are deferred and recognised in those accounting periods.

Creditors and provisions

Creditors and provisions are recognised when the charity has a present obligation resulting from a past event that will probably result in the transfer 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 the settlement amount after allowing for any trade discounts.

Resources expended

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Governance costs include those incurred in the governance of the charity and are primarily associated with constitutional and statutory requirements of operating the charity.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

Foreign currencies

Transactions in foreign currencies are recognised at the rate of exchange at the date of the transaction. Monetary assets and liabilities are translated into sterling at the exchange rate on the balance sheet date. All exchange differences are recognised through the statement of financial activities. The charity does not own any non-monetary assets abroad.

Taxation

Irrecoverable VAT is not separately analysed and is charged to the statement of financial activities when the expenditure to which it relates is incurred and is allocated as part of the expenditure to which it relates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

The company is a registered charity and is exempt from income tax and corporation tax under s521 of the Income Tax Act 2007 and s466 of the Corporation Tax act 2007.

Tangible fixed assets and depreciation

Tangible assets are stated at cost and depreciated over their useful economic lives at the 33% per annum. All assets with a purchase value above £2,000 are capitalised.

Investments

The investment in the subsidiary is shown at historic cost.

Going concern

The Trustees assess whether the use of going concern is appropriate i.e. whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the financial statements and have concluded that the Charity has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Charity's ability to continue as a going concern, thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Significant judgements and estimates

No significant judgements have had to be made by management in preparing these financial statements.

2. Income

<u>Group Income (£)</u>		<u>to 31 Dec 2023</u>	<u>to 31 Dec 2022</u>
Restricted Grant Income	Kahawa Foundation	11,817	835
<i>Total Restricted</i>		<i>11,817</i>	<i>835</i>
Programme Income		423,766	358,806
Other income		3,137	353
<i>Total Unrestricted</i>		<i>426,903</i>	<i>359,159</i>
		438,720	359,994
<u>Charity Income (£)</u>		<u>to 31 Dec 2023</u>	<u>to 31 Dec 2022</u>
Restricted Grant Income	Kahawa Foundation	11,817	835
	From Pepal Limited	71,362	43,622
<i>Total Restricted</i>		<i>83,179</i>	<i>44,457</i>
Gift Aid Income from subsidiary		168,271	170,564
Other income		2,916	1,078
		254,636	216,099

99% (2022: 100%) of the income of the group derives from outside the UK.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

3. Surplus of resources for the year

Excess of expenditure over income in the group is stated after charging:

	<u>to 31 Dec 2023</u>	<u>to 31 Dec 2022</u>
Independent Examiners Fees (£)	4,035	3,055

The group surplus for the period was £6,714 (2022: £10,405)

4. Employees

	<u>to 31 Dec 2023</u>	<u>to 31 Dec 2022</u>
<i>Total Staff Costs</i>		
Wages and salaries (£)	186,357	133,238
Employers National Insurance (£)	6,665	8,059
Employers Pension (£)	2,996	2,932
Total	196,018	144,229
Average number of employees (Pepal Ltd & Pepal Foundation)	4.1	4.5
Directors Emoluments (Pepal Ltd & Pepal Foundation) (£)	52,925	57,740

Key management personnel remuneration in the year was £67,590 (2022: £57,740).

5. Breakdown of cost of charitable activities (£)

The trustees consider that the charitable activity of Pepal is the design and delivery of social impact programmes within cross sector partnerships in low resource settings, in collaboration with businesses, NGOs, civil society and governments, including leadership development, the creation of social innovations and scaling for impact. Accordingly all the costs of the group are attributed to this activity.

	Restricted Funds	Unrestricted Funds			Total 2023	Total 2022
		Programmes	Governance	Total		
Wages and salaries	105	192,425	3,488	195,913	196,018	144,229
Volunteer expenses	-	7,314	-	7,314	7,314	9,682
Travel & other staff costs	-	75,215	-	75,215	75,215	57,129
Other programme & admin	12	54,106	-	54,106	54,118	39,062
Grants to partner organisations	11,805	81,380	-	81,380	93,185	96,432
Governance (exc wages)	-	-	6,156	6,156	6,156	3,055
Total	11,922	410,440	9,644	420,084	432,006	349,589

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

Support costs are made up of total governance costs, which in 2022 were £8,269 including wages and salaries. In 2022 expenditure from restricted funds was £1,197 and unrestricted funds was £348,392.

6. Grants to Partner Organisations (£)

	2023	2022
Baylor-Uganda	0	666
Pepal Foundation (Tanzania)	69,992	67,502
Progressive Foundation (India)	23,194	28,264
Total (£)	93,186	96,432

7. Corporation Tax

As a registered charity, the company is not liable to corporation tax on its wholly charitable activities.

8. Tangible Fixed Assets

The charity and group have no fixed assets.

9. Debtors (£)

	Group		Charity	
	31 Dec 2023	31 Dec 2022	31 Dec 2023	31 Dec 2022
Trade debtors	220,350	84,274	474	1,399
Amounts due from subsidiary	0	-	44,777	46,964
Accrued income	2,083	1,872	2,083	1,872
Prepayments	4,692	3,735	2,346	3,735
VAT debtor	524	1,263	0	-
Advances	4,527	52	3,832	52
Total	232,176	91,196	62,497	54,022

10. Liabilities- amounts falling due within 1 year (£)

	Group		Charity	
	31 Dec 2023	31 Dec 2022	31 Dec 2023	to 31 Dec 2022
Trade creditors	5,547	1,485	(427)	752
Accruals	8,151	4,248	6,241	2,648
Deferred income	172,019	37,447	0	-
Total	185,717	43,180	5,814	3,400

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

10a. Deferred income (£)

	Group		Charity	
	1 Jan 23 to 31 Dec 2023	1 Jan 22 to 31 Dec 2022	1 Jan 23 to 31 Dec 2023	1 Jan 22 to 31 Dec 2022
Balance brought forward	37,447	8,108	-	-
Resources deferred during the year	172,019	37,447	-	-
Amounts released from previous periods	(37,447)	(8,108)	-	-
Balance carried forward	172,019	37,447	-	-

11. Statements of Funds

Current Year – 2023

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	168,717	426,903	400,084	-	195,536
<i>Designated Business Development Fund</i>	20,000	-	20,000	-	-
Restricted funds					
<i>Kahawa Foundation</i>	105	11,817	11,922	-	-
<i>Private donations</i>	1,724	-	-	-	1,724
	190,546	438,720	432,006	-	197,260

2023 restricted funds represent funds received from the Kahawa Foundation via the Silicon Valley Community Fund to support our cervical cancer prevention programme in Tanzania.

Previous Year - 2022

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	157,950	359,159	348,392	-	168,717
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	467	835	1,197	-	105
<i>Private donations</i>	1,724	-	-	-	1,724
Unrestricted funds	180,141	359,994	349,589	-	190,546

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

12. Reconciliation of net movement in funds to net cash flow from operating activities (£)

	For the year ending 31 December 2023	For the year ending 31 December 2022
Balance brought forward	142,530	144,635
Net income (expenditure) for the year as per SOFA	6,714	10,405
Adjustment for:		
<i>Decrease/(increase) in debtors</i>	<i>(140,980)</i>	<i>(38,147)</i>
<i>Increase/(decrease) in creditors</i>	<i>7,965</i>	<i>(3,702)</i>
<i>Increase/(decrease) in deferred income</i>	<i>134,572</i>	<i>29,339</i>
Net cash provided by operating activities	8,271	(2,105)
Investment in fixed assets	-	-
Balance carried forward	150,801	142,530

13. Investment in subsidiaries

The charity, Pepal Foundation (charity number: 1137688) has investments in subsidiaries as follows:

Pepal Limited (£)	1
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The investment of £1 represents the whole of the issued share capital, which is made up of £1 ordinary shares of Pepal Ltd, a company incorporated in England and Wales (company number 06950246).

14. Pepal Ltd – Summary profit and loss account (£)

	1 Jan 2023 to 31 Dec 2023	1 Jan 2022 to 31 Dec 2022
<i>Income</i>		
Programme fee income	424,446	358,813
Total Income	424,446	358,813
<i>Expenditure</i>		
Wages and Salaries	110,112	94,828
Other staff costs	23,779	11,416
Travel and accommodation	33,973	23,257
Programme materials and other costs	6,599	5,145
Gift Aid donations to Pepal Foundation	168,271	170,564
Grants to Pepal Foundation	71,362	43,622
Governance including independent examination	3,669	1,902
IT and other administrative costs	6,681	8,079
Total Expenditures	424,446	358,813
Profit on Ordinary Activities	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2023

15. Trustees and other related parties

No non-executive director of Pepal Ltd received emoluments (2022 £nil).

No trustees received remuneration for their role in Pepal Foundation (2022: £nil).

No trustees received expenses (2022: £nil).

The Charity had no related party transactions during the year under review.

16. Company limited by guarantee

The charity has no share capital but instead is limited by guarantee, each member being committed to contribute a maximum of £1 in the event of a winding up.

17. Operating leases

The group had no annual commitments under non-cancellable operating leases.

18. Analysis of net assets between funds

Current Year - 2023

	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Current Assets	381,253	1,724	382,977
Creditors falling due within 1 year	(185,717)	-	(185,717)
Total Net Assets	195,536	1,724	197,260

Previous Year - 2022

	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Current Assets	231,897	1,829	233,726
Creditors falling due within 1 year	(43,180)	-	(43,180)
Total Net Assets	188,717	1,829	190,546

PEPAL FOUNDATION

England & Wales - Charity number 1137688

Accounts

PEPAL FOUNDATION
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

Registered number: 06949484

Charity number: 1137688



www.pepal.org

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TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

Directors and trustees

Vikas Karlekar

Dr. Andriy Klepikov

Edward Marsh

Julie Saunders

Dr. Ritah Waddimba Nakigudde

Executive Director (who is neither a member of the company nor a trustee)

Sarah Galvin

Name of the Charity

The name of the charity is Pepal Foundation. The use of the word 'Pepal' is used as a collective term to describe the Pepal Foundation and member group companies.

Company registered number: 06949484

Charity registered number: 1137688

Independent Examiners:	Susan Robinson	Kreston Reeves LLP 2 nd Floor, 168 Shoreditch High Street, London, E1 6RA
Bankers:	HSBC	210 High Holborn, London, WC1V 7BX
	Money Corp	2 Sloane St, Knightsbridge, London, SW1X 9LA
	Absa Bank Uganda	Plot 2/4 Hannington Road, Kampala, Uganda
Solicitors:	Russell-Cooke	2 Putney Hill, London, SW15 6AB
Registered Office:	244 Kilburn High Road Kilburn London NW6 2BS	

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

1. Introduction

The Trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the financial statements of Pepal Foundation (the charity and the group) for the year ended 31 December 2022. The Trustees confirm that the annual report and financial statements of the charity and the group comply with the current statutory requirements, the requirements of the charity and the group's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), effective 1 January 2019.

The Pepal group was set up with the support of Foundation Hoffmann to connect businesses and Non-Governmental Organisations (NGOs) to achieve effective and sustainable social change in the developing world through a focus on leadership and innovation. Originally an initiative of the registered charity, the International HIV/AIDS Alliance, Pepal became an independent group in July 2009.

- **Pepal's vision** is a world in which inspired leaders from business, NGOs, and government work together to solve big social issues.
- **Pepal's mission** is to develop leaders to drive social change.

The Pepal group comprises Pepal Foundation, a company limited by guarantee which received its charity registration on 31 August 2010, and its wholly owned trading subsidiary, Pepal Limited, a company limited by shares.

Pepal Foundation is a grant making body that raises funds from institutional and other donors to achieve its charitable objects, which are to:

- Advance health throughout the developing and emerging world; and
- Relieve poverty and other charitable needs within the developing and emerging world; and
- Advance any other purpose which is charitable according to the law of England and Wales.

In the year up to 31 December 2022, **Pepal Foundation** has provided grants to Pepal's NGO partners and supported the delivery of the charitable Pepal leadership programmes and the testing of low resource, high impact innovations.

Pepal Limited is a for-profit entity which designs and implements the Pepal leadership programmes, and supports the implementation of Pepal's activities.

Since the charity qualifies as 'small' under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

2. Activities, Achievements and Performance

Charitable Objectives

In setting objectives and planning activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit. The trustees always ensure that the programmes and activities undertaken are in line with Pepal's charitable objectives and aims.

Pepal delivers its charitable objectives by:

- Connecting businesses, NGOs and government to work on projects in low resource countries, which have a scalable and sustainable social impact.
- Providing capacity building leadership programmes to those from NGOs and the government in low resource countries.
- Supporting the generation and testing of innovation ideas coming from the Pepal leadership programmes.
- Providing grants to Pepal's partner NGOs to implement charitable activities.

During 2022, Pepal's charitable objectives were delivered by staff who were employed by both Pepal Limited and Pepal Foundation. The Executive Director is an employee of Pepal Foundation and Pepal Limited and a company director of Pepal Limited. The Executive Director is not a trustee nor member of Pepal Foundation.

During 2022, Pepal had five staff and one volunteer worker.

Current Pepal Programmes

Pepal believes that we will only find long term solutions to some of the most pressing and challenging issues in the Global South if the public, private, and charity sectors work together towards a common purpose. Pepal was created in 2009 to do this by bringing together global corporations, NGOs and governments to find practical solutions to big social issues. Our innovative programmes create immediate and scalable solutions, and develop leaders who are capable of driving change, both in our programmes, and throughout their future global careers.

During 2022, Pepal continued to run its programmes online and income levels returned to just under the levels seen in 2019. However, in 2022 we were able to reach more participants and run more programmes due to the lower cost of online programming. In 2019, we reached 141 corporate and national leaders through five leadership programmes and in 2022 we reached 236 leaders through eight programmes, and we developed and tested 34 innovations (2021: 23).

NJIA / iNJIA: Leadership and Cervical Cancer: Tanzania, India and Uganda

The NJIA programme, and iNJIA - the online version - aims to save lives by improving awareness of, and access to, cervical cancer prevention services for women in Tanzania, Uganda and India. We achieve this by developing the capacity of leaders, testing small scale innovations with the potential for scale and advocating for improved services. NJIA is a partnership between Pepal, F. Hoffmann-La Roche AG (Roche), the Governments of India, Uganda and Tanzania and several international NGOs

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

including ICAP and MDH in Tanzania, Progressive Foundation and JHPIEGO in India and Baylor College of Medicine Children's Foundation Uganda (Baylor-Uganda) in Uganda. In 2022, we delivered six iNJIA leadership programmes with project activities in the remote Kagera Region of North-West Tanzania, the Pwani region of Tanzania outside Dar Es Salaam, the highly populated Uttar Pradesh state in India and in Rwenzori, Bunyoro and Eastern regions in Uganda.

Cervical cancer is a 93% preventable disease and is caused by the Human Papilloma Virus (HPV), the most common sexually transmitted infection. Cervical cancer primarily affects women in their childbearing years leading to significant losses for communities. Low-cost screening, treatment and vaccination can be delivered by primary health care facilities, and this saves lives and is available in all the regions in which NJIA operates.

Cervical cancer is the most common cancer among women in Tanzania, and the leading cause of cancer related mortality among women aged between 15 and 49. Each year about 7,300 new cases of cervical cancer are diagnosed in Tanzania: one of the highest incidences in Africa. In Uganda, 40 percent of all cancers are attributed to cervical cancer. India also has a very high burden; one woman dies of Cervical Cancer every 6 minutes. India, due to its large population, has the highest number of cervical cancer cases globally, and in the areas where NJIA operates there are two million women in need of screening. In all the regions NJIA operates, the potential for impact is significant.

The NJIA programme started in 2015, and by the end of 2022, we had created over 600 NJIA leaders from Tanzania, India and Uganda, the overwhelming majority of whom say they have made profound changes to their leadership style and that they would recommend NJIA to a colleague.

Waamu: Leadership and Adolescent Sexual Health: Uganda

Our current programme in Uganda builds on our previous collaboration with Janssen Pharmaceutical companies of Johnson and Johnson (Janssen) and focuses on adolescent sexual health. In Uganda, 59% of the population are under 20, and young people are disproportionately affected by negative sexual and reproductive health outcomes. Half of the 380 new daily HIV infections are among young people. Girls account for 66% of new HIV infections in Kamwenge and Kitagwenda districts (population: 410,000), the area where this project operates. Furthermore, girls are seven times more likely than boys to get HIV. One in four teenage girls in Uganda have had a child or are pregnant, and 42% of all adolescent pregnancies are unintended.

In this context, Pepal, Janssen and Baylor-Uganda developed a unique leadership programme, which improves the leadership skills of adolescent peer leaders, frontline health workers and Baylor-Uganda staff, and supports the pilot of small-scale innovation projects to improve adolescent HIV and sexual health outcomes. The innovations focus on increasing the uptake of family planning methods among 15-19 year old females, increasing the demand for male condoms and improving the quality of Adolescent Friendly Health Services. Baylor-Uganda, as a leading health NGO in Uganda with a focus on HIV, are critical partners in this programme. We launched the online offering of the programme in 2021 and delivered two online cohorts across two regions.

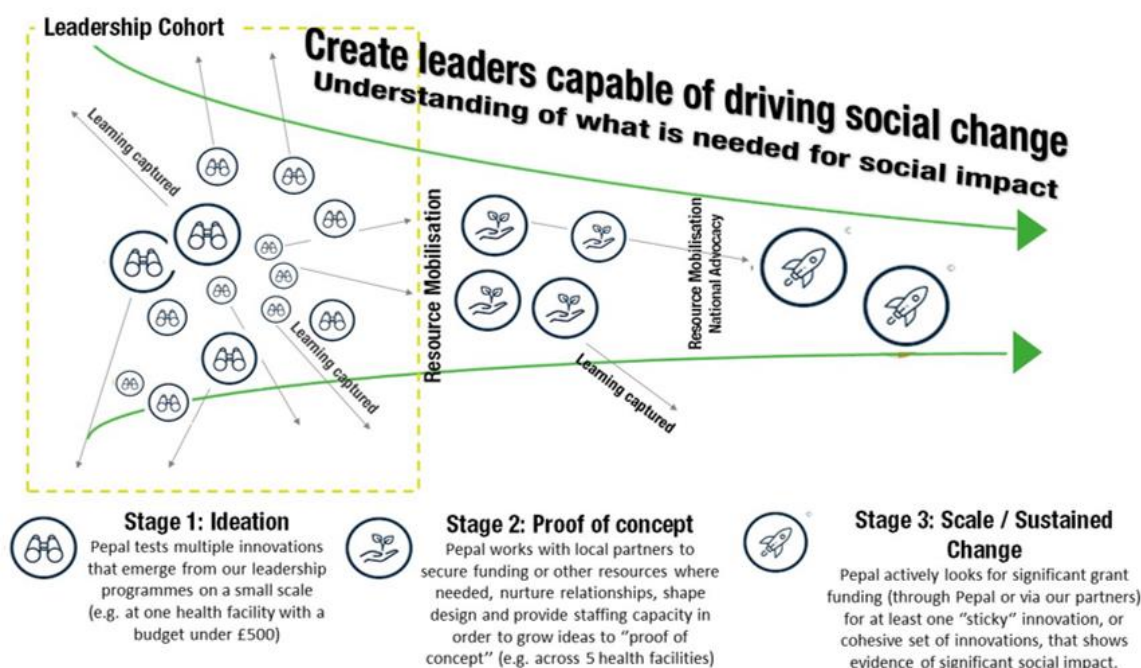
Caring Together: Strengthening Leadership for Front Line Health Workers: Uganda

People are central to effective health care delivery. However, in Uganda, most health professionals, have never had formal management training nor been offered support to develop their leadership capacity. Poor leadership and a lack of effective teamwork contribute to poor service delivery and a demotivated workforce. Creating leaders across the health systems who are efficient, accountable, agile and visionary is critical to providing a high quality of care to patients. Pepal has been working with Janssen and Baylor-Uganda to improve healthcare delivery through developing leaders since 2013. between 2015 and 2018, Caring Together was rolled out across 270 health facilities, serving 4.4m people and we saw significant improvement to health service provision including a 27% reduction in staff late arrivals and 13% increase in patients perceived quality of care.

In 2020, the COVID-19 pandemic further highlighted the importance of robust leadership and governance structures to enable effective responses to volatility in the healthcare sector. The pandemic has led to remote working becoming a norm, accelerating the transition to a digitalised workspace. In 2021, Pepal began to digitalise the Caring Together leadership modules, to create online bite size learnings on topics like time management and communication; this work continued in 2022.

Pepal's Social Innovation Funnel

The Social Innovation Funnel shows how ideas originating during Pepal's leadership and innovation workshops are gradually filtered, refined, and tested to arrive at pilots that can be measured and then be passed on to external stakeholders to scale.



TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

Overview

Plans for 2022	Outcomes during 2022
Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.	
<ol style="list-style-type: none"> 1. Deliver six online iNJIA programmes across Tanzania, Uganda and India developing the leadership capacity of 90 corporate and 100 national leaders. 2. Deliver two online Wammu programmes in Uganda, developing the leadership capacity of 18 corporate and 24 national leaders. 3. Design and deliver one virtual open programme developing the leadership capacity of at least 6 corporate and 12 local leaders. 4. Continue to embed leadership into Baylor-Uganda's programming. 	<ol style="list-style-type: none"> 1. In 2022, we delivered six online iNJIA programmes with a total of 73 Roche participants and 122 national participants (two in Tanzania, three in India and one in Uganda). For the evaluation question 'I would recommend the programme to a colleague' we scored 4.8/5 across all iNJIA 2022 participants, highlighting the leadership impact. 2022 was the first full iNJIA programme in India focused on cervical cancer, since the in-person programme in 2019. The India programme included staff from two NGOs, JHPEIGO and Vatsalya, working alongside government health staff. 2. In 2022, we delivered two online Waamu programmes with a total of 18 Janssen participants, 27 national participants (including NGO staff, government health workers, social workers and adolescent peer leaders). We expanded the programme to a new district in the latter half of 2022. The participants who joined in 2022 will take part in an in-person module of the programme in 2023. For the evaluation question 'I would recommend the programme to a colleague' we scored 4.7/5 across all Waamu 2022 participants. 3. In 2022, we designed an open programme focused around climate change. We secured a leadership facility and onboarded three dynamic climate change focused NGOs from Uganda. Despite our intense efforts to promote the programme, recruitment of corporate participants was unsuccessful. 4. We continued to digitalise the Caring Together modules, four are complete, with five more to prepare. Our NGO partner, Baylor-Uganda established a Working Group of 13 staff to support this process and are now funding the platform on which the modules are hosted. When complete, the modules will be used to train health professionals across several districts in Uganda.
Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.	
<ol style="list-style-type: none"> 1. Test, evaluate and share learnings from 26 iNJIA project innovations focusing on cervical cancer across Uganda, Tanzania and India, identifying at least 3 iNJIA with the potential for scale. 2. Test, evaluate and share learnings from 6 Wammu project innovations focusing on adolescent health in Uganda, identifying at least one with the potential for scale. 3. Work with Kahawa Foundation to implement projects which take innovations developed in the iNJIA programme to proof-of-concept stage. 	<ol style="list-style-type: none"> 1. In 2022, 28 NJIA innovations, focusing on cervical cancer, were generated and we continue to ensure these are fully tested. Innovation highlights include a team in India running the first ever cervical cancer screening camp at their health facility, one team in Tanzania visiting 14 schools leading to 400 girls receiving their first HPV vaccination and 170 receiving their second and a team in Uganda educating 46 health workers leading to a 530% increase in cervical cancer screening rates in the month following the activity. At the end of 2022 we selected three iNJIA innovations with the potential for scale which will be the focus of 2023 programming. 2. In 2022, 6 Waamu innovations, focusing on adolescent health, were generated and we continue to ensure these are fully tested. Across all 2022 innovations 3,222 adolescents were engaged in innovations, 758 parents received accurate adolescent Sexual Reproductive Health information and 266 adolescents received free HIV testing from health professionals. 3. In 2022 we finalised the second grant from Kahawa Foundation which introduced a new treatment technology in Kagera, and an innovative way to rotate the devices around those facilities without treatment options. In 2022, Kahawa Foundation agreed to a new \$16,000 grant to integrate health worker mentorship and community-based cervical cancer screening and treatment and to part fund several thermocoagulation devices alongside District Health Teams.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

<p>Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.</p>	
<p>1. Implement a communications plan which ensures leadership and project innovation impacts are captured and shared.</p> <p>2. Focus Tanzania programmes on national scale up, by highlighting the leadership impact and innovations through the CECAP website, impact report and a conference event.</p>	<p>1. We continue to share the impact of our work externally, and produced several communications pieces around the summit that we ran at the end of 2022. LinkedIn remains the key way external audiences engage with us and we increased our following by over 100 people in 2022.</p> <p>2. In October 2022, we held a conference in Tanzania for 40 senior leaders in the cervical cancer space from Uganda and Tanzania, in partnership with Roche and the Ministry of Health. The audience included the Tanzania and Uganda Ministry of Health, Executive Directors from several large NGOs, clinical leads from the major hospitals in Tanzania, regional government health leaders and donors. At the event, we selected innovations that will be taken to scale during the in person NJIA programme in 2023, providing executive leadership training, shared the impact of NJIA and promoted messaging around the importance of leadership in health care. We finished the NJIA 2015 – 2020 Reflections Report (impact report) for this meeting and distributed it to all stakeholders. We also promoted the CECAP website to all participants.</p>
<p>Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.</p>	
<p>1. Secure at least one new corporate client to ensure diversity of funding.</p> <p>2. Invest in our people and systems by updating our HR strategy, expanding the team and strengthening IT security and data management.</p> <p>3. Undertake a diversity and inclusion audit of NJIA and ensure learnings are rolled out across Pepal.</p>	<p>1. In 2022 Pepal began to onboard a new corporate client, with a pilot programme due to run in September 2023 focused on youth employment in rural coffee farming communities.</p> <p>2. Pepal appointed four staff in 2022 including a Finance and Operations Director, a new Programme Manager and two new Project Officers. Pepal also funded a new Assistant Programme Coordinator for Pepal Tanzania, one of our NGO partners. Early in the year the board reviewed and approved a new HR strategy and we have implemented this throughout the year. IT security and data management did not progress as much as planned in 2022 and will be a focus in 2023.</p> <p>3. In 2022, Pepal designed and undertook a diversity and inclusion audit of the NJIA programme, alongside the external consultancy thebetter.org and the Roche Diversity and Inclusion team. The research involved an alumni survey which received 82 responses, five in-depth stakeholder interviews and four focus group discussions. The findings were that NJIA is a programme that is well received by participants and continues to result in measurable impact for communities, however there were several recommendations around training and use of language we will put in to place in 2023.</p>

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

3. Financial Review and Results

Results

Overall, the group made an operating surplus of £10,405 in 2022 compared to a surplus of £26,156 in 2021. The surplus on unrestricted funds was £10,767 with restricted fund balances reducing by £362. Activity levels increased during 2022, and staff levels increased to support this. Nevertheless, expenditure was controlled in order to generate a small contribution to the unrestricted funds, to allow the group to continue to focus on growth during 2023.

Income

During 2022, the group continued to generate income from a mix of sources including:

- Unrestricted fee income, via Pepal Limited, from companies for participation on Pepal's leadership programmes. This fee income was used to contribute to the costs of NGO and health care worker participation on the leadership programmes and provide core funds to the group.
- Unrestricted fee income, via Pepal Limited, from companies for the design of the leadership programmes which combine leadership training with social impact.
- Restricted income for onward granting to Pepal's partner NGOs to support project activities.

In total, the group's income was £359,994 in 2022 compared to £229,820 in 2021, reflecting the increase in activity.

Expenditure

Expenditure totalled £349,589 during the year (2021: £203,664), covering the costs of grants to local implementing partners, volunteer worker allowances and costs, salaries, programme development, programme implementation support and administration costs.

During the year, the group made £96,432 (2021: £60,719) of grants to support cervical cancer prevention work, including £835 of monies received from the Kahawa Foundation via the Silicon Valley Community Fund. Note 18 of the Consolidated Financial Statements provides more information on the grants made by the group.

The Balance Sheet

At 31 December 2022, the balance sheet remained healthy with unrestricted reserves of £188,717 (2021: £177,950), sufficient to allow the group to meet its working capital needs. The trustees have retained the £20,000 designated for business development.

Restricted funds totalled £1,829 at 31 December 2022 (2021: £2,191), reflecting small grants from private individuals and foundations to be spent in 2022. Trade debtors at year-end were £84,274 (2021: £49,133), representing unrestricted amounts owing from corporate customers for programmes implemented at the end of 2022.

4. Plans for Future Periods

Plans for 2022

Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.

- Design, deliver and evaluate:
 - three iNJIA (online) and two NJIA (in-person) programmes across Tanzania, Uganda and India developing the leadership capacity of 111 corporate and 148 national leaders.
 - two in-person Wammu programmes in Uganda, developing the leadership capacity of 18 corporate and 24 national leaders.
 - one in-person programme for the new client, developing the leadership capacity of 30 corporate and 30 national leaders.
- Ensure there is a strong pipeline of programming for 2024 – 2025.
- Continue to embed leadership development into:
 - Baylor Uganda's programming by supporting the continued expansion of Caring Together
 - Partners NGOs and the regional government in Tanzania.

Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.

- Test, evaluate and share learnings from:
 - **16 iNJIA** innovations in Uganda, Tanzania and India which build on the existing legacy and increase the number of women screened, improve the quality of screening, increase the number of VIA+ women receiving treatment and / or increase the number of girls vaccinated.
 - **6 Waamu** innovations in Uganda which build on the existing legacy and increase the number of young people accessing family planning, improve the quality of adolescent health services or increase retention of young people on HIV drugs.
 - **8** innovations in Uganda which improve youth employment opportunities coffee farming communities.
- Move three innovations to proof-of-concept stage through in person programme in East Africa.
- Implement the Kahawa Foundation grant and seek additional grant funding.

Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.

- Develop and deliver a monitoring, evaluation and learning framework for each programme.
- Design and develop a NJIA photo story book to share impact.
- Continue to share the impact of Pepal's work through re-developing the Pepal website and maintaining active and relevant external communications channels.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.

- Continue to expand programming and grow Pepal as an organisation by securing at least one new corporate client.
- Support Pepal Tanzania to develop a strategy to reduced dependence on Pepal (UK).
- Improve cyber security and data management processes and review associated policies.

5. Going Concern

Pepal has long term relationships with its corporate partners which have allowed it to continue to work with them to develop new products and adapt to a post COVID world. This, together with good cost control and strong reserves, ensures that the organisation is financially sound. The trustees support the organisational strategy for 2023 and are confident that the organisation has emerged stronger than ever from the COVID-19 crisis. The trustees therefore believe that the group has adequate resources to continue in operation for the foreseeable future. For these reasons, they continue to adopt the going concern basis in preparing the financial statements.

6. Policies and Objectives

Grant-Making Policies

Pepal pro-actively seeks NGO partners in low resource countries; NGO partners are chosen because of their strategic fit with Pepal, their ability to implement social change initiatives, and their openness to working with the private sector. All NGO partners must demonstrate sufficient financial security to reasonably commit to a long-term partnership with Pepal.

Pepal signs framework agreements with its NGO partners. These outline broad objectives of the partnership. Specific activities, including subsidised participation in the Pepal leadership programmes, are governed by individual contracts.

Pepal Foundation receives small grants for supporting beneficiary activities which it either spends directly on project activities or distributes via small project agreements with its implementing partners.

Pepal Foundation holds cash in HSBC and Absa Bank Uganda in the currency which matches the expected expenditures of the group. Pepal Limited has accounts at HSBC. MoneyCorp is used to purchase "exotic" currencies which cannot be purchased through the normal banking system, such as Tanzanian Shillings.

Reserves Policies

The trustees aim to hold as unrestricted general funds an amount which is equivalent to one third of the unrestricted annual expenditure in order to provide sufficient cash to meet the operational needs of the organisation. Before accepting any restricted grant, which relies on pre-funding activities, the

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

trustees will assess whether the group has sufficient unrestricted general funds to meet operational needs.

The level of unrestricted general funds increased from £177,950 on 31 December 2021 to £188,717 on 31 December 2022, compared to a targeted level of reserves of £119,464 in 2022 and £65,738 in 2021. The targeted level of reserves increased in 2022 due to the additional activity and is expected to increase further as we return to in person programmes during 2023. The group therefore had, at 31 December 2022, a comfortable level of reserves in excess of the policy target, some of which may be drawn on in 2023 to invest in business development.

In 2018, the trustees designated £20,000 of the unrestricted reserve towards business development with a view to growing the organisation. With careful financial management, these funds have not yet been required. However, the trustees propose that we maintain this fund to support ongoing business development.

The trustees continue to closely monitor the cash flow needs of the group.

7. Structure, Governance and Management

Governing Document

Pepal Foundation is a company limited by guarantee governed by its Memorandum and Articles of Association dated 1st July 2009. It is registered as a charity with the Charity Commission. On 31 December 2022 there were five trustees.

Appointment and Induction of Trustees

Trustees are appointed by the members as set out in the Memorandum and Articles of Association. The trustees of Pepal Foundation have been selected to bring a range of skills relevant to the charity. Together, the trustees bring skills in grant-making, finance, human resources, international development, and business.

Organisation

All trustees are members of the Company and the Trustee Board which comprises between three and twelve members. Together, the trustees take overall responsibility for the strategy and finances of the Charity and for ensuring its effective management. The trustees also oversee the performance and financial position of Pepal Limited. During the year until 31 December 2022, the trustees of the Charity met regularly. Similarly, the directors of Pepal Limited have met regularly.

Pepal Foundation and Pepal Limited is managed by the Executive Director and three other staff members. The work of the group is supported by volunteer workers in the UK and Uganda as well as strategic NGO partners, independent specialists and independent academic faculty.

Related Parties

None of the trustees received remuneration directly for their work as trustees of Pepal Foundation.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

Pay Policy for Senior Staff

The directors consider that the trustees and the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the Group on a day-to-day basis.

The pay of the Executive Director and other senior staff is reviewed regularly and reflects funds available, past contributions to the organisation, the level of risk that the organisation is exposed to, and market rates.

Risk Management

The trustees, together with the directors of Pepal Limited, have identified the risks to which the group is exposed and put in place risk mitigation strategies. During the year, the trustees reviewed the risk management framework and continue to group the risks into five areas:

- *Financial*, including fraud, financial monitoring, the failure to make the group financially viable and/or short-term cash problems.
- *Governance and compliance*, including healthcare compliance, overall compliance, GDPR and the effectiveness of our governance structure.
- *Strategic*, including knowledge management, our ability to grow with a small staff team, overdependence on a small number of key clients and reputational risk.
- *Human resources*, including staff health and well-being and attracting and retaining key staff.
- *Security and safeguarding*, for both participants and staff and including cyber security.

We continue to place a high emphasis on safeguarding. We have a policy of zero tolerance towards any deliberate harm of others, especially children, by our representatives (whether staff, volunteers, or others). We have safeguarding policies in place and we train our staff and volunteers. We remain committed to transparency around safeguarding issues. In 2022, Pepal didn't log any safeguarding concerns. No concerns were deemed as 'serious incidents' and therefore no reports were made to the Charity Commission. We recognise under-reporting within the sector is a major barrier to tackling sexual exploitation and abuse; we are working with our staff and partners to ensure that all incidences, no matter how minor, are reported. We will continue to monitor, report, and investigate any safeguarding incidents and take action where necessary.

The trustees, together with the directors of Pepal Limited, have undergone a thorough risk analysis to assess the risks and to put in place risk mitigation strategies. During 2023, the trustees will continue to monitor the risks to which the group is exposed and to review the Group's risk management strategies.

8. Trustees Responsibilities in Relation to the Financial Statements

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

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2022

Company and Charity 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 the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company and group 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 Charities SORP;
- Make judgments and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In preparing this report, the Trustees have taken advantage of the small companies' exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Trustees on 27th June 2023

and signed on their behalf, by:



Julie Saunders (Chair of Board)

27 June 2023

INDEPENDENT EXAMINER'S REPORT – PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

I report to the charity trustees on my examination of the accounts of the company for the year ended 31 December 2022 which are set out on pages 16 to 27.

Responsibilities and basis of report

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

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

Independent examiner's statement

Since the charity's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of ICAEW, which is one of the listed bodies.

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 company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts 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 accounts 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 accounts to be reached.

Signed:

Date:

Susan Robinson BA, FCA, DChA

Kreston Reeves LLP

Chartered Accountants

Second Floor, 168 Shoreditch High Street, London, E1 6RA

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES: PEPAL FOUNDATION
(Incorporating income and expenditure account)
FOR THE YEAR ENDED 31 DECEMBER 2022

Registered Number: 06949484; Charity Number: 1137688

	Notes	1 Jan 2022 to 31 Dec 2022			1 Jan to
		Unrestricted Funds (£)	Restricted Funds (£)	Total (£)	31 Dec 2021 Total (£)
Incoming resources	2				
Charitable income		358,806	835	359,641	229,806
Other trading income		353	0	353	14
Total Incoming resources		359,159	835	359,994	229,820
Resources expended					
Charitable activities	5, 15,18	348,392	1,197	349,589	203,664
Total resources expended	5, 6	358,392	1,197	349,589	203,664
Net(outgoing)/incoming resources		10,767	(362)	10,405	26,156
Net movement in funds		10,767	(362)	10,405	26,156
Total funds brought forward at 31 Dec 2021		177,950	2,191	180,141	153,985
Total funds carried forward at 31 Dec 2022	11	188,717	1,829	190,546	180,141

There are no recognised gains or losses other than those disclosed above.

All of the above results derive from continuing activities and there were no acquisitions in the period.

CONSOLIDATED BALANCE SHEET: PEPAL FOUNDATION AS AT 31 DECEMBER 2022

Registered Number: 06949484; Charity Number: 1137688

	Notes	Group (£)		Charity (£)	
		31/12/22	31/12/21	31/12/22	31/12/21
Fixed assets					
Tangible assets	8	-	-	-	-
Investment in subsidiaries	14	-	-	1	1
		-	-	1	1
Current assets					
Amount due from subsidiary	9	-	-	46,964	41,190
Other debtors	9	91,196	53,049	7,058	3,642
Cash at bank and in hand		142,530	144,635	139,923	142,684
		233,726	197,684	193,945	187,516
Creditors					
Amount falling due within 1 year	10	5,733	9,435	3,400	7,376
Deferred income	10a	37,447	8,108	-	-
Net current assets		190,546	180,141	190,545	180,140
Total assets less current liabilities		190,546	180,141	190,546	180,141
Funds					
Unrestricted general funds		168,717	157,950	168,717	157,950
Designated business development fund		20,000	20,000	20,000	20,000
Restricted funds		1,829	2,191	1,829	2,191
Total funds	11	190,546	180,141	190,546	180,141

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2022 and of its net incoming resources/resources expended for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved by Trustees on 27th June 2023 and signed on their behalf, by:

Julie Saunders (Chair)

The notes on pages 19 to 27 form part of these financial statements.

CONSOLIDATED CASH FLOW: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2022

Registered Number: 06949484; Charity Number: 1137688

	Notes	For the year ending 31 December 2022	For the year ending 31 December 2021
	12		
Cash flow from operating activities (£)			
Net cash provided by operating activities		(2,548)	20,509
Cash flow from investing activities (£)			
Bank interest		353	-
Change in cash and cash equivalents for the year (£)		(2,105)	20,509
Cash and cash equivalents brought forward (£)		144,635	124,126
Cash and cash equivalents carried forward (£)		142,530	144,635

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

1. Accounting policies

The principal accounting policies, all of which have applied consistently throughout the period are set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 (effective 1 January 2016). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities", published in October 2019, Charities Act 2011, applicable accounting standards and Companies Act 2006.

The Statement of financial activities (SOFA) and Balance Sheet consolidate the financial statements of the company and its subsidiary undertaking. The results of the subsidiary have been consolidated on a line by line basis.

No separate SOFA has been presented for the company alone as permitted by section 408 of the Companies Act 2006.

Public Benefit

Pepal Foundation meets the definition of a public benefit entity under FRS102.

Basis of consolidation

The financial statements consolidate the accounts of Pepal Foundation and all its subsidiary undertakings ('subsidiaries').

The charity has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Income and expenditure account.

The income and expenditure account for the period dealt with in the accounts of the charity was a surplus of £26,156.

Company status

Pepal Foundation is a company limited by guarantee registered in England and Wales with registered address 244 Kilburn High Road, Kilburn, London, NW6 2BS. The members of the company are the Trustees named on page 2 of this report. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

Fund accounting

Unrestricted funds are general funds that are available for use at the trustees' discretion in furtherance of any of the objectives of the charity.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors which have been raised by the company for particular purposes. The cost of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

Incoming resources

Income from charitable activities includes income recognised as earned (as the related goods or services are provided) under contract or where entitlement to grant funding is subject to specific performance conditions. Grant income included in this category provides funding to support programme activities and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered.

Deferred Income

Income received in advance is held in deferred income, either as part of unrestricted or restricted funds, and carried forward to future accounting periods to be recognised in income when measurable stages of work have been completed, approved or certified. Any grants restricted to future accounting periods are deferred and recognised in those accounting periods.

Creditors and provisions

Creditors and provisions are recognised when the charity has a present obligation resulting from a past event that will probably result in the transfer 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 the settlement amount after allowing for any trade discounts.

Resources expended

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Governance costs include those incurred in the governance of the charity and are primarily associated with constitutional and statutory requirements of operating the charity.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

Foreign currencies

Transactions in foreign currencies are recognised at the rate of exchange at the date of the transaction. Monetary assets and liabilities are translated into sterling at the exchange rate on the balance sheet date. All exchange differences are recognised through the statement of financial activities. The charity does not own any non-monetary assets abroad.

Taxation

Irrecoverable VAT is not separately analysed and is charged to the statement of financial activities when the expenditure to which it relates is incurred and is allocated as part of the expenditure to which it relates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

The company is a registered charity and is exempt from income tax and corporation tax under s521 of the Income Tax Act 2007 and s466 of the Corporation Tax act 2007.

Tangible fixed assets and depreciation

Tangible assets are stated at cost and depreciated over their useful economic lives at the 33% per annum. All assets with a purchase value above £2,000 are capitalised.

Investments

The investment in the subsidiary is shown at historic cost.

Going concern

The Trustees assess whether the use of going concern is appropriate i.e. whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the financial statements and have concluded that the Charity has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Charity's ability to continue as a going concern, thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Significant judgements and estimates

No significant judgements have had to be made by management in preparing these financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

2. Income

<u>Group Income (£)</u>		<u>to 31 Dec 2022</u>	<u>to 31 Dec 2021</u>
Restricted Grant Income	Kahawa Foundation	835	4,355
<i>Total Restricted</i>		835	4,355
Programme Income		358,806	212,052
Other grants		-	13,399
Other income		353	14
<i>Total Unrestricted</i>		<u>359,159</u>	<u>266,465</u>
		359,994	229,820
<u>Charity Income (£)</u>		<u>to 31 Dec 2022</u>	<u>to 31 Dec 2021</u>
Restricted Grant Income	Kahawa Foundation	835	4,355
	From Pepal Limited	43,622	16,851
<i>Total Unrestricted</i>		44,457	21,206
Gift Aid Income from subsidiary		170,564	146,322
Other income		1,078	328
		<u>216,099</u>	<u>167,856</u>

The income has been applied to improving the efficiency and effectiveness of organisations carrying out charitable activities in developing countries.

100% (2021: 94%) of the income of the group derives from outside the UK.

3. Surplus of resources for the year

Excess of expenditure over income in the group is stated after charging:

	<u>to 31 Dec 2022</u>	<u>to 31 Dec 2021</u>
Trustees' Emoluments (£)	-	-
Depreciation on owned Assets (£)	-	-
Independent Examiners Fees (£)	3,055	3,935
	<u>3,055</u>	<u>3,865</u>

The group surplus for the period was £10,405 (2021: £26,156)

4. Employees

	<u>to 31 Dec 2022</u>	<u>to 31 Dec 2021</u>
<i>Total Staff Costs</i>		
Wages and salaries (£)	133,238	86,094
Employers National Insurance (£)	8,059	1,541
Employers Pension (£)	2,932	1,629
Total	<u>144,229</u>	<u>89,264</u>
Average number of employees (Pepal Ltd & Pepal Foundation)	4.5	2.5
Directors Emoluments (Pepal Ltd & Pepal Foundation) (£)	57,740	47,879

Key management personnel remuneration in the year was £57,740 (2021: £47,879).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

5. Breakdown of cost of charitable activities

	Activities undertaken directly (£)	Support costs (£)	Total (£)	Total (£)
	1 Jan 22 to 31 Dec 2022	1 Jan 22 to 31 Dec 2022	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021
Programme development	6,000	39,476	45,476	15,937
Programme implementation	155,457		155,457	98,463
<i>Uganda</i>	35,729		35,729	26,639
<i>Tanzania</i>	83,380		83,380	51,334
<i>India</i>	36,348		36,348	17,490
Programme salaries	96,521	52,135	148,656	89,264
Total	257,978	91,611	349,589	203,664

In 2022 the expenditure on charitable activities was £349,589 (2021: £203,664) of which £348,392 (2021: £197,213) was expenditure from unrestricted funds and £1,197 (2021: £6,451) was expenditure from restricted funds.

6. Breakdown of Support Costs by Activity (£)

	to 31 Dec 2022	to 31 Dec 2021
Finance	13,441	6,179
Management	68,541	22,307
Property	1,360	1,382
Governance	8,269	6,335
	91,611	38,010

7. Corporation Tax

As a registered charity, the company is not liable to corporation tax on its wholly charitable activities.

8. Tangible Fixed Assets

The charity and group have no fixed assets.

9. Debtors (£)

	Group		Charity	
	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021
Trade debtors	84,274	49,133	1,399	154
Amounts due from subsidiary	-	-	46,964	41,190
Accrued income	1,872	1,682	1,872	1,682
Prepayments	3,735	1,806	3,735	1,806
VAT debtor	1,263	378	-	-
Advances	52	50	52	-
Total	91,196	53,049	54,022	44,832

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

10. Liabilities- amounts falling due within 1 year (£)

	Group		Charity	
	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021
Trade creditors	1,485	1,004	752	845
Accruals	4,248	8,431	2,648	6,531
Deferred income	37,447	8,108	-	-
Total	43,180	17,543	3,400	7,376

10a. Deferred income (£)

	Group		Charity	
	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021	1 Jan 22 to 31 Dec 2022	1 Jan 21 to 31 Dec 2021
Balance brought forward	8,108	-	-	-
Resources deferred during the year	37,447	8,108	-	-
Amounts released from previous periods	8,108	-	-	-
Balance carried forward	37,447	8,108	-	-

11. Statements of Funds

Current Year - 2022

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	157,950	359,159	348,392	-	168,717
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	467	835	1,197	-	105
<i>Private donations</i>	1,724	-	-	-	1,724
	180,141	359,994	349,589	-	190,546

2022 restricted funds represent funds received from the Kahawa Foundation via the Silicon Valley Community Fund to support our cervical cancer prevention programme in Tanzania and private donations to support our programme in Uganda.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

Previous Year - 2021

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	129,698	225,465	197,213	-	157,950
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	866	4,355	4,754	-	467
<i>Hoffmann M&E</i>	60	-	60	-	-
<i>Eleanor Rathbone Trust</i>	1,000	-	1000	-	-
<i>Private donations</i>	2,361	-	637	-	1,724
	153,985	229,820	203,664	-	180,141

12. Reconciliation of net movement in funds to net cash flow from operating activities (£)

	For the year ending 31 December 2022	For the year ending 31 December 2021
Balance brought forward	144,635	124,126
Net income (expenditure) for the year as per SOFA	10,405	26,156
Adjustment for:		
<i>Depreciation</i>	-	-
<i>Decrease/(increase) in debtors</i>	(38,147)	(20,190)
<i>Increase/(decrease) in creditors</i>	(3,702)	6,435
<i>Increase/(decrease) in deferred income</i>	29,339	8,108
Net cash provided by operating activities	(2,105)	20,509
Investment in fixed assets	-	-
Balance carried forward	142,530	144,635

13. Company limited by guarantee

The charity has no share capital but instead is limited by guarantee, each member being committed to contribute a maximum of £1 in the event of a winding up.

14. Investment in subsidiaries

The charity, Pepal Foundation (charity number: 1137688) has investments in subsidiaries as follows:

Pepal Limited (£)	1
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The investment of £1 represents the whole of the issued share capital, which is made up of £1 ordinary shares of Pepal Ltd, a company incorporated in England and Wales (company number 06950246).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

15. Pepal Ltd – Summary profit and loss account (£)

	1 Jan 2022 to 31 Dec 2022	1 Jan 2021 to 31 Dec 2021
<i>Income</i>		
Programme fee income	358,813	225,450
Total Income	358,813	225,450
<i>Expenditure</i>		
Programme development and marketing	7,281	3,476
Programme implementation	239,396	167,946
Programme salaries	24,366	44,389
Support costs	87,770	9,639
Total Expenditures	358,813	225,450
Profit on Ordinary Activities	-	-

16. Trustees and other related parties

No non-executive director of Pepal Ltd received emoluments (2021: £nil).

No trustees received remuneration for their role in Pepal Foundation (2021: £nil).

No trustees received expenses (2021: £nil).

The Charity had no related party transactions during the year under review.

17. Operating leases

The group had no annual commitments under non-cancellable operating leases.

18. Analysis of grants

The charity has made the following grants to institutions:

	2022	2021
Grants to Institutions (£)		
Baylor-Uganda	666	3,323
Pepal Foundation (Tanzania)	67,502	40,073
Progressive Foundation (India)	28,264	17,323
Total (£)	96,432	60,719

19. Analysis of net assets between funds

Current Year - 2022	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	-	-	-
Current Assets	231,987	1,829	233,726
Creditors falling due within 1 year	(43,180)	-	(43,180)
Total Net Assets	188,717	1,829	190,546

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2022

Previous Year - 2021	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	-	-	-
Current Assets	195,493	2,191	197,684
Creditors falling due within 1 year	(17,543)	-	(17,543)
Total Net Assets	177,950	2,191	180,141

PEPAL FOUNDATION

England & Wales - Charity number 1137688

Accounts

PEPAL FOUNDATION
(A company limited by guarantee)

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

Registered number: 06949484

Charity number: 1137688



www.pepal.org

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TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

Directors and trustees

Claire-Jayne Green (Terminated 27th September 2021)

Vikas Karlekar

Dr. Andriy Klepikov

Edward Marsh

Julie Saunders

Dr. Ritah Waddimba Nakigudde (Appointed 22nd September 2021)

Executive Director (from Sept 2021) (who is neither a member of the company nor a trustee)

Sarah Galvin

Name of the Charity

The name of the charity is Pepal Foundation. The use of the word 'Pepal' is used as a collective term to describe the Pepal Foundation and member group companies.

Company registered number: 06949484

Charity registered number: 1137688

Independent Examiners:	Susan Robinson	Kreston Reeves LLP 2 nd Floor, 168 Shoreditch High Street, London, E1 6RA
Bankers:	HSBC	210 High Holborn, London, WC1V 7BX
	Money Corp	2 Sloane St, Knightsbridge, London, SW1X 9LA
	Absa Bank Uganda	Plot 2/4 Hannington Road, Kampala, Uganda
Solicitors:	Russell-Cooke	2 Putney Hill, London, SW15 6AB

Registered Office: 244 Kilburn High Road
Kilburn
London
NW6 2BS

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

1. Introduction

The Trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the financial statements of Pepal Foundation (the charity and the group) for the year ended 31 December 2021. The Trustees confirm that the annual report and financial statements of the charity and the group comply with the current statutory requirements, the requirements of the charity and the group's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), effective 1 January 2019.

The Pepal group was set up with the support of Foundation Hoffmann to connect businesses and Non-Governmental Organisations (NGOs) to achieve effective and sustainable social change in the developing world through a focus on leadership and innovation. Originally an initiative of the registered charity, the International HIV/AIDS Alliance, Pepal became an independent group in July 2009.

- **Pepal's vision** is a world in which inspired leaders from business, NGOs, and government work together to solve big social issues.
- **Pepal's mission** is to develop leaders to drive social change.

The Pepal group comprises Pepal Foundation, a company limited by guarantee which received its charity registration on 31 August 2010, and its wholly owned trading subsidiary, Pepal Limited, a company limited by shares.

Pepal Foundation is a grant making body that raises funds from institutional and other donors to achieve its charitable objects, which are to:

- Advance health throughout the developing and emerging world; and
- Relieve poverty and other charitable needs within the developing and emerging world; and
- Advance any other purpose which is charitable according to the law of England and Wales.

In the year up to 31 December 2021, **Pepal Foundation** has provided grants to Pepal's NGO partners and supported the delivery of the charitable Pepal leadership programmes and the testing of low resource, high impact innovations.

Pepal Limited is a for-profit entity which designs and implements the Pepal leadership programmes, and supports the implementation of Pepal's activities.

Since the charity qualifies as 'small' under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

2. Activities, Achievements and Performance

Charitable Objectives

In setting objectives and planning activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit. The trustees always ensure that the programmes and activities undertaken are in line with Pepal's charitable objectives and aims.

Pepal delivers its charitable objectives by:

- Connecting businesses, NGOs and government to work on projects in low resource countries, which have a scalable and sustainable social impact.
- Providing capacity building leadership programmes to those from NGOs and the government in low resource countries.
- Supporting the generation and testing of innovation ideas coming from the Pepal leadership programmes.
- Providing grants to Pepal's partner NGOs to implement charitable activities.

During 2021, Pepal's charitable objectives were delivered by staff who were employed by both Pepal Limited and Pepal Foundation. The Executive Director is an employee of Pepal Foundation and Pepal Limited and a company director of Pepal Limited. The Executive Director is not a trustee nor member of Pepal Foundation.

At the start of 2021 Pepal had three staff (who were employed by both Pepal Ltd and Pepal Foundation) and one volunteer worker.

Current Pepal Programmes

Pepal believes that we will only find long term solutions to some of the most pressing and challenging issues in the Global South if the public, private, and charity sectors work together towards a common purpose. Pepal was created in 2009 to do this by bringing together global corporations, NGOs and governments to find practical solutions to big social issues. Our innovative programmes create immediate and scalable solutions, and develop leaders who are capable of driving change, both in our programmes, and throughout their future global careers.

During 2020, Pepal invested in building online versions of our leadership programmes and pivoting our work to respond to a changing world. This allowed us to launch our programmes online in 2021, an approach which was extremely well received by all partners. Our online offerings allowed us to deliver more programmes at lower cost; although income has not yet returned to the level seen in 2019, the amount of activity, and thus impact, is near pre-pandemic levels. In 2021, we delivered six leadership programmes to 135 participants (2019: 141 participants) and developed and tested 23 innovations (2019: 25 innovations).

NJIA / iNJIA: Tanzania, India and Uganda

The NJIA programme, and iNJIA - the online version, aims to save lives by improving awareness of, and access to, cervical cancer prevention services for women in Tanzania, Uganda and India. We achieve this by developing the capacity of leaders, testing small scale innovations with the potential for scale and advocating for improved services. NJIA is a partnership between Pepal, F. Hoffmann-La Roche AG (Roche), the Governments of India, Uganda and Tanzania and several international NGOs including ICAP and MDH in Tanzania, Progressive Foundation and JHPIEGO in India and Baylor College of Medicine Children's Foundation Uganda (Baylor-Uganda) in Uganda. In 2021, we delivered four iNJIA leadership programmes with project activities in the remote Kagera Region of North-West Tanzania, the Pwani region of Tanzania outside Dar Es Salaam, the highly populated Utter Pradesh state in India and in Rwenzori and Bunyoro regions in Uganda.

Cervical cancer is a 93% preventable disease and is caused by the Human Papilloma Virus (HPV), the most common sexually transmitted infection. Cervical cancer primarily affects women in their childbearing years leading to significant losses for communities. Low-cost screening, treatment and vaccination can be delivered by primary health care facilities, and this saves lives and is available in all the regions in which NJIA operates.

Cervical cancer is the most common cancer among women in Tanzania, and the leading cause of cancer related mortality among women aged between 15 and 49. Each year about 7,300 new cases of cervical cancer are diagnosed in Tanzania: one of the highest incidences in Africa. In Uganda, 40 percent of all cancers are attributed to cervical cancer. India also has a very high burden; one woman dies of Cervical Cancer every 6 minutes. India, due to its large population, has the highest number of cervical cancer cases globally, and in the areas where NJIA operates there are two million women in need of screening. In all the regions NJIA operates, the potential for impact is significant.

The NJIA programme started in 2015, and by the end of 2022, we had created over 400 NJIA leaders from Tanzania, India and Uganda, the majority of whom say they have made profound changes to their leadership style and that they would recommend NJIA to a colleague.

Leadership and Adolescent Sexual Health Programme (Wammu): Uganda

Our current programme in Uganda builds on our previous collaboration with Janssen Pharmaceutical companies of Johnson and Johnson (Janssen) and focuses on adolescent sexual health. In Uganda, 59% of the population are under 20, and young people are disproportionately affected by negative sexual and reproductive health outcomes. Half of the 380 new daily HIV infections are among young people. Girls account for 66% of new HIV infections in Kamwenge and Kitagwenda districts (population: 410,000), the area where this project operates. Furthermore, girls are seven times more likely than boys to get HIV. One in four teenage girls in Uganda have had a child or are pregnant, and 42% of all adolescent pregnancies are unintended.

In this context, Pepal, Janssen and Baylor-Uganda developed a unique leadership programme, which improves the leadership skills of adolescent peer leaders, frontline health workers and Baylor-Uganda staff, and supports the pilot of small-scale innovation projects to improve adolescent HIV and sexual health outcomes. Baylor-Uganda, as a leading health NGO in Uganda with a focus on HIV,

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

are critical partners in this programme. We launched the online offering of the programme in 2021 and delivered two cohorts.

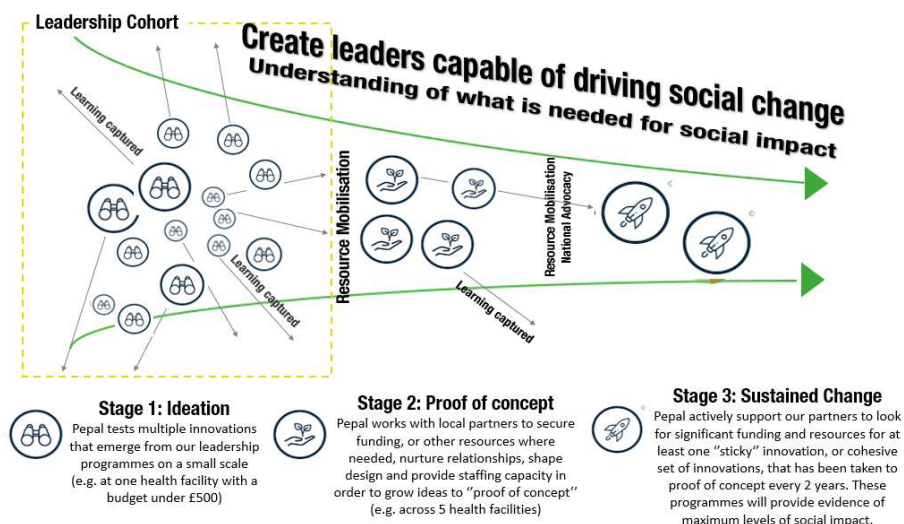
Caring Together: Uganda

People are central to effective health care delivery. However, in Uganda, most health professionals, have never had formal management training nor been offered support to develop their leadership capacity. Poor leadership and a lack of effective teamwork contribute to poor service delivery and a demotivated workforce. Creating leaders across the health systems who are efficient, accountable, agile and visionary is critical to providing a high quality of care to patients. Pepal has been working with Janssen and Baylor-Uganda to improve healthcare delivery through developing leaders since 2013. Between 2015 and 2018, Caring Together was rolled out across 270 health facilities, serving 4.4m people and we saw significant improvement to health service provision including a 27% reduction in staff late arrivals and 13% increase in patients perceived quality of care.

In 2020, the COVID-19 pandemic further highlighted the importance of robust leadership and governance structures to enable effective responses to volatility in the healthcare sector. The pandemic has led to remote working becoming a norm, accelerating the transition to a digitalised workspace. In 2021, Pepal therefore began to digitalise the Caring Together leadership modules, to create online bite size learnings on topics like time management and communication.

Pepal's Social Innovation Funnel

The Social Innovation Funnel shows how ideas originating during Pepal's leadership and innovation workshops are gradually filtered, refined, and tested to arrive at pilots that can be measured and then be passed on to external stakeholders to scale.



TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

Overview

Plans for 2021	Outcomes during 2021
Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.	
<p>In Uganda we aimed to deliver two online leadership programmes with two project streams:</p> <p>1: Digitalising Caring Together leadership content, creating a self-study course for Baylor-Uganda staff and district stakeholders, including health workers.</p> <p>2: Reviewing and scaling innovation ideas that were trialled in 2019 through the leadership and adolescent health programme in Kamwenge and Kitagwenda districts.</p> <p>We also aimed to explore funding opportunities and new partners to support our programme focused on antimicrobial resistance (AMR).</p> <p>Finally, Pepal planned to roll out digitalised leadership modules developed in 2020.</p> <p>In Tanzania we aimed to deliver three cohorts of iNJIA. We also planned to expand NJIA/iNJIA into a new region of Tanzania, Pwani, whilst continuing to work in the Kagera region.</p> <p>In India we aimed to launch the first iNJIA online leadership programme focused on child malnutrition. We also planned to continue to build our partnerships with key NGOs including Progressive Foundation, JHPIEGO, PSI and PATH.</p>	<p>In Uganda, we delivered two online leadership programmes for 31 participants; 13 from Janssen and 18 from Uganda. The teams created four self-study modules for Ugandan Health professionals and reviewed successful adolescent health innovations and refined them to scale them across additional health facilities.</p> <p>In 2021, alongside Baylor-Uganda and Hoima Regional Referral Hospital, we prepared a grant application to improve antimicrobial stewardship and infection prevention control in Hoima district, Uganda. This was submitted to the THET Health Partnerships Scheme. We were very hopeful the bid would be successful, however the FCDO closed the fund as part of their overseas aid budget cuts.</p> <p>In 2021, Pepal delivered two rounds of the three digitalised Caring Together leadership modules we had developed in 2020, providing training to 43 Baylor-Uganda staff in total.</p> <p>In 2021, Baylor-Uganda secured additional funding from UNICEF to pilot leadership programmes in schools across two districts in Uganda. All nine Caring Together leadership modules, adapted for school settings, were taught to participants. 20 primary school teachers, 10 district leaders and 28 tutors were trained.</p> <p>In Tanzania, we delivered three iNJIA online leadership programmes to 92 participants. For the first time, we worked in Pwani Region in Tanzania, close to Dar es Salaam.</p> <p>Key achievements included:</p> <ul style="list-style-type: none"> - A pioneering innovation to integrate cervical cancer screening with breast cancer screening, which involved Regional Health Managers. - Creating joint cohorts from Roche, Uganda and Tanzania to share best practices across countries and regions. - Involving Ugandan participants from Baylor-Uganda, a timely initiative as Baylor-Uganda had just received funds from a large US funder to improve cervical cancer services. <p>In India, we launched the first iNJIA programme in January 2021. This programme focused on child malnutrition, as, due to the severity of the COVID outbreak in India, a focus on cervical cancer wasn't possible. Two projects came from this cohort; firstly, to develop recipes using low cost, accessible, nutritious ingredients, and share these with communities. Secondly the launch of a video campaign to empower Community Health Workers to share nutrition best practices by making their own videos. Programme participants came from JHPIEGO and PATH which continued to strengthen our relationship with these key NGOs. The launch was extremely well received and has provided a strong platform for us to launch additional cohorts in India in 2022.</p>

**TRUSTEES' REPORT - PEPAL FOUNDATION
FOR THE YEAR ENDED 31ST DECEMBER 2021**

Plans for 2021	Outcomes during 2021
<p>Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.</p>	
<p>In 2021, we aimed to generate 17 innovations from iNJIA programmes (one per team) and test and evaluate these across India, Tanzania and Uganda.</p> <p>In 2021, we aimed with the support of the Kahawa Foundation, to trial a new treatment option for cervical cancer taking it to proof of concept stage.</p> <p>The Janssen online programme aimed to scale up of successful innovations which has been tested in previous years and to implement the innovation from the first cohort of 2021.</p>	<p>In 2021, 16 NJIA innovations, focusing on cervical cancer screening, were generated and we continue to ensure these are fully tested. These include setting up training and screening sessions in India and education and outreach innovations in Tanzanian schools.</p> <p>In 2021, after a long process of medical licencing, three thermocoagulation machines (used to treat early lesions which can lead to cervical cancer) arrived in Bukoba, Tanzania and the training of three staff to use these devices was completed. In the latter half of the year three cervical cancer screening camps were delivered, using the new treatment option.</p> <p>In 2021, through the adolescent health programme in Uganda, we were able to continue with the innovations that were started in 2019 (which we were unable to complete due to the COVID pandemic). The adolescent piggery was established and is running successfully and construction is due to begin on the adolescent friendly clinic space in Kamwenge in Q1 of 2022. Furthermore, the innovations from the online adolescent health cohort which took place in the first part of 2021, were implemented in the latter half of the year and through these over 200 young people were tested for HIV.</p>
<p>Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.</p>	
<p>In 2021, we aimed to launch the 'NJIA impact report', detailing the programme's successes between 2015 and 2020. We also planned to launch a new cervical cancer resources website which will showcase successful NJIA innovations.</p>	<p>Unfortunately, we were unable to finalise the impact report in 2021, however, we hope to launch this in 2022.</p> <p>As planned in 2021, we finalised and launched a website which showcases several of successful NJIA cervical cancer innovations and key resources from other organisations: cervicalcancerresources.org</p>
<p>Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.</p>	
<p>We will continue to develop new business with both existing clients and new clients.</p> <p>We will further develop our framework for measuring Pepal's social impact contribution, in particular our capacity to monitor and evaluate the leadership outcomes.</p>	<p>In 2021, to support new business, we designed an open programme and developed a new promotional video.</p> <p>In 2021 we also recruited a new Project Officer (who started July 2021), a Digital Programmes and Administrative Officer as part of the UK government's Kickstarter Scheme (who was with us between April 2021 to December 2021), a Finance and Operations Director (starting Jan 2022) and a new NJIA Programme Manager (starting Feb 2022).</p> <p>We also completed a comprehensive governance review and were pleased to welcome both Dr Ritah Waddimba, who has experience of international development funding and programming, as a trustee of Pepal Foundation and Jane Oyugi, who has experience running a charity in Tanzania and as a leadership coach, as a Director of Pepal Limited.</p>

3. Financial Review and Results

Results

Overall, the group made an operating surplus of £26,156 in 2021 compared to a deficit of £3,900 in 2020. The surplus on unrestricted funds was £28,252 with restricted fund balances reducing by £2,096. This is a very positive outcome, given the pandemic related disruption which continued to be experienced during 2021. During the year, Pepal delivered almost all planned activities as well as additional unplanned work at the same time as generating a contribution to unrestricted reserves; this places the group in a strong position to focus on growth going forward.

Income

During 2021, the group continued to generate income from different sources including:

- Unrestricted fee income, via Pepal Limited, from companies for participation on Pepal's leadership programmes. This fee income was used to subsidise NGO and health care worker participation on the leadership programmes and provide core funds to the group.
- Unrestricted fee income, via Pepal Limited, from companies for the design of the leadership programmes which combine leadership training with social impact.
- Restricted income for onward granting to Pepal's partner NGOs to support project activities.

In total, the group's income was £229,820 in 2021 compared to £181,093 in 2020. The increase reflects the pandemic related lower levels of activity in 2020, as well as the successful shift to online offerings in 2021. It is expected that income levels will return to 2019 levels of £417,000 in 2022. However, the lower costs associated with delivering online programmes means that activity levels in 2021 were close to those seen in 2019 and are expected to be higher in 2022.

Expenditure

Expenditure totalled £203,664 during the year (2020: £184,993), covering the costs of grants to local implementing partners, volunteer worker allowances and costs, salaries, programme development, programme implementation support and administration costs.

During the year, the group made £40,073 of grants to support cervical cancer prevention work in Tanzania, including £4,355 of monies received from the Kahawa Foundation via the Silicon Valley Community Fund. Note 18 of the Consolidated Financial Statements provides more information on the other grants made by the group.

The Balance Sheet

At 31 December 2021, the balance sheet remained healthy with unrestricted reserves at £177,950 (2020: £149,698), sufficient to allow the group to meet its working capital needs. The trustees have retained the designated £20,000 for business development.

Restricted funds totalled £2,191 at 31 December 2021 (2020: £4,287), reflecting small grants from private individuals and foundations to be spent in 2022. Trade debtors at year-end were £49,133

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

(2020: £31,900), representing unrestricted amounts owing from corporate customers for programmes implemented at the end of 2021.

4. Plans for Future Periods

Plans for 2022

Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.

- Deliver six online iNJIA programmes across Tanzania, Uganda and India developing leadership capacity for 90 corporate and 100 local leaders.
- Deliver two Wammu programmes in Uganda, developing leadership capacity for 18 corporate and 24 local leaders.
- Design and deliver one virtual open programme developing leadership capacity for at least 6 corporate and 8 local leaders.
- Ensure there is a strong pipeline of leadership programming for 2023 – 2024.
- Continue to embed leadership into Baylor-Uganda's programming.

Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.

- Test, evaluate and share learnings from 26 iNJIA project innovations focusing on cervical cancer across Uganda, Tanzania and India, identifying at least 3 iNJIA with the potential for scale.
- Test, evaluate and share learnings from 6 Wammu project innovations focusing on adolescent health in Uganda, identifying at least one with the potential for scale.
- Work with Kahawa Foundation to implement projects which take innovations developed in the iNJIA programme to proof of concept stage.

Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.

- Implement a communications plan which ensures leadership and project innovation impacts are captured and shared.
- Focus Tanzania programmes on national scale up, by highlighting the leadership impact and innovations through the CECAP website, impact report and a conference event.

Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.

- Secure at least one new corporate client to ensure diversity of funding.
- Invest in our people and systems by updating our HR strategy, expanding the team and strengthening IT security and data management.
- Undertake a diversity and inclusion audit of NJIA and ensure learnings are rolled out across Pepal.

5. Going Concern

Pepal has long term relationships with its corporate partners which have allowed it to continue to work with them to develop new products and adapt to a post COVID world. This, together with good cost control and strong reserves, ensures that the organisation is financially sound. The trustees support the organisational strategy for 2022 and are confident that the organisation has emerged stronger than ever from the COVID-19 crisis. The trustees therefore believe that the group has adequate resources to continue in operation for the foreseeable future. For these reasons, they continue to adopt the going concern basis in preparing the financial statements.

6. Policies and Objectives

Grant-Making Policies

Pepal pro-actively seeks NGO partners in low resource countries; NGO partners are chosen because of their strategic fit with Pepal, their ability to implement social change initiatives, and their openness to working with the private sector. All NGO partners must demonstrate sufficient financial security to reasonably commit to a long-term partnership with Pepal.

Pepal signs framework agreements with its NGO partners. These outline broad objectives of the partnership. Specific activities, including subsidised participation in the Pepal leadership programmes, are governed by individual contracts.

Pepal Foundation receives small grants for supporting beneficiary activities which it either spends directly on project activities or distributes via small project agreements with its implementing partners.

Pepal Foundation holds cash in three banks – HSBC, Barclays Bank Uganda and MoneyCorp - in the currency which matches the expected expenditures of the group. Pepal Limited has accounts at HSBC and Moneycorp. Global Reach and Money Corp are used to purchase “exotic” currencies which cannot be purchased through the normal banking system, such as Tanzanian Shillings.

Reserves Policies

The trustees aim to hold as unrestricted general funds an amount which is equivalent to one third of the unrestricted annual expenditure to provide sufficient cash to meet the operational needs of the organisation. Before accepting any restricted grant, which relies on pre-funding activities, the trustees will assess whether the group has sufficient unrestricted general funds to meet operational needs.

The level of unrestricted general funds increased from £149,698 on 31 December 2020 to £157,950 on 31 December 2021, compared to a targeted level of reserves of £65,738 in 2021 and £57,210 in 2021. The group therefore had, at 31 December 2021, a comfortable level of reserves in excess of the policy target, some of which may be drawn on in 2022 to allow the organisation to return to face to face programming and to invest in business development. In the medium term, as the external environment continues to normalise, the level of target reserves required is expected to rise as overall activity levels increase, with a proportional increase in in-person programmes.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

In 2018, the trustees designated £20,000 of the unrestricted reserve towards business development with a view to growing the organisation. With careful financial management, these funds have not yet been required. However, the trustees propose that we maintain this fund to support ongoing business development.

The trustees continue to closely monitor the cash flow needs of the group.

7. Structure, Governance and Management

Governing Document

Pepal Foundation is a company limited by guarantee governed by its Memorandum and Articles of Association dated 1st July 2009. It is registered as a charity with the Charity Commission. On 31 December 2021 there were five trustees.

Appointment and Induction of Trustees

Trustees are appointed by the members as set out in the Memorandum and Articles of Association. The trustees of Pepal Foundation have been selected to bring a range of skills relevant to the charity. Together, the trustees bring skills in grant-making, finance, human resources, international development, and business.

Organisation

All trustees are members of the Company and the Trustee Board which comprises between three and 12 members. Together, the trustees take overall responsibility for the strategy and finances of the Charity and for ensuring its effective management. The trustees also oversee the performance and financial position of Pepal Limited. During the year until 31 December 2021, the trustees of the Charity met regularly. Similarly, the directors of Pepal Limited have met regularly.

Pepal Foundation and Pepal Limited is managed by the Executive Director and three other staff members. The work of the group is supported by volunteer workers in the UK, Uganda, Tanzania and India as well as strategic NGO partners, independent specialists and independent academic faculty.

Related Parties

None of the trustees received remuneration directly for their work as trustees of Pepal Foundation.

Pay Policy for Senior Staff

The directors consider that the trustees and the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the Group on a day to day basis.

The pay of the Executive Director and other senior staff is reviewed regularly and reflects funds available, past contributions to the organisation, the level of risk that the organisation is exposed to, and market rates.

Risk Management

The trustees, together with the directors of Pepal Limited, have identified the risks to which the group is exposed and put in place risk mitigation strategies. During the year, the trustees reviewed the risk management framework and continue to group the risks into five areas:

- *Financial*, including fraud, financial monitoring, the failure to make the group financially viable and/or short-term cash problems.
- *Governance and compliance*, including healthcare compliance, overall compliance, GDPR and the effectiveness of our governance structure.
- *Strategic*, including knowledge management, our ability to grow with a small staff team, overdependence on a small number of key clients and reputational risk.
- *Human resources*, including staff health and well-being and attracting and retaining key staff.
- *Security and safeguarding*, for both participants and staff and including cyber security.

We continue to place a high emphasis on safeguarding. We have a policy of zero tolerance towards any deliberate harm of others, especially children, by our representatives (whether staff, volunteers, or others). We have safeguarding policies in place and we train our staff and volunteers. We remain committed to transparency around safeguarding issues. In 2021, Pepal didn't log any safeguarding concerns. No concerns were deemed as 'serious incidents' and therefore no reports were made to the Charity Commission. We recognise under-reporting within the sector is a major barrier to tackling sexual exploitation and abuse; we are working with our staff and partners to ensure that all incidences, no matter how minor, are reported. We will continue to monitor, report, and investigate any safeguarding incidents and take action where necessary.

The trustees, together with the directors of Pepal Limited, have undergone a thorough risk analysis to assess the risks and to put in place risk mitigation strategies. During 2022, the trustees will continue to monitor the risks to which the group is exposed and to review the Group's risk management strategies.

8. Trustees Responsibilities in Relation to the Financial Statements

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

Company and Charity 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 the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company and group 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 Charities SORP;

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2021

- Make judgments and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In preparing this report, the Trustees have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Trustees on:

and signed on their behalf, by:



Julie Saunders (Chair of Board)

3 September 2022

INDEPENDENT EXAMINER'S REPORT – PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

I report to the charity trustees on my examination of the accounts of the company for the year ended 31 December 2021 which are set out on pages 16 to 28.

Responsibilities and basis of report

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

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

Independent examiner's statement

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

1. accounting records were not kept in respect of the company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts 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 accounts 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 accounts to be reached.

Signed:



Date: 15 September 2022

Susan Robinson BA, FCA, DChA

Kreston Reeves LLP

Chartered Accountants

Second Floor, 168 Shoreditch High Street, London, E1 6RA

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES: PEPAL FOUNDATION
(Incorporating income and expenditure account)
FOR THE YEAR ENDED 31 DECEMBER 2021

Registered Number: 06949484; Charity Number: 1137688

	Notes	1 Jan 2021 to 31 Dec 2021			1 Jan to
		Unrestricted Funds (£)	Restricted Funds (£)	Total (£)	31 Dec 2020 Total (£)
Incoming resources	2				
Charitable income		225,451	4,355	229,806	180,709
Other trading income		14	0	14	224
Total incoming resources		225,465	4,355	229,820	181,093
Resources expended					
Charitable activities	5, 15,18	197,213	6,451	203,664	184,993
Total resources expended	5, 6	197,213	6,451	203,664	184,993
Net(outgoing)/incoming resources		28,252	(2,096)	26,156	(3,900)
Net movement in funds		28,252	(2,096)	26,156	(3,900)
Total funds brought forward at 31 Dec 2020		149,698	4,287	153,985	157,885
Total funds carried forward at 31 Dec 2021	11	177,950	2,191	180,141	153,985

There are no recognised gains or losses other than those disclosed above.

All of the above results derive from continuing activities and there were no acquisitions in the period.

CONSOLIDATED BALANCE SHEET: PEPAL FOUNDATION AS AT 31 DECEMBER 2021

Registered Number: 06949484; Charity Number: 1137688

	Notes	Group (£)		Charity (£)	
		31/12/21	31/12/20	31/12/21	31/12/20
Fixed assets					
Tangible assets	8	-	-	-	-
Investment in subsidiaries	14	-	-	1	1
		-	-	1	1
Current assets					
Amount due from subsidiary	9	-	-	41,190	36,117
Other debtors	9	53,049	32,859	3,642	(223)
Cash at bank and in hand		144,635	124,126	142,684	119,990
		197,684	156,985	187,516	155,884
Creditors					
Amount falling due within 1 year	10	9,435	3,000	7,376	1,900
Deferred income	10a	8,108	-	-	-
Net current assets		180,141	153,985	180,140	153,984
Total assets less current liabilities		180,141	153,985	180,141	153,985
Funds					
Unrestricted general funds		157,950	126,698	157,950	126,698
Designated business development fund		20,000	20,000	20,000	20,000
Restricted funds		2,191	4,287	2,191	4,287
Total funds	11	180,141	153,985	180,141	153,985

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2021 and of its net incoming resources/resources expended for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved by Trustees on 3rd September 2022 and signed on their behalf, by:

Julie Saunders (Chair)

The notes on pages 19 to 27 form part of these financial statements.

CONSOLIDATED CASH FLOW: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2021

Registered Number: 06949484; Charity Number: 1137688

	Notes	For the year ending 31 December 2021	For the year ending 31 December 2020
	12	<hr/>	<hr/>
Cash flow from operating activities (£)			
Net cash provided by operating activities		20,509	49,221
Cash flow from investing activities (£)			
Purchase of equipment		-	-
Change in cash and cash equivalents for the year (£)		<hr/> 20,509	<hr/> 49,221
Cash and cash equivalents brought forward (£)		124,126	74,905
Cash and cash equivalents carried forward (£)		<hr/> 144,635 <hr/>	<hr/> 124,126 <hr/>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

1. Accounting policies

The principal accounting policies, all of which have applied consistently throughout the period are set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 (effective 1 January 2016). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities", published in October 2019, Charities Act 2011, applicable accounting standards and Companies Act 2006.

The Statement of financial activities (SOFA) and Balance Sheet consolidate the financial statements of the company and its subsidiary undertaking. The results of the subsidiary have been consolidated on a line by line basis.

No separate SOFA has been presented for the company alone as permitted by section 408 of the Companies Act 2006.

Public Benefit

Pepal Foundation meets the definition of a public benefit entity under FRS102.

Basis of consolidation

The financial statements consolidate the accounts of Pepal Foundation and all its subsidiary undertakings ('subsidiaries').

The charity has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Income and expenditure account.

The income and expenditure account for the period dealt with in the accounts of the charity was a surplus of £26,156.

Company status

The charity is a company limited by guarantee registered in England and Wales with registered address 244 Kilburn High Road, Kilburn, London, NW6 2BS. The members of the company are the Trustees named on page 2 of this report. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

Fund accounting

Unrestricted funds are general funds that are available for use at the trustees' discretion in furtherance of any of the objectives of the charity.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors which have been raised by the company for particular purposes. The cost of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

Incoming resources

Income from charitable activities includes income recognised as earned (as the related goods or services are provided) under contract or where entitlement to grant funding is subject to specific performance conditions. Grant income included in this category provides funding to support programme activities and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered.

Deferred Income

Income received in advance is held in deferred income, either as part of unrestricted or restricted funds, and carried forward to future accounting periods to be released when measurable stages of work have been completed, approved or certified. Any grants restricted to future accounting periods are deferred and recognised in those accounting periods.

Creditors and provisions

Creditors and provisions are recognised when the charity has a present obligation resulting from a past event that will probably result in the transfer 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 the settlement amount after allowing for any trade discounts.

Resources expended

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Governance costs include those incurred in the governance of the charity and are primarily associated with constitutional and statutory requirements of operating the charity.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

Foreign currencies

Transactions in foreign currencies are recognised at the rate of exchange at the date of the transaction. Monetary assets and liabilities are translated into sterling at the exchange rate on the balance sheet date. All exchange differences are recognised through the statement of financial activities. The charity does not own any non-monetary assets abroad.

Taxation

Irrecoverable VAT is not separately analysed and is charged to the statement of financial activities when the expenditure to which it relates is incurred and is allocated as part of the expenditure to which it relates.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

The company is a registered charity and is exempt from income tax and corporation tax under s521 of the Income Tax Act 2007 and s466 of the Corporation Tax act 2007.

Tangible fixed assets and depreciation

Tangible assets are stated at cost and depreciated over their useful economic lives at the 33% per annum. All assets with a purchase value above £2,000 are capitalised.

Investments

The investment in the subsidiary is shown at historic cost.

Going concern

The Trustees assess whether the use of going concern is appropriate i.e. whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the financial statements and have concluded that the Charity has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Charity's ability to continue as a going concern, thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Significant judgements and estimates

No significant judgements have had to be made by management in preparing these financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

2. Income

<u>Group Income (£)</u>		<u>to 31 Dec 2021</u>	<u>to 31 Dec 2020</u>
Restricted Grant Income	Kahawa Foundation	4,355	6,812
Private Donations		-	2,500
	<i>Total Restricted</i>	<i>4,335</i>	<i>9,312</i>
Programme Income		212,052	171,397
Other grants		13,399	-
Other income		14	384
	<i>Total Unrestricted</i>	<i>226,465</i>	<i>171,781</i>
		229,820	181,093

<u>Charity Income (£)</u>		<u>to 31 Dec 2021</u>	<u>to 31 Dec 2020</u>
Restricted Grant Income	Kahawa Foundation	4,355	6,812
	From Pepal Limited	16,851	12,092
Private Donations		-	2,500
		<i>21,206</i>	<i>21,404</i>
Gift Aid Income from subsidiary		146,322	80,515
Other income		328	294
		167,856	102,213

The income has been applied to improving the efficiency and effectiveness of organisations carrying out charitable activities in developing countries.

94% (2020: 93%) of the income of the group derives from outside the UK.

3. Surplus of resources for the year

Excess of expenditure over income in the group is stated after charging:

	<u>to 31 Dec 2021</u>	<u>to 31 Dec 2020</u>
Trustees' Emoluments (£)	-	-
Depreciation on owned Assets (£)	-	-
Independent Examiners Fees (£)	3,935	3,865
	3,935	3,865

The group surplus for the period was £26,156 (2020: net deficit £3,900)

4. Employees

	<u>to 31 Dec 2021</u>	<u>to 31 Dec 2020</u>
<i>Total Staff Costs</i>		
Wages and salaries (£)	86,094	79,101
Employers National Insurance (£)	1,541	1,082
Employers Pension (£)	1,629	1,033
Total	89,264	81,216
Average number of employees (Pepal Ltd & Pepal Foundation)	2.5	4
Directors Emoluments (Pepal Ltd & Pepal Foundation) (£)	47,879	38,267

Key management personnel remuneration in the year was £47,879 (2020: £38,267).

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION
FOR THE YEAR ENDED 31 DECEMBER 2021**

5. Breakdown of cost of charitable activities

	Activities undertaken directly (£)	Support costs (£)	Total (£)	Total (£)
	1 Jan 21 to 31 Dec 2021	1 Jan 21 to 31 Dec 2021	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020
Programme development	3,476	12,461	15,937	20,553
Programme implementation	98,463		98,463	83,225
	<i>Uganda</i>		26,639	17,426
	<i>Tanzania</i>		51,334	41,123
	<i>India</i>		17,490	24,676
Programme salaries	65,522	23,742	89,264	81,216
Total	167,461	36,203	203,664	184,994

In 2021 the expenditure on charitable activities was £203,664 (2020: £184,993) of which £197,213 (2020: £171,632) was expenditure from unrestricted funds and £6,451 (2020: £13,361) was expenditure from restricted funds.

6. Breakdown of Support Costs by Activity (£)

	to 31 Dec 2021	to 31 Dec 2020
Finance	6,179	4,194
Direction	22,307	23,048
Property	1,382	1,160
Governance	6,335	5,817
	38,010	34,219

7. Corporation Tax

As a registered charity, the company is not liable to corporation tax on its wholly charitable activities.

8. Tangible Fixed Assets

The charity and group have no fixed assets.

9. Debtors (£)

	Group		Charity	
	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020
Trade debtors	49,133	31,900	154	-
Amounts due from subsidiary	-	-	41,190	36,117
Accrued income	1,682	-	1,682	-
Prepayments	1,806	-	1,806	-
VAT debtor	378	620	-	-
Advances	50	339	-	(223)
Total	53,049	32,859	44,832	35,894

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION
FOR THE YEAR ENDED 31 DECEMBER 2021**

10. Liabilities- amounts falling due within 1 year (£)

	Group		Charity	
	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020
Trade creditors	1,004	-	845	-
Accruals	8,431	3,000	6,531	1,900
Deferred income	8,108	-	-	-
Total	17,543	3,000	7,376	1,900

10a. Deferred income (£)

	Group		Charity	
	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020	1 Jan 21 to 31 Dec 2021	1 Jan 20 to 31 Dec 2020
Balance brought forward	-	595	-	-
Resources deferred during the year	8,108	-	-	-
Amounts released from previous periods	-	595	-	-
Balance carried forward	8,108	-	-	-

11. Statements of Funds

Current Year - 2021

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	129,698	225,465	197,213	-	157,950
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	866	4,355	4,754	-	467
<i>Hoffmann M&E</i>	60	-	60	-	-
<i>Eleanor Rathbone Trust</i>	1,000	-	1,000	-	-
<i>Private donations</i>	2,361	-	637	-	1,724
	153,985	229,820	203,664	-	180,141

2021 restricted funds represent funds received from the Kahawa Foundation via the Silicon Valley Community Fund to support our cervical cancer prevention programme in Tanzania and private donations to support our programme in Uganda.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2021

Previous Year - 2020

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	129,549	171,781	171,632	-	129,698
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	1,348	6,812	7,294	-	866
<i>Hoffmann M&E</i>	60	-	-	-	60
<i>Eleanor Rathbone Trust</i>	1,000	-	-	-	1,000
<i>Private donations</i>	5,928	2,500	6,067	-	2,361
	157,885	181,093	184,993	-	153,985

12. Reconciliation of net movement in funds to net cash flow from operating activities (£)

	For the year ending 31 December 2021	For the year ending 31 December 2020
Balance brought forward	124,126	74,905
Net income (expenditure) for the year as per SOFA	26,156	(3,900)
Adjustment for:		
<i>Depreciation</i>	-	-
<i>Decrease/(increase) in debtors</i>	(20,190)	53,591
<i>Increase/(decrease) in creditors</i>	6,435	125
<i>Increase/(decrease) in deferred income</i>	8,108	(595)
Net cash provided by operating activities	20,509	49,221
Investment in fixed assets	-	-
Balance carried forward	144,635	124,126

13. Company limited by guarantee

The charity has no share capital but instead is limited by guarantee, each member being committed to contribute a maximum of £1 in the event of a winding up.

14. Investment in subsidiaries

The charity, Pepal Foundation (charity number: 1137688) has investments in subsidiaries as follows:

Pepal Limited (£)	1
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The investment of £1 represents the whole of the issued share capital, which is made up of £1 ordinary shares of Pepal Ltd, a company incorporated in England and Wales (company number 06950246).

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION
FOR THE YEAR ENDED 31 DECEMBER 2021**

15. Pepal Ltd – Summary profit and loss account (£)

	1 Jan 2021 to 31 Dec 2021	1 Jan 2020 to 31 Dec 2020
<i>Income</i>		
Programme fee income	225,450	171,487
Total Income	225,450	171,487
<i>Expenditure</i>		
Programme development and marketing	3,476	657
Programme implementation	167,946	110,776
Programme salaries	44,389	37,854
Support costs	9,639	22,200
Total Expenditures	225,450	171,487
Profit on Ordinary Activities	-	-

16. Trustees and other related parties

No non-executive director of Pepal Ltd received emoluments (2020: £nil).

No trustees received remuneration for their role in Pepal Foundation (2020: £nil).

No trustees received expenses (2020: £nil).

The Charity had no related party transactions during the year under review.

17. Operating leases

The group had no annual commitments under non-cancellable operating leases.

18. Analysis of grants

The charity has made the following grants to institutions:

	2021	2020
Grants to Institutions (£)		
Baylor-Uganda	3,323	2,860
Pepal Foundation (Tanzania)	40,073	31,975
Progressive Foundation (India)	17,323	21,664
Total (£)	60,719	56,500

19. Analysis of net assets between funds

Current Year - 2021	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	-	-	-
Current Assets	195,493	2,191	197,684
Creditors falling due within 1 year	(17,543)	-	(17,543)
Total Net Assets	177,950	2,191	180,141

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION
FOR THE YEAR ENDED 31 DECEMBER 2021**

Previous Year - 2020	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	-	-	-
Current Assets	152,698	4,287	156,985
Creditors falling due within 1 year	(3,000)	-	(3,000)
Total Net Assets	149,698	4,287	153,985

PEPAL FOUNDATION

England & Wales - Charity number 1137688

Accounts

PEPAL FOUNDATION

(A company limited by guarantee)

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

Registered number: 06949484

Charity number: 1137688



www.pepal.org

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TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2020

Directors and trustees

Dr. Andriy Klepikov

Jane Waterman (Terminated 27/01/2020)

Jane Smith (Terminated 29/01/2020)

Edward Marsh

Claire-Jayne Green

Julie Saunders (Appointed 27/01/2020)

Vikas Karlekar (Appointed 08/04/2020)

Programme Director (who is neither a member of the company nor a trustee)

Sarah Galvin

Name of the Charity

The name of the charity is Pepal Foundation. The use of the word 'Pepal' is used as a collective term to describe the Pepal Foundation and member group companies.

Company registered number: 6949484

Charity registered number: 1137688

Independent Examiners:	Susan Robinson	Kreston Reeves LLP 2 nd Floor, 168 Shoreditch High Street, London, E1 6RA
Bankers:	HSBC	210 High Holborn, London, WC1V 7BX
	Moneycorp	2 Sloane St, Knightsbridge, London, SW1X 9LA
	Absa Bank Uganda	Plot 2/4 Hannington Road, Kampala, Uganda
Solicitors:	Russell-Cooke	2 Putney Hill, London, SW15 6AB

Registered Office:
244 Kilburn High Road
Kilburn
London
NW6 2BS

Principal Office:
45 Circus Road
St John's Wood
London
NW8 9JH

1. Introduction

The Trustees (who are also directors of the charity for the purposes of the Companies Act) present their annual report together with the financial statements of Pepal Foundation (the charity and the group) for the year ended 31 December 2020. The Trustees confirm that the annual report and financial statements of the charity and the group comply with the current statutory requirements, the requirements of the charity and the group's governing document and the provisions of the Statement of Recommended Practice (SORP), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), effective 1 January 2019.

Since the charity qualifies as 'small' under section 383, the strategic report required of medium and large companies under The Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 is not required.

The Pepal group was set up with the support of Foundation Hoffmann to connect businesses and NGOs to achieve effective and sustainable social change in the developing world through a focus on leadership and innovation. Originally an initiative of the registered charity, the International HIV/AIDS Alliance, Pepal became an independent group in July 2009.

- **Pepal's vision** is vision is a world in which inspired leaders from business, NGOs, and government work together to solve big social issues.
- **Pepal's mission** is to develop leaders who drive social change

The Pepal group comprises Pepal Foundation, a company limited by guarantee which received its charity registration on 31 August 2010, and its wholly owned trading subsidiary, Pepal Limited, a company limited by shares.

Pepal Foundation is a grant making body that raises funds from institutional and other donors to achieve its charitable objects, which are to:

- Advance health throughout the developing and emerging world; and
- Relieve poverty and other charitable needs within the developing and emerging world; and
- Advance any other purpose which is charitable according to the law of England and Wales.

In the year until 31 December 2020, Pepal Foundation has provided grants to Pepal's NGO partners, supported the delivery of the charitable Pepal executive training programmes which are run through Pepal Limited.

Pepal Limited is a for-profit entity which designs and implements the Pepal training programmes, and which supports the implementation of Pepal's activities.

2. Activities, Achievements, Performance

Charitable Objectives

In setting objectives and planning for activities, the trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit. The trustees always ensure that the programmes and activities undertaken are in line with Pepal's charitable objectives and aims.

Pepal delivers its charitable objectives by:

- Connecting businesses, NGOs and government to work on projects in developing countries and emerging markets, which have a scalable and sustainable social impact.
- Providing capacity building executive training to leaders within NGOs and government in developing countries and emerging markets.
- Supporting the generation and testing of innovation ideas coming from the Pepal executive training programmes.
- Providing grants to Pepal's partner NGOs to implement charitable activities.

During 2020, Pepal's charitable objectives were delivered by staff who were employed by both Pepal Ltd and Pepal Foundation. The Programme Director is an employee of Pepal Foundation and Pepal Limited and a company director of Pepal Limited. The Programme Director is not a trustee nor member of Pepal Foundation.

At the start of 2020 Pepal had four staff (who were employed by both Pepal Ltd and Pepal Foundation) and two volunteer workers. During the year we reduced the team as a result of the pandemic and at the end of 2020 had three staff. In March 2020 Pepal relocated the international staff who were based in our countries of operation back to their home countries, additionally for several months all staff salaries taken to 80% and staff worked four days per week. No staff were furloughed in the 2020 year. The staff returned to our countries of operation in late 2020 / early 2021. Pepal plans to employ additional staff and volunteer workers in 2021. The small Pepal team is supplemented by external consultants and partners, and strong implementing NGO partners in the countries in which we operate.

Overview

The table overleaf summarises the Group's achievements against plans for 2020. As the pandemic developed, we cancelled all planned in person programmes and other planned activities became increasingly challenging to implement. Therefore, in 2020, Pepal focused on retaining and motivating our staff team, sustaining and supporting our NGO partners in their response to the pandemic, maintaining strong relationship with our clients and ensuring financial stability. Despite the significant disruption, we were able to implement the activities outlined and prepare for 2021.

**TRUSTEES' REPORT - PEPAL FOUNDATION
FOR THE YEAR ENDED 31ST DECEMBER 2020**

Plans for 2020	Outcomes during 2020
<p>Implement the 'NJIA Taskforce' programme. This programme brings together corporate participants with Pepal's NGO and government partners to develop innovative solutions to support the India and Tanzanian healthcare systems to overcome the challenges of COVID-19.</p>	<p>In 2020 the Pepal team worked closely with our corporate partners at F. Hoffmann-La Roche AG (Roche) to redesign the NJIA programme into an online offering called iNJIA. A catalyst to the success of this redesign was being one of five winners (out of 800 applicants) of the Brain Catalyst which took place as part of Roche's 'Partnering for Innovation' summit. Pepal and Roche, alongside our NGO partners, launched a pilot online programme in January 2021 focused in India on child malnutrition.</p>
<p>Deliver leadership development remotely to Baylor College of Medicine Children's Foundation – Uganda (Baylor-Uganda) staff working on the frontline of the COVID-19 response in Uganda.</p>	<p>During 2020 Pepal worked with thirteen alumni from Janssen Pharmaceutical Companies of Johnson & Johnson (Janssen) to design three leadership modules which could be taught online to Baylor-Uganda colleagues: Leading with Agility, Situational Leadership and Influencing Skills. These modules will be rolled out in 2021. In response to a request from our NGO partners Pepal also provided 30 frontline health staff in India with a two-part training in 'Personal and Team Resilience'.</p>
<p>Create a virtual Pepal offering for existing and new partners enabling us to continue to achieve impact during the pandemic but also to reach more people, in a way that is more cost-effective and has a lower environmental impact, post COVID-19.</p>	<p>During 2020 a significant amount of staff time was invested in researching ways to create engaging and impactful online experiences and redesigning our programmes to make them fully digital. In mid-2020 we made the decision not to trial a full online programme independently of our existing clients, as much of what we had designed could be trialled through planned programmes with current clients.</p>
<p>Host a virtual NJIA symposium to share impact data from the NJIA programme, maintain momentum and support from our NGO and government partners, and facilitate a global discussion on cervical cancer prevention best practices.</p>	<p>Due to the increased impact of the pandemic, we were unable to host a virtual NJIA symposium. We did however develop a website highlighting Cervical cancer best practices in low resources setting (www.cervicalcancerresources.org) and begun a comprehensive impact report detailing the success of the NJIA programme over the last five years.</p>
<p>Design a scientific exchange programme in East Africa for a corporate client with a view to launch in 2021.</p>	<p>In 2020 Pepal completed a comprehensive review of three potential geographic locations / health focus areas for a new scientific exchange programme. Due to a shift in focus for the team involved, this work was put on hold at the end of 2020.</p>
<p>Deliver, in partnership with the Cross Sector Leadership Exchange (CSLE), new initiative focusing on the critical area of leadership and anti-microbial resistance (AMR).</p>	<p>In February 2020, 16 leaders from the public sectors in Uganda and the UK came together for a five-day workshop in Uganda to develop their leadership skills and co-create low cost innovation ideas to combat AMR. The teams developed robust action plans to improve AMR stewardship, which received endorsement from District Health Officials and were implemented over the months following the immersion programme.</p>
<p>Investing in Pepal's systems, policies, communications and monitoring frameworks.</p>	<p>In 2020 Pepal finalised a new comprehensive strategy for 2020 to 2025. We also reviewed our financial policies, Gender and Equal Opportunities Policy, Risk Management Policies, Anti-Bribery, Anti-Fraud and Anti-Corruption Policy and Safeguarding policy. Pepal also had a full legal review examining fifteen distinct legal areas and giving a comprehensive picture of the legal health of Pepal. The review found that "overall, the legal health of Pepal is good". In early 2020 Pepal took part in a significant organisational audit in preparation for UK government funding. The majority of the recommendations from the audit were implemented during 2020.</p>

The programme had a significant impact, at Rukunyu Hospital for example prior to the programme five people in every 100 contracted sepsis, this rate has dropped to just 2 out of every 100 people over the months following the programme.

Programmes on hold in 2020

Tanzania and India – NJIA

Cervical cancer is a 93% preventable disease and is caused by the Human Papilloma Virus (HPV), the most common sexually transmitted infection. Cervical cancer primarily affects women in their childbearing years leading to significant losses for communities. Low cost screening and treatment can be delivered by primary health care facilities, and this saves lives.

The NJIA programme aims to improve awareness of, and access to, cervical cancer prevention services for women in both the remote Kagera Region of North West Tanzania and in the highly populated Varanasi division, Utter Pradesh state, India.

Cervical cancer is the most common cancer among women in Tanzania, and the leading cause of cancer related mortality among women aged 15 to 49 years. Each year about 7,300 new cases of cervical cancer are diagnosed in Tanzania: one of the highest incidences among women in Africa. India also has a very high burden; one woman dies of Cervical Cancer every 6 minutes. India – due to its large population - has the highest number of cervical cancer cases globally, and in the areas NJIA is operational there are two million women in need of screening. In both Tanzania and India, the potential for impact is significant.

In Tanzania, NJIA is a partnership, between Pepal, the Government of Tanzania and the INGO, ICAP. In India, our partners include the Government of India, Progressive Foundation and the INGO, JHPIEGO. NJIA started in late 2015, and by the end of 2020 we had created over 170 NJIA leaders from Tanzania and India, all of whom say they have made profound changes to their leadership style and that they would recommend NJIA to a colleague.

No NJIA cohorts took place in 2020, however as part of our ongoing NJIA programming, we put in mitigations for COVID-19 and were able to complete the five projects started in Tanzania by Cohort 9 (Nov 2019) during the 2020 year

The NJIA team is excited to launch our new online programme in both India and Tanzania in 2021.

Uganda - Leadership and Adolescent Sexual Health Programme

Our programme in Uganda builds on our previous collaboration with Janssen, focusing on adolescent sexual health. This area was chosen as 59% of Uganda's population are under 20, and young people are disproportionately affected by negative sexual and reproductive health outcomes, hindering progress towards the SDGs. In Uganda, half of 380 new HIV infections per day are among young people. Girls account for 66% of new HIV infections and in Kamwenge, the area where this project operates, where girls are seven times more likely than boys to get HIV. One in four teenage girls in Uganda have had a child or are pregnant, and 42% of all adolescent pregnancies are unintended.

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2020

In this context, Pepal, Janssen and Baylor-Uganda developed a unique leadership programme, which improves the leadership skills of adolescent peer leaders, frontline health workers and Baylor-Uganda staff, and supports the pilot of small-scale innovation projects to improve adolescent HIV and sexual health outcomes.

No adolescent health cohorts took place in 2020 but the team is excited to continue this work online programme in 2021.

3. Financial Review and Results

Results

Overall, the group made an operating deficit of £3,900 in 2020 compared to a surplus of £41,707 in 2019. The surplus on unrestricted funds was £149 with restricted fund balances reducing by £4,049. Overall, we are proud of these strong results given the level of disruption Pepal leadership programmes, and the organisation as a whole, faced in 2020.

Income

During 2020, the group continued to generate income from different sources including:

- Unrestricted fee income, via Pepal Limited, from companies for participation on Pepal's executive training programmes. This fee income was used to subsidise NGO and health care worker participation on the training programmes and to provide core funds to the group.
- Unrestricted fee income, via Pepal Limited, from companies for the design of the executive training programmes which combine leadership training with social impact.
- Restricted income for providing project implementation support in areas which included project coordination, grant management, donor reporting, and communication with multiple stakeholders.
- Restricted income for onward granting to Pepal's partner NGOs to support project activities.

In total, the group's income was £181,093 in 2020 compared to £417,336 in 2019. The decrease was due to a reduction in programming for 2020 caused by the COVID-19 pandemic. As a result, unrestricted income, comprising fee and other income from designing and delivering executive training programmes, decreased from £411,220 in 2019 to £171,781 in 2020.

Expenditure

Expenditure totalled £184,993 during the year (2019: £375,629), covering the costs of grants to local implementing partners, volunteer worker allowances and costs, salaries, programme development, programme implementation support and administration costs.

During the year, the group spent £12,585 of grant funds to support cervical cancer prevention work in Tanzania, including £6,812 of monies received from the Kahawa Foundation via the Silicon Valley Community Fund.

The Balance Sheet

At 31 December 2020, the balance sheet remained healthy with unrestricted reserves at £149,698 (2019: £149,549), sufficient to allow the group to meet its working capital needs. The trustees have retained the designated £20,000 for business development.

Restricted funds totalled £4,287 at 31 December 2020 (2019: £8,336), reflecting small grants from private individuals and foundations to be spent in 2021. Trade debtors at year-end were £31,900 (2019: £83,055), representing unrestricted amounts owing from corporate customers for programmes implemented at the end of 2020.

Post Balance Sheet Event – UK Aid Cuts

In early 2020, Pepal was awarded a UKAID grant for our work in with Janssen and Baylor-Uganda focusing on adolescent sexual and reproductive health in the Rwenzori region of Uganda. The grant, for £250,000 over three years, entitled 'Empowering Ugandan Peer Leaders: Leadership and Innovation for Improved HIV and Sexual Reproductive Health Outcomes' aimed to reducing new HIV infections and teenage pregnancies amongst 13,168 young people in Kamwenge District, Uganda over three years.

In May 2020, the UK Government made significant cuts to the UK's international aid budget and the fund above was terminated. In 2021 Pepal will seek opportunities for additional funding for this programme.

4. Plans for Future Periods

Plans for 2021

Strategic Objective 1: Deliver immersive and transformational leadership programmes across Uganda, Tanzania and India which develop corporate and local participants as agents of change.

Pepal is pleased to be launching several virtual leadership programmes in 2021, however the ongoing pandemic continues to have significant impact in our countries of operation which may impact our ability to carry out planned activities.

In Uganda we aim to:

- Deliver two online leadership programmes with our corporate partner, Janssen, and our NGO partner, Baylor-Uganda. This programme will have two streams:

Stream 1: The Covid-19 pandemic has seen remote working become a norm, accelerating the transition to a digitalised workspace. In response, we plan to digitalise the Caring Together (a set of management modules) content into a self-study course for Baylor-Uganda staff and district stakeholders.

Stream 2: In 2019, Janssen and Baylor-Uganda launched a leadership and adolescent health programme in Kamwenge and Kitagwenda districts, Uganda. Two of the innovation ideas that were trialled in 2019 proved particularly

promising: school outreach and training church leaders to be adolescent Sexual and Reproductive Health ambassadors. We aim to introduce scale innovations to more health facilities in the same districts and develop a proof of concept.

- Explore funding opportunities and new partners to support our programme focused on antimicrobial resistance (AMR) in partnership with the Cross Sector Leadership Exchange (CSLE).
- During 2020, Pepal worked with alumni from Janssen to design three leadership modules which could be taught online to Baylor-Uganda colleagues. These modules will be rolled out in 2021.

In Tanzania we aim to:

- Deliver at least three cohorts of iNJIA, our online leadership programme run in partnership with Roche and focusing on cervical cancer. We will also expand NJIA into a new region of Tanzania, Pwani, whilst continuing work in Kagera region.

In India we aim to:

- Launch the first iNJIA online leadership programme focused on child malnutrition.
- Continue to build our partnerships with key NGOs including Progressive, JHPIEGO, PSI and PATH.

Strategic Objective 2: Support the testing of innovative ideas generated from our leadership programmes that lead to at least one scalable solution per country per year.

- In 2021, around 17 innovations will be generated from the iNJIA programme and will be tested and evaluated across India, Tanzania and Uganda.
- The Janssen online programme will focus on scale up of successful innovations which have been tested in previous years.
- In 2021, we will continue, with the support of the Kahawa Foundation, to trial a new treatment option for cervical cancer taking it to proof of concept stage.

Strategic Objective 3: Share evidence, knowledge and learning from our programmes and demonstrate we are influencing the collective mindsets of donors, governments, corporates, NGOs specifically around the importance of effective leadership for social change.

- In 2021 we will launch our 'NJIA impact report', detailing the programme's successes between 2015 and 2020.
- We also plan to launch a new cervical cancer resources website (www.cervicalcancerresources.org) which will showcase successful NJIA innovation and ideas and cervical cancer resources from other NGOs working in low resource settings.

Strategic Objective 4: Continue to develop our funding, partners, people, and systems to ensure excellence in everything we do.

- We will continue to develop new business with both existing clients and new clients.
- We will further develop our framework for measuring Pepal's social impact contribution, in particular our capacity to monitor and evaluate the leadership outcomes.

5. Going Concern

Pepal has long term relationships with its corporate partners which have allowed it to work with its corporate partners to develop new products and work streams and secure income during 2020 despite the impact of COVID-19. This together with cost reductions and strong reserves ensures that the organisation is financially sound. The trustees support the organisational strategy for 2021 and is confident that the organisation will emerge stronger than ever from the COVID-19 crisis. The trustees therefore believe that the company has adequate resources to continue in operation for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

6. Policies and Objectives

Grant-Making Policies

Pepal pro-actively seeks developing country and emerging market NGO partners and is also open to applications. NGO partners are chosen because of their strategic fit with Pepal's corporate partners, their ability to implement social change initiatives, and their openness to working with the private sector. All NGO partners must demonstrate sufficient financial security to reasonably commit to a long-term partnership with Pepal.

Pepal signs multi-year framework agreements with its NGO partners. These outline broad objectives of the partnership. Specific activities, including subsidised participation in the Pepal executive training programmes, are governed by individual contracts.

Pepal Foundation receives small grants for supporting beneficiary activities which it either spends directly on project activities or distributes via small project agreements with its implementing partners.

Pepal Foundation holds its cash in its banks – HSBC, Barclays Bank Uganda and MoneyCorp - in the currency which matches the expected expenditures of the group. Pepal Limited has accounts in HSBC and Moneycorp. Global Reach is used to purchase “exotic” currencies which cannot be purchased through the normal banking system, such as Tanzanian Shillings.

Reserves Policies

The trustees aim to hold as unrestricted general funds an amount which is equivalent to one third of the unrestricted annual expenditure in order to provide sufficient cash to meet the operational needs of the organisation. Before accepting any restricted grant, which relies on pre-funding activities, the

TRUSTEES' REPORT - PEPAL FOUNDATION FOR THE YEAR ENDED 31ST DECEMBER 2020

trustees will assess whether the group has sufficient unrestricted general funds to meet operational needs.

The level of unrestricted general funds increased from £149,549 on 31 December 2019 to £149,698 on 31 December 2020, compared to a targeted level of reserves of £122,123 in 2019 and £57,210 in 2020. The Group therefore had, at 31 December 2020, £92,488 excess reserves which will be drawn down in 2021 to allow the organisation to meet the challenges of COVID-19 and invest in business development.

The trustees designated, in 2018, £20,000 of the unrestricted reserve towards business development with a view to growing the organisation. With careful financial management, these funds were not required in 2020. However, the trustees propose that we maintain this fund to support ongoing business development work and the organisation's response to COVID-19 and to continue business development.

The trustees continue to closely monitor the cash flow needs of the group.

7. Structure, Governance and Management

Governing Document

Pepal Foundation is a company limited by guarantee governed by its Memorandum and Articles of Association dated 1st July 2009. It is registered as a charity with the Charity Commission. On 31 December 2020 there were five trustees.

Appointment and Induction of Trustees

Trustees are appointed by the members as set out in the Memorandum and Articles of Association. The trustees of Pepal Foundation have been selected to bring a range of skills relevant to the charity. Together, the trustees bring skills in grant-making, finance, law, human resources, international development, and business.

In January 2020, Julie Saunders who founded the organisation in 2009 and has been Executive Director for the past 10 years replaced Jane Waterman as Chair of the Board.

Organisation

All trustees are members of the Company and the Trustee Board which comprises between three and 12 members. Together, the trustees take overall responsibility for the strategy and finances of the Charity and for ensuring its effective management. The trustees also oversee the performance and financial position of Pepal Limited. During the year until 31 December 2020, the trustees of the Charity met regularly. Similarly, the directors of Pepal Limited have met regularly.

Pepal Limited is managed by the Programme Director and three other staff members. The work of the group is supported by volunteer workers in the UK, Uganda, Tanzania and India as well as strategic NGO partners, independent specialists and independent academic faculty.

Related Parties

None of the trustees received remuneration directly for their work as trustees of Pepal Foundation.

Pay Policy for Senior Staff

The directors consider the trustees, and the senior management team comprise the key management personnel of the charity in charge of directing and controlling, running, and operating the Group on a day to day basis.

The pay of the Programme Director and Programme Manager is reviewed regularly and reflects funds available, past contributions to the organisation, the level of risk that the organisation is exposed to and market rates. The trustees believe that management remuneration is still below market levels.

Risk Management

The trustees, together with the directors of Pepal Limited, have identified the risks to which the group is exposed and put in place risk mitigation strategies. During the year, the trustees updated the risk management framework and have grouped the risks into five areas:

- *Financial*, including fraud, financial monitoring, the failure to make the group financially viable and/or short-term cash problems.
- *Governance and compliance*, including healthcare compliance, overall compliance, GDPR and the effectiveness of our governance structure.
- *Strategic*, including knowledge management, our ability to grow with a small staff team, overdependence on a small number of key clients and reputational risk.
- *Human resources*, including staff health and well-being and attracting and retaining key staff.
- *Security and safeguarding*, for both participants and staff.

We continue to place a high emphasis on safeguarding. We have a policy of zero tolerance towards any deliberate harm of others, particularly children, by our representatives (whether staff, volunteers, or others). We have safeguarding policies in place and we train our staff and volunteers. We remain committed to transparency around safeguarding issues. In 2020 we logged one safeguarding concern. This concern was discussed with the chair of the board and the safeguarding lead. No concerns were deemed as 'serious incidents' therefore no reports were made to the Charity Commission. We recognise under-reporting within the sector is a major barrier to tackling sexual exploitation and abuse; we are working with our staff and partners to ensure that all incidences, no matter how minor, are reported. We will continue to monitor, report, and investigate any safeguarding incidents and take action where necessary.

The trustees, together with the directors of Pepal Limited, have undergone a thorough risk analysis to assess the risks and to put in place risk mitigation strategies. During 2021, the trustees will continue to monitor the risks to which the group is exposed and to review the Group's risk management strategies.

8. Trustees Responsibilities in Relation to the Financial Statements

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

Company and Charity 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 the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company and group 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 Charities SORP;
- Make judgments and estimates that are reasonable and prudent; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable group will continue in operation.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In preparing this report, the Trustees have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the Trustees on:

and signed on their behalf, by:



Julie Saunders (Chair of Board)

22 September 2021

INDEPENDENT EXAMINER'S REPORT – PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

I report to the charity trustees on my examination of the accounts of the company for the year ended 31 December 2020 which are set out on pages 16 to 25.

Responsibilities and basis of report

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

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

Independent examiner's statement

Since the company's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of the Institute of Chartered Accountants In England and Wales, which is one of the listed bodies.

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 company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts 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 accounts 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 accounts to be reached.

Signed:

Date: 27 September 2021



Susan Robinson BA, FCA, DChA

Kreston Reeves LLP

Chartered Accountants

Second Floor, 168 Shoreditch High Street, London, E1 6RA

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES: PEPAL FOUNDATION
(Incorporating income and expenditure account)
FOR THE YEAR ENDED 31 DECEMBER 2020

Registered Number: 06949484; Charity Number: 1137688

	Notes	1 Jan 2020 to 31 Dec 2020			1 Jan to
		Unrestricted Funds (£)	Restricted Funds (£)	Total (£)	31 Dec 2019 Total (£)
Incoming resources	2				
<i>Incoming resources from charitable activities:</i>					
Charitable income		171,397	9,312	180,799	411,565
Other trading income		384	0	294	5,771
Total Incoming resources		171,781	9,312	181,093	417,336
Resources expended					
Charitable activities	5, 15,18	171,632	13,361	184,993	375,629
Total resources expended	5, 6	171,632	13,361	184,993	375,629
Net(outgoing)/incoming resources		149	(4,049)	(3,900)	41,707
Net movement in funds		149	(4,049)	(3,900)	41,707
Total funds brought forward at 31 Dec 2019		149,549	8,336	157,885	116,178
Total funds carried forward at 31 Dec 20	11	149,698	4,287	153,985	157,885

There are no recognised gains or losses other than those disclosed above.

All of the above results derive from continuing activities and there were no acquisitions in the period.

CONSOLIDATED BALANCE SHEET: PEPAL FOUNDATION AS AT 31 DECEMBER 2020

Registered Number: 06949484; Charity Number: 1137688

	Notes	Group (£)		Charity (£)	
		31/12/20	31/12/19	31/12/20	31/12/19
Fixed assets					
Tangible assets	8	-	-	-	-
Investment in subsidiaries	14	-	-	1	1
		-	-	1	1
Current assets					
Amount due from subsidiary	9	-	-	36,117	90,783
Other debtors	9	32,859	86,450	(223)	(77)
Cash at bank and in hand		124,126	74,905	119,990	68,858
		161,355	161,355	159,564	159,564
Creditors					
Amount falling due within 1 year	10	3,000	2,875	1,900	1,680
Deferred income	10a		595		
Net current assets		153,985	157,885	153,984	157,884
Total assets less current liabilities		153,985	157,885	153,985	157,885
Funds					
Unrestricted general funds		129,698	129,549	129,698	129,549
Designated business development fund		20,000	20,000	20,000	20,000
Restricted general funds		4,287	8,336	4,287	8,336
Total funds	11	153,985	157,885	153,985	157,885

The Trustees consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 477 of the Companies Act 2006 ("the Act") and members have not required the company to obtain an audit for the period in question in accordance with section 476 of the Act.

The Trustees acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at 31 December 2019 and of its net incoming resources/resources expended for the year then ended in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to the financial statements so far as applicable to the company.

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) (effective 1 January 2019) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The financial statements were approved by Trustees on 22 September 2021 and signed on their behalf, by:



Julie Saunders (Chair)

The notes on pages 19 to 25 form part of these financial statements.

CONSOLIDATED CASH FLOW: PEPAL FOUNDATION FOR THE YEAR ENDING 31 DECEMBER 2020

Registered Number: 06949484; Charity Number: 1137688

	Notes	For the year ending 31 December 2020	For the year ending 31 December 2019
	12		
Cash flow from operating activities (£)			
Net cash provided by operating activities		49,221	28,183
Cash flow from investing activities (£)			
Purchase of equipment			
Change in cash and cash equivalents for the year (£)		49,221	28,183
Cash and cash equivalents brought forward (£)		74,905	46,722
Cash and cash equivalents carried forward (£)		124,126	74,905

1. Accounting policies

The principal accounting policies, all of which have applied consistently throughout the period are set out below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard 102 (effective 1 January 2016). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities", published in October 2019, Charities Act 2011, applicable accounting standards and Companies Act 2006.

The Statement of financial activities (SOFA) and Balance Sheet consolidate the financial statements of the company and its subsidiary undertaking. The results of the subsidiary have been consolidated on a line by line basis.

No separate SOFA has been presented for the company alone as permitted by section 408 of the Companies Act 2006.

Public Benefit

Pepal Foundation meets the definition of a public benefit entity under FRS102.

Basis of consolidation

The financial statements consolidate the accounts of Pepal Foundation and all of its subsidiary undertakings ('subsidiaries').

The charity has taken advantage of the exemption contained within 408 of the Companies Act 2006 not to present its own Income and expenditure account.

The income and expenditure account for the period dealt with in the accounts of the charity was a deficit of £3,900.

Company status

The charity is a company limited by guarantee registered in England and Wales with registered address 244 Kilburn High Road, Kilburn, London, NW6 2BS. The members of the company are the Trustees named on page 2 of this report. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £1 per member of the charity.

Fund accounting

Unrestricted funds are general funds that are available for use at the trustees' discretion in furtherance of any of the objectives of the charity.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors which have been raised by the company for particular purposes. The cost of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

Incoming resources

Income from charitable activities includes income recognised as earned (as the related goods or services are provided) under contract or where entitlement to grant funding is subject to specific performance conditions. Grant income included in this category provides funding to support

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

programme activities and is recognised where there is entitlement, certainty of receipt and the amount can be measured with sufficient reliability.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered.

Deferred Income

Income or grants received in advance are held in deferred income, either as part of unrestricted or restricted funds, and carried forward to future accounting periods to be released when measurable stages of work have been completed, approved or certified. Any grants restricted to future accounting periods are deferred and recognised in those accounting periods.

Creditors and provisions

Creditors and provisions are recognised when the charity has a present obligation resulting from a past event that will probably result in the transfer 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 that the settlement amount after allowing for any trade discounts too.

Resources expended

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Governance costs include those incurred in the governance by the trustees of the charity's operating the charity assets and are primarily associated with constitutional and statutory requirements of operating the charity.

Support costs include central functions and have been allocated to activity cost categories on a basis consistent with the use of resources.

Foreign currencies

Transactions in foreign currencies are recognised at the rate of exchange at the date of the transaction. Monetary assets and liabilities are translated into sterling at the exchange rate on the balance sheet date. All exchange differences are recognised through the statement of financial activities. The charity does not own any non-monetary assets abroad.

Taxation

Irrecoverable VAT is not separately analysed and is charged to the statement of financial activities when the expenditure to which it relates is incurred and is allocated as part of the expenditure to which it relates.

The company is a registered charity and is exempt from income tax and corporation tax under s521 of the Income Tax Act 2007 and s466 of the Corporation Tax act 2007.

Tangible fixed assets and depreciation

Tangible assets are stated at cost and depreciated over their useful economic lives at the 33% per annum. All assets with a purchase value above £2,000 are capitalised.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

Investments

The investment in the subsidiary is shown at historic cost.

Going concern

The Trustees assess whether the use of going concern is appropriate i.e. whether there are any material uncertainties related to events or conditions that may cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees make this assessment in respect of a period of at least one year from the date of authorisation for issue of the financial statements and have concluded that the Charity has adequate resources to continue in operational existence for the foreseeable future and there are no material uncertainties about the Charity's ability to continue as a going concern, thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Whilst the impact of the COVID-19 pandemic has been assessed by the Trustees, so far as is reasonably possible, due to its unprecedented impact on the worldwide economy it is difficult to evaluate with any certainty the potential outcomes on the Charity's future activities. However, taking into consideration the Charity's level of reserves, the Trustees believe that the Charity will be able to continue in operational existence for the foreseeable future.

Significant judgements and estimates

No significant judgements have had to be made by management in preparing these financial statements.

2. Income

<u>Group Income (£)</u>		<u>to 31 Dec 2020</u>	<u>to 31 Dec 2019</u>
Restricted Grant Income	Kahawa Foundation	6,812	6,116
	Private Donations	2,500	0
	<i>Total Restricted</i>	<i>9,312</i>	<i>6,116</i>
Programme Income		171,397	405,449
Other income		384	5,771
	<i>Total Unrestricted</i>	<i>171,781</i>	<i>411,220</i>
		181,093	417,336
 <u>Charity Income (£)</u>		 <u>to 31 Dec 2020</u>	 <u>to 31 Dec 2019</u>
Restricted Grant Income	Kahawa Foundation	6,812	6,116
	From Pepal Limited	12,092	68,238
	Private Donations	2,500	
Other Income		294	5,771
Gift Aid Income from subsidiary		80,515	134,996
		102,213	215,120

The income has been applied to improving the efficiency and effectiveness of organisations carrying out charitable activities in developing countries.

93% (2019: 99%) of the income of the group derives from outside the UK.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

3. Surplus of resources for the year

Excess of expenditure over income in the group is stated after charging:

	to 31 Dec 2020	to 31 Dec 2019
Trustees' Emoluments (£)	-	-
Depreciation on owned Assets (£)	-	-
Independent Examiners Fees (£)	3,865	1,794
	3,865	1,794

The group surplus for the period was £3,900 (2019: net surplus £41,707)

4. Employees

	to 31 Dec 2020	to 31 Dec 2019
<i>Total Staff Costs</i>		
Wages and salaries (£)	79,101	78,510
Employers National Insurance (£)	1,082	1,681
Employers Pension	1,033	959
Total	81,216	81,150
Average number of employees (Pepal Ltd & Pepal Foundation)	4	3
Directors Emoluments (Pepal Ltd & Pepal Foundation) (£)	£37,333	£42,500

Key management personnel remuneration in the year was £37,333 (2019: £42,500).

5. Breakdown of cost of charitable activities

	Activities undertaken directly (£)	Support costs (£)	Total (£)	Total (£)
	1 Jan 20 to 31 Dec 2020	1 Jan 20 to 31 Dec 2020	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019
Programme development	2,199	18,354	20,553	22,598
Programme implementation	83,225		83,225	254,769
<i>Uganda</i>	17,426		17,426	61,523
<i>Tanzania</i>	41,123		41,123	119,882
<i>Myanmar</i>	0		0	6
<i>India</i>	24,676		24,676	73,358
Programme salaries	65,351	15,865	81,216	98,262
Total	150,775	34,219	184,994	375,629

In 2020 the expenditure on charitable activities was £184,993 (2019: £375,629) of which £171,632 (2019: £366,370) was expenditure from unrestricted funds and £13,361 (2019: £6,116) was expenditure from restricted funds.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

6. Breakdown of Support Costs by Activity (£)

	to 31 Dec 2020	to 31 Dec 2019
Finance	4,194	7,348
Direction	23,048	20,479
Property	1,160	4,994
Governance	5,817	4,308
	34,219	37,129

7. Corporation Tax

As a registered charity, the company is not liable to corporation tax on its wholly charitable activities.

8. Tangible Fixed Assets

The charity and group have no fixed assets.

9. Debtors (£)

	Group		Charity	
	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019
VAT debtor	620	394	0	0
Amounts due from subsidiary	-	-	36,117	90,783
Advances	339	3,001	(223)	(77)
Trade debtors	31,900	83,055	0	0
Total	32,859	86,450	35,894	90,706

10. Liabilities- amounts falling due within 1 year (£)

	Group		Charity	
	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019
Trade creditors	-	-	-	-
Accruals	3,000	2,875	1,900	1,680
VAT creditor	-	-	-	-
Total	3,000	2,875	1,900	1,680

10a. Deferred income (£)

	Group		Charity	
	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019	1 Jan 20 to 31 Dec 2020	1 Jan 19 to 31 Dec 2019
Balance brought forward	595	595	-	-
Incoming resources received:				
<i>Unrestricted Income</i>	171,186	411,220	80,809	140,766
<i>Kahawa Foundation</i>	6,812	-	6,812	-
<i>Pepal Limited Restricted Grants</i>	-	-	12,092	68,238
<i>Private Donations</i>	2,500	6,116	2,500	6,116
Income recorded in SOFA	(181,093)	(417,336)	(102,213)	(215,120)
Balance carried forward	0	595	0	0

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

11. Statements of Funds

The note analyses the reserves of the group

	Bal b/fwd (£)	Income (£)	Expenditure (£)	Transfers between funds (£)	Bal c/fwd (£)
Unrestricted funds					
<i>General Fund</i>	129,549	171,781	171,632	0.00	129,698
<i>Designated Business Development Fund</i>	20,000	-	-	-	20,000
Restricted funds					
<i>Kahawa Foundation</i>	1,348	6,812	7,294	0.00	866
<i>Hoffmann M&E</i>	60	-	-	-	60
<i>Eleanor Rathbone Trust</i>	1,000	-	-	-	1,000
<i>Private donations</i>	5,928	2,500	6,067	0.00	2,361
	157,885	181,093	184,993	0.00	153,985

2020 restricted funds represent funds received from the Kahawa Foundation via the Silicon Valley Community Fund to support our cervical cancer prevention programme in Tanzania and private donations to support our programme in Uganda.

12. Reconciliation of net movement in funds to net cash flow from operating activities (£)

	For the year ending 31 December 2020	For the year ending 31 December 2019
Balance brought forward	74,905	46,722
Net income (expenditure) for the year as per SOFA	(3,900)	41,707
Adjustment for:		
<i>Depreciation</i>	-	-
<i>Decrease/(increase) in debtors</i>	53,591	(12,873)
<i>Increase/(decrease) in creditors</i>	125	(651)
<i>Increase/(decrease) in deferred income</i>	(595)	-
Net cash provided by operating activities	49,221	28,183
Investment in fixed assets		
Balance carried forward	124,126	74,905

13. Company limited by guarantee

The charity has no share capital but instead is limited by guarantee, each member being committed to contribute a maximum of £1 in the event of a winding up.

14. Investment in subsidiaries

The charity, Pepal Foundation (charity number: 1137688) has investments in subsidiaries as follows:

Pepal Limited (£)	<u>1</u>
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The investment of £1 represents the whole of the issued share capital, which is made up of £1 ordinary shares of Pepal Ltd, a company incorporated in England and Wales (company number 06950246).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS: PEPAL FOUNDATION FOR THE YEAR ENDED 31 DECEMBER 2020

15. Pepal Ltd – Summary profit and loss account (£)

	1 Jan 2020 to 31 Dec 2020	1 Jan 2019 to 31 Dec 2019
<i>Income</i>		
Programmatic fee income	171,487	405,449
Total Income	171,487	405,449
<i>Expenditure</i>		
Programme development and marketing	657	4,640
Programme implementation	110,776	334,353
Programme salaries	37,854	44,667
Support costs	22,200	21,789
Total Expenditures	171,487	405,449
Profit on Ordinary Activities	0	0

16. Trustees and other related parties

No non-executive director of Pepal Ltd received emoluments (2019: £nil).

No trustees received remuneration for their role in Pepal Foundation (2019: £nil).

No trustees received expenses (2019: £nil).

The Charity had no related party transactions during the year under review.

17. Operating leases

The group had no annual commitments under non-cancellable operating leases.

18. Analysis of grants

The charity has made the following grants to institutions:

	2020	2019
Grants to Institutions (£)		
Baylor-Uganda	2,860	4,395
Pepal Foundation (Tanzania)	31,975	75,661
Progressive Foundation (India)	21,664	23,147
Nyasohozi Tanzania	0	5,429
Total (£)	56,500	108,632

19. Analysis of net assets between fund

Current Year - 2020	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	0	0	0
Current Assets	152,698	4,287	156,985
Creditors falling due within 1 year	-3,000	0	-3,000
Total Net Assets	149,698	4,287	153,985
Previous Year - 2019			
	Unrestricted Funds (£)	Restricted Funds (£)	Total Funds (£)
Fixed Assets	0	0	0
Current Assets	153,019	8,336	161,355
Creditors falling due within 1 year	(3,470)	0	(3,470)
Total Net Assets	149,549	8,366	157,885