



SHAPESHIFTER PRODUCTIONS LTD
(A company limited by guarantee)

REPORT AND UNAUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2024

www.shapeshifter-productions.com

Company number: 06142524
Charity number: 1141763

SHAPESHIFTER PRODUCTIONS LTD

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SHAPESHIFTER PRODUCTIONS LTD

Charity Information

Board of Trustees	Mrs Joanna Nolan (Chair) Ms Alison Jones Mr Mark Kendrick Ms Milica Milosevic Mrs Lorraine Cox Mr Eamonn Flynn Ms Mandy Worster
Artistic Director	Alison Jones
Company number:	06142524
Charity number:	1141763
Registered Office:	11 Batten House, The Drive London E17 3BX
Website	www.shapesifter-productions.com
Independent Examiner:	Misbahul Karim FCCA MMK Chartered Certified Accountants 37 th Floor, One Canada Square Canary Wharf London E14 5AA
Bankers:	Santander PO Box 10102 21 Prescott Street London E1 8TN

SHAPESHIFTER PRODUCTIONS LTD TRUSTEES' ANNUAL REPORT

For the year ended 31 March 2024

The directors, who are the Trustees of the charitable company for the purposes of charity law, present their annual report and financial statements of Shapeshifter Productions Ltd for the year ended 31 March 2024. The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the charitable company's governing document, the Companies Act 2006, and charities regulations. Accounting and Reporting by Charities: Statement of Recommended Practice (SORP 2015), applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland published on 16 July 2014 (FRS102).

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

Shapeshifter Productions Limited is a company limited by guarantee, registered with Companies House on 7 March 2007, and registered as a charity with the Charity Commission in England and Wales on 6 May 2011. The Charity is governed by its Memorandum and Articles of Association as amended by special resolution registered at Companies House on 12 April 2010.

The governance of the charity is the responsibility of the Trustees. Day-to-day management is by the Artistic Director and the General Manager.

Recruitment and Appointment of Trustees

When it is necessary to appoint new Trustees, due to either a Trustee stepping down or a gap of expertise in the Board is identified, recruitment will initially begin by an open call and through the networks of the Board and management team. Applicants will be reviewed by the Trustees and successful applicants will be invited to attend a Trustee meeting. Following this, on the provision that the Board are satisfied and the applicant still wishes to join the Trustee Board, they will be appointed.

No other person or external body is entitled to appoint any Trustees of the charity.

Induction and training of Trustees

The charity provides new Trustees with an induction pack and mentoring from existing Trustees. New Trustees are also strongly encouraged to meet with current Board members and the Artistic Director and General Manager, over the initial few months in order to gain a full and unbiased understanding of the charity.

Trustees

The directors of the company are its Trustees for the purpose of the Charity Law and are referred to collectively as Trustees in this report.

The Trustees serving during the year and since the year-end were as follows:

Ms Lorraine Cox

Mr Eamonn Flynn - appointed on 18th July 2023

Ms Joanna Nolan (Chair)

Ms Alison Jones

Mr Mark Kendrick

Ms Milica Milosevic

Ms Mandy Worcester

Related party relationships

The Charity has considered the disclosure requirements of the SORP for related party relationships and believes that there are no related party relationships other than the Trustees and their close connections. All related party transactions have been reported in the Notes to the financial statements.

Risk management

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

Remuneration of key management personnel

Alison Jones provides her time as Trustee on a voluntary basis. However, in accordance with the charity's governing document and the Board of Trustees, it was agreed that she would move to PAYE for 3 days a week as Artistic Director from 1st April 2022 and she may still invoice for her Creative work, as a musician/workshop facilitator. Alison is a member of the Musicians' Union, and all professional creative fees are guided by the Musician's Union rates.

Purposes and aims

As set out in the governing document, the object of the charity is to advance the arts for the public benefit by the promotion in particular, but not exclusively, of the arts of drama and music.

Principal activities of the charity

The charity's main activities are undertaken to further Shapeshifter Productions' charitable purposes for the public benefit. These are primarily funding dependent, focusing on delivering original, high quality cultural projects that actively engage and inform communities while enhancing confidence, wellbeing, self-esteem and reducing isolation.

Regular activity:

The Smiling Sessions: since 2011, our participatory singing project has reached 4000+ isolated and vulnerable senior adults in care/social housing across deprived areas of London and South East. Our world-class artists deliver sessions fortnightly on Thursdays and Fridays, into communal living rooms of our beneficiaries to improve health, well-being and happiness.

In response to COVID-19, we created a free music video App with celebrity guests and on screen lyrics: www.smilingsessions.com or YouTube <https://bit.ly/3nmuE7D>. In December 2023, as a tribute to Shane MacGowan, we filmed "Fairytale of New York" : <https://youtu.be/8KzllizaUwY>

ACHIEVEMENTS AND PERFORMANCE: REVIEW OF ACTIVITIES FOR THE YEAR

Public benefit

The Trustees have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the charity's aims and objectives and in planning its future activities. In particular, the Trustees consider how planned activities will contribute to the aims and objectives that have been set.

Review of activities

The year focused on:

- the continuation of delivering fun, engaging, live singing sessions to senior citizens, bringing world-class artists into sheltered housing and care homes to create a sense of joy and purpose while reducing loneliness
- expanding The Smiling Sessions geographically - new area: Dover
- developing relationships with new housing partners: Dover District Council & Housing 21

- the development of our collaboration with Gaia's Company, developing material, holding meetings and researching new partnerships to start phase 2
- rigorous fundraising programme to support immediate delivery and long-term sustainability for the charity

Overview:

- From April 2023 to March 2024, we delivered 103 participatory singing sessions, including 19 Christmas parties, to 26 different sheltered housing schemes and 9 different care homes, across London and Kent
- Regular meetings about the development of "Gaia & The Globe" with Peter Horton, director of Gaia's Company and our RCE sponsor Neil Herrington
- Alison Jones re-joined RSA (Royal Society for the Arts) on behalf of Shapeshifter Productions.
- RSA published an article about Gaia & the Globe in 'Arts in the Spotlight' feature for the upcoming Issue 3, 2023 journal, September, themed 'regenerative planet'
- With support from a volunteer, we created a blog: <http://www.shapeshifter-productions.com/our-blog/>
- We ran a fundraising campaign through the Big Give, under the theme, Arts For Impact 2024, and raised £2,500 match funded by The Big Give supporters, reaching our target of £5,000
- Hello Magazine published an interview with Clive Rowe, our patron, promoting Shapeshifter Productions' work and the Big Give campaign
- Violaine Bailleul, General Manager, trained to learn about "Crowdfunding for the Cultural Sector", lead by Association for Cultural Enterprises and attended an online session about "How to Get Started with Community-led Monitoring and Evaluation" organised by Arts Council England

Funding raised in financial year ending 31st March 2024:

- Arts Council England - £2,925 final payment (10%) for the project "Smiling Across The South East"
- The Paley Trust - £3,000 towards The Smiling Sessions in Brighton & Hove
- Notting Hill Genesis Impact Fund - £11,077 towards The Smiling Sessions delivered at NHG schemes
- Arts Council England – £26,730 towards the project "Combating Loneliness With The Smiling Sessions"
- The Garfield Weston Foundation - £7,500 towards The Smiling Sessions in London and the South East over 12 months
- Ashley Family Foundation Limited - £9,120 towards The Smiling Sessions in London and the South East over 12 months
- The Lawson Trust - £5,000 towards The Smiling Sessions in Kent & Sussex
- The Childwick Trust - £8,000 towards The Smiling Sessions in London and the South East over 12 months
- The Field Family Charitable Trust - £2,000 towards The Smiling Sessions in London
- Kent Community Foundation - £5,000 amount carried forward because the project started in April 2024
- Social Enterprise Kent - £3,630 amount carried forward because the project started in April 2024

PROGRAMME OF ACTIVITY:

The Smiling Sessions:

Shapeshifter Productions collaborated with:

- **Peabody**, delivering 24 sessions, from April to June 2023, to 8 sheltered housing schemes and 7 Christmas parties, in December 2023, to 7 sheltered housing schemes situated in Chelsea, Hackney, Lewisham, Southwark, Thamesmead and Wandsworth. Reaching 190 residents
- **NHG**, delivering 22 sessions from September to December 2023, including 6 Christmas parties, to 8 sheltered housing schemes situated in Brent, Ealing, Dagenham and Newham, reaching a total of 119 residents
- **Victoria Nursing Homes, Sai Care Homes, Hythe Care, Housing 21, Dover District Council** in the area of Kent (Folkestone & Hythe and Dover), delivering 37 sessions, from July 2023 to March 2024, to 8 care homes and 1 sheltered housing scheme, reaching 167 residents
- **Hackney Housing with Care**, delivering 12 sessions to 4 sheltered housing schemes situated in Hackney, reaching a total of 55 residents
- **Sanctuary Care**, delivering a Christmas party to Birchwood Care Home in Redbridge

PLANS FOR FUTURE PERIODS

2024-2025 and onwards:

- to extend The Smiling Sessions' reach across London and the South East (SE), targeting deprived areas, where loneliness is prevalent, while maintaining some existing partners
- To develop our new partnership with Parkinsons' Centre for Integrated Therapies (CPIT), based at University of Kent, Canterbury. The senior management are including our project in their next National Lottery bid, to fund sessions fortnightly for one year in Canterbury, and eventually in two new centres they would like to open in Thanet and/or Medway, later in 2025. They are also hoping to add stroke and brain injury to their service which will increase attendance further
- to continue spreading the word about our free on-line singing resource and raise awareness about the impact of singing on health & wellbeing
- continue developing the monitoring system of the impact of song and well-being, working closely with housing partners, sourcing specialist organisations (CPIT) and training
- Gaia's Company and Shapeshifter Productions to continue developing different strands of the 'Gaia & The Globe' project to deliver across the UK and longer term, internationally
- consolidate the long-term sustainability of the charity and projects through securing ongoing project and core funding, continue to build our financial reserves and explore new sources of income streams

FINANCIAL REVIEW

Financial performance and position

Total income for the year amounted to £91,004 (£134,063– 2023) and total expenditure amounted to £103,811 (£133,931 – 2023).

The Charity incurred a net deficit for the year of £12,807. Details of charity's financial results are shown in the Statement of Financial Activities on page 12.

Going Concern

The Trustees have considered the Charity's reserves and projected income and expenditure, and have a reasonable expectation that the charitable company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Reserves Policy

The charity currently has four months reserves in place, covering four months overheads expenditure, including our Artistic Director's fee for one day a week. In the Trustees' view, the reserves should provide the charity with adequate financial stability to meet the working capital requirements of the charity and the Trustees are confident that at this level they would be able to continue the current activities of the charity in the event of a significant drop in funding.

The Trustees review the amount of reserves that are required to ensure that they are adequate to fulfil the charity's continuing obligations on a quarterly basis at their finance meeting. At the year end, the unrestricted funds balance was £8,604, which is just over required levels at an estimated £1,800 of monthly overhead costs.

STATEMENT OF TRUSTEES RESPONSIBILITIES

Company and Charity Law requires the Trustees to prepare financial statements that give true and fair view of the state of affairs of the charity at the end of the financial year and of its surplus or deficit for the financial year. In doing so the Trustees are required to:

- Select suitable accounting policies and then apply them consistently
- Make judgments and estimates that are reasonable and prudent
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements
- Follow the methods and principles of the Charity SORP; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to assume that the group will continue in business.

The Trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the charity and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Trustees are responsible for the maintenance and integrity of the charity and financial information included on the charity's website in accordance with legislation in the United Kingdom governing the preparation and dissemination of financial statements.

PREPARATION OF THE REPORT

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

This report was approved by the Board of Trustees on and signed on their behalf by:

A handwritten signature in black ink, appearing to read 'Alison Jones', is written over a horizontal dotted line.

Ms Alison Jones
Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
Shapeshifter Productions Ltd**

For the year ended 31 March 2024

I report on the accounts of the company for the period ended 31 March 2024, which are set out on pages 11 to 15.

Respective responsibilities of Trustees and examiner

The Trustees (who are also the directors of the company for the purpose of company law) are responsible for the preparation of the accounts. The Trustees consider that an audit is not required for this year under section 144(2) of the Charities Act 2011 (the 2011 Act) and that an independent examination is needed.

Having satisfied myself that the charity is not subject to audit under company law and is eligible for independent examination, it is my responsibility to:

- examine the accounts under section 145 of the 2011 Act;
- to follow the procedures laid down in the general directions given by the Charity Commission under section 145(5)(b) of the 2011 Act; and
- to state whether particular matters have come to my attention.

Basis of independent examiner's report

My examination was carried out in accordance with the general directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements: to keep accounting records in accordance with section 386 of the Companies Act 2006; and to prepare accounts which accord with the accounting records, comply with the accounting requirements of section 396 of the Companies Act 2006 and with the methods and principles of the Statement of Recommended Practice: Accounting and Reporting by Charities have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



Misbahul Karim FCCA
MMK Chartered Certified Accountants

STATEMENT OF FINANCIAL ACTIVITIES
For the year ended 31 MARCH 24

	Notes	Unrestricted Funds £	Restricted Funds £	2024 £	2023 £
Incoming Resources					
Donation and legacies	2	302	89,452	89,754	118,138
Charitable activities		1,250	-	1,250	15,925
Total Incoming Resources		1,552	89,452	91,004	134,063
Resources Expended					
Charitable activities	3	234	102,137	102,371	132,491
Governance cost	4	1,440	-	1,440	1,440
Total Resources Expended		1,674	102,137	103,811	133,931
Net Income for the year		(122)	(12,685)	(12,807)	132
Reconciliation of Funds:					
Total funds, brought forward		8,726	16,760	25,486	25,354
Total funds, carried forward		8,604	4,075	12,679	25,486

CONTINUING OPERATIONS

None of the Charity's activities were acquired or discontinued during the above two financial periods.

TOTAL RECOGNISED GAINS AND LOSSES

The Charity has no recognised gains or losses for the above two financial periods.

The notes on pages 13 to 15 form part of these accounts.

SHAPESHIFTER PRODUCTIONS LTD**Balance Sheet As At 31 March 2024**

	Notes	£	2024 £	£	2023 £
Fixed Assets					
Office equipment	7		<u>474</u>		<u>708</u>
			474		708
<u>Current Assets</u>					
Debtors	5	560		1,388	
Cash at Bank and in hand		<u>23,024</u>		<u>41,145</u>	
		23,584		42,533	
<u>Creditors</u>					
Amounts falling due within one year	6	<u>(11,379)</u>		<u>(17,755)</u>	
<u>Net Current Assets</u>			12,204		25,486
			<u>12,679</u>		<u>25,486</u>
<u>Total Funds of the Charity</u>					
Restricted funds			4,075		16,760
Unrestricted funds			<u>8,604</u>		<u>8,726</u>
			<u>12,679</u>		<u>25,486</u>

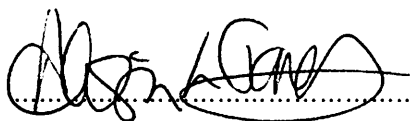
The directors are satisfied that the company is entitled to exemption from the requirement to obtain an audit under section 477 of the Companies Act 2006.

The members have not required the company to obtain an audit in accordance with section 476 of the Act.

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

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 2015) - (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 and authorised for issue on and signed on their behalf by:



..... Ms Alison Jones, Trustee

SHAPESHIFTER PRODUCTIONS LTD

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2024

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant note(s) to these accounts. The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) issued on 16 July 2014 and the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and the Charities Act 2011.

The financial statements have been prepared to give a 'true and fair' view and have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a 'true and fair view'. This departure has involved following SORP 2015 rather than the Accounting and Reporting by Charities: Statement of Recommended Practice effective from 1 April 2005 (SORP 2005) which has since been withdrawn.

Public benefit entity

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

Going concern

The Trustees consider that there are no material uncertainties about the charity's ability to continue as a going concern.

Key judgements that the charity has made which have a significant effect on the accounts include estimating income and expenditure for the next 12 months.

Income

Income is recognised when the charity has entitlement to the funds: this is when any performance conditions attached to the income have been met, it is probable that the income will be received, and that the amount can be measured reliably.

Income is only deferred when: The donor specifies that the grant or donation must only be used in future accounting periods; or for performance related grants, where these are received in advance of the performances or specific event to which they relate.

Expenditure and irrecoverable VAT

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Expenditure is considered all to relate to Charitable activities and includes the costs of delivering services undertaken to further the purposes of the charity and their associated support costs.

Fund accounting

Restricted funds are to be used for specific purposes as laid down by the donor. Expenditure which meets these criteria is charged to the fund. Unrestricted funds are donations and other incoming resources received or generated for the charitable purposes. Designated funds are unrestricted funds earmarked by the trustees for particular purposes.

2. Donations and legacies

	<u>Unrestricted</u>	<u>Restricted</u>	<u>2024</u>	<u>2023</u>
	£	£	£	£
ACE	-	29,655	29,655	46,639
Local authorities	-	-	-	1,500
Private donations	302	-	302	495
Trusts and foundations	-	59,797	59,797	69,104
	<u>302</u>	<u>89,452</u>	<u>89,754</u>	<u>117,738</u>

3. Cost of Charitable activities

	<u>Unrestricted</u>	<u>Restricted</u>	<u>2024</u>	<u>2023</u>
	£	£	£	£
Staff costs - fees	-	49,354	49,354	78,464
Staff costs - wages and salaries	-	45,949	45,949	42,066
Insurance	-	590	590	740
Legal and professional fees	-	363	363	505
Software	-	777	777	816
Stationery/Supplies	-	327	327	121
Telephone	-	606	606	620
Entertaining	-	98	98	171
Travel and accommodation	-	3,052	3,052	6,394
Repair and maintenance	-	333	333	363
Advertising and PR	-	683	683	1,841
Equipment	-	-	-	32
Bank Charges	-	5	5	9
Depreciation	234	-	234	349
	<u>234</u>	<u>102,137</u>	<u>102,371</u>	<u>132,491</u>

4. Governance Cost

	<u>2024</u>	<u>2023</u>
	£	£
Independent Examiner's fee	1,440	1,440
	<u>1,440</u>	<u>1,440</u>

5. Debtors

	<u>2024</u>	<u>2023</u>
	£	£
Sundry debtors	-	183
Trade debtors	560	860
Prepayments	-	-
Staff reimbursement - error	-	345
	<u>560</u>	<u>1,388</u>

6. Creditors: Amounts Falling Due Within One Year

	<u>2024</u>	<u>2023</u>
	£	£
Accruals	1,440	1,440
Deferred income	8,630	14,100
PAYE and NI	1,309	2,215
	<u>11,379</u>	<u>17,755</u>

7. Tangible Fixed assets	Office Equipment	2024	2023
		£	£
Cost			
At 1 April 2023		3,320	3,320
Additions During the Year		-	-
As at 31 March 2024		<u>3,320</u>	<u>3,320</u>
Depreciation			
At 1 April 2023		2,612	2,263
Charge for the Year		234	349
As at 31 March 2024		<u>2,846</u>	<u>2,612</u>
Net Book Values			
As at 31 March 2023		-	708
As at 31 March 2024		<u>474</u>	<u>-</u>

8. STAFF COSTS AND NUMBERS

All the charity's staff are hired either on a freelance basis or salary. Total staff costs during the year was £95,303 (2023 - £120,531).

The average weekly number of staff on a head count basis was 5 (2023 - 5).

The total employee benefits inc salary of key management personnel were £40,320 (2023 - £40,427).

No staff earned more than £60,000, including benefits, during the year (2023 - the same).

9. TRUSTEES' REMUNERATION AND EXPENSES

One of the Trustees is a musician and composer and is paid the market rate for her creative work for the charity, like any other Creative staff. The rate of pay is determined by reference to the Musicians Union rates. She is also the Artistic Director at the charity. The amount paid to her during the year was £40,320 (2023 - £42,427).

No other Trustees received any remuneration or payments for services rendered to the charity or received any reimbursement of expenses, travel, and subsistence or otherwise.

10. RELATED PARTY TRANSACTIONS

The charity's Trustees and their close connections are considered to be the only related parties. Trustees remuneration and expenses are disclosed in Note 9.

11. Summary of Funds

	Brought Forward	Incoming Resources	Resources Expended	Carried Forward
	£	£	£	£
Unrestricted Funds	8,726	1,552	(1,674)	8,604
Restricted Funds	16,760	89,452	(102,137)	4,075
	<u>24,486</u>	<u>91,004</u>	<u>(103,811)</u>	<u>12,679</u>