

Charity registration number 1147678

Company registration number 07976404 (England and Wales)

OPES-LCEF

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2024

OPES-LCEF

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees	E Casolari G Freato B Wenz
Charity number	1147678
Company number	07976404
Registered office	5th Floor 3 Dorset Rise London EC4Y 8EN
Auditor	TC Group 5th Floor 3 Dorset Rise London EC4Y 8EN
Bankers	Lloyds Bank Plc 25 Gresham Street London EC2V 7HN

OPES-LCEF

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OPES-LCEF

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) FOR THE YEAR ENDED 31 MARCH 2024

The trustees present their annual report and financial statements 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 financial statements and comply with the charity's trust deed, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)".

Objectives and activities

OPES-LCEF's object, as set out in Paragraph 3 of its Articles of Association is "to promote for the benefit of the public sustainable development by the preservation, conservation, and protection of the physical and natural environment and to relieve poverty, suffering and hardship in any part of the world. Sustainable development means development that meets the needs of the present without compromising the ability of future generations to meet their own needs".

OPES-LCEF is a charitable company registered in England. In meeting its objectives, OPES-LCEF supports a portfolio of low-carbon and social impact enterprises.

OPES-LCEF selects ventures to invest in that have a clear low carbon and social impact, in doing this OPES-LCEF supports sustainable development and the creation of local livelihoods. OPES-LCEF works with a wide range of partners to achieve its goals. It works with not-for-profit, private, and public sector organisations, both overseas and in the UK.

OPES-LCEF seeks through its programmes and partnerships to provide financial resources in a way that results in a better global environment achieved through sustainable and equitable development.

OPES-LCEF aims to be a responsive and learning organisation that is knowledgeable about the development, aspirations, needs, culture, and environment of its partners. It is committed to encouraging diversity, professionalism, and contestability of ideas among all its members, staff and volunteers.

In 2012, OPES-LCEF (under its previous name LCEF II) entered into a loan agreement with the DOEN Foundation, a Dutch not-for-profit organisation, to support low-carbon enterprises. These funds were used to provide financial support (equity and/or debt) for small-scale enterprises in lower-income countries that are developing and/or delivering low carbon service or products. In total, seven social enterprises have been supported of which two are still in our portfolio.

In 2019, OPES-LCEF received donations from Stichting Opint, a Dutch not-for-profit organisation, in the form of unrestricted cash donations and assets in the form of social enterprises portfolio debt/equity contracts.

Amid a tough landscape for social enterprises across the world as consequence of the Covid pandemic, in 2020, OPES-LCEF received recoverable grants and grants from the DOEN Foundation and the Good Energies Foundation for the facility "Restart East Africa" that was set up with the specific aim at deploying flexible and patient capital to benefit impact enterprises with temporary cash constraints. Restart East Africa targeted promising impact enterprises affected by Covid-19 directly or indirectly or those enterprises which had come up with innovative solutions tackling social and environmental issues. Special attention was given to enterprises founded by local female-founders. Within the Restart East Africa program, five social enterprises were supported.

In 2022, the "Restart Catalyst" facility was established with the support of the DOEN Foundation, the Good Energies Foundation, and Fondazione Umano Progresso, to continue supporting female founded or co-founded impact enterprises in East Africa. Two social enterprises have been supported by the programme during the financial year 2023/24 (see below) and others were selected for capital injection. This initiative highlights the ongoing commitment to empowering women entrepreneurs in the region by providing financial resources and strategic support to help them scale their impact-driven businesses.

Public Benefit

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing OPES-LCEF's aims and objectives and when planning future activities and setting the loan-making policy for the next year.

OPES-LCEF

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

OPES-LCEF supports environmental, community and sustainable development causes that are of benefit to the public through appropriate charitable, educational, and scientific means. Specifically, OPES-LCEF provides financial and technical support to low-carbon and social enterprises mainly in the developing world. Emphasis is placed on ventures that also offer broader social benefits to the communities in which they operate. These include protecting local livelihoods, increasing access to clean energy, creating access to clean water, and supporting sustainable employment.

Achievements and performance

Building on the success of the “Covid-rescue” facility “Restart East Africa”, the DOEN Foundation and the Good Energies Foundation together with Fondazione Umano Progresso decided to support the creation of **“Restart Catalyst”** to continue supporting locally rooted female founded and/or co-founded impact enterprises. The facility supports companies that work in the intersection of **Climate, Impact & Gender**. “Restart Catalyst” offers an impact incentive-linked financial instrument to serve as a bridge before accessing risk capital at market rates.

The impact-linked loan provides early-stage social enterprises access to advantageous risk capital to grow the business and transition from grant-based financing to other forms. These companies, the missing middle, have less access to traditional risk capital. Furthermore, being most of the time, OPES-LCEF the first investor, this capital and process creates a history of engaging with institutional investors, a repayment history that can facilitate additional capital raise.

During the financial year 2023/24, OPES-LCEF has supported two social enterprises working in the intersection between climate, impact and gender enabling them to grow, creating a history of engaging with institutional investors, and, thus, facilitating additional capital raise:

- **Irri-Hub (Kenya):** an early-stage company that provides climate smart irrigation solutions for smallholder farmers. The products include drip irrigation kits, solar water pumps and others. It aims to promote and install solar powered and IoT enabled irrigation solutions to smallholder farmers as they scale. Irri-hub offers climate mitigative solutions for farmers in the form of: 1) Higher yields – farmers reported a 2-5x yield increases; 2) Income increase - Farmers have reported increase in income by 5-10X due to higher yields; 3) Production delinked from rains – Farmers are able to do three planting seasons a year without depending on rain.
- **Shamba Pride (Kenya):** a technology-led company that connects smallholder farmers to different services through digitally empowered agro-dealers called “Digi-shops”. It supports the rural distribution of agricultural inputs and services by solving supply chain inefficiencies and connecting input manufacturers, agri-retailers and farmers through online to offline commerce platform. The company has a network of 2,000 agro-dealers and supplied products to over 50,000 farmers. Shamba Pride improves land productivity for farmers by providing reliable and consistent access to quality inputs, fertilizers and other farm supplies. Through the market linkage program for farmers, Shamba Pride reduces the time to market while providing reliable access to buyers, thereby reducing post-harvest losses for the farmers.

Since 31 March 2024, OPES-LCEF has supported a third social enterprise, Lanforce Trading from Zimbabwe. Lanforce Energy is a women-led for-profit social enterprise providing clean energy alternatives and agricultural solutions in the form of biogas digesters and solar home systems to the rural communities of Zimbabwe. The company began operations in 2018 after realizing the challenges that women and children face in sourcing energy for cooking and lighting. The company constructs fixed dome biogas digesters for farms, households, hotels, and institutions as well as provide training on installation and maintenance of prefabricated biodigester from Sistema Bio. Additionally, three other social enterprises are currently under analysis, with legal due diligences being conducted.

To better support the operations in East Africa, OPES-LCEF Consulting Limited was established at the end of 2022. The company is fully owned by OPES-LCEF.

External Events

The unstable political situation in many East Africa countries, the invasion of the Russian armed forces in Ukraine and the Israel Gaza war are having consequences on all areas of the economy. Many companies have been severely affected by these unfortunately long-lasting conflicts and disruptions. Even if the portfolio companies have not had their supply chains damaged and commercial drawbacks, we cannot rule out that in the foreseeable future they will be consequences also for these companies.

OPES-LCEF

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

OPES-LCEF has undertaken an assessment of its plans, as part of its continuity and contingency planning, and the trustees believe it is well placed financially and operationally to withstand the uncertainties ahead. At the date of approval of the financial statements, OPES-LCEF is unable to determine a reliable estimate of the financial impact of the two events on its financial performance and position. The trustees have a reasonable expectation that OPES-LCEF has adequate resources to continue in operational existence for the foreseeable future.

Financial review

The Statement of Financial Activities, which shows the OPES-LCEF's incoming resources and expenditure for the year, is set out on page 9.

Total incoming resources amount to \$538,947 (2023: \$583,086), which comprised restricted donations of \$279,800 (2023: \$461,123), unrestricted donations of \$253,927 (2023: \$65,000), and investment income from programme related investments of \$5,220 (2023: \$56,963).

Resources expended on charitable activities amounted to \$142,160 (2023: \$127,499), of which \$121,032 (2023: \$101,799) was defrayed on management of programme related investments and \$21,128 (2023: \$25,700) defrayed on support and governance costs.

OPES-LCEF made foreign exchange gains on its cash balances held in GBP of \$443 (2023: loss of \$5,585). OPES-LCEF also made foreign exchange gains on debtor balances denominated in EUR of \$12,611 (2023: \$nil). In the year OPES-LCEF made impairment losses on its programme-related investments of \$210,414 (2023: \$75,347).

The resulting net surplus for the year was \$174,205 (2023: \$374,655).

The charity's statement of financial position, which shows the financial position of the charity as at 31 March 2024, is set out on page 10.

The net book value of the OPES-LCEF's programme related investments at 31 March 2024 was \$1,939,979 (2023: \$1,852,849).

During the prior year, the entity incorporated a subsidiary in Kenya, OPES-LCEF Consulting Limited, subscribing for share capital of \$803.

Current assets of \$653,270 are represented by cash of \$518,131 (2023: \$575,957), and amounts due from donors of \$135,139 (2023: \$nil). In the prior year, amounts were also due from the charity's subsidiary of \$595.

OPES-LCEF's liabilities are represented by current liabilities of \$24,196 (2023: \$25,714) and non-current liabilities including long term loans of \$565,000 (2023: \$573,839).

The resulting net assets at 31 March 2024 were \$2,004,856 (2023: \$1,830,651), which represents \$846,745 (2023: \$721,716) of restricted funds, and \$1,158,111 (2023: \$1,108,935) of unrestricted funds.

Reserves policy

OPES-LCEF is committed to maintaining a level of reserves which is prudent to meet on-going liabilities sufficient to protect the long-term future of its activities. OPES-LCEF has unrestricted funds of \$1,158,111 all of which is represented by programme related investments. Notwithstanding this, included within the agreed budget with donor's and lenders for certain restricted funds are entries for the governance costs of OPES-LCEF. Accordingly, on this basis the trustees are satisfied that at 31 March 2024, the charity has adequate resources to meet its future costs in order to continue to operate for the foreseeable future.

Risk factors

The trustees have identified, monitored, and reviewed significant risks and have implemented systems and processes to manage and mitigate those risks. The main risks are associated with the financial viability of the investee companies, and their ability to deliver environmental and social benefits for low income communities. The trustees review each investee company during trustee meetings. Where trustees decide that the investee company is unlikely to succeed, the trustees may consider writing down or writing off the investment. No recoverability issues surrounding these loans were identified. The trustees are satisfied with the current risk management procedures in place which they believe satisfactorily mitigate the identified risks.

OPES-LCEF

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

Plans for future periods
OPES-LCEF's future plans are to continue to support low carbon and social enterprise entities to benefit low-income communities. OPES-LCEF plans to continually support its existing portfolio of programme related investments, to ensure they work in the most efficient and effective way towards achieving their objectives, and will explore opportunities for further funding and investments, in accordance with OPES-LCEF's objectives.

Structure, governance and management

OPES-LCEF is a company limited by guarantee, incorporated on 5 March 2012. OPES-LCEF is also a registered charity and is governed by its Memorandum and Articles of Association and the Charities Act 2011. The objectives of OPES-LCEF are as follows:

- To promote for the benefit of the public, sustainable development by the preservation, conservation and protection of the physical and natural environment.
- To relieve poverty, suffering and hardship in any part of the world.

Sustainable development means "development that meets the needs of the present without compromising the ability of future generations to meet their own needs."

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

E Casolari
G Freato
B Wenz

None of the trustees have any beneficial interest in OPES-LCEF. All of the trustees are members of the company and guarantee to contribute \$1 in the event of a winding up.

Board members use their own network of contacts to identify suitable candidates possessing the necessary knowledge and skills to act as trustees of OPES-LCEF. At the present time, OPES-LCEF has three trustees, which is considered adequate for its purposes. In accordance with paragraph 8.2 of OPES-LCEF's Articles of Association the number of trustees shall not be less than three.

Trustees are recruited on the basis of their existing relevant knowledge. Information relating to OPES-LCEF's legal status, finances and activities are provided in advance of appointment. Trustees are expected to identify their training needs and to take measures to ensure that these needs are met.

The trustees may appoint or re-appoint a person who is willing to be a trustee, either to fill a vacancy or as an additional trustee.

The normal term of office for a trustee is three years. A trustee will be eligible for re-election for two further terms of three years.

After a trustee has served three consecutive terms in office, he or she shall be eligible for re-election only after a year has elapsed since he or she retired, unless the board considers it would be in the best interests of OPES-LCEF to be eligible for re-election on his or her retirement for such number of terms as the trustees shall resolve.

OPES-LCEF's policy is set by the trustees. The trustees are also responsible for the management of the charity. Two consultants support the trustees for the day-to-day management, i.e. monitoring and risk assessment of current portfolio, providing management and technical support the entrepreneurs, and identifying and developing relationships with new enterprises.

OPES-LCEF

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

Fundraising statement

OPES-LCEF's fundraising model has been focused on existing relationships with institutions, and OPES-LCEF does not solicit or directly contact members of the public.

OPES-LCEF has not engaged with third parties to raise funds. No complaints were received in relation to OPES-LCEF's fundraising activities.

Statement of trustees' responsibilities

The trustees, who are also the directors of OPES-LCEF for the purpose 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 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 charity and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

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 judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in operation.

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

Disclosure of information to auditor

Each of the trustees has confirmed that there is no information of which they are aware which is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify such relevant information and to establish that the auditor is aware of such information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

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

E Casolari

Trustee

Dated: 21 October 2024

OPES-LCEF

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF OPES-LCEF

Opinion

We have audited the financial statements of OPES-LCEF (the 'charity') for the year ended 31 March 2024 which comprise the statement of financial activities, the statement of financial position and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2024 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter - impairment of programme related investments

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of provisions made for the impairment of the charitable company's programme related investments and the adequacy of the disclosures in Notes 2 and 13 to the financial statements.

The programme related investments are principally situated in jurisdictions where the political and economic landscape is uncertain. Whilst the Trustees have considered this in their impairment review of the programme related investments and have made provisions accordingly, the accuracy of any impairment will only be ascertained when the Trustees start the disinvestment process on a given programme related investment.

We consider this matter should be brought to your attention but our opinion is not modified in this respect.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

OPES-LCEF

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE TRUSTEES OF OPES-LCEF

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the trustees' report for the financial year for which the financial statements are prepared, which includes the directors' report prepared for the purposes of company law, is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the trustees' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the statement of trustees' responsibilities, the trustees, who are also the directors of the charity for the purpose of company law, are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

OPES-LCEF

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE TRUSTEES OF OPES-LCEF

The extent to which the audit was considered capable of detecting irregularities including fraud.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable company and determined that the most significant are those that relate to the reporting framework being the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102), the charitable company's Memorandum and Articles of Association, the Companies Act 2006, the Charities Act 2011, and the relevant direct and indirect tax compliance regulation in the United Kingdom.
- We understood how the charitable company is complying with those frameworks by making enquiries of management and seeking representations from those charged with governance. We corroborated our understanding by reviewing supporting documentation including board meeting minutes and correspondence with regulatory bodies.
- We assessed the susceptibility of the charitable company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override of internal control and by designating income recognition as a fraud risk. We tested specific transactions reconciling to source documentation, ensuring appropriate authorisation of the transactions, and ensuring that income was applied in accordance with the charitable company's Memorandum and Articles of Association and the restricted terms of grants and donations, where applicable.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved enquiries of management and those charged with governance, review of investments made, review of legal and professional expenses and review of board meeting minutes.
- The charitable company is a regulated entity under the supervision of the Charities Commission. As such, the Senior Statutory Auditor considered the experience and expertise of the engagement team to ensure that the team had the appropriate competence and capabilities.

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

Use of our report

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

Hannah Sibley FCA (Senior Statutory Auditor)
for and on behalf of TC Group
Statutory Auditor

21 October 2024
5th Floor
3 Dorset Rise
London
EC4Y 8EN

OPES-LCEF

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2024

		Unrestricted funds 2024 2024	Restricted funds 2024 2024	Total 2024 2024	Unrestricted funds 2023 2023	Restricted funds 2023 2023	Total 2023 2023
	Notes	\$	\$	\$	\$	\$	\$
Income from:							
Donations and legacies	3	253,927	279,800	533,727	65,000	461,123	526,123
Investments	4	5,220	-	5,220	56,963	-	56,963
Total income		259,147	279,800	538,947	121,963	461,123	583,086
Charitable activities	5	21,128	121,032	142,160	127,499	-	127,499
Other expenditure	9	(443)	12,611	12,168	5,585	-	5,585
Total expenditure		20,685	133,643	154,328	133,084	-	133,084
Net losses on investments	11	(210,414)	-	(210,414)	(75,347)	-	(75,347)
Net income		28,048	146,157	174,205	(86,468)	461,123	374,655
Transfers between funds		21,128	(21,128)	-	191,923	(191,923)	-
Net movement in funds		49,176	125,029	174,205	105,455	269,200	374,655
Reconciliation of funds:							
Fund balances at 1 April 2023		1,108,935	721,716	1,830,651	1,003,480	452,516	1,455,996
Fund balances at 31 March 2024		1,158,111	846,745	2,004,856	1,108,935	721,716	1,830,651

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

OPES-LCEF

STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2024

	Notes	2024 \$	\$	2023 \$	\$
Fixed assets					
Investments	12		803		803
Programme related investments	13		1,939,979		1,852,849
			<u>1,940,782</u>		<u>1,853,652</u>
Current assets					
Other receivables	14	135,139		595	
Cash at bank and in hand		518,131		575,957	
		<u>653,270</u>		<u>576,552</u>	
Current liabilities	15	(24,196)		(25,714)	
Net current assets			<u>629,074</u>		<u>550,838</u>
Total assets less current liabilities			2,569,856		2,404,490
Non-current liabilities	16		(565,000)		(573,839)
Net assets			<u>2,004,856</u>		<u>1,830,651</u>
Income funds					
Restricted funds	18		846,745		721,716
Unrestricted funds			1,158,111		1,108,935
			<u>2,004,856</u>		<u>1,830,651</u>

The financial statements were approved by the Trustees on 21 October 2024

E Casolari
Trustee

Company Registration No. 07976404

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

1 Accounting policies

Charity information

OPES-LCEF is a private company limited by guarantee incorporated in England and Wales. The registered office is 5th Floor, 3 Dorset Rise, London, EC4Y 8EN.

1.1 Accounting convention

The financial statements have been prepared in accordance with the charity's trust deed, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)". The charity is a Public Benefit Entity as defined by FRS 102.

The accounts are prepared in US dollars, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest \$.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. The trustees have considered the financial position of the charity, the financial position of its sister charity based in Italy Fondazione OPES-LCEF and its ability and intention to support the charity, the pipeline of grants receivable and the fact that some of the restricted funds are available for governance costs, in accordance with the terms of the restricted grant.

Based on the foregoing the trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

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

Restricted funds are subject to specific conditions by donors or grantors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

1.4 Incoming resources

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

Grants are credited to the Statement of Financial Activities when they are receivable. Grants that are awarded for specific purposes are treated as restricted incoming resources.

All other income is unrestricted for the use of achieving the charity's objectives.

1.5 Resources expended

Expenditure is included on an accruals basis. The charity is not registered for VAT and accordingly expenditure is shown gross of irrecoverable VAT.

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

1 Accounting policies

(Continued)

1.6 Programme related investments

Programme related investments are accounted for at cost less any impairment.

Programme related investments arise when OPES-LCEF provides financial support in the form of low interest loans and/or equity stakes to small entrepreneurial businesses seeking to build a low carbon and social impact business or social enterprise, in line with its objects.

The expectation is that the loans will be repaid. The trustees review the loans every six months and if there is a risk of non-payment, the loans are provided for.

A subsidiary is an entity controlled by the charity. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the charity holds a long-term interest and where the charity has significant influence. The charity considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate. Associates are measured at cost less impairment.

1.7 Cash and cash equivalents

Cash and cash equivalents include deposits held at call with banks.

1.8 Financial instruments

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

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

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

Basic financial assets

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

Basic financial liabilities

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

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

Derecognition of financial liabilities

Financial liabilities are derecognised when OPES-LCEF's contractual obligations expire or are discharged or cancelled.

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

1 Accounting policies

(Continued)

1.9 Foreign exchange

Transactions in currencies other than US dollars are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in net income/(expenditure) for the period.

1.10 Concessionary loans

Concessionary loans are initially measured at amortised cost and then subsequently stated at carrying value adjusted for accrued interest payable.

2 Critical accounting estimates and judgements

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

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

Programme related investments

Programme related investments are stated at cost less any provision for impairment. The trustees perform an impairment review of the programme related investments, on a line by line basis, taking into consideration the financial performance, macro-economic factors of the jurisdiction, micro-economic factors and the political landscape surrounding the investments. There is an inevitable degree of judgement involved and the accuracy of any impairment can only be ascertained when the trustees start the disinvestment process.

3 Donations and legacies

	Unrestricted funds 2024 \$	Restricted funds 2024 \$	Total 2024 \$	Unrestricted funds 2023 \$	Restricted funds 2023 \$	Total 2023 \$
Donations and gifts	253,927	279,800	533,727	65,000	461,123	526,123

4 Investments

	Unrestricted funds 2024 \$	Unrestricted funds 2023 \$
Income from programme related investments	5,220	56,963

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

5 Charitable activities

	2024 \$	2023 \$
Management of programme related investments	121,032	101,799
Support costs (see note 7)	3,870	2,607
Governance costs (see note 7)	17,258	23,093
	<u>142,160</u>	<u>127,499</u>

6 Trustees

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

7 Support costs

	Support costs \$	Governance costs \$	2024 \$	2023 \$
Bank charges	1,604	-	1,604	1,113
Sundry	2,266	-	2,266	1,494
Legal and professional	-	2,761	2,761	4,022
Audit and non-audit remuneration paid to auditors	-	14,213	14,213	19,071
Trustees' expenses	-	284	284	-
	<u>3,870</u>	<u>17,258</u>	<u>21,128</u>	<u>25,700</u>

8 Employees

The charity did not have any employees during the current or prior year.

9 Other gains and losses

	Unrestricted funds 2024	Restricted funds 2024	Total 2024	Unrestricted funds 2023
Foreign exchange losses/(gains)	<u>(443)</u>	<u>12,611</u>	<u>12,168</u>	<u>5,585</u>

10 Taxation

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

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

11 Net gains/(losses) on investments

	Total 2024 \$	Total 2023 \$
Revaluation of investments	(210,414)	(75,347)

12 Fixed asset investments

		Other investments \$
Cost or valuation		
At 1 April 2023 & 31 March 2024		803
Carrying amount		
At 31 March 2024		803
At 31 March 2023		803
Other investments comprise:	Notes	2024 \$ 2023 \$
Investments in subsidiaries	21	803 803

13 Programme related investments

	\$
At 1 April 2023	1,852,849
Additions	324,758
Impairments	(210,414)
Recovered amounts	(27,214)
At 31 March 2024	1,939,979

Programme related investments arise when OPES-LCEF provides financial support in the form of low-interest loans and/or equity stakes to small entrepreneurial businesses engaged in low-carbon and social impact enterprises.

Programme related investments comprise \$706,285 (2023: \$431,285) of investments made from restricted funds and \$1,283,694 (2023: \$1,421,564) of investments made from unrestricted funds.

The historical cost of the charity's programme related investments held at 31 March 2024 was \$2,281,701 (2023: \$2,051,503).

Included within programme related investments is an investment in an associate, Fabrica SRL, which has a carrying value of \$169,500.

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

14 Other receivables

	2024	2023
	\$	\$
Amounts falling due within one year:		
Amounts owed by subsidiary undertakings	-	595
Other receivables	135,139	-
	<u>135,139</u>	<u>595</u>

15 Current liabilities

	2024	2023
	\$	\$
Accruals and deferred income	<u>24,196</u>	<u>25,714</u>

16 Non-current liabilities

	2024	2023
	\$	\$
Concessionary loans	<u>565,000</u>	<u>573,839</u>

Concessionary loan comprise \$500,000 from the DOEN Foundation in respect of funding for the Restart Catalyst Fund and \$65,000 from Fondazione OPES-LCEF in respect of funding for operating costs. The \$500,000 in respect of funding for the Restart Catalyst Fund (see note 18) is interest free, unsecured and repayable by February 2029, subject to a potential waiver of part of the loan, dependent on certain performance conditions. The \$65,000 in respect of funding for operating costs is interest free, unsecured and repayable at the discretion of OPES-LCEF itself.

In the prior year there was a further a concessionary loan from Stichting DOEN of \$600,000 of which \$258,839 was outstanding. In the year, a further \$5,000 was repaid following which the loan was closed by Stichting DOEN on the condition that a minimum of 50% of any repayments or exits from programme related investments financed by this loan are injected into the Restart Catalyst Fund.

17 Unrestricted funds

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

	At 1 April 2023	Incoming resources	Resources expended	Transfers	Gains and losses	At 31 March 2024
	\$	\$	\$	\$	\$	\$
General funds	<u>1,108,935</u>	<u>259,147</u>	<u>(20,685)</u>	<u>21,128</u>	<u>(210,414)</u>	<u>1,158,111</u>
Previous year:	At 1 April 2022	Incoming resources	Resources expended	Transfers	Gains and losses	At 31 March 2023
	\$	\$	\$	\$	\$	\$
General funds	<u>1,003,480</u>	<u>121,963</u>	<u>(133,084)</u>	<u>191,923</u>	<u>(75,347)</u>	<u>1,108,935</u>

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

18 Restricted funds

The income funds of the charity include restricted funds which are held on trust for the specific purposes of the Restart Fund for East Africa, Restart Catalyst Fund, and the Giffoni Innovation Hub.

Current year

	Movement in funds			
	Balance at 1 April 2023	Incoming resources	Resources expended	Transfers
	\$	\$	\$	\$
Restart Fund For East Africa	452,516	-	-	-
Restart Catalyst Fund	269,200	267,189	(121,032)	(21,128)
	<u>721,716</u>	<u>267,189</u>	<u>(121,032)</u>	<u>(21,128)</u>
	<u>846,745</u>			

Prior year

	Movement in funds			
	Balance at 1 April 2022	Incoming resources	Resources expended	Transfers
	\$	\$	\$	\$
Restart Fund For East Africa	452,516	-	-	-
Giffoni Innovation Hub	-	191,923	-	(191,923)
Restart Catalyst Fund	-	269,200	-	-
	<u>452,516</u>	<u>(461,123)</u>	<u>-</u>	<u>191,923</u>
	<u>721,716</u>			

Restart Fund for East Africa

In 2021, grants totalling \$450,000 were received from the DOEN Foundation and the Good Energies Foundation for the Restart Fund for East Africa. Restart Fund for East Africa targets promising impact-driven enterprises affected by Covid-19 directly or indirectly or those enterprises that have come up with innovative solutions for a more sustainable future. The initiative focuses on the following sectors: Sustainable Agriculture & Food, Sustainable Energy, Education & Skilling, and Mobility & Transportation.

As at 31 March 2024, the charity had invested \$75,000 in Munyox Eco Ltd, a company registered in Rwanda which provides solar water heaters, energy access systems as well as providing electric power generation, there was capital repayments of \$18,715 in the year, \$100,000 in WidEnergy Africa Ltd, a company registered in Zambia which provides affordable solar home solutions, \$100,000 in Exotic EPZ Ltd, a company registered in Kenya which collects and processes macadamia nuts for the export market, \$100,000 in Ecodulu Ltd, a company registered in Kenya who recycles organic waste into animal feed and organic fertilizer, and \$75,000 in Kilimo Fresh, a company registered in Tanzania, which offers a platform linking smallholder farmers and buyers in urban areas. Total invested as at 31 March 2024; \$452,516, which is included in programme related investments, see note 13.

Giffoni Innovation Hub

A donation of \$191,923 was received on 7 December 2022 from Fondazione OPES-LCEF solely for the purpose of investing in Giffoni Innovation Hub Srl. Following the completion of the investment on 15 December 2022 the restriction placed on the above donation has been satisfied. Accordingly, it fell to be classified as unrestricted funds in the prior year.

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

18 Restricted funds

(Continued)

Restart Catalyst Fund

During the prior year, a grant totaling \$269,200 was received from the Good Energies Foundation for the Restart Catalyst Fund. Furthermore, OPES-LCEF received a loan from the DOEN Foundation of \$500,000 (see note 16) to fund programme related investments in respect of the Restart Catalyst Fund. During the current year OPES-LCEF received a further \$267,189 (in the form of a donation of €250,000) from Fondazione Umano Progresso in respect of the Restart Catalyst Fund. The Restart Catalyst Fund targets early stage enterprises in East Africa that work on impact-led solutions for a sustainable and inclusive climate resilient future for all.

As at 31 March 2024, the charity had invested \$200,000 in Shamba Pride Ltd, a company registered in Kenya which connects smallholder farmers to different services through digitally empowered argo-dealers called "Digi-shops" and \$75,000 in Irri-Hub Ltd, a company registered in Kenya which provides climate smart irrigation solutions for smallholder farmers. Total invested as at 31 March 2024; \$275,000, which is included in programme related investments, see note 13.

The funds not yet deployed will be deployed by OPES-LCEF in the year ending 31 March 2025.

The budget for Restart Catalyst Fund comprises a line for governance costs and audit fees. Accordingly, a transfer of \$21,128 has been made to the charity's unrestricted reserves.

19 Analysis of net assets between funds

	Unrestricted funds 2024 \$	Restricted funds 2024 \$	Total 2024 \$	Unrestricted funds 2023 \$	Restricted funds 2023 \$	Total 2023 \$
Fund balances at 31 March 2024 are represented by:						
Investments	803	-	803	803	-	803
Programme related assets	1,233,694	706,285	1,939,979	1,421,564	431,285	1,852,849
Current assets/(liabilities)	(11,386)	640,460	629,074	10,407	540,431	550,838
Long term liabilities	(65,000)	(500,000)	(565,000)	(323,839)	(250,000)	(573,839)
	<u>1,158,111</u>	<u>846,745</u>	<u>2,004,856</u>	<u>1,108,935</u>	<u>721,716</u>	<u>1,830,651</u>

20 Capital commitments

An agreement is in place between OPES-LCEF and Fabrica s.r.l. for the charity to invest a total of €300,000 in the company, that will help make impact investments in early-stage enterprises that tackle critical social issues.

As at 31 March 2024, the charity has invested €156,789 of the total commitment.

OPES-LCEF

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

21 Subsidiaries

These financial statements are separate charity financial statements for OPES-LCEF.

Details of the charity's subsidiaries at 31 March 2024 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
OPES-LCEF Consulting Limited	Kenya	Consultancy services	Ordinary	100.00	

22 Related party transactions

Included in programme related investments is \$169,500 (2023: \$119,742) representing an equity stake in Fabrica s.r.l., a company registered in Italy, in which the spouse of a E Casolari is a director on a complete pro-bono basis.

During the prior year OPES-LCEF received donations of \$256,293 from Fondazione OPES-LCEF, a charity registered in Italy with common trustees. No such donations were received in the current year.

Fondazione OPES-LCEF also advanced \$65,000 to OPES-LCEF, by way of loan, during the prior year. The full balance remained outstanding at the year end. See note 15.

During the year OPES-LCEF paid \$29,496 (2023: \$nil) to its subsidiary, OPES-LCEF Consulting Limited.

During the year OPES-LCEF paid \$284 for trustee's expenses.