

HONOR FROST FOUNDATION

England & Wales · Charity number 1147921

Details

Other names HFF

Status Registered

Legal form Charitable company

Company number [08079190](#)

Registered 2012-07-03

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

Contact

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Activities

Objects: THE OBJECTS OF THE CHARITY ARE THE ADVANCEMENT OF RESEARCH AND ITS PUBLICATION IN THE AREA OF MARINE ARCHAEOLOGY WITH PARTICULAR BUT NOT EXCLUSIVE REFERENCE TO THE MARINE ARCHAEOLOGY OF THE LEBANESE, WESTERN SYRIAN AND CYPRIOT COAST AND ARCHAEOLOGICALLY ASSOCIATED MARITIME WRECKS FOUND ELSEWHERE IN MEDITERRANEAN WATERS, BY ANY MEANS WHICH SHALL BE RECOGNISED AS CHARITABLE AND IN PARTICULAR WITHOUT PREJUDICE TO THE GENERALITY OF THE FOREGOING BY:1) THE PROVISION OF GRANTS OR OTHER FINANCIAL ASSISTANCE TO INDIVIDUALS WORKING IN RESEARCH ESTABLISHMENTS TO FURTHER THEIR STUDY OF MARINE ARCHAEOLOGY2) THE PUBLICATION AND DISSEMINATION OF ANY MARINE ARCHAEOLOGY PAPERS OWNED BY THE CHARITY OR WHICH MAY BE PRODUCED AS A RESULT OF RESEARCH FUNDED BY THE CHARITY 3) THE MAKING OF GRANTS TO MUSEUMS AND GALLERIES AND OTHER NATIONAL OR LOCAL INSTITUTIONS (PARTICULARLY BUT NOT NECESSARILY EXCLUSIVELY THE BRITISH MUSEUM) TO ASSIST THEM IN DISPLAYING TO THE PUBLIC WORKS RELEVANT TO THE STUDY OF MARINE ARCHAEOLOGY AND TO ASSIST IN THE HOLDING OF RELEVANT LECTURES AND SEMINARS4) TO SUPPORT BY WHATEVER MEANS ARE APPROPRIATE EXCAVATIONS OF ARCHAEOLOGICAL SITES, PORTS, HARBOURS, OFFSHORE ANCHORAGES AND ANCIENT ANCHORS FOUND UNDERSEA OR EXCAVATED AS EX VOTOS IN TEMPLES AND SHRINES WHICH ARE RELEVANT TO LEVANTINE ARCHAEOLOGY AND THE HISTORY OF FISHING5) TO SUPPORT BY WHATEVER MEANS ARE APPROPRIATE CONSERVATION WORK RELEVANT TO THE MARINE ARCHAEOLOGY OF LEBANON, WESTERN SYRIA AND CYPRUS6) TO PROVIDE GRANTS TOWARDS EXCHANGE VISITS OF MUSEUM STAFF FROM THE LEBANON, SYRIA AND CYPRUS7) TO PROVIDE GRANTS TOWARDS THE TRAINING OF INDIVIDUALS OF LEBANESE, SYRIAN AND CYPRIOT ORIGIN IN THE SKILLS NECESSARY TO CARRY OUT RESTORATION AND CONSERVATION WORK RELEVANT TO MARINE ARCHAEOLOGY IN THEIR COUNTRY OF ORIGIN

Activities: The Foundation's mission is to promote the advancement and research, including publication, of marine and maritime archaeology with particular but not exclusive focus on the Eastern Mediterranean with an emphasis on Lebanon, Syria and Cyprus. The Foundation also supports safeguarding and promoting the protection of underwater cultural heritage (UCH).

Classification

- **How:** Makes Grants To Individuals, Makes Grants To Organisations, Provides Advocacy/advice/information, Sponsors Or Undertakes Research, Acts As An Umbrella Or Resource Body, Other Charitable Activities
- **What:** Education/training, Arts/culture/heritage/science, Environment/conservation/heritage, Other Charitable Purposes
- **Who:** Other Defined Groups, The General Public/mankind

Geography

- Australia
- Cyprus
- Egypt
- France
- Germany
- Greece
- Israel
- Italy
- Lebanon
- Malta
- Mexico
- Spain
- Syria
- Turkey
- United States
- City Of Westminster
- Southampton City

Finances

Period end	Income	Expenditure	Assets	Employees
2024-09-30	£1,013,459	£1,292,930	£44,304,436	3
2023-09-30	£956,924	£2,520,369	£40,113,451	3
2022-09-30	£726,288	£3,065,070	£39,773,274	3
2021-09-30	£682,255	£1,579,336	£45,081,604	3
2020-09-30	£710,181	£893,411	£40,518,921	3

Trustees

Name	Role	Appointed
ALISON JULIA BEWLEY CATHIE	Chair	2012-06-29
Dr CLAUDE DOUMET-SERHAL CBE		2012-06-29
Dr JOHN EDWARD CURTIS OBE, FBA		2012-06-29
Dr VENETIA ANN PORTER		2012-06-29
PETER MARSHALL WOLRICH		2012-06-29
Paola Alagna		2025-04-10
ROGER JACKSON CLARK FCA		2012-06-29
Stephen Douglas Barber		2025-04-10

HONOR FROST FOUNDATION

England & Wales - Charity number 1147921

Accounts

REGISTERED COMPANY NUMBER: 08079190 (England and Wales)
REGISTERED CHARITY NUMBER: 1147921

**REPORT OF THE TRUSTEES AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2024
FOR
HONOR FROST FOUNDATION**

HONOR FROST FOUNDATION
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FOR THE YEAR ENDED 30 SEPTEMBER 2024

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HONOR FROST FOUNDATION
REFERENCE AND ADMINISTRATIVE DETAILS
FOR THE YEAR ENDED 30 SEPTEMBER 2024

TRUSTEES	P Alagna S D Barber A J B Cathie R J Clark J E Curtis C Doumet-Serhal V A Porter P M Wolrich
REGISTERED OFFICE	10 Carlton House Terrace London SW1Y 5AH
REGISTERED COMPANY NUMBER	08079190 (England and Wales)
REGISTERED CHARITY NUMBER	1147921
AUDITORS	Azets Audit Services 2 nd Floor, Regis House, 45 King William Street, London EC4R 9AN
SOLICITORS	BDB Pitmans LLP One Bartholomew Close London EC1A 7BL
INVESTMENT MANAGERS	Close Brothers Asset Management 10 Crown Place London EC2A 4FT Cazenove Capital Schroder & Co Limited 1 London Wall Place London EC2Y 5AU

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

Honor Frost Foundation (HFF) is a charitable company. The Trustees (who are also the directors for the purposes of company law) present their report with the financial statements of the Foundation for the year to 30 September 2024. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and comply with the Foundation's memorandum and articles of association and applicable law.

OBJECTIVES AND ACTIVITIES

The Objects of the Foundation, as set out in the Articles of Association, are the advancement of research and its publication in the area of marine archaeology with particular but not exclusive reference to the marine archaeology of the Lebanese, Western Syrian and Cypriot coast and archaeologically associated maritime wrecks found elsewhere in Mediterranean waters, by any means which shall be recognised as charitable and in particular without prejudice to the generality of the foregoing:

- To provide grants or other financial assistance to individuals working in research establishments to further their study of marine archaeology
- To publish and disseminate any marine archaeology papers or volumes owned by the charity or produced as a result of research funded by the charity
- To make grants to museums and galleries and other national or local institutions (particularly but not necessarily exclusively the British Museum) and to assist them in displaying to the public works relevant to the study of marine archaeology and in the holding of relevant lectures and seminars
- To support by whatever means are appropriate excavations of archaeological sites, ports, harbours, offshore anchorages and ancient anchors found undersea or excavated as ex votos in temples and shrines which are relevant to Levantine or Cypriot archaeology and the history of fishing.
- To support by whatever means are appropriate conservation work relevant to the marine archaeology of Lebanon, Western Syria and Cyprus
- To provide grants towards exchange visits of museum staff from Lebanon, Syria and Cyprus
- To provide grants towards the training of individuals of Lebanese, Syrian and Cypriot origin in the skills necessary to carry out marine archaeology and conservation work relevant to marine archaeology in their country of origin.

The Trustees have also recognised the crucial importance of safeguarding and promoting the protection of underwater cultural heritage (UCH) as part of its overall work.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities.

ACHIEVEMENT AND PERFORMANCE

- **The Honor Frost Archive**

With the Honor Frost Archive installed in the Maritime Archaeological Special Collections division of the Library at the University of Southampton, the Special Maritime Archaeological Collections division has been successful in seeking further maritime-archaeological archives, which include those of Sean McGrail, Lucien Basch and Nicholas Flemming, and students and researchers are now using the Frost Archive. The Foundation is actively engaged in exploring further the role of such archives. A small grant was offered to the library in support of digitising images. As a result, over 5,000 slides have been added to the online Archives Catalogue. In addition, the first HFF Archive Fellowship was awarded to a post-doctoral researcher this year.

- **The HFF Publication Series**

The Foundation has established an HFF publication series which is managed by the Publications Manager.

So far three volumes have been published, and in 2025, a further volume containing a selection of Honor Frost's articles entitled *Honor Frost: Selected Works* will be published. Other works are in progress for publication in 2026/7 including the papers from the second Honor Frost Foundation conference *Under the Mediterranean II*, held in Malta in November 2022.

Work is continuing on the publication of the final three volumes of *Tropis* symposia - an archiving project of unpublished conferences to which Honor Frost regularly contributed, concerning nautical archaeology of the Mediterranean.

- **Podcast**

The Foundation continues to produce its monthly news podcast, entitled DIVE & DIG, presented by Prof. Lucy Blue, and aimed at promoting maritime archaeology.

- **Cyprus**

The Foundation continued to support MARELab, the Maritime Archaeological Research Laboratory at the University of Cyprus, which includes a number of areas of research.

In 2022, the Foundation developed a project called the Cyprus Regional Development Project (CRDP) that works in partnership with regional and international experts to promote interdisciplinary research, training, workshops and field-based activities, to the benefit of all HFF regional collaborators and grantees. In 2024, further workshops and training programmes were successfully conducted, and a coastal field survey undertaken.

ACHIEVEMENT AND PERFORMANCE – continued

- **Lebanon**

The HFF Lebanon team continues to undertake important work with the aim of documenting, protecting and promoting the marine archaeological resource in Lebanon, in support of the Directorate General of Antiquities (DGA). Over the last year field work concentrated in the north, in the Al Mina, Tripoli region, with smaller scale projects at targeted sites along the coast.

The Foundation's Minor programme in Marine Science and Culture at the American University of Beirut, which was started in September 2019, continues, and HFF supports a number of external scholarships to attend the course each year.

In 2022, the Foundation established a Pathway scheme to enable promising maritime archaeologists to access further training and placement opportunities in order to increase their personal skills and expertise, and this continues.

HFF Lebanon recently completed a digitisation project to bring together all extant research on the port of Sidon, in collaboration with the DGA. Plans are now afoot to turn our efforts to the World Heritage site of Tyre, to undertake a similar documentation project. This will support HFF's long-term Tyre Maritime Cultural Landscape Project, which aims to investigate and document the underwater cultural heritage of the area. In the last year, a geomorphological coring campaign and a drone survey were successfully completed at the site.

In 2024, the Foundation signed a three-year agreement to support the American University of Beirut's digital documentation of the maritime archaeology of Lebanon. In addition, the Foundation is supporting AUB's prestigious Archaeological Museum to create interactive museum exhibits related to maritime archaeology.

In the Metn area, the Foundation supported the emergency deployment of a survey team to investigate one of the few undisturbed areas in an otherwise densely urbanised area with a rich historical past. This survey has yielded interesting results and it is hoped these will facilitate the targeted selection of future archaeological excavations.

Finally, the Foundation's work continues on the post-excavation analysis of finds from the Neolithic site of Tabarja.

- **Egypt**

Support for the activities of the Centre for Maritime Archaeology and Underwater Cultural Heritage (CMAUCH), University of Alexandria, continued.

The Foundation continued to support ongoing research at the Red Sea port sites of Wadi el Jarf and Berenike.

The third International Congress of the Faculty of Archaeology, held at Ain Shams University also received support from the Foundation.

ACHIEVEMENT AND PERFORMANCE - continued

- **Sicily**

A post-doc based at the University of Swansea which aims to study ships on display, has entered its third year. The intention for 2025 is to revisit the Museo Lilibeo, Marsala, where the Punic ship is displayed, to further assess its state of preservation.

The Foundation also supported a season of deeper water survey off the coast of Sicily using Autonomous Underwater Vehicles.

- **Occupied Palestinian Territories**

The Foundation funded a second season of maritime archaeological survey and mapping of the endangered marine cultural heritage of coastal Gaza.

- **Nautical Archaeology Society (NAS)
International Journal of Nautical Archaeology (IJNA)**

The Foundation's three-year annual grant to help develop the NAS international journal (IJNA) and activities concerning its publication, dissemination and related research which previously extended through to 2023, was further extended through to the end of 2024.

- **University of Southampton**

Dr. Crystal El-Safadi, the Honor Frost Associate Professor of Maritime Archaeology at the University of Southampton, successfully completed her second year in this academic post, with teaching and research focused on the eastern Mediterranean.

- **British Academy/ Honor Frost Foundation Awards**

The British Academy/Honor Frost Foundation annual research awards in maritime archaeology supported one small grant this year.

- **Studentships and Bursaries**

Several studentships and bursaries were awarded in 2023-2024, to attend conferences, workshops and bespoke training programmes.

Seven bursaries were awarded to scholars attending the Ain Shams University conference in Egypt, which aimed to highlight, study, and analyse the process of designing and building ships in ancient Egypt.

Three fieldwork bursaries were awarded to Egyptian scholars who were thus able to participate in archaeological missions in Italy, Spain and Egypt.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

ACHIEVEMENT AND PERFORMANCE - continued

A further six bursary awards enabled students to attend training courses in conservation and maritime archaeology-related summer schools held in Greece, Egypt, Italy and Zadar (Croatia).

In addition, two students received bursaries enabling them to complete 2* dive training in Egypt.

The Foundation continued its support for the Diploma in Maritime Archaeology at the CMAUCH, University of Alexandria, with a further four students commencing their studies in October 2023. Support continued for a student entering the second year of the Master's degree at the same institution.

Two HFF-funded doctoral candidates successfully submitted their theses for examination at the universities of Southampton and Oxford.

A Syrian student undertaking a joint CIVIS PhD (University of Aix-Marseille and the National and Kapodistrian University of Athens) also successfully submitted their thesis.

An Egyptian student entered the second year of their PhD studies at Southampton, whilst a student from Lebanon commenced their PhD studies at the same institution. Both students are supported by the Foundation.

In addition, a student from the region entered their final year doing a joint PhD at the University of Aix-Marseille and University of Cyprus.

A Lebanese student commenced a two-year MA/MSc in Conservation at Durham University, whilst another commenced the one-year Masters programme at Southampton.

At the University of Edinburgh, the international post-doctoral post supported by the Foundation on the topic *Marine heritage and sustainable coastal development in Lebanon*, came to an end. (The post-doctoral scholar has subsequently secured a permanent post at the University.)

As well as the continuing post-doctoral research being undertaken at Swansea University, the Foundation is supporting post-doctoral research on the topic *Neolithic seafaring: early maritime connections between the Levant and Cyprus*, under the joint supervision of the University of Southampton and Ioannina University.

Agreement was reached with the University of Cyprus to offer a 'bespoke' diploma course to HFF students in the region, leading to a Diploma in GIS. As this will enable students to focus on highly relevant, maritime-based, regional datasets as part of their studies, the decision has been made to cease offering scholarships to undertake the GIS Diploma offered by the University of Ulster.

ACHIEVEMENT AND PERFORMANCE - continued

- **Underwater Cultural Heritage (UCH) Steering Committee (SC)**

The Foundation continues to support the Steering Committee on UCH, (<http://honorfrostfoundation.org/uch/>), chaired by Professor Sir Barry Cunliffe.

- **Ocean Decade Heritage Network**

As a result of the Foundation's earlier support, the ODHN became an official partner of IOC-UNESCO in the Ocean Decade initiative. The Foundation continues to support ODHN to further raise awareness of cultural heritage within the marine sciences.

FINANCIAL REVIEW

The Foundation does not engage in any fundraising activities.

On income account the Foundation received income of £1,013,459 and spent £1,146,727 on its charitable activities; the resulting deficit of £133,268 has been transferred from capital. On capital account the realised and unrealised gains on investments after management fees amounted to £4,324,253. In total therefore the Foundation's net assets increased by £4,190,985 to £44,304,436.

In last year's report it was stated that the Trustees had decided to limit charitable expenditure to 3% of the opening value of the fund in the hope that this would enable the Foundation to continue indefinitely. The opening value at 1 October 2023 was just over £40m and charitable expenditure mentioned above was below 3% of that figure.

Investment Policy

The Foundation has two investment managers Close Asset Management and Cazenove Capital in addition it receives investment advice from Millbank Investment Management. Two trustees constitute the Investment Committee and they meet the investment managers at least once a year to review the performance, the investment policy and the arrangement under which the management of the investments is delegated to the managers. The Committee reports the results of these reviews to the Trustees with any recommendations. The Foundation is a long-term investor and seeks to maintain the real value of its capital and to produce a reasonable income.

During the year the funds held by the investment managers returned 12.37%. The indices prepared by Asset Risk Consultants showed total returns for the year of 9.8% on the Balanced Asset and 12.3% on the Steady Growth portfolios so the Trustees regard the result as satisfactory.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

FINANCIAL REVIEW - continued

Reserves policy

To repeat, the Foundation seeks to maintain the real value of its capital. Its opening capital in October 2011 was £30.45m that sum increased by the CPI to September 2024 equals £45.1m compared with the actual value of £44.3m. As the capital is expendable the Trustees do not consider it necessary to maintain any separate income reserve

FUTURE PLANS

The Foundation will continue to explore the acquisition and assessment of maritime-archaeological archives to be lodged in the Special Collections at Hartley Library, University of Southampton.

The Foundation plans to publish more titles, including a number of HFF scholars' doctoral theses.

The Foundation will continue its 'rescue missions' for the Directorate General of Antiquities in Beirut when conditions allow. In addition, the Foundation will continue the development of the Tyre Maritime Cultural Landscape Project. The Cyprus Regional Development Project will continue.

In Education, the Foundation plans to continue its support for its Minor course at the American University in Beirut for a further four years, including its sponsorship of 3-4 students a year; it will continue its support for MA/PhD scholarships at the following universities: Aix-Marseille, Southampton, CMAUCH, Edinburgh, as well as the post-doc at Swansea. It will also explore the establishment of a PhD programme at the University of Cyprus.

The Foundation will continue its support of the CMAUCH, University of Alexandria, in terms of bursaries and maintenance.

The Foundation will continue to support the work of UNESCO's Ocean Decade initiative.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Honor Frost Foundation is governed by its Memorandum and Articles of Association adopted and approved at the Annual General Meeting on 22 May 2012.

Honor Frost died on 12 September 2010. The Honor Frost Charitable Trust was created by her will dated 14 September 2007 and was entered on the Register of Charities on 24 March 2011. All the Trust's assets were transferred to the Foundation on 30 September 2012.

The Foundation was managed by seven Trustees, who were also directors of the Foundation for the purposes of company law, appointed under Honor's will, all of whom served in the year to 30 September 2024, with the offices to which they were elected by the Trustees, namely:

Alison Julia Bewley Cathie, Chair
Roger Jackson Clark, Hon. Treasurer
Dr John Edward Curtis, OBE, FBA
Dr Claude Doumet-Serhal MBE
Dr Venetia Ann Porter
Orlando Whitfield
Peter Marshall Wolrich

Orlando Whitfield resigned on 30 April 2024. Two additional Trustees were appointed on 10 April 2025: Paola Alagna and Stephen Douglas Barber.

The Trustees meet at least four times a year and are responsible for the overall policies of the Foundation.

Reference and Administrative details

The day-to-day management of the Foundation is delegated to Gail Caddy, Financial and Operations Director, Prof. Lucy Blue, Maritime-Archaeological Director, Neelam Seeboruth, Lauren Tidbury and Dr. Danielle Newman.

Advice is obtained from Dr J D Hill (British Museum), and, as necessary, from Dr David Blackman, University of Oxford and Dr Colin Breen, University of Ulster.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also directors of Honor Frost Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual 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 charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2015 (FRS 102);
- 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company 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 charitable company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Azets Audit Services, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on26th June 2025..... and signed on the board's behalf by:



.....
A J B Cathie - Trustee

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

Opinion

We have audited the financial statements of Honor Frost Foundation (the 'charitable company') for the year ended 30 September 2024 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of 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 30 September 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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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:

continued ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

- 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 directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

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

Azets Audit Services

John Howard (Senior Statutory Auditor)
For and on behalf of Azets Audit Services
2nd Floor, Regis House, 45 King William Street
London, EC4R 9AN

27/06/2025

HONOR FROST FOUNDATION
STATEMENT OF FINANCIAL ACTIVITIES (Including Income and Expenditure Account)
FOR THE YEAR ENDED 30 SEPTEMBER 2024

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	Total 2024 funds £	Total 2023 funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	1,013,205	-	1,013,205	955,644
Other income		<u>254</u>	<u>-</u>	<u>254</u>	<u>1,280</u>
Total		1,013,459	-	1,013,459	956,924
EXPENDITURE ON					
Raising funds	3	-	146,203	146,203	211,280
Charitable activities	4				
Grants		606,658	-	606,658	1,505,187
Other charitable activities		<u>540,069</u>	<u>-</u>	<u>540,069</u>	<u>803,902</u>
Total		1,146,727	146,203	1,292,930	2,520,369
Net gains / (losses) on investments		<u>-</u>	<u>4,470,457</u>	<u>4,470,457</u>	<u>1,903,622</u>
NET INCOME/(EXPENDITURE)		(133,268)	4,324,253	4,190,985	340,177
Transfers between funds		133,268	(133,268)	-	-
NET MOVEMENT IN FUNDS		-	4,190,985	4,190,985	340,177
RECONCILIATION OF FUNDS					
Total funds brought forward		<u>-</u>	<u>40,113,451</u>	<u>40,113,451</u>	<u>39,773,274</u>
TOTAL FUNDS CARRIED FORWARD		<u>-</u>	<u>44,304,436</u>	<u>44,304,436</u>	<u>40,113,451</u>

CONTINUING OPERATIONS

All income and expenditure has arisen from continuing activities.

The notes form part of these financial statements

HONOR FROST FOUNDATION

BALANCE SHEET
AT 30 SEPTEMBER 2024

	Notes	2024 £	2023 £
FIXED ASSETS			
Investments	12	46,417,660	43,035,222
CURRENT ASSETS			
Debtors	13	30,125	20,909
Cash at bank		<u>322,116</u>	<u>303,649</u>
		352,241	324,558
CREDITORS			
Amounts falling due within one year	14	<u>(1,475,697)</u>	<u>(1,659,357)</u>
NET CURRENT LIABILITIES		<u>(1,123,456)</u>	<u>(1,334,799)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		45,294,204	41,700,423
CREDITORS			
Amounts falling due after more than one year	15	<u>(989,769)</u>	<u>(1,586,972)</u>
NET ASSETS		<u>44,304,436</u>	<u>40,113,451</u>
FUNDS	17		
Unrestricted income funds		-	-
Unrestricted capital funds		<u>44,304,436</u>	<u>40,113,451</u>
TOTAL FUNDS		<u>44,304,436</u>	<u>40,113,451</u>

The financial statements were approved by the Board of Trustees on 26th June 2025 and were signed on its behalf by:


.....
A J B Cathie -Trustee


.....
R J Clark -Trustee

The notes form part of these financial statements

HONOR FROST FOUNDATION
CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2024

	Notes	2024 £	2023 £
Cash flows from operating activities:			
Cash generated from operations	19	<u>(1,965,586)</u>	<u>(2,350,851)</u>
Net cash (used in) operating activities		<u>(1,965,586)</u>	<u>(2,350,851)</u>
Cash flows from investing activities:			
Purchase of fixed asset investments		<u>(4,689,455)</u>	(5,857,258)
Sale of fixed asset investments		<u>5,668,352</u>	6,901,295
Interest received		<u>102,273</u>	140,836
Dividends received		<u>910,932</u>	<u>814,808</u>
Net cash provided by (used in) investing activities		<u>1,992,102</u>	<u>1,999,681</u>
Cash flows from financing activities:			
Expenditure attributable to endowment		<u>144,610</u>	<u>198,348</u>
Net cash (used in) financing activities		<u>144,610</u>	<u>198,348</u>
Change in cash and cash equivalents in the reporting period		<u>(90,653)</u>	<u>(152,822)</u>
Cash and cash equivalents at the beginning of the reporting period		<u>695,044</u>	<u>847,866</u>
Cash and cash equivalents at the end of the reporting period		<u>604,391</u>	<u>695,044</u>
Cash and cash equivalents consists of:			
Cash at bank		<u>322,116</u>	303,649
Cash balances held by investment managers	12	<u>282,275</u>	<u>391,395</u>
Cash and cash equivalents at the end of the reporting period		<u>604,391</u>	<u>695,044</u>

The notes form part of these financial statements

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2024

1. ACCOUNTING POLICIES

General information and basis of preparation

Honor Frost Foundation is a company limited by guarantee in the United Kingdom. The address of the registered office is given in the charity information on page 1 of these financial statements. The nature of the charity's operations and principal activities are set out on page 2.

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) issued on 16 July 2014 (as updated through Update Bulletin 1 published on 2 February 2017), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015.

Honor Frost Foundation meets the definition of a public benefit entity under FRS 102. The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

The financial statements are prepared in sterling which is the functional currency of the charity. The level of round adopted in the financial statements is to the nearest £1.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Legal status

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

Preparation of the accounts on a going concern basis

The Foundation has reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. It has therefore continued to adopt the going concern basis in preparing its financial statements.

Income

All incoming resources, including investment income and bank interest, are included in the Statement of Financial Activities (SoFA) when the Foundation is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

Investment income is earned through holding assets for investment purposes such as shares. It includes dividends and interest. It is included when the amount can be measured reliably. Interest income is recognised using the effective interest method and dividend income is recognised as the charity's right to receive payment is established.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Expenditure on raising funds comprises costs of the services of the investment managers who manage the investment portfolio held by the Foundation.

Expenditure on charitable activities comprises those costs incurred by the charity in the delivery of its activities and services. It includes expenditure that can be directly allocated to such activities, and other costs which are of an indirect nature which are necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Foundation and include audit fees linked to the strategic management of the Foundation.

Grants and donations are charged to the SoFA once they are unconditionally approved for payment by the Trustees.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 30 SEPTEMBER 2024

1. ACCOUNTING POLICIES - continued

Expenditure - continued

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

The Foundation is not registered for VAT and expenditure is shown gross of irrecoverable VAT.

Allocation and apportionment of costs

Support costs are allocated on a time basis to Charitable Activities and Governance.

Taxation

The charitable company is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income and capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds are funds which can be used in accordance with the charitable objects at the discretion of the trustees.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The charitable company operates a defined contribution pension scheme. Contributions payable to the charitable company's pension scheme are charged to the Statement of Financial Activities in the period to which they relate.

Financial instruments

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

Fixed asset investments

Investments are a form of basic financial instruments and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price.

The statement of financial activities includes the net gains and losses arising on revaluation and disposals throughout the year.

The Foundation does not acquire put options, derivatives or other complex financial instruments.

All gains and losses are taken to the Statement of Financial Activities as they arise.

Realised gains and losses on investments are calculated as the difference between sales proceeds and their opening carrying value or their purchase value if acquired subsequent to the first day of the financial year.

Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are combined in the Statement of Financial Activities.

Debtors

Prepayments and accrued income are recognised at the settlement amount receivable.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less.

HONOR FROST FOUNDATION

**NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024**

Creditors

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Judgements and key sources of estimation uncertainty

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. INVESTMENT INCOME

	2024	2023
	£	£
Dividends received	910,932	814,808
Interest received	<u>102,273</u>	<u>140,836</u>
	<u>1,013,205</u>	<u>955,644</u>

3. RAISING FUNDS

Investment management costs

	2024	2023
	£	£
Portfolio management	<u>146,203</u>	<u>211,280</u>

4. CHARITABLE ACTIVITIES COSTS

	Direct costs (See note 5)	Grant funding of activities (See note 6)	Support costs (See note 7)	Totals
	£	£	£	£
Grants	-	606,658	-	606,658
Other charitable activities	<u>431,263</u>	-	<u>108,806</u>	<u>540,069</u>
	<u>431,263</u>	<u>606,658</u>	<u>108,806</u>	<u>1,146,727</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

5. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2024 £	2023 £
BA/HFF Steering Committee on UCH	-	2,337
DGA response team	357,210	604,314
Other charitable costs	105	1,233
Staff costs (note 10)	67,509	72,775
Payroll and pension fees	1,087	1,298
Legal fees	3,420	210
Executive Directors' Travel	1,932	2,525
	<u>431,263</u>	<u>684,692</u>

6. GRANTS PAYABLE

Grants Awarded 2023 - 2024

Grantee	Project Title	Award £
Cyprus		
Dr C Nicolaou	"Recording the Vernacular Boats of Cyprus"	8,736
Dr V Klinkenberg/Dr M Polidorou	"Seafaring in the Shadows: Revealing Maritime Traditions of Chalcolithic Cyprus"	30,277
Dr M Polidorou	"Echoes of the Past: Unveiling the Holocene coastal landscape of Palaepaphos, SW Cyprus"	55,000
Cyprus, Egypt & Lebanon		
Professor J Henderson (Project Leader)	Sustainable Wrecks Network (SWaN)	10,000
Developing the Discipline		
Dr T Manolova	Protohistoric Eastern Mediterranean Ships (1500-600 BC) - Digital Project	3,505
Education, Scholarships & Training		
C Prescott-Decie	PhD, University of Southampton (3-year HFF Scholarship)	92,640
Dr G Andreou	Hurghada Dive training for University of Gaza students (held in Egypt)	3,925
J Gatt	PhD extension	8,950
University of Cyprus	Cyprus GIS Course	5,325
Dr G Andreou	UW Archaeology Field School (for Palestinian students, held in Egypt)	9,085
University of Edinburgh	Intl PhD Edinburgh (fee increase)	28,951
Egypt		
Centre for Marine Archaeology & UW Cultural Heritage (CMAUCH), University of Alexandria	Marsa Bagoush Project (additional funds)	2,665
Dr C Craciun	Konosso - Ancient Philae-Sehel Channel Project	10,000
Dr Z Morsy/M Khedr	Quseir Roman Shipwreck Project	3,935
Dr Z Morsy/General Dept for Underwater Antiquities (DUA)	Abou Qir Survey	29,095

HONOR FROST FOUNDATION

**NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024**

6. GRANTS PAYABLE – continued

Grants Awarded 2023-2024

Grantee	Project Title	Award £
Lebanon		
American University of Beirut	AUB Spatial Lab	124,005
American University of Beirut	AUB Museum Project	28,695
Directorate General of Antiquities (DGA)	Antelias 62, Lebanon	29,750
HFF Project (led by Professor L Blue)	Tyre Maritime Cultural Landscape Project - Phase II	32,714
Dr M Haider/DGA	Anchor Conservation	2,231
Sicily		
Dr P Sconzo	Motya Museum Case & Panels	2,750
Special Grant		
Nautical Archaeology Society	IJNA (International Journal of Nautical Archaeology)	30,000
Centre for Marine Archaeology & UW Cultural Heritage (CMAUCH), University of Alexandria	Red Sea Exhibition - 3D wrecks	1,967
Dr A Rey da Silva/M Khedr	Ocean Heritage Governance - Policy Research	20,390
Arab British Centre	Conference: "Archiving Gaza in the Present"	2,000
Dr A Trakadas. Ocean Decade Heritage Network	ODHN Grant 2024-2025	20,000
University of Ioannina	"MAGS 2025" (Maritime Archaeology Graduate Symposium)	6,660
Travel Bursaries		
A Galal (Egypt)		
C Nicolaou (Cyprus)		
M Abd El Aziz (Egypt)		
S Wagdy (Egypt)"	HFF Bursaries to attend ISBSA 17 (International Symposium on Boat and Ship Archaeology), Naples, Italy	3,407
Total Approved Grants		<u>606,658</u>
At 30 September 2024		<u> </u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

7. SUPPORT COSTS

	Management £	Other £	Governance costs £	Totals £
Other charitable activities	<u>28,967</u>	<u>64,839</u>	<u>15,000</u>	<u>108,806</u>

Support costs, included in the above, are as follows:

	2024 Other charitable activities £	2023 Total activities £
Trustee costs	34	63
Staff costs (note 10)	64,839	31,189
Sundries	28,933	70,958
Auditors' remuneration	9,500	9,000
Auditors' remuneration for non-audit work	<u>5,500</u>	<u>8,000</u>
	<u>108,806</u>	<u>119,210</u>

8. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

	2024 £	2023 £
Auditors' remuneration	9,500	9,000
Auditors' remuneration for non-audit work	<u>5,500</u>	<u>8,000</u>

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 30 September 2024 nor for the year ended 30 September 2023.

Trustees' expenses

Trustee expenses of £2,388 (2023: £3,842) were paid to 1 (2023: 3) trustees during the year in relation to travel costs.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

10. STAFF COSTS

	2024 £	2023 £
Wages and salaries	86,799	88,376
Social security costs	1,389	5,266
Other pension costs	<u>8,254</u>	<u>10,322</u>
	<u>96,442</u>	<u>103,964</u>

Staff costs have been split between direct costs and support costs on a 70%/30% basis.

The average monthly number of employees during the year was as follows:

	2024	2023
Administration	<u>3</u>	<u>3</u>

No emoluments over £60,000 were paid in the period.

The key management of the Foundation consists of the trustees only.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	Total 2023 funds £	Total 2022 funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	955,644	-	955,644	726,183
Other income		<u>1,280</u>	-	<u>1,280</u>	<u>105</u>
Total		956,924	-	956,924	726,288
EXPENDITURE ON					
Raising funds	3	-	211,280	211,280	310,008
Charitable activities	4				
Grants		1,505,187	-	1,505,187	2,058,216
Other charitable activities		<u>803,902</u>	-	<u>803,902</u>	<u>696,846</u>
Total		2,309,089	211,280	2,520,369	3,065,070
Net gains / (losses) on investments		-	<u>1,903,622</u>	<u>1,903,622</u>	<u>(2,969,548)</u>
NET INCOME/(EXPENDITURE)		(1,352,165)	1,692,342	340,177	(5,308,330)
Transfers between funds		1,352,165	(1,352,165)	-	-
NET MOVEMENT IN FUNDS		-	340,177	340,177	(5,308,330)
RECONCILIATION OF FUNDS					
Total funds brought forward		-	39,773,274	39,773,274	45,081,604
TOTAL FUNDS CARRIED FORWARD		<u>-</u>	<u>40,113,451</u>	<u>40,113,451</u>	<u>39,773,274</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

12. FIXED ASSET INVESTMENTS

	Listed Investments £
At 1 October 2023	43,035,222
Additions	4,689,455
Disposals	(5,777,472)
Net realised gains on disposals	534,043
Net unrealised gains on revaluation	<u>3,936,413</u>
At 30 September 2024	<u><u>46,417,660</u></u>

Investments at market value comprise:

	£
UK Equities	6,871,507
Overseas Equities	9,951,542
Fixed interest	3,179,621
Alternatives	1,248,540
Commodities	1,060,091
Property	534,374
Multi assets	22,320,710
Sterling Liquidity Funds	819,000
Money Market	<u>150,000</u>
Cash balances held by investment managers	<u>282,275</u>
	<u>46,417,660</u>
Investments at historical cost	<u><u>30,822,855</u></u>

The following investment has a market value in excess of 5% of the total market value of investments:

	Market Value at 30 September 2024 £	Proportion of total %
S & W Gryphon East River Fund	<u>21,888,146</u>	<u>47.15%</u>

The foundation has committed to invest circa £200,000 (\$267,000) annually in the Cazenove Capital portfolio. The uncalled commitment is \$214,428. The uncalled commitment is mainly covered by the Vanguard FTSE All-World tracker plus USD cash.

13. DEBTORS

	2024 £	2023 £
Prepayments and accrued income	<u>30,125</u>	<u>20,909</u>
	<u><u>30,125</u></u>	<u><u>20,909</u></u>

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024	2023
	£	£
Grant commitments	1,404,237	1,609,562
Accruals and deferred income	<u>71,460</u>	<u>49,795</u>
	<u>1,475,697</u>	<u>1,659,357</u>

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2024	2023
	£	£
Grant commitments	<u>989,769</u>	<u>1,586,972</u>

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted Income fund	Unrestricted Capital fund	2024 Total funds	2023 Total funds
	£	£	£	£
Investments	-	46,417,660	46,417,660	43,035,222
Current assets	-	352,241	352,241	324,558
Current liabilities	-	(1,475,697)	(1,475,697)	(1,659,357)
Long term liabilities	-	<u>(989,769)</u>	<u>(989,769)</u>	<u>(1,586,972)</u>
	<u>-</u>	<u>44,304,435</u>	<u>44,304,435</u>	<u>40,113,451</u>

17. MOVEMENT IN FUNDS

	At 1/10/23	Net movement in funds	Transfers between funds	At 30/9/24
	£	£	£	£
Unrestricted funds				
Income Fund	-	(133,268)	133,268	-
Capital Fund	40,113,451	4,324,253	(133,268)	<u>44,304,436</u>
TOTAL FUNDS	<u>40,113,451</u>	<u>4,190,985</u>	<u>-</u>	<u>44,304,436</u>

Net movement in funds, included in the above are as follows:

	Incoming resources	Resources expended	Gains and losses	Movement in funds
	£	£	£	£
Unrestricted funds				
Income Fund	1,013,459	1,146,727	-	(133,268)
Capital Fund	-	146,203	4,470,456	4,324,253
TOTAL FUNDS	<u>-</u>	<u>1,292,930</u>	<u>4,470,456</u>	<u>4,190,985</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2024

17.1 MOVEMENT IN FUNDS – PRIOR YEAR

	At 1/10/22 £	Net movement in funds £	Transfers between funds £	At 30/9/23 £
Unrestricted funds				
Income Fund	-	(1,352,165)	1,352,165	-
Capital Fund	39,773,274	1,692,342	(1,352,165)	40,113,451
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
TOTAL FUNDS	<u>39,773,274</u>	<u>340,177</u>	<u>-</u>	<u>40,113,451</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	956,924	2,309,089	-	(1,352,165)
Capital Fund	-	211,280	1,903,622	1,692,342
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
TOTAL FUNDS	<u>956,924</u>	<u>2,520,369</u>	<u>1,903,622</u>	<u>340,177</u>

18. RELATED PARTY DISCLOSURES

There were no related party transactions for the year ended 30 September 2024 (nor in the year ended 30 September 2023).

19. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2024 £	2023 £
Net income for the reporting period (as per the statement of financial activities)	3,929,206	340,177
Adjustments for:		
Loss/ (Gain) on investments	(4,470,456)	(1,903,622)
Interest received	(102,273)	(140,836)
Dividends received	(910,932)	(814,808)
Expenditure attributable to endowment	(144,610)	(198,348)
(Increase)/ Decrease in debtors	(9,217)	(8,451)
(Decrease)/ Increase in creditors	<u>(780,863)</u>	<u>375,037</u>
Net cash provided by (used in) operating activities	<u>(1,965,586)</u>	<u>(2,350,851)</u>

HONOR FROST FOUNDATION
DETAILED STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 30 SEPTEMBER 2024

	2024 £	2023 £
INCOME AND ENDOWMENTS		
Investment income		
Dividends received	910,932	814,808
Interest received	102,273	140,836
Other Income	<u>254</u>	<u>1,280</u>
Total	1,013,459	956,924
EXPENDITURE		
Investment management costs		
Portfolio management	146,203	211,280
Charitable activities		
Salaries	86,799	61,863
Social security	1,389	3,686
Pensions	8,254	7,226
Other charitable costs	330,284	610,409
Payroll and pension fees	1,087	1,298
Legal fees	3,420	210
Grants	<u>606,658</u>	<u>1,505,187</u>
	1,037,891	2,189,879
Support costs		
Management		
Trustees' expenses	34	63
Wages	<u>28,933</u>	<u>31,189</u>
	28,967	31,252
Other		
Sundries	64,869	70,958
Governance costs		
Auditors' remuneration	9,500	9,000
Auditors' remuneration for non-audit work	<u>5,500</u>	<u>8,000</u>
	15,000	17,000
Total resources expended	1,292,930	2,520,369
Net expenditure before gains and losses	(279,471)	(1,563,445)
Recognised gains and losses		
Realised and unrealised gains / (losses) on fixed asset investments	<u>4,470,456</u>	<u>1,903,622</u>
Net income/(expenditure)	<u>4,190,985</u>	<u>340,177</u>

This page does not form part of the statutory financial statements

HONOR FROST FOUNDATION

England & Wales - Charity number 1147921

Accounts

REGISTERED COMPANY NUMBER: 08079190 (England and Wales)
REGISTERED CHARITY NUMBER: 1147921

**REPORT OF THE TRUSTEES AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2023
FOR
HONOR FROST FOUNDATION**

HONOR FROST FOUNDATION
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FOR THE YEAR ENDED 30 SEPTEMBER 2023

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HONOR FROST FOUNDATION
REFERENCE AND ADMINISTRATIVE DETAILS
FOR THE YEAR ENDED 30 SEPTEMBER 2023

TRUSTEES	A J B Cathie R J Clark J E Curtis C Doumet-Serhal V A Porter O Whitfield P M Wolrich
REGISTERED OFFICE	10 Carlton House Terrace London SW1Y 5AH
REGISTERED COMPANY NUMBER	08079190 (England and Wales)
REGISTERED CHARITY NUMBER	1147921
AUDITORS	Azets Audit Services 2 nd Floor, Regis House, 45 King William Street, London EC4R 9AN
SOLICITORS	BDB Pitmans LLP One Bartholomew Close London EC1A 7BL
INVESTMENT MANAGERS	Close Brothers Asset Management 10 Crown Place London EC2A 4FT Cazenove Capital Schroder & Co Limited 1 London Wall Place London EC2Y 5AU

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

Honor Frost Foundation (HFF) is a charitable company. The Trustees (who are also the directors for the purposes of company law) present their report with the financial statements of the Foundation for the year to 30 September 2023. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and comply with the Foundation's memorandum and articles of association and applicable law.

OBJECTIVES AND ACTIVITIES

The Objects of the Foundation, as set out in the Articles of Association, are the advancement of research and its publication in the area of marine archaeology with particular but not exclusive reference to the marine archaeology of the Lebanese, Western Syrian and Cypriot coast and archaeologically associated maritime wrecks found elsewhere in Mediterranean waters, by any means which shall be recognised as charitable and in particular without prejudice to the generality of the foregoing:

- To provide grants or other financial assistance to individuals working in research establishments to further their study of marine archaeology
- To publish and disseminate any marine archaeology papers or volumes owned by the charity or produced as a result of research funded by the charity
- To make grants to museums and galleries and other national or local institutions (particularly but not necessarily exclusively the British Museum) and to assist them in displaying to the public works relevant to the study of marine archaeology and in the holding of relevant lectures and seminars
- To support by whatever means are appropriate excavations of archaeological sites, ports, harbours, offshore anchorages and ancient anchors found undersea or excavated as ex votos in temples and shrines which are relevant to Levantine or Cypriot archaeology and the history of fishing.
- To support by whatever means are appropriate conservation work relevant to the marine archaeology of Lebanon, Western Syria and Cyprus
- To provide grants towards exchange visits of museum staff from Lebanon, Syria and Cyprus
- To provide grants towards the training of individuals of Lebanese, Syrian and Cypriot origin in the skills necessary to carry out marine archaeology and conservation work relevant to marine archaeology in their country of origin.

The Trustees have also recognised the crucial importance of safeguarding and promoting the protection of underwater cultural heritage (UCH) as part of its overall work.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities.

ACHIEVEMENT AND PERFORMANCE

• The Honor Frost Archive

With the Honor Frost Archive installed in the Maritime Archaeological Special Collections division of the Library at the University of Southampton, the Special Maritime Archaeological Collections division has been successful in seeking further maritime-archaeological archives, which include those of Sean McGrail, Lucien Basch and Nicholas Flemming, and students and researchers are now using the Frost Archive. The Foundation is actively engaged in exploring further the role of such archives. A small grant was offered to the library this year in support of digitising images.

• The HFF Publication Series

The Foundation has established an HFF publication series which is managed by the Publications Manager.

Regrettably no new volumes were published this year, but a volume containing a selection of Honor Frost's articles entitled *Honor Frost: Selected Works* will be published in 2024, together with papers from the second Honor Frost Foundation conference *Under the Mediterranean II*, held in Malta in November 2022.

Honor Frost's unpublished book, found in her archives, *The Second Life of the Phoenix*, will also be ready for publication in autumn 2024.

Work is continuing on the publication of the final three volumes of *Tropis* symposia - an archiving project of unpublished conferences to which Honor Frost regularly contributed, concerning nautical archaeology of the Mediterranean.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

ACHIEVEMENT AND PERFORMANCE - continued

- **Podcast**

The Foundation continues to produce the news podcast released every three weeks, entitled DIVE & DIG, presented by Prof. Lucy Blue, aimed at promoting maritime archaeology.

- **Cyprus**

The Foundation continued to support MARELab, the Maritime Archaeological Research Laboratory at the University of Cyprus, which includes a number of areas of research.

This year a season of excavation was supported at the shipwreck site of Mazotos. The final year of the Mare Cyprum project, which aims to develop digital multimedia applications of six maritime archaeological sites in Cyprus as a means of public engagement, was also completed.

In 2022, the Foundation also developed a project called the Cyprus Regional Development Project (CRDP) that works in partnership with regional and international experts to promote interdisciplinary research, training, workshops and field-based activities, to the benefit of all HFF regional collaborators and grantees. In 2023, six workshops were successfully conducted, and a coastal field survey undertaken.

In summer 2023, the final season of the HFF funded Dreamer's Bay underwater survey project was successfully completed.

- **Lebanon**

The HFF Lebanon team continues to undertake important work with the aim of documenting, protecting and promoting the marine archaeological resource in Lebanon, in support of the Directorate General of Antiquities (DGA). Over the last year field work concentrated in the north, in the Al Mina, Tripoli region, with smaller scale projects at targeted sites along the coast.

The Blue House, whose restoration the Foundation supported, is now actively being used as an office by the HFF Lebanon team and regularly hosts seminars and meetings.

The Foundation's Minor programme in Marine Science and Culture at the American University in Beirut, started in September 2019, continues, and HFF supports a number of external scholarships to attend the course each year.

In the last year, the Foundation established a Pathway scheme to enable promising maritime archaeologists to access training and placement opportunities in order to increase their personal skills and expertise.

HFF Lebanon recently completed a digitisation project to bring together all extant research on the port of Sidon, in collaboration with the DGA. Plans are now afoot to turn our efforts to the World Heritage site of Tyre, to undertake a similar documentation project. This will support HFF's Tyre Maritime Cultural Landscape Project, which aims to investigate and document the underwater cultural heritage of the area. In the last year, a geomorphological coring campaign and a drone survey were successfully completed at the site.

The first year of a two-year excavation project in Sidon was also undertaken this year.

Finally, in 2023, the Foundation awarded a grant to conduct post-excavation analysis of finds from the Neolithic site of Tabarja.

- **Egypt**

Support for the activities of the Centre for Maritime Archaeology and Underwater Cultural Heritage (CMAUCH), University of Alexandria, continued.

The Foundation continued to support ongoing research at the Red Sea port sites of Ayn Soukhna, Wadi el Jarf and Berenike, the former of which had its last season this year.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

ACHIEVEMENT AND PERFORMANCE – continued

- **Sicily**

A post-doc based at the University of Swansea which aims to study ships on display, has entered its second year. The intention for 2024 is to revisit the Museo Lilibeo, Marsala, where the Punic ship is displayed, to further assess its state of preservation.

The Foundation also supported a season of deeper water survey off Sicily using Autonomous Underwater Vehicles.

- **Occupied Palestinian Territories**

The Foundation funded a second season of Maritime Archaeological Survey and Mapping of the endangered marine cultural heritage of coastal Gaza.

- **Nautical Archaeology Society (NAS)**
International Journal of Nautical Archaeology (IJNA)

The Foundation's three-year annual grant to help develop the NAS international journal (IJNA) and activities concerning its publication, dissemination and related research which previously extended through to 2023, was further extended through to the end of 2024.

- **University of Southampton**

In 2021, the Foundation signed a contract to fund an Associate Professorship in maritime archaeology at the University of Southampton for a period of seven years. With the appointment now in place, Dr. Crystal El-Safadi successfully completed her first year in this academic post, with teaching and research focused on the eastern Mediterranean.

- **British Academy/ Honor Frost Foundation Awards**

The British Academy/Honor Frost Foundation annual research awards in maritime archaeology supported one small grant this year.

- **Studentships and Bursaries**

Several studentships and bursaries were awarded in 2022-2023, to attend conferences, workshops and bespoke training programmes.

Five bursaries were awards to attend the HFF sponsored Maritime Archaeology Post Graduate Research Symposium (MAGS) held at the University of Cyprus. Organized by post-graduate scholars, MAGS is a bi-annual symposium dedicated to maritime archaeology in the Mediterranean, created to allow a space for early career researchers to present their work and to network with their peers.

An additional five bursaries were awarded to scholars to attend other conferences internationally, and training bursaries allowed several students to gain qualifications in diving, as well as attend workshops on dendrochronology, conservation, and ancient manuscript archiving.

The Foundation renewed its commitment to support one student to undertake a Master's degree in Land and Sea Archaeology at the University of Cyprus.

With the support of the Foundation, one student successfully completed the Diploma in Maritime Archaeology at the CMAUCH, University of Alexandria. The Foundation continued the support for this student when they continued to Master's degree level in Maritime Archaeology at the same institution, in September 2023. Support for the Diploma continues, with a further four students commencing their studies in September 2023.

In 2023, three HFF-funded doctoral candidates submitted their theses for examination, two from the University of Southampton and one from the University of Oxford. A student from Lebanon, who had previously been awarded a one-year scholarship to undertake a Master's degree at Southampton, completed her studies and has continued to PhD level, again supported by the Foundation.

The Foundation continues to support a Syrian student to undertake a joint CIVIS PhD (University of Aix-Marseille and the National and Kapodistrian University of Athens), which commenced in September 2020. Another student from the region is about to enter her final year doing a joint PhD at the University of Aix-Marseille and University of Cyprus.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

At the University of Edinburgh, the international post-doctoral post supported by the Foundation on the topic *Marine heritage and sustainable coastal development in Lebanon*, came to an end. (The post-doctoral scholar has subsequently secured a permanent post at the University).

- **Underwater Cultural Heritage (UCH) Steering Committee**

The Foundation continues to support the Foundation's Steering Committee on UCH (<http://honorfrostfoundation.org/uch/>), chaired by Professor Sir Barry Cunliffe. In April 2023, the Steering Committee hosted a regional policy forum event in Alexandria, Egypt that addressed the impact of offshore development on marine cultural heritage.

- **Ocean Decade Heritage Network**

As a result of the Foundation's earlier support, the ODHN became an official partner of IOC-UNESCO in the Ocean Decade initiative. The Foundation continues to support ODHN to further raise awareness of cultural heritage within the marine sciences.

FINANCIAL REVIEW

The Foundation does not engage in any fundraising activities.

On income account the Foundation received income of £956,924 and spent £2,309,089 on its charitable activities; the resulting deficit of £1,352,165 has been transferred from capital. On the capital account the realised and unrealised investment gains after management fees amounted to £1,692,342. In total therefore the Foundation's net assets increased by £340,177 to £40,113,451.

Investment policy

The Foundation has two investment managers Close Asset Management and Cazenove Capital in addition it receives investment advice from Millbank Investment Management. Two trustees constitute the Investment Committee and they meet the investment managers at least once a year to review the performance, the investment policy and the arrangement under which the management of the investments is delegated to the managers. The Committee reports the results of these reviews to the Trustees with any recommendations.

The Foundation is a long-term investor and seeks to maintain the real value of its capital and to produce a reasonable income.

During the year the funds held by the investment managers returned 6.2%. The indices prepared by Asset Risk Consultants showed total returns for the year of 3.8% on the Balanced Asset and 4.7% on the Steady Growth portfolios so the Trustees regard the result as satisfactory.

Reserves policy

To repeat, the Foundation seeks to maintain the real value of its capital. Its opening capital in October 2011 was £30.45m that sum increased by the CPI to September 2023 equals £42.5m compared with the actual value of nearly £40.1m. The Trustees have decided that from 1 October 2023 they will aim to spend annually not more than 3% of the opening value of the fund, in the hope that taking one year with another this should more or less preserve the real value of the fund. As the capital is expendable the Trustees do not consider it necessary to maintain any separate income reserve and indeed are likely to continue spending more than the Foundation's income.

FUTURE PLANS

The Foundation will continue to explore the acquisition and assessment of maritime-archaeological archives to be lodged in the Special Collections at Hartley Library, University of Southampton.

The Foundation plans to publish more titles, including a number of HFF scholars' doctoral thesis.

The Foundation will continue its 'rescue missions' for the Directorate General of Antiquities in Beirut when possible. In addition, the Foundation will continue the development of the Tyre Maritime Cultural Landscape Project. The successful Cyprus Regional Development Project will continue, based in Cyprus.

In Education, the Foundation will continue its support for its Minor course at the American University in Beirut for a further four years, including its sponsorship of 3-4 students a year; it will continue its support for MA/PhD scholarships at the following universities: Aix-Marseille, Cyprus, Southampton, CMAUCH, Edinburgh, as well as the post-doc at Swansea.

The Foundation will continue its support of the CMAUCH, University of Alexandria, in terms of bursaries and maintenance.

The Foundation will continue to support the work of UNESCO's Ocean Decade initiative.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Honor Frost Foundation is governed by its Memorandum and Articles of Association adopted and approved at the Annual General Meeting on 22 May 2012.

Honor Frost died on 12 September 2010. The Honor Frost Charitable Trust was created by her will dated 14 September 2007 and was entered on the Register of Charities on 24 March 2011. All the Trust's assets were transferred to the Foundation on 30 September 2012.

Orlando Whitfield was appointed as a Trustee in August 2023 and the Foundation is now managed by seven Trustees, who are also directors of the Foundation for the purposes of company law, appointed under Honor's will, all of whom served in the year to 30 September 2023, with the offices to which they were elected by the Trustees, namely:

Alison Julia Bewley Cathie, Chair
Roger Jackson Clark, Hon. Treasurer
Dr John Edward Curtis, OBE, FBA
Dr Claude Doumet-Serhal MBE
Dr Venetia Ann Porter
Orlando Whitfield
Peter Marshall Wolrich

The Trustees meet at least four times a year and are responsible for the overall policies of the Foundation.

Reference and Administrative details

The day-to-day management of the Foundation is delegated to Gail Caddy, Financial and Operations Director, Prof. Lucy Blue, Maritime-Archaeological Director, Neelam Seeboruth, Lauren Tidbury and Dr. Danielle Newman.

Advice is obtained from Dr J D Hill (British Museum), and, as necessary, from Dr David Blackman, University of Oxford and Dr Colin Breen, University of Ulster.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also directors of Honor Frost Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual 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 charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2015 (FRS 102);
- 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company 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 charitable company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

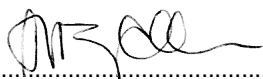
In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Azets Audit Services, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 18th June 2024 and signed on the board's behalf by:



.....
A J B Cathie - Trustee

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

Opinion

We have audited the financial statements of Honor Frost Foundation (the 'charitable company') for the year ended 30 September 2023 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of 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 30 September 2023, 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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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:

continued ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

- 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 directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

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

John Howard (Senior Statutory Auditor)
For and on behalf of Azets Audit Services
2nd Floor, Regis House, 45 King William Street
London, EC4R 9AN

.....

HONOR FROST FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES (Including Income and Expenditure Account)

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	Total 2023 funds £	Total 2022 funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	955,644	-	955,644	726,183
Other income		<u>1,280</u>	<u>-</u>	<u>1,280</u>	<u>105</u>
Total		956,924	-	956,924	726,288
EXPENDITURE ON					
Raising funds	3	-	211,280	211,280	310,008
Charitable activities	4				
Grants		1,505,187	-	1,505,187	2,058,216
Other charitable activities		<u>803,902</u>	<u>-</u>	<u>803,902</u>	<u>696,846</u>
Total		2,309,089	211,280	2,520,369	3,065,070
Net gains / (losses) on investments		<u>-</u>	<u>1,903,622</u>	<u>1,903,622</u>	(2,969,548)
NET INCOME/(EXPENDITURE)		(1,352,165)	1,692,342	340,177	(5,308,330)
Transfers between funds		1,352,165	(1,352,165)	-	-
NET MOVEMENT IN FUNDS		-	340,177	340,177	(5,308,330)
RECONCILIATION OF FUNDS					
Total funds brought forward		<u>-</u>	<u>39,773,274</u>	<u>39,773,274</u>	<u>45,081,604</u>
TOTAL FUNDS CARRIED FORWARD		<u><u>-</u></u>	<u><u>40,113,451</u></u>	<u><u>40,113,451</u></u>	<u><u>39,773,274</u></u>

CONTINUING OPERATIONS

All income and expenditure has arisen from continuing activities.

The notes form part of these financial statements

HONOR FROST FOUNDATION

BALANCE SHEET
AT 30 SEPTEMBER 2023

	Notes	2023 £	2022 £
FIXED ASSETS			
Investments	12	43,035,222	42,419,732
CURRENT ASSETS			
Debtors	13	20,909	12,458
Cash at bank		<u>303,649</u>	<u>212,376</u>
		324,558	224,834
CREDITORS			
Amounts falling due within one year	14	<u>(1,659,357)</u>	<u>(1,550,996)</u>
NET CURRENT LIABILITIES		<u>(1,334,799)</u>	<u>(1,326,162)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		41,700,423	41,093,570
CREDITORS			
Amounts falling due after more than one year	15	<u>(1,586,972)</u>	<u>(1,320,296)</u>
NET ASSETS		<u><u>40,113,451</u></u>	<u><u>39,773,274</u></u>
FUNDS	17		
Unrestricted income funds		-	-
Unrestricted capital funds		<u>40,113,451</u>	<u>39,773,274</u>
TOTAL FUNDS		<u><u>40,113,451</u></u>	<u><u>39,773,274</u></u>

The financial statements were approved by the Board of Trustees on 18th June 2024 and were signed on its behalf by:


.....
A J B Cathie -Trustee


.....
R J Clark -Trustee

HONOR FROST FOUNDATION
CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	2023 £	2022 £
Cash flows from operating activities:			
Cash generated from operations	19	<u>(2,350,851)</u>	<u>(1,774,978)</u>
Net cash (used in) operating activities		<u>(2,350,851)</u>	<u>(1,774,978)</u>
Cash flows from investing activities:			
Purchase of fixed asset investments		<u>(5,857,258)</u>	(5,977,485)
Sale of fixed asset investments		<u>6,901,295</u>	7,305,250
Interest received		<u>140,836</u>	76,397
Dividends received		<u>814,808</u>	<u>649,786</u>
Net cash provided by (used in) investing activities		<u>1,999,681</u>	<u>2,053,948</u>
Cash flows from financing activities:			
Expenditure attributable to endowment		<u>198,348</u>	<u>(208,891)</u>
Net cash (used in) financing activities		<u>198,348</u>	<u>(208,891)</u>
Change in cash and cash equivalents in the reporting period		<u>(152,822)</u>	70,079
Cash and cash equivalents at the beginning of the reporting period		<u>847,866</u>	<u>777,787</u>
Cash and cash equivalents at the end of the reporting period		<u><u>695,044</u></u>	<u><u>847,866</u></u>
Cash and cash equivalents consists of:			
Cash at bank		<u>303,649</u>	212,376
Cash balances held by investment managers	12	<u>391,395</u>	<u>635,490</u>
Cash and cash equivalents at the end of the reporting period		<u><u>695,044</u></u>	<u><u>847,866</u></u>

The notes form part of these financial statements

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2023

1. ACCOUNTING POLICIES

General information and basis of preparation

Honor Frost Foundation is a company limited by guarantee in the United Kingdom. The address of the registered office is given in the charity information on page 1 of these financial statements. The nature of the charity's operations and principal activities are set out on page 2.

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) issued on 16 July 2014 (as updated through Update Bulletin 1 published on 2 February 2017), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015.

Honor Frost Foundation meets the definition of a public benefit entity under FRS 102. The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

The financial statements are prepared in sterling which is the functional currency of the charity. The level of round adopted in the financial statements is to the nearest £1.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Legal status

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

Preparation of the accounts on a going concern basis

The Foundation has reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. It has therefore continued to adopt the going concern basis in preparing its financial statements.

Income

All incoming resources, including investment income and bank interest, are included in the Statement of Financial Activities (SoFA) when the Foundation is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

Investment income is earned through holding assets for investment purposes such as shares. It includes dividends and interest. It is included when the amount can be measured reliably. Interest income is recognised using the effective interest method and dividend income is recognised as the charity's right to receive payment is established.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Expenditure on raising funds comprises costs of the services of the investment managers who manage the investment portfolio held by the Foundation.

Expenditure on charitable activities comprises those costs incurred by the charity in the delivery of its activities and services. It includes expenditure that can be directly allocated to such activities, and other costs which are of an indirect nature which are necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Foundation and include audit fees linked to the strategic management of the Foundation.

Grants and donations are charged to the SoFA once they are unconditionally approved for payment by the Trustees.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 30 SEPTEMBER 2023

1. ACCOUNTING POLICIES - continued

Expenditure - continued

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

The Foundation is not registered for VAT and expenditure is shown gross of irrecoverable VAT.

Allocation and apportionment of costs

Support costs are allocated on a time basis to Charitable Activities and Governance.

Taxation

The charitable company is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income and capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds are funds which can be used in accordance with the charitable objects at the discretion of the trustees.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The charitable company operates a defined contribution pension scheme. Contributions payable to the charitable company's pension scheme are charged to the Statement of Financial Activities in the period to which they relate.

Financial instruments

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

Fixed asset investments

Investments are a form of basic financial instruments and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price.

The statement of financial activities includes the net gains and losses arising on revaluation and disposals throughout the year.

The Foundation does not acquire put options, derivatives or other complex financial instruments.

All gains and losses are taken to the Statement of Financial Activities as they arise.

Realised gains and losses on investments are calculated as the difference between sales proceeds and their opening carrying value or their purchase value if acquired subsequent to the first day of the financial year.

Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are combined in the Statement of Financial Activities.

Debtors

Prepayments and accrued income are recognised at the settlement amount receivable.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

Creditors

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Judgements and key sources of estimation uncertainty

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. INVESTMENT INCOME

	2023	2022
	£	£
Dividends received	814,808	649,786
Interest received	140,836	76,397
Other income	<u>1,280</u>	<u>105</u>
	<u>956,924</u>	<u>726,288</u>

3. RAISING FUNDS

Investment management costs

	2023	2022
	£	£
Portfolio management	<u>211,280</u>	<u>310,008</u>

4. CHARITABLE ACTIVITIES COSTS

	Direct costs (See note 5)	Grant funding of activities (See note 6)	Support costs (See note 7)	Totals
	£	£	£	£
Grants	-	1,505,187	-	1,505,187
Other charitable activities	<u>684,692</u>	<u>-</u>	<u>119,210</u>	<u>803,902</u>
	<u>684,692</u>	<u>1,505,187</u>	<u>119,210</u>	<u>2,309,089</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

5. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2023 £	2022 £
BA/HFF Steering Committee on UCH	2,337	689
DGA response team	604,314	506,016
Other charitable costs	1,233	2,151
Staff costs (note 10)	72,775	62,462
Payroll and pension fees	1,298	1,171
Legal fees	210	540
Executive Directors' Travel	2,525	3,855
Lecture events	-	182
AVB expenses	-	543
Publication costs	-	30,061
	<u>684,692</u>	<u>607,670</u>

6. GRANTS PAYABLE

Grants Awarded 2023 - 2024

Grantee	Project Title	Award £
Lebanon		
M Allouche-Francis	Byblos Mission 12	25,460
American University of Beirut	AUB Minor Course in Marine Science 2022-2025	488,216
La Sapienza University	Tyre South Survey	25,800
Dr Gilles Brocard	Coring Survey, Tyre	19,986
Dr Corine Yazbeck	Tabarja Survey Phase II	47,160
Dr Lucy Semaan/Dr Zeina Haddad	Manual of Maritime Archaeology	7,440
Dr Canan Çakırlar	Berytus and the Sea: Understanding marine resource exploitation and marine ecosystems in Roman Beirut	8,420
Dr Francisco Nuñez-Calvo	The paleoenvironmental evolution of a Levantine coastal city in the Bronze Age: the case of Tyre	8,500
Dr Zeina Haddad	Archaeological research at Iskandarouna Bay	7,920
Gaza		
Dr Georgia Andreou	Gaza Project Phase II	32,658
Cyprus		
Dr Stella Demesticha	Mazotos Project	64,250
North Cyprus		
Dr Muge Sevketoglu/Dr Ian Hanson	Systematic Survey and Protection of Maritime Heritage, North Cypriot Coastline	54,885
Travel Bursaries		
A Johnson	ICAS EMMÉ Conference	3,145
N Nofal	Under the Mediterranean II Conference	295
Dr Emad Khalil	STAB/Unitwin Conference	1,724

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

6. GRANTS PAYABLE – continued

Grants Awarded 2023 - 2024

Grantee	Project Title	Award £
Egypt		
Dr Peter Campbell/Dr Ziad Morsy	Maritime Archaeological Survey of the Upper Nile - 2022-2025	261,684
Dr Pierre Tallet	Wadi el-Jarf Archaeological Mission 2023-2025	40,500
Dr Bérangère Redon	Taposiris Magna's Harbour	10,000
N Hamed	Maritime Heritage Conference, Ain Shams University	4,739
Raquda Foundation for Art & Heritage	El Max Rescue Project Phase II	20,000
Centre for Maritime Archaeology & Underwater Cultural Heritage (CMAUCH)	CMAUCH Operational Support	17,854
	CMAUCH Maintenance	4,800
	CMAUCH Visiting Lecturer	2,000
	CMAUCH Jetty Repair	4,759
M Khedr	Alexandria Underwater Survey	4,850
M Khedr	Photogrammetry Workshop	2,550
M Khedr	Alexandria Field School	9,995
O Mohamed	SCUBA Maintenance Course	813
Sicily		
Dr Lisa Briggs	Deep-water Survey: Innovative Multi-AUV Survey of Shipwrecks in the Strait of Sicily (2023 to 2025)	81,014
Education & Training		
R Abdelhady	Conservation Training	515
S Ibrahim	PhD, University of Southampton	117,500
N Hamed	PhD Extension, University of Southampton	9,750
Dr Arturo Rey da Silva	Post-doc Extension, University of Edinburgh	21,300
Student Support, UK and France	Stipend Increase	29,000
Dr Panos Tzovaras	Post-doc, University of Ioannina	19,000
R Nader	MA Conservation, University of Durham	86,400
A Moustafa	Dendrochronology Training	1,871
J Anbar	PhD Extension, University of Aix-Marseille	6,932
J Gatt	PhD Additional Support, University of Aix-Marseille	5,515
CMAUCH	Technical Diving Training Programme	4,990
	CMAUCH Annual Bursaries & Stipends	5,400
	CMAUCH Diploma & MA Programmes	1,500
Special Grants		
	Regional Policy Forum	34,821
	BAAL Publishing Support	3,963
	IJNA Editorial Support	20,000

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

6. GRANTS PAYABLE - continued

Grantee	Project Title	Award £
Developing the Discipline		
Dr Rosie Everett	Provenancing Shipwreck Timbers Using Sedimentary DNA (sedaDNA)	3,139
University of Southampton	Honor Frost Archive, Visiting Fellowship	5,000
University of Southampton	Archive Digitisation, Southampton	11,472
Maritime Archaeological Trust	Listening To Our Past: Phase II	29,500
Dr Christina Papoulia	Early prehistoric boatbuilding under the microscope: object biographies of an experimental logboat	9,710
 Grants Awarded 2023 - 2024		
Total Approved Grants		<u>1,688,695</u>
Reconciliation of Grants		
Grants approved		1,688,695
Unspent grant balances		(187,628)
Overspent grants		943
Other adjustments		3,177
 At 30 September 2023		 <u>1,505,187</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

7. SUPPORT COSTS

	Management £	Other £	Governance costs £	Totals £
Other charitable activities	<u>31,252</u>	<u>70,958</u>	<u>17,000</u>	<u>119,210</u>

Support costs, included in the above, are as follows:

	2023 Other charitable activities £	2022 Total activities £
Trustee costs	63	13
Staff costs (note 10)	31,189	26,769
Sundries	70,958	51,894
Auditors' remuneration	9,000	7,000
Auditors' remuneration for non-audit work	<u>8,000</u>	<u>3,500</u>
	<u>119,210</u>	<u>89,176</u>

8. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

	2023 £	2022 £
Auditors' remuneration	9,000	7,000
Auditors' remuneration for non-audit work	<u>8,000</u>	<u>3,500</u>

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 30 September 2023 nor for the year ended 30 September 2022.

Trustees' expenses

Trustee expenses of £3,842 (2022: £557) were paid to three (2022: three) trustees during the year in relation to travel costs.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

10. STAFF COSTS

	2023	2022
	£	£
Wages and salaries	88,376	81,918
Social security costs	5,266	1,380
Other pension costs	<u>10,322</u>	<u>5,933</u>
	<u>103,964</u>	<u>89,231</u>

Staff costs have been split between direct costs and support costs on a 70%/30% basis.

The average monthly number of employees during the year was as follows:

	2023	2022
Administration	<u>3</u>	<u>3</u>

No emoluments over £60,000 were paid in the period.

The key management of the Foundation consists of the trustees only.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted funds £	Endowment fund £	Total funds £
INCOME AND ENDOWMENTS FROM			
Charitable activities			
Investment income	726,183	-	726,183
Other income	<u>105</u>	<u>-</u>	<u>105</u>
Total	726,288	-	726,288
EXPENDITURE ON			
Raising funds	-	310,008	310,008
Grants	2,058,216	-	2,058,216
Other charitable activities	<u>696,846</u>	<u>-</u>	<u>696,846</u>
Total	2,755,062	310,008	3,065,070
Net gains/(losses) on investments	<u>-</u>	<u>(2,969,548)</u>	<u>(2,969,548)</u>
NET (EXPENDITURE)	(2,028,774)	(3,279,556)	(5,308,330)
Transfers between funds	2,028,774	(2,028,774)	-
NET MOVEMENT IN FUNDS	-	(5,308,330)	(5,308,330)
RECONCILIATION OF FUNDS			
Total funds brought forward	<u>-</u>	<u>45,081,604</u>	<u>45,081,604</u>
TOTAL FUNDS CARRIED FORWARD	<u>-</u>	<u>39,773,274</u>	<u>39,773,274</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

12. FIXED ASSET INVESTMENTS

	Listed Investments £
At 1 October 2022	42,419,732
Additions	5,857,258
Disposals	(7,145,390)
Net realised gains on disposals	442,470
Net unrealised gains on revaluation	1,461,152
	<u>43,035,222</u>
At 30 September 2023	<u>43,035,222</u>

Investments at market value comprise:

	£
UK Equities	6,140,408
Overseas Equities	9,436,515
Fixed interest	3,218,115
Alternatives	4,592,039
Commodities	777,416
Property	385,538
Multi assets	16,540,475
Sterling Liquidity Funds	1,553,321
	<u>391,395</u>
	<u>43,035,222</u>

Cash balances held by investment managers

Investments at historical cost 30,655,508

The following investment has a market value in excess of 5% of the total market value of investments:

	Market Value at 30 September 2023 £	Proportion of total %
S & W Gryphon East River Fund	<u>20,328,803</u>	<u>48.65%</u>

The foundation has committed to invest circa £200,000 (£267,000) annually in the Cazenove Capital portfolio. The uncalled commitment is \$214,428. The uncalled commitment is mainly covered by the Vanguard FTSE All-World tracker plus USD cash.

13. DEBTORS

	2023 £	2022 £
Prepayments and accrued income	<u>20,909</u>	<u>12,458</u>
	<u>20,909</u>	<u>12,458</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2023 £	2022 £
Grant commitments	1,609,562	1,490,022
Accruals and deferred income	<u>49,795</u>	<u>60,974</u>
	<u>1,659,357</u>	<u>1,550,996</u>

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2023 £	2022 £
Grant commitments	<u>1,586,972</u>	<u>1,320,296</u>

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted Income fund £	Unrestricted Capital fund £	2023 Total funds £	2022 Total funds £
Investments		43,035,222	43,035,222	42,419,732
Current assets		324,558	324,558	224,834
Current liabilities		(1,659,357)	(1,659,357)	(1,550,996)
Long term liabilities		<u>(1,586,972)</u>	<u>(1,586,972)</u>	<u>(1,320,296)</u>
		<u>40,113,451</u>	<u>40,113,451</u>	<u>39,773,274</u>

17. MOVEMENT IN FUNDS

	At 1/10/22 £	Net movement in funds £	Transfers between funds £	At 30/9/23 £
Unrestricted funds				
Income Fund	-	(1,352,165)	1,352,165	-
Capital Fund	<u>39,773,274</u>	<u>1,692,342</u>	<u>(1,352,165)</u>	<u>40,113,451</u>
TOTAL FUNDS	<u>39,773,274</u>	<u>340,177</u>	<u>-</u>	<u>40,113,451</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	956,924	2,309,089	-	(1,352,165)
Capital Fund	-	211,280	1,903,622	1,692,342
TOTAL FUNDS	<u>956,924</u>	<u>2,520,369</u>	<u>1,903,622</u>	<u>340,177</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2023

17.1 MOVEMENT IN FUNDS – PRIOR YEAR

	At 1/10/21 £	Net movement in funds £	Transfers between funds £	At 30/9/22 £
Unrestricted funds				
Income Fund	-	(2,028,774)	2,028,774	-
Capital Fund	45,081,604	(3,279,556)	(2,028,774)	39,773,274
TOTAL FUNDS	<u>45,081,604</u>	<u>(5,308,330)</u>	<u>-</u>	<u>39,773,274</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	726,288	(2,755,062)	-	(2,028,774)
Capital Fund	-	(310,008)	(2,969,548)	(3,279,556)
TOTAL FUNDS	<u>726,288</u>	<u>(3,065,070)</u>	<u>(2,969,548)</u>	<u>(5,308,330)</u>

18. RELATED PARTY DISCLOSURES

There were no related party transactions for the year ended 30 September 2023 (nor in the year ended 30 September 2022).

19. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2023 £	2022 £
Net income for the reporting period (as per the statement of financial activities)	340,177	(5,308,330)
Adjustments for:		
Loss/ (Gain) on investments	(1,903,622)	2,969,548
Interest received	(140,836)	(76,397)
Dividends received	(814,808)	(649,786)
Expenditure attributable to endowment	(198,348)	208,891
(Increase)/ Decrease in debtors	(8,451)	(10,194)
(Decrease)/ Increase in creditors	<u>375,037</u>	<u>1,091,290</u>
Net cash provided by (used in) operating activities	<u>(2,350,851)</u>	<u>(1,774,978)</u>

HONOR FROST FOUNDATION
DETAILED STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 30 SEPTEMBER 2023

	2023	2022
	£	£
INCOME AND ENDOWMENTS		
Investment income		
Dividends received	814,808	649,786
Interest received	140,836	76,397
Other Income	<u>1,280</u>	<u>105</u>
Total	956,924	726,288
EXPENDITURE		
Investment management costs		
Portfolio management	211,280	310,008
Charitable activities		
Salaries	61,863	57,342
Social security	3,686	966
Pensions	7,226	4,154
Other charitable costs	610,409	543,497
Payroll and pension fees	1,298	1,171
Legal fees	210	540
Grants	<u>1,505,187</u>	<u>2,058,216</u>
	2,189,879	2,975,894
Support costs		
Management		
Trustees' expenses	63	13
Wages	<u>31,189</u>	<u>26,769</u>
	31,252	26,782
Other		
Sundries	70,958	51,894
Governance costs		
Auditors' remuneration	9,000	7,000
Auditors' remuneration for non-audit work	<u>8,000</u>	<u>3,500</u>
	<u>17,000</u>	<u>10,500</u>
Total resources expended	2,520,369	3,065,070
Net expenditure before gains and losses	(1,563,445)	(2,338,782)
Recognised gains and losses		
Realised and unrealised gains / (losses) on fixed asset investments	1,903,622	(2,969,548)
Net income/(expenditure)	<u>340,177</u>	<u>(5,308,330)</u>

This page does not form part of the statutory financial statements

HONOR FROST FOUNDATION

England & Wales - Charity number 1147921

Accounts

REGISTERED COMPANY NUMBER: 08079190 (England and Wales)
REGISTERED CHARITY NUMBER: 1147921

**REPORT OF THE TRUSTEES AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2022
FOR
HONOR FROST FOUNDATION**

HONOR FROST FOUNDATION
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FOR THE YEAR ENDED 30 SEPTEMBER 2022

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HONOR FROST FOUNDATION
REFERENCE AND ADMINISTRATIVE DETAILS
FOR THE YEAR ENDED 30 SEPTEMBER 2022

TRUSTEES	A J B Cathie R J Clark J E Curtis C Doumet-Serhal V A Porter P M Wolrich
REGISTERED OFFICE	10 Carlton House Terrace London SW1Y 5AH
REGISTERED COMPANY NUMBER	08079190 (England and Wales)
REGISTERED CHARITY NUMBER	1147921
AUDITORS	Azets Audit Services 2 nd Floor, Regis House, 45 King William Street, London EC4R 9AN
SOLICITORS	BDB Pitmans LLP One Bartholomew Close London EC1A 7BL
INVESTMENT MANAGERS	Close Brothers Asset Management 10 Crown Place London EC2A 4FT Cazenove Capital Schroder & Co Limited 1 London Wall Place London EC2Y 5AU

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

Honor Frost Foundation (HFF) is a charitable company. The Trustees (who are also the directors for the purposes of company law) present their report with the financial statements of the Foundation for the year to 30 September 2022. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and comply with the Foundation's memorandum and articles of association and applicable law.

OBJECTIVES AND ACTIVITIES

The Objects of the Foundation are the advancement of research and its publication in the area of marine archaeology with particular but not exclusive reference to the marine archaeology of the Lebanese, Western Syrian and Cypriot coast and archaeologically associated maritime wrecks found elsewhere in Mediterranean waters, by any means which shall be recognised as charitable and in particular without prejudice to the generality of the foregoing

- To provide grants or other financial assistance to individuals working in research establishments to further their study of marine archaeology
- To publish and disseminate any marine archaeology papers owned by the charity or papers which may be produced as a result of research funded by the charity
- To make grants to museums and galleries and other national or local institutions (particularly but not necessarily exclusively the British Museum) and to assist them in displaying to the public works relevant to the study of marine archaeology and in the holding of relevant lectures and seminars
- To support by whatever means are appropriate excavations of archaeological sites, ports, harbours, offshore anchorages and ancient anchors found undersea or excavated as ex votos in temples and shrines which are relevant to Levantine archaeology and the history of fishing.
- To support by whatever means are appropriate conservation work relevant to the marine archaeology of Lebanon, Western Syria and Cyprus
- To provide grants towards exchange visits of museum staff from Lebanon, Syria and Cyprus
- To provide grants towards the training of individuals of Lebanese, Syrian and Cypriot origin in the skills necessary to carry out restoration and conservation work relevant to marine archaeology in their country of origin

The Trustees have also recognised the crucial importance of safeguarding and promoting the protection of underwater cultural heritage (UCH) as part of its overall work.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities.

ACHIEVEMENT AND PERFORMANCE

- **The Honor Frost Archive**

With the Honor Frost Archive installed in the Maritime Archaeological Special Collections division of the Library at the University of Southampton, the Special Maritime Archaeological Collections division has been successful in seeking further maritime-archaeological archives, which include those of Sean McGrail, Lucien Basch and Nicholas Fleming, and students and researchers are now using the Frost Archive. The Foundation is actively engaged in exploring further the role of such archives.

- **Publications**

The Foundation has established an HFF publication series and appointed an advisory editorial board to review potential titles.

Apollonia on my Mind, by Dr Nicholas Fleming, was published in December 2021. A volume containing a selection of Honor Frost's articles will be published in 2023. The Foundation has supported the publication in BAAL of the proceedings of the conference it sponsored in Beirut in Autumn 2017, and copies of this will be distributed as soon as available.

Honor Frost's unpublished book, found in her archives, *The Second Life of the Phoenix*, will be ready for publication in autumn 2023.

Work is continuing on the publication of the final three volumes of *Tropis* symposia - an archiving project of unpublished conferences to which Honor Frost regularly contributed, concerning the nautical archaeology of the Mediterranean.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

ACHIEVEMENT AND PERFORMANCE - continued

- **Podcast**

The Foundation created two series of a podcast, DIVE & DIG, presented by Dr Lucy Blue and Professor Bettany Hughes, aimed at promoting maritime archaeology.

- **Cyprus**

The Foundation continued to support MARELab, the Maritime Archaeological Research Laboratory at the University of Cyprus, which includes a number of areas of research.

In 2022, the Foundation also supported the establishment of a virtual hub in Cyprus that works in partnership with regional and international experts to promote interdisciplinary research, training and field-based activities, to the mutual benefit of all HFF regional collaborators and grantees.

- **Lebanon**

The HFF Lebanon team continues to undertake important work with the aim of documenting, protecting and promoting the marine archaeological resource in Lebanon, in support of the Directorate General of Antiquities (DGA). They increased their number by two last year, enabling more projects to get underway post-pandemic.

The Foundation's Minor programme in Marine Science and Culture at the American University in Beirut, started in September 2019, within the undergraduate programme of the university. HFF doubled the number of external scholarships it supported from two to four in October 2021.

Following the completion of the assessment of the extant knowledge of the maritime archaeology of the port of Beirut, done for the DGA, the team are now working on a digitisation project to bring together all extant research on the port of Sidon, again in collaboration with the DGA.

The Foundation also agreed to fund a two-year excavation project in Sidon.

The Foundation approved the Tyre Maritime Cultural Landscape Project, which will run over a period of two years, to investigate and document the complete underwater cultural heritage of the area.

The Foundation signed an agreement with the Beirut Heritage Institute for the restoration of one of the early buildings close to the harbour of Beirut. This work was completed in August 2022 and the building will be used by the Foundation for exhibitions, meetings, as an office for the team, and accommodation for overseas visitors.

- **Egypt**

Support for the activities of the Centre for Maritime Archaeology and Underwater Cultural Heritage (CMAUCH), University of Alexandria, continued, including research and field work conducted at the site of Marsa Bagoush on the Mediterranean coast.

The Foundation agreed to fund the North West Egyptian Coast Survey, a collaboration between the CMAUCH, the Egyptian Department of Antiquities underwater branch, and MarEA, a research team based in the universities of Southampton and Ulster, UK.

The Foundation continued to support ongoing research at the Red Sea sites of Ayn Soukhna and Wadi el Jarf.

- **Malta**

The Foundation supported the University of Malta to host the second Honor Frost conference, *Under the Mediterranean II*, scheduled for Autumn 2022.

- **Sicily**

2021 marked the 50th anniversary of Honor Frost's discovery of the Phoenician military ship off the coast of Marsala. A conference was held in October 2021 to review recent research into the vessel and how best to maintain it. Following this, a post-doc at the University of Swansea has been funded to research this further.

The Foundation commissioned a virtual exhibition of the Punic ship, in both English and Italian, which was shared with the Museo Lilibeo, Marsala.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

ACHIEVEMENT AND PERFORMANCE – continued

- **Palestine**

The Foundation funded a Maritime Archaeological Survey and assessment, which endeavors to document the endangered marine cultural heritage of coastal Gaza. It also provided the first-ever opportunity for marine fieldwork and training for students from the University of Gaza.

- **Nautical Archaeology Society (NAS)**
International Journal of Nautical Archaeology (IJNA)

The Foundation's three-year annual grant to help develop the NAS international journal (IJNA) and activities concerning its publication, dissemination and related research was extended through to 2023.

- **University of Southampton**

The Foundation signed a contract to fund an Associate Professorship in maritime archaeology at the University of Southampton for a period of 7 years.

- **British Academy/ Honor Frost Foundation Awards**

With lessening of the pandemic, the British Academy/Honor Frost Foundation annual research awards in maritime archaeology were renewed this year.

- **Studentships and Bursaries**

A number of studentships and bursaries were awarded in 2020-2022, to attend conferences, workshops, NAS training courses and bespoke training.

Five bursaries were awarded to attend the International Congress for Underwater Archaeology (IKUWA 7) in Helsinki and four bursaries to attend the first International Mediterranean Harbours and Coastal Archaeology Conference at the University of Aix-Marseille. These bursary awards enabled HFF scholars and early career researchers to present their work in person.

Bursaries were awarded to several students from countries within the Foundation's remit to enable them to attend a series of NAS online courses covering different aspects of maritime archaeology.

The Foundation renewed its commitment to support one student to undertake a Master's degree in Land and Sea Archaeology at the University of Cyprus.

With the support of the Foundation, two students successfully completed the Diploma in Maritime Archaeology at the CMAUCH, University of Alexandria. The Foundation continued this support when they commenced a Master's degree in Maritime Archaeology, at the same institution, in September 2022. Support for the Diploma continues, with a further two students commencing their studies in September 2022.

The Foundation continued to fund three PhD students from the region in Maritime Archaeology at the University of Southampton. A one-year scholarship was also awarded to a student from Lebanon to undertake a Master's degree at the same institution.

The Foundation continued to support a student from Egypt undertaking a DPhil at the University of Oxford.

The Foundation has continued to support a Syrian student to undertake a joint CIVIS PhD (University of Aix-Marseille and the National and Kapodistrian University of Athens), which commenced in September 2020. Another student from the region has been supported to undertake a joint PhD at the University of Aix-Marseille and University of Cyprus.

The University of Edinburgh is building a new research focus in maritime archaeology and sustainable development. The Foundation agreed to support an international post-doctoral post on the topic *Marine heritage and sustainable coastal development in Lebanon*.

- **Underwater Cultural Heritage (UCH) Steering Committee**

The Foundation continues to support the Foundation's Steering Committee on UCH (<http://honorfrostfoundation.org/uch/>), chaired by Professor Sir Barry Cunliffe, and plans to host a regional policy forum event in Egypt in April 2023.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

- **Ocean Decade Heritage Network**

As a result of the Foundation's earlier support, the ODHN became an official partner of IOC-UNESCO in the Ocean Decade initiative. The Foundation continues to support ODHN to further raise awareness of cultural heritage within the marine sciences.

FINANCIAL REVIEW

The Foundation does not engage in any fundraising activities.

On income account the Foundation received income of £726,288 and spent £2,755,062 on its charitable activities; the resulting deficit of £2,028,774 has been transferred from capital. On the capital account the realised and unrealised investment losses after management fees amounted to £3,279,556. In total therefore the Foundation's net assets decreased by £5,308,330 to £39,773,274.

Investment policy

The Foundation has two investment managers, Close Asset Management and Cazenove Capital. In addition, it receives investment advice from Millbank Investment Management. Two trustees constitute the Investment Committee and they meet the investment managers at least once a year to review the performance, the investment policy and the arrangement under which the management of the investments is delegated to the managers. The Committee reports the results of these reviews to the Trustees with any recommendations.

The Foundation is a long-term investor and seeks to maintain the real value of its capital and to produce a reasonable income.

During the year the funds held by the investment managers returned -5.5%. The indices prepared by Asset Risk Consultants showed total returns for the year of -9% on the Balanced Asset and 9.1% on the Steady Growth portfolios so the Trustees regard the result as satisfactory.

Reserves policy

To repeat, the Foundation seeks to maintain the real value of its capital. Its opening capital in October 2011 was £30.45m, that sum increased by the CPI to September 2022 equals £40.5m, compared with the actual value of nearly £39.8m. This is the first year when the actual value has fallen below the updated opening value, this is due to heavy expenditure in the current year and a negative return on the securities. The Trustees have decided that from 1 October 2023 they will aim to spend annually not more than 3% of the opening value of the fund, in the hope that taking one year with another this should more or less preserve the real value of the fund.

As the capital is expendable, the Trustees do not consider it necessary to maintain any separate income reserve and indeed are likely to continue spending more than the Foundation's income.

FUTURE PLANS

The Foundation will continue to explore the acquisition and assessment of maritime-archaeological archives to be lodged in the Special Collections at Hartley Library, University of Southampton.

The Foundation plans to publish more titles, including Honor Frost's last book.

The Foundation will continue its 'rescue missions' for the Director-General of Antiquities in Beirut when possible. In addition, the Foundation will continue the development of the Tyre Maritime Cultural Landscape Project and its support for a digitisation project bringing together all extant research on the port of Sidon.

In Education, the Foundation will extend its support for its minor course at the American University in Beirut for a further three years, including its sponsorship of 3-4 students a year; it will continue its support for MA/PhD scholarships at the following universities: Aix-Marseille, Cyprus, Southampton, CMAUCH, Edinburgh, as well as post-docs at Cyprus, Edinburgh and Swansea.

The Foundation will continue its support of the CMAUCH, University of Alexandria, in terms of bursaries and maintenance.

The Foundation will continue to support the work of UNESCO's Ocean Decade initiative.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Honor Frost Foundation is governed by its Memorandum and Articles of Association adopted and approved at the Annual General Meeting on 22 May 2012.

Honor Frost died on 12 September 2010. The Honor Frost Charitable Trust was created by her will dated 14 September 2007 and was entered on the Register of Charities on 24 March 2011. All the Trust's assets were transferred to the Foundation on 30 September 2012.

The Foundation is managed by the six Trustees, who are also directors of the Foundation for the purposes of company law, appointed under Honor's will all of whom served in the year to 30 September 2022, with the offices to which they were elected by the Trustees, namely:

Alison Julia Bewley Cathie, Chair
Roger Jackson Clark, Hon. Treasurer
Dr John Edward Curtis, OBE, FBA
Dr Claude Doumet-Serhal MBE
Dr Venetia Ann Porter
Peter Marshall Wolrich

The Trustees meet at least four times a year and are responsible for the overall policies of the Foundation.

Reference and Administrative details

The day-to-day management of the Foundation is delegated to Neelam Seeboruth, Lauren Tidbury and Gail Caddy (Financial and Administrative support) and to Dr Lucy Blue, Maritime-Archaeological Director.

Advice is obtained from Dr J D Hili (British Museum), and, as necessary, from Dr David Blackman, University of Oxford, Dr Colin Breen, University of Ulster, and Dr Antony Firth.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also directors of Honor Frost Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual 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 charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2015 (FRS 102);
- 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company 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 charitable company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

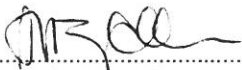
In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Azets Audit Services, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 19 June 2023 and signed on the board's behalf by:


.....
A J B Cathie - Trustee

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

Opinion

We have audited the financial statements of Honor Frost Foundation (the 'charitable company') for the year ended 30 September 2022 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of 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 30 September 2022, 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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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:

continued ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

- 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 directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Review and testing of revenue recognition policies;
- Detailed substantive testing on material revenue streams;
- Review of accounting estimates, judgements and decisions made by management and unusual significant transactions.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

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

Azets Audit Services

John Howard (Senior Statutory Auditor)
For and on behalf of Azets Audit Services
2nd Floor, Regis House
45 King William Street
London
EC4R 9AN

20 June 2023

HONOR FROST FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES (Including Income and Expenditure Account)
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	Total 2022 funds £	Total 2021 funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	726,183	-	726,183	681,060
Other income		<u>105</u>	<u>-</u>	<u>105</u>	<u>1,195</u>
Total		726,288	-	726,288	682,255
EXPENDITURE ON					
Raising funds	3	-	310,008	310,008	203,185
Charitable activities	4				
Grants		2,058,216	-	2,058,216	893,908
Other charitable activities		<u>696,846</u>	<u>-</u>	<u>696,846</u>	<u>482,243</u>
Total		2,755,062	310,008	3,065,070	1,579,336
Net (losses)/ gains on investments		<u>-</u>	<u>(2,969,548)</u>	<u>(2,969,548)</u>	<u>5,459,764</u>
NET (EXPENDITURE)/ INCOME		(2,028,774)	(3,279,556)	(5,308,330)	4,562,683
Transfers between funds		2,028,774	(2,028,774)	-	-
NET MOVEMENT IN FUNDS		-	(5,308,330)	(5,308,330)	4,562,683
RECONCILIATION OF FUNDS					
Total funds brought forward		-	45,081,604	45,081,604	40,518,921
TOTAL FUNDS CARRIED FORWARD		-	39,773,274	39,773,274	45,081,604

CONTINUING OPERATIONS

All income and expenditure has arisen from continuing activities.

HONOR FROST FOUNDATION

BALANCE SHEET
AT 30 SEPTEMBER 2022

	Notes	2022 £	2021 £
FIXED ASSETS			
Investments	12	42,419,732	46,487,844
CURRENT ASSETS			
Debtors	13	12,458	2,264
Cash at bank		<u>212,376</u>	<u>371,498</u>
		224,834	373,762
CREDITORS			
Amounts falling due within one year	14	<u>(1,550,996)</u>	<u>(1,136,293)</u>
NET CURRENT LIABILITIES		<u>(1,326,162)</u>	<u>(762,531)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		41,093,570	45,725,313
CREDITORS			
Amounts falling due after more than one year	15	<u>(1,320,296)</u>	<u>(643,709)</u>
NET ASSETS		<u>39,773,274</u>	<u>45,081,604</u>
FUNDS	17		
Unrestricted income funds		-	-
Unrestricted capital funds		<u>39,773,274</u>	<u>45,081,604</u>
TOTAL FUNDS		<u>39,773,274</u>	<u>45,081,604</u>

The financial statements were approved by the Board of Trustees on 19 June 2023 and were signed on its behalf by:


.....
A J B Cathie - Trustee


.....
R J Clark - Trustee

The notes form part of these financial statements

HONOR FROST FOUNDATION
CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	Notes	2022 £	2021 £
Cash flows from operating activities:			
Cash generated from operations	19	<u>(1,774,978)</u>	<u>(972,653)</u>
Net cash (used in) operating activities		<u>(1,774,978)</u>	<u>(972,653)</u>
Cash flows from investing activities:			
Purchase of fixed asset investments		<u>(5,977,485)</u>	(8,688,063)
Sale of fixed asset investments		7,305,250	6,947,811
Interest received		76,397	61,850
Dividends received		<u>649,786</u>	<u>619,210</u>
Net cash provided by (used in) investing activities		<u>2,053,948</u>	<u>(1,059,192)</u>
Cash flows from financing activities:			
Expenditure attributable to endowment		<u>(208,891)</u>	<u>(197,234)</u>
Net cash (used in) financing activities		<u>(208,891)</u>	<u>(197,234)</u>
Change in cash and cash equivalents in the reporting period		<u>70,079</u>	<u>(2,229,079)</u>
Cash and cash equivalents at the beginning of the reporting period		<u>777,787</u>	<u>3,006,866</u>
Cash and cash equivalents at the end of the reporting period		<u><u>847,866</u></u>	<u><u>777,787</u></u>
Cash and cash equivalents consists of:			
Cash at bank		212,376	371,498
Cash balances held by investment managers	12	<u>635,490</u>	<u>406,289</u>
Cash and cash equivalents at the end of the reporting period		<u><u>847,866</u></u>	<u><u>777,787</u></u>

The notes form part of these financial statements

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2022

1. ACCOUNTING POLICIES

General information and basis of preparation

Honor Frost Foundation is a company limited by guarantee in the United Kingdom. The address of the registered office is given in the charity information on page 1 of these financial statements. The nature of the charity's operations and principal activities are set out on page 2.

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) issued on 16 July 2014 (as updated through Update Bulletin 1 published on 2 February 2017), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015.

Honor Frost Foundation meets the definition of a public benefit entity under FRS 102. The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

The financial statements are prepared in sterling which is the functional currency of the charity. The level of round adopted in the financial statements is to the nearest £1.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Legal status

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

Preparation of the accounts on a going concern basis

The Foundation has reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. It has therefore continued to adopt the going concern basis in preparing its financial statements. The COVID-19 pandemic was taken into consideration when performing the going concern assessment.

Income

All incoming resources, including investment income and bank interest, are included in the Statement of Financial Activities (SoFA) when the Foundation is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

Investment income is earned through holding assets for investment purposes such as shares. It includes dividends and interest. It is included when the amount can be measured reliably. Interest income is recognised using the effective interest method and dividend income is recognised as the charity's right to receive payment is established.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Expenditure on raising funds comprises costs of the services of the investment managers who manage the investment portfolio held by the Foundation.

Expenditure on charitable activities comprises those costs incurred by the charity in the delivery of its activities and services. It includes expenditure that can be directly allocated to such activities, and other costs which are of an indirect nature which are necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Foundation and include audit fees linked to the strategic management of the Foundation.

Grants and donations are charged to the SoFA once they are unconditionally approved for payment by the Trustees.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 30 SEPTEMBER 2022

1. ACCOUNTING POLICIES - continued

Expenditure - continued

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

The Foundation is not registered for VAT and expenditure is shown gross of irrecoverable VAT.

Allocation and apportionment of costs

Support costs are allocated on a time basis to Charitable Activities and Governance.

Taxation

The charitable company is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income and capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds are funds which can be used in accordance with the charitable objects at the discretion of the trustees.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The charitable company operates a defined contribution pension scheme. Contributions payable to the charitable company's pension scheme are charged to the Statement of Financial Activities in the period to which they relate.

Financial instruments

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

Fixed asset investments

Investments are a form of basic financial instruments and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price.

The statement of financial activities includes the net gains and losses arising on revaluation and disposals throughout the year.

The Foundation does not acquire put options, derivatives or other complex financial instruments.

All gains and losses are taken to the Statement of Financial Activities as they arise.

Realised gains and losses on investments are calculated as the difference between sales proceeds and their opening carrying value or their purchase value if acquired subsequent to the first day of the financial year.

Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are combined in the Statement of Financial Activities.

Debtors

Prepayments and accrued income are recognised at the settlement amount receivable.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

Creditors

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Judgements and key sources of estimation uncertainty

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. INVESTMENT INCOME

	2022	2021
	£	£
Dividends received	649,786	619,210
Interest received	76,397	61,850
Other income	105	1,195
	<u>726,288</u>	<u>682,255</u>

3. RAISING FUNDS

Investment management costs

	2022	2021
	£	£
Portfolio management	<u>310,008</u>	<u>203,185</u>

4. CHARITABLE ACTIVITIES COSTS

	Direct costs (See note 5)	Grant funding of activities (See note 6)	Support costs (See note 7)	Totals
	£	£	£	£
Grants	-	2,058,216	-	2,058,216
Other charitable activities	<u>607,670</u>	-	<u>89,176</u>	<u>696,846</u>
	<u>607,670</u>	<u>2,058,216</u>	<u>89,176</u>	<u>2,755,062</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

5. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2022 £	2021 £
Honor Frost archive	-	1,120
BA/HFF Steering Committee on UCH	689	7,536
DGA response team	506,016	305,700
Other charitable costs	2,151	-
Staff costs (note 10)	62,462	61,398
Payroll and pension fees	1,171	1,376
Legal fees	540	3,030
Executive Directors' Travel	3,855	-
Lecture events	182	80
AVB expenses	543	80
Publication costs	30,061	26,020
	<u>607,670</u>	<u>406,340</u>

6. GRANTS PAYABLE

Grants Awarded 2021 - 2022

Grantee	Project Title	Award £
Cyprus		
Dr Sabine Fourrier	Publication: Le port de guerre de Kition	2,919
Dr Lucy Blue	Dreamers Bay	28,632
Professor Jan Driessen	Excavations at Pyla Kokkinokremos	8,900
HFF Regional Research Project	Cyprus Regional Development Project	161,000
North Cyprus		
Dr Muge Sevetoglu	Further Investigation of Marine Archaeology Heritage in known ancient harbours of the North Cyprus Coast	10,000
Egypt		
Dr Bérangère Redon	The harbour landscape of Taposiris Magna	9,759
CMAUCH	Operational Support, Centre for Maritime Archaeology & Underwater Cultural Heritage (CMAUCH)	1,800
CMAUCH	Staff Support, CMAUCH	12,300
CMAUCH	CMAUCH Truck Maintenance Grant	4,710
Dr Matthieu Giaime	Geoarchaeology of the Kibotos Harbour and its canal(s), Alexandria	10,000
Professor Steven Sidebotham	Excavations at Berenike: An Ancient Red Sea Port linking three continents: Europe, Africa and Asia, 3-year grant	30,000
Dr Mariusz Gwaizda	Virtual Tour & 3D Presentation of an inaccessible heritage of the Berenike, Red Sea Port	3,142
Ziad Morsy	Nile Project	5,035
Ziad Morsy	EI Max Project & Extension	8,342

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

6. GRANTS PAYABLE – continued

Grants Awarded 2021 - 2022

Grantee	Project Title	Award £
Lebanon		
Dr Danielle Newman	Lebanon Engagement Training	14,500
La Sapienza University	Tyre South Project	20,438
Dr Ibrahim Nouredine	Tyre North Breakwater	66,714
HFF Regional Research Project	Tyre Maritime Cultural Landscape Project, Phase 1	42,004
Dr Claude Doumet-Serhal	Sidon in the late Bronze Age: Excavation, 2-yr Project	92,385
Dr Jennie Bradbury	Koubba Coastal Survey	15,866
HFF Regional Research Project	Sidon Archaeological Digitisation Project	42,000
La Sapienza University	Tyre South Extension	9,890
Palestine		
Dr Georgia Andreou	Gaza Project	28,873
Sicily		
Professor Gioacchino Falsone	Motya Museum Case	12,000
Syria		
Jafar Anbar	Arwad Reef Project II	3,510
Developing the Discipline		
Dr Tzveta Manolova	Digital Project - Protohistoric eastern Mediterranean ships and harbours	8,613
Maritime Archaeology Sea Trust (MAST)	Developing an Open Source methodology for the remote monitoring of Marine Protected Areas	15,336
University of Southampton	Regional Data Repository Development, Lebanon - Pilot	13,590
Dr Nikos Efstratiou	Farmers at Sea: Extraction of ancient DNA from marine sediments – Pilot	8,938
Maritime Archaeology Trust	Maritime Archives Project	33,175
Education, Scholarships & Bursaries		
Judith Gatt	Judith Gatt, Joint PhD Aix-Marseille/Cyprus	51,950
Worcester College, University of Oxford	Nesreen El Galy - PhD Continuation Fee, Michelmas Term	528
Nesreen El Galy	Nesreen El Galy - Pro rata stipend Oct21-Apr22	9,833
Worcester College, University of Oxford	Nesreen El Galy - PhD Continuation Fee, Hilary Term	528
Sara Ibrahim	Pre-Session Support	10,780
Sara Ibrahim	Language Training	367
HFF Bursaries, various recipients	Bursaries - Rearranged IKUWA 7 Helsinki	3,250
HFF Bursaries, various recipients	Bursaries - ICAS EMME	2,550
Noran Hamed	Bursary - Red Sea Conference, Noran Hamed	900
University of Swansea	Post-doc, Swansea University - Pat Tanner	184,659
HFF Student Support	Student Support Budget	6,000
HFF Bursaries, various recipients	Bursaries - Mediterranean Harbours Conference	2,600

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

6. GRANTS PAYABLE - continued

Grantee	Project Title	Award £
Education, Scholarships & Bursaries (continued)		
HFF Student Support	Elissa Nader, RTSG Funding	414
University of Southampton	Celia Prescott-Decie, MSc Southampton	37,500
HFF Student Support	HFF Scholars General Bursary Fund (2022-2023)	15,000
Noran Hamed	Noran Hamed, PhD Extension	9,360
CMAUCH	CMAUCH Diploma, Ministry of Antiquities x2	982
CMAUCH	CMAUCH Diploma	450
CMAUCH	CMAUCH MA (2 years) x 2	1,600
Special Grants		
University of Southampton	HFF Associate Professorship, Southampton	997,696
Nautical Archaeological Society	IJNA Continued Support	40,033
MAGS Committee	Maritime Archaeology Graduates Symposium (MAGS)	8,710
Prince Claus Fund	Grantmakers for Cultural Heritage Preservation Network (G-CHeP)	2,000
Athena Trakadas	Ocean Decade Heritage Network	25,000
Grants Awarded 2021 - 2022		
Total Approved Grants		<u>2,137,061</u>
Reconciliation of Grants		
Grants approved		2,137,061
Unspent grant balances		(43,230)
Overspent grants		13,844
Grants removed from commitments		(47,104)
Other adjustments		(2,355)
At 30 September 2022		<u>2,058,216</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

7. SUPPORT COSTS

	Management £	Other £	Governance costs £	Totals £
Other charitable activities	<u>26,782</u>	<u>51,894</u>	<u>10,500</u>	<u>89,176</u>

Support costs, included in the above, are as follows:

	2022 Other charitable activities £	2021 Total activities £
Trustee costs	13	13
Staff costs (note 10)	26,769	26,313
Sundries	51,894	39,378
Auditors' remuneration	7,000	6,960
Auditors' remuneration for non-audit work	<u>3,500</u>	<u>3,240</u>
	<u>89,176</u>	<u>75,904</u>

8. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

	2022 £	2021 £
Auditors' remuneration	7,000	6,960
Auditors' remuneration for non-audit work	<u>3,500</u>	<u>3,240</u>

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 30 September 2022 nor for the year ended 30 September 2021.

Trustees' expenses

Trustee expenses of £557 (2021:£ nil) were paid to three (2021: none) trustees during the year in relation to travel costs.

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

10. STAFF COSTS

	2022	2021
	£	£
Wages and salaries	81,918	76,394
Social security costs	1,380	2,550
Other pension costs	<u>5,933</u>	<u>8,766</u>
	<u>89,231</u>	<u>87,710</u>

Staff costs have been split between direct costs and support costs on a 70%/30% basis.

The average monthly number of employees during the year was as follows:

	2022	2021
Administration	<u>3</u>	<u>3</u>

No emoluments over £60,000 were paid in the period.

The key management of the Foundation consists of the trustees only.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted funds	Endowment fund	Total funds
	£	£	£
INCOME AND ENDOWMENTS FROM Charitable activities			
Investment income	681,060	-	681,060
Other income	<u>1,195</u>	<u>-</u>	<u>1,195</u>
Total	682,255	-	682,255
EXPENDITURE ON			
Raising funds	-	203,185	203,185
Grants	893,908	-	893,908
Other charitable activities	<u>482,243</u>	<u>-</u>	<u>482,243</u>
Total	1,376,151	203,185	1,579,336
Net gains/(losses) on investments	<u>-</u>	<u>5,459,764</u>	<u>5,459,764</u>
NET INCOME/(EXPENDITURE)	(693,896)	5,256,579	4,562,683
Transfers between funds	693,896	(693,896)	-
NET MOVEMENT IN FUNDS	-	4,562,683	4,562,683
RECONCILIATION OF FUNDS			
Total funds brought forward	-	40,518,921	40,518,921
TOTAL FUNDS CARRIED FORWARD	<u><u>-</u></u>	<u><u>45,081,604</u></u>	<u><u>45,081,604</u></u>

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

12. FIXED ASSET INVESTMENTS

	Listed Investments £
At 1 October 2021	46,487,844
Additions	5,977,485
Disposals	(7,076,047)
Net realised gains on disposals	486,761
Net unrealised loss on revaluation	<u>(3,456,311)</u>
At 30 September 2022	<u><u>42,419,732</u></u>

Investments at market value comprise:

	£
UK Equities	5,744,519
Overseas Equities	8,400,066
Fixed interest	3,147,006
Alternatives	1,297,840
Commodities	963,794
Property	500,342
Multi assets	20,911,675
Sterling Liquidity Funds	<u>819,000</u>
Cash balances held by investment managers	<u>635,490</u>
	<u><u>42,419,732</u></u>

Investments at historical cost 31,850,098

The following investment has a market value in excess of 5% of the total market value of investments:

	Market Value at 30 September 2022 £	Proportion of total %
S & W Gryphon East River Fund	<u><u>20,637,421</u></u>	<u><u>48.65%</u></u>

The foundation has committed to invest circa £200,000 (£267,000) annually in the Cazenove Capital portfolio. 14% has been called so far. The uncalled commitment is \$230,447.70. The uncalled commitment is mainly covered by the Vanguard FTSE All-World tracker plus USD cash.

13. DEBTORS

	2022 £	2021 £
Prepayments and accrued income	<u><u>12,458</u></u>	<u><u>2,264</u></u>
	<u><u>12,458</u></u>	<u><u>2,264</u></u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022	2021
	£	£
Social security and other taxes	-	1,831
Grant commitments	1,490,022	1,064,860
Accruals and deferred income	<u>60,974</u>	<u>69,602</u>
	<u>1,550,996</u>	<u>1,136,293</u>

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2022	2021
	£	£
Grant commitments	<u>1,320,296</u>	<u>643,709</u>

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted Income fund	Unrestricted Capital fund	Total	2022 funds	Total	2021 funds
	£	£		£		£
Investments	-	42,419,732		42,419,732		46,487,844
Current assets	-	224,834		224,834		373,762
Current liabilities	-	(1,550,996)		(1,550,996)		(1,136,293)
Long term liabilities	-	<u>(1,320,296)</u>		<u>(1,320,296)</u>		<u>(643,709)</u>
	<u>-</u>	<u>39,773,274</u>		<u>39,773,274</u>		<u>45,081,604</u>

17. MOVEMENT IN FUNDS

	At 1/10/21	Net movement in funds	Transfers between funds	At 30/9/22
	£	£	£	£
Unrestricted funds				
Income Fund	-	(2,028,774)	2,028,774	-
Capital Fund	45,081,604	(3,279,556)	(2,028,774)	39,773,274
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL FUNDS	<u>45,081,604</u>	<u>(5,308,330)</u>	<u>-</u>	<u>39,773,274</u>

Net movement in funds, included in the above are as follows:

	Incoming resources	Resources expended	Gains and losses	Movement in funds
	£	£	£	£
Unrestricted funds				
Income Fund	726,288	(2,755,062)	-	(2,028,774)
Capital Fund	-	(310,008)	(2,969,548)	(3,279,556)
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
TOTAL FUNDS	<u>726,288</u>	<u>(3,065,070)</u>	<u>(2,969,548)</u>	<u>(5,308,330)</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2022

17.1 MOVEMENT IN FUNDS – PRIOR YEAR

	At 1/10/20 £	Net movement in funds £	Transfers between funds £	At 30/9/21 £
Unrestricted funds				
Income Fund	-	(693,896)	693,896	-
Capital Fund	40,518,921	5,256,579	(693,896)	45,081,604
TOTAL FUNDS	40,518,921	4,562,683	-	45,081,604

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	682,255	(1,376,151)	-	(693,896)
Capital Fund	-	(203,185)	5,459,764	5,256,579
TOTAL FUNDS	682,255	(1,579,336)	5,459,764	4,562,683

18. RELATED PARTY DISCLOSURES

There were no related party transactions for the year ended 30 September 2022 (nor in the year ended 30 September 2021).

19. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2022 £	2021 £
Net income for the reporting period (as per the statement of financial activities)	(5,308,330)	4,562,683
Adjustments for:		
Loss/ (Gain) on investments	2,969,548	(5,459,764)
Interest received	(76,397)	(61,850)
Dividends received	(649,786)	(619,210)
Expenditure attributable to endowment	208,891	197,234
(Increase)/ Decrease in debtors	(10,194)	4,033
(Decrease)/ Increase in creditors	1,091,290	404,221
Net cash provided by (used in) operating activities	(1,774,978)	(972,653)

HONOR FROST FOUNDATION
DETAILED STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 30 SEPTEMBER 2022

	2022	2021
	£	£
INCOME AND ENDOWMENTS		
Investment income		
Dividends received	649,786	619,210
Interest received	76,397	61,850
Other Income	<u>105</u>	<u>1,195</u>
Total	726,288	682,255
EXPENDITURE		
Investment management costs		
Portfolio management	310,008	203,185
Charitable activities		
Salaries	57,342	53,476
Social security	966	1,785
Pensions	4,154	6,136
Other charitable costs	543,497	340,533
Payroll and pension fees	1,171	1,376
Legal fees	540	3,030
Grants	<u>2,058,216</u>	<u>893,908</u>
	2,975,894	1,503,429
Support costs		
Management		
Trustees' expenses	13	13
Wages	<u>26,769</u>	<u>26,313</u>
	26,782	26,326
Other		
Sundries	51,894	39,381
Governance costs		
Auditors' remuneration	7,000	6,960
Auditors' remuneration for non-audit work	<u>3,500</u>	<u>3,240</u>
	<u>10,500</u>	<u>10,200</u>
Total resources expended	3,065,070	1,579,336
Net expenditure before gains and losses	(2,338,782)	(897,081)
Recognised gains and losses		
Realised and unrealised gains on fixed asset investments	<u>(2,969,548)</u>	<u>5,459,764</u>
Net income	<u>(5,308,330)</u>	<u>4,562,683</u>

This page does not form part of the statutory financial statements

HONOR FROST FOUNDATION

England & Wales - Charity number 1147921

Accounts

REGISTERED COMPANY NUMBER: 08079190 (England and Wales)
REGISTERED CHARITY NUMBER: 1147921

**REPORT OF THE TRUSTEES AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2021
FOR
HONOR FROST FOUNDATION**

HONOR FROST FOUNDATION
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FOR THE YEAR ENDED 30 SEPTEMBER 2021

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HONOR FROST FOUNDATION
REFERENCE AND ADMINISTRATIVE DETAILS
FOR THE YEAR ENDED 30 SEPTEMBER 2021

TRUSTEES	A J B Cathie R J Clark J E Curtis C Doumet-Serhal V A Porter P M Wolrich
REGISTERED OFFICE	10 Carlton House Terrace London SW1Y 5AH
REGISTERED COMPANY NUMBER	08079190 (England and Wales)
REGISTERED CHARITY NUMBER	1147921
AUDITORS	Azets Audit Services 2 nd Floor, Regis House, 45 King William Street, London EC4R 9AN
SOLICITORS	BDB Pitmans LLP One Bartholomew Close London EC1A 7BL
INVESTMENT MANAGERS	Close Brothers Asset Management 10 Crown Place London EC2A 4FT Cazenove Capital Schroder & Co Limited 1 London Wall Place London EC2Y 5AU

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

Honor Frost Foundation (HFF) is a charitable company. The Trustees (who are also the directors for the purposes of company law) present their report with the financial statements of the Foundation for the year to 30 September 2021. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and comply with the Foundation's memorandum and articles of association and applicable law.

OBJECTIVES AND ACTIVITIES

The Objects of the Foundation are the advancement of research and its publication in the area of marine archaeology with particular but not exclusive reference to the marine archaeology of the Lebanese, Western Syrian and Cypriot coast and archaeologically associated maritime wrecks found elsewhere in Mediterranean waters, by any means which shall be recognized as charitable and in particular without prejudice to the generality of the foregoing

- To provide grants or other financial assistance to individuals working in research establishments to further their study of marine archaeology
- To publish and disseminate any marine archaeology papers owned by the charity or papers which may be produced as a result of research funded by the charity
- To make grants to museums and galleries and other national or local institutions (particularly but not necessarily exclusively the British Museum) and to assist them in displaying to the public works relevant to the study of marine archaeology and in the holding of relevant lectures and seminars
- To support by whatever means are appropriate excavations of archaeological sites, ports, harbours, offshore anchorages and ancient anchors found undersea or excavated as ex votos in temples and shrines which are relevant to Levantine archaeology and the history of fishing.
- To support by whatever means are appropriate conservation work relevant to the marine archaeology of Lebanon, Western Syria and Cyprus
- To provide grants towards exchange visits of museum staff from Lebanon, Syria and Cyprus
- To provide grants towards the training of individuals of Lebanese, Syrian and Cypriot origin in the skills necessary to carry out restoration and conservation work relevant to marine archaeology in their country of origin

The Trustees have also recognised the crucial importance of safeguarding and promoting the protection of underwater cultural heritage (UCH) as part of its overall work.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities.

ACHIEVEMENT AND PERFORMANCE

- **The Honor Frost Archive**

With the Honor Frost Archive installed in the Maritime Archaeological Special Collections division of the Library at the University of Southampton, the Special Collections division has been successful in seeking further maritime-archaeological archives, which include those of Sean McGrail, Lucien Basch and Nicholas Flemming, and students and researchers are now using the Frost archive. The Foundation is actively engaged in exploring further the role of such archives.

- **Publications**

The first HFF book, *In the Footsteps of Honor*, was published in December 2019. The second publication in the Research Series, *Under the Mediterranean*, was published in early 2021. Later in 2021, the memoir of Dr. Nicholas Flemming was also published, entitled *Apollonia on My Mind*. Further publications are in the pipeline, and the Foundation has established an editorial board to review potential titles. A volume containing a selection of Honor Frost's publications will be published later in 2022. The Foundation has supported the publication in BAAL of the proceedings of the conference it sponsored in Beirut in Autumn 2017.

Honor Frost's unpublished book, found in her archives, *The Last Life of the Phoenix*, will be ready for publication in autumn 2022.

Work is continuing on the publication of the final three volumes of *Tropis* symposia - an archiving project of unpublished conferences to which Honor Frost regularly contributed, concerning the maritime archaeology of the Mediterranean.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

ACHIEVEMENT AND PERFORMANCE - continued

- **Grants**

The Foundation continued to support MARELab, the Maritime Archaeological Research Laboratory at the University of Cyprus, which includes a number of areas of research.

The Foundation signed an agreement with the Department of Antiquities of Cyprus to fund the compilation of a comprehensive database of all the maritime-archaeological sites of the island, based on existing information, which was completed in May 2021.

- **Lebanon**

At the request of the Directorate General of Antiquities (DGA), the Foundation undertook further 'rescue' missions, documenting sites in danger both underwater and along the coastal zone, in the regions of Deir el Natour, Tabarja, and El Kharayeb, and reports on these have been submitted for publication in BAAL.

The Foundation's Minor programme in Marine Science and Culture at the American University in Beirut, started in September 2019, within the undergraduate programme of the university. In the academic year, starting September 2020, HFF doubled the number of external scholarships it supported from two to four.

The Foundation, collaborating with the DGA, commissioned a complete report on the extant knowledge of the maritime archaeology of the port of Beirut.

The Foundation signed an agreement with the Beirut Heritage Institute for the restoration of one of the early buildings close to the harbour of Beirut. This work is due for completion in 2022 and the building will be used by the Foundation.

- **Egypt**

The Foundation continued to support the Centre d'Etudes Alexandrines (CEA)lex), Egypt.

Support for the activities of the Centre for Maritime Archaeology and Underwater Cultural Heritage (CMAUCH), University of Alexandria, continued, including research and field work conducted at the site of Marsa Bagoush on the Mediterranean coast.

The Foundation agreed to fund the North West Egyptian Coast Survey, a collaboration between the CMAUCH, the Egyptian Department of Antiquities underwater branch and MarEA, a research team based in the universities of Southampton and Ulster, UK

The Foundation continued to support ongoing research at the Red Sea sites of Ayn Soukhna and Wadi el Jarf.

- **Malta**

The Foundation continued to support the University of Malta in its research of the Phoenician shipwreck, one of the most intriguing recent underwater archaeological discoveries. Situated at a depth of 110m off Xlendi Bay in Gozo, the Phoenician shipwreck consists of an intact and well-preserved mixed cargo datable to the 7th century BC. The mixed contents of stone and ceramic objects are shedding light on the economic history and trade networks of the central Mediterranean during the Archaic period.

The Foundation has also supported the University of Malta to host the second Honor Frost conference, *Under the Mediterranean II*, which will take place in Autumn 2022.

- **Sicily**

2021 marked the 50th anniversary of Honor Frost's discovery of the Phoenician military ship off the coast of Marsala. A conference was planned for October 2021 to review recent research into the vessel and how best to maintain it.

- **Nautical Archaeology Society (NAS)**
International Journal of Nautical Archaeology (IJNA)

The Foundation's three-year annual grant to help develop the NAS international journal (IJNA) and activities concerning its publication, dissemination and related research was extended through to 2022.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

ACHIEVEMENT AND PERFORMANCE - continued

- **British Academy/ Honor Frost Foundation Awards**

With lessening of the pandemic, the British Academy/Honor Frost Foundation annual research awards in maritime archaeology were renewed this year.

- **Studentships and Bursaries**

A number of studentships and bursaries were awarded in 2020-2021, to attend conferences, workshops, NAS training courses and bespoke training. Most of these events were conducted virtually.

The Foundation renewed its commitment to support one student to undertake a Master's degree in Land and Sea Archaeology at the University of Cyprus.

With the support of the Foundation, two students successfully completed the Diploma in Maritime Archaeology at the CMAUCH, University of Alexandria. The Foundation continued this support when they commenced a Master's degree in Maritime Archaeology, at the same institution, in October 2020.

The Foundation continued to fund three PhD students from the region in Maritime Archaeology at the University of Southampton. A one-year scholarship was also awarded to a student from Lebanon to undertake a Master's degree.

The Foundation continued to support a student from Egypt undertaking a DPhil at the University of Oxford.

The Foundation has continued to support a Syrian student to undertake a joint CIVIS PhD (University of Aix-Marseille and the National and Kapodistrian University of Athens), commencing in September 2020.

The University of Edinburgh is building a new research focus in maritime archaeology and sustainable development. The Foundation agreed to support an international post-doctoral post on the topic *Marine heritage and sustainable coastal development in Lebanon*, commencing in November 2021.

Bursaries were awarded to several students from countries within the Foundation's remit to enable them to attend a series of NAS online courses covering different aspects of maritime archaeology.

- **Underwater Cultural Heritage (UCH) Steering Committee**

The Foundation continues to support the Foundation's Steering Committee on UCH (<http://honorfrostfoundation.org/uch/>), chaired by Professor Sir Barry Cunliffe.

- **Ocean Decade Heritage Network**

As a result of the Foundation's earlier support, the ODHN became an official partner of IOC-UNESCO in the Ocean Decade initiative. The Foundation continues to support ODHN to further raise awareness of cultural heritage within the marine sciences.

FINANCIAL REVIEW

The Foundation does not engage in any fundraising activities.

On income account the Foundation received income of £682,255 and spent £1,376,151 on its charitable activities; the resulting deficit of £693,896 has been transferred from capital. On capital account the realised and unrealised investment gains after management fees amounted to £5,256,579. In total therefore the Foundation's net assets increased by £4,562,683 to £45,081,604. Expenditure on income account recognised in this year's accounts exceeded the previous year by some £670,000, this is partly because activities in the early part of the pandemic were greatly restricted, but also because the figure in the previous year was reduced by some £300,000 of provisions no longer required.

Investment policy

The Foundation has two investment managers Close Asset Management and Cazenove Capital in addition it receives investment advice from Millbank Investment Management. Two trustees constitute the Investment Committee and they meet the investment managers at least once a year to review the performance, the investment policy and the arrangement under which the management of the investments is delegated to the managers. The Committee reports the results of these reviews to the Trustees with any recommendations.

The Foundation is a long-term investor and seeks to maintain the real value of its capital and to produce a reasonable income.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

FINANCIAL REVIEW - continued

During the year the funds held by the investment managers returned 14.32%. The indices prepared by Asset Risk Consultants showed total returns for the year of 10.83% on the Balanced Asset and 15.05% on the Steady Growth portfolios so the Trustees regard the result as satisfactory.

Reserves policy

To repeat, the Foundation seeks to maintain the real value of its capital. Its opening capital in October 2011 was £30.45m that sum increased by the RPI to September 2021 equals £39.5m compared with the actual value of nearly £46.5m. As the capital is expendable the Trustees do not consider it necessary to maintain any separate income reserve and indeed are likely to continue spending more than the Foundation's income..

FUTURE PLANS

The Foundation will continue to explore the acquisition and assessment of maritime-archaeological archives to be lodged in the Special Collections at Hartley Library, University of Southampton.

The Foundation plans to publish more titles, including Honor Frost's last book.

The Foundation will discuss with the Department of Antiquities in Cyprus the next steps arising from the completion of the desk-based assessment of the Cypriot coast. The Foundation has made a 2-year commitment to MARE Cyprum, a multi-media project on the Cypriot maritime cultural heritage.

The Foundation will continue its 'rescue missions' for the Director-General of Antiquities in Beirut when possible. In addition, the Foundation is supporting the restoration of the Blue House on Medawar Street, on the ancient port of Beirut; the Foundation is working on the development of a major research project on the harbour of Tyre, and on a desk-based assessment of the harbour of Beirut, prior to its rebuilding following the explosion, and it will also continue to fund the research at El Kharayeb.

In Education, the Foundation will continue its support for its minor course at the American University in Beirut, which includes its sponsorship of 3-4 students a year; it also supports MA/PhD scholarships at the following universities: Aix-Marseille, Cyprus, Southampton, CMAUCH, Edinburgh, as well as Post-Docs at Cyprus and Edinburgh and a GIS Diploma at Ulster

The Foundation will continue its support of the CMAUCH, University of Alexandria, in terms of bursaries and maintenance.

The Foundation will continue to fund the work of Dr Timmy Gambin in his exploration of the Punic ship off the coast of Gozo.

The Foundation will continue to support the work of UNESCO's Ocean Decade initiative.

The Foundation is planning conferences in Malta – Under the Mediterranean II, in April 2022, and a joint conference with the DGA and UNESCO in Beirut, the first hopefully to be held on location.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Honor Frost Foundation is governed by its Memorandum and Articles of Association adopted and approved at the Annual General Meeting on 22 May 2012.

Honor Frost died on 12 September 2010. The Honor Frost Charitable Trust was created by her will dated 14 September 2007 and was entered on the Register of Charities on 24 March 2011. All the Trust's assets were transferred to the Foundation on 30 September 2012.

The Foundation is managed by the six Trustees, who are also directors of the Foundation for the purposes of company law, appointed under Honor's will all of whom served in the year to 30 September 2021, with the offices to which they were elected by the Trustees, namely:

Alison Julia Bewley Cathie, Chair
Roger Jackson Clark, Hon. Treasurer
Dr John Edward Curtis, OBE, FBA
Dr Claude Doumet-Serhal MBE
Dr Venetia Ann Porter
Peter Marshall Wolrich

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

STRUCTURE, GOVERNANCE AND MANAGEMENT – continued

The Trustees meet at least four times a year and are responsible for the overall policies of the Foundation.

Reference and Administrative details

The day-to-day management of the Foundation is delegated to Neelam Seeboruth, Lauren Tidbury and Gail Caddy (Financial and Administrative support) and to Dr Lucy Blue, Maritime-Archaeological Director.

Advice is obtained from Dr J D Hill (British Museum), and, as necessary, from Dr David Blackman, University of Oxford, Dr Colin Breen, University of Ulster, and Dr Antony Firth.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2021

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also directors of Honor Frost Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual 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 charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2015 (FRS 102);
- 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company 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 charitable company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

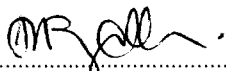
In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Azets Audit Services, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 06 JUNE 2022 and signed on the board's behalf by:



.....
A J B Cathie - Trustee

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

Opinion

We have audited the financial statements of Honor Frost Foundation (the 'charitable company') for the year ended 30 September 2021 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of 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 30 September 2021, 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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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:

continued ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

- 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 directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Review and testing of revenue recognition policies;
- Detailed substantive testing on material revenue streams;
- Review of accounting estimates, judgements and decisions made by management and unusual significant transactions.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

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

Azets Audit Services

John Howard (Senior Statutory Auditor)
For and on behalf of Azets Audit Services
2nd Floor, Regis House
45 King William Street
London
EC4R 9AN

07 June 2022

HONOR FROST FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES (Including Income and Expenditure Account)
FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	Total 2021 funds £	Total 2020 funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	681,060	-	681,060	708,625
Other income		<u>1,195</u>	<u>-</u>	<u>1,195</u>	<u>1,556</u>
Total		682,255	-	682,255	710,181
EXPENDITURE ON					
Raising funds	3	-	203,185	203,185	187,483
Charitable activities	4				
Grants		893,908	-	893,908	350,145
Other charitable activities		<u>482,243</u>	<u>-</u>	<u>482,243</u>	<u>355,783</u>
Total		1,376,151	203,185	1,579,336	893,411
Net gains/(losses) on investments		<u>-</u>	<u>5,459,764</u>	<u>5,459,764</u>	<u>(1,005,900)</u>
NET (EXPENDITURE)/ INCOME		(693,896)	5,256,579	4,562,683	(1,189,130)
Transfers between funds		693,863	(693,863)	-	-
NET MOVEMENT IN FUNDS		-	4,562,683	4,562,683	(1,189,130)
RECONCILIATION OF FUNDS					
Total funds brought forward		-	40,518,921	40,518,921	41,708,051
TOTAL FUNDS CARRIED FORWARD		-	45,081,604	45,081,604	40,518,921

CONTINUING OPERATIONS

All income and expenditure has arisen from continuing activities.

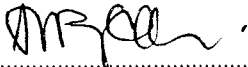
The notes form part of these financial statements

HONOR FROST FOUNDATION

BALANCE SHEET
AT 30 SEPTEMBER 2021

	Notes	2021 £	2020 £
FIXED ASSETS			
Investments	12	46,487,844	41,580,044
CURRENT ASSETS			
Debtors	13	2,264	6,297
Cash at bank		<u>371,498</u>	<u>308,361</u>
		373,762	314,658
CREDITORS			
Amounts falling due within one year	14	<u>(1,136,293)</u>	<u>(892,659)</u>
NET CURRENT LIABILITIES		<u>(762,531)</u>	<u>(578,001)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		45,725,313	41,316,701
CREDITORS			
Amounts falling due after more than one year	15	<u>(643,709)</u>	<u>(483,122)</u>
NET ASSETS		<u>45,081,604</u>	<u>40,518,921</u>
FUNDS	17		
Unrestricted income funds		-	-
Unrestricted capital funds		<u>45,081,604</u>	<u>40,518,921</u>
TOTAL FUNDS		<u>45,081,604</u>	<u>40,518,921</u>

The financial statements were approved by the Board of Trustees on 06/06/2022 and were signed on its behalf by:



A J B Cathie -Trustee



R J Clark -Trustee

HONOR FROST FOUNDATION
CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2021

	Notes	2021 £	2020 £
Cash flows from operating activities:			
Cash generated from operations	19	<u>(972,653)</u>	<u>(1,003,840)</u>
Net cash provided by (used in) operating activities		<u>(972,653)</u>	<u>(1,003,840)</u>
Cash flows from investing activities:			
Purchase of fixed asset investments		<u>(8,688,063)</u>	<u>(7,855,201)</u>
Sale of fixed asset investments		<u>6,947,811</u>	<u>8,854,216</u>
Interest received		<u>61,850</u>	<u>67,050</u>
Dividends received		<u>619,210</u>	<u>641,575</u>
Net cash provided by investing activities		<u>(1,059,192)</u>	<u>1,707,640</u>
Cash flows from financing activities:			
Expenditure attributable to endowment		<u>(197,234)</u>	<u>(187,483)</u>
Net cash provided by (used in) financing activities		<u>(197,234)</u>	<u>(187,483)</u>
<hr/>			
Change in cash and cash equivalents in the reporting period		<u>(2,229,079)</u>	<u>516,317</u>
Cash and cash equivalents at the beginning of the reporting period		<u>3,006,866</u>	<u>2,490,549</u>
Cash and cash equivalents at the end of the reporting period		<u><u>777,787</u></u>	<u><u>3,006,866</u></u>
Cash and cash equivalents consists of:			
Cash at bank		<u>371,498</u>	<u>308,361</u>
Cash balances held by investment managers	12	<u>406,289</u>	<u>2,698,505</u>
Cash and cash equivalents at the end of the reporting period		<u><u>777,787</u></u>	<u><u>3,006,866</u></u>

The notes form part of these financial statements

HONOR FROST FOUNDATION
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2021

1. ACCOUNTING POLICIES

General information and basis of preparation

Honor Frost Foundation is a company limited by guarantee in the United Kingdom. The address of the registered office is given in the charity information on page 1 of these financial statements. The nature of the charity's operations and principal activities are set out on page 2.

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) issued on 16 July 2014 (as updated through Update Bulletin 1 published on 2 February 2017), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015.

Honor Frost Foundation meets the definition of a public benefit entity under FRS 102. The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

The financial statements are prepared in sterling which is the functional currency of the charity. The level of round adopted in the financial statements is to the nearest £1.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Legal status

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

Preparation of the accounts on a going concern basis

The Foundation has reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. It has therefore continued to adopt the going concern basis in preparing its financial statements. The COVID-19 pandemic was taken into consideration when performing the going concern assessment.

Income

All incoming resources, including investment income and bank interest, are included in the Statement of Financial Activities (SoFA) when the Foundation is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

Investment income is earned through holding assets for investment purposes such as shares. It includes dividends and interest. It is included when the amount can be measured reliably. Interest income is recognised using the effective interest method and dividend income is recognised as the charity's right to receive payment is established.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Expenditure on raising funds comprises costs of the services of the investment managers who manage the investment portfolio held by the Foundation.

Expenditure on charitable activities comprises those costs incurred by the charity in the delivery of its activities and services. It includes expenditure that can be directly allocated to such activities, and other costs which are of an indirect nature which are necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Foundation and include audit fees linked to the strategic management of the Foundation.

Grants and donations are charged to the SoFA once they are unconditionally approved for payment by the Trustees.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 30 SEPTEMBER 2021

1. ACCOUNTING POLICIES - continued

Expenditure - continued

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

The Foundation is not registered for VAT and expenditure is shown gross of irrecoverable VAT.

Allocation and apportionment of costs

Support costs are allocated on a time basis to Charitable Activities and Governance.

Taxation

The charitable company is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income and capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds are funds which can be used in accordance with the charitable objects at the discretion of the trustees.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The charitable company operates a defined contribution pension scheme. Contributions payable to the charitable company's pension scheme are charged to the Statement of Financial Activities in the period to which they relate.

Financial instruments

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

Fixed asset investments

Investments are a form of basic financial instruments and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price.

The statement of financial activities includes the net gains and losses arising on revaluation and disposals throughout the year.

The Foundation does not acquire put options, derivatives or other complex financial instruments.

All gains and losses are taken to the Statement of Financial Activities as they arise.

Realised gains and losses on investments are calculated as the difference between sales proceeds and their opening carrying value or their purchase value if acquired subsequent to the first day of the financial year.

Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are combined in the Statement of Financial Activities.

Debtors

Prepayments and accrued income are recognised at the settlement amount receivable.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

Creditors

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Judgements and key sources of estimation uncertainty

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. INVESTMENT INCOME

	2021	2020
	£	£
Dividends received	619,210	641,575
Interest received	61,850	67,050
Other income	<u>1,195</u>	<u>1,556</u>
	<u>682,255</u>	<u>710,181</u>

3. RAISING FUNDS

Investment management costs

	2021	2020
	£	£
Portfolio management	<u>203,185</u>	<u>187,483</u>

4. CHARITABLE ACTIVITIES COSTS

	Direct costs (See note 5) £	Grant funding of activities (See note 6) £	Support costs (See note 7) £	Totals £
Grants	-	893,908	-	910,337
Other charitable activities	<u>406,340</u>	<u>-</u>	<u>75,904</u>	<u>482,244</u>
	<u>406,340</u>	<u>910,337</u>	<u>75,904</u>	<u>1,382,581</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

5. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2021 £	2020 £
Honor Frost archive	1,120	-
BA/HFF Steering Committee on UCH	7,536	13,457
DGA response team	305,700	169,761
Other charitable costs	-	829
Staff costs (note 10)	61,398	53,290
Payroll and pension fees	1,376	550
Legal fees	3,030	2,619
Donation for office space	-	13,125
Maritime-Archaeological Director's travel	-	3,899
Lecture events	80	6,793
AVB expenses	80	-
Publication costs	26,020	24,531
	406,340	288,854

6. GRANTS PAYABLE

Grants Awarded 2020 - 2021

Grantee	Project Title	Award £
<u>Special Grants</u>		
Claire Calcagno/ElenaFlavia Castagnino	Phoenix Final Phase	2,361
Mario Kozaily	Kfar Abida Ocean Clean-up	308
*University of Malta	Under the Mediterranean II Conference, Malta	43,760
*British Academy	British Academy/HFF Grant Scheme 2021-2026	150,000
*NAS	IJNA Support	40,033
<u>Developing the Discipline</u>		
HFF Activity	ReSea Cyprus Geophysics Workshop	38,365
*NAS	NAS Big Anchor, App Development	16,000
*NAS	NAS Maritime Archaeology Talk Series I	1,500
*NAS	NAS Maritime Archaeology Talk Series II	1,500
Sara Rich	Contemporary Philosophy for Maritime Archaeology	2,655
<u>Education, Scholarships & Bursaries</u>		
*Centre for Maritime Archaeology And Underwater Cultural Heritage, University of Alexandria (CMAUCH)	CMAUCH Visiting Lecturer support	4,065
*CMAUCH	CMAUCH Training Bursary	6,000
*CMAUCH	Bursary – CMAUCH Diploma, Ministry of Antiquities	532
Nesrin El Galy	Nesrin El Galy, PhD Extension, Worcester College	7,633
Sirin Ghiye	Sirin Ghiye – GIS Ulster – additional IT support	255
*University of Cyprus	Anna Demetriou, Post-Doc, 2 years	70,405
Maria Michael	Maria Michael Southampton PhD extension	10,552
*University of Edinburgh	Post-Doc, Edinburgh University	65,800
Judith Gatt	Judith Gatt, Aix-Marseille, MA Bursary	4,596
HFF Activity	HFF Scholars Annual Bursary Fund	10,000
Elissa Nader	Elissa Nader – MSc Southampton 1yr	36,850
Elissa Nader	Elissa Nader – Support re Visa Health Ins	950
HFF Bursaries	ISBSA 8 – Bursaries	4,107
*University of Ulster	GIS MSc Support	40,820
*University of Malta	Under the Mediterranean II, Malta – Bursaries	6,432
Sara Ibrahim	Sara Ibrahim – Language training	431
Maria Michael	Maria Michael – UW Mapping & Geohazards Course	410
Fatima Khatib	Fatima Khatib, Language Tuition	1,476

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

6. GRANTS PAYABLE – continued

Grants Awarded 2020 - 2021

Grantee	Project Title	Award
<u>Egypt</u>		
Sarah Wagdy	Traditional Boats of the Egyptian Coastal lakes	7,500
*CMAUCH	Marsa Bagoush 2021-2024, 3 years	33,750
*CMAUCH	CMAUCH Maintenance Support, 2 nd year	27,220
Claire Somaglino	Ayn Soukhna, 2021-2023, 3 years	27,551
*CMAUCH	CMAUCH Museum Tank Restoration	4,150
Nada Nofal	Bahar Outreach Part II	21,356
Steven Sidebotham	Berenike – Excavations at a Red Sea Maritime Hub	10,000
<u>Cyprus</u>		
*University of Cyprus	MARE Cyprium, Multimedia Project, Cyprus	115,151
Miltiadis Polydorou	Miltiadis Polydorou, Cyprus Beachrock Project	42,370
Sabine Fourrier	Excavations in the Kition-Bamboula Harbour	3,922
<u>Greece</u>		
Patrick Quinn	Sourcing the Zea Limani Stone Anchors	10,000
<u>Lebanon</u>		
Crystal Safadi	Neolithic Project – Additional Support	4,000
Nicholas Carayon	Nicholas Carayon, Lebanon work & post-processing	31,348
HFF Activity	Tyre Workshop, Pre Research and Collation	5,477
*University of La Sapienza	Tyre South Project	19,776
George Haibe	Metn Beirut North – George Haibe	15,428
May Haider	May Haider, Conservation	290
Wissam Khalil	Publication of Kharayeb-Adloun Project, BAAL	3,286
<u>Syria</u>		
Jafar Anbar	Arwad Reef Fieldwork Project, Jafar Anbar	4,293

* Grants awarded to institutions

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

6. GRANTS PAYABLE - continued

Grants Awarded 2020 - 2021

Total Approved Grants	<u>954,664</u>
Reconciliation of Grants	
Grants approved	954,592
Unspent grant balances	(42,210)
Overspent grants	8,766
Grants removed from commitments	(27,735)
Other adjustments	495
At 30 September 2021	<u>893,908</u>

7. SUPPORT COSTS

	Management £	Other £	Governance costs £	Totals £
Other charitable activities	<u>26,661</u>	<u>39,043</u>	<u>10,200</u>	<u>75,904</u>

Support costs, included in the above, are as follows:

	2021 Other charitable activities £	2020 Total activities £
Trustee costs	13	3,692
Staff costs (note 10)	26,313	22,838
Sundries	39,378	30,679
Auditors' remuneration	6,960	6,600
Auditors' remuneration for non-audit work	<u>3,240</u>	<u>3,120</u>
	<u>75,904</u>	<u>66,929</u>

8. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

	2021 £	2020 £
Auditors' remuneration	6,960	6,600
Auditors' remuneration for non-audit work	<u>3,240</u>	<u>3,120</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 30 September 2021 nor for the year ended 30 September 2020.

Trustees' expenses

Trustee expenses of £nil (2020:£ 2,327) were paid to nil (2020: 2) trustees during the year in relation to travel costs.

10. STAFF COSTS

	2021 £	2020 £
Wages and salaries	76,394	68,060
Social security costs	2,550	1,756
Other pension costs	<u>8,766</u>	<u>6,312</u>
	<u>87,710</u>	<u>76,128</u>

Staff costs have been split between direct costs and support costs on a 70%/30% basis.

The average monthly number of employees during the year was as follows:

	2021	2020
Administration	<u>3</u>	<u>3</u>

No emoluments over £60,000 were paid in the period.

The key management of the Foundation consists of the trustees only.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted funds £	Endowment fund £	Total funds £
INCOME AND ENDOWMENTS FROM			
Charitable activities			
Investment income	708,625	-	708,625
Other income	<u>1,556</u>	<u>-</u>	<u>1,556</u>
Total	710,181	-	710,181
EXPENDITURE ON			
Raising funds	-	187,483	187,483
Grants	350,145	-	350,145
Other charitable activities	<u>355,783</u>	<u>-</u>	<u>355,783</u>
Total	705,928	187,483	893,411
Net losses on investments	<u>-</u>	<u>(1,005,900)</u>	<u>(1,005,900)</u>
NET INCOME/(EXPENDITURE)	4,253	(1,193,383)	(1,189,130)
Transfers between funds	(4,253)	4,253	-
NET MOVEMENT IN FUNDS	-	(1,189,130)	(1,189,130)
RECONCILIATION OF FUNDS			
Total funds brought forward	<u>-</u>	<u>41,708,051</u>	<u>41,708,051</u>
TOTAL FUNDS CARRIED FORWARD	<u>-</u>	<u>40,518,921</u>	<u>40,518,921</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

12. FIXED ASSET INVESTMENTS

	Listed Investments £
At 1 October 2020	41,580,044
Additions	8,688,063
Disposals	(9,457,941)
Net realised loss on disposals	(686,846)
Net unrealised gain on revaluation	<u>6,364,525</u>
At 30 September 2021	<u><u>46,487,844</u></u>
Investments at market value comprise:	
	£
UK Equities	6,146,563
Overseas Equities	9,435,563
Fixed interest	3,965,253
Alternatives	1,174,645
Commodities	610,173
Property	602,525
Multi assets	23,127,833
Sterling Liquidity Funds	<u>1,019,000</u>
Cash balances held by investment managers	<u>406,289</u>
	<u><u>46,487,844</u></u>
Investments at historical cost	<u><u>31,394,795</u></u>

The following investment has a market value in excess of 5% of the total market value of investments:

	Market Value at 30 September 2021 £	Proportion of total %
S & W Gryphon East River Fund	<u><u>23,014,930</u></u>	<u><u>55.35%</u></u>

13. DEBTORS

	2021 £	2020 £
Prepayments and accrued income	<u><u>2,264</u></u>	<u><u>6,297</u></u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021	2020
	£	£
Social security and other taxes	1,831	-
Grant commitments	1,064,860	831,296
Accruals and deferred income	<u>69,602</u>	<u>61,363</u>
	<u>1,136,293</u>	<u>892,659</u>

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2021	2020
	£	£
Grant commitments	<u>643,709</u>	<u>483,122</u>

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted Income fund	Unrestricted Capital fund	2021 Total funds	2020 Total funds
	£	£	£	£
Investments	-	46,487,844	46,487,844	41,580,044
Current assets	-	373,762	373,762	314,658
Current liabilities	-	(1,136,293)	(1,136,293)	(892,659)
Long term liabilities	-	<u>(643,709)</u>	<u>(643,709)</u>	<u>(483,122)</u>
	-	<u>45,081,604</u>	<u>45,081,604</u>	<u>40,518,921</u>

17. MOVEMENT IN FUNDS

	At 1/10/20 £	Net movement in funds £	Transfers between funds £	At 30/9/21 £
Unrestricted funds				
Income Fund	-	(693,896)	693,896	-
Capital Fund	40,518,921	5,256,579	(693,896)	45,081,604
	<u>40,518,921</u>	<u>4,562,683</u>	<u>-</u>	<u>45,081,604</u>
TOTAL FUNDS	<u>40,518,921</u>	<u>4,562,683</u>	<u>-</u>	<u>45,081,604</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	682,255	(1,376,151)	-	(693,896)
Capital Fund	-	(203,185)	5,459,764	5,256,579
	<u>682,255</u>	<u>(1,579,336)</u>	<u>5,459,764</u>	<u>4,562,683</u>
TOTAL FUNDS	<u>682,255</u>	<u>(1,579,336)</u>	<u>5,459,764</u>	<u>4,562,683</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2021

17.1 MOVEMENT IN FUNDS – PRIOR YEAR

	At 1/10/19 £	Net movement in funds £	Transfers between funds £	At 30/9/20 £
Unrestricted funds				
Income Fund	-	4,253	(4,253)	-
Capital Fund	41,708,051	(1,193,383)	4,253	40,518,921
TOTAL FUNDS	<u>41,708,051</u>	<u>(1,189,130)</u>	<u>-</u>	<u>40,518,921</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	710,181	705,928	-	4,253
Capital Fund	-	187,483	(1,193,383)	(1,193,383)
TOTAL FUNDS	<u>710,181</u>	<u>893,411</u>	<u>(1,193,383)</u>	<u>(1,189,130)</u>

18. RELATED PARTY DISCLOSURES

There were no related party transactions for the year ended 30 September 2021 (nor in the year ended 30 September 2020).

19. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2021 £	2020 £
Net income for the reporting period (as per the statement of financial activities)	4,562,683	(1,189,130)
Adjustments for:		
Loss/ (Gain) on investments	(5,459,764)	1,005,900
Interest received	(61,850)	(67,050)
Dividends received	(619,210)	(641,575)
Expenditure attributable to endowment	197,234	187,483
(Increase)/ Decrease in debtors	4,033	(427)
(Decrease)/ Increase in creditors	<u>404,221</u>	<u>(299,041)</u>
Net cash provided by (used in) operating activities	<u>(972,653)</u>	<u>(1,003,840)</u>

HONOR FROST FOUNDATION

England & Wales - Charity number 1147921

Accounts

REGISTERED COMPANY NUMBER: 08079190 (England and Wales)
REGISTERED CHARITY NUMBER: 1147921

REPORT OF THE TRUSTEES AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2020
FOR
HONOR FROST FOUNDATION

HONOR FROST FOUNDATION
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FOR THE YEAR ENDED 30 SEPTEMBER 2020

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HONOR FROST FOUNDATION
REFERENCE AND ADMINISTRATIVE DETAILS
FOR THE YEAR ENDED 30 SEPTEMBER 2020

TRUSTEES	A J B Cathie R J Clark J E Curtis C Doumet-Serhal V A Porter P M Wolrich
REGISTERED OFFICE	10 Carlton House Terrace London SW1Y 5AH
REGISTERED COMPANY NUMBER	08079190 (England and Wales)
REGISTERED CHARITY NUMBER	1147921
AUDITORS	Azets Audit Services 2 nd Floor, Regis House, 45 King William Street, London EC4R 9AN
SOLICITORS	BDB Pitmans LLP 50 Broadway London SW1H 0BL
INVESTMENT MANAGERS	Close Brothers Asset Management 10 Crown Place London EC2A 4FT Cazenove Capital Schroder & Co Limited 1 London Wall Place London EC2Y 5AU

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2020

Honor Frost Foundation (sometimes HFF) is a charitable company. The Trustees (who are also the directors for the purposes of company law) present their report with the financial statements of the Foundation for the year to 30 September 2020. The Trustees have adopted the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" (FRS 102) in preparing the annual report and financial statements of the charity.

The financial statements have been prepared in accordance with the accounting policies set out in the notes to the financial statements and comply with the Foundation's memorandum and articles of association and applicable law.

OBJECTIVES AND ACTIVITIES

The Objects of the Foundation are the advancement of research and its publication in the area of marine archaeology with particular but not exclusive reference to the marine archaeology of the Lebanese, Western Syrian and Cypriot coast and archaeologically associated maritime wrecks found elsewhere in Mediterranean waters, by any means which shall be recognised as charitable and in particular without prejudice to the generality of the foregoing

- To provide grants or other financial assistance to individuals working in research establishments to further their study of marine archaeology
- To publish and disseminate any marine archaeology papers owned by the charity or papers which may be produced as a result of research funded by the charity
- To make grants to museums and galleries and other national or local institutions (particularly but not necessarily exclusively the British Museum) and to assist them in displaying to the public works relevant to the study of marine archaeology and in the holding of relevant lectures and seminars
- To support by whatever means are appropriate excavations of archaeological sites, ports, harbours, offshore anchorages and ancient anchors found undersea or excavated as ex votos in temples and shrines which are relevant to Levantine archaeology and the history of fishing.
- To support by whatever means are appropriate conservation work relevant to the marine archaeology of Lebanon, Western Syria and Cyprus
- To provide grants towards exchange visits of museum staff from Lebanon, Syria and Cyprus
- To provide grants towards the training of individuals of Lebanese, Syrian and Cypriot origin in the skills necessary to carry out restoration and conservation work relevant to marine archaeology in their country of origin

The Trustees have also recognised the crucial importance of safeguarding and promoting the protection of underwater cultural heritage (UCH) as part of its overall work.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Foundation's aims and objectives and in planning future activities

ACHIEVEMENT AND PERFORMANCE

The Honor Frost Archive

With the Honor Frost Archive installed in the Maritime Archaeological Special Collections division of the Library at the University of Southampton, the Special Collections division has been successful in seeking further maritime-archaeological archives, which include those of Sean McGrail, Lucien Basch and Nicholas Flemming, and students and researchers are now using the Frost archive. A committee has been established to explore further the role of such archives.

Publications

The first HFF book, *In the Footsteps of Honor*, was published in December 2019. The second publication in the Research Series, *Under the Mediterranean*, is due to be published in March 2021. Further publications are in the pipeline, and the Foundation has established an editorial board to review potential titles. There are plans for a volume containing a selection of Honor Frost's publications, and for a special volume of BAAL, covering her work in Lebanon.

Honor Frost's unpublished book, found in her archives, *The Last Life of the Phoenix*, will be ready for publication in autumn 2021, to coincide with the 50th anniversary of her discovery of the Phoenician warship off Marsala.

Work is continuing on the publication of the final three volumes of *Tropis* symposia - an archiving project of unpublished conferences to which Honor Frost regularly contributed, concerning the maritime archaeology of the Mediterranean.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2020

ACHIEVEMENT AND PERFORMANCE - continued

Grants

The Foundation continued to support MARELab, the Maritime Archaeological Research Laboratory at the University of Cyprus, which includes a number of areas of research.

The Foundation signed an agreement with the Department of Antiquities of Cyprus to fund the compilation of a comprehensive database of all the maritime-archaeological sites of the island, based on existing information. Two researchers are working on this full time, and project completion is planned for mid 2021.

Lebanon

At the request of the Director General of Antiquities (DGA), the Foundation undertook further 'rescue' missions, documenting sites in danger both underwater and along the coastal zone, in the regions of Deir el Natour, Tabarja, and El Kharayeb, and reports on these have been submitted for publication.

Dr Lucy Semaan, the HFF Maritime Archaeologist in Lebanon, and Dr Stephen McPhillips were heavily involved in this project of documenting the coastal and underwater archaeology prior to development work, liaising closely with the DGA.

The Foundation's Minor programme in Marine Science and Culture at the American University in Beirut, started in September 2019, within the undergraduate programme of the university. In the academic year, starting September 2020, HFF doubled the number of external scholarships it supported from two to four.

Egypt

The Foundation continued to support the Centre d'Etudes Alexandrines (CEAlex), Egypt.

Support for the activities of the Centre for Maritime Archaeology and Underwater Cultural Heritage (CMAUCH), University of Alexandria, continued, including research and field work conducted at the site of Marsa Bagoush on the Mediterranean coast.

The Foundation continued to fund the British Museum's research project at Naukratis, which is currently at publication stage.

Malta

The Foundation continued to support the University of Malta in its research of the Phoenician shipwreck, one of the most intriguing recent underwater archaeological discoveries. Situated at a depth of 110m off Xlendi Bay in Gozo, the Phoenician shipwreck consists of an intact and well-preserved mixed cargo datable to the 7th century BC. The mixed contents of stone and ceramic objects are shedding light on the economic history and trade networks of the central Mediterranean during the Archaic period.

Nautical Archaeology Society (NAS) International Journal of Nautical Archaeology (IJNA)

The Foundation's support of the three-year annual grant to help develop the NAS international journal (IJNA) and activities concerning its publication, dissemination and related research was extended through to 2020.

British Academy/ Honor Frost Foundation Awards

With the pandemic, the British Academy/Honor Frost Foundation annual research awards in maritime archaeology were not offered this year.

Studentships and Bursaries

A number of studentships and bursaries were awarded in 2019-2020.

The Foundation renewed its commitment to support one student to undertake a Master's degree in Land and Sea Archaeology at the University of Cyprus.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2020

ACHIEVEMENT AND PERFORMANCE - continued

With the support of the Foundation, two students successfully completed the Diploma at the CMAUCH, University of Alexandria. The Foundation will continue this support when they commence a Master's degree in Maritime Archaeology, at the same institution, in October 2020.

The Foundation continued to fund three PhD students from the region in Maritime Archaeology at the University of Southampton. A one-year scholarship was also awarded to a student from Egypt to undertake a Master's degree.

A Cypriot student, already enrolled at the University of Oxford, was awarded support to complete his DPhil and undertake an additional MSC in Marine Geophysical Survey, and the Foundation continued to support a student from Egypt undertaking a DPhil at the same institution.

Two students from Syria successfully completed their two-year Master's course in Maritime Archaeology at the University of Aix-Marseille, France. The Foundation has continued to support one of these students to undertake a joint CIVIS PhD (University of Aix-Marseille and the National and Kapodistrian University of Athens), commencing in September 2020.

A grant was awarded to the University of Malta to support a post-doctoral student working on the Phoenician Shipwreck project.

The University of Edinburgh is building a new research focus in maritime archaeology and sustainable development. The Foundation agreed to support an international PhD on the topic *Marine heritage and sustainable coastal development in Lebanon*, commencing in January 2021.

Bursaries were awarded to several students from countries within the Foundation's remit to enable them to attend a series of NAS online courses covering different aspects of maritime archaeology.

Maritime Archaeology Graduate Symposium (MAGS)

Building on the successes of 2018 and 2019, the Foundation co-sponsored the 2020 MAGS event. The event was held at the University of Oxford and again provided a platform for early-career researchers working in maritime archaeology to present their research, with the presentation of 23 papers, as well as a vital opportunity to promote collaboration between scholars focused on the eastern Mediterranean.

Underwater Cultural Heritage (UCH) Steering Committee

The Foundation continues to support the Foundation's Steering Committee on UCH (<http://honorfrostfoundation.org/uch/>), chaired by Professor Sir Barry Cunliffe.

Ocean Decade Heritage Network

As a result of the Foundation's earlier support, the ODHN became an official partner of IOC-UNESCO in the Ocean Decade initiative. The Foundation continues to support ODHN to further raise awareness of cultural heritage within the marine sciences.

FINANCIAL REVIEW

The Foundation does not engage in any fundraising activities.

On income account the Foundation received income of £710,181 and spent £705,928 on its charitable activities; the resulting surplus of £4,253 has been transferred to capital. On capital account the investments depreciated including management fees by £1,143,383. In total therefore the Foundation's net assets decreased by £1,189,130 to £40,518,921. The expenditure recognised in this year's accounts has been reduced by some £300,000 by the release of provisions for grants awarded in previous years which have not been taken up.

Investment policy

The Foundation has two investment managers Close Asset Management and Cazenove Capital; in addition, it receives investment advice from Millbank Investment Management. Two trustees constitute the Investment Committee and they meet the investment managers at least once a year to review the performance, the investment policy and the arrangement under which the management of the investments is delegated to the managers. The Committee reports the results of these reviews to the Trustees with any recommendations.

The Foundation is a long-term investor and seeks to maintain the real value of its capital and to produce a reasonable income.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2020

FINANCIAL REVIEW - continued

During the year the funds held by the investment managers returned minus 1.12%. The indices prepared by Asset Risk Consultants showed total returns for the year of plus 1.01% on the Balanced Asset and plus 2.03% on the Steady Growth portfolios so the Foundation's result was a little disappointing. However in the last quarter of 2020 the return was usefully ahead of both indices.

Reserves policy

To repeat, the Foundation seeks to maintain the real value of its capital. Its opening capital in October 2011 was £30.45m; that sum increased by the RPI to September 2020 equals £37.2m compared with the actual value of £40.5m. As the capital is expendable, the Trustees do not consider it necessary to maintain any separate income reserve and indeed in most recent years have been spending more than the Foundation's incomeously this is something which the Trustees will review in the light of the current economic conditions.

Risk management

As part of the annual planning process, the trustees identify the major risks (financial, governance/compliance, operational and external risks) facing the Charity over the coming years.

Each risk is assessed according to the likelihood, and potential impact, and systems and procedures to manage those risks are agreed and implemented by the trustees and staff. Some of the main risks facing the charity are:

- Downturn in value of investments – the Board closely monitors the investments held, whilst continually increasing the diversification of the portfolio kept. The Board also have adopted a cautious policy on awarding new grants
- Relationships with the investments managers – the Board have annual meetings with principal fund managers
- Country risk in region of work – the Board closely monitors the political situation in the region of work.

FUTURE PLANS

The Foundation will continue to explore the acquisition and assessment of maritime-archaeological archives to be lodged in the Special Collections at Hartley Library, University of Southampton.

The Foundation plans to publish more titles, including Honor Frost's last book.

The Foundation will complete the desk-based assessment of the maritime archaeology of the island of Cyprus, and discuss with the Department of Antiquities the next steps arising therefrom.

The Foundation will continue its 'rescue missions' for the Director-General of Antiquities in Beirut, and to support its on-going Minor course at the American University of Beirut, as far as conditions allow.

The Foundation will continue its support of the CEALex in Alexandria, as well as that of the CMAUCH, University of Alexandria.

The Foundation will fund the work of Dr Timmy Gambin in his exploration of the Punic ship off the coast of Gozo.

The Foundation will continue to support the work of UNESCO's Ocean Decade initiative.

HONOR FROST FOUNDATION
REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 30 SEPTEMBER 2020

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Honor Frost Foundation is governed by its Memorandum and Articles of Association adopted and approved at the Annual General Meeting on 22 May 2012.

Honor Frost died on 12 September 2010. The Honor Frost Charitable Trust was created by her will dated 14 September 2007 and was entered on the Register of Charities on 24 March 2011. All the Trust's assets were transferred to the Foundation on 30 September 2012.

The Foundation is managed by the six Trustees, who are also directors of the Foundation for the purposes of company law, appointed under Honor's will all of whom served in the year to 30 September 2019, with the offices to which they were elected by the Trustees, namely:

Alison Julia Bewley Cathie, Chair
Roger Jackson Clark, Hon. Treasurer
Dr John Edward Curtis, OBE, FBA
Dr Claude Doumet-Serhal MBE
Dr Venetia Ann Porter
Peter Marshall Wolrich

The Trustees meet at least four times a year and are responsible for the overall policies of the Foundation.

Reference and Administrative details

The day-to-day management of the Foundation is delegated to Neelam Seeboruth, Lauren Tidbury and Gail Caddy (Financial and Administrative support) and to Dr Lucy Blue, Maritime-Archaeological Director.

Advice is obtained from Dr J D Hill (British Museum), and, as necessary, from Dr David Blackman, University of Oxford, Dr Colin Breen, University of Ulster, and Dr Antony Firth.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
HONOR FROST FOUNDATION**

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The trustees (who are also directors of Honor Frost Foundation for the purposes of company law) are responsible for preparing the Trustees' Annual 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 charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP 2015 (FRS 102);
- 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company 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 charitable company 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the trustees are aware:

- there is no relevant audit information of which the charitable company's auditor is unaware; and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Azets Audit Services, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 23 April 2021 and signed on the board's behalf by:



.....
A J B Cathie - Trustee

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

Opinion

We have audited the financial statements of Honor Frost Foundation (the 'charitable company') for the year ended 30 September 2020 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and notes to the financial statements, including a summary of 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 30 September 2019, 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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the 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:

continued ...

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF HONOR FROST FOUNDATION

- 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 directors' 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 8, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

- Review and testing of revenue recognition policies;
- Detailed substantive testing on material revenue streams;
- Review of accounting estimates, judgements and decisions made by management and unusual significant transactions.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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

Use of our report

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

Azets Audit Services

J Howard (Senior Statutory Auditor)
For and on behalf of Azets Audit Services
2nd Floor, Regis House
45 King William Street
London
EC4R 9AN

..... 06 May 2021

HONOR FROST FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES (Including Income and Expenditure Account)
FOR THE YEAR ENDED 30 SEPTEMBER 2020

	Notes	Unrestricted Income Fund £	Unrestricted Capital Fund £	2020 Total funds £	2019 Total funds £
INCOME AND ENDOWMENTS FROM					
Investment income	2	708,625	-	708,625	860,160
Other income		<u>1,556</u>	<u>-</u>	<u>1,556</u>	<u>1,339</u>
Total		710,181	-	710,181	861,499
EXPENDITURE ON					
Raising funds	3	-	187,483	187,483	222,986
Charitable activities	4				
Grants		350,145	-	350,145	768,552
Other charitable activities		<u>355,783</u>	<u>-</u>	<u>355,783</u>	<u>393,828</u>
Total		705,928	187,483	893,411	1,385,366
Net (loss)/ gains on investments		<u>-</u>	<u>(1,005,900)</u>	<u>(1,005,900)</u>	<u>1,012,137</u>
NET (EXPENDITURE)/ INCOME		4,253	(1,193,383)	(1,189,130)	488,270
Transfers between funds		(4,253)	4,253	-	-
NET MOVEMENT IN FUNDS		-	(1,189,130)	(1,189,130)	488,270
RECONCILIATION OF FUNDS					
Total funds brought forward		-	41,708,051	41,708,051	41,219,781
TOTAL FUNDS CARRIED FORWARD		<u>-</u>	<u>40,518,921</u>	<u>40,518,921</u>	<u>41,708,051</u>

CONTINUING OPERATIONS

All income and expenditure has arisen from continuing activities.


HONOR FROST FOUNDATION

BALANCE SHEET
AT 30 SEPTEMBER 2020

	Notes	2020 £	2019 £
FIXED ASSETS			
Investments	12	41,580,044	42,906,661
CURRENT ASSETS			
Debtors	13	6,297	5,870
Cash at bank		<u>308,361</u>	<u>470,342</u>
		314,658	476,212
CREDITORS			
Amounts falling due within one year	14	(892,659)	(772,909))
NET CURRENT LIABILITIES		<u>(578,001)</u>	<u>(296,697)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			42,609,964
CREDITORS			
Amounts falling due after more than one year	15	(483,122)	(901,913)
NET ASSETS		<u>40,518,921</u>	<u>41,708,051</u>
FUNDS	17		
Unrestricted income funds		-	-
Unrestricted capital funds		<u>40,518,921</u>	<u>41,708,051</u>
TOTAL FUNDS		<u>40,518,921</u>	<u>41,708,051</u>

The financial statements were approved by the Board of Trustees on 23/04/21 and were signed on its behalf by:


.....
A J B Cathie -Trustee


.....
R J Clark -Trustee

HONOR FROST FOUNDATION
CASH FLOW STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2020

	Notes	2020 £	2019 £
Cash flows from operating activities:			
Cash generated from operations	19	<u>(1,003,840)</u>	<u>(983,717)</u>
Net cash provided by (used in) operating activities		<u>(1,003,840)</u>	<u>(983,717)</u>
Cash flows from investing activities:			
Purchase of fixed asset investments		<u>(7,855,201)</u>	(8,099,882)
Sale of fixed asset investments		<u>8,854,216</u>	9,850,088
Interest received		<u>67,050</u>	134,013
Dividends received		<u>641,575</u>	<u>726,147</u>
Net cash provided by investing activities		<u>1,707,640</u>	<u>2,610,366</u>
Cash flows from financing activities:			
Expenditure attributable to endowment		<u>(187,483)</u>	<u>(222,986)</u>
Net cash provided by (used in) financing activities		<u>(187,483)</u>	<u>(222,986)</u>
Change in cash and cash equivalents in the reporting period			
		<u>516,317</u>	<u>1,403,663</u>
Cash and cash equivalents at the beginning of the reporting period		<u>2,490,549</u>	<u>1,086,886</u>
Cash and cash equivalents at the end of the reporting period		<u>3,006,866</u>	<u>2,490,549</u>
Cash and cash equivalents consists of:			
Cash at bank		<u>308,361</u>	470,342
Cash balances held by investment managers	12	<u>2,698,505</u>	<u>2,020,207</u>
Cash and cash equivalents at the end of the reporting period		<u>3,006,866</u>	<u>2,490,549</u>

The notes form part of these financial statements

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2020

1. ACCOUNTING POLICIES

General information and basis of preparation

Honor Frost Foundation is a company limited by guarantee in the United Kingdom. The address of the registered office is given in the charity information on page 1 of these financial statements. The nature of the charity's operations and principal activities are set out on page 2.

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) issued on 16 July 2014 (as updated through Update Bulletin 1 published on 2 February 2017), the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102), the Companies Act 2006 and UK Generally Accepted Practice as it applies from 1 January 2015.

Honor Frost Foundation meets the definition of a public benefit entity under FRS 102. The financial statements are prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

The financial statements are prepared in sterling which is the functional currency of the charity. The level of round adopted in the financial statements is to the nearest £1.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Legal status

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

Preparation of the accounts on a going concern basis

The Foundation has reasonable expectation that there are adequate resources to continue in operational existence for the foreseeable future. It has therefore continued to adopt the going concern basis in preparing its financial statements. The COVID-19 pandemic was taken into consideration when performing the going concern assessment.

Income

All incoming resources, including investment income and bank interest, are included in the Statement of Financial Activities (SoFA) when the Foundation is legally entitled to the income after any performance conditions have been met, the amount can be measured reliably and it is probable that the income will be received.

Investment income is earned through holding assets for investment purposes such as shares. It includes dividends and interest. It is included when the amount can be measured reliably. Interest income is recognised using the effective interest method and dividend income is recognised as the charity's right to receive payment is established.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources.

Expenditure on raising funds comprises costs of the services of the investment managers who manage the investment portfolio held by the Foundation.

Expenditure on charitable activities comprises those costs incurred by the charity in the delivery of its activities and services. It includes expenditure that can be directly allocated to such activities, and other costs which are of an indirect nature which are necessary to support them.

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Foundation and include audit fees linked to the strategic management of the Foundation.

Grants and donations are charged to the SoFA once they are unconditionally approved for payment by the Trustees.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED FOR THE YEAR ENDED 30 SEPTEMBER 2020

1. ACCOUNTING POLICIES - continued

Expenditure - continued

Grants offered subject to conditions which have not been met at the year-end date are noted as a commitment but not accrued as expenditure.

The Foundation is not registered for VAT and expenditure is shown gross of irrecoverable VAT.

Allocation and apportionment of costs

Support costs are allocated on a time basis to Charitable Activities and Governance.

Taxation

The charitable company is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK corporation tax purposes. Accordingly, the charity is potentially exempt from taxation in respect of income and capital gains received within categories covered by Chapter 3 Part II Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds are funds which can be used in accordance with the charitable objects at the discretion of the trustees.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Pension costs and other post-retirement benefits

The charitable company operates a defined contribution pension scheme. Contributions payable to the charitable company's pension scheme are charged to the Statement of Financial Activities in the period to which they relate.

Financial instruments

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

Fixed asset investments

Investments are a form of basic financial instruments and are initially recognised at their transaction value and subsequently measured at their fair value as at the balance sheet date using the closing quoted market price.

The statement of financial activities includes the net gains and losses arising on revaluation and disposals throughout the year.

The Foundation does not acquire put options, derivatives or other complex financial instruments.

All gains and losses are taken to the Statement of Financial Activities as they arise.

Realised gains and losses on investments are calculated as the difference between sales proceeds and their opening carrying value or their purchase value if acquired subsequent to the first day of the financial year.

Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are combined in the Statement of Financial Activities.

Debtors

Prepayments and accrued income are recognised at the settlement amount receivable.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less.

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

Creditors

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably.

Accruals and other creditors are recognised at their settlement amount due.

Judgements and key sources of estimation uncertainty

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

There are no key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

2. INVESTMENT INCOME

	2020	2019
	£	£
Dividends received	641,575	726,147
Interest received	67,050	134,013
Other income	1,556	-
	<u>710,181</u>	<u>860,160</u>

3. RAISING FUNDS

Investment management costs

	2020	2019
	£	£
Portfolio management	<u>187,483</u>	<u>222,986</u>

4. CHARITABLE ACTIVITIES COSTS

	Direct costs (See note 5)	Grant funding of activities (See note 6)	Support costs (See note 7)	Totals
	£	£	£	£
Grants	-	350,145	-	350,145
Other charitable activities	<u>288,854</u>	-	<u>66,929</u>	<u>355,783</u>
	<u>288,854</u>	<u>350,145</u>	<u>66,929</u>	<u>705,928</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

5. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2020 £	2019 £
Honor Frost archive	-	115
Basch archive	-	2,220
BA/HFF Steering Committee on UCH	13,457	18,126
DGA response team	169,761	199,074
Other charitable costs	829	549
Staff costs (note 10)	53,290	45,902
Payroll and pension fees	550	834
Legal fees	2,619	3,295
Donation for office space	13,125	13,125
Maritime-Archaeological Director's travel	3,899	6,458
Lecture events	6,793	4,531
Publication costs	24,531	9,707
	<u>288,854</u>	<u>303,936</u>

6. GRANTS PAYABLE

Grants Awarded 2019 - 2020

Grantee	Project Title	Award £
<u>Cyprus</u>		
University of Leicester	Ancient Akrotiri 2020	18,652
Maria Ktori	Intangible Maritime Cultural Heritage Project	4,430
Muge Sevketoglu	Further Investigation of Marine Archaeology Heritage at Akanthou	10,000
Maria Atesh Kocgad	Iskele/Trikomo District Underwater Survey	9,988
<u>Egypt</u>		
MarEA/CMAUCH	NW Marmarica Coast Survey	32,200
Pierre Tallet	Wadi El Jarf	39,000
Claire Somaglino	Ayn Sukhna Archaeological Mission	8,948
Tomasz Derda	Landscape history & chronology of Roman & Byzantine port infrastructure of Marea in the region of Mareotis	5,275
JP Goiran	Egyptian Port of Tyre	8,400
<u>Lebanon</u>		
Crystal El Safadi	Neolithic Landscapes	29,077
Ibrahim Nouredine	Tyre North Harbour Survey	19,900
Wissam Khalil	El Kharayeb - Litani Valley and UW survey	48,304
<u>Sicily</u>		
Peter Campbell/Ross Thomas	Analysis of newly discovered rams - Construction & Afterlife of Ancient War-Galleys, Egadi Islands	5,000

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

6. GRANTS PAYABLE – continued

Grants Awarded 2019 - 2020

Grantee	Project Title	Award
<u>Malta</u>		
University of Malta	Phoenician Shipwreck, Post Doc support	30,000
<u>Developing the Discipline</u>		
NAS	Big Anchor Project	23,655
<u>Education, Scholarships & Bursaries</u>		
Nesrin El Galy	PhD Extension	16,508
Achilleas Iasonos	PhD Extension	8,528
Mai Ghanem	MA, University of Southampton + extension	39,104
Jafar Anbar	PhD, Joint CIVIS	76,270
Sirin Ghiye	Language Tuition	1,090
CMAUCH	Visiting Lecturer Support	4,260
CMAUCH	Student Bursary Fund	6,000
CMAUCH	Academic Support	19,980
CMAUCH	Diploma Support	3,250
CMAUCH	MA Support	10,250
NAS	Online courses	3,750
University of Edinburgh	International PhD - 3 years	112,949
Ziad Morsy	Post-doctoral support	18,300
<u>Special Grants</u>		
Steering Committee UCH	Ocean Decade Heritage Network	10,000
Claire Calcagno/ ElenaFlavia Castagnino	Phoenix Stage III & IV	8,860
MAGS Committee	MAGS 2020 Conference	6,640
HFF Activity	Marsala Conference, Sicily	35,000
MARE Committee	MARE 2020 Conference	1,412
BAAL	Publication of Beirut Symposium papers	6,983
HFF Activity	Cyprus Database Workshop	2,980
<u>Agreed but not awarded</u>		
On application	Open Access Publication Grant	10,000

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

6. GRANTS PAYABLE - continued

Grants Awarded 2019 - 2020

Total Approved Grants	694,943
Reconciliation of Grants	
Grants approved	694,943
Unspent grant balances	(6,617)
Overspent grants	3,238
Grants removed from commitments	(335,252)
Previous years grants adjustments	(6,167)
At 30 September 2020	<u>350,145</u>

7. SUPPORT COSTS

	Management £	Other £	Governance costs £	Totals £
Other charitable activities	<u>26,530</u>	<u>30,679</u>	<u>9,720</u>	<u>66,929</u>

Support costs, included in the above, are as follows:

	2020 Other charitable activities £	2019 Total activities £
Trustee costs	3,692	6,425
Staff costs (note 10)	22,838	19,672
Sundries	30,679	54,435
Auditors' remuneration	6,600	6,360
Auditors' remuneration for non-audit work	<u>3,120</u>	<u>3,000</u>
	<u>66,929</u>	<u>89,892</u>

8. NET INCOME/(EXPENDITURE)

Net income/(expenditure) is stated after charging/(crediting):

	2020 £	2019 £
Auditors' remuneration	6,600	6,360
Auditors' remuneration for non-audit work	<u>3,120</u>	<u>3,000</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 30 September 2020 nor for the year ended 30 September 2019.

Trustees' expenses

Trustee expenses of £2,327 (2019:£ 5,146) were paid to 2 (2019: 2) trustees during the year in relation to travel costs.

10. STAFF COSTS

	2020	2019
	£	£
Wages and salaries	68,060	58,491
Social security costs	1,756	1,598
Other pension costs	<u>6,312</u>	<u>5,485</u>
	<u>76,128</u>	<u>65,574</u>

Staff costs have been split between direct costs and support costs on a 70%/30% basis.

The average monthly number of employees during the year was as follows:

	2020	2019
Administration	<u>3</u>	<u>4</u>

No emoluments over £60,000 were paid in the period.

The key management of the Foundation consists of the trustees only.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted funds £	Endowment fund £	Total funds £
INCOME AND ENDOWMENTS FROM			
Charitable activities			
Investment income	860,160	-	860,160
Other income	<u>1,339</u>	<u>-</u>	<u>1,339</u>
Total	861,499	-	861,499
EXPENDITURE ON			
Raising funds	-	222,986	222,986
Grants	768,552	-	768,552
Other charitable activities	<u>393,828</u>	<u>-</u>	<u>393,828</u>
Total	1,162,380	222,986	1,385,366
Net gains on investments	<u>-</u>	<u>1,012,137</u>	<u>1,012,137</u>
NET INCOME/(EXPENDITURE)	(300,881)	789,151	488,270
Transfers between funds	300,881	(300,881)	-
NET MOVEMENT IN FUNDS	-	488,270	488,270
RECONCILIATION OF FUNDS			
Total funds brought forward	<u>-</u>	<u>41,219,781</u>	<u>41,219,781</u>
TOTAL FUNDS CARRIED FORWARD	<u>-</u>	<u>41,708,051</u>	<u>41,708,051</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

12. FIXED ASSET INVESTMENTS

	Listed Investments £
At 1 October 2019	42,906,661
Additions	7,855,201
Disposals	(8,175,918)
Net realised gain on disposals	649,838
Net unrealised loss on revaluation	<u>(1,655,738)</u>
At 30 September 2020	<u><u>41,580,044</u></u>

Investments at market value comprise:

	£
UK Equities	5,521,257
Overseas Equities	6,435,633
Fixed interest	3,487,909
Alternatives	1,069,952
Commodities	558,558
Property	169,600
Multi assets	20,678,630
Sterling Liquidity Funds	<u>960,000</u>

Cash balances held by investment managers	<u>2,698,505</u>
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41,580,044

Investments at historical cost	<u><u>32,276,832</u></u>
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The following investment has a market value in excess of 5% of the total market value of investments:

	Market Value at 30 September 2020 £	Proportion of total %
S & W Gryphon East River Fund	<u><u>20,678,630</u></u>	<u><u>49.73%</u></u>

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020 £	2019 £
Prepayments and accrued income	6,297	5,301
Other debtors	-	569
	<u><u>6,297</u></u>	<u><u>5,870</u></u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Social security and other taxes	-	1,174
Grant commitments	831,296	695,388
Accruals and deferred income	<u>61,363</u>	<u>76,347</u>
	<u>892,659</u>	<u>772,909</u>

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2020	2019
	£	£
Grant commitments	<u>483,122</u>	<u>901,913</u>

16. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted Income fund	Unrestricted Capital fund	Total funds	Total funds
	£	£	£	£
Investments	-	41,580,044	41,580,044	42,906,661
Current assets	-	314,658	314,658	476,212
Current liabilities	-	(892,659)	(892,659)	(772,909)
Long term liabilities	-	<u>(483,122)</u>	<u>(483,122)</u>	<u>(901,913)</u>
	<u>-</u>	<u>40,518,921</u>	<u>40,518,921</u>	<u>41,708,051</u>

17. MOVEMENT IN FUNDS

	At 1/10/19	Net movement in funds	Transfers between funds	At 30/9/20
	£	£	£	£
Unrestricted funds				
Income Fund	-	4,253	(4,253)	-
Capital Fund	41,708,051	(1,193,383)	4,253	40,518,921
	<u>41,708,051</u>	<u>(1,189,130)</u>	<u>-</u>	<u>40,518,921</u>
TOTAL FUNDS	<u>41,708,051</u>	<u>(1,189,130)</u>	<u>-</u>	<u>40,518,921</u>

Net movement in funds, included in the above are as follows:

	Incoming resources	Resources expended	Gains and losses	Movement in funds
	£	£	£	£
Unrestricted funds				
Income Fund	710,181	705,928	-	4,253
Capital Fund	-	187,483	(1,193,383)	(1,193,383)
	<u>710,181</u>	<u>893,411</u>	<u>(1,193,383)</u>	<u>(1,189,130)</u>
TOTAL FUNDS	<u>710,181</u>	<u>893,411</u>	<u>(1,193,383)</u>	<u>(1,189,130)</u>

HONOR FROST FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED
FOR THE YEAR ENDED 30 SEPTEMBER 2020

17.1 MOVEMENT IN FUNDS – PRIOR YEAR

	At 1/10/18 £	Net movement in funds £	Transfers between funds £	At 30/9/19 £
Unrestricted funds				
Income Fund	-	(300,881)	300,881	-
Capital Fund	41,219,781	789,151	(300,881)	41,708,051
TOTAL FUNDS	<u>41,219,781</u>	<u>488,270</u>	<u>-</u>	<u>41,708,051</u>

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
Unrestricted funds				
Income Fund	861,499	(1,162,380)	-	(300,881)
Capital Fund	-	(222,986)	1,012,137	789,151
TOTAL FUNDS	<u>861,499</u>	<u>(1,385,366)</u>	<u>1,012,137</u>	<u>488,270</u>

18. RELATED PARTY DISCLOSURES

There were no related party transactions for the year ended 30 September 2020 (nor in the year ended 30 September 2019).

19. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2020 £	2019 £
Net income for the reporting period (as per the statement of financial activities)	(1,189,130)	488,270
Adjustments for:		
Loss/ (Gain) on investments	1,005,900	(1,012,137)
Interest received	(67,050)	(134,013)
Dividends received	(641,575)	(726,147)
Expenditure attributable to endowment	187,483	222,986
(Increase)/ Decrease in debtors	(427)	21,650
(Decrease)/ Increase in creditors	(299,041)	155,674
Net cash provided by (used in) operating activities	<u>(1,003,840)</u>	<u>(983,717)</u>