

Registered No: 09928856
Charity No: 1166323

UPP Foundation
(a company limited by guarantee)

Report and financial statements

For the year ended 31 August 2021

UPP Foundation

Report and financial statements

for the year ended 31 August 2021

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UPP Foundation Report of the Trustees for the year ended 31 August 2021

Legal and Administrative Details

Status

The organisation is a charitable company limited by guarantee, incorporated on 23 December 2015 and registered as a charity on 1 April 2016.

The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association.

Administrative Details

Charity number: **1166323**
Company number: **09928856**

Registered Office: 12 Arthur Street, London, EC4R 9AB

Bankers: Barclays Bank plc, 1 Churchill Place, London, E14 5HP

Independent Auditor: KPMG LLP, 15 Canada Square, London E14 5GL

Directors and Trustees

J Wakeford

M Stuart

A Percival (resigned 17 May 2021)

A Slater (resigned 26 July 2021)

C Skidmore

E Rapley (appointed 21 January 2021, resigned 27 January 2022)

K Morgon (appointed 21 January 2021)

Structure, governance and management

The Trustees are pleased to present their report and financial statements for the year ended 31 August 2021. The comparative results covering the year ended 31 August 2020.

The legal and administrative details set out on page 1 form part of this report. The financial statements have been prepared in accordance with the accounting policies set out in note 2, the Charities Act 2011 and the Statement of Recommended Practice: 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), Section 1A (effective 1 January 2015), and the companies act 2006.

The directors of the charitable company (the "Charity") are its Trustees for the purpose of charity law and throughout this report are collectively referred to as the Trustees. The Trustees who served during the year are shown on page 1.

The Trustees are appointed in joint consultation with the senior management of UPP Group Holdings Limited for a renewable term of 3 years. Trustees are selected on the strength of their relevant knowledge and experience, and several have been drawn from across the UPP Group. New Trustees are fully briefed on the objectives of the Charity and their role as Trustees.

The Trustees are responsible for determining the overall strategy of the UPP Foundation. They are responsible for reviewing and making decisions on the Charity's grant-giving activities with reference to the UPP Foundation's charitable objectives.

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

Structure, governance and management (continued)

In determining the Charity's strategy, the Trustees consider the guidance of the Charity's Advisory Board. The Advisory Board members are selected for their expertise and experience of the higher education sector, and include university vice-chancellors, policy experts and politicians. The members meet to consider key issues impacting the higher education sector, providing independent views and suggestions for how the Charity can best meet its objectives.

The Trustees have delegated the day to day administration of the Charity to UPP Group Holdings Limited. UPP Group Holdings Limited is responsible for company secretarial services and all aspects of the financial administration of the Charity.

UPP Group Holdings Limited is the primary donor to the Charity donating £270,000 (2020: £267,000) during the year. In addition, UPP Group Limited is the sole member of the Charity, having given an undertaking to contribute an amount not exceeding £1 in the event of the Charity being wound up. Other than the appointment of Trustees as described above, UPP Group Limited has no involvement or influence over the Charity's activities and grant making decisions.

Objectives and principal activities

The UPP Foundation has been established as an independent charity by UPP Group Limited, a subsidiary company within UPP Group Holdings Limited ('UPP'), the leading provider of on campus student accommodation and facility management services in partnership with fifteen UK universities. The objective of UPP Foundation is to enhance partnership and innovation in the higher education sector and within our communities by awarding grants and providing a platform for debate to:

- Increase access and retention to higher education;
- Improve employability;
- Enhance civic universities; and
- Develop global citizens.

During the year, the Charity received income of £270,000 from UPP Group Holdings Limited (as a single annual donation) and had £370,634 of expenditure in furtherance of its objectives. In addition, the Charity has several multiple-year grant commitments which total £193,410 at 31 August 2021, of which £133,068 have been accrued for in this year's accounts.

The Trustees' Terms of Reference outlines their responsibilities to ensure that the Charity adheres to its objectives. The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charity's aims and objectives, and in planning future activities and setting the grant-making policy for the year.

How the Charity's activities deliver public benefit

The UPP Foundation has a focus on education, particularly in the context of the higher education sector, where the expertise of the Charity's promoting body, UPP, lies. This focus is reflected in the Charity's objects. Within a higher education context, the Charity's activities are focussed on the four strategic themes identified above.

The Charity's core activities are: (1) grant-making; and (2) providing a platform for education, research and public debate on issues affecting the higher education sector.

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

How the Charity's activities deliver public benefit (continued)

Grant-making

There are three categories of grant recipient:

- universities which support projects and activities in line with the “strategic themes” outlined above;
- other institutions and charities within the education sector; and
- charities working outside of the education sector.

Providing a platform for education, research and public debate

The Charity facilitates thought leadership, discussion and research on issues of interest or concern affecting the higher education sector, on an appropriately balanced basis.

The Charity's work facilitates a range of charitable activities that provide public benefit. Students and potential students of universities and educational institutions, and the beneficiaries of charities working in the higher education sector will benefit from the grants which the Charity provides to those organisations. The Charity's work in providing a forum for discussion and debate on key issues in the higher educational sector will be informative for, and increase the understanding of, the general public. These activities will also result in improvements in higher education which will positively impact on the experiences of students in this context.

The Charity will benefit:

- Students and potential students through opportunities arising from the Charity's grant-making activities and improvements to higher education which will result from the Charity's facilitation of research, debate and learning on key issues in the higher education sector; and
- The general public through improvements to the higher education sector and the funding of charitable activities and projects.

New grants

In 2020/21 The UPP Foundation pledged a further £50k to the Civic University Network to support its second year in operation – this means the total funding to the Network from the UPP Foundation is £100,000.

The Civic University Network was launched in April 2020. It is a member-led organisation hosted at Sheffield Hallam University, which helps to embed civic aspirations at an institutional level through the sharing of best practice. It also works with government and strategic partners to ensure that a university's geographic role and responsibility is used more effectively as an agent to drive positive societal change.

Last year the Foundation put together a coalition of funders, which included the Department for Education, Carnegie UK Trust and Arts Council England to provide seed funding to establish the Network. The follow-on grant in 2020/21 is tailored towards the Network's programme supporting university members lead and convene local communities towards environmental sustainability and net zero. The funding also supports their work on developing approaches for students to be changemakers in the towns and cities they are based in.

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

Rolling and concluding grants

The Foundation continues to fund and support several multi-year projects, and single year schemes which cut across financial years. All of these are funded by the donations received from UPP Group Holdings Limited

University of Chichester – homeless students being helped into HE

The University of Chichester has developed an innovative pilot course for local homeless people, given them the skills required to succeed in Higher Education (HE). We awarded £18,000 funding to expand the pilot in 2020 – supporting a further nine of the most vulnerable people in society to regain their independence and realise their potential.

Get Further – 100 students to receive ‘catch-up’ GCSE tuition

Missing out on a GCSE English and Maths qualification can hold young people back for the rest of their lives. £25,000 funding was awarded to a new tutoring charity, Get Further, to help them grow their post-16 ‘catch-up’ tuition programme in FE Colleges, our funding has enabled 100 additional young people who fail their English or Maths GCSE the first time are given support to successfully retake and move on to the next stage of their education.

The Bridge Group – Graduate retention study to drive social equality

Geographical mobility is often considered a pre-requisite for social mobility. This is problematic for social equality as wealthier students and graduates are more likely – and able – to move for study and work.

We awarded £23,000 funding the Bridge Group to undertake research into the experiences of graduates who choose to remain local. The aim of the research will be to determine if, and how, ‘staying local’ contributes to graduates’ success, and provide new methods for describing and measuring that success in the context of social mobility.

University of Manchester – Twenty international students to benefit from SME placements

With the recent change to the post-study work visa, international students will be looking to get good jobs in the UK after graduation.

We awarded £24,000 to the University of Manchester to pilot a placement project to enhance the employability of international students. Twenty international postgraduate students will complete three to six month paid placements with a Small to Medium-sized Enterprise (SME) in the Greater Manchester area, with the placements contributing to their final degree classification.

Goldsmiths, University of London – Helping universities enhance their ‘civic role’

Goldsmiths, University of London, was granted £7,000 to develop a ‘co-production’ model with the local community which will enable them to measure the impact of their civic engagement. This model will be published as an open access tool, enabling other universities to replicate this best-practice approach.

In 2017/18 Student Minds was awarded £100,000 for a four-year project to establish the University Mental Health Charter. The Charter will assess universities approach to student mental health and award Charter status to institutions providing good practice. The Charter was launched this year and over 40 universities have already pledged to go through the programme.

In 2017/18 Ark Schools was awarded £32,500, for a multi-year project to support pupils at Ark schools studying BTEC to be better prepared for University. The project concluded this year, and showed the

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

impact it has on access to higher education.

In 2017/18 Universities UK International was awarded £69,025 for a three-year scheme to support students to study, work & volunteer abroad as part of their academic programme. This is reviewed by the trustees and payments are approved upon receipt of impact reports each year.

Public Policy

We provide a public policy and thought-leadership platform enabling sector leaders, experts and the wider public the opportunity to debate the future of higher education.

This year our biggest project was the launch of the **Student Futures Commission**.

In light of the disruption everyone has faced during the pandemic, the Commission is looking at how universities can take action to support students from September 2021 to make the best of their remaining time at university and support those who are starting their journey in higher education this year.

The Commission has three objectives:

1. To ensure students are best supported after the pandemic by contributing to a generous and collaborative effort in the sector to ensure their successful futures.
2. To make practical recommendations to universities, government and others for the academic year 2021-2022 and onwards.
3. To curate ideas, insights and learnings from all stakeholders in higher education that can be widely disseminated and used to enhance the post-pandemic student experience.

The Commission is Chaired by Mary Curnock Cook CBE, former Chief Executive of UCAS, and includes a range of student leaders, university vice-chancellors and policy makers. It is being run like a select-committee style enquiry with sessions on specific themes, a written call for evidence, student polling and private roundtables. The interim and final reports will be published in 2021/22.

In July we published a significant audit of public attitudes to higher education with the Higher Education Policy Institute. This looked at the role of universities, the value of degrees and interrogated some of the challenging cultural issues impacting the sector. The report was widely picked up by national and sector media.

In November we published a major report on the role of universities in levelling-up post-industrial towns. The report built on the Civic University Commission and considered how universities can become civic – including in areas where they do not have a physical presence. It drew from focus group and polling work in Darlington, Oldham and Doncaster, as well as national opinion polling. The report finds strong support from such voters for universities. Many could name without hesitation all the universities around where they lived. But the report also finds they were speaking from a position of low engagement.

The report concludes that there are five areas which all universities ought to have a focus through the levelling-up agenda:

- Town centre regeneration
- Jobs and economic localism
- Boosting educational attainment in schools and for adults
- Research and development and innovation in the area
- Supporting the NHS

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

Objectives for the Following Year

In the year ahead the Foundation's priorities will be to:

- Finalise and publish the Foundation's new strategy which will articulate its new goals, approach as a foundation and ways in which it will meet its objectives
- Conclude the work of the Student Futures Commission, enabling the university sector to respond effectively to the needs of students in wake of the pandemic
- Launch a new funding round to invest in a series of pilot initiatives which look to meet the challenges identified in the new strategy
- Continue to embed its initiatives, projects and grants within the higher education sector – ensuring practice and lessons from its activities are shared widely.

Reserves policy

The Charity holds financial reserves to secure and protect its ability to fulfill its mission and charitable purpose. Funding received is allocated towards funded projects and operational costs to achieve the Charity's objectives based on the level of reserves at any given time. The Charity is also in recognition of the in-kind contributions which have been absorbed by UPP Group Holdings Limited.

The Foundation's level of reserves is carefully monitored and will be annually reviewed to ensure it is deemed sufficient to exceed the criteria outlined above.

The reserves at the end of the reporting period were £273,245 (2020: £278,000).

Financial and performance review

Details of the financial performance are set out in the Statement of Financial Activities on page 13. The Charity is reliant on a recurrent donation from UPP Group Holdings Limited for its income as the main donor.

Total donations of £270,000 (2020: £267,000) were received from UPP Group Holdings Limited during the financial year. This was in line with budget and the Trustees' expectations.

During the financial year there was a net decrease in funds of £5,000 (2020: £59,000 increase).

Going concern

The financial statements have been prepared on a going concern basis which the Trustees believe to be appropriate. The Charity is dependent upon a recurrent donation from UPP Group Holdings Limited for its income. Charity Trustees believe that UPP Group Holdings Limited will continue to make available such funds as are needed by the Charity for at least 12 months from the date of approval of these financial statements.

This should enable the Charity to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. The Trustees acknowledge that there can be no certainty that the financial support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

The COVID-19 outbreak in the UK and the rest of the world has entailed significant disruption for higher education (HE) and many other sectors. The overarching priority for the Foundation is to work closely and effectively, together with our partners, to ensure our activities remain unchanged. Charity's Trustees believe that the planned donation from UPP Group Holdings remains unchanged. On this basis UPP Foundation is not expecting an impact on revenues for the 2021/22 year.

Trustees' responsibilities statement

The trustees are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and regulations.

Company law requires the trustees to prepare financial statements for each financial year. Under that law they are required to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and of the income and expenditure for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards and the Statement of Recommended Practice have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions and 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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the charitable company and to prevent and detect fraud and other irregularities.

Disclosure of information to auditor

So far as each of the trustees at the time the report is approved are aware:

- there is no relevant audit information of which the auditors are unaware and;
- that they have taken all the steps they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

UPP Foundation

Report of the Trustees (continued)

for the year ended 31 August 2021

Qualifying third party indemnity provisions

During the year and up to the date of this report, the Charity maintained liability insurance and third-party indemnification provisions for its trustees, under which the Charity has agreed to indemnify the directors to the extent permitted by law in respect of all liabilities to third parties arising out of, or in connection with, the execution of their powers, duties and responsibilities of the Company

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

On behalf of the Trustees:

A handwritten signature in black ink, appearing to be 'Jon Wakeford', with a large, sweeping loop at the end.

Jon Wakeford
Trustee
26 May 2022

Independent auditor's report to the members of UPP Foundation

Opinion

We have audited the financial statements of UPP Foundation ("the charitable company") for the year ended 31 August 2021 which comprise the Statement of financial activities, Balance sheet and related notes, including the accounting policies in note 2 .

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 August 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 UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the charitable company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The trustees have prepared the financial statements on the going concern basis as they do not intend to liquidate the charitable company or to cease its operations, and as they have concluded that the charitable company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the trustees' conclusions, we considered the inherent risks to the charitable company's business model and analysed how those risks might affect the charitable company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the trustees assessment that there is not, a material uncertainty related 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 the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the charitable company will continue in operation.

Independent auditor's report to the members of UPP Foundation (Continued)

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of the director and inspection of policy documentation as to the charitable company's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Charitable company's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud;
- Reading Board minutes;
- Considering remuneration incentive schemes and performance targets for management; and
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries.

On this audit we do not believe there is a fraud risk related to revenue recognition because the charity company's income primarily arises from donations recognised at a point in time but which is non-judgemental, straight forward and limited opportunity for manipulation.

We did not identify any additional fraud risks. We performed procedures including:

- identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted by senior finance management and journal entries made to unrelated accounts; and
- assessing significant accounting estimates for bias.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the director and other management (as required by auditing standards) and from inspection of the charitable company's regulatory and legal correspondence and discussed with the director the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Independent auditor's report to the members of UPP Foundation (Continued)

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations (continued)

Firstly, the charitable company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies' legislation), distributable profits and taxation legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the charitable company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: property laws and building legislation, health and safety, employment laws, anti-bribery, other worker laws, recognising the nature of the charitable company's activities.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the director and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws or regulation.

Other information

The trustees are responsible for the other information, which comprises Report of the Trustees. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the other information;
- in our opinion the information given in the Report of the Trustees which constitutes the directors' report for the financial year, is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Independent auditor's report to the members of UPP Foundation (Continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- the charitable company has not kept adequate accounting records or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit[.]/[; or

We have nothing to report in these respects.

Trustees' responsibilities

As explained more fully in their statement set out on page 7, 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

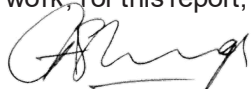
Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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 its members, as a body, for our audit work, for this report, or for the opinions we have formed.



Craig Steven-Jennings (Senior Statutory Auditor)
for and on behalf of KPMG LLP

Chartered Accountants

15 Canada Square
London
E14 5GL
26 May 2022

UPP Foundation

Statement of Financial Activities including Income and Expenditure for the year ended 31 August 2021

		Unrestricted funds	Restricted funds	Total funds	Unrestricted funds	Total funds
		2021	2021	2021	2020	2020
Notes		£'000	£'000	£'000	£'000	£'000
Income and endowments from:						
Donations and legacies		220	50	270	267	267
Civic University income		-	95	95	-	-
Total		220	145	365	267	267
Expenditure on:						
Charitable activities	7	(81)	(145)	(226)	(154)	(154)
Governance costs	7	(8)	-	(8)	(7)	(7)
Other	7	(136)	-	(136)	(47)	(47)
Total		(225)	(145)	(370)	(208)	(208)
Net income	4	(5)	-	(5)	59	59
Reconciliation of funds:						
Total funds brought forward		278	-	278	219	219
Total funds carried forward		273	-	273	278	278

All income and expenditure derives from continuing activities.

The accompanying notes on pages 15 to 18 form part of these financial statements.

UPP Foundation

Balance Sheet

as at 31 August 2021

		Unrestricted funds 31 August 2021	Restricted funds 31 August 2021	Total funds 31 August 2021	31 August 2020
	Notes	£'000	£'000	£'000	£'000
Current assets					
Debtors: amounts falling due within one year		-	45	45	-
Cash and cash equivalents	9	9 439	439	439	328
		<u>439</u>	<u>45</u>	<u>484</u>	<u>328</u>
Creditors: amounts falling due within one year	8	(116)	(95)	(211)	(50)
Net assets		<u>323</u>	<u>(50)</u>	<u>273</u>	<u>278</u>
Funds					
Accumulated surplus		323	(50)	273	278
Total charity funds		<u>323</u>	<u>(50)</u>	<u>273</u>	<u>278</u>

The accompanying notes on pages 15 -18 form part of these financial statements.

These financial statements were approved by the Trustees and authorised for issue on 26 May 2022 and were signed on their behalf by:

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.



Jon Wakeford
Trustee

Registered No: 09928856
Charity No: 1166323

UPP Foundation

Notes to the financial statements

for the year ended 31 August 2021

1. General information

UPP Foundation is a company limited by guarantee incorporated in England on 23 December 2015 with company number 09928856 and registered with the Charity Commission in England on 1 April 2016 (charity number 1166323). The registered office is 12 Arthur Street, London, EC4R 9AB.

2. Principal accounting policies

(a) Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Statement of Recommended Practice ['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), Section 1A (effective 1 January 2015)], the Charities Act 2011 and the Companies Act 2006.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A – small entities. The small entities regime provides exemption from the requirement to present a Cashflow Statement and Statement of Changes in Funds.

The Charity constitutes a public benefit entity as defined by FRS 102. The financial statements are presented in Sterling (£), which is the Charity's functional currency, rounded to the nearest thousand.

The following principal accounting policies have been applied:

(b) Going concern

The financial statements have been prepared on a going concern basis which the Trustees consider to be appropriate for the following reasons.

The business model of the charity is such that its charitable activities are limited to those which it has sufficient funds to support from the excess of funding received over the costs of administering the charity. The charity therefore has no specific commitments and no committed costs beyond its fixed costs of operation which are detailed in note 10.

The COVID-19 outbreak in the UK and the rest of the world has entailed significant disruption for higher education (HE) and many other sectors. The overarching priority for the Foundation is to work closely and effectively, together with our partners, to ensure our activities remain unchanged. Charity's Trustees believe that the planned donation from UPP Group Holdings remains unchanged for a period of at least 12 months from the date of approval of these financial statements. On this basis UPP Foundation is not expecting an impact on revenues for the 2021/2 year.

The Foundation is dependent upon a recurrent donation from UPP Group Holdings Limited for its income. UPP Group Holdings Ltd has indicated its intention to continue to make available such funds as are needed by the Charity for at least 12 months from the date of approval of these financial statements.

As with any company placing reliance on other group entities for financial support, the Trustees acknowledge that there can be no certainty that the financial support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the Trustees are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval

UPP Foundation

Notes to the financial statements (continued)

for the year ended 31 August 2021

2. Principal accounting policies (continued)

(b) Going concern (continued)

of the financial statements and there are no material uncertainties and therefore, have prepared the financial statements on a going concern basis.

(c) Income

Income is recognised once the charity has entitlement to the resources, it is probable that the resources will be received, and the monetary value can be measured with sufficient reliability.

In the case of performance related grants, income must only be recognised to the extent that the charity has provided the specified goods or services as entitlement to the grant only occurs when the performance related conditions are met

(d) Expenditure

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to each category of expense shown in the Statement of Financial Activities. Expenditure is recognised when the following criteria are met:

- there is a present legal or constructive obligation resulting from a past event
- it is more likely than not that a transfer of benefits (usually a cash payment) will be required in settlement
- the amount of the obligation can be measured or estimated reliably.

Irrecoverable VAT is charged against the category of resources expended for which it was incurred.

Grants offered subject to conditions that have not been met at the year end, and that remain at the Charity's discretion, are noted as a commitment, but not accrued as expenditure.

(e) Unrestricted funds

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

(f) Cash at bank

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

(g) Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

3. Trustees' remuneration and related party transactions

Trustees consider the Board of Trustees as comprising the key management personnel of the Charity in charge of directing and controlling the Charity and running and operating the Charity on a day to day basis. All Trustees give of their time freely and no Trustee remuneration was paid in the year.

No Trustee, Director or other person related to the Charity had any personal interest in any contract or transaction entered into by the Charity during the year.

UPP Foundation

Notes to the financial statements (continued)

for the year ended 31 August 2021

4. Net income for the year

	Year ended 31 August 2021 £'000	Year ended 31 August 2020 £'000
<i>Net income(expenditure) for the year is stated after charging:</i>		
Independent Auditors' remuneration	8	6
	<u>8</u>	<u>6</u>

5. Employee information

There were no persons employed or remunerated by the Charity at any time during the year (2020: none).

6. Taxation

The Company is recognised by the HMRC and is a registered charity with the charities commission. The revenue recognised by the Foundation consists entirely of donations and is used for charitable expenditure. Hence no provision is considered necessary for taxation.

7. Expenditure

	Year ended 31 August 2021 £'000	Year ended 31 August 2020 £'000
Charitable activities		
Grants	226	154
	<u>226</u>	<u>154</u>
Governance costs		
Independent Auditors' remuneration	8	7
	<u>8</u>	<u>7</u>
Public Platform	136	26
Marketing and promotion	-	21
Information technology	-	-
	<u>136</u>	<u>47</u>

UPP Foundation
Notes to the financial statements (continued)
for the year ended 31 August 2021

8. Creditors: amounts falling due within one year

	31 August 2021 £'000	31 August 2020 £'000
Trade creditors	64	1
Grants payable	133	42
Accruals and deferred income	14	7
	<u>211</u>	<u>50</u>

9. Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

10. Commitments

The Charity has made a number of 2- and 3-year commitments. At 31 August 2021, the Charity had an amount of £193,410 of which £133,068 has been accrued for in these accounts, the balance is subject to interim impact report reviews.

There were no capital commitments as at the balance sheet date.

11. Controlling party

In the opinion of the Trustees there is no controlling party as defined by FRS102 section 33, 'Related party disclosures'.