

~~Charity registration number 1079347~~

THE DWF FOUNDATION
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

Charity registration number 1191347

THE DWF FOUNDATION
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FOR THE YEAR ENDED 31 MARCH 2023

THE DWF FOUNDATION

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees

Sir D Nichol CBE
Ms L Ogunyemi
Ms Z Bennett (Appointed 7 June 2022)
Mr P Holland
Mr R Binns
Mr E Oliver
Mr M Stanbury
Mr J Davies
Ms J Chamberlain
Ms C Ferber (Appointed 7 June 2022)
Mr S Monks

Foundation Manager

Ms C Beavan

Charity number

1191347

Principal address

DWF Foundation
5 St Paul's Square
Old Hall Street
Liverpool
L3 9AE

Independent Examiner

Tony Stanley ACA
BWM
Tempest
Suite 5.1
12 Tithebarn Street
Liverpool
L2 2DT

Bankers

Royal Bank of Scotland plc
1 Spinningfields Square
2nd Floor
Manchester
M3 3AP

Solicitors

DWF Group plc
DWF PLC
5 St Paul's Square
Old Hall Street
Liverpool
L3 9AE

Investment advisors

Rathbone Investment Management Limited
Port of Liverpool Building
Pier Head
Liverpool
L3 1NW

THE DWF FOUNDATION

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THE DWF FOUNDATION

TRUSTEES' REPORT

FOR THE YEAR ENDED 31 MARCH 2023

The trustees present their annual report and financial statements of the charity for the year ended 31 March 2023.

The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the financial statements and comply with the charity's governing document, the Charities Act 2011 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)" (effective 1 January 2019).

Objectives and activities

A grant giving foundation focusing its resources on the themes of;

- Homelessness
- Health & Wellbeing
- Employability
- Education
- Environment and sustainability.

The trustees confirm that they have referred to the Charity Commission's guidance on public benefit when reviewing the Trust's aims and objectives, in planning future activities, and setting the grant making policy for the year.

The foundation furthers its charitable purposes for the public benefit through its grant-making policy which aims at supporting the themes above. Within these the Foundation has been set up to particularly help with initiatives that develop and improve local communities by:

- Tackling specific community issues.
- Helping voluntary and community groups become more effective and efficient.
- Encouraging the involvement in the community of those too often excluded.
- Enabling young people to develop skills for the benefit of the community.
- Our vision is to encourage people within DWF PLC to work together as a catalyst for change.

DWF Foundation was launched on 1st December 2015, the original structure was an unincorporated foundation. In 2019 the trustees made the decision to change the structure of the foundation to a CIO and this entity was confirmed in September 2020. The assets of the DWF Charitable Foundation (1157229) were transferred to the DWF Foundation (1191347) on 31 March 2021. The DWF Charitable Foundation (1157229) was closed on 31 March 2022.

The DWF Foundation has targeted its funds to support our established community themes. Charitable donations are agreed by the Foundation Board of Trustees and supported by DWF Group plc local CSR Groups who are involved in the feedback for grant applications received, sharing local knowledge to help grant making decision. We deliberately search out applications which are distinctive, impactful and align with the community themes which address the main concerns of local communities.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Income

The Foundation's income comes from a variety of sources through DWF Group plc. The bulk of income is generated through the fundraising efforts of people within DWF Group plc, with a modest income stream coming from payroll giving, dormant account funds (residual balances) and ad hoc donations from DWF Group plc clients and suppliers.

On 13 March 2019 the DWF Charitable Foundation received a donation of 1.8 million shares as part of the floatation of the DWF Law PLC business. This gift was to support the foundation grant giving. These shares were transferred to DWF Foundation on 31 March 2021.

DWF PLC currently pays all the overheads, including staff costs for the foundation.

The trustees appointed Rathbones to support them in managing the shares and maximising the return on investments.

The trustees have established an investment committee as part of their governance structure. To manage any conflict of interests this committee includes 3 of the independent trustees who will lead on any decisions regarding shares relating to DWF Group plc.

Grant Making

Grant making policy

The Foundation has established its grant making policy to achieve its objectives for the benefit of the public. The DWF Foundation will provide funds, resources and support to help communities achieve their full potential. The beneficiaries of our grant making programme are those experiencing disadvantage.

The Foundation invites applications for grants from registered charities. Applicants submit an application via our online application process. Details of how to apply for grants together with the relevant forms are available on the DWF Law website (www.dwf.law/about-us/dwf-foundation/)



1. Complete online application form available on DWF website.



2. Submit application online to DWF Foundation Manager.



3. Foundation Manager to review for eligibility and then submit to local CSR Groups for recommendation.



4. Local CSR Group to submit their top 3 application recommendations.



5. DWF Foundation Trustees to consider all the recommendations from CSR Groups and make final decision on grants approved.



6. DWF Foundation Manager to notify both successful and unsuccessful applicants.

Trustees have been realistic about the money that can be committed to good causes, focusing on small but effective projects that make a genuine impact. There are management systems in place that are delivering strategic, thoughtful and well managed outputs.

We continue to build on this framework to ensure that the DWF Foundation is independent but forms an integral part of the overall corporate social responsibility strategy for DWF Group plc.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Monitoring achievement

A clear and transparent approach to evaluation is an important objective for us now that the Foundation has been bedded down. As a first step, we already review the projects supported to ensure they meet the stated aims of the Foundation and comply with the themes. In addition, we collate and review feedback from a cross section of charities to understand the impact of the funding received.

Those who received funding from the foundation are asked to complete an evaluation report 12 months after they have received the grant. We do encourage our projects to send pictures but appreciate by the nature of the projects we support safeguarding can make this difficult.

Financial review

100% of funds raised through fundraising and investments will be given in grants.

DWF Foundation operating costs are covered by DWF Group plc.

To date it has been the decision of the trustees to spend the funds available at each grants meeting. Since the impact of COVID and the potential drop in income from both fundraising and investments the trustees are carefully managing their grant funds cashflow. Whilst some recovery has been seen in income this has not returned to the levels seen pre COVID and the trustees continue to carefully manage their cashflow.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Risk Management

The principal risks faced by the Foundation lie in the performance of fundraising activity, management of investments and operational risks, from ineffective grant making and poor fundraising activity.

Risk	Management of Risk
The operational risk from grants awards that are ineffective in supporting those who are disadvantaged	<p>The process of reporting and review assists us, and those we support, in keeping track of the impact our grant giving has had</p> <p>This review process retains our focus on the public benefit derived from our funding of their work.</p>
The risk of a lack of capacity to effectively manage the grants programme	<p>This is mitigated by support from DWF Group plc in providing staffing and other resources to help in the operational management of the Foundation.</p> <p>Agreement in place with DWF group plc outlining the support and how this will be given.</p>
Retaining trustees of sufficient skill and expertise to chair and people who we support.	<p>The board appointed 3 independent trustees to assist with the management of the charity, as they brought new skills such as investment knowledge.</p> <p>This also helped manage any conflict of interests that might arise as a result of the shares received from DWF.</p> <p>Establishing a governance group to maintain oversight of governance requirements.</p>
Reduced income from fundraising and investment activity	<p>Appointing investment managers to advise the board and manage investments.</p> <p>Managing cash flow carefully to plan for future meetings and make sure funds are available.</p> <p>Set up fundraising committee to assist/ encourage and support working with DWF employees and their fundraising effort.</p>

Reserve Policy

When moving to the CIO structure the trustees have also reviewed the Reserves Policy and increased this from £5k to £10K.

The trustees aim to maintain free reserves in unrestricted funds at £10k.

This level will provide sufficient funds to respond to emergency applications for grants and ensure that governance costs are covered.

The trustees consider that this is sufficient given the flexibility afforded by the support given to cover running costs by DWF PLC. For example the Foundation Manager is employed by DWF and seconded to DWF Foundation, any costs associated to this employment or ending of this employment are the responsibility of DWF PLC.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Environmental Activity

In November 2020 the DWF Foundation added an additional theme of Environment and Sustainability to its focus areas. Whilst it had funded environmental activity through its other themes in education and health and well being, in response to feedback the trustees wanted a clearer message it wished to support environmental activity.

We continue to look at the way we grant give to embed the principles and in Feb 2021 added the question to our application form " How do you consider your impact on the environment when planning your projects?" gathering these response will help inform our grant giving further.

Funders Commitment to Climate Change

The scale of the climate threat, and the scale of the solutions needed, means that this is an issue for all parts of civil society, and for all charitable foundations. Climate change is a health issue, an equality issue, an educational issue, an economic issue, a cultural issue, a scientific issue, a security issue and a local community issue, as well as an environmental issue.

There is a special responsibility on foundations, whose assets are held for the public good, to use their resources and independence to rise to the challenge. Through adding our additional pillar of "Environment and sustainability" we have recognised that the growing climate emergency is a serious risk and we through our grant giving can play a part in addressing the causes of climate change.

The Funders Commitment on Climate Change is hosted by the Association of Charitable Foundations (ACF). This commitment outlines 6 principles for funders to sign up to, to demonstrate their commitment and how they are using their resources to bring about change. This included how we educate our own people on environment to inform our grant making, how we commit our resources and even how we manage our investments.

DWF Foundation signed up to the commitment on 9 June 2021 following its launch of its 5th pillar of environment and sustainability in November 2020.

On 25 Feb 2023 we gave our second update as part of our The Funders Commitment on Climate Change.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Commitment	Meeting this commitment
EDUCATE AND LEARN We will make opportunities for our trustees, staff and stakeholders to learn more about the key causes and solutions of climate change.	<ul style="list-style-type: none"> • Updates trustee meeting • Foundation Manager has attended a number of information session and discussion events to engage with others, share learning and learn from others. • Additional question on the application form asking about sustainability when planning the project, information gathered will inform our grant giving activity going forwards
COMMIT RESOURCES We will commit resources to accelerate work that addresses the causes and impacts of climate change (If our governing document or other factors make it difficult to directly fund such work, we will find other ways to contribute, or consider how such barriers might be overcome).	<ul style="list-style-type: none"> • Pillar of Environment and sustainability to focus resources in this area. • In 2023 we plan to deliver workshop/s "Considering sustainability when planning your project"
INTEGRATE Within all our existing programmes, priorities, and processes, we will seek opportunities to contribute to a fair and lasting transition to a post carbon society, and to support adaptation to climate change impacts.	<ul style="list-style-type: none"> • Our application process is online • Continue asking question within the grant form relating to consideration of the environment when planning projects. • Within our "Making an application session" we now include "Considering sustainability" • Paperless systems • Grants notifications all electronic. • Evaluation online process
STEWARD OUR INVESTMENTS FOR A POST-CARBON FUTURE We will recognise climate change as a high-level risk to our investments, and therefore to our mission. We will proactively address the risks and opportunities of a transition to a post carbon economy in our investment strategy and its implementation, recognising that our decisions can contribute to this transition being achieved.	<ul style="list-style-type: none"> • Within investment policy regarding future investments as we diversify and sell down the holding in DWF PLC to reduce risk. • Make this a standing reporting item for Rathbones.
DECARBONISE OUR OPERATIONS We will take ambitious action to minimise the carbon footprint of our own operations.	<ul style="list-style-type: none"> • Majority of trustee meetings now online • We have a travel with purpose policy relating to meetings and project visits • Use of public transport encourage for any travel • Online application and review process
REPORT ON PROGRESS We will report annually on our progress against the five goals listed above. We will continue to develop our practice, to learn from others, and to share our learning	<ul style="list-style-type: none"> • Update to Funders commitment to Climate Change • Section in our DWF Foundation Annual Report to Charity Commission to update and show progress.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Plans for future

The DWF Foundation is delivering on its targets and will continue to do so. Its remit is well designed and complements the DWF PLC strategic approach to CSR.

It has transparent and robust management processes in place and the Trustees participate appropriately in terms of governance, setting priorities, setting grant levels, monitoring outputs and planning to maximize the impacts and effectiveness of the Foundation and ensure its independence from DWF PLC.

Focus for 2022/23:

Shares

With the receipt of the donation of share[s] from DWF Law PLC the trustees with the support of Rathbones as their investment advisers reviewed the Investment Policy and continue to monitor the plans and progress for the selling down of 50% of the DWF shares to enable a more diverse investment portfolio and manage risk.

To ensure independence and manage any conflicts they have appointed three independent trustees (not associated with DWF Law PLC) to join the board.

Oversight of the investments is done by our Investment Committee who meet on a quarterly basis. Focus is currently diversification of the investment portfolio and income generation to support grant giving.

Governance

The new CIO was agreed by the Charity Commission on 18 September 2020 and the trustees have completed the process of transferring to the new structure. The old charity (1157229) has now been closed.

Grant Giving

We regularly review our grant giving to streamline the process and ensure we are doing our due diligence. One of our challenges is supporting international projects. During the coming year we will be reviewing our process for international giving and learning from other foundations to help us have a robust, transparent and accessible process.

Improving the quality of the applications we receive is a challenge and during the coming year we will continue to run a series of online workshops on "Making an Application" to offer support and guidance to those who wish to make an application. We are particularly targeting the smaller organisations to help develop their skills and understanding about making application that will not only increase their chance of receiving our funding but with other funders too. These sessions have been well received by charities and feedback has been positive.

Fundraising

Working closely with the business, we aim to identify opportunities to raise more money in a way that is beneficial to our brand. With potential to engage and collaborate with DWF PLC clients.

In addition, we continue to work with the business to identify opportunities through funds from DWF dormant accounts. To access further funds at a higher level we are working with the business to design a process to ensure we are able to benefit from further dormant client monies. We now have in place a letter of agreement regarding dormant account funds and have provided the necessary indemnity to receive the funds. To provide this indemnity we have agreed a process in which the funds will be managed and identified as part of our wider investment strategy. This process needs to be managed carefully and we will continue to proceed with caution.

In response to the crisis in Ukraine we worked with DWF employees to raise funds to support the relief efforts. This fundraising was further supported by DWF match funding of £50K which was received in May 2022. These funds were fully expended in the year as set out in note 17.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Volunteering

Whilst the Foundation's primary remit is to benefit charities through grant giving, we are also working with a number of charities who have benefitted from funds through the Foundation to deliver interesting volunteer projects

International

The DWF Foundation reflects the international expansion of DWF PLC. Locations include Dublin, Belfast, Dubai, Australia, Toronto, Chicago, Germany and Paris.

Whilst DWF Foundation can both give and receive funds internationally the challenge comes with the tax incentives for charitable giving in each country. In order to access this and maximise income we may need to consider the need to have a charitable body in other locations. To support this expansion the DWF Foundation has changed its structure to a CIO and during the coming year will be exploring the potential / need for charitable entities other locations. During the past year we have been exploring the setting up a charitable entity in Australia, at present we have not yet progressed this further as it was not yet felt it necessary.

Conclusion

There are areas where we can do more and work is in hand to tackle these opportunities and issues. Overall the impact of the DWF Foundation has been highly visible and very positive.

Our aims over the next two years continue to be:

- Distribute a minimum of £200K per annum to support registered charities globally
- Senior leaders continue to champion the Foundation and its aims and increase their visible participation in volunteering as well as fundraising activity.
- 100% of DWF charitable donations globally to be directed through the Foundation.
- Increase colleague volunteering globally in support of charities that have received funding via a DWF Foundation grant.
- Increase grants distributed outside the UK (currently 10%).
- Increase the ability of colleagues to donate to the Foundation through payroll giving / Pennies from Heaven.
- Achieve a more balanced spread of grants across the 5 community themes.
- The Foundation is recognised in the third sector as a valuable source of funding for charities.
- Support DWF community stakeholder engagement & feedback.
- Achieve an enhanced, complementary collaboration with DWF's ESR priority programs and projects.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Structure, governance and management

2023-24	2024-25
Continue to deliver a programme of partnership fundraising events with DWF Group plc clients.	Continue to develop plans to further engage DWF Group plc international offices in DWF Foundation activities.
Develop plans to further engage DWF Group plc international offices in DWF Foundation activities.	Further develop the systems and governance to help manage our grant giving.
Further develop the systems and governance to help manage our grant giving.	To review our progress against our environmental commitments.
Review of our Dormant Accounts funds and governance processes to enable us to better receive and manage to maximize the use funds.	To further develop an online offering of fundraising activities to help better engage the changing working environment.
Further develop our online workshops to deliver support to charities relating to "considering sustainability when planning your project" in line with our commitment to Funder Commitment to Climate Change	To continue to develop a plan of national and fundraising challenges.
To further develop an online offering of fundraising activities to help better engage the changing working environment.	Further engage DWF Group plc international offices in DWF Foundation activities.
Develop plans to further engage DWF Group plc international offices in DWF Foundation activities.	Grow our grant giving and further develop the systems and governance to help manage this giving.
To develop an online offering of fundraising activities to help better engage the changing working environment.	To revisit the options of charitable DWF Foundation entity in another jurisdiction to support our fundraising and grant giving.
To continue to work with DWF employees to grow volunteering engagement with DWF Foundation supported projects.	To further develop the online offering of activities to help better engage the changing working environment.
Review DWF Foundation trustee board membership to identify any skills and diversity gaps and recruit where appropriate.	To continue to work with DWF employees to grow volunteering engagement with DWF Foundation supported projects.

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

The DWF Foundation is a registered CIO, number 1191347

The trust was initially set up by DWF LLP and the launch of the DWF Charitable Foundation marked a significant step in their journey to develop a culture of contribution. The Foundation builds on the existing community activity of DWF PLC in a focused and strategic way and demonstrates that when we all work together we can make a significant, positive impact on the communities in which we live and work.

The DWF Foundation has an independent board of trustees that are responsible for the overall activities of the foundation.

New trustees are appointed by the existing trustees and serve for three years after which they may put themselves forward for re-appointment. The Trust Deed provides for a minimum of three trustees, no maximum number of trustees.

At the quarterly trustees' meetings, the trustees agree the broad strategy and areas of activity for the Trust, including consideration of grant making, investment, reserves and risk management policies and performance. The day to day administration of grants and the processing and handling of applications prior to consideration by the relevant subcommittee is delegated to the Foundation Manager.

The trustees seek to follow the good practice 'Charity Trustees Guide' issued by ICSA. We convene the Governance Sub Committee on a regular basis to keep the skills and composition of the trustee body and succession planning under review and, where needed, to recruit new trustee(s) for their experience, empathy and knowledge of the charity. The trustees have also developed a code of conduct for trustees including formal statements of role and responsibilities and provision for trustee training.

On appointment, new trustees sign a model trustee declaration statement committing them to giving of their time and expertise.

Induction information includes;

- A brief history of the DWF Foundation
- Trustee board and subcommittee minutes,
- Constitution
- Charity Commission's guidance 'The Essential Trustee: What You Need to Know'
- IOF Guide to Fundraising for Trustees.
- Charity Commission's guidance on Corporate Foundations.

To support the governance of the charity we have established sub groups, with terms of reference which report to the wider board.

- Grants committee
- Finance and Investments
- Governance
- Fundraising and communications

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Key management personnel remuneration

The trustees consider the board of trustees and the Foundation Manager 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. In September 2021 the Foundation Manager was joined by CSR Apprentice to support the day to day running of the charity.

All trustees give of their time freely and no trustee remuneration was paid in the year. Details of trustee expenses and related party transactions are disclosed in note 2 to the accounts.

Trustees are required to disclose all relevant interests and register them with the Foundation Manager and in accordance with the Trust's policy withdraw from decisions where a conflict of interest arises.

The Foundation Manager is employed by DWF Group plc and seconded to the DWF Foundation 3 days a week. This is shown in the accounts as an in-kind contribution towards the operational costs of DWF Foundation.

Reference and administrative information

Trustees

- Sir Duncan Nicol (Chair from September 2020)
- Jim Davies OBE (Chair to September 2020)
- Jewe's Chamberlain
- Lindsay Ogunyemi
- Mark Stanbury
- Robert Binns (appointed September 2021)
- Edwin Oliver (appointed September 2021)
- Peter Holland (appointed March 2022)
- Sean Monks (appointed March 2022)
- Carolyn Ferber (appointed June 2022)
- Zelinda Bennett (appointed September 2022)

Foundation Manager: Clare Beavan

Principal Office: DWF PLC, 5 St Paul's Square Old Hall Street Liverpool L3 9AE

Charity Number: 1191347

Independent Examiners: BWM Chartered Accountants, Suite 5.1, 12 Tithebarn Street, Liverpool L2 2DT

Bankers: Royal Bank of Scotland plc, 1 Spinningfields Square, 2nd Floor, Manchester, M3 3AP

Solicitors: DWF PLC, 5 St Paul's Square Old Hall Street Liverpool L3 9AE

Maurice -Turnor - Gardner LLP, 15th Floor, Milton House, Milton Street, London, EC2Y 9BH

DAC BEACHCROFT, Portwall Place, Portwall Lane, Bristol BS1 9HS

Investment Managers: Rathbone Investment Management Limited, Earl Grey House, 75-85 Grey Street, Newcastle Upon Tyne, NE1 6EF

THE DWF FOUNDATION

TRUSTEES' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

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



Sir Duncan Nichol CBE

Trustee (Chair)

Dated: 24/12/2023

THE DWF FOUNDATION

STATEMENT OF TRUSTEES' RESPONSIBILITIES

FOR THE YEAR ENDED 31 MARCH 2023

The trustees are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The law applicable to charities in England and Wales requires the trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charity and of the incoming resources and application of resources of the charity for that year.

In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in operation.

The trustees are responsible for keeping sufficient accounting records that disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008 and the provisions of the trust deed. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

THE DWF FOUNDATION

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF THE DWF FOUNDATION

I report to the trustees on my examination of the financial statements of The DWF Foundation (the charity) for the year ended 31 March 2023.

This report is made solely to the charity's trustees, as a body, in accordance with Section 145 of the Charities Act 2011. My examination has been undertaken so that I might state to the CIO's trustees those matters I am required to state to them in an Independent Examiner's report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the CIO and the CIO's trustees as a body, for my examination, for this report, or for the opinions I have formed.

Responsibilities and basis of report

As the trustees of the charity you are responsible for the preparation of the financial statements in accordance with the requirements of the Charities Act 2011 (the 2011 Act).

I report in respect of my examination of the charity's financial statements carried out under section 145 of the 2011 Act. In carrying out my examination I have followed all the applicable Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's statement

Your attention is drawn to the fact that the charity has prepared financial statements in accordance with Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has now been withdrawn.

I understand that this has been done in order for financial statements to provide a true and fair view in accordance with Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2015.

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

- 1 accounting records were not kept in respect of the charity as required by section 130 of the 2011 Act; or
- 2 the financial statements do not accord with those records; or
- 3 the financial statements do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the financial statements to be reached.

Tony Stanley ACA
Independent Examiner
BWM

Tempest
Suite 5.1
12 Tithebarn Street
Liverpool
L2 2DT

Dated:

THE DWF FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	Unrestricted funds 2023 £	Restricted funds 2023 £	Total 2023 £	Unrestricted funds 2022 £	Restricted funds 2022 £	Total 2022 £
Income from:							
Donations and legacies	3	121,782	-	121,782	61,366	60,319	121,685
Investments	4	68,428	-	68,428	68,646	-	68,646
Total income		190,210	-	190,210	130,012	60,319	190,331
Expenditure on:							
Raising funds	5	12,436	-	12,436	13,182	-	13,182
Charitable activities	6	244,698	57,819	302,517	255,591	2,500	258,091
Total expenditure		257,134	57,819	314,953	268,773	2,500	271,273
Net gains/(losses) on investments	11	(599,136)	-	(599,136)	510,779	-	510,779
Net movement in funds		(666,060)	(57,819)	(723,879)	372,018	57,819	429,837
Fund balances at 1 April 2022		2,060,876	57,819	2,118,695	1,688,858	-	1,688,858
Fund balances at 31 March 2023		1,394,816	-	1,394,816	2,060,876	57,819	2,118,695

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.


THE DWF FOUNDATION

BALANCE SHEET

AS AT 31 MARCH 2023

	Notes	2023 £	£	2022 £	£
Fixed assets					
Investments	13		1,380,556		2,031,296
Current assets					
Debtors	15	-		50,000	
Cash at bank and in hand		55,260		91,455	
		55,260		141,455	
Creditors: amounts falling due within one year	16	(41,000)		(54,056)	
Net current assets			14,260		87,399
Total assets less current liabilities			1,394,816		2,118,695
Income funds					
Restricted funds	17	-		57,819	
Unrestricted funds		1,394,816		2,060,876	
		1,394,816		2,118,695	

The financial statements were approved by the Trustees on 24/12/2023


 Sir D Nichol CBE
 Trustee

THE DWF FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

The DWF Foundation is a UK registered charity. The principal address can be found on the Legal and Administrative page.

1.1 Accounting convention

The financial statements have been prepared in accordance with the charity's governing document, the Charities Act 2011, FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the Charities SORP "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)" (effective 1 January 2019). The charity is a Public Benefit Entity as defined by FRS 102.

The financial statements have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a true and fair view. This departure has involved following the Statement of Recommended Practice for charities applying FRS 102 rather than the version of the Statement of Recommended Practice which is referred to in the Regulations but which has since been withdrawn.

The financial statements are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

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

On the 18th September 2020, DWF Foundation was registered as a Charitable Incorporated Organisation (CIO) number 1101347. The operations and activities of DWF Charitable foundation, charity number 1157229 were merged with the new CIO to take forward the Charity's work.

All of the activities are now undertaken by the CIO, which had a nil opening position.

The transfer of the charitable activities previously carried on by DWF Charitable Foundation has been accounted for in accordance with the principles of merger accounting since the trustees of the new charity are the same as that in the old charity and the operations of the charity have been transferred in their entirety.

The prior year financial statements were prepared as if DWF Foundation (CIO) had been in existence for the whole of prior period and its comparative year.

1.2 Going concern

At the time of approving the financial statements, the trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

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

Restricted funds are subject to specific conditions as to how they may be used. The purpose and uses of the restricted funds are set out in the notes to the accounts.

1.4 Income

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

THE DWF FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(continued)

Cash donations are recognised on receipt. Other donations are recognised once the charity has been notified of the donation, unless performance conditions require deferral of the amount. Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

Dividend income is recorded gross and includes tax deducted only when it is repayable.

Bank interest is included in the statement of financial activities on receipt.

1.5 Expenditure

Expenditure is recognised on an accruals basis, i.e. as soon as there is a legal or constructive obligation committing The DWF Charitable Foundation to the expenditure.

Wherever possible, each item of expenditure recognised is allocated to charitable activities or governance costs according to its purpose. If this is not possible the cost is apportioned on a reasonable and justifiable basis.

1.6 Fixed asset investments

Fixed asset investments are initially measured at transaction price excluding transaction costs, and are subsequently measured at fair value at each reporting date. Changes in fair value are recognised in net income/(expenditure) for the year. Transaction costs are expensed as incurred.

1.7 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less.

1.8 Financial instruments

The charity has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

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

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

Basic financial assets

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

THE DWF FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(continued)

Basic financial liabilities

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

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of operations from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the charity's contractual obligations expire or are discharged or cancelled.

1.9 Taxation

The charity benefits from various exemptions from taxation afforded by tax legislation and is not liable to corporation tax on income or gains falling within those exemptions. Recovery is made of tax deducted from income and from receipts under Gift Aid.

The charity is not able to recover Value Added Tax. Expenditure is recorded in the accounts inclusive of VAT.

1.10 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the charity is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

2 Critical accounting estimates and judgements

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

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

No critical accounting estimates or judgments were used in the preparation of these financial statements.

THE DWF FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

3 Donations and legacies

	Unrestricted funds	Unrestricted funds	Restricted funds	Total
	2023 £	2022 £	2022 £	2022 £
Donations and gifts	121,782	61,366	60,319	121,685

4 Investments

	Unrestricted funds	Unrestricted funds
	2023 £	2022 £
Income from listed investments	68,428	68,613
Interest receivable	-	33
	68,428	68,646

5 Raising funds

	Unrestricted funds	Unrestricted funds
	2023 £	2022 £
Investment management	12,436	13,182
	12,436	13,182

THE DWF FOUNDATION

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

6 Charitable activities

	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Staff costs	38,064	36,622
Bank charges	79	220
Prize winners	102	286
	<u>38,245</u>	<u>37,128</u>
Grant funding of activities (see note 7)	260,522	217,463
Share of governance costs (see note 8)	3,750	3,500
	<u>302,517</u>	<u>258,091</u>
Analysis by fund		
Unrestricted funds	244,698	255,591
Restricted funds	57,819	2,500
	<u>302,517</u>	<u>258,091</u>