

# Count Us In

England & Wales · Charity number 1195686

## Details

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Other names	FUTURE STEWARDS FOUNDATION (PREVIOUSLY LEADERS' QUEST FOUNDATION), Future Stewards Foundation, LEADERS' QUEST FOUNDATION
Status	Registered
Legal form	Charitable company
Company number	<a href="#">13199784</a>
Registered	2021-09-02
Register	<a href="#">View on the Charity Commission register</a>

## Contact

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Address	First Floor Black Country House Rounds Green Road Oldbury West Midlands
Phone	07985586656
Email	<a href="mailto:info@leadersquest.org">info@leadersquest.org</a>
Website	<a href="https://count-us-in.com/">https://count-us-in.com/</a>

## Activities

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**Objects:** THE OBJECTS OF THE CHARITY ARE, FOR THE BENEFIT OF THE PUBLIC: 2.1.1 TO ADVANCE EDUCATION; 2.1.2 TO RELIEVE POVERTY BY SUPPORTING SUCH CHARITABLE CAUSES AS THE TRUSTEES MAY FROM TIME TO TIME DETERMINE; AND 2.1.3 TO PROMOTE SUSTAINABLE DEVELOPMENT BY: (A) THE PRESERVATION, CONSERVATION AND THE PROTECTION OF THE ENVIRONMENT AND THE PRUDENT USE OF RESOURCES; (B) THE RELIEF OF POVERTY AND THE IMPROVEMENT OF THE CONDITIONS OF LIFE IN SOCIALLY AND ECONOMICALLY DISADVANTAGED COMMUNITIES; (C) THE PROMOTION OF SUSTAINABLE MEANS OF ACHIEVING ECONOMIC GROWTH AND REGENERATION. SUSTAINABLE DEVELOPMENT MEANS "DEVELOPMENT WHICH MEETS THE NEEDS OF THE PRESENT WITHOUT COMPROMISING THE ABILITY OF FUTURE GENERATIONS TO MEET THEIR OWN NEEDS.

**Activities:** Count Us In has the following charitable Objects: 1. Advance education 2. Relieve poverty by supporting such charitable causes as the trustees may from time to time determine 3. Promote sustainable

development through: The preservation, conservation and the protection of the environment and the prudent use of resources; The relief of poverty and the improvement of the conditions

## Classification

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- **How:** Makes Grants To Organisations, Provides Services, Provides Advocacy/advice/information
- **What:** Education/training, The Prevention Or Relief Of Poverty, Environment/conservation/heritage
- **Who:** Other Charities Or Voluntary Bodies, The General Public/mankind

## Geography

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- India
- United States
- Throughout England And Wales

## Finances

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Period end	Income	Expenditure	Assets	Employees
2024-12-31	£2,749,601	£1,619,039	£1,920,391	1
2023-12-31	£1,635,679	£1,722,214	£789,829	0
2022-12-31	£1,766,130	£2,026,965	£876,364	0
2022-02-28	£0	£0	-	-

## Trustees

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Name	Role	Appointed
Carolyn Lucy Maddox	Chair	2021-02-12
Fiona Macklin		2025-09-11
Kenechukwu Ifeanyi Umeasiegbu		2022-02-02
Paulette van Ommen		2025-09-11
William Warshaw		2025-09-11

**Count Us In**

England & Wales - Charity number 1195686

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# Accounts

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**Registered number: 13199784**  
**Charity number: 1195686**

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

**TRUSTEES' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISERS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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<b>Trustees</b>	M Lyon C Maddox N Topping (resigned 14 November 2024) K Umeasiegbu
<b>Company registered number</b>	13199784
<b>Charity registered number</b>	1195686
<b>Registered office</b>	First Floor Black Country House Rounds Green Road Oldbury West Midlands B69 2DG
<b>Company secretary</b>	J Greenway
<b>Independent auditor</b>	Crowe U.K. LLP Black Country House Rounds Green Road Oldbury West Midlands B69 2DG
<b>Bankers</b>	HSBC 6 Commercial Way Woking Surrey GU21 6EZ

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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The Trustees present their annual report, together with the audited financial statements of CUI – Count Us In Limited (Count Us In) for the period ended 31 December 2024. The financial statements have been prepared in accordance with the accounting policies set out in note 2 to the accounts and comply with the Charity's trust deed, the Charities Act 2011, the Charities Statement of Recommended Practice (second edition) and Financial Reporting Standard FRS 102.

**Objectives and activities for the public benefit**

The objects of the Charity are: to advance education; to relieve poverty by supporting such charitable causes as the trustees may from time to time determine; and to promote sustainable development by: 1) the preservation, conservation and the protection of the environment and the prudent use of resources; 2) the relief of poverty and the improvement of the conditions of life in socially and economically disadvantaged communities; 3) the promotion of sustainable means of achieving economic growth and regeneration. Sustainable development means "development which meets the needs of the present without compromising the ability of future generations to meet their own needs".

One of our charitable aims is to promote sustainable development through the preservation, conservation and protection of the environment and the prudent use of resources. We do this through 'Count Us In'.

Count Us In develops and delivers ground breaking campaigns that harness the power of popular culture to inspire mainstream action on climate and nature, and support policy and business leaders to be ambitious in driving policy and systemic change.

Culture, and sport specifically, has the power to shift the mindsets of billions and inspire people - who don't think of themselves as activists - to action, through things in their lives they love. When the mainstream shifts, we know politicians and business leaders notice and move. They are the secret weapon of wider systems and policy change. With the rise of populist politics and the backlash against climate action, whoever wins the moveable middle wins the wider fight for climate and health action.

In the last year CUI has focussed on building football campaigns. Football is perhaps the most popular cultural force on the planet, generating joy and passion for billions. By bringing together football, health, climate and nature to reach new mainstream audiences, we are unlocking huge potential for change. Our football campaigns are part of a larger, sustained sports plan that we are developing with partners.

Count Us In and our partners have played a pioneering role in building models for football culture-driven campaigns for climate, health and nature over the past three years. We have three strategic building blocks that together can play a game changing role in moving the mainstream middle (3.5 billion football fans globally), by delivering integrated advocacy, culture and marketing campaigns, linked to an advocacy strategy, in key strategic geographies.

Count Us In is backed by leading organizations and voices on climate action. These include the co-architects of the historic 2015 Paris Agreement, Christiana Figueres and Tom Rivett-Carnac; UN Climate Change High-Level Champion at COP26, Nigel Topping; and a prominent group of voices across sport, film, music, policy-making and religion.

We are confident that we are building the largest, most ambitious football culture-driven campaign for the planet. Our community includes 100s of organisations, ranging from football clubs, charities, community groups and businesses.

The Trustees confirm they have referred to Charity Commission guidance on public benefit when reviewing the Charity's objectives, approach, impact and future plans.

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**CUI - COUNT US IN LIMITED**  
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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**A review of our achievements and performance**

Examples of our work in 2024:

- **Green Football Weekend.** The third year of our flagship football coalition campaign in the UK – including broadcast giants Sky and TNT Sport, clubs, and football leagues – to unleash the power of football to tackle climate change. This year, Green Football Weekend brought together 95 of the UK's top football clubs, to reach 30+ million fans, families and communities via original Sky and TNT Sport programming, media coverage and social media. The campaign has signalled to the government, sports industry and clubs that these football fans support action on climate. Green Football Weekend won the "Campaign of the Year" award at the 2024 British Association of Sustainability in Sports (BASIS) Sustainable Sports Awards, recognizing its significant impact on sustainability within the football community. The 2024 Learnings and Impact Report providing detail on the campaign was published and is available at <https://cdn.prod.website-files.com>.
- **Terra/Earth FC** - we established a football campaign in the run up COP30 to mobilize millions of football fans in Brazil and around the world, launching at Y20 and G20 in 2024 to unite behind climate action. Building upon the premise of reaching audiences through things in their lives they love, this campaign delivered learnings on engaging football culture in a new geography and continues in 2025. What we have achieved so far:
  - We have recruited over 40 Brazil clubs to join Terra FC, including many of the most influential clubs - Flamengo, Fluminense, Vasco, Botafogo, Corinthians, Gremio, SPFC, Atlético Mineiro and Fortaleza. We have broken new ground integrating climate and nature messaging and fan mobilisation into high profile games and derbys across the country. We have recruited high profile football stars such as Thiago Silva, and Igor Jesus, and legends such as Roberto Carlos, Washington and Athirson.
  - We have recruited over 20 global clubs including Real Betis, Porto FC, Wolfsburg FC, River Plate, Wydad Casablanca, and Seattle Sounders, demonstrating our hypothesis that the spirit of football can cross borders and unite powerful cultural actors.
  - Produced pioneering research connecting football and climate change through the analysis of climate-driven extreme weather events on clubs and the fan communities in their home cities, published under the title Football's Toughest Opponent (a second edition covering all 60 clubs in Series A, B and C, and their 40 home cities across Brazil, is due to be published in May 2025).
  - Terra FC will host the first ever Football for the Planet Summit on 30 & 31 May 2025 at the iconic Morumbi stadium, alongside São Paulo FC, the Ministry of Sports, and Federação Paulista de Futebol. The first-ever gathering of football clubs and federations for the planet, the Summit will represent voices from across the Brazilian football ecosystem and global clubs with climate experts, government ministers, social media creators and journalists.
  - Terra FC has so far reached over 30 million fans through strong social media and PR, working with clubs and influencers.
  - Grassroots community mobilisation has been a strong component - 48 schools and 50 NGOs participated in in-person or remote training, with 202 Games for Earth held so far. This summer, we plan to expand our Ground Game community programme nationwide, reaching thousands of educators, students and community members with climate and football messaging across Brazil.

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**CUI - COUNT US IN LIMITED**  
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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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- Engagement of Brazilian government representatives, including President Lula's team, the COP30 Presidency, the Ministries of Sport, Environment and Climate, and municipal leaders in key cities such as Rio and São Paulo.
- Collaboration with key partners, such as the Ministry of Sport, C40, Avaaz, WFFA, UNFCCC, Earthshot Prize and Global Citizen.
- Successful football advocacy, including an event with Keir Starmer at the historic Laranjeiras stadium, and at COP 29 in Baku. Game for Earth in Rio, a televised football game, just before COP30 will engage millions of fans and be an advocacy moment.

**Social media campaign: Step Zero.** Alongside Futerra Solutions Union, Pinterest, Project Drawdown, Rare, Re:wild, Sky, UNDP, Unilever, WPP and YouTube, Count Us In launched the Step Zero coalition in April 2024. This scales engaging science-backed sustainability social media content to inspire behaviour change and make sustainable living the norm. To mark this launch, we've curated the Step Zero Library, a first of its kind resource that provides vital resources and learning materials for content creators covering topics such as climate communication, inspiring your followers, navigating misinformation and spotting greenwashing. It covers key thematic areas including fashion, food, travel, home and lifestyle.

**Music: Sounds Right.** We joined with UN Live, EarthPercent, Earthrise and others to launch Sounds Right – a new global music initiative that enables conservation funding to be generated from the sounds of nature. 15+ founding artists, including Brian Eno, Ellie Goulding, V of BTS, Anuv Jain, London Grammar, Bomba Estéreo, and Los Amigos Invisibles have released tracks or remixed hits featuring sounds from the natural world. The initiative aims to engage 600 million people globally, raise \$40M for nature conservation, spark a global conversation about the value of nature and support millions of music fans to take action to protect our planet. Count Us In is a core, founding partner of the campaign. Alongside Rare, we have identified and developed framing for a robust action set that's embedded on the Spotify platform.

### **Plans for the future**

We will continue to focus on our efforts through football channels in 2025 as detailed below:

1. Sport: Green Football Weekend. The Green Football's Great Save campaign has the support of the country's top sports broadcasters and more than 100 professional football clubs, plus footballers, pundits and famous fans. 2025 will be our fourth year of Green Football Weekend. Taking place for 3 weeks across March - April, it will work to engage broadcast audiences, club community organisers, schools and supporter groups right across the nation. To engage these groups, we will run an extensive social media campaign, using footballers and clubs as the messengers to positive engage as many people as possible in saving kit from landfill.
2. Terra/ Earth FC - will build on the foundational work in 2024 to a campaign in 2025 culminating in activity to engage mass audiences in action towards COP 30 in Brazil. We will demonstrate the power of football as a messenger in the call to action and establish a campaign in Brazil and across other countries.

### **Fundraising**

Due in large part to the generosity of our existing donor base, during 2024, the Charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

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**CUI - COUNT US IN LIMITED**  
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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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### **Financial review**

During the period, the Charity received income of £2,749,601 (2023: £1,635,679), an increase from the previous year. In this recent period, the income was a mix of philanthropic funding from Quadrature Climate Foundation (Company No 12194319/ Charity No 1187301), Waverley Street Foundation, other donors, plus sales. Count Us In runs campaigns both with clients who pay for our advisory and/or platform services and through direct fundraising for our charitable purpose. These campaigns – which clients pay Count Us In to provide – are free to the end-user (general public). Clients include businesses, government agencies and other organisations wishing to run campaigns that drive climate action and ultimately inspire employees, consumers, audiences, members to take personal climate action.

### **Risk management**

The Trustees regularly review major risks to which the Foundation is exposed, and are satisfied that systems are in place to mitigate those risks.

During the 2024 period, a key risk was identified related to Count Us In income generation strategy and the need to diversify income and strategically focus on fewer workstreams.

To mitigate this risk we will:

- Focus on sport, specifically football, as the channel to reach the mainstream audience across different geographies and engage with supporters to deliver the campaigns.
- Continue to build a pipeline of philanthropic funders.

### **Reserves policy**

The Trustees' policy is to maintain free reserves at a level of at least £250,000 to provide at least 3 months of running costs plus wind up costs. At 31 December 2024, total funds amounted to £1,920,391 (2023: £789,829). This includes restricted funds of £1,332,508 (2023: £715,588). Unrestricted funds amount to £587,883 (2023: £74,241). There are no designated funds or tangible fixed assets, and the free reserves therefore equate to £587,883(2023: £74,241) . Our free reserves are above the target of £250,000.

### **Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

### **Structure, governance and management**

**Governing document.** CUI – Count Us In Limited is registered in England under company number 13199784, and operates as Count Us In under charity number 1195686. Count Us In was established as an incorporated charity to take over the operations of Leaders' Quest Foundation (LQF), charity number 1104192, which was a trust. All of the activities of LQF transitioned into the Count Us In charity on 1st April 2022.

**Financial Year.** The financial year for the Charity is January to December.

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**CUI - COUNT US IN LIMITED**  
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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**Trustees.** The Memorandum and Articles of Association provides for a minimum of three Trustees; the Charity currently has three Trustees. Any decision to appoint new Trustees is made by agreement by existing Trustees, with a view to building the diversity of skills and experience available on the Board. Candidates are sought through advertising and Count Us In networks, and, if necessary, shortlisted by an industry-leading recruitment agency. Potential candidates are interviewed by existing Board members and programme team members, and benefit from detailed introductory meetings, training, and handover documents on joining the Board, including the Charity's policy documents and Minutes of recent Board meetings. Three new Trustees were appointed post year end and Marcus Lyon resigned as of September 2025.

**Induction and training of Trustees.** To equip new trustees with the information they need to perform their role effectively, they receive detailed information on their duties and responsibilities under Charity Law and follow a structured induction programme consisting of meetings with the senior management team and other key stakeholders. Trustees also undergo regular training as required.

**Organisational structure.** At the quarterly Trustees' meetings, the broad strategy and areas of activity for the Charity are agreed. These include consideration of grant making, investment, reserves and risk management policies and performance. No key management personnel are employed but some members of the team are and remuneration levels are benchmarked to market and agreed by key management personnel.

**Key management personnel.** The Charity moved in the year from being supported by Leaders' Quest Ltd employees for administrative and programme support to independent operations. Justin Forsyth and Eric Levine lead the organisation and daily operational activities are led by DFO Lizzie Ball, and guided by strategy and policy agreed at Trustees' meetings. For example payments may be made and received as long as within thresholds authorised under the charity's Financial Due Diligence policy. This operational team will propose key strategic and administrative topics for discussion, and draft policies for review, for the Trustees' attention.

**Network.** The Charity is an independent charity established for exclusively charitable purposes, and which is connected to a group of non-charities (which are not profit-distributing). The Charity works with LQ Foundation USA. (formerly Future Stewards, Inc.) to receive funds. In addition, the Charity sometimes works through Leaders' Quest Ltd and trusted partner organisations to deliver its programmes. The Charity retains overall independence in relation to its mission and activities. The Trustees have considered the Charity Commission's guidance on charities connected to non-charities.

The Charity Trustees are aware of the Charity Governance code, including the updates to the code in 2020 in relation to equality, diversity and inclusion. The Trustees are in the process of reviewing the code and ensuring it is applied.

**Trustees' responsibilities statement**

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).

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charity and of the incoming resources and application of resources of the Charity for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and apply them consistently.
- Observe the methods and principles in the Charities SORP.
- Make judgments and accounting estimates that are reasonable and prudent.
- Follow applicable UK accounting standards 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.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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

**Disclosure of information to auditor**

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that, so far as that Trustee is aware, there is no relevant audit information of which the Charity's auditor is unaware, and that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the Charity's auditor is aware of that information.

**Auditor**

The auditor, Crowe U.K. LLP, has indicated his willingness to continue in office. The designated Trustees will propose a motion reappointing the auditor at a meeting of the Trustees.

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

Approved by order of the members of the board of Trustees and signed on their behalf by:

Signed by:  
  
F79B7C1195CA41A...  
**C Maddox**  
Chair  
Date: 29/09/2025

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**

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**Opinion**

We have audited the financial statements of CUI - Count Us In Limited (the 'charity') for the year ended 31 December 2024 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the related notes, 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 31 December 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 United Kingdom, including the Financial Reporting Council'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.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**

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**Other information**

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

We have nothing to report in this regard.

**Opinion 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 for the financial year for which the financial statements are prepared is consistent with the financial statements.
- the Trustees' Report has been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of 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 Trustees' Report.

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

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

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**CUI - COUNT US IN LIMITED**  
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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**

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**Responsibilities of Trustees**

As explained more fully in the Trustees' Responsibilities Statement, 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 extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks within which the Company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006. We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the Company's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the Company for fraud. The laws and regulations we considered in this context for the UK operations were General Data Protection Regulation (GDPR), Anti-fraud, bribery and corruption legislation, environmental protection legislation, Health and safety legislation, Taxation legislation and Employment legislation.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be in the following areas: timing of recognition of income; the override of controls by management, including posting of unusual journals; inappropriate treatment of non-routine transactions and areas of estimation uncertainty.

Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, review and discussion of non-routine transactions, sample testing on the posting of journals and income transactions, review of accounting estimates for biases and review of trustee meeting minutes.

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**CUI - COUNT US IN LIMITED**  
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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**


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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](http://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 Charity's trustees, 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.

Signed by:  
  
82F0F23B2DBC4A0...

**Helen Blundell LLB FCA FCIE DChA (Senior Statutory Auditor)**

for and on behalf of

**Crowe U.K. LLP**

Statutory Auditor

Black Country House

Rounds Green Road

Oldbury

West Midlands

B69 2DG

Date: 30/09/2025

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND EXPENDITURE ACCOUNT)  
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Note	Restricted funds 2024 £	Unrestricted funds 2024 £	Total funds 2024 £	<i>Total funds 2023 £</i>
<b>Income from:</b>					
Donations and legacies	3	35,000	305,705	340,705	74,997
Charitable activities	4	2,109,991	298,905	2,408,896	1,560,682
<b>Total income</b>		<b>2,144,991</b>	<b>604,610</b>	<b>2,749,601</b>	<b>1,635,679</b>
<b>Expenditure on:</b>					
Charitable activities	5	812,483	806,556	1,619,039	1,722,214
<b>Total expenditure</b>		<b>812,483</b>	<b>806,556</b>	<b>1,619,039</b>	<b>1,722,214</b>
<b>Net movement in funds</b>		<b>1,332,508</b>	<b>(201,946)</b>	<b>1,130,562</b>	<b>(86,535)</b>
<b>Reconciliation of funds:</b>					
Total funds brought forward (as restated)		-	789,829	789,829	876,364
Net movement in funds		1,332,508	(201,946)	1,130,562	(86,535)
<b>Total funds carried forward</b>		<b>1,332,508</b>	<b>587,883</b>	<b>1,920,391</b>	<b>789,829</b>

The Statement of Financial Activities includes all gains and losses recognised in the year.

The notes on pages 15 to 27 form part of these financial statements.

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**  
**REGISTERED NUMBER: 13199784**


**BALANCE SHEET**  
**AS AT 31 DECEMBER 2024**

	Note	2024 £	<i>As restated</i> 2023 £
<b>Current assets</b>			
Debtors	10	889,926	310,316
Cash at bank and in hand		1,164,575	1,153,392
		<u>2,054,501</u>	<u>1,463,708</u>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	11	(134,110)	(673,879)
<b>Total net assets</b>		<u>1,920,391</u>	<u>789,829</u>
<b>Charity funds</b>			
Restricted funds	12	1,332,508	-
Unrestricted funds	12	587,883	789,829
<b>Total funds</b>		<u>1,920,391</u>	<u>789,829</u>

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

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

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:

Signed by:  
  
 F79B7C1195CA41A...

**C Maddox**  
 Chair

Date: 29/09/2025

The notes on pages 15 to 27 form part of these financial statements.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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	<b>Note</b>	<b>2024</b> £	<b>2023</b> £
<b>Cash flows from operating activities</b>			
Net cash used in operating activities	15	11,183	56,151
		<hr/>	<hr/>
<b>Change in cash and cash equivalents in the year</b>		<b>11,183</b>	<b>56,151</b>
Cash and cash equivalents at the beginning of the year		1,153,392	1,097,241
		<hr/>	<hr/>
<b>Cash and cash equivalents at the end of the year</b>	16	<b>1,164,575</b>	<b>1,153,392</b>
		<hr/> <hr/>	<hr/> <hr/>

The notes on pages 15 to 27 form part of these financial statements

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**1. General information**

CUI - Count Us In Limited is a Company limited by guarantee (registered number 13199784), which is incorporated and registered in England and Wales. It is a registered charity in England and Wales (Charity number 1195686). The registered office and primary place of business is First Floor Black Country House, Rounds Green Road, Oldbury, West Midlands, B69 2DG. A description of the Charities principal activities and operations can be found in the Trustees report.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared in accordance with the Charities SORP (FRS 102) - 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 Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

CUI - Count Us In Limited meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

**2.2 Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

**2.3 Income**

All income is recognised once the Charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

Income tax recoverable in relation to investment income is recognised at the time the investment income is receivable.

On receipt, donated professional services and facilities are recognised on the basis of the value of the gift to the Charity which is the amount it would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt. Due to its nature this is a significant estimate.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**2. Accounting policies (continued)**

**2.4 Expenditure**

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, 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 classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Expenditure on charitable activities is incurred on directly undertaking the activities which further the Charity's objectives, as well as any associated support costs.

All expenditure is inclusive of irrecoverable VAT.

**2.5 Debtors**

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

**2.6 Cash at bank and in hand**

Cash at bank and in hand includes cash and short-term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

**2.7 Liabilities and provisions**

Liabilities are recognised when there is an obligation at the Balance Sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably.

Liabilities are recognised at the amount that the Charity anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised in the Statement of Financial Activities as a finance cost.

**2.8 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 with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**2. Accounting policies (continued)**

**2.9 Pensions**

The Charity operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Charity to the fund in respect of the year.

**2.10 Fund accounting**

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and which have not been designated for other purposes.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Charity for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

**3. Income from donations and legacies**

	<b>Restricted funds 2024 £</b>	<b>Unrestricted funds 2024 £</b>	<b>Total funds 2024 £</b>
Donations	35,000	305,705	<b>340,705</b>
Donation in kind	-	-	-
<b>Total 2024</b>	<b>35,000</b>	<b>305,705</b>	<b>340,705</b>
		<i>As restated Unrestricted funds 2023 £</i>	<i>As restated Total funds 2023 £</i>
Donations		14,997	14,997
Donation in kind		60,000	60,000
<i>Total 2023 as restated</i>		<b>74,997</b>	<b>74,997</b>

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**4. Income from charitable activities**

	<b>Restricted funds 2024 £</b>	<b>Unrestricted funds 2024 £</b>	<b>Total funds 2024 £</b>
Grants	2,109,991	-	<b>2,109,991</b>
Consultancy Income	-	298,905	<b>298,905</b>
<b>Total 2024</b>	<b>2,109,991</b>	<b>298,905</b>	<b>2,408,896</b>
		<i>As restated Unrestricted funds 2023 £</i>	<i>As restated Total funds 2023 £</i>
Grants		1,000,000	1,000,000
Consultancy Income		560,682	560,682
<i>Total 2023 as restated</i>		<i>1,560,682</i>	<i>1,560,682</i>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**5. Analysis of expenditure on charitable activities**

**Summary by fund type**

	<b>Restricted funds 2024 £</b>	<b>Unrestricted funds 2024 £</b>	<b>Total 2024 £</b>
Programme delivery and evaluation	800,944	699,673	<b>1,500,617</b>
Donations	-	-	-
Sundry expenses	(2,195)	64,763	<b>62,568</b>
Governance costs	13,734	42,120	<b>55,854</b>
<b>Total 2024</b>	<b>812,483</b>	<b>806,556</b>	<b>1,619,039</b>
		<i>As restated Unrestricted funds 2023 £</i>	<i>As restated Total 2023 £</i>
Programme delivery and evaluation		1,551,094	1,551,094
Donations		97,352	97,352
Sundry expenses		51,309	51,309
Governance costs		22,459	22,459
<i>Total 2023 as restated</i>		<b>1,722,214</b>	<b>1,722,214</b>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**6. Analysis of expenditure by activities**

	<b>Activities undertaken directly 2024 £</b>	<b>Support costs 2024 £</b>	<b>Total funds 2024 £</b>
Programme delivery and evaluation	1,500,617	-	<b>1,500,617</b>
Donations	-	-	-
Sundry expenses	62,568	-	<b>62,568</b>
Governance costs	-	55,854	<b>55,854</b>
<b>Total 2024</b>	<u>1,563,185</u>	<u>55,854</u>	<u><b>1,619,039</b></u>

	<i>Activities undertaken directly 2023 £</i>	<i>Support costs 2023 £</i>	<i>Total funds 2023 £</i>
Programme delivery and evaluation	1,551,094	-	1,551,094
Donations	97,352	-	97,352
Sundry expenses	51,309	-	51,309
Governance costs	-	22,459	22,459
<i>Total 2023</i>	<u>1,699,755</u>	<u>22,459</u>	<u>1,722,214</u>

**7. Auditor's remuneration**

	<b>2024 £</b>	<b>2023 £</b>
Fees payable to the Charity's auditor for the audit of the Charity's annual accounts	<b>10,285</b>	9,350
Fees payable to the Charity's auditor in respect of: All non-audit services not included above	<b>1,650</b>	1,650
	<u><b>11,935</b></u>	<u>11,000</u>

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**8. Staff costs**

	2024 £	2023 £
Wages and salaries	15,500	-
Social security costs	2,032	-
Contribution to defined contribution pension schemes	465	-
	<u>17,997</u>	<u>-</u>

The average number of persons employed by the Charity during the year was as follows:

	2024	2023
Employees	<u>1</u>	<u>-</u>

No employee received remuneration amounting to more than £60,000 in either year.

During the year pro bono support was provided at a calculated value of £nil (2023: £60,000) and has been recognised as a donation in kind.

This year staff costs have been recharged to CUI Count Us In Limited from Leaders' Quest Limited to the value of £131,184 (2023: £440,625). Of this amount £61,000 (2023: £219,000) related to key management personnel.

A total of £218,416 (2023: £219,000) has been paid to key management personnel for services and reimbursement of expenses. Key management personnel comprises trustees and senior management.

**9. Trustees' remuneration and expenses**

During the year, no Trustees received any remuneration or other benefits (2023 - £NIL).

During the year ended 31 December 2024, no Trustee expenses have been incurred (2023 - £NIL).

**10. Debtors**

	2024 £	2023 £
<b>Due within one year</b>		
Trade debtors	89,903	201,096
VAT recoverable	-	104,843
Prepayments and accrued income	800,023	4,377
	<u>889,926</u>	<u>310,316</u>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**11. Creditors: Amounts falling due within one year**

	2024	2023
	£	£
Trade creditors	93,283	101,688
Other taxation and social security	11,971	-
Other creditors	10,957	7
Accruals and deferred income	17,899	572,184
	<b>134,110</b>	<b>673,879</b>
	<b>134,110</b>	<b>673,879</b>
	2024	2023
	£	£
<b>Deferred income</b>		
Deferred income at 1 January 2024	500,000	500,000
Resources deferred during the period	-	500,000
Amounts released from previous periods	(500,000)	(500,000)
	-	500,000
	-	500,000

Deferred income related to a £1,000,000 grant received in the prior year which covered a 2 year period.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**12. Statement of funds**

**Statement of funds - current year**

	<b>As restated Balance at 1 January 2024 £</b>	<b>Income £</b>	<b>Expenditure £</b>	<b>Balance at 31 December 2024 £</b>
<b>Unrestricted funds</b>				
General Funds	789,829	604,610	(806,556)	587,883
<b>Restricted funds</b>				
Waverley fund	-	1,495,715	(163,207)	1,332,508
LTPP fund	-	35,000	(35,000)	-
CECG fund	-	114,276	(114,276)	-
QCF fund	-	500,000	(500,000)	-
	-	2,144,991	(812,483)	1,332,508
<b>Total of funds</b>	<b>789,829</b>	<b>2,749,601</b>	<b>(1,619,039)</b>	<b>1,920,391</b>

**Statement of funds - prior year**

	<i>As restated Balance at 1 January 2023 £</i>	<i>As restated Income £</i>	<i>As restated Expenditure £</i>	<i>As restated Balance at 31 December 2023 £</i>
<b>Unrestricted funds</b>				
General Funds	876,364	1,639,037	(1,725,572)	789,829

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

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**12. Statement of funds (continued)**

**Waverley**

A grant provided by Waverley Street Foundation to deliver a football campaign engaging the mass audience in Brazil and globally to normalise the climate conversation and educate the impact of climate on football in the leadup to COP 30 2025.

**CECG**

A grant provided to support the launch of the football campaign in the lead up to the G20 summit in Brazil.

**LTPP fund**

A donation provided to support football mass audience campaign work.

**CUI funds (restricted to unrestricted)**

The charity was previously carrying out a wider range of activities and the CUI fund was held as a restricted fund compared to other activity. CUI now has grantor project restricted funds and the legacy funds that aren't legally restricted are therefore legally unrestricted. A restatement has therefore been included within the current year financial statements to reflect this.

**QCF fund**

A grant provided to support CUI's campaign work across all areas of culture.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**13. Summary of funds**

**Summary of funds - current year**

	<b>As restated Balance at 1 January 2024 £</b>	<b>Income £</b>	<b>Expenditure £</b>	<b>Balance at 31 December 2024 £</b>
General funds	789,829	604,610	(806,556)	587,883
Restricted funds	-	2,144,991	(812,483)	1,332,508
	<u>789,829</u>	<u>2,749,601</u>	<u>(1,619,039)</u>	<u>1,920,391</u>

**Summary of funds - prior year**

	<i>As restated Balance at 1 January 2023 £</i>	<i>As restated Income £</i>	<i>As restated Expenditure £</i>	<i>As restated Balance at 31 December 2023 £</i>
General funds	876,364	1,639,037	(1,725,572)	789,829
	<u>876,364</u>	<u>1,639,037</u>	<u>(1,725,572)</u>	<u>789,829</u>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**14. Analysis of net assets between funds**

**Analysis of net assets between funds - current period**

	<b>Restricted funds 2024 £</b>	<b>Unrestricted funds 2024 £</b>	<b>Total funds 2024 £</b>
Current assets	1,332,508	721,993	<b>2,054,501</b>
Creditors due within one year	-	(134,110)	<b>(134,110)</b>
<b>Total 2024</b>	<u>1,332,508</u>	<u>587,883</u>	<u><b>1,920,391</b></u>

	<i>As restated Unrestricted funds 2023 £</i>	<i>As restated Total funds 2023 £</i>
Current assets	1,463,708	1,463,708
Creditors due within one year	(673,879)	(673,879)
<i>Total 2023 as restated</i>	<u>789,829</u>	<u>789,829</u>

**15. Reconciliation of net movement in funds to net cash flow from operating activities**

	<b>2024 £</b>	<b>2023 £</b>
Net income/expenditure for the period (as per Statement of Financial Activities)	<b>1,130,562</b>	<b>(86,535)</b>
<b>Adjustments for:</b>		
Decrease/(increase) in debtors	<b>(579,610)</b>	124,111
Increase/(decrease) in creditors	<b>(539,769)</b>	18,575
<b>Net cash provided by operating activities</b>	<u><b>11,183</b></u>	<u><b>56,151</b></u>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

**16. Analysis of cash and cash equivalents**

	<b>2024</b>	<b>2023</b>
	<b>£</b>	<b>£</b>
Cash in hand	<b>1,164,575</b>	<b>1,153,392</b>

**17. Analysis of changes in net debt**

	<b>At 1 January 2024</b>	<b>Cash flows</b>	<b>At 31 December 2024</b>
	<b>£</b>	<b>£</b>	<b>£</b>
Cash at bank and in hand	<b>1,153,392</b>	<b>11,183</b>	<b>1,164,575</b>

**18. Related party transactions**

The Charity benefits from certain staff time donated by connected companies including Leaders' Quest Limited. During the period staff costs and expenses were recharged to the Charity, totalling £131,184 (2023: £483,219). At the year-end £Nil (2023: £25,385) was owed to Leaders' Quest Limited.

The Charity works with LQ Foundation USA (formerly Future Stewards) to raise funds and facilitate grants. The Charity received funding from LQ Foundation USA totalling £1,620,000 (2023: £43,836). At the year end, £793,282 (March 2023: £Nil) was due to the Charity.

**Count Us In**

England & Wales - Charity number 1195686

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# Accounts

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**CUI - COUNT US IN LIMITED**  
operating as Count Us In

formerly known as  
**Future Stewards Foundation**  
(A Company Limited by Guarantee)

**TRUSTEES' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISERS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**Trustees**                      L Levin (resigned 19 June 2023)  
   M Lyon  
   C Maddox  
   N Topping (appointed 19 June 2023)  
   K Umeasiegbu

**Company registered number**                      13199784

**Charity registered number**                      1195686

**Registered office**                      First Floor  
   10 Queen Street Place  
   London  
   EC4R 1BE

**Company secretary**                      J Greenway

**Independent auditor**                      Crowe U.K. LLP  
   Black Country House  
   Rounds Green Road  
   Oldbury  
   West Midlands  
   B69 2DG

**Bankers**                                      HSBC  
   6 Commercial Way  
   Woking  
   Surrey  
   GU21 6EZ

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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The Trustees present their annual report, together with the audited financial statements of CUI – Count Us In Limited (Count Us In) for the period ended 31 December 2023. The financial statements have been prepared in accordance with the accounting policies set out in note 2 to the accounts and comply with the Charity's trust deed, the Charities Act 2011, the Charities Statement of Recommended Practice (second edition) and Financial Reporting Standard FRS 102.

**Objectives and activities for the public benefit**

One of our charitable aims is to promote sustainable development through the preservation, conservation and protection of the environment and the prudent use of resources. We do this through 'Count Us In'.

Count Us In is building a global community of people and organisations who are taking high-impact steps to address climate change. Over the next decade, we aim to inspire people who are aware of climate change (but not yet active) to take practical steps in their lives to reduce carbon pollution and persuade leaders everywhere to deliver solutions at scale.

Count Us In has collaborated with some of the most respected climate science experts to identify a set of high-impact steps. These are steps that individuals can take to significantly reduce their emissions and, at the same time, influence leaders to deliver bold solutions to the climate crisis – at scale.

To reach people through their passions and interests, Count Us In works with some of the world's largest and most ambitious organisations and communities.

Every step taken by the Count Us In community is part of our global aggregator, providing people with powerful evidence to understand, measure and promote effective action. To date, the Count Us In community has taken 17+ million steps to protect what they love from climate change.

Count Us In is backed by global leading voices on climate action. These include the co-architects of the historic 2015 Paris Agreement, Christiana Figueres and Tom Rivett-Carnac; UN Climate Change High-Level Champion at COP26, Nigel Topping; and a prominent group of voices across sport, film, music, policy-making and religion.

We are confident that we are building the largest, most ambitious citizen-led effort to avert the impacts of climate change. Our community spans over 100 organisations, ranging from the EU and WWF and IKEA to Tottenham Hotspur FC and the United Nations Environment Programme and EKTARA.

The Trustees confirm they have referred to Charity Commission guidance on public benefit when reviewing the Charity's objectives, approach, impact and future plans.

**A review of our achievements and performance**

Examples of our work with some of the world's largest and most influential organisations during 2023:

- Green Football Weekend. A yearly radical collaboration of partners – including broadcast giants Sky and TNT Sport, clubs, and football leagues – to unleash the power of football to tackle climate change. This year, Green Football Weekend brought together 95 of the UK's top football clubs, to reach 30+ million fans, families and communities via original Sky and TNT Sport programming, media coverage and social media. The campaign has signaled to the government, sports industry and clubs that these football fans support action on climate.
- We worked with Unilever, Futerra Solutions Union and WPP on Step Zero – an initiative to leverage the power of social media creators and influencers to ignite a mass movement towards more sustainable living.
- Count Us In worked with The Lewis Pugh Foundation to develop the Rivers Are Life campaign, linking Lewis' his epic 300-mile Hudson swim to an inspirational action platform to support fans inspired by his swim to take action.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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- Ahead of COP28, Count Us In supported Expo City Dubai to develop its Pledge for People and Planet Campaign - through a bespoke action platform, a series of workshops and consultation around ECD's wider campaign plans.
- Count Us In is running a project with Unity to make gaming a major force for climate and nature action by mobilizing hundreds of millions of players. Count Us In is exploring the development of a Gaming Lab, drawing on the expertise and insights of Rare's Entertainment lab.

### **Plans for the future**

We will continue to focus on our efforts through Count Us In initiatives, as detailed below:

1. **Social media: Step Zero.** Alongside Futerra Solutions Union, Pinterest, Project Drawdown, Rare, Re:wild, Sky, UNDP, Unilever, WPP and YouTube, Count Us In will be launching the Step Zero coalition in April 2024. This will scale engaging science-backed sustainability social media content to inspire behaviour change and make sustainable living the norm. To mark this launch, we've curated the Step Zero Library, a first of its kind resource that provides vital resources and learning materials for content creators covering topics such as climate communication, inspiring your followers, navigating misinformation and spotting greenwashing. It covers key thematic areas including fashion, food, travel, home and lifestyle.
2. **Music: Sounds Right.** We're planning to join UN Live, EarthPercent, Earthrise and others to launch Sounds Right – a new global music initiative that enables conservation funding to be generated from the sounds of nature. This will be announced on Earth Day. 15+ artists, including Brian Eno, Ellie Goulding, V of BTS, Anuv Jain, London Grammar, Bomba Estéreo, Los Amigos Invisibles (and, in the past, David Bowie) have released tracks or remixed hits featuring sounds from the natural world. Through 2024 we will be developing Stage 1 and Stage 2. We aim to engage 600 million people globally, raise \$40M for nature conservation, spark a global conversation about the value of nature and support millions of music fans to take action to protect our planet. Count Us In is a core, founding partner of the campaign. Alongside Rare, we have identified and developed framing for a robust action set that's embedded on the Spotify platform.
3. **Sport: Green Football Weekend.** The Green Football Weekend campaign has the support of the country's top sports broadcasters and more than 100 professional football clubs, plus footballers, pundits and famous fans. 2023 will be our third year of Green Football Weekend. Taking place in February it will work to engage club community organisers, schools and supporter groups right across the nation. To engage these groups, we will run a series of surveys and interviews with more than 700 fans, participating cross-league clubs and partner organisations. We plan to share the results and insights from this, and other campaign performance data, in our impact report due in early June 2024.

### **Fundraising**

Due in large part to the generosity of our existing donor base, during 2023, the Charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

### **Financial review**

During the period, the Charity received income of £1,635,679 (2022: £1,766,130), a decrease from the previous year. This income relates to a 12-month period (January to December), as compared to the previous year's metric of 9 months (April to December). In this recent period, Count Us In was the Charity's main activity, and the income was a mix of philanthropic funding from Quadrature Climate Foundation (Company No 12194319/ Charity No 1187301), plus sales and pro bono support. Count Us In runs campaigns with clients who pay for our advisory and/or platform services. These campaigns – which clients pay Count Us In to provide – are free to the end-user (general public). Clients include businesses, government agencies and other organisations wishing to run campaigns that drive climate action and ultimately inspire employees, consumers, audiences, members to take personal climate action.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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### **Risk management**

The Trustees regularly review major risks to which the Foundation is exposed, and are satisfied that systems are in place to mitigate those risks.

During the 2023 period, a key risk was identified related to Count Us In income / fundraising strategy – namely the risk of clients/funding partners changing strategic course or deciding not to scale pilot programmes.

To mitigate this risk we will:

- Deliver on current programmes to build commercial revenues.
- Continue to build a pipeline of philanthropic funders.

### **Reserves policy**

The Trustees' policy is to maintain free reserves at a level of at least 25% of unrestricted expenditure. Based on this, the free reserves target for 2023 would be £25,133 (2022: £4,754). At 31 December 2023, total funds amounted to £789,829 (2022: £876,364). This includes restricted funds of £715,588 (2022: £701,592). Unrestricted funds amount to £74,241 (2022: £174,772). There are no designated funds or tangible fixed assets, and the free reserves therefore equate to £74,241 (2022: £174,772). Our free reserves are above the target of £25,133. This has been considered by the Trustees and plans will be implemented to transfer the free reserves to NGOs in the Leaders' Quest community via LQ Foundation USA (formerly Future Stewards, Inc).

### **Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

### **Structure, governance and management**

**Governing document.** CUI – Count Us In Limited is registered in England under company number 13199784, and operates as Count Us In under charity number 1195686. Count Us In was established as an incorporated charity to take over the operations of Leaders' Quest Foundation (LQF), charity number 1104192, which was a trust. All of the activities of LQF transitioned into the Count Us In charity on 1st April 2022.

**Financial Year.** The financial year for the Charity is January to December. The financial year for the previous set of accounts covers 9 months of financial data (April 2022 to December 2022), versus 12 months for this year.

**Trustees.** The Trust Deed provides for a minimum of three Trustees; the Charity currently has four Trustees. Any decision to appoint new Trustees is made by agreement by existing Trustees, with a view to building the diversity of skills and experience available on the Board. Candidates are sought through advertising and Count Us In networks, and shortlisted by an industry-leading recruitment agency. Potential candidates are interviewed by existing Board members and programme team members, and benefit from detailed introductory meetings, training, and handover documents on joining the Board, including the Charity's policy documents and Minutes of recent Board meetings.

**Organisational structure.** At the quarterly Trustees' meetings, the broad strategy and areas of activity for the Charity are agreed. These include consideration of grant making, investment, reserves and risk management policies and performance. As there are no staff employed directly by the Charity, this does not currently include any requirement to consider remuneration of key personnel.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**Key management personnel.** Currently, the Charity is supported by Leaders' Quest Ltd employees for administrative and programme support. Daily operational activities are delegated to this team, led by CFO Jodi Kamming, and guided by strategy and policy agreed at Trustees' meetings. For example payments may be made and received as long as within thresholds authorised under the charity's Financial Due Diligence policy. This operational team will propose key strategic and administrative topics for discussion, and draft policies for review, for the Trustees' attention.

**Network.** The Charity is an independent charity established for exclusively charitable purposes, and which is connected to a group of non-charities (which are not profit-distributing). The Charity works with LQ Foundation-USA. (formerly Future Stewards, Inc.) to raise funds. In addition, the Charity works through Leaders' Quest Ltd and trusted partner organisations to deliver its programmes. The Charity retains overall independence in relation to its mission and activities. The Trustees have considered the Charity Commission's guidance on charities connected to non-charities.

The Charity Trustees are aware of the Charity Governance code, including the updates to the code in 2020 in relation to equality, diversity and inclusion. The Trustees are in the process of reviewing the code and ensuring it is applied.

**Trustees' responsibilities statement**

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 & 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 period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and apply them consistently.
- Observe the methods and principles in the Charities SORP.
- Make judgments and accounting estimates that are reasonable and prudent.
- 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 proper accounting records that are sufficient to show and explain the Charity's transactions and 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.

**Disclosure of information to auditor**

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that, so far as that Trustee is aware, there is no relevant audit information of which the Charity's auditor is unaware, and that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the Charity's auditor is aware of that information.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**Auditor**

The auditor, Crowe U.K. LLP, has indicated his willingness to continue in office. The designated Trustees will propose a motion reappointing the auditor at a meeting of the Trustees.

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

Approved by order of the members of the board of Trustees and signed on their behalf by:

**C Maddox**  
Chair



Date:

02/05/2024

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**

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**Opinion**

We have audited the financial statements of CUI - Count Us In Limited (the 'charity') for the year ended 31 December 2023 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the related notes, 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 31 December 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 United Kingdom, including the Financial Reporting Council'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.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**

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**Other information**

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

We have nothing to report in this regard.

**Opinion 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 for the financial year for which the financial statements are prepared is consistent with the financial statements.
- the Trustees' Report has been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of 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 Trustees' Report.

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

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

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**

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**Responsibilities of Trustees**

As explained more fully in the Trustees' Responsibilities Statement, 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 extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks within which the Company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006. We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the Company's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the Company for fraud. The laws and regulations we considered in this context for the UK operations were General Data Protection Regulation (GDPR), Anti-fraud, bribery and corruption legislation, environmental protection legislation, Health and safety legislation, Taxation legislation and Employment legislation.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be in the following areas: timing of recognition of income; the override of controls by management, including posting of unusual journals; inappropriate treatment of non-routine transactions and areas of estimation uncertainty.

Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, review and discussion of non-routine transactions, sample testing on the posting of journals and income transactions, review of accounting estimates for biases and review of trustee meeting minutes.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**  
**(CONTINUED)**

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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](http://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 Charity's trustees, 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.

*Kerry Brown*

**Kerry Brown (Senior Statutory Auditor)**

for and on behalf of

**Crowe U.K. LLP**

Statutory Auditor

Black Country House

Rounds Green Road

Oldbury

West Midlands

B69 2DG

Date: 08 May 2024

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND EXPENDITURE ACCOUNT)  
FOR THE YEAR ENDED 31 DECEMBER 2023**

	Note	Restricted funds 12 month period ended 31 December 2023 £	Unrestricted funds 12 month period ended 31 December 2023 £	Total funds 12 month period ended 31 December 2023 £	<i>Total funds 10 month period ended 31 December 2022 £</i>
<b>Income from:</b>					
Donations and legacies	3	74,997	-	74,997	236,698
Charitable activities	4	1,560,682	-	1,560,682	1,527,589
Other trading activities		-	-	-	1,842
Investments		-	-	-	1
<b>Total income</b>		<b>1,635,679</b>	<b>-</b>	<b>1,635,679</b>	<b>1,766,130</b>
<b>Expenditure on:</b>					
Raising funds		-	-	-	235,773
Charitable activities	5	1,621,683	100,531	1,722,214	1,791,192
<b>Total expenditure</b>		<b>1,621,683</b>	<b>100,531</b>	<b>1,722,214</b>	<b>2,026,965</b>
<b>Net movement in funds</b>		<b>13,996</b>	<b>(100,531)</b>	<b>(86,535)</b>	<b>(260,835)</b>
<b>Reconciliation of funds:</b>					
Total funds transferred in/brought forward		701,592	174,772	876,364	1,137,199
Net movement in funds		13,996	(100,531)	(86,535)	(260,835)
<b>Total funds carried forward</b>		<b>715,588</b>	<b>74,241</b>	<b>789,829</b>	<b>876,364</b>

The Statement of Financial Activities includes all gains and losses recognised in the year.

The notes on pages 14 to 28 form part of these financial statements.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**  
**REGISTERED NUMBER: 13199784**

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**BALANCE SHEET**  
**AS AT 31 DECEMBER 2023**

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	Note	2023 £	2022 £
<b>Current assets</b>			
Debtors	10	310,316	434,427
Cash at bank and in hand	16	1,153,392	1,097,241
		<u>1,463,708</u>	<u>1,531,668</u>
Creditors: amounts falling due within one year	11	(673,879)	(655,304)
<b>Total net assets</b>		<u><u>789,829</u></u>	<u><u>876,364</u></u>
<b>Charity funds</b>			
Restricted funds	12	715,588	701,592
Unrestricted funds	12	74,241	174,772
<b>Total funds</b>		<u><u>789,829</u></u>	<u><u>876,364</u></u>

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

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

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:

**C Maddox**  
Chair



Date: 02/05/2024

The notes on pages 14 to 28 form part of these financial statements.

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

**STATEMENT OF CASH FLOWS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

	<b>Note</b>	<b>12 month period ended 31 December 2023 £</b>	<i>10 month period ended 31 December 2022 £</i>
<b>Cash flows from operating activities</b>			
Net cash used in operating activities	15	<b>56,151</b>	<i>(19,250)</i>
<b>Change in cash and cash equivalents in the year</b>		<b>56,151</b>	<i>(19,250)</i>
Cash and cash equivalents at the beginning of the year		<b>1,097,241</b>	<i>1,116,491</i>
<b>Cash and cash equivalents at the end of the year</b>	16	<b>1,153,392</b>	<i>1,097,241</i>

The notes on pages 14 to 28 form part of these financial statements

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**1. General information**

CUI - Count Us In Limited is a Company limited by guarantee (registered number 13199784), which is incorporated and registered in England and Wales. It is a registered charity in England and Wales (Charity number 1195686). The registered office and primary place of business is First Floor, 10 Queen Street Place, London, EC4R 1BE. A description of the Charities principal activities and operations can be found in the Trustees report.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared in accordance with the Charities SORP (FRS 102) - 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 Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

CUI - Count Us In Limited meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

**2.2 Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

**2.3 Income**

All income is recognised once the Charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

Income tax recoverable in relation to investment income is recognised at the time the investment income is receivable.

On receipt, donated professional services and facilities are recognised on the basis of the value of the gift to the Charity which is the amount it would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt. Due to its nature this is a significant estimate.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**2. Accounting policies (continued)**

**2.4 Expenditure**

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, 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 classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Expenditure on raising funds includes all expenditure incurred by the Charity to raise funds for its charitable purposes and includes costs of all fundraising activities events and non-charitable trading.

Expenditure on charitable activities is incurred on directly undertaking the activities which further the Charity's objectives, as well as any associated support costs.

All expenditure is inclusive of irrecoverable VAT.

**2.5 Interest receivable**

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the Charity; this is normally upon notification of the interest paid or payable by the institution with whom the funds are deposited.

**2.6 Debtors**

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

**2.7 Cash at bank and in hand**

Cash at bank and in hand includes cash and short-term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

**2.8 Liabilities and provisions**

Liabilities are recognised when there is an obligation at the Balance Sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably.

Liabilities are recognised at the amount that the Charity anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised in the Statement of Financial Activities as a finance cost.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**2. Accounting policies (continued)**

**2.9 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 with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

**2.10 Fund accounting**

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and which have not been designated for other purposes.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Charity for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

Investment income, gains and losses are allocated to the appropriate fund.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**3. Income from donations and legacies**

	<b>Restricted funds 12 months ended 31 December 2023 £</b>	<b>Unrestricted funds 12 months ended 31 December 2023 £</b>	<b>Total funds 12 months ended 31 December 2023 £</b>
Donations	14,997	-	<b>14,997</b>
Donation in kind	60,000	-	<b>60,000</b>
<b>Total 2023</b>	<u>74,997</u>	<u>-</u>	<u><b>74,997</b></u>
	<i>Restricted funds 10 months ended 31 December 2022 £</i>	<i>Unrestricted funds 10 months ended 31 December 2022 £</i>	<i>Total funds 10 months ended 31 December 2022 £</i>
Donations	-	925	925
Donation in kind	235,773	-	235,773
<i>Total 2022</i>	<u>235,773</u>	<u>925</u>	<u>236,698</u>

Restricted donations in kind include £Nil from Accenture (2022: £190,773) and £60,000 from other external partners (2022: £45,000).

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**4. Income from charitable activities**

	<b>Restricted funds 12 month period ended 31 December 2023 £</b>	<b>Total funds 12 month period ended 31 December 2023 £</b>
Grants	1,000,000	<b>1,000,000</b>
Consultancy Income	560,682	<b>560,682</b>
<b>Total 2023</b>	<u>1,560,682</u>	<u><b>1,560,682</b></u>

Included within consultancy income is a gain on foreign exchange from the receipt of dollars in the year of £Nil (2022: £61,389).

	<i>Restricted funds 10 month period ended 31 December 2022 £</i>	<i>Unrestricted funds 10 month period ended 31 December 2022 £</i>	<i>Total funds 10 month period ended 31 December 2022 £</i>
Grants	562,001	-	562,001
Consultancy Income	955,588	10,000	965,588
<i>Total 2022</i>	<u>1,517,589</u>	<u>10,000</u>	<u>1,527,589</u>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**5. Analysis of expenditure on charitable activities**

**Summary by fund type**

	<b>Restricted funds 12 months ended 31 December 2023 £</b>	<b>Unrestricted funds 12 months ended 31 December 2023 £</b>	<b>Total 12 months ended 31 December 2023 £</b>
Programme delivery and evaluation	1,551,094	-	1,551,094
Donations	-	97,352	97,352
Sundry expenses	48,130	3,179	51,309
Governance costs	22,459	-	22,459
<b>Total 2023</b>	<b>1,621,683</b>	<b>100,531</b>	<b>1,722,214</b>

	<i>Restricted funds 10 month period ended 31 December 2022 £</i>	<i>Unrestricted funds 10 month period ended 31 December 2022 £</i>	<i>Total 10 month period ended 31 December 2022 £</i>
Programme delivery and evaluation	1,747,345	14,464	1,761,809
Donations	15,000	-	15,000
Sundry expenses	(2,063)	(3,767)	(5,830)
Governance costs	19,091	1,122	20,213
<b>Total 2022</b>	<b>1,779,373</b>	<b>11,819</b>	<b>1,791,192</b>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**6. Analysis of expenditure by activities**

	<b>Activities undertaken directly 12 months ended 31 December 2023 £</b>	<b>Support costs 12 months ended 31 December 2023 £</b>	<b>Total funds 12 months ended 31 December 2023 £</b>
Programme delivery and evaluation	1,551,094	-	<b>1,551,094</b>
Donations	97,352	-	<b>97,352</b>
Sundry expenses	51,309	-	<b>51,309</b>
Governance costs	-	22,459	<b>22,459</b>
<b>Total 2023</b>	<b>1,699,755</b>	<b>22,459</b>	<b>1,722,214</b>

	<i>Activities undertaken directly 10 month period ended 31 December 2022 £</i>	<i>Support costs 10 month period ended 31 December 2022 £</i>	<i>Total funds 10 month period ended 31 December 2022 £</i>
Programme delivery and evaluation	1,761,809	-	1,761,809
Donations	15,000	-	15,000
Sundry expenses	(5,830)	-	(5,830)
Governance costs	-	20,213	20,213
<i>Total 2022</i>	<b>1,770,979</b>	<b>20,213</b>	<b>1,791,192</b>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**7. Auditor's remuneration**

	<b>12 month period ended 31 December 2023 £</b>	<i>10 month period ended 31 December 2022 £</i>
Fees payable to the Charity's auditor for the audit of the Charity's annual accounts	<b>9,350</b>	8,500
Fees payable to the Charity's auditor in respect of: All non-audit services not included above	<b>1,650</b>	1,500
	<b>=====</b>	<b>=====</b>

**8. Staff costs**

During the year pro bono support was provided at a calculated value of £60,000 (2022 - £235,773) and has been recognised as a donation in kind.

This year staff costs have been recharged to CUI - Count Us In Limited to the value of £440,625 (2022: £532,050).

The key management personnel of the Charity comprise Trustees and the Senior Management Team. No employee benefits were paid to key management personnel directly through Count Us In during the year and of the pro bono support noted above, £Nil related to services provided by key management personnel (2022: £Nil). In the current year staff costs were recharged from Leaders' Quest Limited and of these costs £219,000 (2022: £269,250) related to key management personnel.

**9. Trustees' remuneration and expenses**

During the year, no Trustees received any remuneration or other benefits (2022 - £NIL).

During the year ended 31 December 2023, no Trustee expenses have been incurred (2022 - £NIL).

**10. Debtors**

	<b>2023 £</b>	<b>2022 £</b>
<b>Due within one year</b>		
Trade debtors	<b>201,096</b>	142,215
VAT recoverable	<b>104,843</b>	292,212
Prepayments and accrued income	<b>4,377</b>	-
	<b>=====</b>	<b>=====</b>
	<b>310,316</b>	434,427
	<b>=====</b>	<b>=====</b>

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**11. Creditors: Amounts falling due within one year**

	2023 £	2022 £
Trade creditors	101,688	39,491
Amounts owed to group undertakings	-	53,723
Other creditors	7	-
Accruals and deferred income	572,184	562,090
	<u>673,879</u>	<u>655,304</u>
	<u><u>673,879</u></u>	<u><u>655,304</u></u>
	2023 £	2022 £
<b>Deferred income</b>		
Deferred income at 1 January 2023	500,000	-
Resources deferred during the period and outstanding at period end	500,000	500,000
Amounts released from previous periods	(500,000)	-
	<u>500,000</u>	<u>500,000</u>
	<u><u>500,000</u></u>	<u><u>500,000</u></u>

Deferred income relates to a £1,000,000 grant received in the year which covers a 2 year period, £500,000 is therefore considered deferred income at the year end.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**12. Statement of funds**

**Statement of funds - current year**

	<b>Balance at 1 January 2023 £</b>	<b>Income £</b>	<b>Expenditure £</b>	<b>Balance at 31 December 2023 £</b>
<b>Unrestricted funds</b>				
General Funds	174,772	-	(100,531)	74,241
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Restricted funds</b>				
Count Us In	701,592	1,639,037	(1,625,041)	715,588
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Total of funds</b>	<b>876,364</b>	<b>1,639,037</b>	<b>(1,725,572)</b>	<b>789,829</b>
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**12. Statement of funds (continued)**

**Statement of funds - prior year**

	<i>Balance at 1 April 2022</i>	<i>Income</i>	<i>Expenditure</i>	<i>Transfers in/out</i>	<i>Gains/ (Losses)</i>	<i>Balance at 31 December 2022</i>
	£	£	£	£	£	£
<b>Unrestricted funds</b>						
General Funds	172,487	10,926	(16,822)	3,178	5,003	174,772
<b>Restricted funds</b>						
Anonymous donation	5,480	-	-	(5,480)	-	-
Porticus Regenerative Economies	(5,530)	-	-	5,530	-	-
Count Us In	961,534	1,755,204	(2,018,388)	-	3,242	701,592
Porticus - Countdown	1,478	-	-	(1,478)	-	-
Kenya Host - CleanStart	1,750	-	-	(1,750)	-	-
	<u>964,712</u>	<u>1,755,204</u>	<u>(2,018,388)</u>	<u>(3,178)</u>	<u>3,242</u>	<u>701,592</u>
<b>Total of funds</b>	<u><u>1,137,199</u></u>	<u><u>1,766,130</u></u>	<u><u>(2,035,210)</u></u>	<u><u>-</u></u>	<u><u>8,245</u></u>	<u><u>876,364</u></u>

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**12. Statement of funds (continued)**

**Count Us In** - A programme to raise awareness of the effects of climate change and encourage people to change their practices to reduce carbon emissions. **It aims to inspire individuals, communities and organisations to significantly reduce their carbon pollution and challenge world leaders to deliver bold, global change.** Count Us In is funded by grants from Quadrature Climate Foundation and other donations.

**Anonymous donation** - Investing in non-profit organisations in the middle east.

**Porticus Regenerative Economies** - A deep-dive study into new economic thinking broadly defined as 'regenerative economics'. Including a project to prototype and test a set of tools and interventions, to inspire and mobilize a network of business leaders to accelerate the shift to regenerative business.

**Porticus - Countdown** - A project to use worldwide, freely accessible arts-based projects to maximise understanding and awareness of sustainable development and climate change. Part of Countdown, a global leader-supported initiative that champions and accelerates solutions to the climate crisis.

**Kenya Host - CleanStart** - A programme based in Kenya, preventing the poverty - crime - incarceration cycle, by equipping formerly incarcerated women and youth with entrepreneurial skills and jobs for a sustainable decent livelihood.

Transfers during the prior period between the restricted funds under the name of Leaders' Quest Foundation and the unrestricted funds occurred due to them being for projects no longer applicable and therefore it was agreed with the grantors and donors of the restricted funds to reallocate these funds.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**13. Summary of funds**

**Summary of funds - current year**

	<b>Balance at 1 January 2023 £</b>	<b>Income £</b>	<b>Expenditure £</b>	<b>Balance at 31 December 2023 £</b>
General funds	174,772	-	(100,531)	74,241
Restricted funds	701,592	1,639,037	(1,625,041)	715,588
	<u>876,364</u>	<u>1,639,037</u>	<u>(1,725,572)</u>	<u>789,829</u>

**Summary of funds - prior year**

	<i>Balance at 1 April 2022 £</i>	<i>Income £</i>	<i>Expenditure £</i>	<i>Transfers in/out £</i>	<i>Gains/ (Losses) £</i>	<i>Balance at 31 December 2022 £</i>
General funds	172,487	10,926	(16,822)	3,178	5,003	174,772
Restricted funds	964,712	1,755,204	(2,018,388)	(3,178)	3,242	701,592
	<u>1,137,199</u>	<u>1,766,130</u>	<u>(2,035,210)</u>	<u>-</u>	<u>8,245</u>	<u>876,364</u>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

**14. Analysis of net assets between funds**

**Analysis of net assets between funds - current year**

	<b>Restricted funds 2023 £</b>	<b>Unrestricted funds 2023 £</b>	<b>Total funds 2023 £</b>
Current assets	715,588	748,120	<b>1,463,708</b>
Creditors due within one year	-	(673,879)	<b>(673,879)</b>
<b>Total</b>	<u>715,588</u>	<u>74,241</u>	<u><b>789,829</b></u>

**Analysis of net assets between funds - prior year**

	<i>Restricted funds 2022 £</i>	<i>Unrestricted funds 2022 £</i>	<i>Total funds 2022 £</i>
Current assets	701,592	830,076	1,531,668
Creditors due within one year	-	(655,304)	(655,304)
<b>Total</b>	<u>701,592</u>	<u>174,772</u>	<u>876,364</u>

**15. Reconciliation of net movement in funds to net cash flow from operating activities**

	<b>12 month period ended 31 December 2023 £</b>	<i>10 month period ended 31 December 2022 £</i>
Net expenditure for the year (as per Statement of Financial Activities)	<b>(86,535)</b>	(260,835)
<b>Adjustments for:</b>		
Decrease/(increase) in debtors	<b>124,111</b>	(163,751)
Increase in creditors	<b>18,575</b>	405,336
<b>Net cash provided by/(used in) operating activities</b>	<u><b>56,151</b></u>	<u>(19,250)</u>

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**16. Analysis of cash and cash equivalents**

	2023 £	2022 £
Cash in hand	<u>1,153,392</u>	<u>1,097,241</u>

**17. Analysis of changes in net debt**

	At 1 January 2023 £	Cash flows £	At 31 December 2023 £
Cash at bank and in hand	<u>1,097,241</u>	<u>56,151</u>	<u>1,153,392</u>

**18. Related party transactions**

The Charity benefits from certain staff time donated by connected companies including Leaders' Quest Limited. During the period staff costs and expenses were recharged to the charity, totalling £483,219 (2022: £532,050). At the year-end £25,385 (2022: £53,723) was owed to Leaders' Quest Limited.

The charity works with LQ Foundation USA (formerly Future Stewards) to raise funds and facilitate grants. The charity received donations from LQ Foundation USA totalling £43,836 (2022: £62,000). At the year end, £Nil (March 2022: £Nil) was due to the charity.

**Count Us In**

England & Wales - Charity number 1195686

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# Accounts

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**CUI - COUNT US IN LIMITED**  
operating as Count Us In

formerly known as  
**Future Stewards Foundation**  
formerly known as  
**Leaders' Quest Foundation**  
(A Company Limited by Guarantee)

**TRUSTEES' REPORT AND FINANCIAL STATEMENTS**

**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISERS  
FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**Trustees** L Levin (resigned 19 June 2023)  
M Lyon  
C Maddox  
F Napier (resigned 26 July 2022)  
N Topping (appointed 19 June 2023)  
K Umeasiegbu

**Company registered number** 13199784

**Charity registered number** 1195686

**Registered office** First Floor  
10 Queen Street Place  
London  
EC4R 1BE

**Company secretary** J Greenway

**Independent auditor** Crowe U.K. LLP  
Black Country House  
Rounds Green Road  
Oldbury  
West Midlands  
B69 2DG

**Bankers** HSBC  
6 Commercial Way  
Woking  
Surrey  
GU21 6EZ

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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The trustees present their annual report, together with the audited financial statements of CUI – Count Us In Limited (Count Us In) for the period ended 31 December 2022. The financial statements have been prepared in accordance with the accounting policies set out in note 2 to the accounts and comply with the charity's trust deed, the Charities Act 2011, the Charities Statement of Recommended Practice (second edition) and Financial Reporting Standard FRS 102.

**Objectives and activities for the public benefit**

One of our charitable aims is to promote sustainable development through the preservation, conservation and protection of the environment and the prudent use of resources. We do this through 'Count Us In'.

Count Us In is building a global community of people and organisations taking high-impact steps to address climate change. Over the next decade, we aim to inspire people who are aware of climate change (but not yet active) to take practical steps in their lives to reduce carbon pollution and persuade leaders everywhere to deliver solutions at scale.

Count Us In has collaborated with some of the world's most respected climate science experts to identify a set of high-impact steps individuals can take to significantly reduce their emissions and, at the same time, influence leaders to deliver bold solutions to the climate crisis – at scale.

To reach people through their passions and interests, Count Us In works with some of the world's largest and most ambitious organisations and communities.

Every step taken by the Count Us In community is part of our global aggregator, providing people with powerful evidence to understand, measure and promote effective action. To date, the Count Us In community has taken 17+ million steps to protect what they love from climate change.

Count Us In is backed by some of the world's leading voices on climate action. These include the co-architects of the historic 2015 Paris Agreement, Christiana Figueres and Tom Rivett-Carnac; UN Climate Change High-Level Champion at COP26, Nigel Topping; and a prominent group of voices across sport, film, music, policy-making and religion.

We are confident that we are building the largest and most ambitious citizen-led effort to avert the impacts of climate change. Our community spans over 100 organisations, ranging from the EU and WWF to IKEA and Tottenham Hotspur FC and the United Nations Environment Programme and EKTARA. You can learn more about our work with individuals, communities, organisations and action platforms [here](#).

The Trustees confirm they have referred to Charity Commission guidance on public benefit when reviewing the charity's objectives, approach, impact and future plans.

**A review of our achievements and performance**

In 2022, examples of our work with some of the world's largest and most influential organisations include:

- Partnering with the filmmakers of Netflix's blockbuster Don't Look Up to develop a climate action platform to accompany the film, helping viewers channel their interest and concern into direct action.
- Green Football Weekend – a campaign in collaboration with 80 of the UK's top football clubs, Sky and BT Sport, and supported by the Premier League, EFL and WSL, to unleash the power of football and rally fans and families to take action on climate change.
- Working with Intuit to empower SMEs worldwide to understand how they can take business-relevant climate action, via a co-created app that sits within Intuit QuickBooks. This invites their customers and small businesses to take meaningful steps to reduce their impact and save money.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**Plans for the future**

We will continue to focus on our efforts through the Count Us In initiative.

**Fundraising**

Due in large part to the generosity of our existing donor base, during 2022, the charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

**Financial review**

During the period, the charity received income of £1,766,130 (2021: £2,822,466), a decrease from the previous year. This income relates to a 9-month period (April to December), as compared to the previous year's metric of 12 months (April to March). In this period, Count Us In was the charity's main activity, and the income was a mix of philanthropic funding from Quadrature Climate Foundation (Company No 12194319/ Charity No 1187301), plus sales and pro bono support. Count Us In runs campaigns with clients who pay for our advisory and/or platform services. These campaigns – which clients pay Count Us In to provide – are free to the end-user (general public). Clients include businesses, government agencies and other organisations wishing to run campaigns that drive climate action and ultimately inspire employees, consumers, audiences, members to take personal climate action. We also received the final installment from the Golden Bottle Trust grant to support our global network of LQ community members / changemakers.

**Risk management**

The Trustees regularly review major risks to which the Foundation is exposed, and are satisfied that systems are in place to mitigate those risks.

During the 2022 period, a key risk identified related to Count Us In income / fundraising strategy– namely the risk of clients/funding partners changing strategic course or deciding not to scale pilot programmes.

To mitigate this risk we will:

- Deliver on current programmes to build commercial revenues.
- Continue to build pipeline of philanthropic funders.

**Reserves policy**

The Trustees' policy is to maintain free reserves at a level of at least 25% of unrestricted expenditure. Based on this, the free reserves target for 2022 would be £4,754. At 31 December 2022, total funds amounted to £876,364. This includes restricted funds of £701,592. Unrestricted funds amount to £174,772. There are no designated funds or tangible fixed assets, and the free reserves therefore equate to £174,772. Our free reserves are above the target of £4,754. This has been considered by the Trustees and plans will be implemented to transfer the free reserves to NGOs in the Leaders' Quest community via Future Stewards, Inc. (formerly Leaders' Quest Foundation-USA).

**Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**Structure, governance and management**

**Governing document.** CUI – Count Us In Limited is registered in England under company number 13199784, and operates as Count Us In under charity number 1195686. Count Us In was established as an incorporated charity to take over the operations of Leaders' Quest Foundation (LQF), charity number 1104192, which was a trust. All of the activities of LQF transitioned into the Count Us In charity on 1st April 2022.

**Name.** The name of the charity changed to Count Us In on 2 June 2023. Prior to this it was named 'Future Stewards Foundation'.

**Financial Year.** The financial year for the charity is January to December. The financial year for the previous entity, LQF (charity number 1104192) was April to March, and so this set of accounts covers 9 months of financial data (April 2022 to December 2022), versus 12 months for the previous entity (LQF).

**Trustees.** The Trust Deed provides for a minimum of three Trustees; the charity currently has four Trustees. Any decision to appoint new Trustees is made by agreement by existing Trustees, with a view to building the diversity of skills and experience available on the Board. Candidates are sought through advertising and Count Us In networks, and shortlisted by an industry-leading recruitment agency. Potential candidates are interviewed by existing Board members and programme team members, and benefit from detailed introductory meetings and handover documents on joining the Board, including the charity's policy documents and Minutes of recent Board meetings.

**Organisational structure.** At the quarterly Trustees' meetings, the broad strategy and areas of activity for the charity are agreed. These include consideration of grant making, investment, reserves and risk management policies and performance. As there are no staff employed directly by the charity, this does not currently include any requirement to consider remuneration of key personnel.

**Key management personnel.** Currently, the charity is supported by Leaders' Quest Ltd employees for administrative and programme support. Daily operational activities are delegated to this team, led by CFO Jodi Kamming, and guided by strategy and policy agreed at Trustees' meetings. For example payments may be made and received as long as within thresholds authorised under the charity's Financial Due Diligence policy. This operational team will propose key strategic and administrative topics for discussion, and draft policies for review, for the Trustees' attention.

**Network.** The charity is an independent charity established for exclusively charitable purposes, and which is connected to a group of non-charities (which are not profit-distributing). The charity works with Future Stewards, Inc. (formerly Leaders' Quest Foundation-USA) to raise funds. In addition, the charity works through Leaders' Quest Ltd and trusted partner organisations to deliver its programmes. The charity retains overall independence in relation to its mission and activities. The Trustees have considered the Charity Commission's guidance on charities connected to non-charities.

The charity Trustees are aware of the Charity Governance code, including the updates to the code in 2020 in relation to equality, diversity and inclusion. The Trustees are in the process of reviewing the code and ensuring it is applied.

**Trustees' responsibilities statement**

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).

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**TRUSTEES' REPORT (CONTINUED)**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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The law applicable to charities in England & 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 period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and apply them consistently.
- Observe the methods and principles in the Charities SORP.
- Make judgments and accounting estimates that are reasonable and prudent.
- 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 proper accounting records that are sufficient to show and explain the charity's transactions and 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.

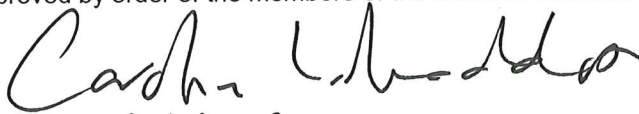
**Disclosure of information to auditor**

Each of the persons who are Trustees at the time when this Trustees' report is approved has confirmed that, so far as that Trustee is aware, there is no relevant audit information of which the charity's auditor is unaware, and that Trustee has taken all the steps that ought to have been taken as a Trustee in order to be aware of any relevant audit information and to establish that the charity's auditor is aware of that information.

**Auditor**

The auditor, Crowe U.K. LLP, has indicated his willingness to continue in office. The designated Trustees will propose a motion reappointing the auditor at a meeting of the Trustees.

Approved by order of the members of the board of Trustees and signed on their behalf by:



C Maddox CHAIR

Date: 13<sup>th</sup> September 2023

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED**

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**Opinion**

We have audited the financial statements of CUI - Count Us In Limited (the 'charity') for the period ended 31 December 2022 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the related notes, 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 31 December 2022 and of its incoming resources and application of resources, including its income and expenditure for the period 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 United Kingdom, including the Financial Reporting Council'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.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED (CONTINUED)**

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**Other information**

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

We have nothing to report in this regard.

**Opinion 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 for the financial period for which the financial statements are prepared is consistent with the financial statements.
- the Trustees' Report has been prepared in accordance with applicable legal requirements.

**Matters on which we are required to report by exception**

In the light of 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 Trustees' Report.

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

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

**Responsibilities of Trustees**

As explained more fully in the Trustees' Responsibilities Statement, 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

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED (CONTINUED)**

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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 extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks within which the Company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006. We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the Company's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the Company for fraud. The laws and regulations we considered in this context for the UK operations were General Data Protection Regulation (GDPR), Anti-fraud, bribery and corruption legislation, environmental protection legislation, Health and safety legislation, Taxation legislation and Employment legislation.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Directors and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be in the following areas: timing of recognition of income; the override of controls by management, including posting of unusual journals; and inappropriate treatment of non-routine transactions and areas of estimation uncertainty.

Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, review and discussion of non-routine transactions, sample testing on the posting of journals and income transactions, review of accounting estimates for biases, and review of governor meeting minutes.

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. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF CUI - COUNT US IN LIMITED (CONTINUED)**

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**Use of our report**

This report is made solely to the Charity's trustees, 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.

*Kerry Brown*

**Kerry Brown (Senior Statutory Auditor)**

for and on behalf of

**Crowe U.K. LLP**

Statutory Auditor

Black Country House

Rounds Green Road

Oldbury

West Midlands

B69 2DG

Date: 27 September 2023

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND EXPENDITURE ACCOUNT)  
FOR THE PERIOD ENDED 31 DECEMBER 2022**

	Note	Restricted funds 10 month period ended 31 December 2022 £	Unrestricted funds 10 month period ended 31 December 2022 £	Total funds 10 month period ended 31 December 2022 £	<i>Total funds Leaders' Quest Foundation year ended 31 March 2022 £</i>
<b>Income from:</b>					
Donations and legacies	3	235,773	925	236,698	1,389,744
Charitable activities	4	1,517,589	10,000	1,527,589	1,432,722
Other trading activities	5	1,842	-	1,842	-
Investments	6	-	1	1	-
<b>Total income</b>		<b>1,755,204</b>	<b>10,926</b>	<b>1,766,130</b>	<b>2,822,466</b>
<b>Expenditure on:</b>					
Raising funds		235,773	-	235,773	626,277
Charitable activities	7	1,779,373	11,819	1,791,192	2,051,066
<b>Total expenditure</b>		<b>2,015,146</b>	<b>11,819</b>	<b>2,026,965</b>	<b>2,677,343</b>
<b>Net (expenditure)/income</b>		<b>(259,942)</b>	<b>(893)</b>	<b>(260,835)</b>	<b>145,123</b>
Transfers between funds	14	(3,178)	3,178	-	-
<b>Net movement in funds</b>		<b>(263,120)</b>	<b>2,285</b>	<b>(260,835)</b>	<b>145,123</b>
<b>Reconciliation of funds:</b>					
Total funds transferred in/brought forward		964,712	172,487	1,137,199	992,076
Net movement in funds		(263,120)	2,285	(260,835)	145,123
<b>Total funds carried forward</b>		<b>701,592</b>	<b>174,772</b>	<b>876,364</b>	<b>1,137,199</b>

The comparatives for CUI - Count Us In Limited (formerly Future Stewards Foundation) for the year ended 28 February 2022 was nil for all lines.

The Statement of Financial Activities includes all gains and losses recognised in the period.

The notes on pages 13 to 29 form part of these financial statements.

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**  
**REGISTERED NUMBER: 13199784**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2022**

	Note	31 December 2022 £	Leaders' Quest Foundation 31 March 2022 £
<b>Current assets</b>			
Debtors	12	434,427	270,676
Cash at bank and in hand		1,097,241	1,116,491
		<u>1,531,668</u>	<u>1,387,167</u>
Creditors: amounts falling due within one year	13	(655,304)	(249,968)
<b>Net current assets</b>		<u>876,364</u>	<u>1,137,199</u>
<b>Total net assets</b>		<u><u>876,364</u></u>	<u><u>1,137,199</u></u>
<b>Charity funds</b>			
Restricted funds	14	701,592	964,712
Unrestricted funds	14	174,772	172,487
<b>Total funds</b>		<u><u>876,364</u></u>	<u><u>1,137,199</u></u>

The comparatives for CUI - Count Us In Limited (formerly Future Stewards Foundation) for the year ended 28 February 2022 was nil for all lines.

The Trustees acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and preparation of financial statements.

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

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:



**C Maddox**  
Chair

Date: 13<sup>th</sup> September 2023

The notes on pages 13 to 29 form part of these financial statements.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**STATEMENT OF CASH FLOWS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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	<b>Note</b>	<b>10 month period ended 31 December 2022 £</b>	<i>year ended 31 March 2022 £</i>
<b>Cash flows from operating activities</b>			
Net cash used in operating activities	17	<b>(19,250)</b>	<i>648,405</i>
		<hr/>	<hr/>
<b>Change in cash and cash equivalents in the period</b>		<b>(19,250)</b>	<i>648,405</i>
Cash and cash equivalents at the beginning of the period		<b>1,116,491</b>	<i>468,086</i>
		<hr/>	<hr/>
<b>Cash and cash equivalents at the end of the period</b>	18	<b>1,097,241</b>	<i>1,116,491</i>
		<hr/> <hr/>	<hr/> <hr/>

The notes on pages 13 to 29 form part of these financial statements

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**1. General information**

CUI - Count Us In Limited is a Company limited by guarantee (registered number 13199784), which is incorporated and registered in England and Wales. It is a registered Charity in England and Wales (Charity number 1195686). The registered office and primary place of business is First Floor, 10 Queen Street Place, London, EC4R 1BE. A description of the Charities principal activities and operations can be found in the Trustees report.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared in accordance with the Charities SORP (FRS 102) - 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 Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

CUI - Count Us In Limited meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

**Merger and accounting period length**

CUI - Count Us In Limited (formerly known as Future Stewards Foundation) was dormant from its incorporation in February 2021 until 1 April 2022. On 1 April 2022 it merged with Leaders' Quest Foundation (Charity number 1104192) and acquired all of its activities.

These financial statements are for a 10 month period due to CUI - Count Us In Limited shortening it's accounting period end from 28 February 2023 to 31 December 2022. The comparatives are for a 12 month period of Leaders' Quest Trading, due to CUI - Count Us In Limited being dormant for the whole of that period. The comparative balance sheet at 31 March 2022 is that of Leaders' Quest Foundation (CUI - Count Us In Limited had a balance sheet of nil net assets at both 28 February 2022 and 31 March 2022). The current 10 month period incorporates the dormant first month of CUI - Count Us In Limited and then the newly merged entity figures from 1 April 2022.

**2.2 Going concern**

After making appropriate enquiries, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**2. Accounting policies (continued)**

**2.3 Income**

All income is recognised once the Charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably.

Income tax recoverable in relation to investment income is recognised at the time the investment income is receivable.

On receipt, donated professional services and facilities are recognised on the basis of the value of the gift to the Charity which is the amount it would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt. Due to its nature this is a significant estimate.

**2.4 Expenditure**

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, 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 classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Expenditure on raising funds includes all expenditure incurred by the Charity to raise funds for its charitable purposes and includes costs of all fundraising activities events and non-charitable trading.

Expenditure on charitable activities is incurred on directly undertaking the activities which further the Charity's objectives, as well as any associated support costs.

All expenditure is inclusive of irrecoverable VAT.

**2.5 Interest receivable**

Interest on funds held on deposit is included when receivable and the amount can be measured reliably by the Charity; this is normally upon notification of the interest paid or payable by the institution with whom the funds are deposited.

**2.6 Debtors**

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

**2.7 Cash at bank and in hand**

Cash at bank and in hand includes cash and short-term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

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**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**2. Accounting policies (continued)**

**2.8 Liabilities and provisions**

Liabilities are recognised when there is an obligation at the Balance Sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably.

Liabilities are recognised at the amount that the Charity anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

Provisions are measured at the best estimate of the amounts required to settle the obligation. Where the effect of the time value of money is material, the provision is based on the present value of those amounts, discounted at the pre-tax discount rate that reflects the risks specific to the liability. The unwinding of the discount is recognised in the Statement of Financial Activities as a finance cost.

**2.9 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 with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

**2.10 Fund accounting**

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and which have not been designated for other purposes.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Charity for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

Investment income, gains and losses are allocated to the appropriate fund.

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**3. Income from donations and legacies**

	<b>Restricted funds 10 month period ended 31 December 2022 £</b>	<b>Unrestricted funds 10 month period ended 31 December 2022 £</b>	<b>Total funds 10 month period ended 31 December 2022 £</b>
Donations	-	925	<b>925</b>
Donation in kind	235,773	-	<b>235,773</b>
<b>Total 2022</b>	235,773	925	<b>236,698</b>
		<i>Restricted funds 12 months ended 31 March 2022 £</i>	<i>Total funds 12 months ended 31 March 2022 £</i>
Donations		763,467	763,467
Donation in kind		626,277	626,277
<i>Total 2022</i>		<i>1,389,744</i>	<i>1,389,744</i>

Restricted donations in kind include £190,773 from Accenture (March 2022: £611,277) and £45,000 from other external partners (March 2022: £15,000).

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**4. Income from charitable activities**

	<b>Restricted funds 10 month period ended 31 December 2022 £</b>	<b>Unrestricted funds 10 month period ended 31 December 2022 £</b>	<b>Total funds 10 month period ended 31 December 2022 £</b>
Grants	562,001	-	<b>562,001</b>
Consultancy Income	955,588	10,000	<b>965,588</b>
<b>Total 2022</b>	<u>1,517,589</u>	<u>10,000</u>	<u><b>1,527,589</b></u>

Included within consultancy income is a gain on foreign exchange from the receipt of dollars in the year of £61,389.

	<i>Restricted funds 12 month ended 31 March 2022 £</i>	<i>Unrestricted funds 12 month ended 31 March 2022 £</i>	<i>Total funds 12 month ended 31 March 2022 £</i>
Grants	1,420,941	-	1,420,941
Consultancy Income	-	11,781	11,781
<i>Total 2022</i>	<u>1,420,941</u>	<u>11,781</u>	<u>1,432,722</u>

**CUI - COUNT US IN LIMITED**  
**(A Company Limited by Guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**5. Income from other trading activities**

**Income from fundraising events**

	<b>Restricted funds 10 month period ended 31 December 2022 £</b>	<b>Total funds 10 month period ended 31 December 2022 £</b>	<i>Total funds 12 month period ended 31 March 2022 £</i>
Referral fees	1,842	1,842	-
	1,842	1,842	-

**6. Investment income**

	<b>Unrestricted funds 10 month period ended 31 December 2022 £</b>	<b>Total funds 10 month period ended 31 December 2022 £</b>	<i>Total funds 12 month period ended 31 March 2022 £</i>
Interest receivable	1	1	-
	1	1	-

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**7. Analysis of expenditure on charitable activities**

**Summary by fund type**

	<b>Restricted funds 10 month period ended 31 December 2022 £</b>	<b>Unrestricted funds 10 month period ended 31 December 2022 £</b>	<b>Total 10 month period ended 31 December 2022 £</b>
Programme delivery and evaluation	1,747,345	14,464	<b>1,761,809</b>
Donations	15,000	-	<b>15,000</b>
Sundry expenses	(2,063)	(3,767)	<b>(5,830)</b>
Governance costs	19,091	1,122	<b>20,213</b>
<b>Total 2022</b>	<b>1,779,373</b>	<b>11,819</b>	<b>1,791,192</b>

	<i>Restricted funds 12 month period ended 31 March 2022 £</i>	<i>Unrestricted funds 12 month period ended 31 March 2022 £</i>	<i>Total 12 month period ended 31 March 2022 £</i>
Programme delivery and evaluation	1,843,162	(6,721)	1,836,441
Donations	125,000	9,990	134,990
Sundry expenses	48,150	(12,371)	35,779
Governance costs	-	43,856	43,856
<b>Total 2022</b>	<b>2,016,312</b>	<b>34,754</b>	<b>2,051,066</b>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**8. Analysis of expenditure by activities**

	<b>Activities undertaken directly 10 month period ended 31 December 2022 £</b>	<b>Support costs 10 month period ended 31 December 2022 £</b>	<b>Total funds 10 month period ended 31 December 2022 £</b>
Programme delivery and evaluation	1,761,809	-	1,761,809
Donations	15,000	-	15,000
Sundry expenses	(5,830)	-	(5,830)
Governance costs	-	20,213	20,213
<b>Total 2022</b>	<b>1,770,979</b>	<b>20,213</b>	<b>1,791,192</b>

	<i>Activities undertaken directly 12 month period ended 31 March 2022 £</i>	<i>Support costs 12 month period ended 31 March 2022 £</i>	<i>Total funds 12 month period ended 31 March 2022 £</i>
Programme delivery and evaluation	1,836,441	-	1,836,441
Donations	134,990	-	134,990
Sundry expenses	35,779	-	35,779
Governance costs	-	43,856	43,856
<i>Total 2022</i>	<i>2,007,210</i>	<i>43,856</i>	<i>2,051,066</i>

**CUI - COUNT US IN LIMITED**  
(A Company Limited by Guarantee)

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**9. Auditor's remuneration**

	<b>10 month period ended 31 December 2022</b>	<i>12 month period ended 31 March 2022</i>
	£	£
Fees payable to the Charity's auditor for the audit of the Charity's annual accounts	<b>10,000</b>	<i>8,900</i>

**10. Staff costs**

During the year pro bono support was provided at a calculated value of £235,773 (March 2022 - £626,277) and has been recognised as a donation in kind.

This year staff costs have been recharged to CUI - Count Us In Limited to the value of £532,050 (March 2022: £674,701)

The key management personnel of the charity comprise Trustees and the Senior Management Team. No employee benefits were paid to key management personnel directly through Count Us In during the year however of the pro bono support noted above £Nil related to services provided by key management personnel (March 2022: £Nil). In the current year staff costs were recharged from Leaders' Quest limited and of these costs £269,250 (March 2022: £579,500) related to key management personnel.

**11. Trustees' remuneration and expenses**

During the period, no Trustees received any remuneration or other benefits (2022 - £NIL).

During the period ended 31 December 2022, no Trustee expenses have been incurred (2022 - £NIL).

**12. Debtors**

	<b>31 December 2022</b>	<i>31 March 2022</i>
	£	£
<b>Due within one year</b>		
Trade debtors	<b>142,215</b>	<i>194,189</i>
VAT recoverable	<b>292,212</b>	<i>76,487</i>
	<b>434,427</b>	<i>270,676</i>

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**13. Creditors: Amounts falling due within one year**

	<b>31 December 2022</b>	<i>31 March 2022</i>
	£	£
Trade creditors	<b>39,491</b>	95,855
Amounts owed to group undertakings	<b>53,723</b>	145,211
Accruals and deferred income	<b>562,090</b>	8,902
	<b>655,304</b>	249,968
	<b>31 December 2022</b>	<i>31 March 2022</i>
	£	£
<b>Deferred income</b>		
Resources deferred during the period and outstanding at period end	<b>500,000</b>	-

Deferred income relates to a £1million grant received in the year which covers a 2 year period, £500,000 is therefore considered deferred income at the year end.

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**14. Statement of funds**

**Statement of funds - current period**

	Transferred in at 1 April 2022 £	Income £	Expenditure £	Transfers in/out £	Gains/ (Losses) £	Balance at 31 December 2022 £
<b>Unrestricted funds</b>						
General Funds	172,487	10,926	(16,822)	3,178	5,003	174,772
<b>Restricted funds</b>						
Anonymous donation	5,480	-	-	(5,480)	-	-
Porticus Regenerative Economies	(5,530)	-	-	5,530	-	-
Count Us In	961,534	1,755,204	(2,018,388)	-	3,242	701,592
Porticus - Countdown	1,478	-	-	(1,478)	-	-
Kenya Host - CleanStart	1,750	-	-	(1,750)	-	-
	<u>964,712</u>	<u>1,755,204</u>	<u>(2,018,388)</u>	<u>(3,178)</u>	<u>3,242</u>	<u>701,592</u>
<b>Total of funds</b>	<u><u>1,137,199</u></u>	<u><u>1,766,130</u></u>	<u><u>(2,035,210)</u></u>	<u><u>-</u></u>	<u><u>8,245</u></u>	<u><u>876,364</u></u>

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**14. Statement of funds (continued)**

**Statement of funds - prior period**

	<i>Balance at 1 April 2021 £</i>	<i>Income £</i>	<i>Expenditure £</i>	<i>Transfers in/out £</i>	<i>Gains/ (Losses) £</i>	<i>Balance at 31 March 2022 £</i>
<b>Unrestricted funds</b>						
General Funds	195,553	11,781	(47,224)	-	12,377	172,487
<b>Restricted funds</b>						
Anonymous donation	5,480	-	-	-	-	5,480
Porticus Regenerative Economies	25,846	-	(31,376)	-	-	(5,530)
Count Us In	688,294	2,644,869	(2,370,292)	-	(1,337)	961,534
Porticus - Countdown	76,903	129,066	(204,491)	-	-	1,478
Kenya Host - CleanStart	-	36,750	(35,000)	-	-	1,750
	<u>796,523</u>	<u>2,810,685</u>	<u>(2,641,159)</u>	<u>-</u>	<u>(1,337)</u>	<u>964,712</u>
<b>Total of funds</b>	<u><u>992,076</u></u>	<u><u>2,822,466</u></u>	<u><u>(2,688,383)</u></u>	<u><u>-</u></u>	<u><u>11,040</u></u>	<u><u>1,137,199</u></u>

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**14. Statement of funds (continued)**

**Anonymous donation** - Investing in non-profit organisations in Israel and Palestine.

**Porticus Regenerative Economies** - A deep-dive study into new economic thinking broadly defined as 'regenerative economics'. Including a project to prototype and test a set of tools and interventions, to inspire and mobilize a network of business leaders to accelerate the shift to regenerative business.

**Count Us In** - A programme to raise awareness of the effects of climate change and encourage people to change their practices to reduce carbon emissions. **It aims to inspire individuals, communities and organisations to significantly reduce their carbon pollution and challenge world leaders to deliver bold, global change.** Count Us In is funded by grants from Quadrature Climate Foundation and other donations.

**Porticus - Countdown** - A project to use worldwide, freely accessible arts-based projects to maximise understanding and awareness of sustainable development and climate change. Part of Countdown, a global leader-supported initiative that champions and accelerates solutions to the climate crisis.

**Kenya Host - CleanStart** - A programme based in Kenya, preventing the poverty - crime - incarceration cycle, by equipping formerly incarcerated women and youth with entrepreneurial skills and jobs for a sustainable decent livelihood.

Transfers during the period between the restricted funds under the name of Leaders' Quest Foundation and the unrestricted funds occurred due to them being for projects no longer applicable and therefore it was agreed with the grantors and donors of the restricted funds to reallocate these funds.

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**15. Summary of funds**

**Summary of funds - current period**

	Transferred in at 1 April 2022 £	Income £	Expenditure £	Transfers in/out £	Gains/ (Losses) £	Balance at 31 December 2022 £
General funds	172,487	10,926	(16,822)	3,178	5,003	174,772
Restricted funds	964,712	1,755,204	(2,018,388)	(3,178)	3,242	701,592
	<u>1,137,199</u>	<u>1,766,130</u>	<u>(2,035,210)</u>	<u>-</u>	<u>8,245</u>	<u>876,364</u>

**Summary of funds - prior period**

	<i>Balance at 1 April 2021 £</i>	<i>Income £</i>	<i>Expenditure £</i>	<i>Gains/ (Losses) £</i>	<i>Balance at 31 March 2022 £</i>
General funds	195,553	11,781	(47,224)	12,377	172,487
Restricted funds	796,523	2,810,685	(2,641,159)	(1,337)	964,712
	<u>992,076</u>	<u>2,822,466</u>	<u>(2,688,383)</u>	<u>11,040</u>	<u>1,137,199</u>

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**16. Analysis of net assets between funds**

**Analysis of net assets between funds - current period**

	<b>Restricted funds 31 December 2022 £</b>	<b>Unrestricted funds 31 December 2022 £</b>	<b>Total funds 31 December 2022 £</b>
Current assets	701,592	830,076	<b>1,531,668</b>
Creditors due within one year	-	(655,304)	<b>(655,304)</b>
<b>Total</b>	<u>701,592</u>	<u>174,772</u>	<u><b>876,364</b></u>

**Analysis of net assets between funds - prior period**

	<i>Restricted funds 31 March 2022 £</i>	<i>Unrestricted funds 31 March 2022 £</i>	<i>Total funds 31 March 2022 £</i>
Current assets	964,712	422,455	1,387,167
Creditors due within one year	-	(249,968)	(249,968)
<b>Total</b>	<u>964,712</u>	<u>172,487</u>	<u>1,137,199</u>

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**17. Reconciliation of net movement in funds to net cash flow from operating activities**

	<b>10 month period ended 31 December 2022 £</b>	<i>year ended 31 March 2022 £</i>
Net income/expenditure for the period (as per Statement of Financial Activities)	<b>(260,835)</b>	145,123
<b>Adjustments for:</b>		
Gains on foreign exchange	<b>8,245</b>	11,040
(Increase)/decrease in debtors	<b>(163,751)</b>	312,681
Increase in creditors	<b>405,336</b>	190,601
<b>Net cash provided by/(used in) operating activities</b>	<b>(11,005)</b>	659,445

**18. Analysis of cash and cash equivalents**

	<b>31 December 2022 £</b>	<i>31 March 2022 £</i>
Cash in hand	<b>1,097,241</b>	1,116,491
<b>Total cash and cash equivalents</b>	<b>1,097,241</b>	1,116,491

**19. Analysis of changes in net debt**

	<b>At 1 April 2022 £</b>	<b>Cash flows £</b>	<b>At 31 December 2022 £</b>
Cash at bank and in hand	<b>1,116,491</b>	<b>(19,250)</b>	<b>1,097,241</b>
	<b>1,116,491</b>	<b>(19,250)</b>	<b>1,097,241</b>

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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

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**20. Related party transactions**

The charity benefits from certain staff time from connected companies including Leaders Quest LLC of which the Trustee LC Levin is a director. During the period staff costs were recharged to the charity, totalling £Nil (March 2022: £91,488). At the year-end £Nil (March: £91,448) was owed to Leaders' Quest LLC.

The charity benefits from certain staff time donated by connected companies including Leaders' Quest Limited. During the period staff costs were recharged to the charity, totalling £532,050 (March 2022: £704,701). At the year-end £53,723 (March 2022: £53,723) was owed to Leaders' Quest Limited.

The charity works with Future Stewards (formerly Leaders' Quest Foundation-USA) to raise funds and facilitate grants. The charity received donations from Future Stewards totalling £62,000 (March 2022: £264,664). At the year end, £Nil (March 2022: £Nil) was due to the charity

In addition to the above the charity received donations of £Nil (March 2022: £1,000) from Trustees.