

**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**  
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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**  
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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**

		<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>	<i>Total funds Leaders' Quest Foundation year ended 31 March 2022 £</i>
	<b>Note</b>				
<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**

		<b>31 December 2022</b>	<i>Leaders' Quest Foundation 31 March 2022</i>
	<b>Note</b>	<b>£</b>	<b>£</b>
<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>10 month period ended 31 December 2022 £</b>	<i>year ended 31 March 2022 £</i>
	<b>Note</b>		
<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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**NOTES TO THE FINANCIAL STATEMENTS**  
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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.

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**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>	<b>235,773</b>	<b>925</b>	<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>	<b>1,389,744</b>	<b>1,389,744</b>

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

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**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>

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**NOTES TO THE FINANCIAL STATEMENTS**  
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**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>	<b>Total funds 12 month period ended 31 March 2022 £</b>
Referral fees	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>	<b>Total funds 12 month period ended 31 March 2022 £</b>
Interest receivable	1	1	-

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**NOTES TO THE FINANCIAL STATEMENTS  
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**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>

	<b>Restricted funds 12 month period ended 31 March 2022 £</b>	<b>Unrestricted funds 12 month period ended 31 March 2022 £</b>	<b>Total 12 month period ended 31 March 2022 £</b>
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**  
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**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	-	<b>1,761,809</b>
Donations	15,000	-	<b>15,000</b>
Sundry expenses	(5,830)	-	<b>(5,830)</b>
Governance costs	-	20,213	<b>20,213</b>
<b>Total 2022</b>	<b>1,770,979</b>	<b>20,213</b>	<b>1,791,192</b>

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

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**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  
FOR THE PERIOD ENDED 31 DECEMBER 2022**

**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)	-	-
	964,712	1,755,204	(2,018,388)	(3,178)	3,242	701,592
<b>Total of funds</b>	<b>1,137,199</b>	<b>1,766,130</b>	<b>(2,035,210)</b>	<b>-</b>	<b>8,245</b>	<b>876,364</b>

**CUI - COUNT US IN LIMITED**  
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**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 DECEMBER 2022**

**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
	796,523	2,810,685	(2,641,159)	-	(1,337)	964,712
<b>Total of funds</b>	<b>992,076</b>	<b>2,822,466</b>	<b>(2,688,383)</b>	<b>-</b>	<b>11,040</b>	<b>1,137,199</b>

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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  
FOR THE PERIOD ENDED 31 DECEMBER 2022**

**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**

	Balance at 1 April 2021 £	Income £	Expenditure £	Gains/ (Losses) £	Balance at 31 March 2022 £
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**  
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**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>	<b>701,592</b>	<b>174,772</b>	<b>876,364</b>

**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>	<b>964,712</b>	<b>172,487</b>	<b>1,137,199</b>

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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**  
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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.