

**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**  
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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**  
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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**  
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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**  
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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**  
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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**

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

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.

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

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

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

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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**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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**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.

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**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>	<b>74,997</b>	<b>-</b>	<b>74,997</b>

  

	<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>	<i>235,773</i>	<i>925</i>	<i>236,698</i>

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

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**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
<b>Total 2022</b>	<u>1,517,589</u>	<u>10,000</u>	<u><b>1,527,589</b></u>

**CUI - COUNT US IN LIMITED**  
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**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	-	<b>1,551,094</b>
Donations	-	97,352	<b>97,352</b>
Sundry expenses	48,130	3,179	<b>51,309</b>
Governance costs	22,459	-	<b>22,459</b>
<b>Total 2023</b>	<b>1,621,683</b>	<b>100,531</b>	<b>1,722,214</b>

	<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	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**  
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**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>

	<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>

**CUI - COUNT US IN LIMITED**  
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**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>	<i>8,500</i>
Fees payable to the Charity's auditor in respect of: All non-audit services not included above	<b>1,650</b>	<i>1,500</i>

**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>	<i>142,215</i>
VAT recoverable	<b>104,843</b>	<i>292,212</i>
Prepayments and accrued income	<b>4,377</b>	<i>-</i>
	<b>310,316</b>	<i>434,427</i>

**CUI - COUNT US IN LIMITED**  
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2023**

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

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

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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**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**

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

**CUI - COUNT US IN LIMITED**  
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**NOTES TO THE FINANCIAL STATEMENTS  
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**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)	-	-
	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>

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**CUI - COUNT US IN LIMITED**  
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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**  
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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2023**

**13. Summary of funds**

**Summary of funds - current year**

	Balance at 1 January 2023 £	Income £	Expenditure £	Balance at 31 December 2023 £
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**

	Balance 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>

**CUI - COUNT US IN LIMITED**  
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**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>	<b>715,588</b>	<b>74,241</b>	<b>789,829</b>

**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>	<b>701,592</b>	<b>174,772</b>	<b>876,364</b>

**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>	<b>56,151</b>	(19,250)

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**CUI - COUNT US IN LIMITED**  
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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.