

Mathematics Education for Social Mobility & Excellence

Annual Report and Financial Statements

Period from 13 June 2022 to 31 August
2023

Charity Registration Number 1199281
(England and Wales)

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Reference and administrative details

Trustees	Daniel James Abramson (Chair) Alexander Gerko Kathryn Greenhalgh Charlotte Alice Potter
Senior Leadership Team	
CEO	David Thomas (from May 2023) Robert Wilne (until May 2023)
Operations Director	Catherine Fenwick (from September 2022) Melanie Robinson (June 2022 to September 2022)
Curriculum Director Strategy Director	Sam Harvey-Brewin (from September 2022) Syreeta Allen
Secretary	Catherine Fenwick
Registered Office	Yellow Building 1 Nicholas Road London W11 4AN
Telephone	020 3116 0800
Website	https://mesme.org/
Charity Registration Number	1199281 (England and Wales)
Independent auditor	Buzzacott LLP 130 Wood Street London EC2V 6DL
Principal bankers	Lloyds Bank 95 George St Croydon CR9 2NS
Solicitors	Womble Bond Dickinson The Spark Draymans Way Newcastle Helix Newcastle Upon Tyne NE4 5DE

Trustees' report Period to 31 August 2023

The trustees present their report together with the financial statements of Mathematics Education for Social Mobility & Excellence ('MESME' or the 'Charity') for the period from 13 June 2022 to 31 August 2023. MESME has recently rebranded itself to Axiom Maths as of January 2023 but was known as MESME throughout the period of this report and has been referred to as MESME throughout. The name has not yet been re-registered with the Charities Commission.

The financial statements have been prepared in accordance with 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) ('Charities SORP FRS 102'), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011. The accounting policies underpinning the preparation of the financial statements are set out on pages 21 to 23.

Objectives and activities

a. Policies and objectives

The objectives of the organisation, as stated in the governing documents, are to advance the mathematical education of children and young people in the UK, up to and including PhD study.

We do this by delivering maths circles (as described on the next page) to high attaining disadvantaged pupils in order to increase their interest in mathematics, their skill in thinking mathematically and their emerging identity as mathematicians.

In setting objectives and planning for activities, the Trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit, including the guidance 'Public benefit: running a charity (PB2)

b. The challenge

Currently, half of children from disadvantaged families who are top attainers in maths at age 11 are no longer high attainers by the time they reach 16. MESME seeks to contribute to change this.

English mathematics outcomes have improved over recent decades as shown in the Trends in International Mathematics and Science Study (TIMSS) and Programme for International Student Assessment (PISA) This has been due in part to the pivot to 'teaching for mastery' and adoption of mastery approaches into the National Curriculum.

However, much remains to be done. Thirty thousand children in every year group who were top attainers in maths at age eleven are no longer top attainers by the time they reach sixteen. Half of disadvantaged pupils who were top attainers fall into this group. This causes individual and societal harms. These children lose out on the enriching experience of learning maths to a high level, and on the economic benefits that brings.

Employees with a maths A Level earn 10% more than someone in the same job but without that qualification. For a maths degree this rises to 30%. We lose out as a society too. In 2022 there were 16,000 specialist skilled STEM vacancies in England. Filling these would boost our economic productivity and help raise significant additional tax revenues.

Objectives and activities (continued)

c. Activities undertaken to achieve objectives

The Charity is funded to:

- 1) widen the implementation of maths circles in the UK with a focus on higher attaining pupils and in particular those from lower socio-economic backgrounds.
- 2) offer grants to related programmes which share our long-term goal of more pupils from disadvantaged backgrounds taking PhDs in the mathematical sciences.

MESME believes delivering maths circles to high-attaining pupils from lower socio-economic backgrounds will increase their interest in mathematics, improve their skill in thinking mathematically and their emerging identity as mathematicians. Funding like-minded projects will also promote maths among this target group.

1) Development and delivery of maths circles

Maths circles help keep pupils committed to maths by giving them a challenging and enriching experience, as well as social group where maths matters. In a MESME maths circle, a small group of pupils regularly come together with an experienced, knowledgeable mentor to grapple with intriguing questions, to discover and explore exciting ideas, and to learn to think like advanced mathematicians. To date, MESME has focused on delivering maths circles to pupils in Year 7 and Year 8 compulsory secondary education, capturing pupils as they transition from primary to secondary education. We strive towards maintaining pupils' enthusiasm for maths throughout compulsory education and beyond. We do this through:

- i) **Developing a curriculum** – we provide a fully resourced curriculum of stretching maths problems for our pupils which helps develop confidence in sophisticated mathematical behaviours.
- ii) **Delivery** – we fund delivery partners (tutoring organisations, maths schools, independent schools) and state schools to train mentors and deliver maths circles either online or in person. We provide training materials, quality assurance and a Community of Practice to help develop best practice in delivering the curriculum for maximum impact.

2) Providing additional grants which align with our mission and values

Separate from the maths circles, MESME has provided grants for two organisations to implement programmes that align with our mission and values:

- i) **Year 11 Programme (Maths Masterclass) delivered by Talent Ed:** A series of 20 maths sessions delivered to high achieving Year 11s with the mission to 'increase the diversity and number of pupils studying maths-based subjects at highly selective universities.
- ii) **University Preparation for Maths and Physics (COMPOS):** The COMPOS programme supports Year 12 and 13 pupils with advanced mathematics and physics problems, with the aim of attracting more pupils to study maths, physics and other mathematical science subjects at university.

Objectives and activities (continued)

d. Short and longer term aims

In the short and longer terms maths circles continue to be the main delivery focus for reaching the charity's overall mission. In 2023/24 we expect to work with over 6,000 pupils to enhance their enjoyment of maths and to develop their mathematical abilities.

For 2023/24 we have a strategic focus on the following key objectives:

- 1) Developing a programme which schools and pupils love enough to promote to their peers; and
- 2) Building a robust and well-functioning independent organisation that supports our ambitions for growth.

Developing a programme which schools and pupils love enough to promote to their peers

This objective includes continuing to improve the content of our curriculum so that pupils want to continue participating in maths circles throughout their secondary education and they report the programme is having a positive impact on their love for maths.

We aim to continue to deliver the programme by:

- a) funding a Maths Excellence Co-ordinator (MExC) role within every school that works with us directly. By the end of the academic year (July 2024) we are aiming to have recruited an additional 200 schools.
- b) giving greater clarity as to how we work with delivery partners to give maximum impact.
- c) delivering an online programme directly to pupils who do not have access to in-person maths circles at their school.

Building a robust and well-functioning independent organisation that supports our ambitions for growth

During this reporting period MESME has been housed under the umbrella of the education charity, Ark, procuring IT, finance and HR services as well as office space. From mid-April 2024, MESME became a fully independent organisation managing its own operations with an expanded team of 20+ employees.

Longer term planning for post 2024

1. We will build a programme that every Head of Maths wants their school to be a part of. At the core of this will be our world-beating curriculum, taught through maths circles. We expect it to grow to cover other elements, such as teacher CPD and summer camps for the highest potential mathematicians.
2. We will be the public voice of maths in England. We will take responsibility for the public perception of mathematics. We will understand where our target young people are put off maths, and the most effective ways to challenge that.

Objectives and activities (continued)

d. Short and longer term aims (continued)

Building a programme that every Head of Maths wants their school to buy into

Developing a world-beating curriculum of maths circle activities so that every young person joining the programme stays on the journey for 5 years (from Year 7 to 11) and develops a passion for maths.

We are committed to partnering with schools to support pupils. In the short term we will provide funding for a member of staff to have time to act as champion for these pupils, to nurture their talent and lead them pastorally as well as academically. We will assess the impact of this model before developing our strategy to sustain it.

Becoming a public voice for maths with responsibility for public perception

This objective includes proactive and reactive work building on our research understanding of why our target young people are put off maths and developing ways to challenge that.

e. KPIs and impact

The main key priorities for this first year of charitable status since September 2022 to August 2023 are as follows:

1. Develop and begin implementation of a strategy that will enable MESME to scale successfully to enrol 10,000 Year 7 pupils in Maths circles each year.
2. Deliver Maths circles to 3,000+ pupils, of whom at least 30% are eligible for Pupil Premium funding, achieving 85% student attendance and 80% student retention.
3. Continue to develop an exceptional and professional maths circles curriculum in line with the MESME curriculum philosophy.
4. Develop and begin implementation of a plan for activities for Maths circle participants which address wider barriers they may face to progression in mathematics.
5. Put in place data systems to enable effective and scalable quality assurance, feedback and outcome tracking (including destination tracking using the National Pupil Database).
6. Establish the MESME team, including recruiting a permanent CEO.
7. Place MESME firmly and positively on the map within the mathematical community.

Progress towards these targets and impact is reported in the below section, Achievements and Performance.

Objectives and activities (continued)

Grant Making

Separate from the maths circles, MESME has provided grants for two organisations to implement programmes that align with our mission and values:

- 1) **Year 11 Programme (Maths Masterclass):** A pilot of this programme took place between 1 September 2021 to 31 August 2022, delivering maths sessions to high achieving Year 10 students. MESME then funded this intervention to continue with the same cohort, providing a total of 20 sessions over the current academic year, with the mission to 'increase the diversity and number of pupils studying maths-based subjects at highly selective universities. During this reporting period, 53 pupils were enrolled, with 47 pupils completing this programme.
- 2) **University Preparation for Maths and Physics (COMPOS):** The COMPOS programme supports Year 12 and 13 pupils with advanced mathematics and physics problems, with the aim of attracting more pupils to study maths, physics and other mathematical science subjects at university. During the 2022/23 academic year, a total of 334 pupils were enrolled on the programme, with 321 completing the summer term.

Contribution of volunteers

MESME does not employ the services of volunteers.

Public benefit

In determining the objectives and activities of the charitable incorporation organisation, the trustees confirm that they have given due consideration to the Charity Commission's guidance in relation to Public Benefit and are satisfied that the charitable company complies with Section 4 of the Charities Act 2011. MESME exists to support the advancement of education for the benefit of the public, and further details of how this has been achieved is set out within the remainder of this annual report

Achievements and performance

The charitable incorporation organisation was incorporated on 13 June 2022 and registered with the Charity Commission. It was originally incubated as an Ark Venture (also known as Ark UK Programmes, a registered charity in England and Wales, registration number 1137932, and company limited by guarantee, company number 05932797. Registered address: The Yellow Building, 1, Nicholas Road, London, W11 4AN). From 1st September 2022 the organisation delivered activity as an independent organisation and from 31st October employees were directly employed by MESME.

In our first year of delivery across the 2022/23 academic year we set stretching targets for working with pupils, mentors and schools.

During this period:

- ♦ 2,949 pupils were enrolled in the maths circles programme over the 2022/23 academic year against a stretch target of 3,000 pupils.
- ♦ 2,148 pupils completed the summer term (up until July 2023), representing a retention rate of 73% (target of 80%)

Achievements and performance (continued)

- ♦ Average attendance rate was 79% (target of 85%)
- ♦ Percentage of pupils eligible for Pupil Premium was 41% (exceeding target of 30%)

Mentors

We have developed an in-schools programme, working with over 100 mentors delivering maths circles to pupils from their school, typically as an after-school programme.

We have trained and supported over 250 mentors from 12 delivery partners (DPs) to deliver our maths circles sessions regionally, nationally and through a variety of delivery models (online, blended, in school, in person, in hubs.)

We successfully trialled a Teaching and Learning Responsibility (TLR) model with 26 schools. We offered payment to schools of £2,749.00 per annum to fund a position within the school that is responsible for maths circles delivery and other maths excellence activities. Due to the success of this trial, we are now extending this funding to schools we have recruited directly with a new title for the funded position; Maths Excellence Coordinator (MExC). We are confident that this new model will increase our impact on schools and pupils who are on the programme and the wider student body.

We have continued to develop a 'Community of Practice' (CoP) for mentors from our Delivery Partners. By hosting events to discuss key issues, challenges and best practice, alongside developing better lines of communication between partners. The Community of Practice is maximising the support available whilst improving the overall delivery of the circles.

Monitoring and evaluation

During this first year of operation, we have monitored our activities via surveys with our maths circles mentors and pupils, and in the latter stages of this period this has been supplemented with additional focus groups and research projects.

Pupil findings from focus groups:

- ♦ **Maths circles are fun:** Many pupils find the circles to be much more fun than they had originally anticipated. Pupils expect maths circles to feel like an extra maths lesson and are pleasantly surprised by the fun, problem-solving experience circles provide.
- ♦ **Maths circles create a sense of belonging:** Pupils value the collaboration, socialising, and small group settings of the circles.
- ♦ **Better at maths:** The idea of improving at maths is often a draw and pupils feel the circle supports them in this endeavour.

Teacher findings from focus groups:

- ♦ **The pre-designed nature of the programme is appreciated:** planning and administration for teachers/mentors to facilitate and deliver the maths circles is minimised.

Achievements and performance (continued)

Monitoring and evaluation (continued)

- ◆ **The approach to pedagogy is appreciated:** pupils are encouraged to discuss their learning and devise solutions independently.
- ◆ **The level of challenge is considered appropriate:** mentors perceive the programme as effectively enhancing pupils' appetite for adventure, articulation, and acceptance.
- ◆ **Maths circles provide a safe and inclusive space,** fostering pupils' individual expression. In some cases, mentors described the programme's impact as significant, with cases of pupils forming their first friendships in the circle and consequently enjoying school more.

In addition to the management and development of the above programmes, we have developed the organisation structure and made the following investments:

Investment in people

To support the growth strategy and to establish the organisation as a well-functioning charity, during this period, we have recruited a senior leadership team including a full time CEO, and three Directors who manage the key areas of Strategy, Curriculum, and Operations. Our initial team of two people (as of June 2022) has grown to fourteen people at end of August 2023 and twenty by Christmas 2023 to support the ambition for growth.

Investment in systems

We have invested in a bespoke online portal used by mentors, school and delivery partners and MESME key staff to manage all aspects of the maths circles programme and ensure we are collecting all the data we need to measure the impact of our activities. Successful outcomes of this investment in the next period will include:

- ◆ Secure housing of pupil data;
- ◆ Ease of use for reporting for all partners; and
- ◆ Improved, clearer and accurate data that can be used to improve reporting across programme delivery.

Acquisition of Talent Ed (online delivery partner)

In August 2023, Talent Ed ceased trading as an educational charity and was unable to continue as a delivery partner. Following a thorough consultation process MESME 'tupe'd' two full time members of staff, continued to contract twenty-four mentors and acquired the programme infrastructure (e.g. Salesforce CRM) to ensure the continuous delivery of the online programme to over 500 pupils. The online programme will be an embedded part of the MESME delivery programme going forward.

Financial review

As noted above, MESME began operating independently following the transfer of the charitable activity, assets and liabilities from Ark UK Programmes with effect from 1 September 2022. Prior to this transfer, i.e. from incorporation on 13 June 2022, the charitable incorporation organisation effectively remained dormant. The income and expenditure reported below, therefore essentially relates to the 12 month period ended 31 August 2023.

Since 1 September 2022, the charity has earned income of £2,482,000 and incurred expenditure of £1,982,000 resulting in a net income of £500,000 (before accounting for the net assets transferred from Ark UK Programmes on 1 September 2022). Income is primarily generated from the philanthropic donation from a single donor via the UBS Optimus Foundation who provide an additional 10% uplift in funds. The Charity's principal expenditure relates to the direct cost of delivering maths circles within the UK, and associated grant-making activity which for the period ended 31 August 2023 amounted to £1,982,000.

In addition to the operational income noted above, the transfer of assets and liabilities from Ark UK Programmes on 1 September 2022 of £496,000, effectively a donation from Ark UK Programmes to MESME, has been reflected as part of the overall income for the year. Therefore, the overall net increase in reserves for the period amounted to £996,000.

Reserves policy and financial position

As of 31st August 2023 MESME has £996,000 in unrestricted reserves for general purposes of the charity at the end of the reporting period. This represents 3.5 months operating costs against 2023/24 budgeted expenditure.

Our reserves policy is to keep up to 4 months expected operating costs based on the incoming years budgeted expenditure. Reserves are used to:

- ◆ Provide working capital to protect the continuity of our core programme delivery
- ◆ To provide funding for unexpected opportunities (such as the previous acquisition of Talent-Ed)
- ◆ To provide cover for risks which include unforeseen expenditure.

Fundraising

Funds are received from a single donor with an additional uplift donation from the philanthropic grant making foundation, UBS Optimus Foundation. The Charity does not actively fundraise (by way of appeals, collections, or otherwise seeking donations). As such, the trustees do not make any further disclosures in relation to the charitable company's approach to fundraising as required by the Charities (Protection and Social Investment) Act 2016.

Risk management

The management of risk is an on-going process, and the trustees undertake reviews of the principal risks and uncertainties that the charitable incorporation organisation faces. The Trustees review the policies, systems and procedures to ensure that action can be taken as needed to minimise or manage any potential impact on the charitable incorporation organisation should those risks materialise, or identify any further mitigating actions that may be required.

Principal risks and uncertainties

The trustees have identified the following principal risks:

Ensuring the safety of all those involved in MESME activities in particular young people

Mitigations for this risk include:

- ◆ The organisation has a robust safeguarding policy.
- ◆ All safeguarding concerns are recorded in the safeguarding log overseen by the safeguarding lead.
- ◆ The organisation has a dedicated safeguarding and deputy safeguarding lead who have up-to date training.
- ◆ All central staff and mentors are Enhanced DBS checked.
- ◆ All new staff receive safeguarding training in the first week of onboarding.

Financial Risks

including the risk that funds are used inappropriately and the charity's reliance on a single donor

Mitigations for this risk include:

- ◆ The Operations Director meets with the Ark Finance Director to review Management Accounts monthly. Once the organisation fully separates from Ark and transfers to the services of FD Works (an alternative finance provider) the Operations Director will continue to review the accounts monthly.
- ◆ The bank account is under the umbrella of Ark to allow for ease of transfer of funds in the initial stages. The Ark Finance Director and Finance team, who have experience of 'spinning out' other Ventures are supporting the MESME Operations Director to transfer to the new finance provider smoothly and efficiently
- ◆ Trustees review expenditure against forecast at every Trustees meeting (three times per year)
- ◆ To maintain reserves equivalent to up to four months of budgeted annual expenditure.
- ◆ Long term forecasts (up to 5 years) are presented to the donor to approve and commit to. Longer term diversification of funding options are being considered by Trustees and the CEO.

IT and data protection

Risks include a data breach (in particular of confidential pupil data)

Mitigations for this risk include:

- ◆ The organisation has robust data protection policy, ICT acceptable use policy, Staff data breach procedures
- ◆ A dedicated member of staff responsible for GDPR and data protection

Principal risks and uncertainties (continued)

IT and data protection (continued)

- ◆ An outsourced Data Protection Officer (DPO)
- ◆ All central staff receive data protection training which is updated annually, the DPO and Deputy DPO undergo enhanced data protection training.
- ◆ Investment in a password protected Hub that allows for the confidential upload of pupil data

Structure, governance and management

MESME was incorporated on 13 June 2022 and began trading on 1 September 2022 following the transfer of activities, assets and liabilities from Ark UK Programmes where the charity had been incubated prior to its legal independence. MESME is a charitable incorporation organisation(CIO)(Charity Registration No. 1199281). The charitable incorporation organisation is governed by its constitution.

Trustees

The constitution requires that the charitable incorporation organisation has at least three Trustees and no more than ten. Trustees are appointed by the existing Board of Trustees. Decisions may be taken either at a meeting of the charity trustees or by resolution in writing (or electronic form) agreed by a majority. No sub committees currently exist due to the size of the charity but should growth allow delegation to committee is permissible as per the terms and conditions in the constitution.

Induction

New trustees are proposed and appointed by the current Board of Trustees by Board resolution. They agree to the terms of reference, the articles of association and going forward will be aware of the most recent accounts. Going forward the charity trustees will make available to each new trustee, on or before his or her first appointment a copy of the current version of the constitution and a copy of the CIO's latest Trustees' Annual Report and statement of accounts. The Chair of Trustees will be responsible for the induction of new trustees.

The following trustees served during the period of report and up to the date of approval of the annual report and financial statements, except where shown:

Trustee	Appointed / Resigned
Daniel James Abramson	Appointed 13 June 2022
Kathryn Greenhalgh	Appointed 12 October 2022
Alexander Gerko	Appointed 13 June 2022
Charlotte Alice Potter	Appointed 13 June 2022

Trustees are appointed by the Board of Trustees in accordance with the Articles and Board Terms of Reference.

Structure, governance and management (continued)

Senior Leadership Team

The trustees consider that they, together with the MESME Senior Leadership Team (SLT) comprise the key management of the charitable incorporation organisation in charge of directing and controlling, running, and operating the charitable incorporation organisation on a day-to-day basis. The members of the SLT during the period of report comprised the following:

SLT Members	Role
Robert Wilne	CEO (interim June 2022 – March 2023)
David Thomas	CEO (from May 2023)
Melanie Robinson	Operations Director (June 2022 – September 2022)
Catherine Fenwick	Operations Director (from September 2022)
Sam Harvey-Brewin	Curriculum Director (from September 2022)
Syreeta Allen	Strategy Director (from January 2023)

The remuneration of the CEO and Senior Leadership Team is approved by the MESME Trustees annually, taking into account cost of living and benchmarking against similar roles in similar sized charities/not-for-profit organisations. Trustees are not remunerated for their services as trustees of the Charity.

Statement of trustees' responsibilities

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

The law applicable to charitable incorporation organisations in England and Wales requires the trustees to prepare financial statements for each financial year, which give a true and fair view of the state of affairs of the charitable incorporation organisation and of the income and expenditure of the charitable incorporation organisation for that period.

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

- ♦ Select suitable accounting policies and then apply them consistently;
- ♦ Observe the methods and principles in Accounting and Reporting by Charities: Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable to the United Kingdom and Republic of Ireland (FRS 102);
- ♦ Make judgements and estimates that are reasonable and prudent;
- ♦ State whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- ♦ Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in operation.

Structure, governance and management (continued)

Statement of trustees' responsibilities (continued)

The trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable incorporation organisation and enable them to ensure that the financial statements comply with the Charities Act 2011. They are also responsible for safeguarding the assets of the charitable incorporation organisation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Approved by the trustees and signed on their behalf by:



Dan Abramson
Chair of Trustees

(Charlotte Potter on behalf of)
Deputy - chair

Date:

20th May 2024

Independent auditor's report to the trustees of Mathematics Education for Social Mobility & Excellence

Opinion

We have audited the financial statements of Mathematics Education for Social Mobility & Excellence (the 'charitable incorporation organisation') for the period 13 June 2022 to 31 August 2023 which comprise the statement of financial activities, the balance sheet, the statement of cash flows, the principal accounting policies and the notes to the financial statements. 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 incorporation organisation's affairs as at 31 August 2023 and of 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 Charities Act 2011.

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 incorporation organisation in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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 charity'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 directors with respect to going concern are described in the relevant sections of this report.

Independent auditor's report Period to 31 August 2023

Other information

The trustees are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, other than the financial statements and our auditor's report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities Act 2011 requires us to report to you if, in our opinion:

- ◆ the information given in the trustees' annual report is inconsistent in any material respect with the financial statements; or
- ◆ sufficient accounting records have not been kept; or
- ◆ the financial statements are not in agreement with the accounting records and returns; or
- ◆ we have not received all the information and explanations we require for our audit.

Trustees' responsibilities

As explained more fully in the statement of trustees' responsibilities contained within the trustees' report, the trustees 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 accounts, the trustees are responsible for assessing the charity'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 charity 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.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- ◆ we ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- ◆ we obtained an understanding of the legal and regulatory frameworks that are applicable to the charitable incorporation organisation and determined that the most significant frameworks which are directly relevant to specific assertions in the financial statements are those that relate to the reporting framework (Statement of Recommended Practice Accounting and Reporting by Charities preparing this accounts in accordance with the Financial reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102) and the Charities Act 2011).

We assessed the susceptibility of the charitable incorporation organisation's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- ◆ making enquiries of management as to their knowledge of actual, suspected and alleged fraud; and
- ◆ considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls we:

- ◆ performed analytical procedures to identify any unusual or unexpected relationships; and
- ◆ reviewed journal entries to identify unusual transactions; and
- ◆ assessed whether the judgements and the assumptions made in determining accounting estimates were indicative of potential bias.

Auditor's responsibilities for the audit of the financial statements (continued)

Irregularities, including fraud, are instances of non-compliance with laws and regulations (continued)

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- ◆ reading the minutes of meetings of those charged with governance; and
- ◆ enquiring of management as to actual and potential litigation and claims.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the trustees and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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. This description forms part of our auditor's report.

Use of this report

This report is made solely to the charitable incorporation organisation's trustees, as a body, in accordance with section 144 of the Charities Act 2011. Our audit work has been undertaken so that we might state to the charitable incorporation organisation's trustees those matters that 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 incorporation organisation's and the charitable incorporation organisation's trustees as a body, for our audit work, or the opinions we have formed.



Gumayel Miah (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory Auditor
130 Wood Street
London
EC2V 6DL

Buzzacott LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006.

23 May 2024

Statement of financial activities For the period 13 June 2022 to 31 August 2023

	Notes	Unrestricted funds £'000	Restricted funds £'000	13 June 2022 to 31 August 2023 £'000
Income from:				
Donations	1	2,482	—	2,482
		2,482	—	2,482
Transfer from Absolute Return for Kids (Ark UK Programmes)	11	496	—	496
Total income		2,978	—	2,978
Expenditure on:				
Charitable activities	2	1,982	—	1,982
Total expenditure		1,982	—	1,982
Net income and net movement in funds	4	996	—	996
Reconciliation of funds:				
Total funds brought forward at 13 June 2022		—	—	—
Total funds carried forward at 31 August 2023		996	—	996

All of the charitable incorporation organisation's activities were in relation to continuing operations during the current financial period. As this is the first period of report, no comparative information is presented.

The charitable incorporation organisation had no recognised gains and losses during the above financial period and therefore no separate statement of total recognised gains and losses has been presented.

Balance sheet 31 August 2023

	Notes	31 August 2023 £'000
Current assets		
Debtors	8	1,181
Cash at bank and in hand		425
		<u>1,606</u>
Creditors: amounts falling due within one year	9	(610)
Net current assets / net assets		<u>996</u>
The funds of the charity		
Unrestricted income funds		
General funds		996
		<u>996</u>

Approved by the trustees and signed on their behalf by:



Dan Abramson
Chair of Trustees

(Charlotte Potter on behalf of)
Deputy-Chair

Date: 20 May 2024

Charity number: 1199281

Statement of cash flows Period ended 31 August 2023

	Notes	13 June 2022 to 31 August 2023 £'000
Cash flows from operating activities:		
Net cash used in operating activities	A	(71)
Change in cash and cash equivalents in the year		(71)
Cash and cash equivalents at 13 June 2022	B	—
Cash transferred from Absolute Return for Kids (Ark UK Programmes)	11	496
Cash and cash equivalents at 31 August 2023	B	425

Notes to the statement of cash flows for the period to 31 August 2023.

A Reconciliation of net movement in funds to net cash used in operating activities

	13 June 2022 to 31 August 2023 £'000 £'000
Net movement in funds (as per the statement of financial activities)	996
Adjustments for:	
Transfer from Absolute Return for Kids (Ark)	(496)
Increase in debtors	(1,181)
Increase in creditors	610
Net cash used in operating activities	(71)

B Analysis of cash and cash equivalents

	2023 £
Cash at bank and in hand	425

No separate reconciliation of net debt has been prepared as there is no difference between the net cash (debt) of the charitable incorporation organisation and the above cash and cash equivalents.

Principal accounting policies Period ended 31 August 2023

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements of the Charity are laid out below.

Basis of preparation

These financial statements have been prepared for the period from incorporation on 13 June 2022 to 31 August 2023. As this is the first period of report, no comparative information is presented.

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant accounting policies below or the notes to these financial statements.

The financial statements have been prepared in accordance with the principles set out in 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 United Kingdom and Republic of Ireland (Charities SORP FRS 102) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011.

The financial statements are presented in sterling and are rounded to the nearest thousand pound.

Public benefit entity

The charitable incorporation organisation meets the definition of a public benefit entity under FRS 102.

Critical accounting estimates and areas of judgement

Preparation of the financial statements requires the trustees to make significant judgements and estimates. The items in the accounts where these judgements and estimates have been made include the estimates and assumptions made in forecasting the future income and expenditure flows for the purposes of assessing going concern (see below).

Assessment of going concern

The trustees have assessed whether the use of the going concern assumption is appropriate in preparing these financial statements. The trustees have made this assessment in respect to a period of at least one year from the date of approval of these financial statements.

The trustees have concluded that there are no material uncertainties related to events or conditions that may cast significant doubt on the ability of MESME to continue as a going concern. The trustees are of the opinion that MESME will have sufficient resources to meet its liabilities as they fall due.

Income recognition

Income is recognised in the period in which the charitable incorporation organisation has entitlement to the income, the amount of income can be measured reliably and it is probable that the income will be received.

Principal accounting policies Period ended 31 August 2023

Income recognition (continued)

Grants

Grants are included in the statement of financial activities on a receivable basis. The balance of income received for specific purposes but not expended during the period is shown in the relevant funds on the balance sheet. Where income is received in advance of meeting any performance-related conditions there is not unconditional entitlement to the income and its recognition is deferred and included in creditors as deferred income until the performance-related conditions are met. Where entitlement occurs before income is received, the income is accrued.

Donations

Donations are recognised on a receivable basis (where there are no performance-related conditions) where the receipt is probable and the amount can be reliably measured.

Other income

Other income is recognised in the period it is receivable and to the extent the charity has provided the goods or services.

Expenditure recognition

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing MESME to make a payment 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 on charitable activities includes amounts expended directly by the charity, as well as payments to project partners, principally towards establishment of Maths Circles within schools. Where funds are distributed to project partners, the expenditure is recognised over the period in which the project partner performs their part of the contract.

Expenditure on charitable activities also includes support costs (including governance costs) representing the day-to-day costs of operating the charity. This includes the cost of support in the form of finance, HR, governance and central overheads. Governance costs comprise the costs involving the public accountability of the charity. These include audit costs and costs in respect to compliance with regulation and good practice.

All expenditure is stated inclusive of VAT.

Financial instruments

The charity only holds basic financial instruments as defined in FRS 102. The financial assets and financial liabilities of the charity and their measurement basis are as follows:

Financial assets – trade and other debtors are basic financial instruments and are debt instruments measured at amortised cost as detailed in note 10. Prepayments are not financial instruments.

Principal accounting policies Period ended 31 August 2023

Financial instruments (continued)

Cash at bank – is classified as a basic financial instrument and is measured at face value.

Financial liabilities – trade creditors, accruals and other creditors are financial instruments, and are measured at amortised cost as detailed in note 11. Taxation and social security are not included in the financial instruments disclosure definition. Deferred income is not deemed to be a financial liability, as the cash settlement has already taken place and there is an obligation to deliver services rather than cash or another financial instrument.

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.

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.

Liabilities

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.

Fund accounting

The general unrestricted fund represents those monies which are freely available for application towards achieving any charitable purpose that falls within the charity's objects.

Restricted funds comprise monies raised for, or their use restricted to, a specific purpose, or contributions subject to donor imposed conditions

Pension costs

Contributions by the charity in respect of its employees' personal pension plan and its auto-enrolment scheme are charged to the statement of financial activities in the year in which they are earned by those employees.

The charity is auto enrolment compliant for pension purposes and contributes into a defined contribution pension scheme. This scheme means that once contributions are made the pension funds are at the discretion of the members and are outside the control of the charity.

Notes to the financial statements Period ended 31 August 2023

1. Income from donations

	Unrestricted funds £'000	Restricted funds £'000	13 June 2022 to 31 August 2023 £'000
Grants from UBS Optimus Foundation	1,182	—	1,182
Other grants receivable	1,300	—	1,300
	<u>2,482</u>	<u>—</u>	<u>2,482</u>

2. Expenditure on charitable activities

	Unrestricted funds £'000	Restricted funds £'000	13 June 2022 to 31 August 2023 £'000
Implementing Maths Circles	917	—	917
Grants payable to partners to deliver Maths Circles	845	—	845
Grants payable to partners deliver other projects	128	—	128
Support costs (note 3)	92	—	92
	<u>1,982</u>	<u>—</u>	<u>1,982</u>

Grant payable above includes multiple payments to 14 organisations, including Talent-Ed Education Limited and COMPOS as described in the trustees' report.

Excluded from grants payable above are additional commitments relating to contracts awarded in the year, but pertaining to funding for a specific future period of activity which collectively totalled £328,000 (see note 8).

Included within "Implementing Maths Circles" above, is £75,000 consideration paid towards the acquisition of certain assets and liabilities from Talent-Ed Education Limited with effect from 8 August 2023. The agreed consideration has not been capitalised on the basis that the nature of the assets and liabilities transferred do not constitute depreciable assets.

3. Support costs

	Unrestricted funds £'000	Restricted funds £'000	13 June 2022 to 31 August 2023 £'000
Finance	23	—	23
HR	13	—	13
Governance	16	—	16
Other overheads and support staff	40	—	40
	<u>92</u>	<u>—</u>	<u>92</u>

Notes to the financial statements Period ended 31 August 2023

4. Net income and net movement in funds

This is stated after charging:

	13 June 2022 to 31 August 2023 £'000
Staff costs (note 5)	527
Auditor's remuneration	
. Audit fee	13
. Other services	2

5. Staff costs and remuneration of trustees and key management personnel

	13 June 2022 to 31 August 2023 £'000
Wages and salaries	435
Social security costs	48
Pension costs	44
	527

Staff numbers

The average number of persons (including the Executive Management Team) employed by the charitable incorporated organisation during the period ended 31 August 2023 was 10.

Higher paid staff

No employee earned £60,000 per annum or more during the period.

Key management personnel

The trustees consider that they, together with the MESME Executive Management Team will comprise the key management of the charitable incorporation organisation in charge of directing and controlling, running, and operating the charitable incorporation organisation on a day-to-day basis.

The total amount of employee benefits (including employee pension contributions) received by key management personnel for their services to the organisation was £262,482. As stated within note 6, the trustees receive no remuneration for their services to the charity.

6. Related party transactions

The trustees received no remuneration in connection with their duties in the current period. One trustee received reimbursement of expenses amounting to £282 for travel costs to attend board meetings.

MESME continued to receive support from Ark (which has historically controlled the operation of MESME through its subsidiary, Ark UK Programmes) for HR, IT and Finance, despite now acting as a separate legal entity. These services are provided at cost with Service Agreements in place. During the period ended 31 August 2023, the total included within expenditure as amounts paid to Ark for these services was £50,066. In addition, an amount of £157,444 remains payable at 31 August 2023 to Ark in respect of services provided whilst MESME was part of Ark.

In addition, an amount of £496,000 was transferred from Ark UK Programmes to MESME on 1 September 2022 as disclosed in note 11.

Moreover, an amount of £16,036 remains payable to, and £13,116 receivable from Ark UK Programmes at 31 August 2023 in relation to services provided whilst MESME was part of Ark UK Programmes.

The charity received a donation of £2,482,000 from Alexander Gerko via the UBS Optimus Foundation, a related party by virtue of the fact that Alexander Gerko is one of the charity's trustees.

7. Taxation

The charitable incorporation organisation is a charity under the Finance Act 2010 (schedule 6, paragraph 1) definition. Accordingly, the charitable incorporation organisation is potentially exempt from taxation in respect of income or capital gains within categories covered by the Corporation Tax Act 2010 (part 11, chapter 3) or the Taxation of Chargeable Gains Act 1992 (section 256), to the extent that such income or gains are applied exclusively to charitable purposes. No tax charge arose in the period.

8. Debtors

	31 August 2023 £'000
Grants receivable	840
Amounts owed from Ark UK Programmes (note 6)	13
Grants awarded for application in future years	328
	1,181

9. Creditors: amounts falling due within one year

	31 August 2023 £'000
Trade creditors	55
Grants payable	197
Accruals	153
Taxation and social security	21
Amounts owed to Ark (note 6)	154
Amounts owed to Ark UK Programmes (note 6)	16
Other creditors	14
	610

10. Analysis of net liabilities between funds

	Unrestricted funds £'000	Restricted funds £'000	Total 2023 £'000
Fund balances at 31 August 2023 are represented by:			
Debtors	1,181	—	1,181
Cash at bank and in hand	425	—	425
Creditors: amounts falling due within a year	(610)	—	(610)
Total net liabilities	996	—	996

11. Transfer from Absolute Return for Kids (Ark UK Programmes)

MESME was originally incubated as an Ark Venture (also known as Ark UK Programmes, a registered charity in England and Wales, registration number 1137932, and company limited by guarantee, company number 05932797. Registered address: The Yellow Building, 1, Nicholas Road, London, W11 4AN), prior to MESME achieving legal independence on 13 June 2022.

With effect from 1 September 2022, the activities, assets and liabilities relating to MESME held within Ark UK Programmes were transferred to MESME as part of a commercial transfer agreement. On this date, the following assets and liabilities were transferred which, in effect, have been donated to MESME following its legal independence:

	£'000
Current assets	695
Creditors: amounts falling due within one year	(199)
Total net assets receivable from Ark UK Programmes	496

The above balances were available for application towards the general charitable objects of MESME and have therefore been recorded as unrestricted funds within these accounts.