



CARBON GAP LTD
(A Company Limited by Guarantee)
REPORT AND FINANCIAL STATEMENTS
FOR THE 16 MONTH PERIOD ENDED
31st DECEMBER 2023

Company Registration No: 13557860

Charity Registration No: 1200562

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LEGAL AND ADMINISTRATIVE INFORMATION

REGISTERED ADDRESS

71-75 Shelton Street
Covent Garden
LONDON
WC2H 9JQ

REGISTERED COMPANY NUMBER

13557860

REGISTERED CHARITY NUMBER

1200562

WEBSITE

www.carbongap.org

CHIEF EXECUTIVE OFFICER

Christoph Beuttler

BOARD OF TRUSTEES AND DIRECTORS

Timothy Kruger
Barbara le Fleming
Cressida Pollock
Irena Spazzapan
Benjamin Tincq

BANKERS

Wise, London

Lloyds, London

AUDITORS

Cocke, Vellacott & Hill
Chartered Accountants
Unit 28 City Business Centre
Lower Road
LONDON
SE16 2XB

REPORT OF THE TRUSTEES

For the 16 month period ended 31st December 2023

The Trustees, who are also the Directors, present their report and the financial statements of the charitable company for the 16 month period ended 31 December 2023, which are also prepared to meet the requirements for a directors' report and accounts for Companies Act purposes and which comply with the current statutory requirements and the requirements of the charity's governing instrument.

Structure, Governance and Management

Carbon Gap is a charitable company limited by guarantee and governed by its Articles of Association, revised and adopted on 22 September 2022.

Carbon Gap is managed by a board, made up of the Trustees/Directors who are also the members of the Company. The board met 12 times during the 16 month period.

The organisation is led by the Chief Executive Officer, Christoph Beuttler. During the 16 month period the organisation was also led by the former Chief Executive Officer, Glenn Morley.

The senior management team is comprised of:

Mr P Wilson, Chief Operating Officer

Mr E Mitchell-Larson, Chief Science and Advocacy Officer (resigned 24th August 2024)

Mr J Townsend, Chief of Staff

Ms R Avornic, Associate Policy Director

Mr V Selen, Associate Policy Director

Dr S Delerce, Associate Research Director

Ms D Banerjee MBE, Associate Research Director (resigned 31st August 2024)

OBJECTIVES AND ACTIVITIES

Our charity's purposes are set out in the objects contained in the company's memorandum of association, and are to:

Further the charitable purposes of promoting for the benefit of the public the conservation, protection and improvement of the physical and natural environment, including the atmosphere and global climate system, and advancing the science of Carbon Dioxide Removal and related technologies.

Ensuring our work delivers our aims

Carbon Gap has a theory of change to guide our strategy, which is reviewed by the board annually both with the senior management team and during away days. In this 16 month period, Carbon Gap held two offsite strategy sessions with the senior management team, and a closed strategy session with board members and the CEO.

The theory of change states:

Carbon Gap's theory of change stipulates that Carbon Dioxide Removal will not scale without making changes to the underlying 'rules of the game', such that all emissions are one day tied to an obligation to remove more carbon than was emitted, with an explicit preference is to enshrine these changes into law wherever possible.

Carbon Dioxide Removal will not reach the scale that it needs to reach on its own. Unlike other climate technologies, such as solar and wind energy, Carbon Dioxide Removal has no meaningful existing market to sell into.

Carbon Dioxide Removal is a type of planetary waste management, just like municipal waste collection, wastewater treatment, and nuclear waste disposal. The challenge faced in the case of Carbon Dioxide Removal is arguably even more daunting than these other examples, given that CO₂ is invisible, globally distributed, and extremely long lived in the atmosphere. Just like these other forms of waste management, Carbon Dioxide Removal will not scale without changing the underlying 'rules of the game'.

The focus of our work

- The advancement of practices and technologies that directly or indirectly remove carbon dioxide or other identified greenhouse gases from the atmosphere (referred to as "Carbon Dioxide Removal");
- Carrying out and commissioning evidence-led research in the subject of Carbon Dioxide Removal and publishing the useful results;
- Organising, convening, funding and delivering educational and research publications, activities and events with key stakeholders, organisations and individuals; and
- Building the capacity of academics, policymakers, NGO's, the public and others to understand, engage with and evaluate Carbon Dioxide Removal.

PUBLIC BENEFIT

In planning activities for the 16 month period, the Trustees referred to the Charity Commission guidance on public benefit and the need to comply with their duties under section 4 of the Charities Act 2011.

Our objects and funding limit the work that we do to the conservation, protection and improvement of the physical and natural environment. Carbon Gap was created to be Europe's first independent, philanthropically funded environmental advocacy organisation focused on Carbon Dioxide Removal (Carbon Dioxide Removal).

There is a clear consensus among scientists and the IPCC that Carbon Dioxide Removal needs to be deployed at a massive scale. The consensus is that it should be a complement to emissions reductions as part of an integrated climate policy; however, we don't yet have that consensus among the public or policymakers.

Who used and benefited from our activities?

Our main activities are described below. All our charitable activities focus on the conservation, protection and improvement of the physical and natural environment for the benefit of the public and the planet.

Public benefit is derived from the outcomes of the activities we undertake, we do not directly engage with the public. Our science and research led interventions have meant meaningful changes in policy, in law, and to the public understanding of the issues in the environment.

We work at multiple levels:

- Partnerships with other NGO's and Charities
- Gaining funding from independent philanthropic foundations
- Taking part as experts in public and private groups including EU expert groups and advising the politically agnostic UK civil service
- Advising and educating policy makers across parties
- Providing impartial, fact-based, research-led information to the public at large
- National and EU parliaments

What impact did our activities have?

Carbon Dioxide Removal requires a public consensus. In part, due to other related fields of work such as Carbon Capture and Storage being easier to understand and more widely discussed, more education is required with policy makers and the public at large to reach a consensus outside of science and academia that this is a critical part of the global journey to net zero.

Our work over the 16-month period has been wide ranging. Carbon Gap does not offer paid services: all the work we do is free to access including research, public databases, web portals, and expert advice.

What impact did our activities have? (continued)

Policy Tracker

Our flagship initiative is the Carbon Gap Policy Tracker. The Policy Tracker is a free to use, public web portal that launched in April 2023. Policy Tracker is a popular resource that has become the standard for policy files related to Carbon Dioxide Removal. It is updated multiple times weekly and currently has comprehensive coverage of all 27 EU member states and four other European countries including the United Kingdom.

Country Roadmaps for Carbon Dioxide Removal

With thanks to the generous donations from the Grantham Institute on Climate Change and Environment, we have conducted an unparalleled large-scale assessment of the capacity, feasibility, and social acceptability of Carbon Dioxide Removal. Using a large network of scientists, and other experts, we have mapped out the geographical possibilities within each country for removal methods that for the first time take into account each country's economy, existing industrial activities, and based upon that research, created an indicative roadmap of how removals could be scaled to reach their individual targets towards carbon neutrality.

Furthermore, our work saw us engage with the public directly through focus groups and workshops to gain data and a better understanding of public attitudes to the varying removal methodologies and how that may impact their own communities.

We successfully completed our pilot programme during this 16-month period and we have secured funding to roll out the programme to cover 80% of the European continental capacity for removals during 2024. As well as this, we have made the methodology and datasets open-source and we will publish a toolkit for global scale-up to ensure that citizens of every country has the ability to have a voice, and to see how their own community may work towards net zero.

Policy Advice and Expert Guidance

The Carbon Gap website has become a wide ranging document repository for research-led white papers and summaries that provide policy makers, industry and the public with independent guidance on wide ranging topics including policy, science and technology research and nature. Recent publications include *mitigation deterrence*, *soil health*, *certifying Carbon Dioxide Removal* and more.

The Carbon Gap team is comprised of expert researchers and policy strategists who have taken part by invitation to the EU's relevant expert groups (cross-party working groups), as well as working directly with civil service, government and opposition advisors, and parliamentarians. Most recently we have advised the UK civil service within the Department for Energy Security and Net Zero and the office of the French Prime Minister. Our advice is always fact-based, research-driven and non-partisan. To further demonstrate this, we work with policy makers from across the political spectrum across individual nation states and the EU, our recommendations and guidance are published on our public website for transparency and peer review.

What impact did our activities have? (continued)

Direct Interventions

The European Union has been very active in the sphere of the climate over the last 16 months. This has included some significant work on legislation and guidance that involves Carbon Dioxide Removal. Carbon Gap has worked to advocate for the best possible position in line with our charitable purpose both on legislation directly involving Carbon Dioxide Removal and that which, while tangential, could still have a significant impact on the development of a robust, regulated approach for Carbon Dioxide Removal at scale. :

- Carbon Removal Certification Framework
 - A key piece of legislation defines the rules on certifying and regulating reliable Carbon Dioxide Removal activities.
 - We were invited to the Expert Group to help correct the definitions of Carbon Dioxide Removal, and the rules on the uses of certified units – our advice led directly to text changes in the final legislation passed by the Parliament.
 - This legislation will increase the trust and legitimacy of removals such that the public and industry are able to see a fair system to help the scale-up of removals and ensure a legitimate approach is taken by corporations in their removals.
- Green Claims Directive
 - The Green Claims directive (which in the EU means the member state chooses how to implement the rule and requires national legislation) gives guidance on ensuring fair, accurate and verifiable climate claims in business and is a critical directive to build public trust and confidence.
 - We took a research led approach with Green Claims in which we made several recommendations to ensure that it linked fully to the Carbon Removal Certification Framework as well as the like-for-like principle that forms a core part of our advice in which it ensures accurate, reliable equivalence between emissions and the Carbon Dioxide Removal or mitigation efforts.
 - The final, adopted text by the EU institutions was very closely aligned with our suggestions.
- Other legislation
 - The charity has worked actively on other research-led policy areas such as the Net Zero Industrial Act and Industrial Carbon Management Strategy. Our advice in these areas has led to direct changes in the Net Zero Industrial Act adopted by the European Parliament to ensure that Carbon Dioxide Removal is included and in scope. Directly in the United Kingdom we have advised the UK civil service on a pro bono basis and participated in a number of consultations in which we provide expert advice and research to assist Policy Makers in the steps prior to legislation.

What impact did our activities have? (continued)

Direct Interventions

- Thought leadership
 - The charity has throughout the 16-month period published a number of thought leadership pieces in white paper and policy maker summary formats for the benefit of the community. Our work is open source and publicly available and covers topics such as Mitigation Deterrence, and Nature Based Solutions. The charity has also been very active in leading the more general climate approach to Climate Justice and created a framework for Policy Makers to assess policy against historic and current considerations such as historic emissions, the impact on the global south, and ensuring equity.

In the pursuit of non-partisan public benefit, we have diligently created relationships across the political spectrum in which we see MEP's, MP's and other policy makers speaking at our events, requesting our guidance, and sitting side by side together building consensus across these critical areas. We have created a unique niche in the climate world as we are truly seen to be independent advisors and our work is unbiased.

FINANCIAL PERFORMANCE

Carbon Gap is extremely grateful to all its donors throughout this 16-month period. In this financial year, the charity continued to demonstrate solid financial performance despite ongoing challenges within the external environment. Total income for the year amounted to £2,848,376, which represents a 736% increase on the previous year's donations. In line with contracts income is released as expenditure is incurred.

Sources of Income

Our income was derived exclusively from philanthropic, independent foundations, and all funds are received as unrestricted funds. We do not derive funds from the general public, and we have not received donations from any corporation, government or individual.

Our kind grant makers in the 16-month period are:

- Quadrature Climate Foundation
- Rio Vista Foundation
- Grantham Foundation
- Stichting Effectief Fonden
- Breakthrough Energy Foundation

Reserves Policy

Our income recognition policy states that we do not operate reserves at the year-end as all revenue is deferred to the following year. We therefore assess our status as a going concern by ensuring we have a year-end cash balance sufficient to cover 3 months operational expenditure.

Fundraising Policy

Carbon Gap conducts its own fundraising activity and does not use a commercial fundraiser. Carbon Gap does not use direct mailing to raise funds from the public. Carbon Gap received no complaints about its fundraising activities in 2023. Trustees review Carbon Gap's fundraising on a regular basis. Carbon Gap is particularly grateful for the support of its many benefactors.

Trustees/Directors

The Trustees of the charity in office during the 16-month period, who also served as Directors for the purposes of company law, were:

- Cressida Pollock (Current Chairperson, appointed 22nd January 2024; appointed Trustee 28th February 2023)
- Remi Bouteille (resigned 27th February 2024)
- Timothy Kruger (appointed 28th February 2023)
- Susan Hooper (former Chairperson, resigned as trustee and chair 22nd January 2024)
- Barbara le Fleming (appointed 24th October 2023)
- Irena Spazzapan (appointed 28th February 2023)
- Benjamin Tincq (appointed 26th May 2022)

The Trustees are not paid for their services to act as a trustee, however under section 185 of the Charity Act 2011, and in accordance with our memorandum and articles of association, the Trustees by quorum chose to contract with Tim Kruger for a specific piece of work which required his expertise during this 16 month period. No other trustees have an interest in any contract with Carbon Gap nor do they receive any remuneration for their services.

Related Parties

As part of our commitment to transparency, we are required to disclose any related party transactions that have occurred during the financial year. A related party includes individuals or organisations connected with the charity, such as trustees, employees, or close family members. Details of other related party transactions are given at note 12 to these accounts.

During the 16 month period, the following related party transactions took place:

- **Trustee Name / Related Party:** Barbara le Fleming
 - **Nature of the Transaction:** Related party is a Trustee of Carbon Gap whilst also remaining in position as the Financial Director of Quadrature Climate Foundation, a major funder of Carbon Gap.
 - **Amount of the Transaction:** £1.2m was received from Quadrature Climate Foundation during the 16 month period, the related party was not a Trustee of Carbon Gap at the time these transactions took place.
 - **Reason for the Transaction:** The transaction is critical core funding for the charity, and the charity require the expertise of the related party as a valued member of the trustee board due to her unique experiences.

Related Parties (continued)

- **Trustee Name / Related Party:** Barbara le Fleming (continued)
 - **Approval Process:** Quadrature Climate Foundation have been a funder of the charity since incorporation. During board meeting discussions, and where a quorum is required for decisions, the related party recuses herself and this is noted in the minutes of the board of trustees. The board also satisfies itself that there is no conflict of interest in her role at Quadrature Climate Foundation as the related party also recuses herself formally with any discussion or decision related to the charity.
- **Trustee Name / Related Party:** Tim Kruger
 - **Nature of the Transaction:** Related party is a Trustee of Carbon Gap whilst also being paid to work on a project for Carbon Gap.
 - **Amount of the Transaction:** £18,000 was paid during the 16 month period for the work conducted.
 - **Reason for the Transaction:** The related party is considered an expert in his field, and his services were sought on a paid-basis due to the amount of time and engagement required on the specific project.
 - **Approval Process:** The trustee board, upon recommendation of the senior leadership team undertook a decision within a closed session, excluding the related party, to approve the scope and payment for the services required. The decision was reached by quorum and noted by the board of trustees in the minutes.

The charity has procedures in place to ensure that any conflicts of interest are identified and managed. All trustees and senior management staff are required to disclose any potential conflicts at the start of each trustee meeting.

Future plans

The charity plans continuing the activities outlined above in the forthcoming years subject to satisfactory funding arrangements. In particular, we seek funding for the expansion of the Policy Tracker to include funding opportunities for science, research and industry in the field of removals as well as continuing with the Country Roadmaps work to achieve 80% coverage during 2024.

With directives being passed at EU level, we will next look to assisting individual member states and other non-EU European countries to formulate and achieve their own activities.

Trustees' responsibilities for the financial statements

The Trustees/Directors are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and with applicable Financial Reporting Standards.

Company law requires the Trustees to prepare financial statements for each financial period, which give a true and fair view of the state of affairs of the charity and of the income and expenditure of the charity for that period. In preparing those financial statements the Trustees are required to:

Trustees' responsibilities for the financial statements (continued)

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the 'going concern' basis unless it is inappropriate to assume that the charity will continue to operate.

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

Risk Management

The Trustees reviewed the major risks to which the charity is exposed at each board meeting and satisfied themselves that proper systems and procedures are in place to manage those risks. All processes and procedures are reviewed by the trustee board once per year even in the event that no changes are proposed. Trustees continue to pay close attention to all developments that could affect the operations of Carbon Gap's partners and other donors, and their ability to continue to support Carbon Gap.

Financial risk is managed at each board meeting by reviewing management accounts, budgets and a cash-flow forecast to ensure that we remain at all times a going-concern and that the actuals meet the forecasted range.

Any staff travel to conflict-affected areas takes full account of Foreign, Commonwealth and Development Office Travel Advice, and of the views of local contacts.

An insurance policy covering Directors' and Officers' Liability and Corporate Liability in connection with any negligence, default, breach of duty or breach of trust in relation to the company was in force during the 16-month period and at the time the report was approved, in addition to standard policies for Employers' Liability Insurance and Public and Products Liability Insurance.

Audit Enquiries

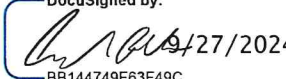
As far as Trustees are aware, there is no relevant audit information of which the charitable company's auditors are unaware. Each of the Trustees has taken all steps that they ought to have taken as Trustees in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of such information.

Auditors

Cocke, Vellacott & Hill continue as auditors of the company.

By Order of the Board

Cressida Pollock
Trustee/Director, and Chair of the Board

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27th September 2024

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CARBON GAP LTD

Opinion

We have audited the financial statements of Carbon Gap Ltd for the 16 month period ended 31 December 2023 which comprise the statement of financial activities (incorporating income and expenditure account), balance sheet, statement of cash flows and notes to the financial statements including a summary of significant accounting policies. The financial framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 for the 16 month period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the 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 directors' 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 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 directors with respect to going concern are described in the relevant sections of this report.

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 directors are responsible for the other information. 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.

Opinions 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, which incorporates the Directors' Report prepared for the purposes of company law, for the financial 16 month period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report included in the Trustees' Report has been prepared in accordance with applicable legal requirements.

Other matters on which we are required to report by exception

In the light of the 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 Directors' Report, included within the Trustees' Report.

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

- adequate and proper 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 directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 11 the trustees (who are also 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 directors 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.

Extent to which the audit was considered capable of detecting irregularities, including fraud

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 have obtained an understanding of the charitable company's policies and procedures through discussions with senior management.

We also drew on our existing understanding of the work that the charitable company does.

We understand that the charitable company complies with its responsibilities through close involvement of the CEO and COO in the day to day running of the business and regular liaison between him and the Chair of trustees. Were there any litigation or claims they would come to the attention of the Executive Director directly.

The charitable company also holds regular board meetings. We have reviewed the minutes of all meetings, and no irregularities were identified.

In the context of the audit, we considered those laws and regulations which determine the form and content of the financial statements, which are central to the charitable company's ability to conduct business and where failure to comply could result in material penalties.

We have considered the disclosure requirements of the Companies Act 2006 and the Charities Act 2011, along with the Charities SORP FRS102 and the Charities (Accounts and Reports) Regulations 2008 as part of our finalisation processes.

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

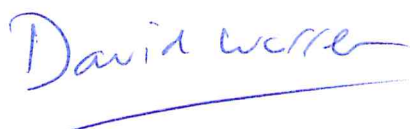
We discussed the possibility of fraud with senior management and whether they had any knowledge of any actual, alleged or suspected fraud. We designed our audit tests to consider controls and tested a sample of payments to fellows paying attention to the evidence obtained in respect of our sample fellows' identities.

In common with all audits under ISAs (UK) we also performed specific procedures to respond to the risk of management override. We assessed that the charitable company's control environment is adequate for the size and operating model of such a charitable company.

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 our report

This report is made solely to the charitable company's members, 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 the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



DAVID WARREN BA FCA (Senior Statutory Auditor)

For and on behalf of COCKE, VELLACOTT & HILL
Chartered Accountants and Statutory Auditor
Unit 28 City Business Centre
Lower Road
LONDON SE16 2XB
27th September 2024

STATEMENT OF FINANCIAL ACTIVITIES (INCORPORATING INCOME AND EXPENDITURE ACCOUNT)

For the 16 month period ended 31st December 2023

		Unrestricted Funds	
	Notes	2023 £	2022 £
Income from:			
Charitable activities			
Grants received	2	2,846,531	386,907
Activities for Generating Funds			
Investment Income	3	1,845	-
Total income		2,848,376	386,907
Expenditure on:			
Raising funds		-	-
Charitable activities			
Grants payable		-	-
Programme and project work	4	2,843,617	386,907
Total expenditure		2,843,617	386,907
Net income/(expenditure)		-	-
Other recognised gains / (losses)			
Corporation tax paid	7	4,759	-
Net movement in funds		-	-
Reconciliation of funds			
Total funds brought forward	13	-	-
Total funds carried forward	13	-	-

All of the operations undertaken by the charitable company during the current and preceding 16 month periods are continuing operations and there were no other recognised gains and losses other than those above.

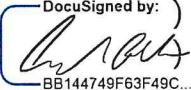
The notes on pages 20 to 26 form part of these financial statements

BALANCE SHEET

as at 31st December 2023

	Notes	2023	2022
		£	£
Fixed assets			
Tangible assets	8	15,372	-
Total fixed assets		15,372	-
Current assets			
Debtors	9	15,260	-
Cash at bank and in hand		1,181,443	377,140
Total current assets		1,196,703	377,140
Liabilities			
Creditors: Amounts falling due within one year	10	(1,212,075)	(377,140)
Net current assets (liabilities)		(15,372)	-
Total assets less current liabilities		-	-
Creditors: Amounts falling due after one year		-	-
Total assets less current liabilities		-	-
The funds of the charity:			
Unrestricted Funds - general	13	-	-
Total charity funds	13	-	-

The financial statements were approved by the Board of Trustees on the 27th September 2024 and signed on its behalf by: -

DocuSigned by:

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 9/27/2024

Cressida Pollock (Trustee)

Company Registration No: 13557860

The notes on pages 20 to 26 form part of these financial statements

STATEMENT OF CASH FLOWS

For the 16 month period ended 31st December 2023

	Notes	2023 £	2022 £
Cash flows from operating activities			
Net movement in funds		-	-
Add back depreciation charge	8	1,741	-
Decrease/(increase) in debtors	9	(15,260)	-
Increase in creditors	10	834,935	377,140
Net cash generated from operating activities		821,416	377,140
Cash flows from investing activities			
Purchase of tangible fixed assets	8	(17,113)	-
Net cash used in investing activities		(17,113)	-
Increase in cash		804,303	377,140
Bank and cash balance brought forward		377,140	-
Bank and cash balance carried forward		1,181,443	377,140

The notes on pages 20 to 26 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

For the 16 month period ended 31st December 2023

1. Accounting policies

These financial statements have been prepared under the historical cost convention as modified by the inclusion of fixed assets investments at market value, and in accordance with the Charities Act 2011, the Companies Act 2006, and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), and follow the recommendations of the Charity Commission 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 UK and Republic of Ireland (FRS 102), the "Charities SORP (FRS 102)". The company is registered in England and Wales, is a public benefit entity and reports in £sterling, its principal currency. This year's financial statements are for the extended 16 month period 1 September 2022 to 31 December 2023. Corresponding figures are for the year ended 31 August 2022.

The principal accounting policies adopted are as follows: -

(a) Incoming resources

All incoming resources are recognised once the charity has entitlement to the resources, if it is certain that the resources will be received, and the monetary value of the incoming resources can be measured with sufficient reliability. Income is deferred where the charity has to meet conditions imposed by the donor before expenditure of resources can take place. Investment income and interest received includes income tax recoverable where applicable.

(b) Resources expended

- (i) Expenditure is included in the accounts on an accruals basis.
- (ii) Expenditure incurred on activities falling directly within one cost category is attributed to that category. Other expenditure, including salaries, has been reasonably and consistently apportioned to charitable activities and governance costs on a time spent basis.
- (iii) Charitable awards authorised by the charity and agreed by the grantee in the financial 16 month period and committed for payment before the end of the next financial 16 month period have been accrued in the accounts.

(c) Tangible fixed assets

The depreciable value of each asset is written off over its expected useful life. This is currently expected to be three year periods for office equipment, while the depreciation charge on office furniture is calculated at 15% on book value. The useful life of each asset, its residual value and the amounts of depreciation charged are reviewed annually.

(d) Taxation

Provision for corporation tax is not necessary as the charitable company is a registered charity. No deferred tax provision is required. The charity is non-trading and is not registered for VAT.

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 16 month period ended 31st December 2023

1. Accounting policies (continued)(e) Unrestricted Funds

The General reserve represents those funds that the Board may use in the furtherance of the charitable objectives of the charitable company.

(g) Foreign exchange gains and losses

Assets and liabilities denominated in foreign currencies at the balance sheet date are translated into sterling at the closing rate. Transactions in foreign currencies are converted to sterling at the rate of exchange prevailing on the day of the transaction.

(h) Operating leases

Rent payable under operating leases is charged to the income and expenditure account as incurred.

(i) Pensions

Eligible staff members received monthly payments of 8% of their salaries into a scheme administered by SMART in the UK and 4% in Belgium. One eligible staff member has opted out. Contributions made in the 16 month period are treated as an expense.

2. Charitable activities

During the 16 month period the charity received grants and donations from the following –

	2023	2022
	Unrestricted	<i>Unrestricted</i>
	£	£
Quadrature Climate Foundation (QCF)	1,288,091	386,907
Breakthrough Energy Foundation	167,966	-
SED- Stitching Effectief Doneren	122,311	-
Grantham Foundation	1,169,179	-
Climate Pathfinders Foundation	85,179	-
South Pole France	1,728	-
Other institutions and trusts	12,077	-
	2,846,531	386,907

3. Investment income

	2023	2022
	£	£
Interest from funds on deposit	1,845	-

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 16 month period ended 31st December 2023

4. Charitable activities – Programme and project work

	2023	<i>2022</i>
	Unrestricted	<i>Unrestricted</i>
	£	<i>£</i>
Salaries and associated costs (notes 1(b)(ii) and 5)	1,098,860	<i>88,039</i>
Directors and key management remuneration	109,015	<i>58,814</i>
Other personnel costs	44,489	<i>-</i>
Consultancy costs	1,094,183	<i>200,999</i>
Staff training	3,603	<i>-</i>
Advertising and marketing	28,589	<i>4,369</i>
Sponsorship fees	120,000	<i>-</i>
Travel and events	87,260	<i>6,079</i>
Rent	69,116	<i>1,112</i>
Office costs including IT expenditure	39,827	<i>1,699</i>
Insurance	1,874	<i>-</i>
Audit costs	6,000	<i>-</i>
Accountancy fees	106,015	<i>13,072</i>
Legal and professional costs	7,075	<i>12,528</i>
Finance charges	25,693	<i>193</i>
Interest paid	277	<i>3</i>
Depreciation	1,741	<i>-</i>
	2,843,617	<i>386,907</i>

Support costs included above amount to £150,387 (2022: £58,175).

Governance costs included above amount to £19,075 (2022: £6,000) as noted below.

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 16 month period ended 31st December 2023

Charitable activities – Programme and project work (continued)

Governance costs included are as follows:

	2023	<i>2022</i>
	Unrestricted	<i>Total</i>
	£	£
Director Remuneration	-	-
Senior management time	6,000	6,000
Professional Fees		
Meetings and related travel costs	-	-
Audit	6,000	-
Accountancy and payroll related fees	-	-
Legal fees	7,075	-
	<u>19,075</u>	<u>6,000</u>
Total governance costs	<u>19,075</u>	<u>6,000</u>

In common with many other charitable companies of our size and nature we use our auditors to assist in the preparation of the financial statements.

5. Staff costs and particulars of employees	2023	<i>2022</i>	2023	<i>2022</i>
	Numbers	<i>Numbers</i>	£	<i>£</i>
Total remuneration of employees:				
Wages and salaries	11	<i>1</i>	938,883	<i>85,400</i>
Social security costs			110,864	<i>822</i>
Pension contributions			49,113	<i>1,817</i>
	<u>11</u>	<u><i>1</i></u>	<u>1,098,860</u>	<u><i>88,039</i></u>

6 employees (2022 – none) earned above £60,000 per annum.

No trustee had any remuneration during the current or preceding period. No trustee (2022 – none) was reimbursed for travel expenses (2022 – £nil). There are no other related party transactions other than as described in the report of trustees.

The salaries figure above includes £144,390 (2022: £57,536) which relates to key management costs. Further information relating to additional key management costs is contained in note 6.

The charitable company makes payments into approved pension funds. The assets of the schemes are held separately from those of the charitable company in independently administered funds. The pension costs charge represents contributions payable by the charitable company to the funds and amounted to £49,113 (2022 £1,817). No contributions were outstanding or repayable (2022 Nil outstanding or repayable) to the funds at the period end.

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 16 month period ended 31st December 2023

9. Debtors	2023	2022
	£	£
Sundry debtors	1,734	-
Income tax recoverable	-	-
Accrued income	-	-
Prepayments	13,526	-
Other debtors	-	-
	15,260	-

10. Creditors: amounts falling due in one year	2023	2022
	£	£
Trade creditors	123,492	6,614
Short term compensated absences	33,452	-
Other creditors and accruals	237,192	150,048
Deferred income	801,048	213,093
Taxation and social security costs	16,891	7,385
	1,212,075	377,140

11. Financial commitments

At the year end the charitable company had total commitments under non-cancellable operating leases amounting to £4,576 (2022: £0).

12. Related party transactions

As noted in the Trustees' Report, Barbara la Fleming is a senior management employee at Quadrature Climate Foundation, a major funder. She has no involvement in any funding decisions made by them. Tim Kruger was performed consultancy services amounting to £18,000, a fee commensurate with the work done. There are no other related party transactions to disclose.

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the 16 month period ended 31st December 2023

13. Total Charity Funds	Balance at 1 Sept 2022	Incoming Resources	Resources Expended	Balance at 31st Dec 2023
	£	£	£	£
Unrestricted funds				
General reserve	-	2,848,376	(2,848,376)	-
Total charity funds	-	2,848,376	(2,848,376)	-

