

WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales · Charity number 288646

Details

Status Registered

Legal form Trust

Registered 1984-02-10

Register [View on the Charity Commission register](#)

Contact

Address PO Box 73635
London
SW14 9BY

Phone 07908521731

Email CLERK@NEEDLEMAKERS.ORG.UK

Website www.needlemakers.org.uk

Activities

Objects: SUCH CHARITABLE PURPOSES AS THE COURT OF ASSISTANTS OF THE WORSHIPFUL COMPANY OF NEEDLEMAKERS MAY FROM TIME TO TIME RESOLVE.

Activities: SUPPORT OF LONDON CHARITABLE INSTITUTIONS AND CONNEXIONS WITH THE NEEDLEMAKING INDUSTRY AS DECIDED BY THE COURT OF ASSISTANTS

Classification

- **How:** Makes Grants To Organisations
- **What:** General Charitable Purposes, Education/training, The Prevention Or Relief Of Poverty, Religious Activities
- **Who:** Other Charities Or Voluntary Bodies, Other Defined Groups

Geography

- Throughout London

Finances

Period end	Income	Expenditure	Assets	Employees
2024-09-30	£145,470	£75,108	-	-
2023-09-30	£133,447	£97,232	-	-
2022-09-30	£108,819	£93,987	-	-
2021-09-30	£120,117	£63,172	-	-
2020-09-30	£99,552	£82,882	-	-

Trustees

Name	Role	Appointed
Master, Wardens, and Commonalty of the Art or Mystery of Needlemakers of the City of London		1988-01-04

WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales - Charity number 288646

Accounts

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2024

Charity Registration Number 288646

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

Key Information

Charity Number:	288646
Principal Office:	PO Box 73635 London SW14 9BY
Corporate Trustee:	The Master, Wardens and Commonalty of the Art and Mystery of the Needlemakers of London (a company incorporated by Royal Charter) operating as the Worshipful Company of Needlemakers
Members of the Charity Committee:	Past Master – P Goldberg OBE (Chairperson) (appointed 27/08/2020) The Master – TM Foulkes (appointed 02/10/2020) Senior Warden – Dr S Summers (appointed 06/10/2022) Junior Warden – N Macrae (appointed 05/10/23) The Immediate Past Master – J Mill (appointed 02/10/2019) Assistant – S Bentley (retired 05/10/23) Assistant – M Scotchmer (appointed 05/10/23) Assistant – D Taylor (Honorary Treasurer) Assistant – T Pattison (representative of Investment Oversight Group) (appointed 30/09/2021) Assistant – C Barrows (appointed 05/10/23) Liveryman – C Elmer (appointed 05/10/23) Liveryman – D Staples (retired 05/10/2023) Liveryman – V Hamilton (retired 05/10/2023) Liveryman – A Farr (appointed 06/10/2022) Liveryman – M Francis (retired 17/04/2024)
Key Management Personnel:	Clerk – F Sedgwick
Investment Managers:	Quilter Cheviot Limited Senator House 85 Queen Victoria Street London EC4V 4AB
Independent Examiner:	H Day FCA BSc (hons) DChA Xeina Limited Nightingale House 46-48 High Street Epsom Surrey, KT17 1HQ
Bankers:	Lloyds Bank PLC 113-116 Leadenhall Street London EC3A 4AX

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

TRUSTEE'S REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2024

The Trustee presents its report of the independently examined financial statements for the year ended 30 September 2024.

Structure, governance and management

Governing document

The Charity is a charitable trust established by Trust Deed dated 16 December 1983, the Deed was amended by the Charity Commission Scheme dated 4 January 1988.

The Charity was originally established to administer funding provided by the Worshipful Company of Needle makers (the **Company**) and from the residuary bequest of Past Master Charles Crossingham who died in 1952. The main purpose of the Charity is to administer the charitable activity of the Company. Since the charity was established it has raised considerable funds from Liverymen of the Company to increase its investment funds generating income to increase charitable activity.

The Company is the sole trustee of the Charity (the **Trustee**).

Organisational structure

As the Trustee is a corporate entity, the decisions of the Charity are made by the Court of the Company which is advised by the Charity Committee. The Court appoints the members of the Charity Committee for a three-year term. The Master Needle maker and the Wardens automatically sit on the Charity Committee. The members of the Charity Committee for the year ended 30th September 2024 are set out on the previous page.

The Charity Committee meets four times a year and:

- considers grant applications;
- considers nominations for grants received from the Master and the Honorary Chaplain of the Company;
- reviews reports from the Investment Oversight Group of the Company in respect of the funds held by the Charity and the money available for grants;
- receives and reviews reports from previous grant recipients;
- provides a report and recommendations to the Trustee.

The Court met four times during the year as Trustee of the Charity, considered the reports from the Charity Committee and reviewed grants recommended by the Charity Committee. It approved the grants recommended by the Charity Committee after detailed consideration.

The investments of the Charity are managed by Quilter Cheviot and the investments are reviewed with Quilter Cheviot by the Investment Oversight Group of the Finance and General Purposes Committee of the Company in addition to the Trustee.

On 5th October 2023 Mr T. Michael Foulkes became Master, Dr Susan Sumners as Senior Warden and Mr Nick Macrae as Junior Warden.

The recommendations of the Charity Committee in relation to grants were considered by the Trustee at each meeting. The approval of the grants recommended by the Charity Committee was minuted by the Trustee in the minutes of the Company and the Honorary Treasurer of the Company was instructed to make grants in accordance with the schedule of grants approved by the Trustee. The administration of grants was undertaken by the Clerk to the Company.

The financial records of the Charity were maintained during the year ended 30th September 2024 by the Honorary Treasurer to the Company. Internal controls, appropriate for a charity of this size, have been put in place to protect the funds and investments and to ensure their proper application.

Appointment of the Trustee

The Charity has a sole corporate trustee as set out in the Scheme issued by the Charity Commission for the Charity on 4 January 1988.

The members of the Court of the Company as the personification of the Trustee are subject to the fit and proper persons test when they are appointed to the Court as they are deemed to be people who exercise general control and management of the Charity's assets. All members of the Court and the Clerk are required to read HM Revenue & Customs basic guides for charity managers and sign the declaration for fit and proper persons. The Charity Committee members are also required to read the guidance notes issued by the Charity Commission and are provided with publication CC3 and related materials.

Objectives and Activities

The Charity's Object

The charitable object of the Charity is to fulfil for the public benefit such charitable purposes as the Court of Assistants of the Worshipful Company of Needle-makers may from time-to-time resolve.

Our aims

Our aim is to make grants confined to areas associated with the Needle-making industry (along with such professions and/or industries which use needles), the training of users of needles such as surgeons and nurses; the City of London, and Education. This includes grants to the Lord Mayor's Appeal and the Master's chosen charities and a grant to an organisation nominated by the Honorary Chaplain of the Company (the Lord Bishop of Southwark).

Our objectives

The objective of the Charity is to ensure that all grants provide a public benefit and that grants are provided to:

- support individuals in professions connected to needles in the development of their knowledge, for example, healthcare professionals, engineers connected to needlemaking and those using needles;
- provide support to children in need connected to the City of London or attending schools in or connected to the City of London;
- support the fabric of the historic buildings of the City of London; and
- support charitable institutions of the City of London.

The members of the Charity Committee are provided with the guidance contained in the Charity Commission's general guidance on public benefit and refer to such guidance when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

Endowments

The Charity holds two endowments:

- the General Endowment; and
- the Frederick Milward Scholarship Fund.

The income of the General Endowment is unrestricted and is used to fund the general charitable activities of the Charity.

The income of the Frederick Milward Scholarship Fund is restricted to the provision of bursaries and scholarships to students from Redditch undertaking undergraduate studies in STEM subjects. The income has not been sufficient to make appropriate grants and has been held as a restricted fund.

Investments

There are no specific investment powers or restrictions in the Trust Deed. The Charity operates within the powers granted by the Trustee Act 2000 in making decisions in relation to investments. The management of the investments is delegated to expert investment managers on behalf of the Trustee. Regular reports are provided by the Investment Manager to the Trustee.

The investments are managed by the Company's Finance and General Purposes Committee, which is advised by the Charity's Investment Oversight Group.

The Investment Fund is invested in a spread of investments (see note 2 to the accounts) to meet the policy of investing on the basis of balanced / medium to higher risk with regard to the overall rate of return in capital growth and income. The endowment funds are invested to ensure that the value of the investments is maintained while ensuring that income is generated. The portfolio is reviewed regularly by the investment adviser and the Finance and General Purposes Committee of the Trustee. Changes are made taking into account the advice of the investment adviser. During the previous year, the funds were moved to a collective investment scheme operated by Quilter Cheviot as planned.

The Trustee aims to grant income generated from investments but may also make grants from capital or current donations.

The portfolio comprised of investments valued at £3,442,883 and cash of £35,000 at 30th September 2024. There was an increase in capital value of the investments of £374,222 see Note 2 of the accounts.

Review of grant making policy

The Charity carries out its objectives by providing grants to a significant number of individuals and organisations. The Trustee is fully satisfied that the Charity operates for the wider public benefit in all that it does in its charitable activities.

During the year, building on work already done, the Charity Committee reviewed the charitable giving that was ongoing or which was coming to the end of its funding cycle (i.e. multi-year fixed term grants were not subject to review). The purpose was to assess if it was still relevant, to ensure that it was meaningful to the recipients, whether any changes needed to be made and how the impact should be reported to Liverymen.

Achievements and performance

The Charity achieved its objective of making grants in the fields of:

- education;
- welfare;
- the fabric of the historic buildings within the City of London; and
- focused use of needles and related industry.

Education

In terms of education, the Charity continued to fund or part fund, bursaries at:

- City of London School for Girls
- Christ's Hospital; and
- King Edward's School, Witley.

The Charity does not have the skills to assess bursary students or need, therefore, the Charity works with the schools to identify suitable candidates and the relevant schools undertake the required assessment of need and recommend students to the Charity for approval. In relation to:

- Christ's Hospital – the funding for the current pupil was provided as a single grant at the commencement of the pupil's education with the school. The Master has met with the pupil and reports are provided by the school as to progress and the child is developing and enjoying the school;
- King Edward's School, Witley – the Charity worked with the Royal Springboard Children's Foundation to jointly fund the bursary for a pupil in the 2018/19 financial year. Continued Funding from the school, the Charity and Royal Springboard allowed the child to board during term time to ensure that the child was properly supported. Royal Springboard funding also covered the costs of extra-curricular activities. Again, the Master has met the child and reports that the child is developing well at the school.

Overall, the bursaries help individual young people in difficult financial circumstances achieve their full potential and develop into the community, providing a wide public benefit to their communities. We are also seeing a trickle effect which encourages a number of those connected with the recipients of the bursaries to develop in education, this ranges from parents of the supported children to other children in the community.

The Charity values its association with Treloar School and College which provides education to disabled young people. The Charity provides a grant for the general charitable purposes of the school. In addition funding has been provided for two members of staff to undergo further specialist training which they will pass on to other members of staff.

Historically, the Charity has been associated with many schools and provides small prizes consisting of an inscribed book and cash prize of up to £50. This encourages children to pursue education and develops a knowledge of the charitable activities of the Charity.

The annual Woodwind competition concert and prize giving at the Guildhall School of Music took place as planned.

The Charity has provided support for some years for extra-mural activities for the pupils of Old Palace School, which is located in an area of London of great deprivation.

Grants, especially for education, are sometimes awarded on a multi year basis but reviewed annually. At the end of that time the outcomes are reviewed and the grant may cease or be renewed for a further term.

Needle Focused Grants

We have subsequently continued our support of the work of Fine Cell Work, which works with prison inmates to provide needle related skills which provides support within prison and transferable skills which may be used following their release.

The Charity has continued to provide grants to the Royal College of Surgeons and the Royal College of Nursing Foundation to provide specialist training bursaries for medical professionals who would not otherwise be able to afford the training courses. This is to develop surgical and nursing skills for the general benefit of the public. The Master, Wardens, Clerk and Chairperson of the Charity Committee were able to attend a meeting with the President, teaching staff and the bursary winners at the Royal College of Surgeons to hear the progress that has been made. A report has been provided to the Company's liaison with the Royal College of Nursing Foundation regarding the awards made during the year. The respective colleges undertake the assessment of need. Study grants were also provided to City St George's, University of London School of Nursing.

Given the engineering origins of the Needlemakers Company encouragement is given to the development of those working or seeking to work in STEM subjects. Support is given to students studying for City and Guilds qualifications and also a programme of two-year bursaries for Arkwright scholars to support and encourage high school students in STEM subjects with a view to developing a career in engineering/technology. The Smallpeice Trust which administers the scholarships provides excellent support and development opportunities for the students. We are also establishing a Needlemakers' Award for Advanced Needle Technology which will be a key area for future focus.

By virtue of Office and City of London

The Honorary Chaplain requested that a grant be made to the All Saints Youth Choir, established in 2023, to assist in raising aspirations by offering opportunity to young people. The Charity was delighted to make this award to assist the Lord Bishop in relieving poverty and other needs in his diocese.

The Charities chosen by the Master to receive grants were divided equally between Kids Inspire and The Wilderness Foundation.

The Charity also provided grants to the Sheriff's and Recorder's Fund and the Guildhall School of Music and Drama. Funding was also provided for welfare of people in the City of London.

How our activities deliver public benefit

The Charity is delighted that its grants created a positive impact on the lives of numerous people. The training provided in engineering and health will assist people for many years to come.

The Charity makes grants to a wide range of Beneficiaries for Education, Religious, Welfare and other purposes recommended by the Charity Committee. The Trustee considers that these grants, set out in detail under Note 3 to the financial statements, provide benefits to the wider community.

As can be seen from above, the public benefit that has been provided includes:

- relief of poverty of those in need;
- the development of educational skills for those in need;
- the development of surgical and nursing skills;

- rehabilitation of offenders and provision of new skills to assist following a jail term reduce reoffending rates and supporting those in need;
- relief of those in need as a result of disability;
- ensuring the conservation of heritage and the historic fabric of the City of London;
- preservation of historic artefacts for the knowledge of the public;
- development of training roles in STEM subjects to ensure continued development in this important area; and
- ensuring that historic skills are recorded, understood and records are maintained for posterity.

Financial review

Results for the year

Income for the year was generated through:

- bequests - £20,000 (2023: £20,000)
- donations received from Liverymen of the Company amounting to £18,636 (2023: £14,125)
- tax recoveries £4,385 (2023: £3,531)
- investment income of £102,349 (2023: £95,791)
- other income of £100 (2023: nil)

The value of the Net Assets amounted to £3,610,114 in total at the end of the year, an increase of £444,584 over the previous year.

The net surplus of the Unrestricted General Fund for the year was £26,955 (2023: deficit £1,709).

Investments are reviewed annually. It was noted that the value of the investments increased following an improved year for global markets. Grants expenditure during the year per note 3 was £75,108 (2023: £97,232) and detailed on pages 16 and 17. In 2018/19, commitments of £8,000 per annum for 7 years to King Edward's School and £9,880 per annum to the Arkwright Scholarship were made. These commitments are nearly complete and are reflected in the accounts.

As can be seen from the figures there has been an increase in donations from Liverymen between 2024 and 2023. The Chairperson of the Charity Committee continues to review actions which can be undertaken to increase regular donations to the Charity.

It is the aim of the current Chairperson of the Charity Committee to maintain a focus on increasing regular donations to the Charity.

Funding sources

In this year, the principal sources of funding were:

- donations from a variety of sources including Liverymen of the Company from former Liverymen of the Company; and
- investment income.

Historically, the principal funding of the Investment Fund has come from legacies and donations from people connected to the Company. The Charity was originally established to administer funding from the Company and a bequest of Past Master Charles Crossingham who died in 1952. Subsequently the following funds were incorporated into the Charity

- The Lewis Bayman Charity
- The Hargreaves-Beare Charity
- The G H Corbett-Milward Memorial Fund
- The Joyce Elizabeth Dangerfield Prize Fund
- The Alexander Dudgeon Legacy
- The A J P Griggs Memorial Fund
- The Hugh George Exhibitions Fund
- The Frederick Milward Scholarship Charity

A gift of £500,000 was received from 'The Chamberlain Foundation' and was added to the Investment Fund a number of years ago. Other gifts received from time to time have also been added to the capital fund. During the year 2017/2018, a Liveryman bequeathed the sum of £250,000 to the Charitable Fund, this will be invested in the short term and the capital value will be expended over time on appropriate projects. In this financial year, the sum of £20,000 was received from a legacy and has been applied in a similar manner.

Investment Policy, Objectives and Restrictions

From the outset, donations and legacies received have been credited to the Investment Fund for the purpose of building up a sufficient amount in the Investment Fund to generate enough income from the Charitable Fund's investments to cover the charitable grant making of the Company. In addition, any appreciation of the underlying investments has also been deemed to be part of the Investment Fund.

When funds are received by the Charity, the Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.

The funds included in the Investment Fund of the Charity are intended to be kept for the long term with only the income being distributed. Therefore, an extremely long investment perspective has been taken.

The objective is to maximise the long-term flow of income in real terms with due regard to risk. A balance has to be struck between the interests of the present and future generations of beneficiaries therefore part of the assets may be invested for a higher immediate income.

Prior regard has to be given to risk which is why an element of diversification is required. The portfolio is managed on a balanced / medium to higher risk discretionary basis, with a balanced investment objective and a time horizon in excess of five years.

The costs of management need to be kept to a minimum as these have to be taken out of income. However, we have to be seen to have taken proper advice as well as having someone to hold our investments.

Employees and Volunteers

The Charity has no employees and the administration services provided by the Clerk are donated by the Company. All other activities are undertaken by volunteers. Therefore, there are no support costs incurred in respect of the Charity's activities.

The Charity is operated by volunteers sourced through the Company. The Charity has been assisted by approximately 30 volunteers during the year as:

- members of the Charity Committee;

- appointed links between the Charity and the grant recipients and beneficiaries;
- the Honorary Treasurer.

The Chairperson of the Charity Committee would like to thank her predecessor and all other members of the Charity Committee for their assistance during the year along with those volunteers acting as the link between the Charity and the beneficiaries. The Chairperson also wishes to thank the Clerk for her work throughout the year.

Risks and Uncertainties

At present, the Charity is not reliant on donations income and can continue to make significant grants from investment income in a standard year. The key risks to the Charity are:

- events which impact on the world financial systems reducing both the capital value of the investments of the Charity and potentially income;
- Liverymen in the Company not providing additional donations;
- Liverymen in the Company not leaving the Charity legacies.

Systems are in place to protect the Charity and its assets against fraud and training is undertaken for all those with financial access to ensure that the impact of fraud will be limited or eliminated.

Fundraising

The Charity engages in limited fundraising outside of the Company and does not solicit public donations. The Charity is not a member of the Fundraising Regulator but is aware of its policies and procedures and ensures that it does not engage donors to give more than they can afford and works to ensure that donors are supported.

Reserves Policy

The Charity has considerable investments which allow it to undertake its work. These are carefully managed to ensure that inflation does not reduce the value of the investments and the impact of the Charity.

The costs of the Charity are limited to the fees of the investment manager. All other costs are met by the Company as a donation in kind. Therefore, the need for reserves to cover the costs of the Charity is limited. A reserve of £20,000 is maintained for these purposes.

It is the intention of the Charity that it is always in a position to make annual grants. Situations may arise where there are no annual donations received and there is limited investment income. In such cases grants can still be maintained and the Charity generally retains additional cash of approximately £70,000 to allow it to make grants even if income is disrupted.

Approval and Committees

This report was prepared by the Chairperson of the Charity Committee and the Honorary Treasurer for the Trustee.

Statement of Responsibilities

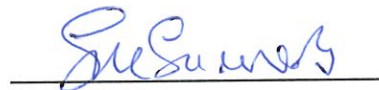
The Trustee has resolved that financial statements are prepared for each financial year which give a true and fair view of the state of affairs of the Charitable Fund and of the income and expenditure of the fund for that period. In preparing those financial statements, the Charity & Finance Committees, on behalf of the Court, are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustee, supported by the Charity & Finance Committee, is 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 accounts comply with relevant legislation. It is 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. The day to day handling of these matters is dealt with by the Clerk and the Treasurer on the Trustee's behalf.

Signed on behalf of the Trustee on 2 July 2025 by

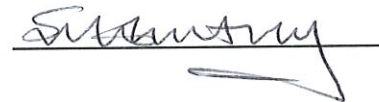
Dr Susan Sumners, Master



Mr Nick Macrae, Senior Warden



Mr Simon Bentley, Junior Warden



THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEE

I report to the charity trustee on my examination of the accounts of The Worshipful Company of Needlemakers Charitable Fund (the Trust) for the year ended 30 September 2024.

Responsibilities and basis of report

As the charity trustee of the Trust you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the Act').

I report in respect of my examination of the Trust's accounts carried out under section 145 of the Act and in carrying out my examination I have followed all applicable Directions given by the Charity Commission under section 145(5)(b) of the Act.

Independent examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the Trust as required by section 130 of the Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



H Day FCA BSc (hons) DChA
Xeinaidin Limited
Nightingale House
46-48 East Street
Epsom
Surrey
KT17 1HQ

Date: 17th July 2025

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

BALANCE SHEET AS AT 30TH SEPTEMBER 2024

	<u>Note</u>	<u>2024</u>		<u>2023</u>
Investments at Market Value	2	3,442,883		3,038,661
Funds held by investment manager		<u>35,000</u>		<u>-</u>
		3,477,883		3,038,661
Current Assets				
Debtors		40,191		33,258
Bank balance		<u>109,920</u>		<u>135,471</u>
Total Current Assets		150,111		168,729
Current Liabilities (less than 1 year)	4	(17,880)		(23,980)
Long Term Liabilities (greater than 1 year)	4	<u>(-)</u>	<u>132,231</u>	<u>(17,880)</u>
NET ASSETS		£3,610,114		£3,165,530
The Funds of the Charity				
Permanent Endowments:				
General Endowment	5	677,096	598,797	
Milward Endowment	5	<u>9,481</u>	<u>8,385</u>	607,182
Restricted Funds:				
Milward Fund			2,444	2,158
Unrestricted Funds:				
Investment Fund	6	2,840,250	2,502,302	
General Fund		<u>80,843</u>	<u>53,888</u>	2,556,190
		£3,610,114		£3,165,530

Adopted by the Trustee on² July 2025

Dr Susan Sumners

Master on behalf of the Trustee

Pamela Goldberg OBE

Chairperson, Charity Committee

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

STATEMENT OF FINANCIAL ACTIVITIES
YEAR ENDED 30TH SEPTEMBER 2024

	Permanent Endowment Funds	Restricted Milward Fund	Unrestricted Investment Fund	Unrestricted General Fund	Total 2024	Total 2023
Income from						
Bequests	-	-	20,000	-	20,000	20,000
Donations from, and relating to, livymen	-	-	18,636	-	18,636	14,125
Investment Income	-	286	-	102,063	102,349	95,791
Other income	-	-	100	-	100	-
Tax recoveries	-	-	4,385	-	4,385	3,531
Transfers	-	-	-	-	-	-
Total income	£ -	£286	£43,121	£102,063	£145,470	£133,447
Expenditure on						
Grants paid / payable (note 3)	-	-	-	75,108	75,108	97,232
Investment Manager's fee	-	-	-	-	-	-
Total Expenditure	£ -	£ -	£ -	£75,108	£75,108	£97,232
Net Income before Revaluations and Disposal of Investments	-	286	43,121	26,955	70,362	36,215
Gain on disposal of investment	-	-	-	-	-	-
Gain/(loss) on revaluation of investments	79,395	-	294,827	-	374,222	85,743
Net Movement in Funds	79,395	286	337,948	26,955	444,584	121,958
Funds at 1st October 2023	607,182	2,158	2,502,302	53,888	3,165,530	3,043,572
Funds at 30th September 2024	£686,577	£2,444	£2,840,250	£80,843	£3,610,114	£3,165,530

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30TH SEPTEMBER 2024

1. Accounting Policies

These 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).

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies selected for use by the Charity. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

- (a) The accounts are drawn up on the historical cost basis of accounting modified to allow investments to be shown at market value.
- (b) The increase or decrease in the value of the investment portfolio over the year is credited or debited as "Unrealised Investment Appreciation" in the relevant Funds.
- (c) Income is accounted for when receivable.
- (d) Donations received and related tax recoveries are credited to the Designated Investment Fund. The Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.
- (e) Grants payable are accounted for when approved by the Court of the Company.
- (f) All governance costs are met by the Company.
- (g) Financial instruments

The financial instruments held by the charity are investments, debtors and creditors. These are categorised as 'basic' in accordance with Section 11 of FRS 102 and are initially recognised at transaction price. Investments are subsequently measured at fair value, based upon market price, and changes in fair value recognised in the Statement of Financial Activities. Other financial instruments are subsequently measured at their transaction price less any impairment.

- (h) Critical judgements and estimates

No other critical judgements or estimates have been made by the Trustees in applying the charity's accounting policies.

2. Investment summary for the year

	<u>2024</u>	<u>2023</u>
Market value at 1st October 2023	3,038,661	2,927,917
Purchases	30,000	25,000
Disposals at cost	-	-
Gain/(Deficit) on unrealised investment appreciation	374,222	85,744
At 30th September 2024	<u>£3,442,883</u>	<u>£3,038,661</u>
Investments at cost	3,070,749	3,040,749
Market value	3,442,883	3,038,661
Unrealised appreciation / (depreciation)	<u>£372,134</u>	<u>(£2,088)</u>

3. Grants Paid and Payable

	<u>2024</u>	<u>2023</u>
Education		
City of London School	-	35
City of London School for Girls	7,000	7,000
City of London Freemans School	650	600
City University – Hardship Fund	2,000	2,000
Christ's Hospital School	600	600
City & Guilds of London Institute	6,500	6,500
The Royal Masonic School for Girls, Rickmansworth	-	100
Book and music Prizes	150	350
Guildhall School of Music & Drama (Woodwind Prize)	600	750
Royal School of Needlework (including prizes)	7,500	5,000
Old Palace School	7,000	10,000
Quilt and Stitch Village	250	250
Guildhall School of Music Scholarship	5,000	-
King Edward's School, Witley	10,160	5,867
Treloar School	1,000	-
Guildhall School of Music & Drama - Welfare of Students	-	1,500
Trinity High School	-	250
Universify Education	500	-
	<u>£48,910</u>	<u>£40,802</u>
Welfare		
Sheriffs' & Recorder's Fund	1,500	1,500
Royal British Legion City Branch Poppy Appeal	500	500
Clergy Support Trust	-	200
City Harvest	1,000	-
St George The Martyr	-	5,000
Red Cross	250	-
Street Storage	2,000	-
Pembroke College	-	1,000
Cockpit Arts	-	-
	<u>£5,250</u>	<u>£8,200</u>

Grants paid and Payable (continued)

Focus Grants

St James, Garlickhythe	1,000	500
St Paul's Cathedral Trust	500	500
United Guilds Service Trustees	200	200
Fine Cell Work	3,850	3,080
Royal College of Surgeons of England	7,000	7,000
Royal College of Nursing Foundation	7,000	7,000
The Arkwright Scholarship	9,660	11,200
Garden of Remembrance	200	190
Needle Museum, Redditch	-	-
Royal College of Nursing – prize	-	400
HMS Trent	1,000	1,000
Museum of London	3,100	-
St Cecelia	-	150
27F Squadron	518	607
The Third Battalion, the Prince of Wales's Royal Regiment	400	400
	<u>£34,428</u>	<u>£32,227</u>

By Virtue of Office

Lord Mayor's Appeal	3,000	3,000
Master's Charities	4,500	1,500
Hon. Chaplain's Charity Bishop of Southwark Discretionary Trust	3,000	3,000
	<u>£10,500</u>	<u>£7,500</u>

Grants paid in the year	<u>99,088</u>	<u>88,728</u>
Grants provided in earlier years, paid in year	<u>(19,160)</u>	<u>(9,250)</u>
Grants provided in earlier years, reversed	<u>(4,820)</u>	<u>(3,506)</u>
Grants provided in current year, to be paid in future years	<u>-</u>	<u>21,260</u>
TOTAL GRANTS	<u>£75,108</u>	<u>£97,232</u>

4. Current Liabilities (Falling due in less than 1 year)

	<u>2024</u>	<u>2023</u>
Grants approved but not yet paid	<u>17,880</u>	<u>23,980</u>
TOTAL LIABILITIES	<u>£17,880</u>	<u>£23,980</u>

Long Term Liabilities (Falling due in 2 to 5 years)

	<u>2024</u>	<u>2023</u>
Grants approved but not yet paid	<u>-</u>	<u>17,880</u>
TOTAL LIABILITIES	<u>£17,880</u>	<u>£41,860</u>

5. Permanent Endowments

	<u>2024</u>		<u>2023</u>	
	General	Milward	General	Milward
Balance at 01 October 2023	598,797	8,385	580,857	8,134
Gain on Disposal of investments	-	-	-	-
Unrealised investments Gain	78,299	1,096	17,940	251
Balance at 30 September 2024	677,096	9,481	598,797	8,385

The General Endowment was established by the Trust Deed dated 16th December 1983 as amended by a Charity Commission Scheme dated 4th January 1988. Under the terms, its income is to be applied for such charitable purposes as the Court of Assistants of the Company may from time to time resolve. Accordingly, related investment income is added to the Unrestricted Fund.

The F Milward Endowment, originally registered with the Charity Commission in 1962, was established to provide a scholarship, tenable at a university, for pupils attending Trinity High School, Redditch. No awards have been made this year (2023: Same)

6. Unrestricted Investment Fund

	<u>2024</u>	<u>2023</u>
Balance at 01 October 2023	2,502,302	2,397,094
Net Income from donations	43,021	37,656
Other income	100	-
Unrealised investments Gains	<u>294,827</u>	<u>67,552</u>
Balance at 30 September 2024	2,840,250	2,502,302

Though Unrestricted, the Trustee currently intends to retain this Fund for the future benefit of the charity. Income arising from the Fund is used for such charitable purposes as the Trustee determines.

This Fund has accumulated as donations and legacies received over the years have been credited for the purpose of building up a sufficient balance to generate enough income from the related investments to support the cost of charitable grant making. Any appreciation of the underlying investments has also been deemed to be part of the Fund.

7. Trustee's Remuneration and Expenses

During the year, no Trustee received any remuneration nor expenses (2023 – none).

8. Related Parties

The Company bears the costs of the Clerk and the Independent Examiner when working on behalf of the Charity. It is estimated that this is 10% and 65% respectively £6,316 (2023: £6,075). There were no related party transactions (2023: none).

WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales - Charity number 288646

Accounts

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2023

Charity Registration Number 288646

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

Key Information

Charity Number:	288646
Principal Office:	PO Box 73635 London SW14 9BY
Corporate Trustee:	The Master, Wardens and Commonalty of the Art and Mystery of the Needlemakers of London (a company incorporated by Royal Charter) operating as the Worshipful Company of Needlemakers
Members of the Charity Committee:	Past Master – P Goldberg OBE (Chairperson) (appointed 27/08/2020) The Master – J Mill (appointed 02/10/2019) Senior Warden – T M Foulkes (appointed 02/10/2020) Junior Warden – Dr S Sumners (appointed 06/10/2022) The Immediate Past Master – P Law (retired 06/10/2022) Assistant – S Bentley (Honorary Treasurer) Assistant – N Macrae (retired 06/10/2022) Assistant – D Taylor (retired 06/10/2022) Assistant – T Pattison (representative of Investment Oversight Group) (appointed 30/09/2021) Liveryman – R Dawes (retired 06/10/2022) Liveryman – D Brooks-Wilson (retired 06/10/2022) Liveryman – D Staples (appointed 02/10/2020) Liveryman – V Hamilton (appointed 01/10/2021) Liveryman – A Farr (appointed 06/10/2022) Liveryman – M Francis (appointed 06/10/2022)
Key Management Personnel:	Clerk – F Sedgwick
Investment Managers:	Quilter Cheviot Limited One Kingsway London WC2B 6AN
Independent Examiner:	D.C.S Nelson FCA Tudor John Limited Nightingale House 46-48 High Street Epsom Surrey, KT17 1HQ
Bankers:	Lloyds Bank PLC 113-116 Leadenhall Street London EC3A 4AX

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

TRUSTEE'S REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2023

The Trustee presents its report of the independently examined financial statements for the year ended 30 September 2023.

Structure, governance and management

Governing document

The Charity is a charitable trust established by Trust Deed dated 16 December 1983, the Deed was amended by the Charity Commission Scheme dated 4 January 1988.

The Charity was originally established to administer funding provided by the Worshipful Company of Needle-makers (the **Company**) and from the residuary bequest of Past Master Charles Crossingham who died in 1952. The main purpose of the Charity is to administer the charitable activity of the Company. Since the charity was established it has raised considerable funds from Liverymen of the Company to increase its investment funds generating income to increase charitable activity.

The Company is the sole trustee of the Charity (the **Trustee**).

Organisational structure

As the Trustee is a corporate entity, the decisions of the Charity are made by the Court of the Company which is advised by the Charity Committee. The Court appoints the members of the Charity Committee for a three-year term. The Master Needle-maker and the Wardens automatically sit on the Charity Committee. The members of the Charity Committee for the year ended 30th September 2023 are set out on the previous page.

The Charity Committee meets four times a year and:

- considers grant applications;
- considers nominations for grants received from the Master and the Honorary Chaplain of the Company;
- reviews reports from the Investment Oversight Group of the Company in respect of the funds held by the Charity and the money available for grants;
- receives and reviews reports from previous grant recipients;
- provides a report and recommendations to the Trustee.

The Court met four times during the year as Trustee of the Charity, considered the reports from the Charity Committee and reviewed grants recommended by the Charity Committee. It approved the grants recommended by the Charity Committee after detailed consideration.

The investments of the Charity are managed by Quilter Cheviot and the investments are reviewed with Quilter Cheviot by the Investment Oversight Group of the Finance and General Purposes Committee of the Company in addition to the Trustee.

On 6th October 2022 Mr John Mill became Master, Mr. T. Michael Foulkes as Senior Warden and Dr. Susan Sumners as Junior Warden.

The recommendations of the Charity Committee in relation to grants were considered by the Trustee at each meeting. The approval of the grants recommended by the Charity Committee was minuted

by the Trustee in the minutes of the Company and the Honorary Treasurer of the Company was instructed to make grants in accordance with the schedule of grants approved by the Trustee. The administration of grants was undertaken by the Clerk to the Company.

The financial records of the Charity were maintained during the year ended 30th September 2023 by Mr Simon Bentley as Honorary Treasurer to the Company. Internal controls, appropriate for a charity of this size, have been put in place to protect the funds and investments and to ensure their proper application.

Appointment of the Trustee

The Charity has a sole corporate trustee as set out in the Scheme issued by the Charity Commission for the Charity on 4 January 1988.

The members of the Court of the Company as the personification of the Trustee are subject to the fit and proper persons test when they are appointed to the Court as they are deemed to be people who exercise general control and management of the Charity's assets. All members of the Court and the Clerk are required to read HM Revenue & Customs basic guides for charity managers and sign the declaration for fit and proper persons. The Charity Committee members are also required to read the guidance notes issued by the Charity Commission and are provided with publication CC3 and related materials.

Objectives and Activities

The Charity's Object

The charitable object of the Charity is to fulfil for the public benefit such charitable purposes as the Court of Assistants of the Worshipful Company of Needle makers may from time-to-time resolve.

Our aims

Our aim is to make grants confined to areas associated with the Needle making industry (along with such professions and/or industries which use needles), the training of users of needles such as surgeons and nurses; the City of London, and Education. This includes grants to the Lord Mayor's Fund and the Master's chosen charities and a grant to an organisation nominated by the Honorary Chaplain of the Company (the Lord Bishop of Southwark).

Our objectives

The objective of the Charity is to ensure that all grants provide a public benefit and that grants are provided to:

- support individuals in professions connected to needles in the development of their knowledge, for example, healthcare professionals, engineers connected to needlemaking and those using needles;
- provide support to children in need connected to the City of London or attending schools in or connected to the City of London;
- support the fabric of the historic buildings of the City of London; and
- support charitable institutions of the City of London.

The members of the Charity Committee are provided with the guidance contained in the Charity Commission's general guidance on public benefit and refer to such guidance when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

Endowments

The Charity holds two endowments:

- the General Endowment; and
- the Frederick Milward Scholarship Fund.

The income of the General Endowment is unrestricted and is used to fund the general charitable activities of the Charity.

The income of the Frederick Milward Scholarship Fund is restricted to the provision of bursaries and scholarships to students from Redditch undertaking undergraduate studies in STEM subjects. The income has not been sufficient to make appropriate grants and has been held as a restricted fund.

Investments

There are no specific investment powers or restrictions in the Trust Deed. The Charity operates within the powers granted by the Trustee Act 2000 in making decisions in relation to investments. The management of the investments is delegated to expert investment managers on behalf of the Trustee. Regular reports are provided by the Investment Manager to the Trustee.

The investments are managed by the Company's Finance and General Purposes Committee, which is advised by the Charity's Investment Oversight Group.

The Investment Fund is invested in a spread of investments (see note 2 to the accounts) to meet the policy of investing on the basis of balanced / medium to higher risk with regard to the overall rate of return in capital growth and income. The endowment funds are invested to ensure that the value of the investments is maintained while ensuring that income is generated. The portfolio is reviewed regularly by the investment adviser and the Finance and General Purposes Committee of the Trustee. Changes are made taking into account the advice of the investment adviser. During the previous year, the funds were moved to a collective investment scheme operated by Quilter Cheviot as planned.

The Trustee aims to grant income generated from investments but may also make grants from capital or current donations.

The portfolio comprised of investments valued at £3,038,661 and cash of £0 at 30th September 2023. There was an increase in capital value of the investments of £85,744 see Note 2 of the accounts.

Review of grant making policy

The Charity carries out its objectives by providing grants to a significant number of individuals and organisations. The Trustee is fully satisfied that the Charity operates for the wider public benefit in all that it does in its charitable activities.

During the year, building on work already done, the Charity Committee reviewed the charitable giving that was ongoing or which was coming to the end of its funding cycle (i.e. multi-year fixed term grants were not subject to review). The purpose was to assess if it was still relevant, to ensure that it was meaningful to the recipients, whether any changes needed to be made and how the impact should be reported to Liverymen.

Achievements and performance

The Charity achieved its objective of making grants in the fields of:

- education;
- welfare;
- the fabric of the historic buildings within the City of London; and
- focused use of needles and related industry.

Education

In terms of education, the Charity continued to fund or part fund, bursaries at:

- City of London School for Girls
- Christ's Hospital; and
- King Edward's School, Witley.

The Charity does not have the skills to assess bursary students or need, therefore, the Charity works with the Schools to identify suitable candidates and the relevant schools undertake the required assessment of need and recommend students to the Charity for approval. In relation to:

- Christ's Hospital – the funding for the current pupil was provided as a single grant at the commencement of the pupil's education with the School. The Master has met with the pupil and reports are provided by the School as to progress and the child is developing and enjoying the school;
- King Edward's School, Witley – the Charity worked with the Royal Springboard Children's Foundation to jointly fund the bursary for a pupil in the 2018/19 financial year. Continued Funding from the school, the Charity and Royal Springboard allowed the child to board during term time to ensure that the child was properly supported. Royal Springboard funding also covered the costs of extra-curricular activities. Again, the Master has met the child and reports that the child is developing well at the school.

Overall, the bursaries help individual young people in difficult financial circumstances achieve their full potential and develop into the community, providing a wide public benefit to their communities. We are also seeing a trickle effect which encourages a number of those connected with the recipients of the bursaries to develop in education, this ranges from parents of the supported children to other children in the community.

The Charity values its association with Treloar School and College which provides education to disabled young people. The Charity provides a grant for the general charitable purposes of the school. In addition funding has been provided for two members of staff to undergo further specialist training which they will pass on to other members of staff.

Historically, the Charity has been associated with many schools and provides small prizes consisting of an inscribed book and cash prize of up to £50. This encourages children to pursue education and develops a knowledge of the charitable activities of the Charity.

The annual Woodwind competition concert and prize giving at the Guildhall School of Music took place as planned.

The Charity has provided support for some years for extra-mural activities for the pupils of Old Palace School, which is located in an area of London of great deprivation.

Grants, especially for education, are made for an average period of three years. At the end of that time the outcomes are reviewed and the grant may cease or be renewed for a further term. The

support for an apprentice at WM Smith and Son was paused in an earlier year and the apprentice has not yet been replaced.

Needle Focused Grants

We have subsequently continued our support of the work of Fine Cell Work, which works with prison inmates to provide needle related skills which provides support within prison and transferable skills which may be used following their release.

The Charity has continued to provide grants to the Royal College of Surgeons and the Royal College of Nursing Foundation to provide specialist training bursaries for medical professionals who would not otherwise be able to afford the training courses. This is to develop surgical and nursing skills for the general benefit of the public. The Master, Wardens, Clerk and Chairperson of the Charity Committee were able to attend a Zoom meeting with the President, teaching staff and the bursary winners at the Royal College of Surgeons to hear the progress that has been made. A report has been provided to the Company's liaison with the Royal College of Nursing Foundation regarding the awards made during the year. The respective colleges undertake the assessment of need. Study grants were also provided to City University School of Nursing.

Given the engineering origins of the Needlemakers Company encouragement is given to the development of those working or seeking to work in STEM subjects. Support is given to students studying for City and Guilds qualifications and also a programme of two-year bursaries for Arkwright scholars to support and encourage high school students in STEM subjects with a view to developing a career in engineering/technology. It is expected that the number of Arkwright scholarships will be increased in the following year. The Smallpeice Trust which administers the scholarships provides excellent support and development opportunities for the students.

By virtue of Office and City of London

The Honorary Chaplain requested that a grant be made to his discretionary fund to allow emergency funding in his diocese. The Charity was delighted to make this award to assist the Lord Bishop in relieving poverty and other needs in his diocese.

The Charities chosen by the Master to receive grants were divided equally between Thrombosis UK, Royal British Legion and Museum of London (banners project).

The Charity also provided grants to the Sheriff's and Recorder's Fund and the Guildhall School of Music and Drama. Funding was also provided for welfare of people in the City of London.

How our activities deliver public benefit

The Charity is delighted that its grants created a positive impact on the lives of numerous people. The training provided in engineering and health will assist people for many years to come.

The Charity makes grants to a wide range of Beneficiaries for Education, Religious, Welfare and other purposes recommended by the Charity Committee. The Trustee considers that these grants, set out in detail under Note 3 to the financial statements, provide benefits to the wider community.

As can be seen from above, the public benefit that has been provided includes:

- relief of poverty of those in need;
- the development of educational skills for those in need;
- the development of surgical and nursing skills;
- rehabilitation of offenders and provision of new skills to assist following a jail term reduce reoffending rates and supporting those in need;

- relief of those in need as a result of disability;
- ensuring the conservation of heritage and the historic fabric of the City of London;
- preservation of historic artefacts for the knowledge of the public;
- development of training roles in STEM subjects to ensure continued development in this important area; and
- ensuring that historic skills are recorded, understood and records are maintained for posterity.

Financial review

Results for the year

Income for the year was generated through:

- bequests - £20,000 (2022: nil)
- donations received from Liverymen of the Company amounting to £14,125 (2022: £12,210)
- tax recoveries £3,531 (2022: £3,052);
- investment income of £95,791 (2022: £93,557)
- and
- other income of £nil (2022: nil)

The value of the Net Assets amounted to £3,165,530 in total at the end of the year, an increase of £121,958 over the previous year.

The net deficit of the Unrestricted General Fund for the year was £1,709 (2022: surplus £9,308).

Investments are reviewed annually. It was noted that the value of the investments decreased following the effects of the economic uncertainties and world events in the markets. Grants expenditure during the year per note 3 was £97,232 (2022: £93,987) and detailed on pages 16 and 17. In 2018/19, commitments of £8,000 per annum for 7 years to King Edward's School and £9,880 per annum (increasing further from September 2023) to the Arkwright Scholarship were made and these are reflected in the accounts.

As can be seen from the figures there has been a small increase in donations from Liverymen between 2022 and 2023. The Chairperson of the Charity Committee is reviewing actions which can be undertaken to increase regular donations to the Charity.

It is the aim of the current Chairperson of the Charity Committee to undertake work to increase regular donations to the Charity.

Funding sources

In this year, the principal sources of funding were:

- donations from a variety of sources including Liverymen of the Company from former Liverymen of the Company; and
- investment income.

Historically, the principal funding of the Investment Fund has come from legacies and donations from people connected to the Company. The Charity was originally established to administer funding from the Company and a bequest of Past Master Charles Crossingham who died in 1952. Subsequently the following funds were incorporated into the Charity

- The Lewis Bayman Charity
- The Hargreaves-Bearse Charity
- The G H Corbett-Milward Memorial Fund
- The Joyce Elizabeth Dangerfield Prize Fund
- The Alexander Dudgeon Legacy
- The A J P Griggs Memorial Fund
- The Hugh George Exhibitions Fund
- The Frederick Milward Scholarship Charity

A gift of £500,000 was received from 'The Chamberlain Foundation' and was added to the Investment Fund a number of years ago. Other gifts received from time to time have also been added to the capital fund. During the year 2017/2018, a Liveryman bequeathed the sum of £250,000 to the Charitable Fund, this will be invested in the short term and the capital value will be expended over time on appropriate projects. In this financial year, the sum of £20,000 was received from a legacy and has been applied in a similar manner.

Investment Policy, Objectives and Restrictions

From the outset, donations and legacies received have been credited to the Investment Fund for the purpose of building up a sufficient amount in the Investment Fund to generate enough income from the Charitable Fund's investments to cover the charitable grant making of the Company. In addition, any appreciation of the underlying investments has also been deemed to be part of the Investment Fund.

When funds are received by the Charity, the Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.

The funds included in the Investment Fund of the Charity are intended to be kept for the long term with only the income being distributed. Therefore, an extremely long investment perspective has been taken.

The objective is to maximise the long-term flow of income in real terms with due regard to risk. A balance has to be struck between the interests of the present and future generations of beneficiaries therefore part of the assets may be invested for a higher immediate income.

Prior regard has to be given to risk which is why an element of diversification is required. The portfolio is managed on a balanced / medium to higher risk discretionary basis, with a balanced investment objective and a time horizon in excess of five years.

The costs of management need to be kept to a minimum as these have to be taken out of income. However, we have to be seen to have taken proper advice as well as having someone to hold our investments.

Employees and Volunteers

The Charity has no employees and the administration services provided by the Clerk are donated by the Company. All other activities are undertaken by volunteers. Therefore, there are no support costs incurred in respect of the Charity's activities.

The Charity is operated by volunteers sourced through the Company. The Charity has been assisted by approximately 30 volunteers during the year as:

- members of the Charity Committee;

- appointed links between the Charity and the grant recipients and beneficiaries;
- the Honorary Treasurer.

The Chairperson of the Charity Committee would like to thank her predecessor and all other members of the Charity Committee for their assistance during the year along with those volunteers acting as the link between the Charity and the beneficiaries. The Chairperson also wishes to thank the Clerk for her work throughout the year.

Risks and Uncertainties

At present, the Charity is not reliant on donations income and can continue to make significant grants from investment income in a standard year. The key risks to the Charity are:

- events which impact on the world financial systems reducing both the capital value of the investments of the Charity and potentially income;
- Liverymen in the Company not providing additional donations;
- Liverymen in the Company not leaving the Charity legacies.

Systems are in place to protect the Charity and its assets against fraud and training is undertaken for all those with financial access to ensure that the impact of fraud will be limited or eliminated.

Fundraising

The Charity engages in limited fundraising outside of the Company and does not solicit public donations. The Charity is not a member of the Fundraising Regulator but is aware of its policies and procedures and ensures that it does not engage donors to give more than they can afford and works to ensure that donors are supported.

Reserves Policy

The Charity has considerable investments which allow it to undertake its work. These are carefully managed to ensure that inflation does not reduce the value of the investments and the impact of the Charity.

The costs of the Charity are limited to the fees of the investment manager. All other costs are met by the Company as a donation in kind. Therefore, the need for reserves to cover the costs of the Charity is limited. A reserve of £20,000 is maintained for these purposes.

It is the intention of the Charity that it is always in a position to make annual grants. Situations may arise where there are no annual donations received and there is limited investment income. In such cases grants can still be maintained and the Charity generally retains additional cash of approximately £70,000 to allow it to make grants even if income is disrupted.

Approval and Committees

This report was prepared by the Chairperson of the Charity Committee and the Honorary Treasurer for the Trustee. The Charity Committee reviewed the text of this report for accuracy.

Statement of Responsibilities

The Trustee has resolved that financial statements are prepared for each financial year which give a true and fair view of the state of affairs of the Charitable Fund and of the income and expenditure of the fund for that period. In preparing those financial statements, the Charity Committee, on behalf of the Court, is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustee, supported by the Charity Committee, is 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 accounts comply with relevant legislation. It is 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. The day to day handling of these matters is dealt with by the Clerk and the Treasurer on the Trustee's behalf.

Signed on behalf of the Trustee on _____ July 2024 by

Mr T. Michael Foulkes, Master

Dr Susan Sumners, Senior Warden

Mr Nick Macrae, Junior Warden

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEE

I report to the charity trustee on my examination of the accounts of The Worshipful Company of Needlemakers Charitable Fund (the Trust) for the year ended 30 September 2023.

Responsibilities and basis of report

As the charity trustee of the Trust you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the Act').

I report in respect of my examination of the Trust's accounts carried out under section 145 of the Act and in carrying out my examination I have followed all applicable Directions given by the Charity Commission under section 145(5)(b) of the Act.

Independent examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the Trust as required by section 130 of the Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

D.C.S. Nelson FCA
Tudor John Limited
Nightingale House
46-48 East Street
Epsom
Surrey
KT17 1HQ

Date:

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

BALANCE SHEET AS AT 30TH SEPTEMBER 2023

	<u>Note</u>	<u>2023</u>		<u>2022</u>
Investments at Market Value				
	2	3,038,661		2,927,917
Funds held by investment manager		<u>0</u>		<u>1</u>
		3,038,661		2,927,918
Current Assets				
Debtors		33,258		33,258
Bank balance		<u>135,471</u>		<u>115,752</u>
Total Current Assets		168,729		149,010
Current Liabilities (less than 1 year)				
	4	(23,980)		(12,756)
Long Term Liabilities (greater than 1 year)				
	4	<u>(17,880)</u>	<u>126,869</u>	<u>(20,600)</u>
				<u>115,654</u>
NET ASSETS		<u>£3,165,530</u>		<u>£3,043,572</u>
The Funds of the Charity				
Permanent Endowments:				
General Endowment	5	598,797		580,857
Milward Endowment	5	<u>8,385</u>	<u>607,182</u>	<u>8,134</u>
				588,991
Restricted Funds:				
Milward Fund			2,158	1,890
Unrestricted Funds:				
Investment Fund	6	2,502,302		2,397,094
General Fund		<u>53,888</u>	<u>2,556,190</u>	<u>55,597</u>
				2,452,691
		<u>£3,165,530</u>		<u>£3,043,572</u>

Adopted by the Trustee on July 2024

T. Michael Foulkes

Master on behalf of the Trustee

P Goldberg OBE

Chairperson, Charity Committee

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

STATEMENT OF FINANCIAL ACTIVITIES
YEAR ENDED 30TH SEPTEMBER 2023

	Permanent Endowment Funds	Restricted Milward Fund	Unrestricted Investment Fund	Unrestricted General Fund	Total 2023	Total 2022
Income from						
Bequests	-	-	20,000	-	20,000	-
Donations from, and relating to, livermen	-	-	14,125	-	14,125	12,210
Investment Income	-	268	-	95,523	95,791	93,557
Other income	-	-	-	-	-	-
Tax recoveries	-	-	3,531	-	3,531	3,052
Transfers	-	-	-	-	-	-
Total Income	£ -	£268	£37,656	£95,523	£133,447	£108,819
Expenditure on						
Grants paid / payable (note 3)	-	-	-	97,232	97,232	93,987
Investment Manager's fee	-	-	-	-	-	-
Total Expenditure	£ -	£ -	£ -	£97,232	£97,232	£93,987
Net Income before Revaluations and Disposal of Investments	-	268	37,656	(1,709)	36,215	14,832
Gain on disposal of investment	-	-	-	-	-	3,048
Gain/(loss) on revaluation of investments	18,191	-	67,552	-	85,743	(401,744)
Net Movement in Funds	18,191	268	105,208	(1,709)	121,958	(383,864)
Funds at 1st October 2022	588,991	1,890	2,397,094	55,597	3,043,572	3,427,436
Funds at 30th September 2023	£607,182	£2,158	£2,502,302	£53,888	£3,165,530	£3,043,572

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 30TH SEPTEMBER 2023

1. Accounting Policies

These 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).

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies selected for use by the Charity. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

- (a) The accounts are drawn up on the historical cost basis of accounting modified to allow investments to be shown at market value.
- (b) The increase or decrease in the value of the investment portfolio over the year is credited or debited as "Unrealised Investment Appreciation" in the relevant Funds.
- (c) Income is accounted for when receivable.
- (d) Donations received and related tax recoveries are credited to the Designated Investment Fund. The Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.
- (e) Grants payable are accounted for when approved by the Court of the Company.
- (f) All governance costs are met by the Company.
- (g) Financial instruments

The financial instruments held by the charity are investments, debtors and creditors. These are categorised as 'basic' in accordance with Section 11 of FRS 102 and are initially recognised at transaction price. Investments are subsequently measured at fair value, based upon market price, and changes in fair value recognised in the Statement of Financial Activities. Other financial instruments are subsequently measured at their transaction price less any impairment.

- (h) Critical judgements and estimates

No other critical judgements or estimates have been made by the Trustees in applying the charity's accounting policies.

2. Investment summary for the year

	<u>2023</u>	<u>2022</u>
Market value at 1st October 2022	2,927,917	3,206,613
Purchases	25,000	168,423
Disposals at cost	-	(45,375)
Gain/(Deficit) on unrealised investment appreciation	85,744	(401,744)
At 30th September 2023	<u>£3,038,661</u>	<u>£2,927,917</u>
Investments at cost	3,040,749	3,015,749
Market value	3,038,661	2,927,917
Unrealised (depreciation) / appreciation	<u>(£2,088)</u>	<u>(£87,832)</u>

3. Grants Paid and Payable

	<u>2023</u>	<u>2022</u>
Education		
City of London School	35	-
City of London School for Girls	7,000	5,000
City of London Freemans School	600	-
City University – Hardship Fund	2,000	4,000
Christ's Hospital School	600	600
City & Guilds of London Institute	6,500	6,500
The Royal Masonic School for Girls, Rickmansworth	100	100
Book Prizes	350	150
Guildhall School of Music & Drama (Woodwind Prize)	750	600
Royal School of Needlework	5,000	5,400
Old Palace School	10,000	7,000
Quilt and Stitch Village	250	250
Lady Eleanor Hollis School	-	50
King Edward's School, Witley	5,867	10,160
Royal College of Art	-	-
Treloar School	-	3,500
Guildhall School of Music & Drama - Welfare of Students	1,500	1,500
Trinity High School	250	-
Universify Education	-	500
	<u>£40,802</u>	<u>£45,310</u>
Religion		
St James, Garlickhythe	500	500
St Paul's Cathedral Trust	500	-
St Paul's – Copes restoration for Jubilee Exhibition	-	10,000
United Guilds Service Trustees	200	200
	<u>£1,200</u>	<u>£10,700</u>
Welfare		
Sheriffs' & Recorder's Fund	1,500	1,500
Royal British Legion City Branch Poppy Appeal	500	1,500
Clergy Support Trust	200	200
St George The Martyr	5,000	-
Pembroke College	1,000	-
Cockpit Arts	-	5,000
	<u>£8,200</u>	<u>£8,200</u>

Grants paid and Payable (continued)

Focus Grants

Fine Cell Work	3,080	2,000
Royal College of Surgeons of England	7,000	5,000
Royal College of Nursing Foundation	7,000	5,000
The Arkwright Scholarship	11,200	6,600
Garden of Remembrance	190	190
Needle Museum	-	3,000
Royal College of Nursing - prize	400	-
HMP Lowdham Grange	-	1,000
HMS Trent	1,000	-
Museum of London	-	3,700
St Cecelia	150	150
27F Squadron	607	587
The Third Battalion, the Prince of Wales Royal Regiment	400	400
	<u>£31,027</u>	<u>£27,627</u>

By Virtue of Office

Lord Mayor's Charity Appeal	3,000	3,000
Master's Charities	1,500	3,500
Hon. Chaplain's Charity Bishop of Southwark Discretionary Trust	3,000	3,000
	<u>£7,500</u>	<u>£9,500</u>

Grants paid in the year	<u>88,728</u>	<u>101,337</u>
Grants provided in earlier years, paid in year	<u>(9,250)</u>	<u>(16,600)</u>
Grants provided in earlier years, reversed	<u>(3,506)</u>	<u>(-)</u>
Grants provided in current year, to be paid in future years	<u>21,260</u>	<u>9,250</u>
TOTAL GRANTS	<u>£97,232</u>	<u>£93,987</u>

4. Current Liabilities (Falling due in less than 1 year)

	<u>2023</u>	<u>2022</u>
Grants approved but not yet paid	<u>23,980</u>	<u>12,756</u>
TOTAL LIABILITIES	<u>£23,980</u>	<u>£12,756</u>

Long Term Liabilities (Falling due in 2 to 5 years)

	<u>2023</u>	<u>2022</u>
Grants approved but not yet paid	<u>17,880</u>	<u>20,600</u>
TOTAL LIABILITIES	<u>£41,860</u>	<u>£33,356</u>

5. Permanent Endowments

	<u>2023</u>		<u>2022</u>	
	General	Milward	General	Milward
Balance at 01 October 2022	580,857	8,134	664,276	9,302
Gain on Disposal of investments	-	-	638	9
Unrealised investments Gain/(Loss)	17,940	251	(84,057)	(1,177)
Balance at 30 September 2023	598,797	8,385	580,857	8,134

The General Endowment was established by the Trust Deed dated 16th December 1983 as amended by a Charity Commission Scheme dated 4th January 1988. Under the terms, its income is to be applied for such charitable purposes as the Court of Assistants of the Company may from time to time resolve. Accordingly, related investment income is added to the Unrestricted Fund.

The F Milward Endowment, originally registered with the Charity Commission in 1962, was established to provide a scholarship, tenable at a university, for pupils attending Trinity High School, Redditch. No awards have been made this year (2022: Same)

6. Unrestricted Investment Fund

	<u>2023</u>	<u>2022</u>
Balance at 01 October 2022	2,397,094	2,705,941
Net Income from donations	37,656	5,262
Gain on Disposal of investments	-	2,401
Unrealised investments Gain / (Loss)	<u>67,552</u>	<u>(316,510)</u>
Balance at 30 September 2023	2,502,302	2,397,094

Though Unrestricted, the Trustee currently intends to retain this Fund for the future benefit of the charity. Income arising from the Fund is used for such charitable purposes as the Trustee determines.

This Fund has accumulated as donations and legacies received over the years have been credited for the purpose of building up a sufficient balance to generate enough income from the related investments to support the cost of charitable grant making. Any appreciation of the underlying investments has also been deemed to be part of the Fund.

7. Trustee's Remuneration and Expenses

During the year, no Trustee received any remuneration nor expenses (2022 – none).

8. Related Parties

The Company bears the costs of the Clerk and the Independent Examiner when working on behalf of the Charity. It is estimated that this is 10% and 65% respectively £6,075 (2022: £5,230). There were no related party transactions (2022: none).

WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales - Charity number 288646

Accounts

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2022

Charity Registration Number 288646

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

Key Information

Charity Number:	288646
Principal Office:	PO Box 73635 London SW14 9BY
Corporate Trustee:	The Master, Wardens and Commonalty of the Art and Mystery of the Needle-makers of London (a company incorporated by Royal Charter) operating as the Worshipful Company of Needle-makers
Members of the Charity Committee:	Past Master – P Goldberg OBE (Chairperson) (appointed 27/08/2020) The Master – J Mill (appointed 02/10/2019) Senior Warden – T M Foulkes (appointed 02/10/2020) Junior Warden – Dr S Sumners (appointed 06/10/2022) The Immediate Past Master – P Law (retired 06/10/2022) Assistant – S Bentley (Honorary Treasurer) Assistant – N Macrae (retired 06/10/2022) Assistant – B James (retired 01/10/2021) Assistant – D Taylor (retired 06/10/2022) Assistant – T Pattison (representative of Investment Oversight Group) (appointed 30/09/2021) Liveryman – R Dawes (retired 06/10/2022) Liveryman – D Brooks-Wilson (retired 06/10/2022) Liveryman – D Staples (appointed 02/10/2020) Liveryman – V Hamilton (appointed 01/10/2021) Liveryman – A Farr (appointed 06/10/2022) Liveryman – M Francis (appointed 06/10/2022)
Key Management Personnel:	Clerk – F Sedgwick
Investment Managers:	Quilter Cheviot Limited One Kingsway London WC2B 6AN
Independent Examiner:	D.C.S Nelson FCA Tudor John Limited Nightingale House 46-48 High Street Epsom Surrey, KT17 1HQ
Bankers:	Lloyds Bank PLC 113-116 Leadenhall Street London EC3A 4AX

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

TRUSTEE'S REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2022

The Trustee presents its report of the independently examined financial statements for the year ended 30 September 2022.

Structure, governance and management

Governing document

The Charity is a charitable trust established by Trust Deed dated 16 December 1983, the Deed was amended by the Charity Commission Scheme dated 4 January 1988.

The Charity was originally established to administer funding provided by the Worshipful Company of Needle-makers (the Company) and from the residuary bequest of Past Master Charles Crossingham who died in 1952. The main purpose of the Charity is to administer the charitable activity of the Company. Since the charity was established it has raised considerable funds from Liverymen of the Company to increase its investment funds generating income to increase charitable activity.

The Company is the sole trustee of the Charity (the Trustee).

Organisational structure

As the Trustee is a corporate entity, the decisions of the Charity are made by the Court of the Company which is advised by the Charity Committee. The Court appoints the members of the Charity Committee for a three-year term. The Master Needle-maker and the Wardens automatically sit on the Charity Committee. The members of the Charity Committee for the year ended 30th September 2022 are set out on the previous page.

The Charity Committee meets four times a year and:

- considers grant applications;
- considers nominations for grants received from the Master and the Honorary Chaplain of the Company;
- reviews reports from the Investment Oversight Group of the Company in respect of the funds held by the Charity and the money available for grants;
- receives and reviews reports from previous grant recipients;
- provides a report and recommendations to the Trustee.

The Court met four times during the year as Trustee of the Charity, considered the reports from the Charity Committee and reviewed grants recommended by the Charity Committee. It approved the grants recommended by the Charity Committee after detailed consideration.

The investments of the Charity are managed by Quilter Cheviot and the investments are reviewed with Quilter Cheviot by the Investment Oversight Group of the Finance and General Purposes Committee of the Company in addition to the Trustee.

On 30th September 2021 Mr Philip Law became Master, John Mill as Senior Warden and Mr T. Michael Foulkes as Junior Warden.

The recommendations of the Charity Committee in relation to grants were considered by the Trustee at each meeting. The approval of the grants recommended by the Charity Committee was minuted by the Trustee in the minutes of the Company and the Honorary Treasurer of the Company was instructed to make grants in accordance with the schedule of grants approved by the Trustee. The administration of grants was undertaken by the Clerk to the Company.

The financial records of the Charity were maintained during the year ended 30th September 2022 by Mr Simon Bentley as Honorary Treasurer to the Company. Internal controls, appropriate for a charity of this size, have been put in place to protect the funds and investments and to ensure their proper application.

It should be noted that the pandemic COVID-19 covered part of the financial year and resulted in some grants being deferred and other changes were made in agreement with the beneficiaries.

Appointment of the Trustee

The Charity has a sole corporate trustee as set out in the Scheme issued by the Charity Commission for the Charity on 4 January 1988.

The members of the Court of the Company as the personification of the Trustee are subject to the fit and proper persons test when they are appointed to the Court as they are deemed to be people who exercise general control and management of the Charity's assets. All members of the Court and the Clerk are required to read HM Revenue & Customs basic guides for charity managers and sign the declaration for fit and proper persons. The Charity Committee members are also required to read the guidance notes issued by the Charity Commission and are provided with publication CC3 and related materials.

Objectives and Activities

The Charity's Object

The charitable object of the Charity is to fulfil for the public benefit such charitable purposes as the Court of Assistants of the Worshipful Company of Needlemakers may from time-to-time resolve.

Our aims

Our aim is to make grants confined to areas associated with the Needlemaking industry (along with such professions and/or industries which use needles), the training of users of needles such as surgeons and nurses; the City of London, and Education. This includes grants to the Lord Mayor's Fund and the Master's chosen charities and a grant to an organisation nominated by the Honorary Chaplain of the Company (the Lord Bishop of Southwark).

Our objectives

The objective of the Charity is to ensure that all grants provide a public benefit and that grants are provided to:

- support individuals in professions connected to needles in the development of their knowledge, for example, healthcare professionals, engineers connected to needlemaking and those using needles;
- provide support to children in need connected to the City of London or attending schools in or connected to the City of London;

- support the fabric of the historic buildings of the City of London; and
- support charitable institutions of the City of London.

The members of the Charity Committee are provided with the guidance contained in the Charity Commission's general guidance on public benefit and refer to such guidance when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

Endowments

The Charity holds two endowments:

- the General Endowment; and
- the Frederick Milward Scholarship Fund.

The income of the General Endowment is unrestricted and is used to fund the general charitable activities of the Charity.

The income of the Frederick Milward Scholarship Fund is restricted to the provision of bursaries and scholarships to students from Redditch undertaking undergraduate studies in STEM subjects. The income has not been sufficient to make appropriate grants and has been held as a restricted fund.

Investments

There are no specific investment powers or restrictions in the Trust Deed. The Charity operates within the powers granted by the Trustee Act 2000 in making decisions in relation to investments. The management of the investments is delegated to expert investment managers on behalf of the Trustee. Regular reports are provided by the Investment Manager to the Trustee.

The investments are managed by the Company's Finance and General Purposes Committee, which is advised by the Charity's Investment Oversight Group.

The Investment Fund is invested in a spread of investments (see note 2 to the accounts) to meet the policy of investing on the basis of balanced / medium to higher risk with regard to the overall rate of return in capital growth and income. The endowment funds are invested to ensure that the value of the investments is maintained while ensuring that income is generated. The portfolio is reviewed regularly by the investment adviser and the Finance and General Purposes Committee of the Trustee. Changes are made taking into account the advice of the investment adviser. During the previous year, the funds were moved to a collective investment scheme operated by Quilter Cheviot as planned.

The Trustee aims to grant income generated from investments but may also make grants from capital or current donations.

The portfolio comprised of investments valued at £2,927,917 and cash of £0 at 30th September 2022. There was a decrease in capital value of the investments of £278,696 see Note 2 of the accounts.

Review of grant making policy

The Charity carries out its objectives by providing grants to a significant number of individuals and organisations. The Trustee is fully satisfied that the Charity operates for the wider public benefit in all that it does in its charitable activities.

During the year, building on work already done, the Charity Committee reviewed the charitable giving that was ongoing or which was coming to the end of its funding cycle (i.e. multi-year fixed term grants were not subject to review). The purpose was to assess if it was still relevant, to ensure that it was meaningful to the recipients, whether any changes needed to be made and how the impact should be reported to Liverymen.

Achievements and performance

The Charity achieved its objective of making grants in the fields of:

- education;
- welfare;
- the fabric of the historic buildings within the City of London; and
- focused use of needles and related industry.

Education

In terms of education, the Charity continued to fund or part fund, bursaries at:

- City of London School for Girls
- Christ's Hospital; and
- King Edward's School, Witley.

The Charity does not have the skills to assess bursary students or need, therefore, the Charity works with the Schools to identify suitable candidates and the relevant schools undertake the required assessment of need and recommend students to the Charity for approval. In relation to:

- Christ's Hospital – the funding for the current pupil was provided as a single grant at the commencement of the pupil's education with the School. The Master has met with the pupil and reports are provided by the School as to progress and the child is developing and enjoying the school;
- King Edward's School, Witley – the Charity worked with the Royal Springboard Children's Foundation to jointly fund the bursary for a pupil in the 2018/19 financial year. Continued Funding from the school, the Charity and Royal Springboard allowed the child to board during term time to ensure that the child was properly supported. Royal Springboard funding also covered the costs of extra-curricular activities. Again, the Master has met the child and reports that the child is developing well at the school.

Overall, the bursaries help individual young people in difficult financial circumstances achieve their full potential and develop into the community, providing a wide public benefit to their communities. We are also seeing a trickle effect which encourages a number of those connected with the recipients of the bursaries to develop in education, this ranges from parents of the supported children to other children in the community.

The Charity values its association with Treloar School and College which provides education to disabled young people. The Charity provides a grant for the general charitable purposes of the school. In addition funding has been provided for two members of staff to undergo further specialist training which they will pass on to other members of staff.

Historically, the Charity has been associated with many schools and provides small prizes consisting of an inscribed book and cash prize of up to £50. This encourages children to pursue education and develops a knowledge of the charitable activities of the Charity.

The annual Woodwind competition concert and prize giving at the Guildhall School of Music that was postponed because of COVID-19 took place remotely and the prizes were awarded. This was the case with several other awards.

A grant was made to Old Palace Primary School, Bow, East London to assist pupils whose families did not have resources to provide online learning during the COVID-19 pandemic. The Charity has provided support for some years for extra-mural activities for the pupils of Old Palace School, which is located in an area of London of great deprivation.

Grants, especially for education, are made for an average period of three years. At the end of that time the outcomes are reviewed and the grant may cease or be renewed for a further term. The support for an apprentice at WM Smith and Son was paused in an earlier year and the apprentice has not yet been replaced.

Needle Focused Grants

We have subsequently continued our support of the work of Fine Cell Work, which works with prison inmates to provide needle related skills which provides support within prison and transferable skills which may be used following their release.

The Charity has continued to provide grants to the Royal College of Surgeons and the Royal College of Nursing Foundation to provide specialist training bursaries for medical professionals who would not otherwise be able to afford the training courses. This is to develop surgical and nursing skills for the general benefit of the public. The Master, Wardens, Clerk and Chairperson of the Charity Committee were able to attend a Zoom meeting with the President, teaching staff and the bursary winners at the Royal College of Surgeons to hear the progress that has been made. A report has been provided to the Company's liaison with the Royal College of Nursing Foundation regarding the awards made during the year. The respective colleges undertake the assessment of need. Study grants were also provided to City University School of Nursing.

Given the engineering origins of the Needlemakers Company encouragement is given to the development of those working or seeking to work in STEM subjects. Support is given to students studying for City and Guilds qualifications and also a programme of two-year bursaries for Arkwright scholars to support and encourage high school students in STEM subjects with a view to developing a career in engineering/technology. It is expected that the number of Arkwright scholarships will be increased in the following year. The Smallpeice Trust which administers the scholarships provides excellent support and development opportunities for the students.

By virtue of Office and City of London

The Honorary Chaplain requested that a grant be made to his discretionary fund to allow emergency funding in his diocese. The Charity was delighted to make this award to assist the Lord Bishop in relieving poverty and other needs in his diocese.

The Charities chosen by the Master to receive grants were divided equally between Thrombosis UK, Royal British Legion and Museum of London (banners project).

The Charity also provided grants to the Sheriff's and Recorder's Fund and the Guildhall School of Music and Drama. Funding was also provided for welfare of people in the City of London.

How our activities deliver public benefit

The Charity is delighted that its grants created a positive impact on the lives of numerous people. The training provided in engineering and health will assist people for many years to come.

The Charity makes grants to a wide range of Beneficiaries for Education, Religious, Welfare and other purposes recommended by the Charity Committee. The Trustee considers that these grants, set out in detail under Note 3 to the financial statements, provide benefits to the wider community.

As can be seen from above, the public benefit that has been provided includes:

- relief of poverty of those in need;
- the development of educational skills for those in need;
- the development of surgical and nursing skills;
- rehabilitation of offenders and provision of new skills to assist following a jail term reduce reoffending rates and supporting those in need;
- relief of those in need as a result of disability;
- ensuring the conservation of heritage and the historic fabric of the City of London;
- preservation of historic artefacts for the knowledge of the public;
- development of training roles in STEM subjects to ensure continued development in this important area; and
- ensuring that historic skills are recorded, understood and records are maintained for posterity.

Financial review

Results for the year

Income for the year was generated through:

- bequests - nil (2021: £25,000)
- donations received from Liverymen of the Company amounting to £12,210 (2021: £12,045)
- tax recoveries £3,052 (2021: £2,404);
- investment income of £93,557 (2021: £77,732)
- and
- other income of £nil (2021: £2,936)

The value of the Net Assets amounted to £3,043,572 in total at the end of the year, a decrease of £383,864 over the previous year.

The net surplus of the Unrestricted General Fund for the year was £9,308 (2021: surplus £17,280).

Investments are reviewed annually. It was noted that the value of the investments decreased following the effects of the economic uncertainties and world events in the markets. The impact of COVID-19 on the investment income however was not as originally expected. With some events still being deferred, grants expenditure during the year as detailed in note 3 were £93,987 (2021: £62,867) and are detailed on pages 17 and 18. In 2018/19, commitments of £8,000 per annum for 7 years to King Edward's School and £9,200 per annum (increasing further from September 2022) to the Arkwright Scholarship were made and these are reflected in the accounts.

As can be seen from the figures there has been a small increase in donations from Liverymen between 2021 and 2022. The Chairperson of the Charity Committee is reviewing actions which can be undertaken to increase regular donations to the Charity.

It is the aim of the current Chairperson of the Charity Committee to undertake work to increase regular donations to the Charity.

For the earlier part of the year reported, the world was still subject to the COVID-19 pandemic. It was expected that this would have an effect on donations and investment income. The Trustee took the decision to fund grants from capital should this be necessary. The Trustee is delighted that it was able to maintain the value of the grants in these difficult circumstances.

Funding sources

In this year, the principal sources of funding were:

- donations from a variety of sources including Liverymen of the Company from former Liverymen of the Company; and
- investment income.

Historically, the principal funding of the Investment Fund has come from legacies and donations from people connected to the Company. The Charity was originally established to administer funding from the Company and a bequest of Past Master Charles Crossingham who died in 1952. Subsequently the following funds were incorporated into the Charity

- The Lewis Bayman Charity
- The Hargreaves-Beare Charity
- The G H Corbett-Milward Memorial Fund
- The Joyce Elizabeth Dangerfield Prize Fund
- The Alexander Dudgeon Legacy
- The A J P Griggs Memorial Fund
- The Hugh George Exhibitions Fund
- The Frederick Milward Scholarship Charity

A gift of £500,000 was received from 'The Chamberlain Foundation' and was added to the Investment Fund a number of years ago. Other gifts received from time to time have also been added to the capital fund. During the year 2017/2018, a Liveryman bequeathed the sum of £250,000 to the Charitable Fund, this will be invested in the short term and the capital value will be expended over time on appropriate projects.

Investment Policy, Objectives and Restrictions

From the outset, donations and legacies received have been credited to the Investment Fund for the purpose of building up a sufficient amount in the Investment Fund to generate enough income from the Charitable Fund's investments to cover the charitable grant making of the Company. In addition, any appreciation of the underlying investments has also been deemed to be part of the Investment Fund.

When funds are received by the Charity, the Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.

The funds included in the Investment Fund of the Charity are intended to be kept for the long term with only the income being distributed. Therefore, an extremely long investment perspective has been taken.

The objective is to maximise the long-term flow of income in real terms with due regard to risk. A balance has to be struck between the interests of the present and future generations of beneficiaries therefore part of the assets may be invested for a higher immediate income.

Prior regard has to be given to risk which is why an element of diversification is required. The portfolio is managed on a balanced / medium to higher risk discretionary basis, with a balanced investment objective and a time horizon in excess of five years.

The costs of management need to be kept to a minimum as these have to be taken out of income. However, we have to be seen to have taken proper advice as well as having someone to hold our investments.

Employees and Volunteers

The Charity has no employees and the administration services provided by the Clerk are donated by the Company. All other activities are undertaken by volunteers. Therefore, there are no support costs incurred in respect of the Charity's activities.

The Charity is operated by volunteers sourced through the Company. The Charity has been assisted by approximately 30 volunteers during the year as:

- members of the Charity Committee;
- appointed links between the Charity and the grant recipients and beneficiaries;
- the Honorary Treasurer.

The Chairperson of the Charity Committee would like to thank her predecessor and all other members of the Charity Committee for their assistance during the year along with those volunteers acting as the link between the Charity and the beneficiaries. The Chairperson also wishes to thank the Clerk for her work throughout the year.

Risks and Uncertainties

At present, the Charity is not reliant on donations income and can continue to make significant grants from investment income in a standard year. The key risks to the Charity are:

- events which impact on the world financial systems reducing both the capital value of the investments of the Charity and potentially income;
- Liverymen in the Company not providing additional donations;
- Liverymen in the Company not leaving the Charity legacies.

It is noted that the COVID-19 crisis which is ongoing at the date of the Balance Sheet, is now easing away and it is hoped that the previous effects on income and capital value of the investments will return to normal economic conditions.

Systems are in place to protect the Charity and its assets against fraud and training is undertaken for all those with financial access to ensure that the impact of fraud will be limited or eliminated.

Fundraising

The Charity engages in limited fundraising outside of the Company and does not solicit public donations. The Charity is not a member of the Fundraising Regulator but is aware of its policies and procedures and ensures that it does not engage donors to give more than they can afford and works to ensure that donors are supported.

Reserves Policy

The Charity has considerable investments which allow it to undertake its work. These are carefully managed to ensure that inflation does not reduce the value of the investments and the impact of the Charity.

The costs of the Charity are limited to the fees of the investment manager. All other costs are met by the Company as a donation in kind. Therefore, the need for reserves to cover the costs of the Charity is limited. A reserve of £20,000 is maintained for these purposes.

It is the intention of the Charity that it is always in a position to make annual grants. Situations may arise where there are no annual donations received and there is limited investment income. In such cases grants can still be maintained and the Charity generally retains additional cash of approximately £70,000 to allow it to make grants even if income is disrupted.

Approval and Committees

This report was prepared by the Chairperson of the Charity Committee and the Honorary Treasurer for the Trustee. The Charity Committee reviewed the text of this report for accuracy.

Statement of Responsibilities

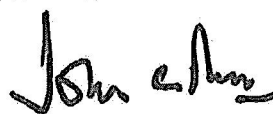
The Trustee has resolved that financial statements are prepared for each financial year which give a true and fair view of the state of affairs of the Charitable Fund and of the income and expenditure of the fund for that period. In preparing those financial statements, the Charity Committee, on behalf of the Court, is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustee, supported by the Charity Committee, is 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 accounts comply with relevant legislation. It is 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. The day to day handling of these matters is dealt with by the Clerk and the Treasurer on the Trustee's behalf.

Signed on behalf of the Trustee on 11 July 2023 by

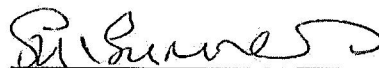
Mr John Mill, Master



Mr T. Michael Foulkes, Senior Warden



Dr Susan Sumners, Junior Warden



THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEE

I report to the charity trustee on my examination of the accounts of The Worshipful Company of Needle-makers Charitable Fund (the Trust) for the year ended 30 September 2022.

Responsibilities and basis of report

As the charity trustee of the Trust you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the Act').

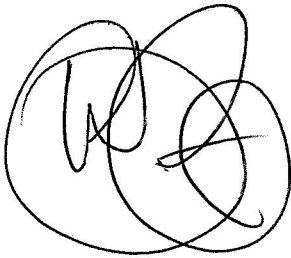
I report in respect of my examination of the Trust's accounts carried out under section 145 of the Act and in carrying out my examination I have followed all applicable Directions given by the Charity Commission under section 145(5)(b) of the Act.

Independent examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the Trust as required by section 130 of the Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



D.C.S. Nelson FCA
Tudor John Limited
Nightingale House
46-48 East Street
Epsom
Surrey
KT17 1HQ

Date: 18/07/2023

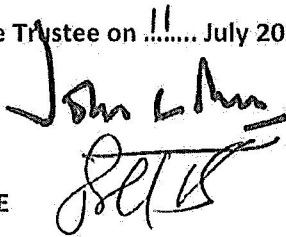
THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

BALANCE SHEET AS AT 30TH SEPTEMBER 2022

	<u>Note</u>	<u>2022</u>		<u>2021</u>
Investments at Market Value	2	2,927,917		3,206,613
Funds held by investment manager		<u>1</u>		<u>1</u>
		2,927,918		3,206,614
Current Assets				
Debtors		33,258	26,235	
Bank balance		<u>115,752</u>	<u>235,293</u>	
Total Current Assets		149,010	261,528	
Current Liabilities (less than 1 year)	4	(12,756)	(12,306)	
Long Term Liabilities (greater than 1 year)	4	<u>(20,600)</u>	<u>115,654</u>	<u>(28,400)</u>
				220,822
NET ASSETS		<u><u>£3,043,572</u></u>		<u><u>£3,427,436</u></u>
The Funds of the Charity				
Permanent Endowments:				
General Endowment	5	580,857	664,276	
Milward Endowment	5	<u>8,134</u>	<u>588,991</u>	<u>9,302</u>
				673,578
Restricted Funds:				
Milward Fund		1,890		1,628
Unrestricted Funds:				
Investment Fund	6	2,397,094	2,705,941	
General Fund		<u>55,597</u>	<u>2,452,691</u>	<u>46,289</u>
				2,752,230
		<u><u>£3,043,572</u></u>		<u><u>£3,427,436</u></u>

Adopted by the Trustee on July 2023

J Mill



Master on behalf of the Trustee

P Goldberg OBE



Chairperson, Charity Committee

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

STATEMENT OF FINANCIAL ACTIVITIES
YEAR ENDED 30TH SEPTEMBER 2022

	Permanent Endowment Funds	Restricted Milward Fund	Unrestricted Investment Fund	Unrestricted General Fund	Total 2022	Total 2021
Income from						
Bequests	-	-	-	-	-	25,000
Donations from, and relating to, livermen	-	-	12,210	-	12,210	12,045
Investment Income	-	262	-	93,295	93,557	77,732
Other income	-	-	-	-	-	2,936
Tax recoveries	-	-	3,052	-	3,052	2,404
Transfer – D Hubert legacy (note 6)	-	-	(10,000)	10,000	-	-
Total Income	£ -	£262	£5,262	£103,295	£108,819	£120,117
Expenditure on						
Grants paid / payable (note 3)	-	-	-	93,987	93,987	62,867
Investment Manager's fee	-	-	-	-	-	305
Total Expenditure	£ -	£ -	£ -	£93,987	£93,987	£63,172
Net Income before Revaluations and Disposal of Investments	-	262	5,262	9,308	14,832	56,945
Gain on disposal of investment	647	-	2,401	-	3,048	1,215,316
(Loss) on revaluation of investments	(85,234)	-	(316,510)	-	(401,744)	(704,352)
Net Movement in Funds	(84,587)	262	(308,847)	9,308	(383,864)	567,909
Funds at 1st October 2021	673,578	1,628	2,705,941	46,289	3,427,436	2,859,527
Funds at 30th September 2022	£588,991	£1,890	£2,397,094	£55,597	£3,043,572	£3,427,436

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30TH SEPTEMBER 2022

1. Accounting Policies

These 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).

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies selected for use by the Charity. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

- (a) The accounts are drawn up on the historical cost basis of accounting modified to allow investments to be shown at market value.
- (b) The increase or decrease in the value of the investment portfolio over the year is credited or debited as "Unrealised Investment Appreciation" in the relevant Funds.
- (c) Income is accounted for when receivable.
- (d) Donations received and related tax recoveries are credited to the Designated Investment Fund. The Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.
- (e) Grants payable are accounted for when approved by the Court of the Company.
- (f) All governance costs are met by the Company.
- (g) Financial instruments

The financial instruments held by the charity are investments, debtors and creditors. These are categorised as 'basic' in accordance with Section 11 of FRS 102 and are initially recognised at transaction price. Investments are subsequently measured at fair value, based upon market price, and changes in fair value recognised in the Statement of Financial Activities. Other financial instruments are subsequently measured at their transaction price less any impairment.

- (h) Critical judgements and estimates

No other critical judgements or estimates have been made by the Trustees in applying the charity's accounting policies.

2. Investment summary for the year

	<u>2022</u>	<u>2021</u>
Market value at 1st October 2021	3,206,613	2,450,241
Purchases	168,423	2,850,830
Disposals at cost	(45,375)	(1,390,106)
Gain/(Deficit) on unrealised investment appreciation	(401,744)	(704,352)
At 30th September 2022	<u>£2,927,917</u>	<u>£3,206,613</u>
Investments at cost	3,015,749	2,892,701
Market value	<u>2,927,917</u>	<u>3,206,613</u>
Unrealised (depreciation) / appreciation	<u>(£87,832)</u>	<u>£319,912</u>

3. Grants Paid and Payable

	<u>2022</u>	<u>2021</u>
Education		
City of London School for Girls	5,000	5,000
City of London Freemans School	-	650
City University – Digital Poverty Fund	-	5,000
City University – Hardship Fund	4,000	-
Christ's Hospital School	600	600
City & Guilds of London Institute	6,500	3,500
The Royal Masonic School for Girls, Rickmansworth	100	100
Book Prizes	150	250
Guildhall School of Music & Drama (Woodwind Prize)	600	1,300
Royal School of Needlework	5,400	1,400
Old Palace School	7,000	7,000
Quilt and Stitch Village	250	-
Lady Eleanor Hollis School	50	50
King Edward's School, Witley	10,160	12,761
Royal College of Art	-	-
Treloar School	3,500	1,000
Guildhall School of Music & Drama - Welfare of Students	1,500	1,500
Trinity High School	-	-
Universify Education	500	-
	<u>£45,310</u>	<u>£40,111</u>
Religion		
St James, Garlickhythe	500	-
St Paul's Cathedral Trust	-	500
St Paul's – Copes restoration for Jubilee Exhibition	10,000	-
United Guilds Service Trustees	200	-
	<u>£10,700</u>	<u>£500</u>
Welfare		
Sheriffs' & Recorder's Fund	1,500	1,500
Royal British Legion City Branch Poppy Appeal	1,500	-
Clergy Support Trust	200	200
Florence Nightingale Foundation	-	11,500
Salvation Army	-	4,564
St George The Martyr	-	5,000
The Paraorchestra	-	300
Pembroke College	-	1,000
Cockpit Arts	5,000	-
	<u>£8,200</u>	<u>£24,064</u>

Grants paid and Payable (continued)

Focus Grants		
Fine Cell Work	2,000	-
Royal College of Surgeons of England - Awards	5,000	5,000
Royal College of Nursing Foundation	5,000	5,000
The Arkwright Scholarship	6,600	4,400
Garden of Remembrance	190	-
Needle Museum	3,000	185
Royal College of Nursing - prize	-	-
HMP Lowdham Grange	1,000	-
Museum of London	3,700	-
St Cecelia	150	-
27F Squadron	587	-
The Third Battalion, the Prince of Wales Royal Regiment	400	-
	<u>£27,627</u>	<u>£14,585</u>
By Virtue of Office		
Lord Mayor's Charity Appeal	3,000	3,000
Master's Charities	3,500	3,000
Hon. Chaplain's Charity Bishop of Southwark Discretionary Trust	3,000	3,000
	<u>£9,500</u>	<u>£9,000</u>
Grants paid in the year	101,337	88,260
Prior year grants not banked	-	-
Total paid	<u>£101,337</u>	<u>£88,260</u>
Grants overpaid in year, recovered in future year	-	(2,601)
Grants provided in earlier years, paid in year	(16,600)	(23,900)
Grants provided in earlier years, reversed	(-)	(9,692)
Grants provided in current year, to be paid in future years	9,250	10,800
TOTAL GRANTS	<u>£93,987</u>	<u>£62,867</u>

4. Current Liabilities (Falling due in less than 1 year)

	<u>2022</u>	<u>2021</u>
Fund Manager's Fees	-	-
Grants approved but not yet paid	12,756	12,306
TOTAL LIABILITIES	<u>£12,756</u>	<u>£12,306</u>

Long Term Liabilities (Falling due in 2 to 5 years)

	<u>2022</u>	<u>2021</u>
Grants approved but not yet paid	20,600	28,400
TOTAL LIABILITIES	<u>£33,356</u>	<u>£40,706</u>

5. Permanent Endowments

	<u>2022</u>		<u>2021</u>	
	General	Milward	General	Milward
Balance at 01 October 2021	664,276	9,302	557,367	7,805
Gain on Disposal of investments	638	9	254,281	3,561
Unrealised investments (loss)	(84,057)	(1,177)	(147,372)	(2,064)
Balance at 30 September 2022	<u>580,857</u>	<u>8,134</u>	<u>664,276</u>	<u>9,302</u>

The General Endowment was established by the Trust Deed dated 16th December 1983 as amended by a Charity Commission Scheme dated 4th January 1988. Under the terms, its income is to be applied for such charitable purposes as the Court of Assistants of the Company may from time to time resolve. Accordingly, related investment income is added to the Unrestricted Fund.

The F Milward Endowment, originally registered with the Charity Commission in 1962, was established to provide a scholarship, tenable at a university, for pupils attending Trinity High School, Redditch. No awards have been made this year (2021: Same)

6. Unrestricted Investment Fund

	<u>2022</u>	<u>2021</u>
Balance at 01 October 2021	2,705,941	2,263,934
Net Income from donations	5,262	39,449
Gain on Disposal of investments	2,401	957,475
Unrealised investments (loss)	<u>(316,510)</u>	<u>(554,917)</u>
Balance at 30 September 2022	2,397,094	2,705,941

Though Unrestricted, the Trustee currently intends to retain this Fund for the future benefit of the charity. Income arising from the Fund is used for such charitable purposes as the Trustee determines.

This Fund has accumulated as donations and legacies received over the years have been credited for the purpose of building up a sufficient balance to generate enough income from the related investments to support the cost of charitable grant making. Any appreciation of the underlying investments has also been deemed to be part of the Fund.

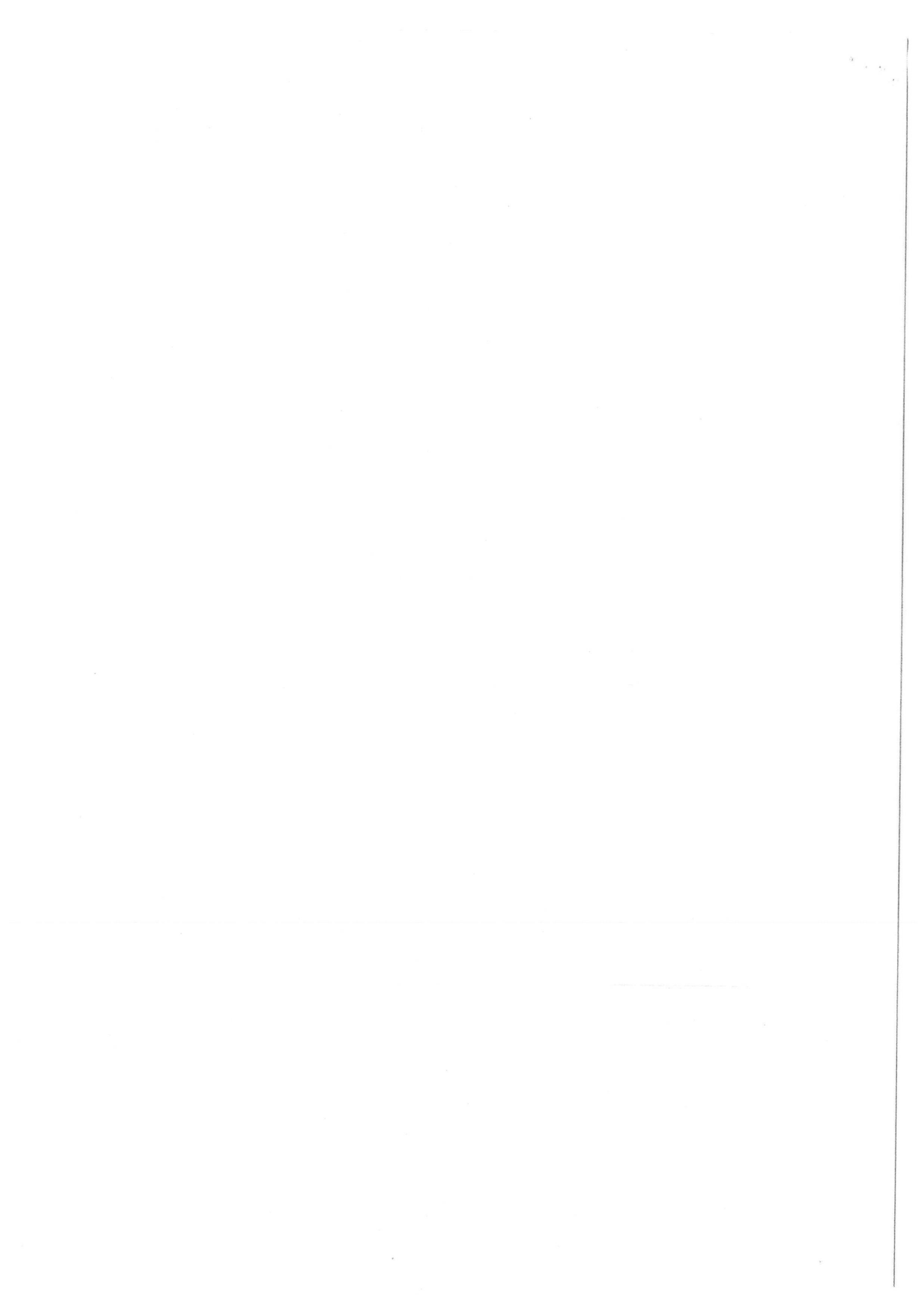
During the year, it was agreed by the Court to transfer £10,000 from the 'D Hubert legacy' within the Unrestricted Investment Fund to the Unrestricted General Fund to finance the grant to the St Paul's Copes restoration for the Jubilee Exhibition project.

7. Trustee's Remuneration and Expenses

During the year, no Trustee received any remuneration nor expenses (2021 – none).

8. Related Parties

The Company bears the costs of the Clerk and the Independent Examiner when working on behalf of the Charity. It is estimated that this is 10% and 65% respectively £5,230 (2021: £5,090). There were no related party transactions (2021: none).



WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales - Charity number 288646

Accounts

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2021

Charity Registration Number 288646

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

Key Information

Charity Number:	288646
Principal Office:	PO Box 73635 London SW14 9BY
Corporate Trustee:	The Master, Wardens and Commonalty of the Art and Mystery of the Needlemakers of London (a company incorporated by Royal Charter) operating as the Worshipful Company of Needlemakers
Members of the Charity Committee:	Past Master – P Goldberg OBE (Chairperson) (appointed 27/08/2020) The Master – A Whitton (retired 01/10/2021) Senior Warden – P Law Junior Warden – J Mill (appointed 02/10/2019) Junior Warden Elect – Michael Foulkes (appointed 02/10/2020) Assistant – S Bentley (Honorary Treasurer) Assistant – N Macrae (appointed 02/10/2019) Assistant – B James (retired 01/10/2021) Assistant – J Scott (retired 02/10/2020) Assistant – D Taylor (appointed 02/10/2019) Assistant – T Pattison (representative of Investment Oversight Group) Liveryman – N Shaw (retired 02/10/2020) Liveryman – P Rousselet (retired 02/10/2020) Liveryman – R Dawes (appointed 02/10/2020) Liveryman – D Brooks-Wilson (appointed 02/10/2020) Liveryman – D Staples (appointed 02/10/2020) Liveryman – V Hamilton (appointed 01/10/2021)
Key Management Personnel:	Clerk – F Sedgwick
Investment Managers:	Quilter Cheviot Limited One Kingsway London WC2B 6AN
Independent Examiner:	D.C.S Nelson FCA Tudor John Limited Nightingale House 46-48 High Street Epsom Surrey, KT17 1HQ
Bankers:	Lloyds Bank PLC 113-116 Leadenhall Street London EC3A 4AX

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

TRUSTEE'S REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2021

The Trustee presents its report of the independently examined financial statements for the year ended 30 September 2021.

Structure, governance and management

Governing document

The Charity is a charitable trust established by Trust Deed dated 16 December 1983, the Deed was amended by the Charity Commission Scheme dated 4 January 1988.

The Charity was originally established to administer funding provided by the Worshipful Company of Needle makers (the Company) and from the residuary bequest of Past Master Charles Crossingham who died in 1952. The main purpose of the Charity is to administer the charitable activity of the Company. Since the charity was established it has raised considerable funds from Liverymen of the Company to increase its investment funds generating income to increase charitable activity.

The Company is the sole trustee of the Charity (the Trustee).

Organisational structure

As the Trustee is a corporate entity, the decisions of the Charity are made by the Court of the Company which is advised by the Charity Committee. The Court appoints the members of the Charity Committee for a three-year term. The Master Needle maker and the Wardens automatically sit on the Charity Committee. The members of the Charity Committee for the year ended 30th September 2021 are set out on the previous page.

The Charity Committee meets four times a year and:

- considers grant applications;
- considers nominations for grants received from the Master and the Honorary Chaplain of the Company;
- reviews reports from the Investment Oversight Group of the Company in respect of the funds held by the Charity and the money available for grants;
- receives and reviews reports from previous grant recipients;
- provides a report and recommendations to the Trustee.

The Court met four times during the year as Trustee of the Charity, considered the reports from the Charity Committee and reviewed grants recommended by the Charity Committee. It approved the grants recommended by the Charity Committee after detailed consideration.

The investments of the Charity are managed by Quilter Cheviot and the investments are reviewed with Quilter Cheviot by the Investment Oversight Group of the Finance and General Purposes Committee of the Company in addition to the Trustee.

On 2 October 2019 Mr Andrew Whitton became Master, Mr Philip Law became Senior Warden and Mr John Mill as Junior Warden. Due to the pandemic, the Master and Wardens remained in office for 2 years.

The recommendations of the Charity Committee in relation to grants were considered by the Trustee at each meeting. The approval of the grants recommended by the Charity Committee was minuted by the Trustee in the minutes of the Company and the Honorary Treasurer of the Company was instructed to make grants in accordance with the schedule of grants approved by the Trustee. The administration of grants was undertaken by the Clerk to the Company.

The financial records of the Charity were maintained during the year ended 30th September 2021 by Mr Simon Bentley as Honorary Treasurer to the Company. Internal controls, appropriate for a charity of this size, have been put in place to protect the funds and investments and to ensure their proper application.

It should be noted that due to the continuing pandemic COVID-19 covering the financial year resulted in some grants being deferred and other changes were made in agreement with the beneficiaries.

Appointment of the Trustee

The Charity has a sole corporate trustee as set out in the Scheme issued by the Charity Commission for the Charity on 4 January 1988.

The members of the Court of the Company as the personification of the Trustee are subject to the fit and proper persons test when they are appointed to the Court as they are deemed to be people who exercise general control and management of the Charity's assets. All members of the Court and the Clerk are required to read HM Revenue & Customs basic guides for charity managers and sign the declaration for fit and proper persons. The Charity Committee members are also required to read the guidance notes issued by the Charity Commission and are provided with publication CC3 and related materials.

Objectives and Activities

The Charity's Object

The charitable object of the Charity is to fulfil for the public benefit such charitable purposes as the Court of Assistants of the Worshipful Company of Needlemakers may from time-to-time resolve.

Our aims

Our aim is to make grants confined to areas associated with the Needlemaking industry (along with such professions and/or industries which use needles), the training of users of needles such as surgeons and nurses; the City of London, and Education. This includes grants to the Lord Mayor's Fund and the Master's chosen charities and a grant to an organisation nominated by the Honorary Chaplain of the Company (the Lord Bishop of Southwark).

Our objectives

The objective of the Charity is to ensure that all grants provide a public benefit and that grants are provided to:

- support individuals in professions connected to needles in the development of their knowledge, for example, healthcare professionals, engineers connected to needlemaking and those using needles;
- provide support to children in need connected to the City of London or attending schools in or connected to the City of London;

- support the fabric of the historic buildings of the City of London; and
- support charitable institutions of the City of London.

The members of the Charity Committee are provided with the guidance contained in the Charity Commission's general guidance on public benefit and refer to such guidance when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

Endowments

The Charity holds two endowments:

- the General Endowment; and
- the Frederick Milward Scholarship Fund.

The income of the General Endowment is unrestricted and is used to fund the general charitable activities of the Charity.

The income of the Frederick Milward Scholarship Fund is restricted to the provision of bursaries and scholarships to students from Redditch undertaking undergraduate studies in STEM subjects. The income has not been sufficient to make appropriate grants and has been held as a restricted fund.

Investments

There are no specific investment powers or restrictions in the Trust Deed. The Charity operates within the powers granted by the Trustee Act 2000 in making decisions in relation to investments. The management of the investments is delegated to expert investment managers on behalf of the Trustee. Regular reports are provided by the Investment Manager to the Trustee.

The investments are managed by the Company's Finance and General Purposes Committee, which is advised by the Charity's Investment Oversight Group.

The Investment Fund is invested in a spread of investments (see note 2 to the accounts) to meet the policy of investing on the basis of balanced / medium to higher risk with regard to the overall rate of return in capital growth and income. The endowment funds are invested to ensure that the value of the investments is maintained while ensuring that income is generated. The portfolio is reviewed regularly by the investment adviser and the Finance and General Purposes Committee of the Trustee. Changes are made taking into account the advice of the investment adviser. During the year, the funds were moved to a collective investment scheme operated by Quilter Cheviot as planned.

The Trustee aims to grant income generated from investments but may also make grants from capital or current donations.

The portfolio comprised of investments valued at £3,206,613 and cash of £1 at 30th September 2021. There was an increase in capital value of the investments of £756,372, see Note 2 of the accounts.

Review of grant making policy

The Charity carries out its objectives by providing grants to a significant number of individuals and organisations. The Trustee is fully satisfied that the Charity operates for the wider public benefit in all that it does in its charitable activities.

During the year, building on work already done, the Charity Committee reviewed the charitable giving that was ongoing or which was coming to the end of its funding cycle (i.e. multi-year fixed term grants were not subject to review). The purpose was to assess if it was still relevant, to ensure that it was meaningful to the recipients, whether any changes needed to be made and how the impact should be reported to Liverymen.

Achievements and performance

The Charity achieved its objective of making grants in the fields of:

- education;
- welfare;
- the fabric of the historic buildings within the City of London; and
- focused use of needles and related industry.

Education

In terms of education, the Charity continued to fund or part fund, bursaries at:

- City of London School for Girls
- Christ's Hospital; and
- King Edward's School, Witley.

The Charity does not have the skills to assess bursary students or need, therefore, the Charity works with the Schools to identify suitable candidates and the relevant schools undertake the required assessment of need and recommend students to the Charity for approval. In relation to:

- Christ's Hospital – the funding for the current pupil was provided as a single grant at the commencement of the pupil's education with the School. The Master has met with the pupil and reports are provided by the School as to progress and the child is developing and enjoying the school;
- King Edward's School, Witley – the Charity worked with the Royal Springboard Children's Foundation to jointly fund the bursary for a pupil in the 2018/19 financial year. Continued Funding from the school, the Charity and Royal Springboard allowed the child to board during term time to ensure that the child was properly supported. Royal Springboard funding also covered the costs of extra-curricular activities. Again, the Master has met the child and reports that the child is developing well at the school.

Overall, the bursaries help individual young people in difficult financial circumstances achieve their full potential and develop into the community, providing a wide public benefit to their communities. We are also seeing a trickle effect which encourages a number of those connected with the recipients of the bursaries to develop in education, this ranges from parents of the supported children to other children in the community.

The Charity values its association with Treloar School and College which provides education to disabled young people. The Charity provides a grant for the general charitable purposes of the school. In addition funding has been provided for two members of staff to undergo further specialist training which they will pass on to other members of staff.

Historically, the Charity has been associated with many schools and provides small prizes consisting of an inscribed book and cash prize of up to £50. This encourages children to pursue education and develops a knowledge of the charitable activities of the Charity.

The annual Woodwind competition concert and prize giving at the Guildhall School of Music that was postponed because of COVID-19 took place remotely and the prizes were awarded. This was the case with several other awards.

A grant was made to Old Palace Primary School, Bow, East London to provide computers to pupils whose families did not have resources to provide online learning during the COVID-19 pandemic. The Charity has provided support for some years for extra-mural activities for the pupils of Old Palace School, which is located in an area of London of great deprivation.

Grants, especially for education, are made for an average period of three years. At the end of that time the outcomes are reviewed and the grant may cease or be renewed for a further term. During the year grants to City of London School and St Paul's Cathedral School concluded and were not renewed. The support for an apprentice at WM Smith and Son was discontinued as the apprentice decided to leave and has not (yet) been replaced.

Needle Focused Grants

In recognition of the 200th anniversary of the birth of Florence Nightingale, the Charity agreed a proposal for a one-off grant in 2020 to the Florence Nightingale Foundation of £11,500 to support a leadership scholarship. Due to the pandemic the awarding and payment of the scholarship was delayed until this financial year.

We have subsequently continued our support of the work of Fine Cell Work, which works with prison inmates to provide needle related skills which provides support within prison and transferable skills which may be used following their release.

The Charity has continued to provide grants to the Royal College of Surgeons and the Royal College of Nursing Foundation to provide specialist training bursaries for medical professionals who would not otherwise be able to afford the training courses. This is to develop surgical and nursing skills for the general benefit of the public. The Master, Wardens, Clerk and Chairperson of the Charity Committee were able to attend a Zoom meeting with the President, teaching staff and the bursary winners at the Royal College of Surgeons to hear the progress that has been made. A report has been provided to the Company's liaison with the Royal College of Nursing Foundation regarding the awards made during the year. The respective colleges undertake the assessment of need. Study grants were also provided to City University School of Nursing.

Given the engineering origins of the Needlemakers Company encouragement is given to the development of those working or seeking to work in STEM subjects. Support is given to students studying for City and Guilds qualifications and also a programme of two-year bursaries for Arkwright scholars to support and encourage high school students in STEM subjects with a view to developing a career in engineering/technology. It is expected that the number of Arkwright scholarships will be increased in the following year. The Smallpeice Trust which administers the scholarships provides excellent support and development opportunities for the students.

By virtue of Office and City of London

The Honorary Chaplain requested that a grant be made to his discretionary fund to allow emergency funding in his diocese. The Charity was delighted to make this award to assist the Lord Bishop in relieving poverty and other needs in his diocese.

The Charities chosen by the Master to receive grants were divided equally between the Master and Wardens on this occasion and were made to the South Croydon Day Centre, Help Musicians and University Education: the purpose of the latter is to further educational equality. In their vision universities are open to anyone with academic potential regardless of their background.

The Charity also provided grants to the Sheriff's and Recorder's Fund and the Guildhall School of Music and Drama. Funding was also provided for welfare of people in the City of London.

How our activities deliver public benefit

The Charity is delighted that its grants created a positive impact on the lives of numerous people. The training provided in engineering and health will assist people for many years to come.

The Charity makes grants to a wide range of Beneficiaries for Education, Religious, Welfare and other purposes recommended by the Charity Committee. The Trustee considers that these grants, set out in detail under Note 3 to the financial statements, provide benefits to the wider community.

As can be seen from above, the public benefit that has been provided includes:

- relief of poverty of those in need;
- the development of educational skills for those in need;
- the development of surgical and nursing skills;
- rehabilitation of offenders and provision of new skills to assist following a jail term reduce reoffending rates and supporting those in need;
- relief of those in need as a result of disability;
- ensuring the conservation of heritage and the historic fabric of the City of London;
- preservation of historic artefacts for the knowledge of the public;
- development of training roles in STEM subjects to ensure continued development in this important area; and
- ensuring that historic skills are recorded, understood and records are maintained for posterity.

Financial review

Results for the year

Income for the year was generated through:

- bequests - £25,000 (2020: £10,000)
- donations received from Liverymen of the Company amounting to £12,045 (2020: £11,210)
- tax recoveries £2,404 (2020: £2,804);
- investment income of £77,732 (2020: £75,538)
- and
- other income of £2,936 (2020: nil)

The value of the Net Assets amounted to £3,427,436 in total at the end of the year, an increase of £567,909 over the previous year.

The net surplus of the Unrestricted General Fund for the year was £17,280 (2020: deficit £7,554).

Investments are reviewed annually. It was noted that the value of the investments increased following the reduction of the effects of the global COVID-19 pandemic and rise in the markets. The impact of COVID-19 on the investment income was not as originally expected. With some events still being deferred, grants expenditure during the year as detailed in note 3 were £62,867 (2020: £77,710) and are detailed on pages 17 and 18. In 2018/19, commitments of £8,000 per annum for 7 years to King Edward's School and £2,200 per annum (increasing from October 2021) to the Arkwright Scholarship were made and these are reflected in the accounts

As can be seen from the figures there has been a small increase in donations from Liverymen between 2020 and 2021. The Chairperson of the Charity Committee is reviewing actions which can be undertaken to increase regular donations to the Charity.

It is the aim of the current Chairperson of the Charity Committee to undertake work to increase regular donations to the Charity.

For part of the year reported, the world was again subject to the COVID-19 pandemic although the rapid rollout of the vaccination programme was in place from mid-year onwards. It was expected that this would have an effect on donations and investment income. The Trustee took the decision to fund grants from capital should this be necessary. The Trustee is delighted that it was able to maintain the value of the grants in these difficult circumstances.

Funding sources

In this year, the principal sources of funding were:

- donations from a variety of sources including Liverymen of the Company and legacies from former Liverymen of the Company; and
- investment income.

Historically, the principal funding of the Investment Fund has come from legacies and donations from people connected to the Company. The Charity was originally established to administer funding from the Company and a bequest of Past Master Charles Crossingham who died in 1952. Subsequently the following funds were incorporated into the Charity

- The Lewis Bayman Charity
- The Hargreaves-Beare Charity
- The G H Corbett-Milward Memorial Fund
- The Joyce Elizabeth Dangerfield Prize Fund
- The Alexander Dudgeon Legacy
- The A J P Griggs Memorial Fund
- The Hugh George Exhibitions Fund
- The Frederick Milward Scholarship Charity

A gift of £500,000 was received from 'The Chamberlain Foundation' and was added to the Investment Fund a number of years ago. Other gifts received from time to time have also been added to the capital fund. During the year 2017/2018, a Liveryman bequeathed the sum of £250,000 to the Charitable Fund, this will be invested in the short term and the capital value will be expended over time on appropriate projects.

Investment Policy, Objectives and Restrictions

From the outset, donations and legacies received have been credited to the Investment Fund for the purpose of building up a sufficient amount in the Investment Fund to generate enough income from the Charitable Fund's investments to cover the charitable grant making of the Company. In addition, any appreciation of the underlying investments has also been deemed to be part of the Investment Fund.

When funds are received by the Charity, the Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.

The funds included in the Investment Fund of the Charity are intended to be kept for the long term with only the income being distributed. Therefore, an extremely long investment perspective has been taken.

The objective is to maximise the long-term flow of income in real terms with due regard to risk. A balance has to be struck between the interests of the present and future generations of beneficiaries therefore part of the assets may be invested for a higher immediate income.

Prior regard has to be given to risk which is why an element of diversification is required. The portfolio is managed on a balanced / medium to higher risk discretionary basis, with a balanced investment objective and a time horizon in excess of five years.

The costs of management need to be kept to a minimum as these have to be taken out of income. However, we have to be seen to have taken proper advice as well as having someone to hold our investments.

Employees and Volunteers

The Charity has no employees and the administration services provided by the Clerk are donated by the Company. All other activities are undertaken by volunteers. Therefore, there are no support costs incurred in respect of the Charity's activities.

The Charity is operated by volunteers sourced through the Company. The Charity has been assisted by approximately 30 volunteers during the year as:

- members of the Charity Committee;
- appointed links between the Charity and the grant recipients and beneficiaries;
- the Honorary Treasurer.

The Chairperson of the Charity Committee would like to thank her predecessor and all other members of the Charity Committee for their assistance during the year along with those volunteers acting as the link between the Charity and the beneficiaries. The Chairperson also wishes to thank the Clerk for her work throughout the year.

Risks and Uncertainties

At present, the Charity is not reliant on donations income and can continue to make significant grants from investment income in a standard year. The key risks to the Charity are:

- events which impact on the world financial systems reducing both the capital value of the investments of the Charity and potentially income;
- Liverymen in the Company not providing additional donations;
- Liverymen in the Company not leaving the Charity legacies.

It is noted that the COVID-19 crisis which is ongoing at the date of the Balance Sheet, is now easing away and it is hoped that the previous effects on income and capital value of the investments will return to normal economic conditions.

Systems are in place to protect the Charity and its assets against fraud and training is undertaken for all those with financial access to ensure that the impact of fraud will be limited or eliminated.

Fundraising

The Charity engages in limited fundraising outside of the Company and does not solicit public donations. The Charity is not a member of the Fundraising Regulator but is aware of its policies and procedures and ensures that it does not engage donors to give more than they can afford and works to ensure that donors are supported.

Reserves Policy

The Charity has considerable investments which allow it to undertake its work. These are carefully managed to ensure that inflation does not reduce the value of the investments and the impact of the Charity.

The costs of the Charity are limited to the fees of the investment manager. All other costs are met by the Company as a donation in kind. Therefore, the need for reserves to cover the costs of the Charity is limited. A reserve of £20,000 is maintained for these purposes.

It is the intention of the Charity that it is always in a position to make annual grants. Situations may arise where there are no annual donations received and there is limited investment income. In such cases grants can still be maintained and the Charity generally retains additional cash of approximately £70,000 to allow it to make grants even if income is disrupted.

Approval and Committees

This report was prepared by the Chairperson of the Charity Committee and the Honorary Treasurer for the Trustee. The Charity Committee reviewed the text of this report for accuracy.

Statement of Responsibilities

The Trustee has resolved that financial statements are prepared for each financial year which give a true and fair view of the state of affairs of the Charitable Fund and of the income and expenditure of the fund for that period. In preparing those financial statements, the Charity Committee, on behalf of the Court, is required to:


- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustee, supported by the Charity Committee, is 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 accounts comply with relevant legislation. It is also responsible for

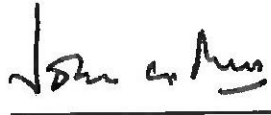
safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The day to day handling of these matters is dealt with by the Clerk and the Treasurer on the Trustee's behalf.

Signed on behalf of the Trustee on 13 July 2022 by

Mr Philip Law, Master



Mr John Mill, Senior Warden



Mr T Michael Foulkes, Junior Warden



THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEE

I report to the charity trustee on my examination of the accounts of The Worshipful Company of Needlemakers Charitable Fund (the Trust) for the year ended 30 September 2021.

Responsibilities and basis of report

As the charity trustee of the Trust you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the Act').

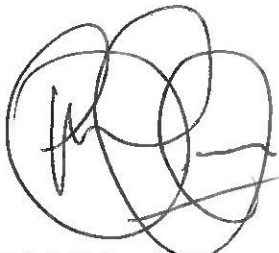
I report in respect of my examination of the Trust's accounts carried out under section 145 of the Act and in carrying out my examination I have followed all applicable Directions given by the Charity Commission under section 145(5)(b) of the Act.

Independent examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the Trust as required by section 130 of the Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



D.C.S. Nelson FCA
Tudor John Limited
Nightingale House
46-48 East Street
Epsom
Surrey
KT17 1HQ

Date: 18/07/2022

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

BALANCE SHEET AS AT 30TH SEPTEMBER 2021

	<u>Note</u>	<u>2021</u>		<u>2020</u>
Investments at Market Value	2	3,206,613		2,450,241
Funds held by investment manager		<u>1</u>		<u>190,994</u>
		3,206,614		2,641,235
Current Assets				
Debtors		26,235	18,537	
Bank balance		<u>235,293</u>	<u>271,134</u>	
Total Current Assets		261,528	289,671	
Current Liabilities (less than 1 year)	4	(12,306)	(34,979)	
Long Term Liabilities (greater than 1 year)	4	<u>(28,400)</u>	<u>220,822</u>	<u>(36,400)</u>
				<u>218,292</u>
NET ASSETS		<u>£3,427,436</u>		<u>£2,859,527</u>
The Funds of the Charity				
Permanent Endowments:				
General Endowment	5	664,276	557,367	
Milward Endowment	5	<u>9,302</u>	<u>673,578</u>	<u>7,805</u>
				565,172
Restricted Funds:				
Milward Fund		1,628		1,412
Unrestricted Funds:				
Investment Fund	6	2,705,941	2,263,934	
General Fund		<u>46,289</u>	<u>2,752,230</u>	<u>29,009</u>
				2,292,943
		<u>£3,427,436</u>		<u>£2,859,527</u>

Adopted by the Trustee on 13 July 2022

P Law

P Law
P Goldberg

P Goldberg OBE

Master on behalf of the Trustee

Chairperson, Charity Committee

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

STATEMENT OF FINANCIAL ACTIVITIES
YEAR ENDED 30TH SEPTEMBER 2021

	Permanent Endowment Funds	Restricted Milward Fund	Unrestricted Investment Fund	Unrestricted General Fund	Total 2021	Total 2020
Income from						
Bequests	-	-	25,000	-	25,000	10,000
Donations from, and relating to, liverymen	-	-	12,045	-	12,045	11,210
Investment Income	-	216	-	77,516	77,732	75,538
Other income	-	-	-	2,936	2,936	-
Tax recoveries	-	-	2,404	-	2,404	2,804
Total Income	£ -	£216	£39,449	£80,452	£120,117	£99,552
Expenditure on						
Grants paid / payable (note 3)	-	-	-	62,867	62,867	77,710
Investment Manager's fee	-	-	-	305	305	5,172
Total Expenditure	£ -	£ -	£ -	£63,172	£63,172	£82,882
Net Income before Revaluations and Disposal of Investments	-	216	39,449	17,280	56,945	16,670
Gain on disposal of investment	257,841	-	957,475	-	1,215,316	7,561
(Loss) on revaluation of investments	(149,435)	-	(554,917)	-	(704,352)	(123,553)
Net Movement in Funds	108,406	216	442,007	17,280	567,909	(99,322)
Funds at 1st October 2020	565,172	1,412	2,263,934	29,009	2,859,527	2,958,849
Funds at 30th September 2021	£673,578	£1,628	£2,705,941	£46,289	£3,427,436	£2,859,527

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30TH SEPTEMBER 2021

1. Accounting Policies

These 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).

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies selected for use by the Charity. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

- (a) The accounts are drawn up on the historical cost basis of accounting modified to allow investments to be shown at market value.
- (b) The increase or decrease in the value of the investment portfolio over the year is credited or debited as "Unrealised Investment Appreciation" in the relevant Funds.
- (c) Income is accounted for when receivable.
- (d) Donations received and related tax recoveries are credited to the Designated Investment Fund. The Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.
- (e) Grants payable are accounted for when approved by the Court of the Company.
- (f) All governance costs are met by the Company.
- (g) Financial instruments

The financial instruments held by the charity are investments, debtors and creditors. These are categorised as 'basic' in accordance with Section 11 of FRS 102 and are initially recognised at transaction price. Investments are subsequently measured at fair value, based upon market price, and changes in fair value recognised in the Statement of Financial Activities. Other financial instruments are subsequently measured at their transaction price less any impairment.

- (h) Critical judgements and estimates

No other critical judgements or estimates have been made by the Trustees in applying the charity's accounting policies.

2. Investment summary for the year

	<u>2021</u>	<u>2020</u>
Market value at 1st October 2020	2,450,241	2,551,512
Purchases	2,850,830	340,185
Disposals at cost	(1,390,106)	(317,903)
Gain/(Deficit) on unrealised investment appreciation	<u>(704,352)</u>	<u>(123,553)</u>
At 30th September 2021	<u>£3,206,613</u>	<u>£2,450,241</u>
Investments at cost	2,892,701	1,431,977
Market value	<u>3,206,613</u>	<u>2,450,241</u>
Unrealised appreciation	<u>£319,912</u>	<u>£1,018,264</u>

3. Grants Paid and Payable

	<u>2021</u>	<u>2020</u>
Education		
City of London School for Girls	5,000	5,000
City of London Freemans School	650	650
City University – Digital Poverty Fund	5,000	-
City University – Hardship Fund	-	1,000
Christ's Hospital School	600	600
City & Guilds of London Institute	3,500	3,500
The Royal Masonic School for Girls, Rickmansworth	100	100
Book Prizes	250	200
Guildhall School of Music & Drama (Woodwind Prize)	1,300	-
Royal School of Needlework	1,400	5,000
Old Palace School	7,000	7,200
Quilt and Stitch Village	-	-
Lady Eleanor Hollis School	50	50
King Edward's School, Witley	12,761	10,160
Royal College of Art	-	500
Treloar School	1,000	1,000
Guildhall School of Music & Drama - Welfare of Students	1,500	1,500
Trinity High School	-	250
	<u>£40,111</u>	<u>£36,710</u>
Religion		
St James, Garlickhythe	-	4,000
St Paul's Cathedral Trust	500	500
United Guilds Service Trustees	-	-
	<u>£500</u>	<u>£4,500</u>
Welfare		
Sheriffs' & Recorder's Fund	1,500	1,500
Royal British Legion City Branch Poppy Appeal	-	500
Barts Hospital	-	100
Clergy Support Trust	200	-
Corporation of Sons of the Clergy	-	-
Florence Nightingale Foundation	11,500	-
Salvation Army	4,564	-
St George The Martyr	5,000	-
The Paraorchestra	300	-
Pembroke College	1,000	-
	<u>£24,064</u>	<u>£2,100</u>

Focus Grants		
Fine Cell Work	-	2,000
St Paul's Cathedral Choir School – Bursary	-	-
Royal College of Surgeons of England - Awards	5,000	5,000
Victoria & Albert Museum	-	-
Royal College of Nursing Foundation	5,000	5,000
The Arkwright Scholarship	4,400	2,200
Needle Museum	185	1,300
Royal College of Nursing - prize	-	-
The Third Battalion, the Prince of Wales Royal Regiment	-	-
	<u>£14,585</u>	<u>£15,500</u>

By Virtue of Office		
Lord Mayor's Charity Appeal	3,000	3,000
Master's Charities	3,000	3,000
Hon. Chaplain's Charity Bishop of Southwark Discretionary Trust	3,000	3,000
	<u>£9,000</u>	<u>£9,000</u>

Grants paid in the year	88,260	67,810
Prior year grants not banked	-	(200)
Total paid	<u>£88,260</u>	<u>£67,610</u>
Grants overpaid in year, recovered in future year	(2,601)	-
Grants provided in earlier years, paid in year	(23,900)	(8,000)
Grants provided in earlier years, reversed	(9,692)	-
Grants provided in current year, to be paid in future years	10,800	18,100
TOTAL GRANTS	<u>£62,867</u>	<u>£77,710</u>

4. Current Liabilities (Falling due in less than 1 year)

	<u>2021</u>	<u>2020</u>
Fund Manager's Fees	-	5,279
Grants approved but not yet paid	12,306	29,700
TOTAL LIABILITIES	<u>£12,306</u>	<u>£34,979</u>

Long Term Liabilities (Falling due in 2 to 5 years)

	<u>2021</u>	<u>2020</u>
Grants approved but not yet paid	28,400	36,400
TOTAL LIABILITIES	<u>£40,706</u>	<u>£71,379</u>

5. Permanent Endowments

	<u>2021</u>		<u>2020</u>	
	General	Milward	General	Milward
Balance at 01 October 2020	557,367	7,805	581,636	8,145
Gain on Disposal of investments	254,281	3,561	1,582	22
Unrealised investments (loss)	(147,372)	(2,064)	(25,851)	(362)
Balance at 30 September 2021	664,276	9,302	557,367	7,805

The General Endowment was established by the Trust Deed dated 16th December 1983 as amended by a Charity Commission Scheme dated 4th January 1988. Under the terms, its income is to be applied for such charitable purposes as the Court of Assistants of the Company may from time to time resolve. Accordingly, related investment income is added to the Unrestricted Fund.

The F Milward Endowment, originally registered with the Charity Commission in 1962, was established to provide a scholarship, tenable at a university, for pupils attending Trinity High School, Redditch. No awards have been made this year (2020: Same)

6. Unrestricted Investment Fund

	<u>2021</u>	<u>2020</u>
Balance at 01 October 2020	2,263,934	2,331,303
Net Income from donations	39,449	24,014
Gain on Disposal of investments	957,475	5,957
Unrealised investments (loss)	<u>(554,917)</u>	<u>(97,340)</u>
Balance at 30 September 2021	2,705,941	2,263,934

Though Unrestricted, the Trustee currently intends to retain this Fund for the future benefit of the charity. Income arising from the Fund is used for such charitable purposes as the Trustee determines.

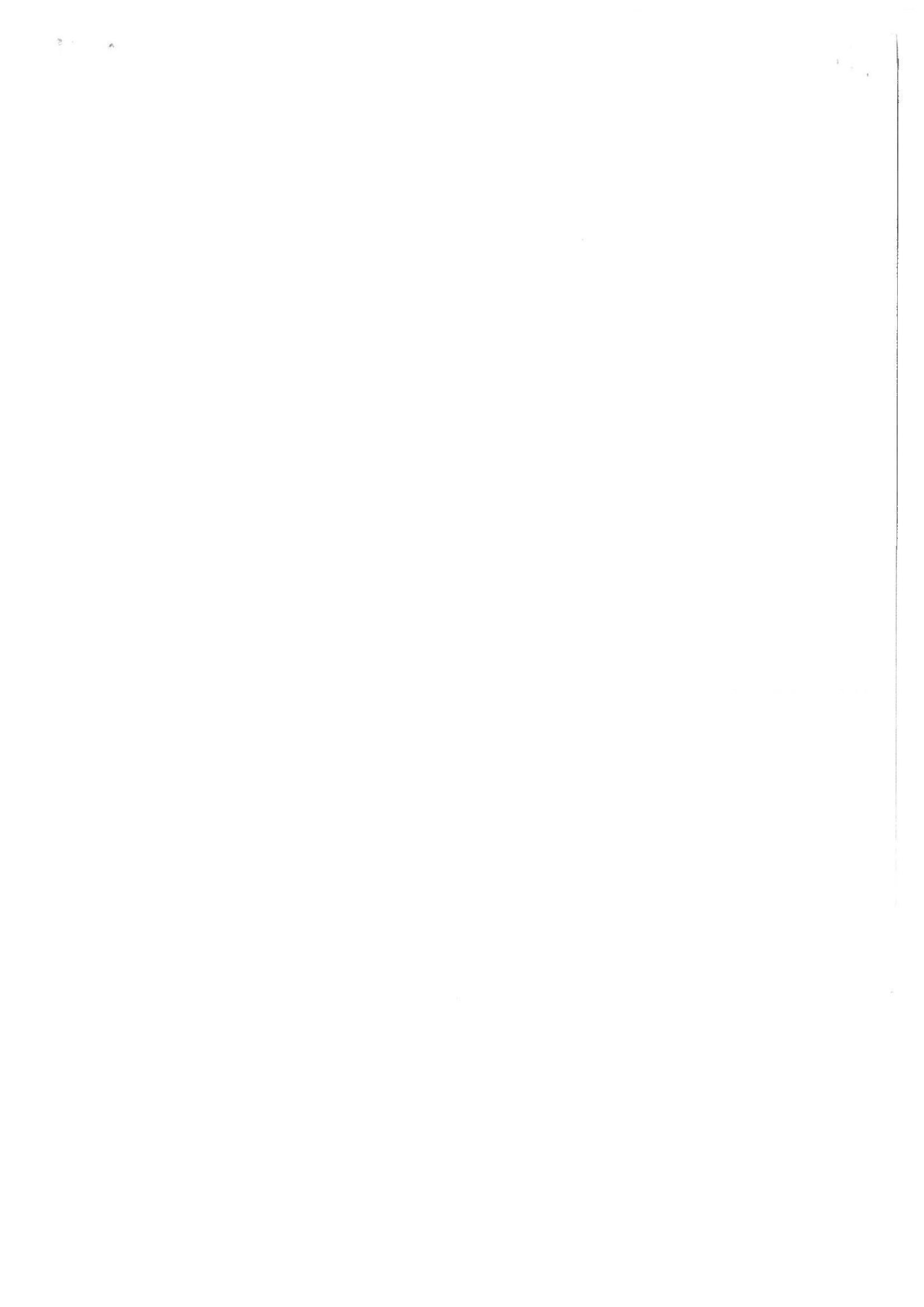
This Fund has accumulated as donations and legacies received over the years have been credited for the purpose of building up a sufficient balance to generate enough income from the related investments to support the cost of charitable grant making. Any appreciation of the underlying investments has also been deemed to be part of the Fund.

7. Trustee's Remuneration and Expenses

During the year, no Trustee received any remuneration nor expenses (2020 – none).

8. Related Parties

The Company bears the costs of the Clerk and the Independent Examiner when working on behalf of the Charity. It is estimated that this is 10% and 65% respectively £5,090 (2020: £4,771). There were no related party transactions (2020: none).



WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

England & Wales - Charity number 288646

Accounts

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30TH SEPTEMBER 2020

Charity Registration Number 288646

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

Key Information

Charity Number:	288646
Principal Office:	PO Box 73635 London SW14 9BY
Corporate Trustee:	The Master, Wardens and Commonalty of the Art and Mystery of the Needlemakers of London (a company incorporated by Royal Charter) operating as the Worshipful Company of Needlemakers
Members of the Charity Committee:	Liveryman – V Flintham (Chairperson) (appointed 02/10/2019, resigned 27/08/2020) Past Master – P Goldberg OBE (Chairperson) (appointed 27/08/2020) The Master – A Whitton Senior Warden – P Law Junior Warden – J Mill (appointed 02/10/2019) Junior Warden Elect – Michael Foulkes (appointed 02/10/2020) Past Master Anthony de Lacey (retired 02/10/2019) Assistant – S Bentley (Honorary Treasurer) Assistant – N Macrae (appointed 02/10/2019) Assistant – B James Assistant – J Scott (retired 02/10/2020) Assistant – D Taylor (appointed 02/10/2019) Assistant – T Pattison (representative of Investment Oversight Group) Liveryman – N Shaw (retired 02/10/2020) Liveryman – P Rousselet (retired 02/10/2020) Liveryman – R Dawes (appointed 02/10/2019) Liveryman – D Brooks-Wilson (appointed 02/10/2020) Liveryman – D Staples (appointed 02/10/2020)
Key Management Personnel:	Clerk – F Sedgwick
Investment Managers:	Quilter Cheviot Limited One Kingsway London WC2B 6AN
Independent Examiner:	D.C.S Nelson FCA Tudor John Ltd Nightingale House 46-48 High Street Epsom Surrey, KT17 1HQ
Bankers:	Lloyds Bank PLC 113-116 Leadenhall Street London EC3A 4AX

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

TRUSTEE'S REPORT FOR THE YEAR ENDED 30TH SEPTEMBER 2020

The Trustee presents its report of the independently examined financial statements for the year ended 30 September 2020.

Structure, governance and management

Governing document

The Charity is a charitable trust established by Trust Deed dated 16 December 1983, the Deed was amended by the Charity Commission Scheme dated 4 January 1988.

The Charity was originally established to administer funding provided by the Worshipful Company of Needle-makers (the Company) and from the residuary bequest of Past Master Charles Crossingham who died in 1952. The main purpose of the Charity is to administer the charitable activity of the Company. Since the charity was established it has raised considerable funds from Liverymen of the Company to increase its investment funds generating income to increase charitable activity.

The Company is the sole trustee of the Charity (the Trustee).

Organisational structure

As the Trustee is a corporate entity, the decisions of the Charity are made by the Court of the Company which is advised by the Charity Committee. The Court appoints the members of the Charity Committee for a three-year term. The Master Needle-maker and the Wardens automatically sit on the Charity Committee. The members of the Charity Committee for the year ended 30th September 2020 are set out on the previous page.

The Charity Committee meets four times a year and:

- considers grant applications;
- considers nominations for grants received from the Master and the Honorary Chaplain of the Company;
- reviews reports from the Investment Oversight Group of the Company in respect of the funds held by the Charity and the money available for grants;
- receives and reviews reports from previous grant recipients;
- provides a report and recommendations to the Trustee.

The Court met four times during the year as Trustee of the Charity, considered the reports from the Charity Committee and reviewed grants recommended by the Charity Committee. It approved the grants recommend by the Charity Committee after detailed consideration.

The investments of the Charity are managed by Quilter Cheviot and the investments are reviewed with Quilter Cheviot by the Investment Oversight Group of the Finance and General Purposes Committee of the Company in addition to the Trustee.

On 2 October 2019 Mr Andrew Whitton became Master, Mr Philip Law became Senior Warden and Mr John Mill took office as Junior Warden. Mr Anthony de Lacey retired as Master and became Immediate Past Master, meaning Mr de Lacey retired from the Charity Committee and Mr Mill was appointed.

The recommendations of the Charity Committee in relation to grants were considered by the Trustee at each meeting. The approval of the grants recommended by the Charity Committee was minuted by the Trustee in the minutes of the Company and the Honorary Treasurer of the Company was instructed to make grants in accordance with the schedule of grants approved by the Trustee. The administration of grants was undertaken by the Clerk to the Company.

The financial records of the Charity were maintained during the year ended 30th September 2020 by Mr Simon Bentley as Honorary Treasurer to the Company. Internal controls, appropriate for a charity of this size, have been put in place to protect the funds and investments and to ensure their proper application.

It should be noted that the onset of the pandemic COVID-19 a few months into the financial year resulted in some grants being deferred and other changes were made in agreement with the beneficiaries.

Appointment of the Trustee

The Charity has a sole corporate trustee as set out in the Scheme issued by the Charity Commission for the Charity on 4 January 1988.

The members of the Court of the Company as the personification of the Trustee are subject to the fit and proper persons test when they are appointed to the Court as they are deemed to be people who exercise general control and management of the Charity's assets. All members of the Court and the Clerk are required to read HM Revenue & Customs basic guides for charity managers and sign the declaration for fit and proper persons. The Charity Committee members are also required to read the guidance notes issued by the Charity Commission and are provided with publication CC3 and related materials.

Objectives and Activities

The Charity's Object

The charitable object of the Charity is to fulfil for the public benefit such charitable purposes as the Court of Assistants of the Worshipful Company of Needlemakers may from time-to-time resolve.

Our aims

Our aim is to make grants confined to areas associated with the Needlemaking industry (along with such professions and/or industries which use needles), the training of users of needles such as surgeons and nurses; the City of London, and Education. This includes grants to the Lord Mayor's Fund and the Master's chosen charities and a grant to an organisation nominated by the Honorary Chaplain of the Company (the Lord Bishop of Southwark).

Our objectives

The objective of the Charity is to ensure that all grants provide a public benefit and that grants are provided to:

- support individuals in professions connected to needles in the development of their knowledge, for example, healthcare professionals, engineers connected to needlemaking and those using needles;
- provide support to children in need connected to the City of London or attending schools in or connected to the City of London;

- support the fabric of the historic buildings of the City of London; and
- support charitable institutions of the City of London.

The members of the Charity Committee are provided with the guidance contained in the Charity Commission's general guidance on public benefit and refer to such guidance when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

Endowments

The Charity holds two endowments:

- the General Endowment; and
- the Frederick Milward Scholarship Fund.

The income of the General Endowment is unrestricted and is used to fund the general charitable activities of the Charity.

The income of the Frederick Milward Scholarship Fund is restricted to the provision of bursaries and scholarships to students from Redditch undertaking undergraduate studies in STEM subjects. The income has not been sufficient to make appropriate grants and has been held as a restricted fund.

Investments

There are no specific investment powers or restrictions in the Trust Deed. The Charity operates within the powers granted by the Trustee Act 2000 in making decisions in relation to investments. The management of the investments is delegated to expert investment managers on behalf of the Trustee. Regular reports are provided by the Investment Manager to the Trustee.

The investments are managed by the Company's Finance and General Purposes Committee, which is advised by the Charity's Investment Oversight Group.

The Investment Fund is invested in a spread of investments (see note 3 to the accounts) to meet the policy of investing on the basis of balanced / medium to higher risk with regard to the overall rate of return in capital growth and income. The endowment funds are invested to ensure that the value of the investments is maintained while ensuring that income is generated. The portfolio is reviewed regularly by the investment adviser and the Finance and General Purposes Committee of the Trustee. Changes are made taking into account the advice of the investment adviser. Post year end, the funds were moved to a collective investment scheme operated by Quilter Cheviot.

The Trustee aims to grant income generated from investments but may also make grants from capital or current donations.

The portfolio comprised of investments valued at £2,450,241 and cash of £190,994 at 30th September 2020. There was a decrease in capital value of the investments of £101,271, see Note 3 of the accounts.

Review of grant making policy

The Charity carries out its objectives by providing grants to a significant number of individuals and organisations. The Trustee is fully satisfied that the Charity operates for the wider public benefit in all that it does in its charitable activities.

During the year, building on work already done, the Charity Committee undertook a further review of all charitable giving that was ongoing or which was coming to the end of its funding cycle (i.e. multi-year fixed term grants were not subject to review). The purpose was to assess if it was still relevant, to ensure that it was meaningful to the recipients, whether any changes needed to be made and how the impact should be reported to Liverymen.

The Charity Committee noted that multi-year fixed term grants have not been previously identified as liabilities in the annual accounts. This policy was amended in 2020 and future commitments are now identified in the financial statements as future liabilities. The comparative figures for 2019 have also been adjusted.

Achievements and performance

The Charity achieved its objective of making grants in the fields of:

- education;
- welfare;
- the fabric of the historic buildings within the City of London; and
- focused use of needles and related industry.

Education

In terms of education, the Charity continued to fund or part fund, bursaries at:

- City of London School for Girls
- Christ's Hospital; and
- King Edward's School, Witley.

The Charity does not have the skills to assess bursary students or need, therefore, the Charity works with the Schools to identify suitable candidates and the relevant schools undertake the required assessment of need and recommend students to the Charity for approval. In relation to:

- Christ's Hospital – the funding for the current pupil was provided as a single grant at the commencement of the pupil's education with the School. The Master has met with the pupil and reports are provided by the School as to progress and the child is developing and enjoying the school;
- King Edward's School, Witley – the Charity worked with the Royal Springboard Children's Foundation to jointly fund the bursary for a pupil in the 2018/19 financial year. Continued Funding from the school, the Charity and Royal Springboard allowed the child to board during term time to ensure that the child was properly supported. Royal Springboard funding also covered the costs of extra-curricular activities. Again, the Master has met the child and reports that the child is developing well at the school.

Overall, the bursaries help individual young people in difficult financial circumstances achieve their full potential and develop into the community, providing a wide public benefit to their communities. We are also seeing a trickle effect which encourages a number of those connected with the recipients of the bursaries to develop in education, this ranges from parents of the supported children to other children in the community.

The Charity values its association with Treloar School and College which provides education to disabled young people. The Charity provides a grant for the general charitable purposes of the school. In addition funding has been provided for two members of staff to undergo further specialist training which they will pass on to other members of staff.

Historically, the Charity has been associated with many schools and provides small prizes consisting of an inscribed book and cash prize of up to £50. This encourages children to pursue education and develops a knowledge of the charitable activities of the Charity.

The annual Woodwind competition concert and prize giving at the Guildhall School of Music had to be cancelled because of COVID-19 but the competition took place remotely and the prizes were awarded. This was the case with several other awards.

A grant was made to Old Palace Primary School, Bow, East London to provide computers to pupils whose families did not have resources to provide online learning during the COVID-19 pandemic. The Charity has provided support for some years for extra-mural activities for the pupils of Old Palace School, which is located in an area of London of great deprivation. The purchase of the computers was made through the Government scheme for its pupils to enable remote teaching. This has proved successful and the school reopened to pupils early in 2021.

Grants, especially for education, are made for an average period of three years. At the end of that time the outcomes are reviewed and the grant may cease or be renewed for a further term. During the year grants to City of London School and St Paul's Cathedral School concluded and were not renewed. The support for an apprentice at WM Smith and Son was discontinued as the apprentice decided to leave.

Needle Focused Grants

In recognition of the 200th anniversary of the birth of Florence Nightingale, the Charity agreed a proposal for a one-off grant to the Florence Nightingale Foundation of £11,500 to support a leadership scholarship. Due to the pandemic the awarding of the scholarship was delayed until the next financial year.

We continued our support of the work of Fine Cell Work, which works with prison inmates to provide needle related skills which provides support within prison and transferable skills which may be used following their release.

The Charity has continued to provide grants to the Royal College of Surgeons and the Royal College of Nursing Foundation to provide specialist training bursaries for medical professionals who would not otherwise be able to afford the training courses. This is to develop surgical and nursing skills for the general benefit of the public. The Master, Wardens, Clerk and Chairperson of the Charity Committee were able to attend a Zoom meeting with the President, teaching staff and the bursary winners at the Royal College of Surgeons to hear the progress that has been made. A report has been provided to the Company's liaison with the Royal College of Nursing Foundation regarding the awards made during the year. The respective colleges undertake the assessment of need. Study grants were also provided to City University School of Nursing.

Given the engineering origins of the Needlemakers Company encouragement is given to the development of those working or seeking to work in STEM subjects. Support is given to students studying for City and Guilds qualifications and also a programme of two-year bursaries for Arkwright scholars to support and encourage high school students in STEM subjects with a view to developing a career in engineering/technology. It is expected that the number of Arkwright scholarships will be increased in the following year. The Smallpeice Trust which administers the scholarships provides excellent support and development opportunities for the students.

By virtue of Office and City of London

The Honorary Chaplain requested that a grant be made to his discretionary fund to allow emergency funding in his diocese. The Charity was delighted to make this award to assist the Lord Bishop in relieving poverty and other needs in his diocese.

The Charities chosen by the Master to receive grants were the Cavell Nurses' Trust, the English Schools Orchestra (where he is a trustee) and **Universify Education**: the purpose of the latter is to further educational equality. In their vision universities are open to anyone with academic potential regardless of their background.

The Charity also provided grants to the Sheriff's and Recorder's Fund and the Guildhall School of Music and Drama. Funding was also provided for welfare of people in the City of London.

How our activities deliver public benefit

The Charity is delighted that its grants created a positive impact on the lives of numerous people. The training provided in engineering and health will assist people for many years to come.

The Charity makes grants to a wide range of Beneficiaries for Education, Religious, Welfare and other purposes recommended by the Charity Committee. The Trustee considers that these grants, set out in detail under Note 4 to the financial statements, provide benefits to the wider community.

As can be seen from above, the public benefit that has been provided includes:

- relief of poverty of those in need;
- the development of educational skills for those in need;
- the development of surgical and nursing skills;
- rehabilitation of offenders and provision of new skills to assist following a jail term reduce reoffending rates and supporting those in need;
- relief of those in need as a result of disability;
- ensuring the conservation of heritage and the historic fabric of the City of London;
- preservation of historic artefacts for the knowledge of the public;
- development of training roles in STEM subjects to ensure continued development in this important area; and
- ensuring that historic skills are recorded, understood and records are maintained for posterity.

Financial review

Results for the year

Income for the year was generated through:

- bequests - £10,000 (2019: nil)
- donations received from Liverymen of the Company amounting to £11,210 (2019: £17,538)
- tax recoveries £2,804 (2019: £4,114);
- and
- investment income of £75,538 (2019: £74,697)

The value of the Net Assets amounted to £2,859,527 in total at the end of the year, a decrease of £99,322 over the previous year.

The net deficit of the Unrestricted General Fund for the year was £7,554 (2019: £37,552).

Investments are reviewed annually. It was noted that the value of the investments decreased as a result of the global COVID-19 pandemic. However, the impact of COVID-19 on the investment income was not as great as originally expected. Notwithstanding this, we increased the amount of grants paid out during the year as detailed in note 4 to £79,110 (2019: £74,960) and are detailed on pages 16 and 17. In 2018/19, commitments of £8,000 per annum for 7 years to King Edward's School and £2,200 per annum to the Arkwright Scholarship were made and these are now reflected in the restated accounts

As can be seen from the figures there has been a decrease in donations from Liverymen between 2019 and 2020. The decrease was not unexpected due to the COVID-19 pandemic and the Chairperson of the Charity Committee is reviewing actions which can be undertaken to increase regular donations to the Charity.

It is the aim of the current Chairperson of the Charity Committee to undertake work to increase regular donations to the Charity.

For half of the year reported, the world was subject to the COVID-19 pandemic. It was expected that this would have an effect on donations and investment income. The Trustee took the decision to fund grants from capital should this be necessary. The decrease in the value of investment shows the impact of the pandemic on the Charity. The Trustee is delighted that it was able to maintain the value of the grants in these difficult circumstances.

Funding sources

In this year, the principal sources of funding were:

- donations from a variety of sources including Liverymen of the Company and legacies from former Liverymen of the Company; and
- investment income.

Historically, the principal funding of the Investment Fund has come from legacies and donations from people connected to the Company. The Charity was originally established to administer funding from the Company and a bequest of Past Master Charles Crossingham who died in 1952. Subsequently the following funds were incorporated into the Charity

- The Lewis Bayman Charity
- The Hargreaves-Beaure Charity
- The G H Corbett-Milward Memorial Fund
- The Joyce Elizabeth Dangerfield Prize Fund
- The Alexander Dudgeon Legacy
- The A J P Griggs Memorial Fund
- The Hugh George Exhibitions Fund
- The Frederick Milward Scholarship Charity

A gift of £500,000 was received from 'The Chamberlain Foundation' and was added to the Investment Fund a number of years ago. Other gifts received from time to time have also been added to the capital fund. During the year 2017/2018, a Liveryman bequeathed the sum of £250,000 to the Charitable Fund, this will be invested in the short term and the capital value will be expended over time on appropriate projects.

Investment Policy, Objectives and Restrictions

From the outset, donations and legacies received have been credited to the Investment Fund for the purpose of building up a sufficient amount in the Investment Fund to generate enough income from the Charitable Fund's investments to cover the charitable grant making of the Company. In addition, any appreciation of the underlying investments has also been deemed to be part of the Investment Fund.

Further, a single term was used to describe the Investment Fund and the Endowment Funds – the Capital Fund. From 2020, these funds have been separated to show the two distinct Endowment Funds and the Investment Fund. The 2019 figures have been adjusted accordingly.

When funds are received by the Charity, the Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.

The funds included in the Investment Fund of the Charity are intended to be kept for the long term with only the income being distributed. Therefore, an extremely long investment perspective has been taken.

The objective is to maximise the long-term flow of income in real terms with due regard to risk. A balance has to be struck between the interests of the present and future generations of beneficiaries therefore part of the assets may be invested for a higher immediate income.

Prior regard has to be given to risk which is why an element of diversification is required. The portfolio is managed on a balanced / medium to higher risk discretionary basis, with a balanced investment objective and a time horizon in excess of five years.

The costs of management need to be kept to a minimum as these have to be taken out of income. However, we have to be seen to have taken proper advice as well as having someone to hold our investments.

Employees and Volunteers

The Charity has no employees and the administration services provided by the Clerk are donated by the Company. All other activities are undertaken by volunteers. Therefore, there are no support costs incurred in respect of the Charity's activities.

The Charity is operated by volunteers sourced through the Company. The Charity has been assisted by approximately 30 volunteers during the year as:

- members of the Charity Committee;
- appointed links between the Charity and the grant recipients and beneficiaries;
- the Honorary Treasurer.

The Chairperson of the Charity Committee would like to thank her predecessor and all other members of the Charity Committee for their assistance during the year along with those volunteers acting as the link between the Charity and the beneficiaries. The Chairperson also wishes to thank the Clerk for her work throughout the year.

Risks and Uncertainties

At present, the Charity is not reliant on donations income and can continue to make significant grants from investment income in a standard year. The key risks to the Charity are:

- events which impact on the world financial systems reducing both the capital value of the investments of the Charity and potentially income;
- Liverymen in the Company not providing additional donations;
- Liverymen in the Company not leaving the Charity legacies.

It is noted that the COVID-19 crisis which is ongoing at the time of writing this report, is likely to mean that there will be a reduction in income and in the capital value of the investments held. It is hoped that both will be temporary.

Systems are in place to protect the Charity and its assets against fraud and training is undertaken for all those with financial access to ensure that the impact of fraud will be limited or eliminated.

Fundraising

The Charity engages in limited fundraising outside of the Company and does not solicit public donations. The Charity is not a member of the Fundraising Regulator but is aware of its policies and procedures and ensures that it does not engage donors to give more than they can afford and works to ensure that donors are supported.

Reserves Policy

The Charity has considerable investments which allow it to undertake its work. These are carefully managed to ensure that inflation does not reduce the value of the investments and the impact of the Charity

The costs of the Charity are limited to the fees of the investment manager. All other costs are met by the Company as a donation in kind. Therefore, the need for reserves to cover the costs of the Charity is limited. A reserve of £20,000 is maintained for these purposes.

It is the intention of the Charity that it is always in a position to make annual grants. Situations may arise where there are no annual donations received and there is limited investment income. In such cases grants can still be maintained and the Charity generally retains additional cash of approximately £70,000 to allow it to make grants even if income is disrupted.

Approval and Committees

This report was prepared by the Chairperson of the Charity Committee and the Honorary Treasurer for the Trustee. The Charity Committee reviewed the text of this report for accuracy.

Statement of Responsibilities

The Trustee has resolved that accounts are prepared for each financial year which give a true and fair view of the state of affairs of the Charitable Fund and of the income and expenditure of the fund for that period. In preparing those accounts, the Charity Committee, on behalf of the Court, is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustee, supported by the Charity Committee, is 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 accounts comply with relevant legislation. It is 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. The day to day handling of these matters is dealt with by the Clerk and the Treasurer on the Trustee's behalf.

Signed on behalf of the Trustee on 30th September 2021 by

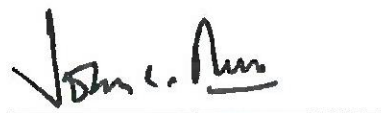
Mr Andrew Whitton, Master

A large, stylized handwritten signature in black ink, appearing to be 'A. Whitton', written over a horizontal line.

Mr Philip Law, Senior Warden

A handwritten signature in black ink, appearing to be 'P. Law', written over a horizontal line.

Mr John Mill, Junior Warden

A handwritten signature in black ink, appearing to be 'John C. Mill', written over a horizontal line.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES

I report on the accounts of The Worshipful Company of Needle-makers Charitable Fund for the year ended 30th September 2020, which comprise the Statement of Financial Activities, the Balance Sheet, and the related notes.

This report is made solely to the Charity's Trustees, as a body, in accordance with Chapter 3 of Part 8 of the Charities Act 2011. My examination has been undertaken so that I might state to the Charity's Trustees those matters I am required to state to them in an independent examiner's report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the charity and the Charity's Trustees as a body, for my examination, for this report, or for the opinions I have formed.

Respective Responsibilities of Trustees and Examiner

The Charity's Trustees are responsible for the preparation of the accounts. The Charity's Trustees consider an audit is not required for this year under section 144(2) of the Charities Act 2011("the Charities Act") and that an independent examination is needed.

It is my responsibility to:

- examine the accounts under section 145 of the Charities Act;
- to follow the procedures laid down in the general Directions given by the Charity Commission (under section 145(5)(b) of the Charities Act; and
- to state whether particular matters have come to my attention.

Basis of Independent Examiner's Statement

My examination was carried out in accordance with the general directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes a consideration of any unusual items or disclosures in the accounts and seeking explanations from the Trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently I do not express an audit opinion on whether the accounts present a "true and fair view" and the report is limited to those matters set out in the statement below.

Independent Examiner's Statement

I draw attention to the Trustee's statement under Risks and Uncertainties within the Trustee's Report concerning Covid-19. It is recognised by the Trustees that the future financial performance of the Charity is likely to be impacted by the novel coronavirus (Covid-19), which was declared a global pandemic by the World Health Organisation in March 2020. However the Trustees have currently assessed that the Charity should not be so affected by the pandemic that it not should be regarded as a going concern and therefore the financial statements include no adjustment in this respect.

Having evaluated the situation and uncertainties as described in the aforementioned disclosure, I consider the disclosure to be adequate. However, my examination cannot predict the unknowable factors or all possible future implications for the Charity and this is particularly the case in relation to Covid-19. My report is not modified in this respect.

In connection with my examination, no matter has come to my attention:

(1) which gives me reasonable cause to believe that in any material respect the requirements:

- to keep accounting records in accordance with section 130 of the Charities Act; and
- to prepare accounts which accord with the accounting records and comply with the requirements of the Charities Act and with the methods and principles of the Statement of Recommended Practice, Accounting and Reporting by Charities.

have not been met; or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached.



D.C.S Nelson ECA
Tudor John Ltd
Chartered Accountants
46-48 High Street
Epsom
Surrey KT17 1HQ

30 September 2021

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

BALANCE SHEET AS AT 30TH SEPTEMBER 2020

	<u>Note</u>	<u>2020</u>		<u>2019</u> <u>(as restated)</u>
Investments at Market Value	3	2,450,241		2,551,512
Funds held by investment manager		<u>190,994</u>		<u>216,573</u>
		2,641,235		2,768,085
Current Assets				
Debtors		18,537	21,774	
Bank balance		<u>271,134</u>	<u>227,955</u>	
Total Current Assets		289,671	249,729	
Current Liabilities (less than 1 year)	5	34,979	10,965	
Long Term Liabilities (greater than 1 year)	5	<u>36,400</u>	<u>218,292</u>	<u>48,000</u>
				<u>190,764</u>
NET ASSETS		<u>£2,859,527</u>		<u>£2,958,849</u>
The Funds of the Charity				
Permanent Endowments:				
General Endowment	6	557,367	581,636	
Milward Endowment	6	<u>7,805</u>	<u>8,145</u>	589,781
Restricted Funds:				
Milward Fund		1,412		1,202
Unrestricted Funds:				
Investment Fund	7	2,263,934	2,331,303	
General Fund		<u>29,009</u>	<u>36,563</u>	2,367,866
		<u>£2,859,527</u>		<u>£2,958,849</u>

Adopted by the Trustee on ^{30th} September 2021

A Whitton

Master on behalf of the Trustees

P Goldberg OBE

Chairperson, Charity Committee

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

STATEMENT OF FINANCIAL ACTIVITIES
YEAR ENDED 30TH SEPTEMBER 2020

	Permanent Endowment Funds	Restricted Millward Fund	Unrestricted Investment Fund	Unrestricted General Fund	Total 2020	Total 2019 (as restated)
Income from						
Bequests	-	-	10,000	-	10,000	-
Donations from, and relating to, liverymen	-	-	11,210	-	11,210	17,538
Investment Income	-	210	-	75,328	75,538	74,697
Tax recoveries	-	-	2,804	-	2,804	4,114
Total Income	£ -	£210	£24,014	£75,328	£99,552	£96,349
Expenditure on						
Grants paid / payable (note 4)	-	-	-	77,710	77,710	122,960
Investment Manager's fee	-	-	-	5,172	5,172	10,941
Total Expenditure	£ -	£ -	£ -	£82,882	£82,882	£133,901
Net Income before Revaluations and Disposal of Investments	-	210	24,014	(7,554)	16,670	(37,552)
Gain on disposal of investment	1,604	-	5,957	-	7,561	20,180
(Loss) / Appreciation on revaluation of investments	(25,213)	-	(97,340)	-	(123,553)	24,835
Net Movement in Funds	(24,609)	210	(67,369)	(7,554)	(99,322)	7,463
Funds at 1st October 2019	589,781	1,202	2,931,303	36,563	2,958,849	2,951,386
Funds at 30th September 2020	£565,172	£1,412	£2,263,934	£29,009	£2,859,527	£2,958,849

The statement of financial activities includes all gains and losses in the year. All incoming resources and resources expended derive from continuing activities.

THE WORSHIPFUL COMPANY OF NEEDLEMAKERS CHARITABLE FUND

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30TH SEPTEMBER 2020

1. Accounting Policies

These 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).

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies selected for use by the Charity. Use of available information and application of judgement are inherent in the formation of estimates. Actual outcomes in the future could differ from such estimates.

- (a) The accounts are drawn up on the historical cost basis of accounting modified to allow investments to be shown at market value.
- (b) The increase or decrease in the value of the investment portfolio over the year is credited or debited as "Unrealised Investment Appreciation" in the relevant Funds.
- (c) Income is accounted for when receivable.
- (d) Donations received and related tax recoveries are credited to the Designated Investment Fund. The Trustee reviews the funds, takes advice and either allocates them to the Investment Fund or directs that the funds are made available to the Charity Committee for application to appropriate grants.
- (e) Grants payable are accounted for when approved by the Court of the Company.
- (f) All governance costs are met by the Company.
- (g) Financial instruments

The financial instruments held by the charity are investments, debtors and creditors. These are categorised as 'basic' in accordance with Section 11 of FRS 102 and are initially recognised at transaction price. Investments are subsequently measured at fair value, based upon market price, and changes in fair value recognised in the Statement of Financial Activities. Other financial instruments are subsequently measured at their transaction price less any impairment.

- (h) Critical judgements and estimates

No other critical judgements or estimates have been made by the Trustees in applying the charity's accounting policies.

2. Prior Year Adjustments

In prior years the charity accounted for grants payable in the year they were due for payment. In these financial statements adjustments have been made, for both the current and comparative year, to account for grants payable in the year that they become an unavoidable commitment. These adjustments result in a restatement of the results for 2019 and of the funds brought forward.

Additionally in prior years, a single term – the Capital Fund – was used to describe the Investment fund and the Endowment Funds and unspent endowment income has formed part of the Unrestricted Funds. In these financial statements adjustments have been made, for both the current and the comparative year, to the allocations between Funds shown in the Statement of Financial Activities and the corresponding amounts shown in the Balance Sheet as Funds of the Charity. The Capital fund has been renamed the Investment Fund to indicate its purpose more clearly.

The review also confirmed that, apart from the Milward Fund, there are currently no other Restricted Funds which are required to be used in accordance with specific instructions imposed by the donor. Previous Restricted Funds have been fully expended in accordance with such restrictions.

3. Investment summary for the year

	<u>2020</u>	<u>2019</u> (as restated)
Market value at 1st October 2019	2,551,512	2,472,855
Purchases	340,185	181,831
Disposals at cost	(317,903)	(128,009)
Gain/(Deficit) on unrealised investment appreciation	(123,553)	24,835
At 30th September 2020	<u>£2,450,241</u>	<u>£2,551,512</u>
Investments at cost	1,431,977	1,409,697
Market value	<u>2,450,241</u>	<u>2,551,512</u>
Unrealised appreciation	<u>£1,018,264</u>	<u>£1,141,815</u>

4. Grants Paid and Payable

	<u>2020</u>	<u>2019</u> (as restated)
Education		
City of London School	-	650
City of London School for Girls	5,000	5,000
City of London Freemans School	650	650
City University	1,000	1,000
Christ's Hospital School	600	650
City & Guilds of London Institute	3,500	1,500
The Royal Masonic School for Girls, Rickmansworth	100	100
Book Prizes	200	300
Guildhall School of Music & Drama (Woodwind Prize)	-	600
Royal School of Needlework	5,000	5,000
Old Palace School	7,200	7,000
Quilt and Stitch Village	-	250
Lady Eleanor Hollis School	50	50

	<u>2020</u>	<u>2019</u> <i>(as restated)</i>
King Edward's School, Witley	10,160	10,160
Royal College of Art	500	500
Treloar School	1,000	1,000
Guildhall School of Music & Drama - Welfare of Students	1,500	1,500
Trinity High School	250	250
	<u>£36,710</u>	<u>£36,160</u>
Religion		
St James, Garlickhythe	4,000	500
St Paul's Cathedral Trust	500	500
United Guilds Service Trustees	-	200
	<u>£4,500</u>	<u>£1,200</u>
Welfare		
Sheriffs' & Recorder's Fund	1,500	1,500
Royal British Legion City Branch Poppy Appeal	500	500
Barts Hospital	100	-
Corporation of Sons of the Clergy	-	200
Florence Nightingale Foundation	11,500	-
	<u>£13,600</u>	<u>£2,200</u>
Focus Grants		
Fine Cell Work	2,000	2,000
St Paul's Cathedral Choir School – Bursary	-	5,000
Royal College of Surgeons of England - Awards	5,000	6,000
Victoria & Albert Museum	-	500
Royal College of Nursing Foundation	5,000	5,000
The Arkwright Scholarship	2,200	2,200
WM Smith & Son	-	3,000
Needle Museum	1,300	1,000
Royal College of Nursing - prize	-	400
The Third Battalion, the Prince of Wales Royal Regiment	-	1,400
	<u>£15,500</u>	<u>£26,500</u>
By Virtue of Office		
Lord Mayor's Charity Appeal	3,000	3,000
Master's Charities	3,000	3,400
Hon. Chaplain's Charity Bishop of Southwark Discretionary Trust	3,000	3,000
	<u>£9,000</u>	<u>£9,400</u>
Grants paid in the year	79,310	75,460
Prior year grants not banked	(200)	(500)
Total paid	<u>£79,110</u>	<u>£74,960</u>
Grants provided in earlier years, paid in year	(8,000)	-
Grants provided in current year, to be paid in future years	6,600	48,000
TOTAL GRANTS	<u>£77,710</u>	<u>£122,960</u>

5. Current Liabilities (Falling due in less than 1 year)

	<u>2020</u>	<u>2019</u> <i>(as restated)</i>
Fund Manager's Fees	5,279	10,965
Grants approved but not yet paid	29,700	-
TOTAL LIABILITIES	<u>£34,979</u>	<u>£10,965</u>

Long Term Liabilities (Falling due in 2 to 5 years)

	<u>2020</u>	<u>2019</u> <u>(as restated)</u>
Grants approved but not yet paid	36,400	48,000
TOTAL LIABILITIES	<u>£71,379</u>	<u>£58,965</u>

6. Permanent Endowments

	<u>2020</u>		<u>2019</u> <u>(as restated)</u>	
	General	Milward	General	Milward
Balance at 01 October 2019	581,636	8,145	572,218	8,013
Gain on Disposal of investments	1,582	22	4,222	59
Unrealised investments (loss)/appreciation	<u>(25,851)</u>	<u>(362)</u>	5,196	73
Balance at 30 September 2020	557,367	7,805	581,636	8,145

The General Endowment was established by the Trust Deed dated 16th December 1983 as amended by a Charity Commission Scheme dated 4th January 1988. Under the terms, its income is to be applied for such charitable purposes as the Court of Assistants of the Company may from time to time resolve. Accordingly, related investment income is added to the Unrestricted Fund.

The F Milward Endowment, originally registered with the Charity Commission in 1962, was established to provide a scholarship, tenable at a university, for pupils attending Trinity High School, Redditch. No awards have been made this year (2019: Same)

7. Unrestricted Investment Fund

	<u>2020</u>	<u>2019</u> <u>(as restated)</u>
Balance at 01 October 2019	2,331,303	2,274,186
Net Income from donations	24,014	21,652
Gain on Disposal of investments	5,957	15,899
Unrealised investments (loss)/appreciation	<u>(97,340)</u>	<u>19,566</u>
Balance at 30 September 2020	2,263,934	2,331,303

Though Unrestricted, the Trustees currently intend to retain this Fund for the future benefit of the charity. Income arising from the Fund is used for such charitable purposes as the Trustee determines.

This Fund has accumulated as donations and legacies received over the years have been credited for the purpose of building up a sufficient balance to generate enough income from the related investments to support the cost of charitable grant making. Any appreciation of the underlying investments has also been deemed to be part of the Fund.

8. Trustees' Remuneration and Expenses

During the year, no Trustee received any remuneration nor expenses (2019 – none).

9. Related Parties

The Company bears the costs of the Clerk and the Independent Examiner when working on behalf of the Charity. It is estimated that this is 10% and 65% respectively £4,771 (2019: £4,626).

There were no related party transactions (2019: none).