

THE PRIORY FOUNDATION

Charity No. 295919

**ACCOUNTS
FOR THE YEAR ENDED
31ST DECEMBER 2023**

The Priory Foundation

Legal and Administrative Information

Constitution

The Priory Foundation is a registered charity, no 295919. The charity is constituted under a deed of settlement dated 5th June 1986, which was varied by a deed dated 10th November 1986. This was further varied by a deed dated 1st July 1995 and 15th November 2005.

Trustees

N. W. Wray
L. Mercey
D. Poutney
G. Banks

Principal Office

3 Grace Court
Totteridge Green
London N20 8PY

Charity Registration Number

295919

Independent Examiner

Moore Kingston Smith LLP
9 Appold Street
London EC2A 2AP

Bankers

Handelsbanken
The Limes
32 - 34 Upper Marlborough Road
St Albans
AL1 3UU

The Priory Foundation

Trustees' Report

The Trustees present the statutory report with the accounts of The Priory Foundation for the year ended 31st December 2023. The Trustees have adopted the provisions of the Statement of Recommended Practice (Charities SORP FRS 102) "Accounting and Reporting by Charities", issued in 2014, and updated in 2019, to be compliant with Financial Reporting Standard (FRS)102.

Structure Governance and Management

Trust Deed

The charity was established under a Deed of Settlement dated 5th June 1986. This deed was varied on 10th November 1986, 1st July 1995 and 15th November 2005.

Trustee Recruitment and Training

The Foundation identifies individuals who bring the relevant skills and experience to the board. Induction of Trustees includes being provided with the relevant information about the charity, briefings with other trustees and staff as appropriate. Training is made available to all trustees where new issues arise.

Organisational Structure

The Trustees maintain responsibility for the charity's strategy, governance and risk management. The board meets whenever matters arise in order to deal with these matters.

Objectives and Activities

The charity was established with the purpose of making grants to charities or for such other charitable purposes which are aimed at benefiting the public in general. All assets are held by the charity with a view to generating funds to achieve this objective.

The charity aims to help individuals and entities in need as outlined in the Trust Deed and reviews each individual application on the basis of its merits. The charity also aims to manage its investments to provide a reliable source of income from which to provide grants which benefit the public in general.

In shaping our objectives for the year and planning our activities, the trustees have considered the Charity Commission's guidance on public benefit, including the guidance "public benefit: running a charity (PB2)".

The charity met its objectives by making grants during the year to 12 different beneficiaries in the areas of sport, mental and physical health, education and medical research.

Achievements and Performance

The improvement in the charity's financial position has allowed them to provide grants to several causes this year (see note 3). The Trustees have elected to continue their support of several of these causes during the current year by renewing their commitments to provide donations.

Financial Review

Net outgoing resources for the year amounted to £383,644 (2022: incoming resources of £293,897) of which total investment losses in the year amounted to £381,613 (2022: gains of £534,669). This was deducted from the general funds brought forward to give reserves at 31st December 2023 of £3,916,733 (2022: £4,300,418).

Investment Policy

It is permissible for the foundation to invest monies not required for its purposes in such investments, securities or property as may be thought fit, subject to legislation.

The Trustees' investment policy is to select investments that will yield exponential capital growth in the medium term. Investment income is to be derived from the liquidation of such investments as required.

At the end of the year the investment portfolio valuation was £4,005,560 (2022: £4,452,162).

Overall, the investment portfolio has decreased in value in line with the charity's investment objectives.

The Priory Foundation

Trustees' Report (continued)

Reserves Policy

The Trustees aim to maintain free reserves in unrestricted funds at a level that will enable them to meet their committed grants, respond to smaller ad hoc applications for grants, and to cover support and governance costs. They do this by reviewing the cash at bank and committed donations, and monitoring the voluntary donations received on a monthly basis.

As at 31 December 2023 the unrestricted reserves were £3,916,773, of which £53,586 is represented by cash deposits. The Trustees expect to make grants and incur costs in the year end 2024 in line with the previous year of approximately £252,000. The level of free reserves at the year end is therefore sufficient for the predicted expenditure in the following 12 months. The Trustees expect to receive similar levels of donations as previous years which will fund these grants. They regularly review the investment portfolio to identify suitable listed shareholdings that could be liquidated if necessary.

Related Party Relationships

The Foundation entered into some related party transactions during the year with entities that are connected to members of the Trustee board of the Foundation, the details of these transactions can be found in Note 8 to the Financial Statements.

Grants Policy

The charity undertakes a number of grant making programmes. The eligibility criteria are specific to each programme and are developed in accordance with any terms and conditions imposed by The Priory Foundation as the funder. Details of the criteria are available from the Foundation's registered office.

Fundraising Policy

The charity undertakes no external fundraising activities, and there is no involvement of third party fundraisers. Therefore no complaints were received in the year regarding fundraising practices.

Risk Management and Assessment

The Trustees have fully reviewed the areas of risk to the charity, being business, commercial and financial risk. The main risk is the recent fall in global equity markets and the potentially reduced income generated from investments that might limit future grant making activity. The Trustees are continuing to consider further developments in this area but do not consider this an immediate risk.

Plans For the Future

The entity wishes to safeguard the assets it has in place and to ensure that appropriate grants can be made from the income received.

The Priory Foundation

Trustees' Report (continued)

Statement of Trustees' Responsibilities

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

The law applicable to charities in England & Wales requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the charity and of the incoming resources and application of resources of the charity for that period. In preparing these financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards (including FRS 102) have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charity will continue in business.

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charity and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008 and the provisions of the trust deed. They are also responsible for safeguarding the assets of the charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Trustees

The following Trustees were in office since 1 January 2023:

N.W. Wray
D. Poutney
L. Mercey
G. Banks

All transactions in which Trustees have an interest in are disclosed within note 8 to the accounts.

Signed on behalf of the Trustees:


.....

Trustee

Date:

04/10/2024

Independent Examiner's Report to the Trustees of The Priory Foundation

I report to the Trustees on my examination of the accounts of The Priory Foundation for year ended 31 December 2023.

Responsibilities and basis of report

As the Charity Trustees 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 2011 Act and in carrying out my examination I have followed all the 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 matters have come to my attention in connection with the examination giving me cause to believe:

- 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.

Moore Kingston Smith LLP

Adam Fullerton

(FCA)

For and on behalf of Moore Kingston Smith LLP

Chartered Accountants

9 Appold Street
London EC2A 2AP

Date: 7 October 2024

The Priory Foundation
Statement of Financial Activities
For the year ended 31st December 2023

Income and Expenditure	Note	Unrestricted Funds	
		2023	2022
		£	£
Income From:			
Investment income	2	6,562	15,483
Donations		224,549	131,925
Total Income		231,111	147,408
Expenditure On:			
Charitable activities	3	(233,143)	(388,180)
Total Expenditure before gains and losses		(233,143)	(388,180)
Realised Gains/(Losses) on investments		(17,504)	1,833
Unrealised Gains/(Losses) on investments		(364,109)	532,836
Net (expenditure)/income for the year/Net Movement in Funds		(383,645)	293,897
Fund balances brought forward at 1st January 2023		4,300,418	4,006,521
Fund Balances Carried Forward at 31st December 2023		3,916,773	4,300,418

All gains and losses arising in the year have been included in the Statement of Financial Activities and arise from continuing operations.

The Priory Foundation

Balance Sheet at 31st December 2023

	Note	2023 £	2023 £	2022 £	2022 £
Fixed Assets					
Investments	5		4,005,560		4,452,162
Current Assets					
Debtors	6	2,120		5,963	
Cash at bank		53,586		32,048	
		<u>55,706</u>		<u>38,011</u>	
Current Liabilities					
Creditors: Amounts falling due within one year	7	(144,494)		(189,755)	
		<u>(144,494)</u>		<u>(189,755)</u>	
Net Current (Liabilities)			(88,788)		(151,744)
Total Assets less Current Liabilities			<u>3,916,773</u>		<u>4,300,418</u>
Funds					
Unrestricted - General Fund			<u>3,916,773</u>		<u>4,300,418</u>

Approved by the trustees and authorised for issue on 04/10/2024 and signed on their behalf by:


 N.W. Wray
 Trustee

The Priory Foundation

Notes to the Accounts

For the year ended 31st December 2023

1 Accounting Policies

Accounting Convention

The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), published on 16 July 2014, and updated in 2019. The charity is a public benefit entity for the purposes of FRS 102 and therefore the charity also prepared its financial statements in accordance with the 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 (The FRS 102 Charities SORP) and the Charities Act 2011.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

The principle accounting policies adopted in the preparation of the financial statements are set out below.

Going Concern Basis

The Trustees have assessed whether the use of the going concern basis is appropriate and have considered possible events or conditions that might cast significant doubt on the ability of the charity to continue as a going concern. The Trustees have made this assessment for a period of at least one year from the date of approval of the financial statements. We have revised our annual forecasts for the next twelve months for a scenario where no dividend income is received. We consider that The Priory Foundation has sufficient cash reserves and recurring donations to continue as a going concern in such a situation.

Income

Investment income and interest receivable is credited to the Statement of Financial Activities on a receivable basis.

Donations are recognised on a receivable basis, when the charity is legally entitled to the income, the receipt of income is probable, and the amount can be quantified reliably.

Expenditure

Resources expended are accounted for on an accruals basis comprising direct expenses incurred in the defined charitable purposes of the charity.

Grants made are recognised in full once approved by the Trustees and notification has been given to the donee.

Support costs are costs incurred in supporting the charity to fulfil its charitable objects.

Governance costs, which are included within support costs, are those incurred in the governance of the charity and are primarily associated with constitution, compliance and statutory requirements.

Cash and Cash Equivalents

Cash and cash equivalents include cash at banks and in hand and short term deposits with a maturity date of three months or less.

Financial Instruments

The charity has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments. Financial instruments are recognised in the charity's balance sheet when the company becomes party to the contractual provisions of the instrument. Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously. Basic financial assets, other than investments, and financial liabilities are accounted for initially at transaction price and subsequently adjusted for any impairment in value or adjustments to settlement value.

With the exception of tax recoverable, all other debtor and creditor balances are considered to be basic financial instruments under FRS 102.

The Priory Foundation
Notes to the Accounts (continued)
For the year ended 31st December 2023

1 Accounting Policies (continued)

Investments

In accordance with the Statement of Recommended Practice, listed investments (which are dealt with on a recognised stock exchange) are included in the accounts at their fair value (the quoted market price).

Critical accounting estimates and areas of judgement

In the view of the Trustees in applying the accounting policies adopted, no judgements were required that have a significant effect on the amounts recognised in the financial statements nor do any estimates or assumptions made carry a significant risk of material adjustment in the next financial year.

Employee Benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

2 Investment Income	2023	2022
	£	£
UK Equities	5,684	15,184
Bank interest received	878	293
Other interest	-	6
	<u>6,562</u>	<u>15,483</u>
	<u>6,562</u>	<u>15,483</u>
3 Charitable Activities	2023	2022
	£	£
<u>Grants payable to Institutions:</u>		
Saracens Herts Cricket League	20,000	20,000
Saracens Foundation	70,000	121,500
Saracens Multi Academy Trust	47,525	20,300
Tennis Swansea	7,500	7,500
The Kidney Fund	-	2,500
Harrogate Grammar School	6,999	6,999
UCL Prostrate Cancer Research	-	153,500
Debra	-	2,000
Power 2	-	250
The Lewis Marsh Fund	-	1,000
The Totteridge Mill Hill Cricket Club	35,000	20,000
Elizabeths Smile Foundation	5,000	-
Matchroom Charitable Foundation	5,000	-
Sense International	5,000	-
Stand With Us	1,000	-
JRoots	1,000	-
<u>Direct Charitable spending:</u>		
Festival of Sport	3,912	2,764
<u>Grants payable to Individuals:</u>		
Storm Trentham (Kenya Lacrosse)	-	17,060
Sam Noar	-	2,500
	<u>207,936</u>	<u>377,873</u>

The Priory Foundation
Notes to the Accounts (continued)
For the year ended 31st December 2023

3 Charitable Activities (continued)			2023	2022
			£	£
Support Costs:				
Governance costs (see note 4)			5,904	6,372
Professional fees - charity support services			10,000	2,500
Professional fees - other			1,080	-
Staff costs			4,743	-
Sundry expenses			2,085	-
Bank interest and charges			1,395	1,435
			<u>25,207</u>	<u>10,307</u>
			<u>233,143</u>	<u>388,180</u>
4 Governance costs			2023	2022
			£	£
Independent examiner fees - current year			5,760	5,616
Independent examiner fees - prior year under accrual			144	756
			<u>5,904</u>	<u>6,372</u>
5 Investments			Total	Total
	Listed	Unlisted	2023	2022
	£	£	£	£
Market value/cost at 1st January 2022	2,628,355	1,823,807	4,452,162	3,332,003
Additions	-	-	-	707,890
Disposals in the year	(64,629)	(360)	(64,989)	(122,400)
Realised gains/(Loss) on disposal	579	(44)	534	1,833
Unrealised (losses)/gains on revaluation	(588,587)	206,440	(382,147)	532,836
Market value at 31st December 2023	<u>1,975,718</u>	<u>2,029,843</u>	<u>4,005,560</u>	<u>4,452,162</u>
Historical cost at 31st December 2023	<u>1,384,843</u>	<u>1,899,361</u>	<u>3,284,204</u>	<u>3,366,697</u>
6 Debtors			£	£
Tax recoverable			2,120	5,963
			<u>2,120</u>	<u>5,963</u>
7 Creditors: Amounts falling due within one year			£	£
Accruals			6,846	5,922
Other creditors			137,648	183,833
			<u>144,494</u>	<u>189,755</u>

The Priory Foundation
Notes to the Accounts (Continued)
For the year ended 31st December 2023

8 Related Party Transactions

The Charity held the following investments in which N.W. Wray, a Trustee, has a beneficial interest:

Investment Detail	Type of Investment	At 31 December 2023		At 31 December 2022		Transactions in the year
		Number Held	Market Value	Number Held	Market Value	
Asimilar Group plc	Ord 0.01p	242,500	1,819	242,500	4,365	
Belluscura plc	Ord. 1p	174,000	40,020	174,000	113,970	
Cambridge Cognition Holdings plc	Ord. 1p	314,000	161,710	314,000	357,960	
Combat Medical Holdings Ltd	Ord. 0.001p	22,163	249,999	22,163	249,999	
Franchise Brands plc	Ord. 0.5p	223,880	361,566	223,880	442,163	
Gfinity plc	Ord. 0.1p	1,111,111	556	1,111,111	5,611	
GRC International Group Limited	Ord. 0.001p	1,207,100	45,266	1,207,100	289,704	
MXC Capital Limited	Ord. 1p	4,001	2,921	4,494	3,685	Partially sold during the year
PIHL Equity LLP	partnership share	1.02%	-	1.02%	-	
Miroma Holdings Limited	Ord. £1	22,216	447,208	22,216	447,208	
Rotala plc	Ord. 25p	65,493	40,278	183,000	64,050	Partially sold during the year
Sigmaroc Plc	Ord. 1p	877,000	468,318	877,000	487,612	
Simba Sleep Limited	Ord. 1p	8,476	497,965	8,476	497,965	
Stubben Edge Group Limited	Ord. 0.00001p	61,700	395,497	61,700	395,497	
Venterra Group plc	Ord. 1p	344,667	1,240,801	344,667	1,034,001	

L.Mercey, a Trustee, also has a beneficial interest in the following investments held by the charity: Asimilar Group plc, Belluscura plc, Cambridge Cognition Holdings Plc, Franchise Brands plc, GRC International Group Plc, MXC Capital Limited, Miroma Holdings Limited, Rotala plc, Simba Sleep Limited, Stubben Edge Group Limited, Venterra Group plc.

D Poutney, a Trustee, also has a beneficial interest in the following investments held by the charity: Belluscura plc, Cambridge Cognition Holdings Plc, Franchise Brands Plc, GRC International Group Plc, Miroma Holdings Limited, Rotala plc, Stubben Edge Group Limited, Venterra Group plc.

During the year, Gordon Banks, a Trustee was paid £10,000 for Charity Consultancy and Support Services provided. This is permitted by the governing document of the Charity.

9 Taxation

The Priory Foundation is a registered Charity and therefore is not liable to Income Tax or Capital Gains Tax on income or gains

10 Staff costs

Staff expenses include the following employee costs:

	2023 £	2022 £
Wages and salaries	4,650	-
Social security costs	-	-
Pension costs	93	-
	<u>4,743</u>	<u>-</u>

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Charity. The Charity considers the Board of Trustees as its key management personnel. Their total remuneration (including pension contributions and employer's national insurance) for the year totalled £nil (2022: £nil).

The Priory Foundation
Notes to the Accounts (Continued)
For the year ended 31st December 2023

10 Staff costs (continued)

No employee earned more than £60,000 in this or the prior year

Employees

2023 Number	2022 Number
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The average number of employees by function were:

Grant-giving management

1	-
1	-