THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales · Charity number 313890

Details

Status	Registered
Legal form	Charitable company
Company number	00688212
Registered	1962-03-12
Register	View on the Charity Commission register

Contact

Address	Freshwater Group Of Companies Freshwater House 158-162 Shaftesbury Avenue London WC2H 8HR
Phone	02078361555

Activities

Objects: THE COMPANY IS ESTABLISHED FOR CHARITABLE PURPOSES ONLY

Activities: The charity promotes religious education and observance within the tenets of Orthodox Judaism and is involved in the relief of poverty. The charity makes grants to organisations and institutions which operate in the charitable fields mentioned above.

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

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Geography

- **Area of benefit:** GENERAL
- Argentina
- Belgium
- Canada
- France
- Israel
- Switzerland
- United States

Finances

Period end	Income	Expenditure	Assets	Employees
2025-03-31	£11,695,000	£11,606,000	£107,533,000	0
2024-03-31	£10,614,000	£11,982,000	£102,900,000	0
2023-03-31	£9,502,000	£11,880,000	£105,830,000	0
2022-03-31	£9,051,000	£9,742,000	£115,798,000	0
2021-03-31	£9,094,000	£10,296,000	£121,906,000	0

Trustees

Name	Role	Appointed
BENZION SCHALOM ELIEZER FRESHWATER		
MR D DAVIS		
RICHARD FISCHER		2014-01-23
SOLOMON ISRAEL FRESHWATER		

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THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales - Charity number 313890

Accounts

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

Company No: 688212

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended

31 MARCH 2025

COHEN ARNOLD
CHARTERED ACCOUNTANTS
& STATUTORY AUDITOR
LONDON NW11 0PU

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

TRUSTEES

Mr B S E Freshwater (Chairman)
Mr S I Freshwater
Mr R Fischer

SECRETARIES

Mr J S Southgate
Mr M D E Bale

REGISTERED OFFICE

Freshwater House
158-162 Shaftesbury Avenue
LONDON WC2H 8HR

AUDITORS

Cohen Arnold
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

PRINCIPAL BANKERS

Barclays Bank plc

COMPANY NUMBER

688212

REGISTERED CHARITY NUMBER

313890

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

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THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
TRUSTEES' REPORT

The Governors, hereafter referred to as Trustees, who are also directors for the purposes of company law, have pleasure in presenting their Annual Report together with the Consolidated Financial Statements of the Charity for the year ended 31 March 2025.

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISORS

The official name of the Charity is The Raphael Freshwater Memorial Association Limited, a company limited by guarantee. Its company registration number is 688212 and its registered charity number is 313890.

The registered address of the Charity is:

Freshwater House
158 - 162 Shaftesbury Avenue
LONDON WC2H 8HR

The Trustees of the Charity who served during the year and who are still in office are:

Mr B S E Freshwater (Chairman)
Mr D Davis (Passed away on 1 May 2025)
Mr S I Freshwater
Mr R Fischer

STRUCTURE, GOVERNANCE AND MANAGEMENT

The day to day affairs of the Charity are administered by an Executive Committee, the Chairman of which is Mr BSE Freshwater.

All Trustees give their time voluntarily and no benefits or expenses were paid to them during the year.

The Trustees are saddened to report the passing of Mr D Davis on 1 May 2025.

New trustees are appointed based on personal competence, specialist skills, availability and knowledge of and contact with institutions professing and teaching the principles of traditional Judaism and the advancement of religion in accordance with the Jewish faith. New trustees are inducted into the workings of the Charity by the existing trustees.

As the Charity is a charity limited by guarantee, its governing documents are its Memorandum and Articles of Association.

Group Structure and Relationships

The charity has the following non-charitable operating subsidiaries:-

Bastion Products Limited – a property investment company
Brigade Properties Limited – a property investment company
Charles Development Company Limited – a share investment company
Cherry Orchard Properties Limited – a property investment company
Delbast Corporation – a holding company of a 20% shareholding in a property investment company
Endsleigh Court Services Limited – a property management company
Kayville Properties Limited – a property investment company
L K B Investments Limited – a property investment company
LKB (Endsleigh) Limited – a property investment company
Metropolitan Properties Co (Cloisters) Limited – a property investment company
Newprop Company Limited – a property investment company

Certain of the Trustees of this Charity are also directors of the above companies.

STRUCTURE, GOVERNANCE AND MANAGEMENT (cont'd)

Related Party Transactions
Details of transactions with 'Related Parties' are disclosed in Notes 10, 11, 12, 18, 19 and 22 to the Financial Statements.

OBJECTIVES AND ACTIVITIES

The Charity was established to support the activities of religious Jewish organisations recognised as charitable by English Law both in the United Kingdom and abroad, especially those in the field of education and relief of poverty. The Trustees regularly support a significant number of institutions and organisations both in the United Kingdom and abroad which meet the Charity's criteria.

The Charity is also supportive of organisations which are solely committed to the relief of poverty. Such organisations assist needy Jewish families through both financial and non-financial grants and distributions.

The Charity receives income from its investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings which it utilises in the provision and distribution of grants, donations and loans to organisations that fall within the objectives of the Charity.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Charity and the income and expenditure of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Charity will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Cohen Arnold, are willing to continue in office and a resolution re-appointing them in accordance with Section 485 of the Companies Act 2006 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

Each of the persons who is a Trustee at the date of approval of this report confirms that:

- so far as each Trustee is aware, there is no relevant audit information of which the Charity's auditor is unaware; and
- each Trustee has taken all steps that they ought to have taken as a Trustee to make themself aware of any relevant audit information and to establish that the Charity's auditor is aware of that information.

STRATEGIC REVIEW

The Trustees have prepared a strategic report which includes a review of the Group's business and future developments, a description of the principal risks and uncertainties facing the Group and key performance indicators.

STRATEGY AND BUSINESS MODEL

The Charity invests in investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings to generate income with which it makes grants, donations and loans to charitable organisations and institutions that fall within the objectives of the Charity.

ACHIEVEMENTS AND PERFORMANCE

During the year the Charity continued its philanthropic activities in support of religious, educational and other Charitable Institutions and the aggregate of donations made was £4,425,000 (2024: £4,754,000). Over 300 institutions and organisations were the recipients of the above donations.

No change in activities is envisaged in the immediate future.

In recent years, the Trustees have continued to support certain major projects which, during previous years, have received substantial financial grants from the Charity. At the present time the Trustees have entered into commitments for the financial support of colleges and institutions which is anticipated to absorb approximately £2,926,000 comprising Tangible Fixed Assets and other current assets made available by the Charity and the provision of financial support over the next five years (Note 16). Funds to meet these commitments have been set aside and are referred to as "Designated Funds" in the Financial Statements.

The financial results of the Charity and its Subsidiary Undertakings for the year ended 31 March 2025 are fully reflected in the attached Financial Statements together with the Notes thereon.

FINANCIAL REVIEW

Reserves Policy

The Charity is required to maintain Reserves in order to ensure that it is in a position to continue its grant-making activities and cover contingencies of additional calls being made upon the Charity for support of organisations or institutions in times of need.

Consequently, the Trustees consider it appropriate to maintain 'Free Reserves' (unrestricted funds not committed or invested in Tangible Fixed Assets, Fixed Asset Investments or Loans to Subsidiary Undertakings) at a level which will not impinge on the Charity's ability to support Charitable Institutions.

As at 31 March 2025, the Charity has total funds of £107,534,000 (Group: £107,533,000). These funds include £82,367,000 (Group: £79,351,000) which arises from the revaluation of the Charity's investments and is not readily available for general purposes. The funds of the Charity and Group also include £2,926,000 of Designated Funds set aside for a Special Projects Fund, from which donations are made to various long-term charitable projects. Consequently, the Charity has reserves of £22,241,000 (Group: £25,256,000) after making allowances for the Designated Funds and reserves not readily available. These reserves include the Free Reserves of the Charity and are considered to be adequate and will be reviewed periodically by the Trustees.

Investment Policy

Under the Memorandum and Articles of Association, the Charity has the power to make investments which the Trustees consider appropriate. The Trustees seek investments which, over a medium term, are anticipated to generate a dependable flow of income coupled with capital growth.

The Trustees consider the return on investments, in terms of both income and capital growth, given the challenging market conditions the Charity operates within, to be satisfactory.

Grant Making Policy

The Charity makes Grants and Donations to Colleges and Institutions for the advancement of religion and education and to Institutions for the relief of poverty in accordance with the Charity's objectives. The recipient Institutions are based both in the United Kingdom and abroad.

In making Grants and Donations, the Trustees use their personal knowledge of the Institution, its representatives, operational efficiency and reputation. The Trustees monitor the application of the Grants and Donations by meeting with representatives of the Institutions and obtaining information as to the utilisation of funds.

During the current and prior year, the Grants and Donations made by the Charity were for the advancement of religion and education and for the relief of poverty.

Risk Management

The Trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties to which the Charity is exposed, in particular those to the operations and finances of the Charity; the establishment of policies, systems and procedures to mitigate those risks identified in the annual review and the implementation of procedures designed to minimise or manage any potential impact on the Charity should those risks materialise.

The principal risks to which the Charity is exposed are:

- Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- Planning construction and letting risk in relation to redevelopment activity
- The availability of liquid funds to make grants and donations
- The economic cycle generally
- The macroeconomic environment

FINANCIAL REVIEW (cont'd)

The Charity seeks to manage or mitigate such risks wherever possible through such measures as insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook.

Ultimately, the Trustees are not overly concerned as they can manage the level of donations according to the available reserves, taking into account the financial implications of the economic climate. The Trustees are satisfied that no adverse effects regarding property investment would impact the going concern status of the Charity.

Key Performance Indicators (KPIs)

The Trustees monitor the Group's performance progress against its strategic objectives and the financial performance of its operations on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial measures. The most significant KPIs used by the Group are as follows:

	2025	2024
Grants and donations paid out	£4.4 million	£4.8 million
Net rental income	£4.0 million	£3.4 million
Dividend income	£0.6 million	£0.6 million
Quoted and other investments	£15.7 million	£17.1 million
Investment property at fair value	£110.9 million	£108.7 million

PLANS FOR THE FUTURE

The Trustees plan to continue to make distributions in accordance with their grant making policy and ensure that the ability to generate sufficient income is maintained to achieve that end.

FIXED ASSETS

The movements in Fixed Assets are fully reflected in Notes 9 and 10 to the Financial Statements.

The Charity's investment properties are included in the Balance Sheet at fair value, as fully disclosed in Note 10 to the Financial Statements.

An independent professional revaluation of all the Group's properties was carried out at 31 March 2025 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Current Global Standards (incorporating the International Valuation Standards).

On Behalf of the Council

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Mr B S E Freshwater - Trustee

24 December 2025

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

OPINION

We have audited the financial statements of The Raphael Freshwater Memorial Association Limited (the 'charity') for the year ended 31 March 2025 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Charity Balance Sheets, the Group Cash Flow Statements and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Parent Charity's affairs as at 31 March 2025 and of the Group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

OTHER INFORMATION (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group through discussion with the directors and senior management and identified financial reporting legislation, landlord legislation and charity legislation as being most significant to these financial statements.
- We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with the laws and regulations.
- We discussed with the directors and senior management the policies and procedures regarding compliance with these legal and regulatory frameworks.
- We assessed the susceptibility of the group's financial statements to material misstatement due to non-compliance with legal and regulatory frameworks, including how fraud might occur, by enquiry with the directors and senior management during the planning and finalisation phases stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory frameworks, which were part of our procedures on the related financial statement items.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

USE OF OUR REPORT

This report is made solely to the charity's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charity's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.

BARRY LEIGH
(Senior Statutory Auditor)
For and on behalf of
COHEN ARNOLD
Chartered Accountants
& Statutory Auditor

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

24 December 2025

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 MARCH 2025

	Note	2025 Unrestricted Funds £'000	2025 £'000	2024 Unrestricted Funds £'000	2024 £'000
Income and Endowments from:					
Donations and Grants Received			2,000		1,253
Investments:					
Income from Fixed Asset Investments			561		561
Interest Receivable and Similar Income			140		130
Rents and Charges Receivable			8,994		8,670
Total Income			11,695		10,614
Expenditure on:					
Raising Funds:					
Property Outgoings		(5,039)		(5,313)	
Interest Payable and Similar Charges	2	(5)		(10)	
Investment Management Costs		(111)		(102)	
Share of Loss of Associate		(59)		(585)	
Charitable Activities:					
Grants and Donations	3	(4,425)		(4,754)	
Payments from Special Projects Fund		(1,874)		(1,122)	
Expenditure Relating to Properties Held for Charitable Purposes		(42)		(39)	
Other:					
Governance Costs	4	(51)		(57)	
Total Expenditure			(11,606)		(11,982)
NET INCOME/(EXPENDITURE) BEFORE GAINS/(LOSSES) ON INVESTMENTS			89		(1,368)
Net Gains/(Losses) on Investments:					
Disposal of Tangible Fixed Assets		4,730		-	
Disposal of Investment Property		343		393	
Valuation of Investment Property		2,197		(2,730)	
Valuation of Listed and Other Investments		(1,334)		709	
			5,936		(1,628)
NET INCOME/(EXPENDITURE) BEFORE TAX	5		6,025		(2,996)
Taxation	7		(1,392)		66
NET INCOME/(EXPENDITURE) FOR YEAR AND NET MOVEMENT IN FUNDS			4,633		(2,930)
Reconciliation of Funds:					
Total Funds Brought Forward			102,900		105,830
TOTAL FUNDS CARRIED FORWARD			107,533		102,900

The notes on pages 14 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2025

	Note	2025 £'000	2025 £'000	2024 £'000	2024 £'000
FIXED ASSETS					
Tangible Assets	**9**		1,243		981
Investments	**10**		126,569		125,774
			127,812		126,755
CURRENT ASSETS					
Debtors	**11**	25,577		23,389	
Cash at Bank and in Hand		5,840		2,548	
		31,417		25,937	
CREDITORS: Amounts falling due within one year	**12**	(28,021)		(27,036)	
NET CURRENT ASSETS/(LIABILITIES)			3,396		(1,099)
TOTAL ASSETS LESS CURRENT LIABILITIES			131,208		125,656
CREDITORS: Amounts falling due after more than one year	**13**		(4,743)		(4,857)
PROVISIONS	**14**		(18,932)		(17,899)
TOTAL NET ASSETS			107,533		102,900
UNRESTRICTED FUNDS					
Designated Funds	**16**		2,926		3,800
Other Charitable Funds	**16**		42,165		41,310
Non-Charitable Funds	**16**		62,442		57,790
TOTAL UNRESTRICTED FUNDS			107,533		102,900

The Financial Statements were approved by the Council on 24 December 2025 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
BALANCE SHEET AS AT 31 MARCH 2025

	Note	2025 £'000	2025 £'000	2024 £'000	2024 £'000
FIXED ASSETS					
Tangible Assets	9		1,243		981
Investments	10		97,011		95,752
			98,254		96,733
CURRENT ASSETS					
Debtors	11	13,308		13,097	
Cash at Bank and in Hand		5,720		2,458	
		19,028		15,555	
CREDITORS: Amounts falling due within one year	12	(5,005)		(4,530)	
NET CURRENT ASSETS			14,023		11,025
TOTAL ASSETS LESS CURRENT LIABILITIES			112,277		107,758
CREDITORS: Amounts falling due after more than one year	13		(4,743)		(4,857)
TOTAL NET ASSETS			107,534		102,901
UNRESTRICTED FUNDS					
Designated Funds	16		2,926		3,800
Other Charitable Funds	16		104,608		99,101
TOTAL UNRESTRICTED FUNDS			107,534		102,901

The Financial Statements were approved by the Council on 24 December 2025 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2025

	Note	2025 Unrestricted Funds £'000	£'000	2024 Unrestricted Funds £'000	£'000
Cash Flows from Operating Activities:					
Net Cash used in Operating Activities	24	(6,581)		(3,354)	
Tax Recovered		71		79	
Net Cash used in Operating Activities			(6,510)		(3,275)
Cash Flows from Investing Activities					
Dividends, Interest and Rents from Investments		4,873		1,917	
Purchase of Tangible Assets		(271)		(159)	
Proceeds from Sale of Tangible Assets and Investments		5,083		393	
Purchase of Investments		8		(548)	
Net Cash from Investing Activities			9,693		1,603
Cash Flows from Financing Activities					
Interest Paid		(5)		(10)	
Net Cash used in Financing Activities			(5)		(10)
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			3,178		(1,682)
CASH AND CASH EQUIVALENTS AT 1 APRIL 2024			2,548		4,131
CHANGE IN CASH AND CASH EQUIVALENTS DUE TO EXCHANGE RATE MOVEMENTS			114		99
CASH AND CASH EQUIVALENTS AT 31 MARCH 2025	25		5,840		2,548

The notes on pages 14 to 35 form part of these Financial Statements.

1. ACCOUNTING POLICIES

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 158-162 Shaftesbury Avenue, London, WC2H 8HR.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', 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 (FRS 102) (Charities SORP (FRS 102)) and the Charities Act 2011.

The Consolidated Financial Statements incorporate the results of the Charity and its subsidiaries for the year ended 31 March 2025. These are adjusted, where appropriate, to conform to Group accounting policies.

The following accounting policies have been used consistently in the preparation of the Group's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the Historical Cost Convention, as modified by the inclusion of fixed asset investments at fair value. The financial statements are prepared in sterling, which is the functional currency of the entity, and rounded to thousands.

The Trustees have concluded that it is appropriate for the financial statements to be prepared in accordance with the accounting principles appropriate to a going concern and that there is no material uncertainty to this position, as the Trustees have a reasonable expectation that the Charity has adequate resources under all plausible circumstances to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due, based on available sources of finance.

Judgements made by the Trustees, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 23.

The Charity meets the definition of a public benefit entity under FRS 102.

1.2 GROUP FINANCIAL STATEMENTS

A separate Statement of Financial Activities, or Income and Expenditure Account for the Charity itself is not presented in accordance with Section 408 of the Companies Act 2006.

The Group Financial Statements incorporate the financial statements of the Charity and its group undertakings, including Delbast Corporation (see Note 10f). These are adjusted, where appropriate, to conform to Group accounting policies and UK Generally Accepted Accounting Practice.

1. ACCOUNTING POLICIES (cont'd)

1.3 INCOMING RESOURCES

This includes income from listed investments and deposits, rentals received from property assets, receipts under Deeds of Covenant from individuals and other grants and donations received by the Group. Non-monetary donations are recognised at fair value when this can be quantified. The abovementioned items are included in the Financial Statements on an accruals basis with the exception of income from listed companies which is included when received.

Rental income from investment property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the period to first break clause. Lease incentives granted to tenants are recognised on a straight line basis over the period to first break clause. Service charge income is recognised as the services are provided.

1.4 PROPERTY OUTGOINGS

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

1.5 GOVERNANCE COSTS

Governance costs include costs of the preparation and audit of financial statements and the cost of any legal advice to Trustees on governance or constitutional matters.

1.6 INVESTMENT GAINS AND LOSSES

This includes any gains or losses on the sale of investments and any gains or losses resulting from revaluing investments to fair value at the end of the year.

1.7 DEFERRED TAX

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

There are no deferred tax provisions for the Charity; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

1. ACCOUNTING POLICIES (cont'd)

1.8 PROPERTIES HELD FOR USE BY CHARITY

These properties are stated at cost. Properties donated to the Charity are included at fair value at the date of acquisition. Depreciation of freehold buildings is provided at the rate of 2% per annum on a straight-line basis over the useful economic life of the asset.

1.9 INVESTMENT PROPERTY

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the Statement of Financial Activities (SOFA) and taken to Other Unrestricted Funds.

1.10 DISPOSALS OF PROPERTIES

The Group generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the Group's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the Group also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

1.11 LISTED INVESTMENTS

Shareholdings acquired are initially recorded at cost and subsequently included at fair value (in accordance with the Charities SORP (FRS 102)); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.12 INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

Shareholdings acquired are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the Charities SORP (FRS 102)) based on the net asset value. The net asset values of the subsidiary undertakings reflect fair values of their underlying properties held for investment; any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.13 INVESTMENTS IN ASSOCIATES

Investments in associates have been incorporated in the consolidated financial statements under the equity method whereby the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the share of the profit or loss of the associate after the date of acquisition. The share of the associate's profit or loss after tax is recognised in the consolidated SOFA.

1. ACCOUNTING POLICIES (cont'd)

1.14 OTHER INVESTMENTS

Other investments comprise shareholdings in unlisted companies and are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the Charities SORP (FRS 102)); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.15 FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Rental and other debtors

Rental and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Rent in advance and other creditors

Rent in advance and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1.16 LIABILITY RECOGNITION

Liabilities are recognised as soon as there is a legal or constructive obligation committing the Charity to pay out resources.

1.17 FOREIGN CURRENCIES

Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange in respect of the month during which the transactions occurred, or where practicable, at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the Net Income/(Expenditure) Before Tax.

1. ACCOUNTING POLICIES (cont'd)

1.18 FUND ACCOUNTING

Unrestricted Funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and in accordance with relevant law.

Designated Funds are Unrestricted Funds, which have been set-aside at the discretion of the Trustees for specific purposes as noted below (Note 1.19).

Non-Charitable Funds are Unrestricted Funds and comprise the net aggregate reserves of the Charity's subsidiaries computed by reference to the accounting policies of the subsidiaries.

Other Unrestricted Funds comprise Other Charitable Funds, representing the accumulated surplus or deficit on income and expenditure account and the excess of fair value over the cost of investments.

Restricted Funds are funds subject to specific restricted conditions imposed by donors. There are no Restricted Funds as at the Balance Sheet date.

1.19 DESIGNATED FUNDS

The Charity has committed itself to various long-term charitable projects and transfers are made to Designated Funds in accordance with anticipated expenditure in respect of each individual project.

2. INTEREST PAYABLE

	2025 £'000	2024 £'000
Bank Charges and Interest	5	10
	5	10

3. GRANTS AND DONATIONS PAYABLE

	2025	2024
	£'000	£'000
Grants and Donations Paid	4,425	4,754

All Grants and Donations were paid to charitable institutions for the advancement of religion and education and for the relief of poverty.

The composition of donations is shown below.

	£'000
Beth Jacob Grammar School For Girls Limited	1,544
CML - Chevras Mo'oz Ladol	225
Kahal Chassidim Bobov	129
BC Trust	123
Amud Hatzdokoh Trust	90
The Friends of the Bobover Yeshiva	72
Talmud Torah Tiferes Shlome Trust	69
Friends of Mir	67
Kollel Rabinow (Divre Shir) Foundation	60
Yeshuos Shabbos	56
Mifal Tzedoko V'chesed Limited	45
The Rehabilitation Trust	39
The New Rachmistrivke Synagogue Trust	38
Sassov Beis Hamderash	38
Gitter Foundation Ltd	36
Yesamach Levav	32
Marbeh Torah Trust	31
WST Charity Limited	28
Shaarei Orah Ltd	27
Keren Shlomo Trust	27
Bonei Olam Limited	26
The Friends of Yeshivas Brisk	26
The Z.S.V. Trust	25
Other donations	1,572
	4,425

4. GOVERNANCE COSTS

	2025	2024
	£'000	£'000
Auditors' Remuneration	42	45
Legal and Professional Fees	9	11
Depreciation	-	1
	51	57

5. NET INCOME/(EXPENDITURE) BEFORE TAX

This is stated after charging:

	2025 £'000	2024 £'000
Depreciation	-	1
Auditors' Remuneration:		
Audit Fees	145	138
Other Professional Services	5	8

6. STAFF COSTS AND EMOLUMENTS

No remuneration or other benefits from employment with the Charity or a related entity were received by the Trustees or connected parties. No Trustee expenses have been incurred.

The Group's property outgoings include employment costs of £239,083 (2024: £230,380) payable for porterage. The average number of porterage staff employed during the year was 9 (2024: 9).

7. TAXATION

Major components of tax expense

	2025 £'000	2024 £'000
Current tax:		
UK current tax expense	360	-
Deferred tax:		
Origination and reversal of timing differences	1,032	(66)
Taxation	1,392	(66)

All tax is recognised in the Consolidated Income and Expenditure Account.

7. TAXATION (cont'd)

Reconciliation of tax expense

The tax assessed on the net income for the year is higher than the standard rate of corporation tax in the UK of 25% (2024: 25%) by reference to the analysis below.

	2025 £'000	2024 £'000
Net income/(expenditure) before tax	6,025	(2,996)
Net income/(expenditure) by rate of tax	1,506	(749)
Income exempt from tax	1	787
Expenses not deductible for tax purposes	17	215
Timing difference on unrealised gains	(14)	(1)
Utilisation of losses brought forward	(117)	(310)
Land remediation relief	-	(2)
Other differences	(1)	(6)
Taxation	1,392	(66)

Factors that may affect future tax expense

The deferred tax liability at 31 March 2025 has been calculated based on the rate of 25% (2024: 25%).

8. NET MOVEMENT IN FUNDS

The Net Movement in Funds of the Charity for the year was a surplus of £4,633,000 (2024: deficit of £2,930,000) and has been dealt with in the Statement of Financial Activities of the Charity.

9. TANGIBLE FIXED ASSETS

Group and Charity

	Property Held for use by Charity £'000
Freehold Properties at Cost	
At 1 April 2024	1,039
Additions	272
Disposals	(68)
At 31 March 2025	1,243
Depreciation	
At 1 April 2024	58
Disposals	(58)
At 31 March 2025	-
Net Book Value	
At 31 March 2025	1,243
At 31 March 2024	981

The Property Held for Use by Charity is stated at historical cost. It represents the cost of land earmarked for the construction of an educational institution. Part of this property forms the assets representing the Designated Funds in these respects.

10. INVESTMENTS

Group	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Associates £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2024	95,925	12,781	2	3,958	13,108	125,774
Additions	-	(8)	-	-	-	(8)
Revaluation	2,302	(105)	2	9	(1,405)	803
At 31 March 2025	98,227	12,668	4	3,967	11,703	126,569

Charity	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2024	24,243	921	2	57,791	12,795	95,752
Revaluation	(2,210)	186	2	4,652	(1,371)	1,259
At 31 March 2025	22,033	1,107	4	62,443	11,424	97,011

a) All Investments, subject to the comments below, are stated at fair value as at 31 March 2025.

b) An independent professional revaluation of all the Group's properties was carried out at 31 March 2025 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Current Global Standards (incorporating the International Valuation Standards).

The historical cost of the Group's Investment Properties at 31 March 2025 is £23,902,000 (2024: £23,910,000). The historical cost of the Charity's Investment Properties at 31 March 2025 is £14,074,000 (2024: £14,074,000).

The Group's aggregate professional valuations of investment property included in the above table have been reduced by an amount of £372,000 (2024: £470,000) relating to lease incentives included in other debtors.

The Charity's aggregate professional valuations of investment property included in the above table have been reduced by an amount of £370,000 (2024: £466,000) relating to lease incentives included in other debtors.

10. INVESTMENTS (cont'd)

Valuation techniques and key inputs

The Group's residential apartments and houses (£93 million) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies.

The Group's commercial units (£18 million) were valued using the income capitalisation method, requiring the application of an appropriate market based yield to net operating income. Adjustments are made to allow for voids when less than five years are left under the current tenancy and to reflect market rent at the point of lease expiry or rent review.

c) Other Investments principally comprise shares in Daejan Group Holdings Limited, valued by the Trustees using a combined discounted net asset and dividend yield approach.

Daejan Group Holdings Limited has directors in common with the Trustees of the Charity.

The historical cost of the Group's shares in Daejan Group Holdings Limited is £414,000 (2024: £414,000).

The historical cost of the Charity's shares in Daejan Group Holdings Limited is £405,000 (2024: £405,000).

d) The value of the Investments in Subsidiary Undertakings has been estimated by the Trustees based on the underlying value of assets less liabilities of the Subsidiary Undertakings.

The historical cost of the Investments in Subsidiary Undertakings is £162,000 (2024: £162,000).

10. INVESTMENTS (cont'd)

e) The Charity holds directly and indirectly the undermentioned proportion of the issued share capital in the following Companies, all of which are incorporated in Great Britain and registered in England & Wales and whose registered address is at Freshwater House, 158 - 162 Shaftesbury Avenue, London WC2H 8HR (unless otherwise indicated) and have certain directors in common with the Charity.

	Company Number	Percentage Holding
Directly Held Subsidiaries		
Bastion Products Limited	00470283	100
Charles Development Company Limited	00563142	100
Cherry Orchard Properties Limited	00990596	100
Endsleigh Court Services Limited	00501255	100
L K B Investments Limited	00631653	100
Metropolitan Properties Co (Cloisters) Limited	00954321	100
Newprop Company Limited	00473750	100

	Company Number	Percentage Holding
Indirectly Held Subsidiaries		
Brigade Properties Limited	00730498	100
Delbast Corporation (USA)	n/a	100
Kayville Properties Limited	00754315	100
LKB (Endsleigh) Limited	09486023	100
Owen Cooper (Properties) Limited	00629014	100

The aggregate amount of assets, liabilities and funds of the subsidiary undertakings are as follows:

	Assets £'000	Liabilities £'000	Capital & Reserves £'000
Bastion Products Limited	3,778	(1,788)	1,990
Brigade Properties Limited	2,114	(445)	1,669
Charles Development Company Limited	529	(54)	475
Cherry Orchard Properties Limited	1,818	(1,090)	728
Endsleigh Court Services Limited	699	-	699
Kayville Properties Limited	535	(129)	406
L K B Investments Limited	91.559	(45,195)	46,364
LKB (Endsleigh) Limited	-	(381)	(381)
Metropolitan Properties Co (Cloisters) Limited	6,483	(3,450)	3,033
Newprop Company Limited	7,721	(4,931)	2,790
Owen Cooper (Properties) Limited	323	(1)	322

10. INVESTMENTS (cont'd)

A summary of turnover, expenditure and profit or loss for the year is shown below for each operational subsidiary undertaking.

	Bastion Products Limited £'000	Brigade Properties Limited £'000	Charles Development Company Limited £'000	Cherry Orchard Properties Limited £'000
Turnover	248	55	13	130
Cost of sales	(148)	(7)	-	(35)
Administrative expenses	(15)	(6)	(2)	(6)
Net valuation gains / (losses) on investment property	59	130	-	(400)
Net valuation losses on other investments	-	-	(33)	-
Profit on disposal of investment property	137	-	-	-
Interest receivable and similar income	-	-	-	1
Interest payable and similar charges	(49)	(9)	-	(17)
Profit / (loss) before tax	232	163	(22)	(327)
Taxation	(35)	(41)	9	98
Profit / (loss) for financial year	197	122	(13)	(229)

	Kayville Properties Limited £'000	L K B Investments Limited £'000	Metropolitan Properties Co (Cloisters) Limited £'000	Newprop Company Limited £'000
Turnover	28	4,667	307	417
Cost of sales	(8)	(2,825)	(135)	(394)
Administrative expenses	(3)	(46)	(14)	(19)
Net valuation gains / (losses) on investment property	-	4,399	8	24
Profit on disposal of investment property	-	113	-	-
Interest receivable and similar income	-	2	-	-
Interest payable and similar charges	-	(391)	(86)	(55)
Profit / (loss) before tax	17	5,919	80	(27)
Taxation	(4)	(1,424)	2	7
Profit / (loss) for financial year	13	4,495	82	(20)

10. INVESTMENTS (cont'd)

f) The Charity's indirect subsidiary, Delbast Corporation, owns a 20% interest in Metro-Bastion Associates, a property investment company. Both entities are controlled and their operations carried out in the USA by their directors. The registered office address of both Delbast Corporation and Metro-Bastion Associates is 1651 Coney Island Avenue, Brooklyn, NY 11230, USA. A summary of the Charity's share of the Net Assets of Metro-Bastion Associates can be found below.

Group	**2025**	**2024**
	£'000	**£'000**
At 1 April 2024	3,958	4,770
Share of loss of associate	(59)	(585)
Foreign currency translation	68	(227)
At 31 March 2025	3,967	3,958

11. DEBTORS

		Group		**Charity**	
		2025	**2024**	**2025**	**2024**
	Note	**£'000**	**£'000**	**£'000**	**£'000**
Amount owed by subsidiary undertakings	**11a**	-	-	9,317	9,419
Amounts due from connected undertakings	**11b**	17,651	16,109	12	16
Loan debtors (charitable purposes)		167	107	167	107
Rental debtors		5,456	5,325	2,553	2,854
Other debtors	**11c**	2,303	1,848	1,259	701
		25,577	23,389	13,308	13,097

All debtors are interest-free and repayable on demand except as disclosed below.

11. DEBTORS (cont'd)

a) Amounts owed by subsidiary undertakings comprise the following:

	2025 £'000	2024 £'000
Loan debtors	9,317	9,419
	9,317	9,419

	Loan Debtor	
	2025 £'000	2024 £'000
Bastion Products Limited	616	618
Brigade Properties Limited	108	108
Cherry Orchard Properties Limited	216	216
L K B Investments Limited	6,617	6,717
Metropolitan Properties Co (Cloisters) Limited	1,079	1,079
Newprop Company Limited	681	681
	9,317	9,419

The L K B Investments Limited loan includes a facility of £4.84 million which bears interest at a rate of 5% per annum and is repayable by 29 June 2026. The remaining loans bear interest at 8% per annum and are effectively repayable on demand (see Note 22).

b) Amounts due from connected undertakings comprise amounts due from companies, certain directors of which are also directors of companies within this Group. The amounts mainly comprise balances due on property management current account which are interest free and are effectively repayable on demand.

	Group		Charity	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Freshwater Property Management Limited	17,249	14,199	-	-
Estate of OM and NG Freshwater	390	390	-	-
Highdorn Co. Limited	12	1,520	12	16
	17,651	16,109	12	16

c) Included within other debtors is an amount of £750,000 falling due after more than one year.

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

		Group		Charity	
		2025	2024	2025	2024
		£'000	£'000	£'000	£'000
Amounts owed to connected undertakings	12a	21,438	20,834	1,454	680
Taxation and social security		600	169	240	169
Rent in advance		2,887	2,425	1,067	914
Other creditors and accruals		3,096	3,608	2,244	2,767
		28,021	27,036	5,005	4,530

Amounts owed to connected undertakings comprise amounts due to companies, certain directors of which are also directors of companies within this Group. Except as detailed below, the amounts are due on property management current account, are interest free and are effectively repayable on demand.

a) Amounts owed to connected undertakings comprise the following:

	Group		Charity	
	2025	2024	2025	2024
	£'000	£'000	£'000	£'000
Freshwater Property Management Limited	47	-	47	-
Highdorn Co. Limited	21,391	20,719	1,407	565
Mayfair Charities Limited	-	115	-	115
	21,438	20,834	1,454	680

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Group and Charity

	2025	2024
	£'000	£'000
Other creditors	4,743	4,857
	4,743	4,857

14. PROVISION FOR LIABILITIES

The movement in the deferred taxation provision during the year was:

Group	Investment Property £'000	Listed Investments £'000	Total £'000
At 1 April 2024	17,839	60	17,899
Charge during the year	1,041	(8)	1,033
At 31 March 2025	18,880	52	18,932

There are no deferred tax provisions for the Charity; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

15. OPERATING LEASES

As Lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2025 £'000	2024 £'000
Not later than 1 year	4,165	3,682
Later than 1 year and not later than 5 years	7,353	7,696
Later than 5 years	11,419	10,181
	22,937	21,559

16. UNRESTRICTED INCOME FUNDS

Group	Designated Funds £'000	Other Charitable Funds £'000	Non Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2024	3,800	41,310	57,790	102,900
Net income/(expenditure) for the year	(1,874)	1,855	4,652	4,633
Transfers	1,000	(1,000)	-	-
Balance at 31 March 2025	2,926	42,165	62,442	107,533

16. UNRESTRICTED INCOME FUNDS (cont'd)

Charity	Designated Funds £'000	Other Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2024	3,800	99,101	102,901
Net income/(expenditure) for the year	(1,874)	6,507	4,633
Transfers	1,000	(1,000)	-
Balance at 31 March 2025	2,926	104,608	107,534

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	127,812	3,396	(23,675)	107,533
Total Funds	127,812	3,396	(23,675)	107,533

Charity	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	98,254	14,023	(4,743)	107,534
Total Funds	98,254	14,023	(4,743)	107,534

18. CONTINGENT LIABILITIES AND GUARANTEES

The Charity has given the following limited guarantees:

(a) £1,500,000 (2024: £750,000) in respect of bank overdraft facilities provided to Service To The Aged Limited, a charitable company of which some of the trustees are also Trustees of the Charity.

(b) £300,000 (2024: £300,000) in respect of bank overdraft facilities provided to Beth Jacob Grammar School for Girls Limited, a charitable company of which some of the trustees are also Trustees of the Charity.

19. TRUSTEES' INTERESTS IN CONTRACTS

Included within Property Outgoings are management and administration charges of £5,000 (2024: £11,000) paid to Highdorn Co. Limited and £155,000 (2024: £185,000) paid to Freshwater Property Management Limited charged at normal commercial rates for day-to-day management of the properties held by the Subsidiaries. Both Highdorn Co. Limited and Freshwater Property Management Limited are members of the Freshwater Group of Companies with which this Group is connected. Mr B S E Freshwater is a director of Highdorn Co. Limited and Freshwater Property Management Limited but has no beneficial interest in their share capital.

20. FINANCIAL INSTRUMENTS

	Group		Charity	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Financial assets measured at fair value through income and expenditure:				
Listed investments (see Note 10)	4	2	4	2
Other investments (see Note 10)	11,703	13,108	11,424	12,795
Investment in associates (see Note 10)	3,967	3,958	-	-
Investment in subsidiary undertakings (see Note 10)	-	-	62,443	57,791

The income, expense, net gains and losses, including changes in fair value, for financial assets measured at fair value and financial assets and liabilities measured at amortised cost are included within the Statement of Financial Activities.

The fair values of the principal investments held at fair value through income and expenditure at the balance sheet date are determined by trustees' valuation.

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2024 £'000	Cash flows £'000	Non-cash movements £'000	At 31 Mar 2025 £'000
Cash in hand and at bank	**2,548**	3,292	-	**5,840**
Debt due after one year	**(4,857)**	-	114	**(4,743)**
	(2,309)	3,292	114	**1,097**

Non-cash movements represent exchange rate movements.

22. RELATED PARTY TRANSACTIONS

In addition to the matters set out elsewhere in these Financial Statements, the following related party transactions should be noted.

The Charity received donations of £2,000,000 (2024: £1,250,000) from Metropolitan Properties Company Limited; a Trustee of the Charity is a director of the donor company.

The Charity received dividends aggregating £548,186 (2024: £548,186) from Daejan Group Holdings Limited, a company of which certain Trustees of the Charity are directors.

The Charity had the following interest receivable from subsidiary undertakings:

	2025 £'000	2024 £'000
Bastion Products Limited	49	49
Brigade Properties Limited	9	9
Cherry Orchard Properties Limited	17	17
L K B Investments Limited	389	389
Metropolitan Properties Co (Cloisters) Limited	86	86
Newprop Company Limited	55	54
	605	604

Grants and Donations made by the Charity include the following amounts which were donated to charitable companies, the trustees of which are Trustees of the Charity.

	2025 £'000	2024 £'000
Beth Jacob Grammar School for Girls Limited	1,544	1,751
Parsha Limited	1	-
Regent Charities Limited	-	60
Sassov Beis Hamedrash	32	56
The Union of Orthodox Hebrew Congregations	-	1
Zichron Chaim Limited	-	22

23. ACCOUNTING ESTIMATES AND JUDGEMENTS

(i) Property valuation

The valuation of the Group's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 10). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 1 above, all the Group's properties are valued by external valuers with appropriate qualifications and experience.

(ii) Unlisted investments valuation

The valuation of the Group's unlisted investments is subjective, depending on many factors, including comparator dividend yields and net asset values, assumed rationale of prospective share purchasers, and the deemed impact of entity specific conditions on the aforementioned measures. Significant judgement is also required when selecting comparator companies to be included in the population from which expected yields and discounted net asset values are derived. Therefore, the valuation is subject to a degree of uncertainty and is made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

(iii) Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

NOTES TO THE STATEMENT OF CASH FLOWS

24. RECONCILIATION OF NET INCOME TO NET CASH USED IN OPERATING ACTIVITIES

	2025 £'000	2024 £'000
Net expenditure for the year	4,633	(2,930)
Adjustments for:		
Depreciation charges	-	1
(Gains)/losses on investments	(5,936)	1,628
Dividends, interest and rents from investments	(4,651)	(4,038)
Increase/(decrease) in donations and designated fund provisions	87	-
(Increase)/decrease in debtors	(2,144)	(2,246)
Increase/(decrease) in creditors	338	3,711
Increase/(decrease) in provisions for liabilities	1,033	(65)
Share of (profit)/loss of associate	59	585
Net cash used in operating activities	(6,581)	(3,354)

25. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2025 £'000	2024 £'000
Cash at bank and in hand	5,840	2,548
Total cash and cash equivalents	5,840	2,548

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

MANAGEMENT INFORMATION

FOR THE YEAR ENDED 31 MARCH 2025

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 6 to 9.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

INCOME & EXPENDITURE ACCOUNT
(STATEMENT OF FINANCIAL ACTIVITIES)
FOR THE YEAR ENDED 31 MARCH 2025

	2025		2024	
	£'000	£'000	£'000	£'000
Income and Endowments from:				
Donations and Grants Received		2,000		1,253
Investments:				
Income from Fixed Asset Investments		548		548
Interest Receivable and Similar Income		742		722
Rents and Charges Receivable		3,142		3,004
Total Income		6,432		5,527
Expenditure on:				
Raising Funds:				
Property Outgoings	(1,487)		(1,177)	
Interest Payable and Similar Charges	(3)		(6)	
Charitable Activities:				
Grants and Donations	(4,425)		(4,754)	
Payments from Special Projects Fund	(1,874)		(1,122)	
Expenditure Relating to Properties Held for Charitable Purposes	(42)		(39)	
Other:				
Governance Costs	(51)		(57)	
Total Expenditure		(7,882)		(7,155)
NET EXPENDITURE BEFORE GAINS ON INVESTMENTS		(1,450)		(1,628)
Net Gains on Investments:				
Disposal of Tangible Fixed Assets	4,730		-	
Disposal of Investment Property	93		-	
Valuation of Investment Property	(2,023)		(2,447)	
Valuation of Listed and Other Investments	3,283		1,145	
		6,083		(1,302)
NET INCOME/(EXPENDITURE) FOR THE YEAR AND NET MOVEMENT IN FUNDS		4,633		(2,930)
Reconciliation of Funds:				
Total Funds Brought Forward		102,901		105,831
TOTAL FUNDS CARRIED FORWARD		107,534		102,901

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2025

	2025 Unrestricted Funds		2024 Unrestricted Funds	
	£'000	£'000	£'000	£'000
Rents and Other Charges Receivable		3,142		3,004
Less: Property Outgoings				
Ground Rent Payable	(312)		(312)	
General and Water Rates	(129)		(15)	
Insurance	(57)		(33)	
Repairs and Maintenance	(560)		(370)	
Lighting and Heating	(200)		(248)	
Porterage and Cleaning	(85)		(95)	
Legal and Professional Charges	(90)		(36)	
Management and Letting Commission	(54)		(68)	
		(1,487)		(1,177)
NET PROPERTY SURPLUS		1,655		1,827

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales - Charity number 313890

Accounts

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

Company No: 688212

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended

31 MARCH 2024

COHEN ARNOLD
CHARTERED ACCOUNTANTS
& STATUTORY AUDITOR
LONDON NW11 0PU

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

TRUSTEES

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

SECRETARIES

Mr J S Southgate
Mr M D E Bale

REGISTERED OFFICE

Freshwater House
158-162 Shaftesbury Avenue
LONDON WC2H 8HR

AUDITORS

Cohen Arnold
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

PRINCIPAL BANKERS

Barclays Bank plc

COMPANY NUMBER

688212

REGISTERED CHARITY NUMBER

313890

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

INDEX TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2024

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THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
TRUSTEES' REPORT

The Governors, hereafter referred to as Trustees, who are also directors for the purposes of company law, have pleasure in presenting their Annual Report together with the Consolidated Financial Statements of the Charity for the year ended 31 March 2024.

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISORS

The official name of the Charity is The Raphael Freshwater Memorial Association Limited, a Company limited by guarantee. Its company registration number is 688212 and its registered charity number is 313890.

The registered address of the Charity is:

Freshwater House
158 - 162 Shaftesbury Avenue
LONDON WC2H 8HR

The Trustees of the Charity who served during the year and who are still in office are:

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

STRUCTURE, GOVERNANCE AND MANAGEMENT

The day to day affairs of the Charity are administered by an Executive Committee, the Chairman of which is Mr BSE Freshwater.

All Trustees give their time voluntarily and no benefits or expenses were paid to them during the year.

New trustees are appointed based on personal competence, specialist skills, availability and knowledge of and contact with institutions professing and teaching the principles of traditional Judaism and the advancement of religion in accordance with the Jewish faith. New trustees are inducted into the workings of the Charity by the existing trustees.

As the Charity is a charity limited by guarantee, its governing documents are its Memorandum and Articles of Association.

Group Structure and Relationships

The charity has the following non-charitable operating subsidiaries:-

Bastion Products Limited – a property investment company
Brigade Properties Limited – a property investment company
Charles Development Company Limited – a share investment company
Cherry Orchard Properties Limited – a property investment company
Delbast Corporation – a holding company of a 20% shareholding in a property investment company
Endsleigh Court Services Limited – a property management company
Kayville Properties Limited – a property investment company
L K B Investments Limited – a property investment company
LKB (Endsleigh) Limited – a property investment company
Metropolitan Properties Co (Cloisters) Limited – a property investment company
Newprop Company Limited – a property investment company

Certain of the Trustees of this Charity are also directors of the above companies.

STRUCTURE, GOVERNANCE AND MANAGEMENT (cont'd)

Related Party Transactions
Details of transactions with 'Related Parties' are disclosed in Notes 10, 11, 12, 18, 19 and 22 to the Financial Statements.

OBJECTIVES AND ACTIVITIES

The Charity was established to support the activities of religious Jewish organisations recognised as charitable by English Law both in the United Kingdom and abroad, especially those in the field of education and relief of poverty. The Trustees regularly support a significant number of institutions and organisations both in the United Kingdom and abroad which meet the Charity's criteria.

The Charity is also supportive of organisations which are solely committed to the relief of poverty. Such organisations assist needy Jewish families through both financial and non-financial grants and distributions.

The Charity receives income from its investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings which it utilises in the provision and distribution of grants, donations and loans to organisations that fall within the objectives of the Charity.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charity's aims and objectives and in planning future activities and setting the grant making policy for the year.

TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Charity and the income and expenditure of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Charity will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Charity's transactions and disclose with reasonable accuracy at any time the financial position of the Charity and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Cohen Arnold, are willing to continue in office and a resolution re-appointing them in accordance with Section 485 of the Companies Act 2006 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

Each of the persons who is a Trustee at the date of approval of this report confirms that:

- so far as each Trustee is aware, there is no relevant audit information of which the Charity's auditor is unaware; and
- each Trustee has taken all steps that they ought to have taken as a Trustee to make themself aware of any relevant audit information and to establish that the Charity's auditor is aware of that information.

STRATEGIC REVIEW

The Trustees have prepared a strategic report which includes a review of the Group's business and future developments, a description of the principal risks and uncertainties facing the Group and key performance indicators.

STRATEGY AND BUSINESS MODEL

The Charity invests in investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings to generate income with which it makes grants, donations and loans to charitable organisations and institutions that fall within the objectives of the Charity.

ACHIEVEMENTS AND PERFORMANCE

During the year the Charity continued its philanthropic activities in support of religious, educational and other Charitable Institutions and the aggregate of donations made was £4,754,000 (2023: £5,351,000). Over 300 institutions and organisations were the recipients of the above donations.

No change in activities is envisaged in the immediate future.

In recent years, the Trustees have continued to support certain major projects which, during previous years, have received substantial financial grants from the Charity. At the present time the Trustees have entered into commitments for the financial support of colleges and institutions which is anticipated to absorb approximately £3,800,000 comprising Tangible Fixed Assets and other current assets made available by the Charity and the provision of financial support over the next five years (Note 17). Funds to meet these commitments have been set aside and are referred to as "Designated Funds" in the Financial Statements.

The financial results of the Charity and its Subsidiary Undertakings for the year ended 31 March 2024 are fully reflected in the attached Financial Statements together with the Notes thereon.

FINANCIAL REVIEW

Reserves Policy

The Charity is required to maintain Reserves in order to ensure that it is in a position to continue its grant-making activities and cover contingencies of additional calls being made upon the Charity for support of organisations or institutions in times of need.

Consequently, the Trustees consider it appropriate to maintain 'Free Reserves' (unrestricted funds not committed or invested in Tangible Fixed Assets, Fixed Asset Investments or Loans to Subsidiary Undertakings) at a level which will not impinge on the Charity's ability to support Charitable Institutions.

As at 31 March 2024, the Charity has total funds of £102,901,000 (Group: £102,900,000). These funds include £81,109,000 (Group: £79,591,000) which arises from the revaluation of the Charity's investments and is not readily available for general purposes. The funds of the Charity and Group also include £3,800,000 of Designated Funds set aside for a Special Projects Fund, from which donations are made to various long-term charitable projects. Consequently, the Charity has reserves of £17,992,000 (Group: £19,509,000) after making allowances for the Designated Funds and reserves not readily available. These reserves include the Free Reserves of the Charity and are considered to be adequate and will be reviewed periodically by the Trustees.

Investment Policy

Under the Memorandum and Articles of Association, the Charity has the power to make investments which the Trustees consider appropriate. The Trustees seek investments which, over a medium term, are anticipated to generate a dependable flow of income coupled with capital growth.

The Trustees consider the return on investments, in terms of both income and capital growth, given the challenging market conditions the Charity operates within, to be satisfactory.

Grant Making Policy

The Charity makes Grants and Donations to Colleges and Institutions for the advancement of religion and education and to Institutions for the relief of poverty in accordance with the Charity's objectives. The recipient Institutions are based both in the United Kingdom and abroad.

In making Grants and Donations, the Trustees use their personal knowledge of the Institution, its representatives, operational efficiency and reputation. The Trustees monitor the application of the Grants and Donations by meeting with representatives of the Institutions and obtaining information as to the utilisation of funds.

During the current and prior year, the Grants and Donations made by the Charity were for the advancement of religion and education and for the relief of poverty.

Risk Management

The Trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties to which the Charity is exposed, in particular those to the operations and finances of the Charity; the establishment of policies, systems and procedures to mitigate those risks identified in the annual review and the implementation of procedures designed to minimise or manage any potential impact on the Charity should those risks materialise.

The principal risks to which the Charity is exposed are:

- Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- Planning construction and letting risk in relation to redevelopment activity
- The availability of liquid funds to make grants and donations
- The economic cycle generally
- The macroeconomic environment

FINANCIAL REVIEW (cont'd)

The Charity seeks to manage or mitigate such risks wherever possible through such measures as insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook.

Ultimately, the Trustees are not overly concerned as they can manage the level of donations according to the available reserves, taking into account the financial implications of the economic climate. The Trustees are satisfied that no adverse effects regarding property investment would impact the going concern status of the Charity.

Key Performance Indicators (KPIs)

The Trustees monitor the Group's performance progress against its strategic objectives and the financial performance of its operations on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial measures. The most significant KPIs used by the Group are as follows:

	2024	2023
Grants and donations paid out	£4.8 million	£5.4 million
Net rental income	£3.4 million	£2.0 million
Dividend income	£0.6 million	£0.5 million
Quoted and other investments	£17.1 million	£16.9 million
Investment property at fair value	£108.7 million	£110.9 million

PLANS FOR THE FUTURE

The Trustees plan to continue to make distributions in accordance with their grant making policy and ensure that the ability to generate sufficient income is maintained to achieve that end.

FIXED ASSETS

The movements in Fixed Assets are fully reflected in Notes 9 and 10 to the Financial Statements.

The Charity's investment properties are included in the Balance Sheet at fair value, as fully disclosed in Note 10 to the Financial Statements.

An independent professional revaluation of all the Group's properties was carried out at 31 March 2024 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Current Global Standards (incorporating the International Valuation Standards).

On Behalf of the Council

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Mr B S E Freshwater - Trustee

27 January 2025

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

OPINION

We have audited the financial statements of The Raphael Freshwater Memorial Association Limited (the 'charity') for the year ended 31 March 2024 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Charity Balance Sheets, the Group Cash Flow Statements and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Parent Charity's affairs as at 31 March 2024 and of the Group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

OTHER INFORMATION (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group through discussion with the directors and senior management and identified financial reporting legislation, landlord legislation and charity legislation as being most significant to these financial statements.
- We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with the laws and regulations.
- We discussed with the directors and senior management the policies and procedures regarding compliance with these legal and regulatory frameworks.
- We assessed the susceptibility of the group's financial statements to material misstatement due to non-compliance with legal and regulatory frameworks, including how fraud might occur, by enquiry with the directors and senior management during the planning and finalisation phases stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory frameworks, which were part of our procedures on the related financial statement items.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

USE OF OUR REPORT

This report is made solely to the charity's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charity's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.

BARRY LEIGH
(Senior Statutory Auditor)
For and on behalf of
COHEN ARNOLD
Chartered Accountants
& Statutory Auditor

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

27 January 2025

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 MARCH 2024

	Note	2024 Unrestricted Funds £'000	2024 £'000	2023 Unrestricted Funds £'000	2023 £'000
Income and Endowments from:					
Donations and Grants Received			1,253		1,357
Investments:					
Income from Fixed Asset Investments			561		543
Interest Receivable and Similar Income			130		4
Rents and Charges Receivable			8,670		7,598
Share of Profit of Associate			-		747
Total Income			10,614		10,249
Expenditure on:					
Raising Funds:					
Property Outgoings		(5,313)		(5,347)	
Interest Payable and Similar Charges	2	(10)		(315)	
Investment Management Costs		(102)		(90)	
Share of Loss of Associate		(585)		-	
Charitable Activities:					
Grants and Donations	3	(4,754)		(5,351)	
Payments from Special Projects Fund		(1,122)		(618)	
Expenditure Relating to Properties Held for Charitable Purposes		(39)		(110)	
Other:					
Governance Costs	4	(57)		(49)	
Total Expenditure			(11,982)		(11,880)
NET EXPENDITURE BEFORE GAINS/(LOSSES) ON INVESTMENTS			(1,368)		(1,631)
Net Gains/(Losses) on Investments:					
Disposal of Investment Property		393		175	
Valuation of Investment Property		(2,730)		(7,195)	
Valuation of Listed and Other Investments		709		(6,083)	
			(1,628)		(13,103)
NET EXPENDITURE BEFORE TAX	5		(2,996)		(14,734)
Taxation	7		66		743
NET OUTGOING FOR YEAR AND NET MOVEMENT IN FUNDS			(2,930)		(13,991)
Reconciliation of Funds:					
Total Funds Brought Forward			105,830		119,821
TOTAL FUNDS CARRIED FORWARD			102,900		105,830

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024

	Note	2024 £'000	2024 £'000	2023 £'000	2023 £'000
FIXED ASSETS					
Tangible Assets	9		981		823
Investments	10		125,774		127,831
			126,755		128,654
CURRENT ASSETS					
Debtors	11	23,389		19,414	
Cash at Bank and in Hand		2,548		4,131	
		25,937		23,545	
CREDITORS: Amounts falling due within one year	12	(27,036)		(23,436)	
NET CURRENT ASSETS			(1,099)		109
TOTAL ASSETS LESS CURRENT LIABILITIES			125,656		128,763
CREDITORS: Amounts falling due after more than one year	13		(4,857)		(4,969)
PROVISIONS	14		(17,899)		(17,964)
TOTAL NET ASSETS			102,900		105,830
UNRESTRICTED FUNDS					
Designated Funds	16		3,800		1,569
Other Charitable Funds	16		41,310		46,702
Non-Charitable Funds	16		57,790		57,559
TOTAL UNRESTRICTED FUNDS			102,900		105,830

The Financial Statements were approved by the Council on 27 January 2025 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
BALANCE SHEET AS AT 31 MARCH 2024

	Note	2024 £'000	2024 £'000	2023 £'000	2023 £'000
FIXED ASSETS					
Tangible Assets	9		981		823
Investments	10		95,752		97,039
			96,733		97,862
CURRENT ASSETS					
Debtors	11	13,097		12,503	
Cash at Bank and in Hand		2,458		3,365	
		15,555		15,868	
CREDITORS: Amounts falling due within one year	12	(4,530)		(2,930)	
NET CURRENT ASSETS			11,025		12,938
TOTAL ASSETS LESS CURRENT LIABILITIES			107,758		110,800
CREDITORS: Amounts falling due after more than one year	13		(4,857)		(4,969)
TOTAL NET ASSETS			102,901		105,831
UNRESTRICTED FUNDS					
Designated Funds	16		3,800		1,569
Other Charitable Funds	16		99,101		104,262
TOTAL UNRESTRICTED FUNDS			102,901		105,831

The Financial Statements were approved by the Council on 27 January 2025 and signed on its behalf by

.....

MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2024

	Note	2024 Unrestricted Funds £'000	2024 £'000	2023 Unrestricted Funds £'000	2023 £'000
Cash Flows from Operating Activities:					
Net Cash used in Operating Activities	**24**	(3,354)		(6,652)	
Tax Recovered		79		(59)	
Net Cash used in Operating Activities			(3,275)		(6,711)
Cash Flows from Investing Activities					
Dividends, Interest and Rents from Investments		1,917		1,970	
Purchase of Tangible Assets		(159)		-	
Proceeds from Sale of Investments		393		175	
Purchase of Investments		(548)		(3,087)	
Net Cash from/(used in) Investing Activities			1,603		(942)
Cash Flows from Financing Activities					
Interest Paid		(10)		(8)	
Net Cash Used in Financing Activities			(10)		(8)
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			(1,682)		(7,661)
CASH AND CASH EQUIVALENTS AT 1 APRIL 2023			4,131		12,099
CHANGE IN CASH AND CASH EQUIVALENTS DUE TO EXCHANGE RATE MOVEMENTS			99		(307)
CASH AND CASH EQUIVALENTS AT 31 MARCH 2024	**25**		2,548		4,131

The notes on pages 14 to 34 form part of these Financial Statements.

1. ACCOUNTING POLICIES

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 158-162 Shaftesbury Avenue, London, WC2H 8HR.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', 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 (FRS 102) (Charities SORP (FRS 102)) and the Charities Act 2011.

The Consolidated Financial Statements incorporate the results of the Charity and its subsidiaries for the year ended 31 March 2024. These are adjusted, where appropriate, to conform to Group accounting policies.

The following accounting policies have been used consistently in the preparation of the Group's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the Historical Cost Convention, as modified by the inclusion of fixed asset investments at fair value. The financial statements are prepared in sterling, which is the functional currency of the entity, and rounded to thousands.

The Trustees have concluded that it is appropriate for the financial statements to be prepared in accordance with the accounting principles appropriate to a going concern and that there is no material uncertainty to this position, as the Trustees have a reasonable expectation that the Charity has adequate resources under all plausible circumstances to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due, based on available sources of finance.

Judgements made by the Trustees, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 23.

The Charity meets the definition of a public benefit entity under FRS 102.

1.2 GROUP FINANCIAL STATEMENTS

A separate Statement of Financial Activities, or Income and Expenditure Account for the Charity itself is not presented in accordance with Section 408 of the Companies Act 2006.

The Group Financial Statements incorporate the financial statements of the Charity and its group undertakings including Delbast Corporation (see Note 10f). These are adjusted, where appropriate, to conform to Group accounting policies and UK Generally Accepted Accounting Practice.

1. ACCOUNTING POLICIES (cont'd)

1.4 PROPERTY OUTGOINGS

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

1.5 GOVERNANCE COSTS

Governance costs include costs of the preparation and audit of financial statements and the cost of any legal advice to Trustees on governance or constitutional matters.

1.6 INVESTMENT GAINS AND LOSSES

This includes any gains or losses on the sale of investments and any gains or losses resulting from revaluing investments to fair value at the end of the year.

1.7 DEFERRED TAX

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

There are no deferred tax provisions for the Charity; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

1.8 PROPERTIES HELD FOR USE BY CHARITY

These properties are stated at cost. Properties donated to the Charity are included at fair value at the date of acquisition. Depreciation of freehold buildings is provided at the rate of 2% per annum on a straight-line basis over the useful economic life of the asset.

1. ACCOUNTING POLICIES (cont'd)

1.9 INVESTMENT PROPERTY

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the Statement of Financial Activities (SOFA) and taken to Other Unrestricted Funds.

1.10 DISPOSALS OF PROPERTIES

The Group generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the Group's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the Group also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

1.11 LISTED INVESTMENTS

Shareholdings acquired are initially recorded at cost and subsequently included at fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.12 INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

Shareholdings acquired are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015) based on the net asset value. The net asset values of the subsidiary undertakings reflect fair values of their underlying properties held for investment; any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.13 INVESTMENTS IN ASSOCIATES

Investments in associates have been incorporated in the consolidated financial statements under the equity method whereby the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the share of the profit or loss of the associate after the date of acquisition. The share of the associate's profit or loss after tax is recognised in the consolidated SOFA.

1. ACCOUNTING POLICIES (cont'd)

1.14 OTHER INVESTMENTS

Other investments comprise shareholdings in unlisted companies and are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.15 FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Rental and other debtors

Rental and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Rent in advance and other creditors

Rent in advance and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1.16 LIABILITY RECOGNITION

Liabilities are recognised as soon as there is a legal or constructive obligation committing the Charity to pay out resources.

1.17 FOREIGN CURRENCIES

Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange in respect of the month during which the transactions occurred, or where practicable, at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the Net Income/(Expenditure) Before Tax.

1. ACCOUNTING POLICIES (cont'd)

1.18 FUND ACCOUNTING

Unrestricted Funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and in accordance with relevant law.

Designated Funds are Unrestricted Funds, which have been set-aside at the discretion of the Trustees for specific purposes as noted below (Note 1.19).

Non-Charitable Funds are Unrestricted Funds and comprise the net aggregate reserves of the Charity's subsidiaries computed by reference to the accounting policies of the subsidiaries.

Other Unrestricted Funds comprise Other Charitable Funds, representing the accumulated surplus or deficit on income and expenditure account and the excess of fair value over the cost of investments.

Restricted Funds are funds subject to specific restricted conditions imposed by donors. There are no Restricted Funds as at the Balance Sheet date.

1.19 DESIGNATED FUNDS

The Charity has committed itself to various long-term charitable projects and transfers are made to Designated Funds in accordance with anticipated expenditure in respect of each individual project.

2. INTEREST PAYABLE

	2024	2023
	£'000	£'000
Bank Charges and Interest	10	8
Losses on Foreign Exchange	-	307
	10	315

3. GRANTS AND DONATIONS PAYABLE

	2024	2023
	£'000	£'000
Grants and Donations Paid	4,754	5,351

All Grants and Donations were paid to charitable institutions for the advancement of religion and education and for the relief of poverty.

The composition of donations is shown below.

	£'000
Beth Jacob Grammar School For Girls Limited	1,751
BC Trust	627
Gitter Foundation	250
Chevras Mo'oz Ladol	112
Amud Hatzedoka Trust	87
Kollel Rabinow (Divre Shir) Foundation	74
Shir Chesed Beis Yisroel	68
Yesamach Levav Trust	60
Regent Charities Limited	60
Sassov Beis Hamderash	57
New Rachmistrivke Synagogue Trust	45
Friends of Be'er Miriam	36
Slabodka Yeshiva Trust	36
Ahavat Shalom Charity Fund	36
WST Charity Limited	34
Friends of Bobov	34
North London Welfare & Educational Foundation	31
Talmud Torah Tiferes Shlome Trust	31
Rehabilitation Trust	30
Marbeh Torah Trust	30
Yad Eliezer Trust	29
Keren Shlomo Trust	28
Lehachzikom UK	28
Other donations	1,180
	4,754

4. GOVERNANCE COSTS

	2024	2023
	£'000	£'000
Auditors' Remuneration	45	38
Legal and Professional Fees	11	10
Depreciation	1	1
	57	49

5. NET INCOME/(EXPENDITURE) BEFORE TAX

This is stated after charging:

	2024 £'000	2023 £'000
Depreciation	1	1
Auditors' Remuneration:		
Audit Fees	138	120
Other Professional Services	8	9

6. STAFF COSTS AND EMOLUMENTS

No remuneration or other benefits from employment with the Charity or a related entity were received by the Trustees or connected parties. No Trustee expenses have been incurred.

The Group's property outgoings include employment costs of £230,380 (2023: £186,265) payable for porterage. The average number of porterage staff employed during the year was 9 (2023: 9).

7. TAXATION

Major components of tax expense

	2024 £'000	2023 £'000
Deferred tax:		
Origination and reversal of timing differences	(66)	(743)
Taxation	(66)	(743)

All tax is recognised in the Consolidated Income and Expenditure Account.

Reconciliation of tax expense

The tax assessed on the net income for the year is higher than the standard rate of corporation tax in the UK of 25% (2023: 19%) by reference to the analysis below.

	2024 £'000	2023 £'000
Net income before tax	(2,996)	(14,734)
Net income by rate of tax	(749)	(2,799)
Income exempt from tax	787	2,343
Expenses not deductible for tax purposes	215	26
Timing difference on unrealised gains	(1)	(210)
Utilisation of losses brought forward	(310)	(120)
Land remediation relief	(2)	-
Other differences	(6)	17
Taxation	(66)	(743)

7. TAXATION (cont'd)

Factors that may affect future tax expense

The deferred tax liability at 31 March 2024 has been calculated based on the rate of 25% (2023: 25%).

8. NET MOVEMENT IN FUNDS

The Net Movement in Funds of the Charity for the year was a deficit of £2,930,000 (2023: deficit of £13,990,000) and has been dealt with in the Statement of Financial Activities of the Charity.

9. TANGIBLE FIXED ASSETS

Group and Charity

	Property Held for use by Charity £'000
Freehold Properties at Cost	
At 1 April 2023	880
Additions	159
At 31 March 2024	1,039
Depreciation	
At 1 April 2023	57
Charge for Year	1
At 31 March 2024	58
Net Book Value	
At 31 March 2024	981
At 31 March 2023	823

The Property Held for Use by Charity is stated at historical cost. This includes an amount of £971,000 which represents the cost of land earmarked for the construction of "sheltered accommodation". Part of this property forms the assets representing the Designated Funds in these respects.

10. INVESTMENTS

Group	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Associates £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2023	98,060	12,828	2	4,770	12,171	127,831
Additions	297	252	-	-	-	549
Revaluation	(2,432)	(299)	-	(812)	937	(2,606)
At 31 March 2024	95,925	12,781	2	3,958	13,108	125,774

Charity	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2023	26,650	946	2	57,560	11,881	97,039
Additions	15	-	-	-	-	15
Revaluation	(2,422)	(25)	-	231	914	(1,302)
At 31 March 2024	24,243	921	2	57,791	12,795	95,752

a) All Investments, subject to the comments below, are stated at fair value as at 31 March 2024.

b) An independent professional revaluation of all the Group's properties was carried out at 31 March 2024 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Current Global Standards (incorporating the International Valuation Standards).

The historical cost of the Group's Investment Properties at 31 March 2024 is £23,910,000 (2023: £23,362,000). The historical cost of the Charity's Investment Properties at 31 March 2024 is £14,074,000 (2023: £14,059,000).

Valuation techniques and key inputs

The Group's residential apartments and houses (£89 million) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies.

The Group's commercial units (£20 million) were valued using the income capitalisation method, requiring the application of an appropriate market based yield to net operating income. Adjustments are made to allow for voids when less than five years are left under the current tenancy and to reflect market rent at the point of lease expiry or rent review.

10. INVESTMENTS (cont'd)

c) Other Investments principally comprise shares in Daejan Group Holdings Limited, valued by the Trustees using a combined discounted net asset and dividend yield approach.

Daejan Group Holdings Limited has directors in common with the Trustees of the Charity.

The historical cost of the Group's shares in Daejan Group Holdings Limited is £414,000 (2023: £414,000).

The historical cost of the Charity's shares in Daejan Group Holdings Limited is £405,000 (2023: £405,000).

d) The value of the Investments in Subsidiary Undertakings has been estimated by the Trustees based on the underlying value of assets less liabilities of the Subsidiary Undertakings.

The historical cost of the Investments in Subsidiary Undertakings is £161,657 (2023: £161,657).

e) The Charity holds directly and indirectly the undermentioned proportion of the issued share capital in the following Companies, all of which are incorporated in Great Britain and registered in England & Wales and whose registered address is at Freshwater House, 158 - 162 Shaftesbury Avenue, London WC2H 8HR (unless otherwise indicated) and have certain directors in common with the Charity.

	Company Number	Percentage Holding
Directly Held Subsidiaries		
Bastion Products Limited	00470283	100
Charles Development Company Limited	00563142	100
Cherry Orchard Properties Limited	00990596	100
Endsleigh Court Services Limited	00501255	100
L K B Investments Limited	00631653	100
Metropolitan Properties Co (Cloisters) Limited	00954321	100
Newprop Company Limited	00473750	100

	Company Number	Percentage Holding
Indirectly Held Subsidiaries		
Brigade Properties Limited	00730498	100
Delbast Corporation (USA)	n/a	100
Kayville Properties Limited	00754315	100
LKB (Endsleigh) Limited	09486023	100
Owen Cooper (Properties) Limited	00629014	100

10. INVESTMENTS (cont'd)

The aggregate amount of assets, liabilities and funds of the subsidiary undertakings are as follows:

	Assets £'000	Liabilities £'000	Capital & Reserves £'000
Bastion Products Limited	5,212	(3,419)	1,793
Brigade Properties Limited	2,019	(472)	1,547
Charles Development Company Limited	551	(63)	488
Cherry Orchard Properties Limited	2,207	(1,250)	957
Endsleigh Court Services Limited	699	-	699
Kayville Properties Limited	530	(137)	393
L K B Investments Limited	80,795	(38,926)	41,869
LKB (Endsleigh) Limited	-	(381)	(381)
Metropolitan Properties Co (Cloisters) Limited	8,105	(5,154)	2,951
Newprop Company Limited	8,696	(5,886)	2,810
Owen Cooper (Properties) Limited	323	(1)	322

10. INVESTMENTS (cont'd)

A summary of turnover, expenditure and profit or loss for the year is shown below for each operational subsidiary undertaking.

	Bastion Products Limited £'000	Brigade Properties Limited £'000	Charles Development Company Limited £'000	Cherry Orchard Properties Limited £'000
Turnover	428	55	13	118
Cost of sales	(506)	(6)	-	(72)
Administrative expenses	(15)	(5)	(2)	(5)
Net valuation gains / (losses) on investment property	(87)	6	-	(18)
Net valuation gains on other investments	-	-	22	-
Profit on disposal of investment property	83	-	-	-
Interest receivable and similar income	-	-	-	1
Interest payable and similar charges	(50)	(9)	-	(17)
Profit / (loss) before tax	(147)	41	33	7
Taxation	37	(10)	(5)	5
Profit / (loss) for financial year	(110)	31	28	12

	Kayville Properties Limited £'000	L K B Investments Limited £'000	Metropolitan Properties Co (Cloisters) Limited £'000	Newprop Company Limited £'000
Turnover	25	4,326	283	431
Cost of sales	(17)	(3,079)	(177)	(279)
Administrative expenses	(3)	(41)	(14)	(17)
Net valuation gains / (losses) on investment property	-	26	(186)	(24)
Profit on disposal of investment property	-	246	-	64
Interest receivable and similar income	-	4	-	7
Interest payable and similar charges	-	(391)	(86)	(55)
Profit / (loss) before tax	5	1,091	(180)	127
Taxation	(1)	(6)	45	(19)
Profit / (loss) for financial year	4	1,085	(135)	108

10. INVESTMENTS (cont'd)

f) The Charity's indirect subsidiary, Delbast Corporation, owns a 20% interest in Metro-Bastion Associates, a property investment company. Both entities are controlled and their operations carried out in the USA by their directors. The registered office address of both Delbast Corporation and Metro-Bastion Associates is 1651 Coney Island Avenue, Brooklyn, NY 11230, USA. A summary of the Charity's share of the Net Assets of Metro-Bastion Associates can be found below.

Group	**2024**	**2023**
	£'000	**£'000**
At 1 April 2023	4,770	4,023
Share of (loss)/profit of associate	(585)	270
Foreign currency translation	(227)	477
At 31 March 2024	3,958	4,770

11. DEBTORS

		Group		**Charity**	
		2024	**2023**	**2024**	**2023**
	Note	**£'000**	**£'000**	**£'000**	**£'000**
Amount owed by subsidiary undertakings	**11a**	-	-	9,419	9,419
Amounts due from connected undertakings	**11b**	16,109	14,136	16	789
Loan debtors (charitable purposes)		107	87	107	87
Rental debtors		5,325	3,596	2,854	1,500
Other debtors		1,848	1,595	701	708
		23,389	19,414	13,097	12,503

All debtors are interest-free and repayable on demand except as disclosed below.

11. DEBTORS (cont'd)

a) Amounts owed by subsidiary undertakings comprise the following:

	2024	2023
	£'000	£'000
Loan debtors	9,419	9,419
	9,419	9,419

	Loan Debtor	
	2024	2023
	£'000	£'000
Bastion Products Limited	618	618
Brigade Properties Limited	108	108
Cherry Orchard Properties Limited	216	216
L K B Investments Limited	6,717	6,717
Metropolitan Properties Co (Cloisters) Limited	1,079	1,079
Newprop Company Limited	681	681
	9,419	9,419

The L K B Investments Limited loan includes a facility of £4.94 million which bears interest at a rate of 5% per annum and is repayable by 29 June 2026. The remaining loans bear interest at 8% per annum and are effectively repayable on demand (see Note 22).

b) Amounts due from connected undertakings comprise amounts due from companies, certain directors of which are also directors of companies within this Group. The amounts mainly comprise balances due on property management current account which are interest free and are effectively repayable on demand.

	Group		Charity	
	2024	2023	2024	2023
	£'000	£'000	£'000	£'000
Freshwater Property Management Limited	14,199	11,954	-	-
Estate of OM and NG Freshwater	390	390	-	-
Highdorn Co. Limited	1,520	1,792	16	789
	16,109	14,136	16	789

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

		Group		Charity	
		2024	2023	2024	2023
		£'000	£'000	£'000	£'000
Amounts owed to connected undertakings	12a	20,834	17,786	680	2
Taxation and social security		169	90	169	90
Rent in advance		2,425	2,680	914	1,053
Other creditors and accruals		3,608	2,880	2,767	1,785
		27,036	23,436	4,530	2,930

Amounts owed to connected undertakings comprise amounts due to companies, certain directors of which are also directors of companies within this Group. Except as detailed below, the amounts are due on property management current account, are interest free and are effectively repayable on demand.

a) Amounts owed to connected undertakings comprise the following:

	Group		Charity	
	2024	2023	2024	2023
	£'000	£'000	£'000	£'000
Highdorn Co. Limited	20,719	17,784	565	-
Mayfair Charities Limited	115	2	115	2
	20,834	17,786	680	2

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Group and Charity

	2024	2023
	£'000	£'000
Other creditors	4,857	4,969
	4,857	4,969

Included within creditors: amounts falling due after more than one year is an amount of £nil (2023: £4,969,000) in respect of liabilities not repayable by instalments which fall due for payment after more than five years from the reporting date. These creditors relate to a loan repayable by October 2028 which is interest-free.

14. PROVISION FOR LIABILITIES

The movement in the deferred taxation provision during the year was:

Group	Investment Property £'000	Listed Investments £'000	Total £'000
At 1 April 2023	17,910	54	17,964
Charge during the year	(71)	6	(65)
At 31 March 2024	17,839	60	17,899

There are no deferred tax provisions for the Charity; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

15. OPERATING LEASES

As Lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2024 £'000	2023 £'000
Not later than 1 year	3,682	3,189
Later than 1 year and not later than 5 years	7,696	8,228
Later than 5 years	10,181	11,592
	21,559	23,009

16. UNRESTRICTED INCOME FUNDS

Group	Designated Funds £'000	Other Charitable Funds £'000	Non Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2023	1,569	46,702	57,559	105,830
Net income/(expenditure) for the year	(1,122)	(2,039)	231	(2,930)
Transfers	3,353	(3,353)	-	-
Balance at 31 March 2024	3,800	41,310	57,790	102,900

16. UNRESTRICTED INCOME FUNDS (cont'd)

Charity	Designated Funds £'000	Other Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2023	1,569	104,262	105,831
Net income/(expenditure) for the year	(1,122)	(1,808)	(2,930)
Transfers	3,353	(3,353)	-
Balance at 31 March 2024	3,800	99,101	102,901

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	Fixed Assets £'000	Net Current Liabilities £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	126,755	(1,099)	(22,756)	102,900
Total Funds	126,755	(1,099)	(22,756)	102,900

Charity	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	96,733	11,025	(4,857)	102,901
Total Funds	96,733	11,025	(4,857)	102,901

18. CONTINGENT LIABILITIES AND GUARANTEES

The Charity has given the following limited guarantees:

(a) £750,000 (2023: £750,000) in respect of bank overdraft facilities provided to Service To The Aged Limited, a charitable company of which some of the trustees are also Trustees of the Charity.

(b) £300,000 (2023: £150,000) in respect of bank overdraft facilities provided to Beth Jacob Grammar School for Girls Limited, a charitable company of which some of the trustees are also Trustees of the Charity.

19. TRUSTEES' INTERESTS IN CONTRACTS

Included within Property Outgoings are management and administration charges of £11,000 (2023: £67,000) paid to Highdorn Co. Limited and £185,000 (2023: £33,000) paid to Freshwater Property Management Limited charged at normal commercial rates for day-to-day management of the properties held by the Subsidiaries. Both Highdorn Co. Limited and Freshwater Property Management Limited are members of the Freshwater Group of Companies with which this Group is connected. Mr B S E Freshwater is a director of Highdorn Co. Limited and Freshwater Property Management Limited but has no beneficial interest in their share capital.

20. FINANCIAL INSTRUMENTS

	Group		Charity	
	2024 £'000	2023 £'000	2024 £'000	2023 £'000
Financial assets measured at fair value through income and expenditure:				
Listed investments (see Note 10)	2	2	2	2
Other investments (see Note 10)	13,108	12,171	12,795	11,881
Investment in associates (see Note 10)	3,958	4,770	-	-
Investment in subsidiary undertakings (see Note 10)	-	-	57,791	57,560

The income, expense, net gains and losses, including changes in fair value, for financial assets measured at fair value and financial assets and liabilities measured at amortised cost are included within the Statement of Financial Activities.

The fair values of the principal investments held at fair value through income and expenditure at the balance sheet date are determined by trustees' valuation.

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2023 £'000	Cash flows £'000	Non-cash movements £'000	At 31 Mar 2024 £'000
Cash in hand and at bank	**4,131**	(1,583)	-	**2,548**
Debt due after one year	**(4,969)**	-	112	**(4,857)**
	(838)	(1,583)	112	**(2,309)**

Non-cash movements represent exchange rate movements.

22. RELATED PARTY TRANSACTIONS

In addition to the matters set out elsewhere in these Financial Statements, the following related party transactions should be noted.

The Charity received donations of £1,250,000 (2023: £1,250,000) and £nil (2023: £100,000) from Metropolitan Properties Company Limited and Daejan Holdings Limited respectively; certain Trustees of the Charity are directors of the donor companies.

The Charity received donations of £nil (2023: 5,540) from family members of certain of the Trustees of the Charity.

The Charity received dividends aggregating £548,186 (2023: £529,914) from Daejan Group Holdings Limited, a company of which certain Trustees of the Charity are directors.

The Charity had the following interest receivable from subsidiary undertakings:

	2024 £'000	2023 £'000
Bastion Products Limited	49	49
Brigade Properties Limited	9	9
Cherry Orchard Properties Limited	17	17
L K B Investments Limited	389	391
Metropolitan Properties Co (Cloisters) Limited	86	86
Newprop Company Limited	54	54
	604	606

Grants and Donations made by the Charity include the following amounts which were donated to charitable companies, the trustees of which are Trustees of the Charity.

	2024 £'000	2023 £'000
Beth Jacob Grammar School for Girls Limited	1,751	2,161
Regent Charities Limited	60	235
Sassov Beis Hamedrash	56	120
The Union of Orthodox Hebrew Congregations	1	-
Zichron Chaim Limited	22	-

23. ACCOUNTING ESTIMATES AND JUDGEMENTS

(i) Property valuation

The valuation of the Group's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 10). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 1 above, all the Group's properties are valued by external valuers with appropriate qualifications and experience.

(ii) Unlisted investments valuation

The valuation of the Group's unlisted investments is subjective, depending on many factors, including comparator dividend yields and net asset values, assumed rationale of prospective share purchasers, and the deemed impact of entity specific conditions on the aforementioned measures. Significant judgement is also required when selecting comparator companies to be included in the population from which expected yields and discounted net asset values are derived. Therefore, the valuation is subject to a degree of uncertainty and is made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

(iii) Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

NOTES TO THE STATEMENT OF CASH FLOWS

24. RECONCILIATION OF NET INCOME TO NET CASH USED IN OPERATING ACTIVITIES

	2024 £'000	2023 £'000
Net expenditure for the year	(2,930)	(13,991)
Adjustments for:		
Depreciation charges	1	1
(Gains)/losses on investments	1,628	13,103
Dividends, interest and rents from investments	(4,038)	(2,483)
Increase/(decrease) in donations and designated fund provisions	-	(84)
(Increase)/decrease in debtors	(2,246)	(2,954)
Increase/(decrease) in creditors	3,711	1,245
Increase/(decrease) in provisions for liabilities	(65)	(742)
Share of (profit)/loss of associate	585	(747)
Net cash used in operating activities	(3,354)	(6,652)

25. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2024 £'000	2023 £'000
Cash at bank and in hand	2,548	4,131
Total cash and cash equivalents	2,548	4,131

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

MANAGEMENT INFORMATION

FOR THE YEAR ENDED 31 MARCH 2024

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 6 to 9.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

INCOME & EXPENDITURE ACCOUNT
(STATEMENT OF FINANCIAL ACTIVITIES)
FOR THE YEAR ENDED 31 MARCH 2024

	2024		2023	
	£'000	£'000	£'000	£'000
Income and Endowments from:				
Donations and Grants Received		1,253		1,357
Investments:				
Income from Fixed Asset Investments		548		530
Interest Receivable and Similar Income		722		608
Rents and Charges Receivable		3,004		2,705
Total Income		5,527		5,200
Expenditure on:				
Raising Funds:				
Property Outgoings	(1,177)		(1,378)	
Interest Payable and Similar Charges	(6)		(310)	
Charitable Activities:				
Grants and Donations	(4,754)		(5,351)	
Payments from Special Projects Fund	(1,122)		(618)	
Expenditure Relating to Properties Held for Charitable Purposes	(39)		(110)	
Other:				
Governance Costs	(57)		(49)	
Total Expenditure		(7,155)		(7,816)
NET EXPENDITURE BEFORE GAINS ON INVESTMENTS		(1,628)		(2,616)
Net Gains on Investments:				
Valuation of Investment Property	(2,447)		(4,539)	
Valuation of Listed and Other Investments	1,145		(6,835)	
		(1,302)		(11,374)
NET EXPENDITURE FOR THE YEAR AND NET MOVEMENT IN FUNDS		(2,930)		(13,990)
Reconciliation of Funds:				
Total Funds Brought Forward		105,831		119,821
TOTAL FUNDS CARRIED FORWARD		102,901		105,831

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2024

	2024 Unrestricted Funds		2023 Unrestricted Funds	
	£'000	£'000	£'000	£'000
Rents and Other Charges Receivable		3,004		2,705
Less: Property Outgoings				
Ground Rent Payable	(312)		(322)	
General and Water Rates	(15)		(57)	
Insurance	(33)		(37)	
Repairs and Maintenance	(370)		(468)	
Lighting and Heating	(248)		(182)	
Porterage and Cleaning	(95)		(52)	
Legal and Professional Charges	(36)		(188)	
Management and Letting Commission	(68)		(72)	
		(1,177)		(1,378)
NET PROPERTY SURPLUS		1,827		1,327

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales - Charity number 313890

Accounts

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

Company No: 688212

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended

31 MARCH 2023

COHEN ARNOLD
CHARTERED ACCOUNTANTS
& STATUTORY AUDITOR
LONDON NW11 0PU

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

TRUSTEES

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

SECRETARIES

Mr J S Southgate
Mr M D E Bale

REGISTERED OFFICE

Freshwater House
158-162 Shaftesbury Avenue
LONDON WC2H 8HR

AUDITORS

Cohen Arnold
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

PRINCIPAL BANKERS

Barclays Bank plc

COMPANY NUMBER

688212

REGISTERED CHARITY NUMBER

313890

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

INDEX TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

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THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
TRUSTEES' REPORT

The Governors, hereafter referred to as Trustees, who are also directors for the purposes of company law, have pleasure in presenting their Annual Report together with the Consolidated Financial Statements of the Company for the year ended 31 March 2023.

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISORS

The official name of the Charity is The Raphael Freshwater Memorial Association Limited, a Company limited by guarantee. Its company registration number is 688212 and its registered charity number is 313890.

The registered address of the Company is:

Freshwater House
158 - 162 Shaftesbury Avenue
LONDON WC2H 8HR

The Trustees of the Company who served during the year and who are still in office are:

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

STRUCTURE, GOVERNANCE AND MANAGEMENT

The day to day affairs of the Company are administered by an Executive Committee, the Chairman of which is Mr BSE Freshwater.

All Trustees give their time voluntarily and no benefits or expenses were paid to them during the year.

New trustees are appointed based on personal competence, specialist skills, availability and knowledge of and contact with institutions professing and teaching the principles of traditional Judaism and the advancement of religion in accordance with the Jewish faith. New trustees are inducted into the workings of the Company by the existing trustees.

As the Charity is a Company limited by guarantee, its governing documents are its Memorandum and Articles of Association.

Group Structure and Relationships

The charity has the following non-charitable operating subsidiaries:-

Bastion Products Limited – a property investment company
Brigade Properties Limited – a property investment company
Charles Development Company Limited – a share investment company
Cherry Orchard Properties Limited – a property investment company
Delbast Corporation – a holding company of a 20% shareholding in a property investment company
Endsleigh Court Services Limited – a property management company
Kayville Properties Limited – a property investment company
L K B Investments Limited – a property investment company
LKB (Endsleigh) Limited – a property investment company
Metropolitan Properties Co (Cloisters) Limited – a property investment company
Newprop Company Limited – a property investment company

Certain of the Trustees of this Company are also directors of the above companies.

STRUCTURE, GOVERNANCE AND MANAGEMENT (cont'd)

Related Party Transactions
Details of transactions with 'Related Parties' are disclosed in Notes 10, 11, 12, 18, 19 and 22 to the Financial Statements.

OBJECTIVES AND ACTIVITIES

The Company was established to support the activities of religious Jewish organisations recognised as charitable by English Law both in the United Kingdom and abroad, especially those in the field of education and relief of poverty. The Trustees regularly support a significant number of institutions and organisations both in the United Kingdom and abroad which meet the Company's criteria.

The Company is also supportive of organisations which are solely committed to the relief of poverty. Such organisations assist needy Jewish families through both financial and non-financial grants and distributions.

The Company receives income from its investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings which it utilises in the provision and distribution of grants, donations and loans to organisations that fall within the objectives of the Company.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charitable Company's aims and objectives and in planning future activities and setting the grant making policy for the year.

TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and the income and expenditure of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Cohen Arnold, are willing to continue in office and a resolution re-appointing them in accordance with Section 485 of the Companies Act 2006 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

Each of the persons who is a Trustee at the date of approval of this report confirms that:

- so far as each Trustee is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each Trustee has taken all steps that they ought to have taken as a Trustee to make themself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

STRATEGIC REVIEW

The Trustees have prepared a strategic report which includes a review of the Group's business and future developments, a description of the principal risks and uncertainties facing the Group and key performance indicators.

STRATEGY AND BUSINESS MODEL

The Company invests in investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings to generate income with which it makes grants, donations and loans to charitable organisations and institutions that fall within the objectives of the Company.

ACHIEVEMENTS AND PERFORMANCE

During the year the Company continued its philanthropic activities in support of religious, educational and other Charitable Institutions and the aggregate of donations made was £5,351,000 (2022: £3,597,000). Over 250 institutions and organisations were the recipients of the above donations.

No change in activities is envisaged in the immediate future.

In recent years, the Trustees have continued to support certain major projects which, during previous years, have received substantial financial grants from the Company. At the present time the Trustees have entered into commitments for the financial support of Colleges and Institutions which is anticipated to absorb approximately £1,569,000 comprising Tangible Fixed Assets and other current assets made available by the Company and the provision of financial support over the next five years (Note 16). Funds to meet these commitments have been set aside and are referred to as "Designated Funds" in the Financial Statements.

The financial results of the Company and its Subsidiary Undertakings for the year ended 31 March 2023 are fully reflected in the attached Financial Statements together with the Notes thereon.

FINANCIAL REVIEW

Reserves Policy

The Company is required to maintain Reserves in order to ensure that it is in a position to continue its grant-making activities and cover contingencies of additional calls being made upon the Company for support of organisations or institutions in times of need.

Consequently, the Trustees consider it appropriate to maintain 'Free Reserves' (unrestricted funds not committed or invested in Tangible Fixed Assets, Fixed Asset Investments or Loans to Subsidiary Undertakings) at a level which will not impinge on the Company's ability to support Charitable Institutions.

As at 31 March 2023, the Company has total funds of £105,831,000 (Group: £105,830,000). These funds include £82,412,000 (Group: £81,324,000) which arises from the revaluation of the Company's investments and is not readily available for general purposes. The funds of the Company and Group also include £1,569,000 of Designated Funds set aside for a Special Projects Fund, from which donations are made to various long-term charitable projects. Consequently, the Company has reserves of £21,850,000 (Group: £22,937,000) after making allowances for the Designated Funds and reserves not readily available. These reserves include the Free Reserves of the Company and are considered to be adequate and will be reviewed periodically by the Trustees.

Investment Policy

Under the Memorandum and Articles of Association, the Company has the power to make investments which the Trustees consider appropriate. The Trustees seek investments which, over a medium term, are anticipated to generate a dependable flow of income coupled with capital growth.

The Trustees consider the return on investments, in terms of both income and capital growth, given the challenging market conditions the Company operates within, to be satisfactory.

Grant Making Policy

The Company makes Grants and Donations to Colleges and Institutions for the advancement of religion and education and to Institutions for the relief of poverty in accordance with the Charity's objectives. The recipient Institutions are based both in the United Kingdom and abroad.

In making Grants and Donations, the Trustees use their personal knowledge of the Institution, its representatives, operational efficiency and reputation. The Trustees monitor the application of the Grants and Donations by meeting with representatives of the Institutions and obtaining information as to the utilisation of funds.

During the current and prior year, the Grants and Donations made by the Company were for the advancement of religion and education and for the relief of poverty.

Risk Management

The Trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties to which the Company is exposed, in particular those to the operations and finances of the Company; the establishment of policies, systems and procedures to mitigate those risks identified in the annual review and the implementation of procedures designed to minimise or manage any potential impact on the Company should those risks materialise.

The principal risks to which the Company is exposed are:

- Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- Planning construction and letting risk in relation to redevelopment activity
- The availability of liquid funds to make grants and donations
- The economic cycle generally
- The macroeconomic environment, including the impact of Covid-19 and Brexit

FINANCIAL REVIEW (cont'd)

The Company seeks to manage or mitigate such risks wherever possible through such measures as insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook.

Ultimately, the Trustees are not overly concerned as they can manage the level of donations according to the available reserves taking into account the financial implications of Covid-19 and Brexit. The Trustees are satisfied that no adverse effects regarding property investment, Covid-19 and Brexit would impact the going concern status of the company.

Key Performance Indicators (KPIs)

The Trustees monitor the Group's performance progress against its strategic objectives and the financial performance of its operations on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial measures. The most significant KPIs used by the Group are as follows:

	2023	2022
Grants and donations paid out	£5.4 million	£3.6 million
Net rental income	£2.0 million	£1.8 million
Dividend income	£0.5 million	£0.5 million
Quoted and other investments	£16.9 million	£22.3 million
Investment property at fair value	£110.9 million	£115.0 million

PLANS FOR THE FUTURE

The Trustees plan to continue to make distributions in accordance with their grant making policy and ensure that the ability to generate sufficient income is maintained to achieve that end.

FIXED ASSETS

The movements in Fixed Assets are fully reflected in Notes 9 and 10 to the Financial Statements.

The Company's investment properties are included in the Balance Sheet at fair value, as fully disclosed in Note 10 to the Financial Statements.

An independent professional revaluation of all the group's properties was carried out at 31 March 2023 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

On Behalf of the Council

.....

Mr B S E Freshwater - Trustee

19 December 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

OPINION

We have audited the financial statements of The Raphael Freshwater Memorial Association Limited (the 'charity') for the year ended 31 March 2023 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Company Balance Sheets, the Group Cash Flow Statements and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Parent Company's affairs as at 31 March 2023 and of the Group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charity's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, due to the current macro-economic impact of the Covid-19 pandemic and the higher level of uncertainty observed in the economy, including the uncertainty surrounding Brexit and the associated potential financial costs, we cannot predict all future events or conditions. As subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

OTHER INFORMATION (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group through discussion with the directors and senior management and identified financial reporting legislation, landlord legislation and charity legislation as being most significant to these financial statements.
- We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with the laws and regulations.
- We discussed with the directors and senior management the policies and procedures regarding compliance with these legal and regulatory frameworks.
- We assessed the susceptibility of the group's financial statements to material misstatement due to non-compliance with legal and regulatory frameworks, including how fraud might occur, by enquiry with the directors and senior management during the planning and finalisation phases stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory frameworks, which were part of our procedures on the related financial statement items.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

USE OF OUR REPORT

This report is made solely to the charity's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charity's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.

BARRY LEIGH
(Senior Statutory Auditor)
For and on behalf of
COHEN ARNOLD
Chartered Accountants
& Statutory Auditor

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

19 December 2023

Our audit was completed on 19 December 2023 and our opinion was expressed at that date.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 Unrestricted Funds £'000	£'000	2022 Unrestricted Funds £'000	£'000
				restated	*restated*
Income and Endowments from:					
Donations and Grants Received			1,357		1,253
Investments:					
Income from Fixed Asset Investments			543		525
Interest Receivable and Similar Charges			4		1
Rents and Charges Receivable			7,598		7,272
Total Income			9,502		9,051
Expenditure on:					
Raising Funds:					
Property Outgoings		(5,347)		(5,445)	
Interest Payable and Similar Charges	2	(315)		(226)	
Investment Management Costs		(90)		(97)	
Charitable Activities:					
Grants and Donations	3	(5,351)		(3,597)	
Payments from Special Projects Fund		(618)		(209)	
Expenditure Relating to Properties Held for Charitable Purposes		(110)		(115)	
Other:					
Governance Costs	4	(49)		(53)	
Total Expenditure			(11,880)		(9,742)
NET EXPENDITURE BEFORE GAINS/(LOSSES) ON INVESTMENTS			(2,378)		(691)
Net Gains/(Losses) on Investments:					
Share of Profit/(Loss) of Associate	10	747		(5)	
Disposal of Investment Property		175		277	
Valuation of Investment Property	10	(7,195)		(2,799)	
Valuation of Listed and Other Investments	10	(6,083)		936	
			(12,356)		(1,591)
NET EXPENDITURE BEFORE TAX	5		(14,734)		(2,282)
Taxation	7		743		(3,831)
NET OUTGOING FOR YEAR AND NET MOVEMENT IN FUNDS			(13,991)		(6,113)
Reconciliation of Funds:					
Total Funds Brought Forward			119,821		125,934
TOTAL FUNDS CARRIED FORWARD			105,830		119,821

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2023

	Note	2023 £'000	2023 £'000	2022 £'000	2022 £'000
				restated	*restated*
FIXED ASSETS					
Tangible Assets	**9**		823		825
Investments	**10**		127,831		137,276
			128,654		138,101
CURRENT ASSETS					
Debtors	**11**	19,414		15,093	
Cash at Bank and in Hand		4,131		12,125	
		23,545		27,218	
CREDITORS: Amounts falling due within one year	**12**	(23,436)		(22,131)	
NET CURRENT ASSETS			109		5,087
TOTAL ASSETS LESS CURRENT LIABILITIES			128,763		143,188
CREDITORS: Amounts falling due after more than one year	**13**		(4,969)		(4,661)
PROVISIONS	**14**		(17,964)		(18,706)
TOTAL NET ASSETS			105,830		119,821
UNRESTRICTED FUNDS					
Designated Funds	**16**		1,569		2,187
Other Charitable Funds	**16**		46,702		59,177
Non-Charitable Funds	**16**		57,559		58,457
TOTAL UNRESTRICTED FUNDS			105,830		119,821

The Financial Statements were approved by the Council on 19 December 2023 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
BALANCE SHEET AS AT 31 MARCH 2023

	Note	2023 £'000	2023 £'000	2022 £'000	2022 £'000
				restated	*restated*
FIXED ASSETS					
Tangible Assets	**9**		823		825
Investments	**10**		97,039		105,613
			97,862		106,438
CURRENT ASSETS					
Debtors	**11**	12,503		11,284	
Cash at Bank and in Hand		3,365		11,507	
		15,868		22,791	
CREDITORS: Amounts falling due within one year	**12**	(2,930)		(4,747)	
NET CURRENT ASSETS			12,938		18,044
TOTAL ASSETS LESS CURRENT LIABILITIES			110,800		124,482
CREDITORS: Amounts falling due after more than one year	**13**		(4,969)		(4,661)
TOTAL NET ASSETS			105,831		119,821
UNRESTRICTED FUNDS					
Designated Funds	**16**		1,569		2,187
Other Charitable Funds	**16**		104,262		117,634
TOTAL UNRESTRICTED FUNDS			105,831		119,821

The Financial Statements were approved by the Council on 19 December 2023 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 14 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 Unrestricted Funds £'000	£'000	2022 Unrestricted Funds £'000	£'000
Cash Flows from Operating Activities:					
Net Cash from Operating Activities	**24**	(6,603)		7,992	
Tax Recovered		(59)		6	
Net Cash from/(used in) Operating Activities			(6,662)		7,998
Cash Flows from Investing Activities					
Dividends, Interest and Rents from Investments		1,921		1,306	
Proceeds from Sale of Investments		175		277	
Purchase of Investments		(3,087)		-	
Net Cash Provided by Investing Activities			(991)		1,583
Cash Flows from Financing Activities					
Repayments of Borrowing		-		(27)	
Interest Paid		(8)		(9)	
Net Cash Used in Financing Activities			(8)		(36)
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			(7,661)		9,545
CASH AND CASH EQUIVALENTS AT 1 APRIL 2022			12,099		2,771
CHANGE IN CASH AND CASH EQUIVALENTS DUE TO EXCHANGE RATE MOVEMENTS			(307)		(217)
CASH AND CASH EQUIVALENTS AT 31 MARCH 2023	**25**		4,131		12,099

The notes on pages 14 to 34 form part of these Financial Statements.

1. ACCOUNTING POLICIES

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 158-162 Shaftesbury Avenue, London, WC2H 8HR.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', 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 (FRS 102) (Charities SORP (FRS 102)) and the Charities Act 2011.

The Consolidated Financial Statements incorporate the results of the company and its subsidiaries for the year ended 31 March 2023. These are adjusted, where appropriate, to conform to group accounting policies.

The following accounting policies have been used consistently in the preparation of the Group's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the Historical Cost Convention, as modified by the inclusion of fixed asset investments at fair value. The financial statements are prepared in sterling, which is the functional currency of the entity, and rounded to thousands.

The directors have concluded that it is appropriate for the financial statements to be prepared in accordance with the accounting principles appropriate to a going concern and that there is no material uncertainty to this position, as the directors have a reasonable expectation that the company has adequate resources under all plausible circumstances to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due, based on available sources of finance.

Judgements made by the Trustees, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 23.

The Company meets the definition of a public benefit entity under FRS 102.

1.2 GROUP FINANCIAL STATEMENTS

A separate Statement of Financial Activities, or Income and Expenditure Account for the Company itself is not presented in accordance with Section 408 of the Companies Act 2006.

The Group Financial Statements incorporate the financial statements of the company and its group undertakings including Delbast Corporation (see Note 10f). These are adjusted, where appropriate, to conform to group accounting policies and UK Generally Accepted Accounting Practice.

1. ACCOUNTING POLICIES (cont'd)

1.4 PROPERTY OUTGOINGS

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

1.5 GOVERNANCE COSTS

Governance costs include costs of the preparation and audit of financial statements and the cost of any legal advice to Trustees on governance or constitutional matters.

1.6 INVESTMENT GAINS AND LOSSES

This includes any gains or losses on the sale of investments and any gains or losses resulting from revaluing investments to fair value at the end of the year.

1.7 DEFERRED TAX

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

There are no deferred tax provisions for the Company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

1.8 PROPERTIES HELD FOR USE BY CHARITY

These properties are stated at cost. Properties donated to the Company are included at fair value at the date of acquisition. Depreciation of freehold buildings is provided at the rate of 2% per annum on a straight-line basis over the useful economic life of the asset.

1. ACCOUNTING POLICIES (cont'd)

1.9 INVESTMENT PROPERTY

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the Statement of Financial Activities (SOFA) and taken to Other Unrestricted Funds.

1.10 DISPOSALS OF PROPERTIES

The Group generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the Group's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the Group also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

1.11 LISTED INVESTMENTS

Shareholdings acquired are initially recorded at cost and subsequently included at fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.12 INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

Shareholdings acquired are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015) based on the net asset value. The net asset values of the subsidiary undertakings reflect fair values of their underlying properties held for investment; any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.13 INVESTMENTS IN ASSOCIATES

Investments in associates have been incorporated in the consolidated financial statements under the equity method whereby the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the share of the profit or loss of the associate after the date of acquisition. The share of the associate's profit or loss after tax is recognised in the consolidated profit and loss account.

1. ACCOUNTING POLICIES (cont'd)

1.14 OTHER INVESTMENTS

Other investments comprise shareholdings in unlisted companies and are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.15 FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Rental and other debtors

Rental and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Rent in advance and other creditors

Rent in advance and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1.16 LIABILITY RECOGNITION

Liabilities are recognised as soon as there is a legal or constructive obligation committing the Charity to pay out resources.

1.17 FOREIGN CURRENCIES

Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange in respect of the month during which the transactions occurred, or where practicable, at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the Net Incoming Resources.

1. ACCOUNTING POLICIES (cont'd)

1.18 FUND ACCOUNTING

Unrestricted Funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and in accordance with relevant law.

Designated Funds are Unrestricted Funds, which have been set-aside at the discretion of the Trustees for specific purposes as noted below (Note 1.18).

Non-Charitable Funds are Unrestricted Funds and comprise the net aggregate reserves of the Company's subsidiaries computed by reference to the accounting policies of the subsidiaries.

Other Unrestricted Funds comprise Other Charitable Funds, representing the accumulated surplus or deficit on income and expenditure account and the excess of fair value over the cost of investments.

Restricted Funds are funds subject to specific restricted conditions imposed by donors. There are no Restricted Funds as at the Balance Sheet date.

1.19 DESIGNATED FUNDS

The Company has committed itself to various long-term charitable projects and transfers are made to Designated Funds in accordance with anticipated expenditure in respect of each individual project.

2. INTEREST PAYABLE

	2023	2022
	£'000	£'000
Bank Charges and Interest	8	10
Losses on Foreign Exchange	307	216
	315	226

3. GRANTS AND DONATIONS PAYABLE

	2023	2022
	£'000	£'000
Grants and Donations Paid	5,351	3,597

All Grants and Donations were paid to charitable institutions for the advancement of religion and education and for the relief of poverty.

The composition of donations is shown below.

	£'000
Beth Jacob Grammar School For Girls Limited	2,161
Bobov Cheder Trust	663
Amud Hatzedoka Trust	269
Chibas Yerushalayim Kollel	216
Regent Charities Limited	235
Sassov Beis Hamderash	120
Chevras Maoz Ladal	77
Bobov Foundation F.O.	47
New Rachmistrivke Synagogue Trust	43
Keren Shlomo Trust	36
Kahal Chassidim Bobov	34
WST Charity Limited	31
Chasdei Aharon Limited	31
Federation of Synagogues	30
Friends of Keren Hashviis	30
Yetev Lev London Jerusalem Trust	29
Yesamach Levav Trust	26
Other donations	1,273
	5,351

4. GOVERNANCE COSTS

	2023	2022
	£'000	£'000
Auditors' Remuneration	38	33
Legal and Professional Fees	10	19
Depreciation	1	1
	49	53

5. NET INCOME/(EXPENDITURE) BEFORE TAX

This is stated after charging:

	2023 £'000	2022 £'000
Depreciation	1	1
Auditors' Remuneration:		
Audit Fees	120	110
Other Professional Services	9	4

6. STAFF COSTS AND EMOLUMENTS

No remuneration or other benefits from employment with the Company or a related entity were received by the Trustees or connected parties. No Trustee expenses have been incurred.

The group's property outgoings include employment costs of £186,265 (2022: £272,500) payable for porterage. The average number of porterage staff employed during the year was 9 (2022: 10).

7. TAXATION

Major components of tax expense

	2023 £'000	2022 £'000
Deferred tax:		
Origination and reversal of timing differences	(743)	(869)
Impact of change in tax rate	-	4,700
Taxation	(743)	3,831

All tax is recognised in the Consolidated Income and Expenditure Account.

Reconciliation of tax expense

The tax assessed on the net income for the year is higher than the standard rate of corporation tax in the UK of 19% (2022: 19%) by reference to the analysis below.

	2023 £'000	2022 £'000
Net income before tax	(14,734)	(2,282)
Net income by rate of tax	(2,799)	(434)
Income exempt from tax	2,343	(481)
Expenses not deductible for tax purposes	26	10
Timing difference on unrealised gains	(210)	(208)
Utilisation of losses brought forward	(120)	(8)
Impact on change in tax rate	-	4,700
Other differences	17	252
Taxation	(743)	3,831

7. TAXATION (cont'd)

Factors that may affect future tax expense

An increase in the main UK corporation tax rate to 25% (effective from 1 April 2023) was announced in the March 2021 Budget and was substantively enacted on 24 May 2021. This will increase the Company's future tax charge accordingly.

The deferred tax liability at 31 March 2023 has been calculated based on the rate of 25% (2022: 25%).

8. NET MOVEMENT IN FUNDS

The Net Movement in Funds of the Company for the year was a deficit of £13,990,000 (2022: deficit of £6,114,000) and has been dealt with in the Statement of Financial Activities of the Company.

9. TANGIBLE FIXED ASSETS

Group and Company

	Property Held for use by Charity £'000
Freehold Properties at Cost	
At 1 April 2022	880
Additions	-
At 31 March 2023	880
Depreciation	
At 1 April 2022	55
Charge for Year	2
At 31 March 2023	57
Net Book Value	
At 31 March 2023	823
At 31 March 2022	825

The Property Held for Use by Charity is stated at historical cost. This includes an amount of £811,000 which represents the cost of land earmarked for the construction of "sheltered accommodation". Part of this property forms the assets representing the Designated Funds in these respects.

10. INVESTMENTS

Group	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Other Investments £'000	Total £'000
FAIR VALUE					
At 1 April 2022	101,579	13,418	2	22,277	137,276
Additions	3,087	-	-	-	3,087
Revaluation	(6,900)	(296)	-	(5,336)	(12,532)
At 31 March 2023	97,766	13,122	2	16,941	127,831

Company	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2022	28,343	992	2	58,457	17,819	105,613
Additions	2,800	-	-	-	-	2,800
Revaluation	(4,493)	(46)	-	(897)	(5,938)	(11,374)
At 31 March 2023	26,650	946	2	57,560	11,881	97,039

a) All Investments, subject to the comments below, are stated at fair value as at 31 March 2023.

b) An independent professional revaluation of all the group's properties was carried out at 31 March 2023 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

The historical cost of the Group's Investment Properties at 31 March 2023 is £23,362,000 (2022: £20,275,000). The historical cost of the Company's Investment Properties at 31 March 2023 is £14,059,000 (2022: £11,259,000).

Valuation techniques and key inputs

The group's residential apartments and houses (£86 million) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies.

The group's commercial units (£26 million) were valued using the income capitalisation method, requiring the application of an appropriate market based yield to net operating income. Adjustments are made to allow for voids when less than five years are left under the current tenancy and to reflect market rent at the point of lease expiry or rent review.

10. INVESTMENTS (cont'd)

c) Other Investments principally comprise shares in Daejan Holdings Limited, valued by the Trustees using a combined discounted net asset and dividend yield approach. Other Investments of the Group also include the investment in associate which has a net book value of £4,770,000 at 31 March 2023 (see Note 10f).

Daejan Holdings Limited has directors in common with the directors of the Company.

The historical cost of the Group's shares in Daejan Holdings Limited is £414,000 (2022: £414,000).

The historical cost of the Company's shares in Daejan Holdings Limited is £405,000 (2022: £405,000).

d) The value of the Investments in Subsidiary Undertakings has been estimated by the Trustees based on the underlying value of assets less liabilities of the Subsidiary Undertakings.

The historical cost of the Investments in Subsidiary Undertakings is £161,657 (2022: £161,657).

e) The Company holds directly and indirectly the undermentioned proportion of the issued share capital in the following Companies, all of which are incorporated in Great Britain and registered in England & Wales and whose registered address is at Freshwater House, 158 - 162 Shaftesbury Avenue, London WC2H 8HR (unless otherwise indicated) and have certain directors in common with the Company.

	Company Number	Percentage Holding
Directly Held Subsidiaries		
Bastion Products Limited	00470283	100
Charles Development Company Limited	00563142	100
Cherry Orchard Properties Limited	00990596	100
Endsleigh Court Services Limited	00501255	100
L K B Investments Limited	00631653	100
Metropolitan Properties Co (Cloisters) Limited	00954321	100
Newprop Company Limited	00473750	100

	Company Number	Percentage Holding
Indirectly Held Subsidiaries		
Brigade Properties Limited	00730498	100
Delbast Corporation (USA)	n/a	100
Kayville Properties Limited	00754315	100
LKB (Endsleigh) Limited	09486023	100
Owen Cooper (Properties) Limited	00629014	100

10. INVESTMENTS (cont'd)

The aggregate amount of assets, liabilities and funds of the subsidiary undertakings are as follows:

	Assets £'000	Liabilities £'000	Capital & Reserves £'000
Bastion Products Limited	5,323	(3,420)	1,903
Brigade Properties Limited	2,060	(544)	1,516
Charles Development Company Limited	517	(57)	460
Cherry Orchard Properties Limited	2,270	(1,325)	945
Endsleigh Court Services Limited	699	-	699
Kayville Properties Limited	530	(141)	389
L K B Investments Limited	78,011	(37,227)	40,784
LKB (Endsleigh) Limited	196	(577)	(381)
Metropolitan Properties Co (Cloisters) Limited	7,870	(4,784)	3,086
Newprop Company Limited	8,530	(5,828)	2,702
Owen Cooper (Properties) Limited	323	(1)	322

10. INVESTMENTS (cont'd)

A summary of turnover, expenditure and profit or loss for the year is shown below for each operational subsidiary undertaking.

	Bastion Products Limited £'000	Brigade Properties Limited £'000	Charles Development Company Limited £'000	Cherry Orchard Properties Limited £'000	Endsleigh Court Services Limited £'000
Turnover	413	54	13	108	-
Cost of sales	(325)	(3)	-	(60)	-
Administrative expenses	(13)	(5)	(2)	(6)	1
Net valuation gains on investment property	12	13	-	116	-
Net valuation losses on listed investments	-	-	(145)	-	-
Profit on disposal of investment property	11	-	-	-	-
Interest receivable and similar income	-	-	-	-	-
Interest payable and similar charges	(50)	(11)	-	(17)	(1)
Profit / (loss) before tax	48	48	(134)	141	-
Taxation	(19)	(10)	37	(32)	-
Profit / (loss) for financial year	29	38	(97)	109	-

	Kayville Properties Limited £'000	L K B Investments Limited £'000	LKB (Endsleigh) Limited £'000	Metropolitan Properties Co (Cloisters) Limited £'000	Newprop Company Limited £'000
Turnover	25	3,673	-	229	391
Cost of sales	(7)	(3,040)	-	(221)	(313)
Administrative expenses	(2)	(34)	-	(13)	(16)
Net valuation gains / (losses) on investment property	-	(2,488)	-	(404)	95
Profit on disposal of investment property	-	91	-	-	73
Interest receivable and similar income	-	4	-	-	-
Interest payable and similar charges	-	(392)	(1)	(86)	(55)
Profit / (loss) before tax	16	(2,186)	(1)	(495)	175
Taxation	(3)	447	-	117	(30)
Profit / (loss) for financial year	13	(1,739)	(1)	(378)	145

10. INVESTMENTS (cont'd)

f) The Group Financial Statements did not consolidate the results, nor the assets and liabilities of Delbast Corporation in prior years as the financial information was not readily available. Financial information relating to Delbast Corporation has recently become available showing that Delbast Corporation owns a 20% interest in Metrobastion Associates, a property investment company. As such, the prior year comparatives have been restated on the Consolidated Balance Sheet to include an investment in associate of £4,023,000 and a share of loss of associate in the Consolidated Statement of Financial Activies of £5,000. The unrestricted funds brought forward in 2022 have been increased by £4,028,000. Delbast Corporation and its operations are controlled and carried out in North America by its directors. It's registered office address is 1651 Coney Island Avenue, Brooklyn, NY 11230. A summary of the Charity's share of the Net Assets of Delbast Corporation can be found below.

Group	2023 £'000	2022 £'000
At the beginning of the year	4,023	4,028
Share of profit/(loss) from associate	270	(38)
Dividends Received	-	(2)
Foreign currency translation	477	35
Investment in associated undertaking	4,770	4,023

11. DEBTORS

	Note	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Amount owed by subsidiary undertakings	11a	-	-	9,419	9,469
Amounts due from connected undertakings	11b	14,136	11,558	789	71
Loan debtors (charitable purposes)		87	3	87	3
Rental debtors		3,596	2,313	1,500	989
Other debtors		1,595	1,219	708	752
		19,414	15,093	12,503	11,284

All debtors are interest-free and repayable on demand except as disclosed below.

11. DEBTORS (cont'd)

a) Amounts due from Subsidiary Undertakings comprise the following:

	2023	2022
	£'000	£'000
Loan debtors	9,419	9,469
	9,419	9,469

	Loan Debtor	
	2023	2022
	£'000	£'000
Bastion Products Limited	618	618
Brigade Properties Limited	108	108
Cherry Orchard Properties Limited	216	216
L K B Investments Limited	6,717	6,767
Metropolitan Properties Co (Cloisters) Limited	1,079	1,079
Newprop Company Limited	681	681
	9,419	9,469

The L K B Investments Limited loan includes a facility of £5.26 million which bears interest at a rate of 5% per annum and is repayable by 29 June 2026. The remaining loans bear interest at 8% per annum and are effectively repayable on demand (see Note 22).

b) Amounts due from Connected Undertakings comprise amounts due from companies, certain directors of which are also directors of companies within this Group. The amounts mainly comprise balances due on property management current account which are interest free and are effectively repayable on demand.

	Group		Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Freshwater Property Management Limited	11,954	10,060	-	-
Estate of OM and NG Freshwater	390	394	-	-
Highdorn Co. Limited	1,792	1,104	789	71
	14,136	11,558	789	71

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

		Group		Company	
		2023	2022	2023	2022
		£'000	£'000	£'000	£'000
Bank loans & overdrafts		-	26	-	26
Amounts owed to connected undertakings	12a	17,786	17,287	2	2,030
Taxation and social security		90	149	90	149
Rent in advance		2,680	2,273	1,053	971
Other creditors and accruals		2,880	2,396	1,785	1,571
		23,436	22,131	2,930	4,747

Amounts owed to Connected Undertakings and Loan Creditors owed to Connected Undertakings comprise amounts due to companies, certain directors of which are also directors of companies within this Group. Except as detailed below, the amounts are due on property management current account, are interest free and are effectively repayable on demand.

12a) AMOUNTS OWED TO CONNECTED UNDERTAKINGS

	Group		Company	
	2023	2022	2023	2022
	£'000	£'000	£'000	£'000
Highdorn Co. Limited	17,784	17,246	-	2,013
Mayfair Charities Limited	2	17	2	17
Freshwater Property Management Limited	-	24	-	-
	17,786	17,287	2	2,030

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Group and Company

	2023	2022
	£'000	£'000
Other Creditors	4,969	4,661
	4,969	4,661

Amounts are payable as follows:

In more than one year but not more than two years	-	4,661
In more than two years but not more than five years	-	-
In five years or more	4,969	-
	4,969	4,661

14. PROVISION FOR LIABILITIES

The movement in the deferred taxation provision during the year was:

Group	Investment Property £'000	Listed Investments £'000	Total £'000
At 1 April 2022	18,615	91	18,706
Charge during the year	(705)	(37)	(742)
At 31 March 2023	17,910	54	17,964

There are no deferred tax provisions for the company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

15. OPERATING LEASES

As Lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2023 £'000	2022 £'000
Not later than 1 year	3,189	3,144
Later than 1 year and not later than 5 years	8,228	8,757
Later than 5 years	11,592	12,643
	23,009	24,544

16. UNRESTRICTED INCOME FUNDS

Group	Designated Funds £'000	Other Charitable Funds £'000	Non Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2022	2,187	59,177	58,457	119,821
Net income/(expenditure) for the Year	(618)	(12,475)	(898)	(13,991)
Balance at 31 March 2023	1,569	46,702	57,559	105,830

16. UNRESTRICTED INCOME FUNDS (cont'd)

Company	Designated Funds £'000	Other Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2022	2,187	117,634	119,821
Net income/(expenditure) for the year	(618)	(13,372)	(13,990)
Balance at 31 March 2023	1,569	104,262	105,831

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	128,654	109	(22,933)	105,830
Total Funds	128,654	109	(22,933)	105,830

Company	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	97,862	12,938	(4,969)	105,831
Total Funds	97,862	12,938	(4,969)	105,831

18. CONTINGENT LIABILITIES AND GUARANTEES

The Company has given the following limited guarantees:

(a) £750,000 (2022: £750,000) in respect of bank overdraft facilities provided to Service To The Aged Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

(b) £150,000 (2022: £150,000) in respect of bank overdraft facilities provided to Beth Jacob Grammar School for Girls Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

19. TRUSTEES' INTERESTS IN CONTRACTS

Included within Property Outgoings are management and administration charges of £67,000 (2022: £202,000) paid to Highdorn Co. Limited and £33,000 (2022: £36,000) paid to Freshwater Property Management Limited charged at normal commercial rates for day-to-day management of the properties held by the Subsidiaries. Both Highdorn Co. Limited and Freshwater Property Management Limited are members of the Freshwater Group of Companies with which this Group is connected. Mr B S E Freshwater is a director of Highdorn Co. Limited and Freshwater Property Management Limited but has no beneficial interest in their share capital.

20. FINANCIAL INSTRUMENTS

	Group		Company	
	2023	**2022**	**2023**	**2022**
	£'000	**£'000**	**£'000**	**£'000**
Financial assets measured at fair value through income and expenditure:				
Listed investments (see Note 10)	2	2	2	2
Other investments (see Note 10)	16,941	22,277	11,881	17,819
Investment in Subsidiary Undertakings (see Note 10)	-	-	57,560	58,457
Financial assets measured at amortised cost (see Note 11)	19,414	15,093	12,503	11,284
Financial liabilities measured at amortised cost (see Notes 12 and 13)	28,405	26,792	7,899	9,408

The income, expense, net gains and losses, including changes in fair value, for financial assets measured at fair value and financial assets and liabilities measured at amortised cost are included within the Statement of Financial Activities.

The fair values of the principal investments held at fair value through profit and loss at the balance sheet date are determined by trustees' valuation.

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2022	Cash flows	Non-cash movements	**At 31 Mar 2023**
	£'000	£'000	£'000	**£'000**
Cash in hand and at bank	**12,125**	(7,994)	-	**4,131**
Debt due within one year	**(26)**	26	-	-
Debt due after one year	**(4,661)**	-	(308)	**(4,969)**
	7,438	(7,968)	(308)	**(838)**

Non-cash movements represent exchange rate movements.

22. RELATED PARTY TRANSACTIONS

In addition to the matters set out elsewhere in these Financial Statements, the following related party transactions should be noted.

The Company received donations of £1,250,000 (2022: £1,250,000) and £100,000 (2022: £nil) from Metropolitan Properties Company Limited and Daejan Holdings Limited respectively; certain Trustees of the Company are Directors of the donor companies.

The Company received donations of £5,540 from family members of certain of the Trustees of the Company.

The Company had the following interest receivable from subsidiary undertakings:

	2023 £'000	2022 £'000
Bastion Products Limited	49	58
Brigade Properties Limited	9	9
Cherry Orchard Properties Limited	17	17
L K B Investments Limited	391	676
Metropolitan Properties Co (Cloisters) Limited	86	138
Newprop Company Limited	54	80
	606	978

Grants and Donations made by the Company include the following amounts which were donated to charitable companies, the Trustees of which are Trustees of the Company.

	2023 £'000	2022 £'000
Beth Jacob Grammar School for Girls Limited	2,161	540
Regent Charities Limited	235	-
Sassov Beis Hamedrash	120	8

23. ACCOUNTING ESTIMATES AND JUDGEMENTS

(i) Property valuation

The valuation of the group's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 10). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 1 above, all the group's properties are valued by external valuers with appropriate qualifications and experience.

(ii) Unlisted investments valuation

The valuation of the group's unlisted investments is subjective, depending on many factors, including comparator dividend yields and net asset values, assumed rationale of prospective share purchasers, and the deemed impact of entity specific conditions on the aforementioned measures. Significant judgement is also required when selecting comparator companies to be included in the population from which expected yields and discounted net asset values are derived. Therefore, the valuation is subject to a degree of uncertainty and is made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

(iii) Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

NOTES TO THE STATEMENT OF CASH FLOWS

24. RECONCILIATION OF NET INCOME TO NET CASH USED IN OPERATING ACTIVITIES

	2023 £'000	2022 £'000 *restated*
Net (expenditure)/income for the year	(13,991)	(6,113)
Adjustments for:		
Depreciation charges	1	1
(Gains)/losses on investments	13,103	1,586
Dividends, interest and rents from investments	(2,483)	(2,127)
Increase/(decrease) in Donations and Designated Fund Provisions	(84)	-
(Increase)/decrease in debtors	(2,954)	2,184
Increase/(decrease) in creditors	1,294	8,628
Increase/(decrease) in provisions for liabilities	(742)	3,828
Share of (profit)/loss of associate	(747)	5
Net cash used in operating activities	(6,603)	7,992

25. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2023 £'000	2022 £'000
Cash at Bank and in Hand	4,131	12,125
Bank Overdraft and Short-Term Bank Loans	-	(26)
Total cash and cash equivalents	4,131	12,099

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

MANAGEMENT INFORMATION

FOR THE YEAR ENDED 31 MARCH 2023

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 6 to 9.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

INCOME & EXPENDITURE ACCOUNT
(STATEMENT OF FINANCIAL ACTIVITIES)
FOR THE YEAR ENDED 31 MARCH 2023

	2023		2022	
	£'000	£'000	£'000 *restated*	£'000 *restated*
Income and Endowments from:				
Donations and Grants Received		1,357		1,253
Investments:				
Income from Fixed Asset Investments		530		512
Interest Receivable and Similar Charges		608		979
Rents and Charges Receivable		2,705		3,353
Total Income		5,200		6,097
Expenditure on:				
Raising Funds:				
Property Outgoings	(1,378)		(1,039)	
Interest Payable and Similar Charges	(310)		(221)	
Charitable Activities:				
Grants and Donations	(5,351)		(3,597)	
Payments from Special Projects Fund	(618)		(209)	
Expenditure Relating to Properties Held for Charitable Purposes	(110)		(115)	
Other:				
Governance Costs	(49)		(53)	
Total Expenditure		(7,816)		(5,234)
NET (EXPENDITURE)/INCOME BEFORE GAINS ON INVESTMENTS		(2,616)		863
Net Gains on Investments:				
Disposal of Investment Property	-		41	
Valuation of Investment Property	(4,539)		701	
Valuation of Listed and Other Investments	(6,835)		(7,719)	
		(11,374)		(6,977)
NET (EXPENDITURE)/INCOME FOR THE YEAR AND NET MOVEMENT IN FUNDS		(13,990)		(6,114)
Reconciliation of Funds:				
Total Funds Brought Forward		119,821		125,935
TOTAL FUNDS CARRIED FORWARD		105,831		119,821

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2023

	2023 Unrestricted Funds		2022 Unrestricted Funds	
	£'000	£'000	£'000	£'000
Rents and Other Charges Receivable		2,705		3,353
Less: Property Outgoings				
Ground Rent Payable	322		298	
General and Water Rates	57		67	
Insurance	37		54	
Repairs and Maintenance	468		292	
Lighting and Heating	182		104	
Porterage and Cleaning	82		94	
Legal and Professional Charges	188		75	
Management and Letting Commission	72		55	
		(1,378)		(1,039)
NET PROPERTY SURPLUS		1,327		2,314

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales - Charity number 313890

Accounts

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

Company No: 688212

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended

31 MARCH 2022

COHEN ARNOLD
CHARTERED ACCOUNTANTS
& STATUTORY AUDITOR
LONDON NW11 0PU

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

TRUSTEES

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

SECRETARIES

Mr J S Southgate
Mr M D E Bale

REGISTERED OFFICE

Freshwater House
158-162 Shaftesbury Avenue
LONDON WC2H 8HR

AUDITORS

Cohen Arnold
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

PRINCIPAL BANKERS

Barclays Bank plc

COMPANY NUMBER

688212

REGISTERED CHARITY NUMBER

313890

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

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FOR THE YEAR ENDED 31 MARCH 2022

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THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
TRUSTEES' REPORT

The Governors, hereafter referred to as Trustees, who are also directors for the purposes of company law, have pleasure in presenting their Annual Report together with the Consolidated Financial Statements of the Company for the year ended 31 March 2022.

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISORS

The official name of the Charity is The Raphael Freshwater Memorial Association Limited, a Company limited by guarantee. Its company registration number is 688212 and its registered charity number is 313890.

The registered address of the Company is:

Freshwater House
158 - 162 Shaftesbury Avenue
LONDON WC2H 8HR

The Trustees of the Company who served during the year and who are still in office are:

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

STRUCTURE, GOVERNANCE AND MANAGEMENT

The day to day affairs of the Company are administered by an Executive Committee, the Chairman of which is Mr BSE Freshwater.

All Trustees give their time voluntarily and no benefits or expenses were paid to them during the year.

New trustees are appointed based on personal competence, specialist skills, availability and knowledge of and contact with institutions professing and teaching the principles of traditional Judaism and the advancement of religion in accordance with the Jewish faith. New trustees are inducted into the workings of the Company by the existing trustees.

As the Charity is a Company limited by guarantee, its governing documents are its Memorandum and Articles of Association.

Group Structure and Relationships

The charity has the following non-charitable operating subsidiaries:-

Bastion Products Limited – a property investment company
Brigade Properties Limited – a property investment company
Charles Development Company Limited – a share investment company
Cherry Orchard Properties Limited – a property investment company
Endsleigh Court Services Limited – a property management company
Kayville Properties Limited – a property investment company
L K B Investments Limited – a property investment company
LKB (Endsleigh) Limited – a property investment company
Metropolitan Properties Co (Cloisters) Limited – a property investment company
Newprop Company Limited – a property investment company

Certain of the Trustees of this Company are also directors of the above companies.

STRUCTURE, GOVERNANCE AND MANAGEMENT (cont'd)

Related Party Transactions
Details of transactions with 'Related Parties' are disclosed in Notes 10, 11, 12, 18, 19 and 22 to the Financial Statements.

OBJECTIVES AND ACTIVITIES

The Company was established to support the activities of religious Jewish organisations recognised as charitable by English Law both in the United Kingdom and abroad, especially those in the field of education and relief of poverty. The Trustees regularly support a significant number of institutions and organisations both in the United Kingdom and abroad which meet the Company's criteria.

The Company is also supportive of organisations which are solely committed to the relief of poverty. Such organisations assist needy Jewish families through both financial and non-financial grants and distributions.

The Company receives income from its investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings which it utilises in the provision and distribution of grants, donations and loans to organisations that fall within the objectives of the Company.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charitable Company's aims and objectives and in planning future activities and setting the grant making policy for the year.

TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and the income and expenditure of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Cohen Arnold, are willing to continue in office and a resolution re-appointing them in accordance with Section 485 of the Companies Act 2006 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

Each of the persons who is a Trustee at the date of approval of this report confirms that:

- so far as each Trustee is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each Trustee has taken all steps that they ought to have taken as a Trustee to make themself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

STRATEGIC REVIEW

The Trustees have prepared a strategic report which includes a review of the Group's business and future developments, a description of the principal risks and uncertainties facing the Group and key performance indicators.

STRATEGY AND BUSINESS MODEL

The Company invests in investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings to generate income with which it makes grants, donations and loans to charitable organisations and institutions that fall within the objectives of the Company.

ACHIEVEMENTS AND PERFORMANCE

During the year the Company continued its philanthropic activities in support of religious, educational and other Charitable Institutions and the aggregate of donations made was £3,597,000 (2021: £3,607,000). Over 200 institutions and organisations were the recipients of the above donations.

No change in activities is envisaged in the immediate future.

In recent years, the Trustees have continued to support certain major projects which, during previous years, have received substantial financial grants from the Company. At the present time the Trustees have entered into commitments for the financial support of Colleges and Institutions which is anticipated to absorb approximately £2,187,000 comprising Tangible Fixed Assets and other current assets made available by the Company and the provision of financial support over the next five years (Note 16). Funds to meet these commitments have been set aside and are referred to as "Designated Funds" in the Financial Statements.

The financial results of the Company and its Subsidiary Undertakings for the year ended 31 March 2022 are fully reflected in the attached Financial Statements together with the Notes thereon.

ACHIEVEMENTS AND PERFORMANCE (cont'd)

Under the terms of the Will of the late Mrs N G Freshwater, 50 Ordinary Shares in Highdorn Co. Limited (see Note 10d) representing 50% of its issued Share Capital were bequeathed to the Company. The Company acted as custodian in respect of these shares for and on behalf of Regent Charities Limited, a charitable company with Trustees in common with the Company and with similar Charitable Objects. The shares were transferred directly to Regent Charities Limited in February 2022. The estimated value based upon the net asset value of the 50% shareholding in Highdorn Co. Limited as at that date was £38 million. The net asset value reflects the fair values of Highdorn Co. Limited and Subsidiary Undertakings' underlying properties held for investment and investment assets.

FINANCIAL REVIEW

Reserves Policy

The Company is required to maintain Reserves in order to ensure that it is in a position to continue its grant-making activities and cover contingencies of additional calls being made upon the Company for support of organisations or institutions in times of need.

Consequently, the Trustees consider it appropriate to maintain 'Free Reserves' (unrestricted funds not committed or invested in Tangible Fixed Assets, Fixed Asset Investments or Loans to Subsidiary Undertakings) at a level which will not impinge on the Company's ability to support Charitable Institutions.

As at 31 March 2022, the Company has total funds of £115,798,000 (Group: £115,798,000). These funds include £89,763,000 (Group: £93,858,000) which arises from the revaluation of the Company's investments and is not readily available for general purposes. The funds of the Company and Group also include £2,187,000 of Designated Funds set aside for a Special Projects Fund, from which donations are made to various long-term charitable projects. Consequently, the Company has reserves of £23,848,000 (Group: £19,753,000) after making allowances for the Designated Funds and reserves not readily available. These reserves include the Free Reserves of the Company and are considered to be adequate and will be reviewed periodically by the Trustees.

Investment Policy

Under the Memorandum and Articles of Association, the Company has the power to make investments which the Trustees consider appropriate. The Trustees seek investments which, over a medium term, are anticipated to generate a dependable flow of income coupled with capital growth.

The Trustees consider the return on investments, in terms of both income and capital growth, given the challenging market conditions the Company operates within, to be satisfactory.

Grant Making Policy

The Company makes Grants and Donations to Colleges and Institutions for the advancement of religion and education and to Institutions for the relief of poverty in accordance with the Charity's objectives. The recipient Institutions are based both in the United Kingdom and abroad.

In making Grants and Donations, the Trustees use their personal knowledge of the Institution, its representatives, operational efficiency and reputation. The Trustees monitor the application of the Grants and Donations by meeting with representatives of the Institutions and obtaining information as to the utilisation of funds.

FINANCIAL REVIEW (cont'd)

During the year, the Company made Grants and Donations for the advancement of religion and education of £3,442,000 (2021: £3,260,000) and for the relief of poverty of £155,000 (2021: £347,000).

Risk Management

The Trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties to which the Company is exposed, in particular those to the operations and finances of the Company; the establishment of policies, systems and procedures to mitigate those risks identified in the annual review and the implementation of procedures designed to minimise or manage any potential impact on the Company should those risks materialise.

The principal risks to which the Company is exposed are:

- Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- Planning construction and letting risk in relation to redevelopment activity
- The availability of liquid funds to make grants and donations
- The economic cycle generally
- The macroeconomic environment, including the impact of Covid-19 and Brexit

The Company seeks to manage or mitigate such risks wherever possible through such measures as insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook.

Ultimately, the Trustees are not overly concerned as they can manage the level of donations according to the available reserves taking into account the financial implications of Covid-19 and Brexit. The Trustees are satisfied that no adverse effects regarding property investment, Covid-19 and Brexit would impact the going concern status of the company.

Key Performance Indicators (KPIs)

The Trustees monitor the Group's performance progress against its strategic objectives and the financial performance of its operations on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial measures. The most significant KPIs used by the Group are as follows:

	2022	2021
Grants and donations paid out	£3.6 million	£3.6 million
Net rental income	£1.8 million	£1.3 million
Dividend income	£0.5 million	£0.5 million
Quoted and other investments at fair value	£18.3 million	£17.3 million
Investment property at fair value	£115.0 million	£117.8 million

PLANS FOR THE FUTURE

The Trustees plan to continue to make distributions in accordance with their grant making policy and ensure that the ability to generate sufficient income is maintained to achieve that end.

FIXED ASSETS

The movements in Fixed Assets are fully reflected in Notes 9 and 10 to the Financial Statements.

The Company's investment properties are included in the Balance Sheet at fair value, as fully disclosed in Note 10 to the Financial Statements.

FIXED ASSETS (cont'd)

An independent professional revaluation of all the group's properties was carried out at 31 March 2022 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

On Behalf of the Council

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Mr B S E Freshwater - Trustee

24 January 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

OPINION

We have audited the financial statements of The Raphael Freshwater Memorial Association Limited (the 'charity') for the year ended 31 March 2022 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Company Balance Sheets, the Group Cash Flow Statements and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Parent Company's affairs as at 31 March 2022 and of the Group's incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charity's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, due to the current macro-economic impact of the Covid-19 pandemic and the higher level of uncertainty observed in the economy, including the uncertainty surrounding Brexit and the associated potential financial costs, we cannot predict all future events or conditions. As subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

OTHER INFORMATION (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group through discussion with the directors and senior management and identified financial reporting legislation, landlord legislation and charity legislation as being most significant to these financial statements.
- We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with the laws and regulations.
- We discussed with the directors and senior management the policies and procedures regarding compliance with these legal and regulatory frameworks.
- We assessed the susceptibility of the group's financial statements to material misstatement due to non-compliance with legal and regulatory frameworks, including how fraud might occur, by enquiry with the directors and senior management during the planning and finalisation phases stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory frameworks, which were part of our procedures on the related financial statement items.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

USE OF OUR REPORT

This report is made solely to the charity's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charity's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.



BARRY LEIGH
(Senior Statutory Auditor)
For and on behalf of
COHEN ARNOLD
Chartered Accountants
& Statutory Auditor

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

24 January 2023

Our audit was completed on 24 January 2023 and our opinion was expressed at that date.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 MARCH 2022

	Note	2022 Unrestricted Funds £'000	2022 £'000	2021 Unrestricted Funds £'000	2021 £'000
Income and Endowments from:					
Donations and Grants Received			1,253		1,253
Investments:					
Income from Fixed Asset Investments			525		510
Interest Receivable and Similar Charges			1		501
Rents and Charges Receivable			7,272		6,830
Total Income			9,051		9,094
Expenditure on:					
Raising Funds:					
Property Outgoings		(5,445)		(5,543)	
Interest Payable and Similar Charges	2	(226)		(5)	
Investment Management Costs		(97)		(92)	
Charitable Activities:					
Grants and Donations	3	(3,597)		(3,607)	
Payments from Special Projects Fund		(209)		(740)	
Expenditure Relating to Properties Held for Charitable Purposes		(115)		(284)	
Other:					
Governance Costs	4	(53)		(25)	
Total Expenditure			(9,742)		(10,296)
NET (EXPENDITURE)/INCOME BEFORE GAINS ON INVESTMENTS			(691)		(1,202)
Net Gains on Investments:					
Disposal of Investment Property		277		324	
Valuation of Investment Property	10	(2,799)		1,347	
Valuation of Listed and Other Investments	10	936		2,341	
			(1,586)		4,012
NET (EXPENDITURE)/INCOME BEFORE TAX	5		(2,277)		2,810
Taxation	7		(3,831)		(219)
NET (OUTGOING)/INCOME FOR YEAR AND NET MOVEMENT IN FUNDS			(6,108)		2,591
Reconciliation of Funds:					
Total Funds Brought Forward			121,906		119,315
TOTAL FUNDS CARRIED FORWARD			115,798		121,906

The notes on pages 15 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2022

	Note	2022 £'000	2022 £'000	2021 £'000	2021 £'000
FIXED ASSETS					
Tangible Assets	**9**		825		826
Investments	**10**		133,253		135,114
			134,078		135,940
CURRENT ASSETS					
Debtors	**11**	15,093		16,156	
Cash at Bank and in Hand		12,125		2,804	
		27,218		18,960	
CREDITORS: Amounts falling due within one year	**12**	(22,131)		(13,642)	
NET CURRENT ASSETS			5,087		5,318
TOTAL ASSETS LESS CURRENT LIABILITIES			139,165		141,258
CREDITORS: Amounts falling due after more than one year	**13**		(4,661)		(4,474)
PROVISIONS	**14**		(18,706)		(14,878)
TOTAL NET ASSETS			115,798		121,906
UNRESTRICTED FUNDS					
Designated Funds	**16**		2,187		1,896
Other Charitable Funds	**16**		59,177		56,949
Non-Charitable Funds	**16**		54,434		63,061
TOTAL UNRESTRICTED FUNDS			115,798		121,906

The Financial Statements were approved by the Council on 24 January 2023 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 15 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
BALANCE SHEET AS AT 31 MARCH 2022

	Note	2022 £'000	2022 £'000	2021 £'000	2021 £'000
FIXED ASSETS					
Tangible Assets	9		825		826
Investments	10		101,590		108,602
			102,415		109,428
CURRENT ASSETS					
Debtors	11	11,284		17,729	
Cash at Bank and in Hand		11,507		1,781	
		22,791		19,510	
CREDITORS: Amounts falling due within one year	12	(4,747)		(2,558)	
NET CURRENT ASSETS			18,044		16,952
TOTAL ASSETS LESS CURRENT LIABILITIES			120,459		126,380
CREDITORS: Amounts falling due after more than one year	13		(4,661)		(4,474)
TOTAL NET ASSETS			115,798		121,906
UNRESTRICTED FUNDS					
Designated Funds	16		2,187		1,896
Other Charitable Funds	16		113,611		120,010
TOTAL UNRESTRICTED FUNDS			115,798		121,906

The Financial Statements were approved by the Council on 24 January 2023 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 15 to 34 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2022

	Note	2022 Unrestricted Funds £'000	2022 £'000	2021 Unrestricted Funds £'000	2021 £'000
Cash Flows from Operating Activities:					
Net Cash from Operating Activities	24	7,992		(2,234)	
Tax Recovered		6		(7)	
Net Cash from/(used in) Operating Activities			7,998		(2,241)
Cash Flows from Investing Activities					
Dividends, Interest and Rents from Investments		1,306		1,113	
Proceeds from Sale of Investments		277		324	
Net Cash Provided by Investing Activities			1,583		1,437
Cash Flows from Financing Activities					
Repayments of Borrowing		(27)		(37)	
Interest Paid		(9)		(5)	
Net Cash Used in Financing Activities			(36)		(42)
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			9,545		(846)
CASH AND CASH EQUIVALENTS AT 1 APRIL 2021			2,771		3,118
CHANGE IN CASH AND CASH EQUIVALENTS DUE TO EXCHANGE RATE MOVEMENTS			(217)		499
CASH AND CASH EQUIVALENTS AT 31 MARCH 2022	25		12,099		2,771

The notes on pages 15 to 34 form part of these Financial Statements.

1. ACCOUNTING POLICIES

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 158-162 Shaftesbury Avenue, London, WC2H 8HR.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', 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 (FRS 102) (Charities SORP (FRS 102)) and the Charities Act 2011.

The Consolidated Financial Statements incorporate the results of the company and its subsidiaries for the year ended 31 March 2022. These are adjusted, where appropriate, to conform to group accounting policies.

The following accounting policies have been used consistently in the preparation of the Group's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the Historical Cost Convention, as modified by the inclusion of fixed asset investments at fair value. The financial statements are prepared in sterling, which is the functional currency of the entity, and rounded to thousands.

The outbreak of the Covid-19 pandemic in 2020 and the periods of associated lockdown have had a negative impact on the macro economy and the particular market that the company, together with the other members of The Raphael Freshwater Memorial Association Limited group (referred to as "the group"), operate in. The directors have placed a particular focus on the group's going concern assessment and have considered the principal risks to the group. This assessment has considered the various probable outcomes of the pandemic on the group's operations and its future financial performance over the next 12 months, including a severe but plausible decline in revenues, an increase in impairment of rent arrears and a reduction in property values.

Notwithstanding these uncertainties, the directors have concluded that it is appropriate for the financial statements to be prepared in accordance with the accounting principles appropriate to a going concern and that there is no material uncertainty to this position, as the directors have a reasonable expectation that the company has adequate resources under all plausible circumstances to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due, based on available sources of finance.

Judgements made by the Trustees, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 23.

The Company meets the definition of a public benefit entity under FRS 102.

1. ACCOUNTING POLICIES (cont'd)

1.2 GROUP FINANCIAL STATEMENTS

A separate Statement of Financial Activities, or Income and Expenditure Account for the Company itself is not presented in accordance with Section 408 of the Companies Act 2006.

The Group Financial Statements incorporate the financial statements of the company and its group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. The Group Financial Statements do not consolidate the results, nor the assets and liabilities of Delbast Corporation as the Trustees are of the opinion that to do so would not reflect a true and fair view in the Financial Statements (see Note 10f). Delbast Corporation and its operations are controlled and carried out in North America by its directors.

1.3 INCOMING RESOURCES

This includes income from listed investments and deposits, rentals received from property assets, receipts under Deeds of Covenant from individuals and other grants and donations received by the Group. Non-monetary donations are recognised at fair value when this can be quantified. The abovementioned items are included in the Financial Statements on an accruals basis with the exception of income from listed companies which is included when received.

Rental income from investment property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the period to first break clause. Lease incentives granted to tenants are recognised on a straight line basis over the period to first break clause. Service charge income is recognised as the services are provided.

1.4 PROPERTY OUTGOINGS

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

1.5 GOVERNANCE COSTS

Governance costs include costs of the preparation and audit of financial statements and the cost of any legal advice to Trustees on governance or constitutional matters.

1.6 INVESTMENT GAINS AND LOSSES

This includes any gains or losses on the sale of investments and any gains or losses resulting from revaluing investments to fair value at the end of the year.

1.7 DEFERRED TAX

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

1. ACCOUNTING POLICIES (cont'd)

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

There are no deferred tax provisions for the Company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

1.8 PROPERTIES HELD FOR USE BY CHARITY

These properties are stated at cost. Properties donated to the Company are included at fair value at the date of acquisition. Depreciation of freehold buildings is provided at the rate of 2% per annum on a straight-line basis over the useful economic life of the asset.

1.9 INVESTMENT PROPERTY

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the Statement of Financial Activities (SOFA) and taken to Other Unrestricted Funds.

1.10 DISPOSALS OF PROPERTIES

The Group generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the Group's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the Group also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

1. ACCOUNTING POLICIES (cont'd)

1.11 LISTED INVESTMENTS

Shareholdings acquired are initially recorded at cost and subsequently included at fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.12 INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

Shareholdings acquired are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015) based on the net asset value. The net asset values of the subsidiary undertakings reflect fair values of their underlying properties held for investment; any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.13 OTHER INVESTMENTS

Other investments comprise shareholdings in unlisted companies and are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.14 FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Rental and other debtors

Rental and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Rent in advance and other creditors

Rent in advance and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1. ACCOUNTING POLICIES (cont'd)

1.15 LIABILITY RECOGNITION
Liabilities are recognised as soon as there is a legal or constructive obligation committing the Charity to pay out resources.

1.16 FOREIGN CURRENCIES
Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange in respect of the month during which the transactions occurred, or where practicable, at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the Net Incoming Resources.

1.17 FUND ACCOUNTING
Unrestricted Funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and in accordance with relevant law.

Designated Funds are Unrestricted Funds, which have been set-aside at the discretion of the Trustees for specific purposes as noted below (Note 1.18).

Non-Charitable Funds are Unrestricted Funds and comprise the net aggregate reserves of the Company's subsidiaries computed by reference to the accounting policies of the subsidiaries.

Other Unrestricted Funds comprise Other Charitable Funds, representing the accumulated surplus or deficit on income and expenditure account and the excess of fair value over the cost of investments.

Restricted Funds are funds subject to specific restricted conditions imposed by donors. There are no Restricted Funds as at the Balance Sheet date.

1.18 DESIGNATED FUNDS
The Company has committed itself to various long-term charitable projects and transfers are made to Designated Funds in accordance with anticipated expenditure in respect of each individual project.

2. INTEREST PAYABLE

	2022	2021
	£'000	£'000
Bank Charges and Interest	10	5
Losses on Foreign Exchange	216	-
	226	5

3. GRANTS AND DONATIONS PAYABLE

	2022	2021
	£'000	£'000
Grants and Donations Paid	3,597	3,607

All Grants and Donations were paid to charitable institutions: £3,442,000 for the advancement of religion and education and £155,000 for the relief of poverty.

The composition of donations is shown below.

	£'000
Bobov Cheder Trust	1,024
Amud Hatzedoka Trust	555
Beth Jacob Grammar School For Girls Limited	540
Chevras Maoz Ladal	145
Kollel Torah Veyirah Limited	106
Kahal Chasidim Bobov	90
Chibas Yerushalayim Kollel	62
Mercaz Hatorah Netzach Yisroel	49
Bobov Foundation F.O.	42
The Friends Of Yeshivas Brisk	34
Slabodka Yeshiva Trust	32
Gateshead Talmudical College	31
Yad Eliezer	27
Torah Temimoh Primary School	25
Other donations	835
	3,597

4. GOVERNANCE COSTS

	2022	2021
	£'000	£'000
Auditors' Remuneration	33	18
Legal and Professional Fees	19	6
Depreciation	1	1
	53	25

5. NET INCOME/(EXPENDITURE) BEFORE TAX

This is stated after charging:

	2022 £'000	2021 £'000
Depreciation	1	1
Auditors' Remuneration:		
Audit Fees	110	110
Other Professional Services	14	4

6. STAFF COSTS AND EMOLUMENTS

No remuneration or other benefits from employment with the Company or a related entity were received by the Trustees or connected parties. No Trustee expenses have been incurred.

The group's property outgoings include employment costs of £272,500 (2021: £259,290) payable for porterage. The average number of porterage staff employed during the year was 10 (2021: 14).

7. TAXATION

Major components of tax expense

	2022 £'000	2021 £'000
Deferred tax:		
Origination and reversal of timing differences	(869)	219
Impact of change in tax rate	4,700	-
Taxation	3,831	219

All tax is recognised in the Consolidated Income and Expenditure Account.

Reconciliation of tax expense

The tax assessed on the net income for the year is higher than the standard rate of corporation tax in the UK of 19% (2021: 19%) by reference to the analysis below.

	2022 £'000	2021 £'000
Net income before tax	(2,277)	2,810
Net income by rate of tax	(434)	534
Income exempt from tax	(481)	(507)
Expenses not deductible for tax purposes	10	(1)
Timing difference on unrealised gains	(208)	1
Utilisation of losses brought forward	(8)	-
Effect of timing differences on Gift Aid	-	(5)
Impact on change in tax rate	4,700	-
Other differences	252	197
Taxation	3,831	219

7. TAXATION (cont'd)

Factors that may affect future tax expense

An increase in the main UK corporation tax rate to 25% (effective from 1 April 2023) was announced in the March 2021 Budget and was substantively enacted on 24 May 2021. This will increase the Company's future tax charge accordingly, and this movement has already been accounted for as relating to the impact on taxes that could arise on disposal of properties and assets held for investment purposes.

The deferred tax liability at 31 March 2022 has been calculated based on the rate of 25% (2021: 19%).

8. NET MOVEMENT IN FUNDS

The Net Movement in Funds of the Company for the year was a deficit of £6,108,000 (2021: surplus of £2,591,000) and has been dealt with in the Statement of Financial Activities of the Company.

9. TANGIBLE FIXED ASSETS

Group and Company

	Property Held for use by Charity £'000
Freehold Properties at Cost	
At 1 April 2021	880
Additions	-
At 31 March 2022	880
Depreciation	
At 1 April 2021	54
Charge for Year	1
At 31 March 2022	55
Net Book Value	
At 31 March 2022	825
At 31 March 2021	826

The Property Held for Use by Charity is stated at historical cost. This includes an amount of £811,000 which represents the cost of land earmarked for the construction of "sheltered accommodation". Part of this property forms the assets representing the Designated Funds in these respects.

10. INVESTMENTS

Group	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Other Investments £'000	Total £'000
FAIR VALUE					
At 1 April 2021	104,832	12,962	2	17,318	135,114
Revaluation	(3,253)	456	-	936	(1,861)
At 31 March 2022	101,579	13,418	2	18,254	133,253

Company	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2021	27,712	922	2	63,061	16,905	108,602
Revaluation	631	70	-	(8,627)	914	(7,012)
At 31 March 2022	28,343	992	2	54,434	17,819	101,590

a) All Investments, subject to the comments below, are stated at fair value as at 31 March 2022.

b) An independent professional revaluation of all the group's properties was carried out at 31 March 2022 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

The historical cost of the Group's Investment Properties at 31 March 2022 is £20,275,000 (2021: £20,275,000). The historical cost of the Company's Investment Properties at 31 March 2022 is £11,259,000 (2021: £11,259,000).

Valuation techniques and key inputs

The group's residential apartments and houses (£89 million) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies.

The group's commercial units (£26 million) were valued using the income capitalisation method, requiring the application of an appropriate market based yield to net operating income. Adjustments are made to allow for voids when less than five years are left under the current tenancy and to reflect market rent at the point of lease expiry or rent review.

10. INVESTMENTS (cont'd)

c) Other Investments principally comprise shares in Daejan Holdings Limited, valued by the Trustees using a combined discounted net asset and dividend yield approach.

Daejan Holdings Limited has directors in common with the directors of the Company.

The historical cost of the Group's shares in Daejan Holdings Limited is £414,000 (2021: £414,000).

The historical cost of the Company's shares in Daejan Holdings Limited is £405,000 (2021: £405,000).

d) Under the terms of the Will of the late Mrs N G Freshwater, 50 Ordinary Shares in Highdorn Co. Limited representing 50% of its issued Share Capital were bequeathed to the Company. The Company acted as custodian in respect of these shares for and on behalf of Regent Charities Limited, a charitable company with Trustees in common with the Company and with similar Charitable Objects. The shares were transferred directly to Regent Charities Limited in February 2022. The estimated value based upon the net asset value of the 50% shareholding in Highdorn Co. Limited as at that date was £38 million. The net asset value reflects the fair values of Highdorn Co. Limited and Subsidiary Undertakings' underlying properties held for investment and investment assets.

e) The value of the Investments in Subsidiary Undertakings has been estimated by the Trustees based on the underlying value of assets less liabilities of the Subsidiary Undertakings.

The historical cost of the Investments in Subsidiary Undertakings is £161,657 (2021: £161,657).

f) The Company holds directly and indirectly the undermentioned proportion of the issued share capital in the following Companies, all of which are incorporated in Great Britain and registered in England & Wales and whose registered address is at Freshwater House, 158 - 162 Shaftesbury Avenue, London WC2H 8HR (unless otherwise indicated) and have certain directors in common with the Company.

	Company Number	Percentage Holding
Directly Held Subsidiaries		
Bastion Products Limited	00470283	100
Charles Development Company Limited	00563142	100
Cherry Orchard Properties Limited	00990596	100
Endsleigh Court Services Limited	00501255	100
L K B Investments Limited	00631653	100
Metropolitan Properties Co (Cloisters) Limited	00954321	100
Newprop Company Limited	00473750	100

	Company Number	Percentage Holding
Indirectly Held Subsidiaries		
Brigade Properties Limited	00730498	100
Delbast Corporation (USA)	n/a	100
Kayville Properties Limited	00754315	100
LKB (Endsleigh) Limited	09486023	100
Owen Cooper (Properties) Limited	00629014	100

The aggregate amount of assets, liabilities and funds of the subsidiary undertakings are as follows:

	Assets £'000	Liabilities £'000	Capital & Reserves £'000
Bastion Products Limited	4,937	(3,063)	1,874
Brigade Properties Limited	1,998	(520)	1,478
Charles Development Company Limited	651	(94)	557
Cherry Orchard Properties Limited	2,111	(1,275)	836
Endsleigh Court Services Limited	704	(5)	699
Kayville Properties Limited	532	(156)	376
L K B Investments Limited	77,503	(34,980)	42,523
LKB (Endsleigh) Limited	228	(608)	(380)
Metropolitan Properties Co (Cloisters) Limited	8,070	(4,606)	3,464
Newprop Company Limited	8,384	(5,827)	2,557
Owen Cooper (Properties) Limited	323	(1)	322

10. INVESTMENTS (cont'd)

A summary of turnover, expenditure and profit or loss for the year is shown below for each operational subsidiary undertaking.

	Bastion Products Limited £'000	Brigade Properties Limited £'000	Charles Development Company Limited £'000	Cherry Orchard Properties Limited £'000	Endsleigh Court Services Limited £'000
Turnover	155	54	13	97	1
Cost of sales	(144)	(7)	-	(56)	(3)
Administrative expenses	(12)	(5)	(2)	(7)	(4)
Net valuation gains on investment property	(74)	(15)	-	(3)	-
Net valuation gains on listed investments	-	-	22	-	-
Profit / (loss) on disposal of investment property	84	-	-	-	-
Interest receivable and similar income	-	-	-	-	-
Interest payable and similar charges	(59)	(9)	-	(17)	(1)
Profit before tax	(50)	18	33	14	(7)
Taxation	(166)	(66)	(26)	(126)	1
Profit for financial year	(216)	(48)	7	(112)	(6)

	Kayville Properties Limited £'000	L K B Investments Limited £'000	LKB (Endsleigh) Limited £'000	Metropolitan Properties Co (Cloisters) Limited £'000	Newprop Company Limited £'000
Turnover	25	3,118	69	214	348
Cost of sales	(13)	(3,748)	(224)	(91)	(282)
Administrative expenses	(2)	(32)	(6)	(12)	(15)
Net valuation gains on investment property	-	(3,641)	-	585	(352)
Profit on disposal of investment property	-	152	-	-	-
Interest receivable and similar income	-	1	-	-	-
Interest payable and similar charges	-	(1,058)	(1)	(138)	(82)
Profit before tax	10	(5,208)	(162)	558	(383)
Taxation	(31)	(2,508)	31	(519)	(365)
Profit for financial year	(21)	(7,716)	(131)	39	(748)

The Group Financial Statements do not consolidate the results, nor the assets and liabilities of Delbast Corporation, as the Trustees are of the opinion that they are not material nor of consequence in the context of the Charity or the Group. Delbast Corporation and its operations are controlled and carried out in North America by its directors.

The Capital and Reserves attributable to Delbast Corporation at its year end of 31 December 2011 (the latest Financial Statements available) are $362,631.

11. DEBTORS

	Note	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Amount owed by subsidiary undertakings	11a	-	-	9,469	15,019
Amounts due from connected undertakings	11b	11,558	11,486	71	1,185
Loan debtors (charitable purposes)		3	3	3	3
Rental debtors		2,313	1,192	989	291
Other debtors		1,219	3,475	752	1,231
		15,093	16,156	11,284	17,729

All debtors are interest-free and repayable on demand except as disclosed below.

a) Amounts due from Subsidiary Undertakings comprise the following:

	2022 £'000	2021 £'000
Loan debtors	9,469	14,135
Accrued loan interest	-	884
	9,469	15,019

	Loan Debtor 2022 £'000	Loan Debtor 2021 £'000	Accrued Loan Interest 2022 £'000	Accrued Loan Interest 2021 £'000
Bastion Products Limited	618	721	-	62
Cherry Orchard Properties Limited	216	216	-	57
L K B Investments Limited	6,767	10,367	-	343
Metropolitan Properties Co (Cloisters) Limited	1,079	1,722	-	358
Newprop Company Limited	681	1,001	-	64
Brigade Properties Limited	108	108	-	-
	9,469	14,135	-	884

The L K B Investments Limited loan includes a facility of £5.26 million which bears interest at a rate of 5% per annum and is repayable by 29 June 2026. The remaining loans bear interest at 8% per annum and are effectively repayable on demand (see Note 22).

b) Amounts due from Connected Undertakings comprise amounts due from companies, certain directors of which are also directors of companies within this Group. The amounts mainly comprise balances due on property management current account which are interest free and are effectively repayable on demand.

11. DEBTORS (cont'd)

	Group		Company	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Freshwater Property Management Limited	10,060	8,454	-	-
Estate of OM and NG Freshwater	394	394	-	-
Highdorn Co. Limited	1,104	2,375	71	937
Mayfair Charities Limited	-	248	-	248
Haysgrans Property Co. Limited	-	15	-	-
	11,558	11,486	71	1,185

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

		Group		Company	
		2022	2021	2022	2021
		£'000	£'000	£'000	£'000
Bank loans & overdrafts		26	33	26	33
Amounts owed to connected undertakings	12a	17,287	8,924	2,030	30
Taxation and social security		149	143	149	143
Rent in advance		2,273	2,199	971	776
Other creditors and accruals		2,396	2,343	1,571	1,576
		22,131	13,642	4,747	2,558

Bank loans and overdrafts include a Mortgage Advance secured by a charge over one of the Company's Investment Properties which is included in the Balance Sheet at an amount of £935,000.

The Mortgage bears interest at 1.5% per annum over the Bank's Base Rate.

Amounts owed to Connected Undertakings and Loan Creditors owed to Connected Undertakings comprise amounts due to companies, certain directors of which are also directors of companies within this Group. Except as detailed below, the amounts are due on property management current account, are interest free and are effectively repayable on demand.

12a) AMOUNTS OWED TO CONNECTED UNDERTAKINGS

	Group		Company	
	2022	2021	2022	2021
	£'000	£'000	£'000	£'000
Highdorn Co. Limited	17,246	8,881	2,013	-
Mayfair Charities Limited	17	-	17	-
Freshwater Property Management Limited	24	43	-	30
	17,287	8,924	2,030	30

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Group and Company

	2022 £'000	2021 £'000
Mortgage Advance	-	27
Other Creditors	4,661	4,447
	4,661	4,474
Amounts are payable as follows:		
In more than one year but not more than two years	4,661	33
In more than two years but not more than five years	-	4,441
	4,661	4,474

14. PROVISION FOR LIABILITIES

The movement in the deferred taxation provision during the year was:

Group	Investment Property £'000	Listed Investments £'000	Total £'000
At 1 April 2021	14,813	65	14,878
Charge during the year	3,802	26	3,828
At 31 March 2022	18,615	91	18,706

There are no deferred tax provisions for the company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

15. OPERATING LEASES

As Lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2022 £'000	2021 £'000
Not later than 1 year	3,144	2,606
Later than 1 year and not later than 5 years	8,757	7,756
Later than 5 years	12,643	13,525
	24,544	23,887

16. UNRESTRICTED INCOME FUNDS

Group	Designated Funds £'000	Other Charitable Funds £'000	Non Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2021	1,896	56,949	63,061	121,906
Net income/(expenditure) for the Year	(209)	2,728	(8,627)	(6,108)
Transfer between funds	500	(500)	-	-
Balance at 31 March 2022	2,187	59,177	54,434	115,798

Other Charitable Funds at 31 March 2022 includes £35,490,000 of unrealised profits which are not available for distribution.

Non Charitable Funds includes £58,368,000 of unrealised profits which are not available for distribution.

Company	Designated Funds £'000	Other Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2021	1,896	120,010	121,906
Net income/(expenditure) for the year	(209)	(5,899)	(6,108)
Transfer between funds	500	(500)	-
Balance at 31 March 2021	2,187	113,611	115,798

Other Charitable Funds at 31 March 2022 includes £89,763,000 of unrealised profits which are not available for distribution.

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	134,078	5,087	(23,367)	115,798
Total Funds	134,078	5,087	(23,367)	115,798

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS (cont'd)

Company	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	102,415	18,044	(4,661)	115,798
Total Funds	102,415	18,044	(4,661)	115,798

18. CONTINGENT LIABILITIES AND GUARANTEES

The Company has given the following limited guarantees:

(a) £750,000 (2021: £750,000) in respect of bank overdraft facilities provided to Service To The Aged Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

(b) £150,000 (2021: £150,000) in respect of bank overdraft facilities provided to Beth Jacob Grammar School for Girls Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

19. TRUSTEES' INTERESTS IN CONTRACTS

Included within Property Outgoings are management and administration charges of £202,000 (2021: £32,000) paid to Highdorn Co. Limited and £36,000 (2021: £24,000) paid to Freshwater Property Management Limited charged at normal commercial rates for day-to-day management of the properties held by the Subsidiaries. Both Highdorn Co. Limited and Freshwater Property Management Limited are members of the Freshwater Group of Companies with which this Group is connected. Mr B S E Freshwater is a director of Highdorn Co. Limited and Freshwater Property Management Limited but has no beneficial interest in their share capital.

20. FINANCIAL INSTRUMENTS

	Group		Company	
	2022 £'000	2021 £'000	2022 £'000	2021 £'000
Financial assets measured at fair value through income and expenditure:				
Listed investments (see Note 10)	2	2	2	2
Other investments (see Note 10)	18,254	17,318	17,819	16,905
Investment in Subsidiary Undertakings (see Note 10)	-	-	54,434	63,061
Financial assets measured at amortised cost (see Note 11)	15,093	16,156	11,284	17,729
Financial liabilities measured at amortised cost (see Notes 12 and 13)	26,792	18,116	9,408	7,032

20. FINANCIAL INSTRUMENTS (cont'd)

The income, expense, net gains and losses, including changes in fair value, for financial assets measured at fair value and financial assets and liabilities measured at amortised cost are included within the Statement of Financial Activities.

The fair values of the principal investments held at fair value through profit and loss at the balance sheet date are determined by trustees' valuation.

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2021 £'000	Cash flows £'000	Non-cash movements £'000	At 31 Mar 2022 £'000
Cash in hand and at bank	**2,804**	9,321	-	**12,125**
Debt due within one year	**(33)**	7	-	**(26)**
Debt due after one year	**(4,474)**	27	(214)	**(4,661)**
	(1,703)	9,355	(214)	**7,438**

Non-cash movements represent exchange rate movements.

22. RELATED PARTY TRANSACTIONS

In addition to the matters set out elsewhere in these Financial Statements, the following related party transactions should be noted.

The Company received a donation of £1,250,000 (2021: £1,250,000) from Metropolitan Properties Company Limited; certain Trustees of the Company are Directors of the donor company.

The Company received a donation of £2,760 from a family member of one of the Trustees of the Company.

The Company had the following interest receivable from subsidiary undertakings:

	2022 £'000	2021 £'000
Bastion Products Limited	58	72
Cherry Orchard Properties Limited	17	22
L K B Investments Limited	676	629
Metropolitan Properties Co (Cloisters) Limited	138	147
Newprop Company Limited	80	74
Brigade Properties Limited	9	9
	978	953

23. ACCOUNTING ESTIMATES AND JUDGEMENTS

(i) Property valuation

The valuation of the group's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 10). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 1 above, all the group's properties are valued by external valuers with appropriate qualifications and experience.

(ii) Unlisted investments valuation

The valuation of the group's unlisted investments is subjective, depending on many factors, including comparator dividend yields and net asset values, assumed rationale of prospective share purchasers, and the deemed impact of entity specific conditions on the aforementioned measures. Significant judgement is also required when selecting comparator companies to be included in the population from which expected yields and discounted net asset values are derived. Therefore, the valuation is subject to a degree of uncertainty and is made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

(iii) Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

NOTES TO THE STATEMENT OF CASH FLOWS

24. RECONCILIATION OF NET INCOME TO NET CASH USED IN OPERATING ACTIVITIES

	2022 £'000	2021 £'000
Net (expenditure)/income for the year	(6,108)	2,591
Adjustments for:		
Depreciation charges	1	1
Gains/(losses) on investments	1,586	(4,012)
Dividends, interest and rents from investments	(2,127)	(2,565)
Increase/(decrease) in Donations and Designated Fund Provisions	-	12
(Increase)/decrease in debtors	2,184	(125)
Increase/(decrease) in creditors	8,628	1,648
Increase/(decrease) in provisions for liabilities	3,828	216
Net cash used in operating activities	7,992	(2,234)

25. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2022 £'000	2021 £'000
Cash at Bank and in Hand	12,125	2,804
Bank Overdraft and Short-Term Bank Loans	(26)	(33)
Total cash and cash equivalents	12,099	2,771

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

MANAGEMENT INFORMATION

FOR THE YEAR ENDED 31 MARCH 2022

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 7 to 10.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

INCOME & EXPENDITURE ACCOUNT
(STATEMENT OF FINANCIAL ACTIVITIES)
FOR THE YEAR ENDED 31 MARCH 2022

	2022		2021	
	£'000	£'000	£'000	£'000
Income and Endowments from:				
Donations and Grants Received		1,253		2,103
Investments:				
Income from Fixed Asset Investments		512		498
Interest Receivable and Similar Charges		979		1,454
Rents and Charges Receivable		3,353		2,662
Total Income		6,097		6,717
Expenditure on:				
Raising Funds:				
Property Outgoings	(1,039)		(1,103)	
Interest Payable and Similar Charges	(221)		(3)	
Charitable Activities:				
Grants and Donations	(3,597)		(3,607)	
Payments from Special Projects Fund	(209)		(740)	
Expenditure Relating to Properties Held for Charitable Purposes	(115)		(284)	
Other:				
Governance Costs	(53)		(25)	
Total Expenditure		(5,234)		(5,762)
NET INCOME/(EXPENDITURE) BEFORE GAINS ON INVESTMENTS		863		955
Net Gains on Investments:				
Disposal of Investment Property	41		-	
Valuation of Investment Property	701		264	
Valuation of Listed and Other Investments	(7,713)		1,372	
		(6,971)		1,636
NET (EXPENDITURE)/INCOME FOR THE YEAR AND NET MOVEMENT IN FUNDS		(6,108)		2,591
Reconciliation of Funds:				
Total Funds Brought Forward		121,906		119,315
TOTAL FUNDS CARRIED FORWARD		115,798		121,906

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2022

	2022 Unrestricted Funds		2021 Unrestricted Funds	
	£'000	£'000	£'000	£'000
Rents and Other Charges Receivable		3,353		2,662
Less: Property Outgoings				
Ground Rent Payable	298		421	
General and Water Rates	67		30	
Insurance	54		41	
Repairs and Maintenance	292		374	
Lighting and Heating	104		86	
Porterage and Cleaning	94		59	
Legal and Professional Charges	75		18	
Management and Letting Commission	55		74	
		(1,039)		(1,103)
NET PROPERTY SURPLUS		2,314		1,559

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION

England & Wales - Charity number 313890

Accounts

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

Company No: 688212

CONSOLIDATED FINANCIAL STATEMENTS

for the year ended

31 MARCH 2021

COHEN ARNOLD
CHARTERED ACCOUNTANTS
& STATUTORY AUDITOR
LONDON NW11 0PU

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

TRUSTEES

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

SECRETARIES

Mr J S Southgate
Mr M D E Bale

REGISTERED OFFICE

Freshwater House
158-162 Shaftesbury Avenue
LONDON WC2H 8HR

AUDITORS

Cohen Arnold
New Burlington House
1075 Finchley Road
LONDON NW11 0PU

PRINCIPAL BANKERS

Barclays Bank plc

COMPANY NUMBER

688212

REGISTERED CHARITY NUMBER

313890

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

INDEX TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

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12	Consolidated Balance Sheet
13	Company Balance Sheet
14	Consolidated Statement of Cash Flows
15 - 35	Notes to the Financial Statements

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
TRUSTEES' REPORT

The Governors, hereafter referred to as Trustees, who are also directors for the purposes of company law, have pleasure in presenting their Annual Report together with the Consolidated Financial Statements of the Company for the year ended 31 March 2021.

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISORS

The official name of the Charity is The Raphael Freshwater Memorial Association Limited, a Company limited by guarantee. Its company registration number is 688212 and its registered charity number is 313890.

The registered address of the Company is:

Freshwater House
158 - 162 Shaftesbury Avenue
LONDON WC2H 8HR

The Trustees of the Company who served during the year and who are still in office are:

Mr B S E Freshwater (Chairman)
Mr D Davis
Mr S I Freshwater
Mr R Fischer

STRUCTURE, GOVERNANCE AND MANAGEMENT

The day to day affairs of the Company are administered by an Executive Committee, the Chairman of which is Mr BSE Freshwater.

All Trustees give their time voluntarily and no benefits or expenses were paid to them during the year.

New trustees are appointed based on personal competence, specialist skills, availability and knowledge of and contact with institutions professing and teaching the principles of traditional Judaism and the advancement of religion in accordance with the Jewish faith. New trustees are inducted into the workings of the Company by the existing trustees.

As the Charity is a Company limited by guarantee, its governing documents are its Memorandum and Articles of Association.

Group Structure and Relationships

The charity has the following non-charitable operating subsidiaries:-

Bastion Products Limited – a property investment company
Brigade Properties Limited – a property investment company
Charles Development Company Limited – a share investment company
Cherry Orchard Properties Limited – a property investment company
Endsleigh Court Services Limited – a property management company
Kayville Properties Limited – a property investment company
L K B Investments Limited – a property investment company
LKB (Endsleigh) Limited – a property investment company
Metropolitan Properties Co (Cloisters) Limited – a property investment company
Newprop Company Limited – a property investment company

Certain of the Trustees of this Company are also directors of the above companies.

STRUCTURE, GOVERNANCE AND MANAGEMENT (cont'd)

Related Party Transactions
Details of transactions with 'Related Parties' are disclosed in Notes 10, 11, 12, 18, 19 and 22 to the Financial Statements.

OBJECTIVES AND ACTIVITIES

The Company was established to support the activities of religious Jewish organisations recognised as charitable by English Law both in the United Kingdom and abroad, especially those in the field of education and relief of poverty. The Trustees regularly support a significant number of institutions and organisations both in the United Kingdom and abroad which meet the Company's criteria.

The Company is also supportive of organisations which are solely committed to the relief of poverty. Such organisations assist needy Jewish families through both financial and non-financial grants and distributions.

The Company receives income from its investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings which it utilises in the provision and distribution of grants, donations and loans to organisations that fall within the objectives of the Company.

The Trustees confirm that they have referred to the guidance contained in the Charity Commission's general guidance on public benefit when reviewing the Charitable Company's aims and objectives and in planning future activities and setting the grant making policy for the year.

TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Company and the income and expenditure of the Group for that period.

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

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in operation.

The Trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The auditors, Cohen Arnold, are willing to continue in office and a resolution re-appointing them in accordance with Section 485 of the Companies Act 2006 and authorising the board to fix their remuneration will be proposed at the Annual General Meeting.

Each of the persons who is a Trustee at the date of approval of this report confirms that:

- so far as each Trustee is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each Trustee has taken all steps that they ought to have taken as a Trustee to make themself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

STRATEGIC REVIEW

The Trustees have prepared a strategic report which includes a review of the Group's business and future developments, a description of the principal risks and uncertainties facing the Group and key performance indicators.

STRATEGY AND BUSINESS MODEL

The Company invests in investment properties, cash deposits, fixed asset listed investments and subsidiary and associated undertakings to generate income with which it makes grants, donations and loans to charitable organisations and institutions that fall within the objectives of the Company.

ACHIEVEMENTS AND PERFORMANCE

During the year the Company continued its philanthropic activities in support of religious, educational and other Charitable Institutions and the aggregate of donations made was £3,607,000 (2020: £5,822,000). Over 250 institutions and organisations were the recipients of the above donations.

No change in activities is envisaged in the immediate future.

In recent years, the Trustees have continued to support certain major projects which, during previous years, have received substantial financial grants from the Company. At the present time the Trustees have entered into commitments for the financial support of Colleges and Institutions which is anticipated to absorb approximately £1,896,000 comprising Tangible Fixed Assets and other current assets made available by the Company and the provision of financial support over the next five years (Note 16). Funds to meet these commitments have been set aside and are referred to as "Designated Funds" in the Financial Statements.

The financial results of the Company and its Subsidiary Undertakings for the year ended 31 March 2021 are fully reflected in the attached Financial Statements together with the Notes thereon.

ACHIEVEMENTS AND PERFORMANCE (cont'd)

Under the terms of the Will of the late Mrs N G Freshwater, 50 Ordinary Shares in Highdorn Co. Limited (see Note 10e) representing 50% of its issued Share Capital are bequeathed to the Company. The Company acts as custodian in respect of these shares for and on behalf of Regent Charities Limited, a charitable company with Trustees in common with the Company and with similar Charitable Objects. The intent is for those shares to be transferred directly to Regent Charities Limited during the Administration of the Estate which will ensure that the shares under these arrangements are clearly identified and will be transferred correctly to Regent Charities Limited. The bequest has not yet been made but the Trustees understand that the bequest will be honoured in the coming months. These transactions are not recognised in the Financial Statements of the Company and the Group for the year under review as the Company is acting as custodian on behalf of Regent Charities Limited in respect of these shares. The estimated value based upon the net asset value of the 50% shareholding in Highdorn Co. Limited as at 31 March 2021 is approximately £38 million. The net asset value reflects the fair values of Highdorn Co. Limited and Subsidiary Undertakings' underlying properties held for investment and investment assets.

FINANCIAL REVIEW

Reserves Policy

The Company is required to maintain Reserves in order to ensure that it is in a position to continue its grant-making activities and cover contingencies of additional calls being made upon the Company for support of organisations or institutions in times of need.

Consequently, the Trustees consider it appropriate to maintain 'Free Reserves' (unrestricted funds not committed or invested in Tangible Fixed Assets, Fixed Asset Investments or Loans to Subsidiary Undertakings) at a level which will not impinge on the Company's ability to support Charitable Institutions.

As at 31 March 2021, the Company has total funds of £121,906,000 (Group: £121,906,000). These funds include £96,775,000 (Group: £99,551,000) which arises from the revaluation of the Company's investments and is not readily available for general purposes. The funds of the Company and Group also include £1,896,000 of Designated Funds set aside for a Special Projects Fund, from which donations are made to various long-term charitable projects. Consequently, the Company has reserves of £23,235,000 (Group: £20,459,000) after making allowances for the Designated Funds and reserves not readily available. These reserves include the Free Reserves of the Company and are considered to be adequate and will be reviewed periodically by the Trustees.

Investment Policy

Under the Memorandum and Articles of Association, the Company has the power to make investments which the Trustees consider appropriate. The Trustees seek investments which, over a medium term, are anticipated to generate a dependable flow of income coupled with capital growth.

The Trustees consider the return on investments, in terms of both income and capital growth, given the challenging market conditions the Company operates within, to be satisfactory.

Grant Making Policy

The Company makes Grants and Donations to Colleges and Institutions for the advancement of religion and education and to Institutions for the relief of poverty in accordance with the Charity's objectives. The recipient Institutions are based both in the United Kingdom and abroad.

In making Grants and Donations, the Trustees use their personal knowledge of the Institution, its representatives, operational efficiency and reputation. The Trustees monitor the application of the Grants and Donations by meeting with representatives of the Institutions and obtaining information as to the utilisation of funds.

FINANCIAL REVIEW (cont'd)

During the year, the Company made Grants and Donations for the advancement of religion and education of £3,260,000 (2020: £4,774,000) and for the relief of poverty of £347,000 (2020: £1,048,000).

Risk Management

The Trustees have a risk management strategy which comprises an annual review of the principal risks and uncertainties to which the Company is exposed, in particular those to the operations and finances of the Company; the establishment of policies, systems and procedures to mitigate those risks identified in the annual review and the implementation of procedures designed to minimise or manage any potential impact on the Company should those risks materialise.

The principal risks to which the Company is exposed are:

- Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- Planning construction and letting risk in relation to redevelopment activity
- The availability of liquid funds to make grants and donations
- The economic cycle generally
- The macroeconomic environment, including the impact of Covid-19 and Brexit

The Company seeks to manage or mitigate such risks wherever possible through such measures as insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook.

Ultimately, the Trustees are not overly concerned as they can manage the level of donations according to the available reserves taking into account the financial implications of Covid-19 and Brexit. The Trustees are satisfied that no adverse effects regarding property investment, Covid-19 and Brexit would impact the going concern status of the company.

Key Performance Indicators (KPIs)

The Trustees monitor the Group's performance progress against its strategic objectives and the financial performance of its operations on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial measures. The most significant KPIs used by the Group are as follows:

	2021	2020
Grants and donations paid out	£3.6 million	£5.8 million
Net rental income	£1.3 million	£2.1 million
Dividend income	£0.5 million	£0.5 million
Quoted and other investments at fair value	£17.3 million	£15.0 million
Investment property at fair value	£117.8 million	£116.4 million

PLANS FOR THE FUTURE

The Trustees plan to continue to make distributions in accordance with their grant making policy and ensure that the ability to generate sufficient income is maintained to achieve that end.

FIXED ASSETS

The movements in Fixed Assets are fully reflected in Notes 9 and 10 to the Financial Statements.

The Company's investment properties are included in the Balance Sheet at fair value, as fully disclosed in Note 10 to the Financial Statements.

FIXED ASSETS (cont'd)

An independent professional revaluation of all the group's properties was carried out at 31 March 2021 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

On Behalf of the Council

.....

Mr B S E Freshwater - Trustee

27 January 2022

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

OPINION

We have audited the financial statements of The Raphael Freshwater Memorial Association Limited (the 'charity') for the year ended 31 March 2021 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Company Balance Sheets, the Group Cash Flow Statements and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the charity's affairs as at 31 March 2021 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the charity's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, due to the current macro-economic impact of the Covid-19 pandemic and the higher level of uncertainty observed in the economy, including the uncertainty surrounding Brexit and the associated potential financial costs, we cannot predict all future events or conditions. As subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

OTHER INFORMATION (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the trustees' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the trustees' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the charity and its environment obtained in the course of the audit, we have not identified material misstatements in the trustees' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the trustees' responsibilities statement, the trustees (who are also the directors for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the group through discussion with the directors and senior management and identified financial reporting legislation, landlord legislation and charity legislation as being most significant to these financial statements.
- We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with the laws and regulations.
- We discussed with the directors and senior management the policies and procedures regarding compliance with these legal and regulatory frameworks.
- We assessed the susceptibility of the group's financial statements to material misstatement due to non-compliance with legal and regulatory frameworks, including how fraud might occur, by enquiry with the directors and senior management during the planning and finalisation phases stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory frameworks, which were part of our procedures on the related financial statement items.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (cont'd)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the trustees.
- Conclude on the appropriateness of the trustees' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the charity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the charity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

USE OF OUR REPORT

This report is made solely to the charity's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charity's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.

BARRY LEIGH
(Senior Statutory Auditor)
For and on behalf of
COHEN ARNOLD
Chartered Accountants
& Statutory Auditor

New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

27 January 2022

Our audit was completed on 27 January 2022 and our opinion was expressed at that date.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)
FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 Unrestricted Funds £'000	2021 £'000	2020 Unrestricted Funds £'000	2020 £'000
Income and Endowments from:					
Donations and Grants Received			1,253		1,250
Investments:					
Income from Fixed Asset Investments			510		496
Interest Receivable and Similar Charges			501		8
Rents and Charges Receivable			6,830		7,249
Total Income			9,094		9,003
Expenditure on:					
Raising Funds:					
Property Outgoings		(5,543)		(5,171)	
Interest Payable and Similar Charges	2	(5)		(266)	
Investment Management Costs		(92)		(95)	
Charitable Activities:					
Grants and Donations	3	(3,607)		(5,822)	
Payments from Special Projects Fund		(740)		(431)	
Expenditure Relating to Properties Held for Charitable Purposes		(284)		(337)	
Other:					
Governance Costs	4	(25)		(60)	
Total Expenditure			(10,296)		(12,182)
NET (EXPENDITURE)/INCOME BEFORE GAINS ON INVESTMENTS			(1,202)		(3,179)
Net Gains on Investments:					
Disposal of Investment Property		324		906	
Valuation of Investment Property	10	1,347		780	
Valuation of Listed and Other Investments	10	2,341		(12,450)	
			4,012		(10,764)
NET INCOME/(EXPENDITURE) BEFORE TAX	5		2,810		(13,943)
Taxation	7		(219)		(1,445)
NET INCOME/(OUTGOING) FOR YEAR AND NET MOVEMENT IN FUNDS			2,591		(15,338)
Reconciliation of Funds:					
Total Funds Brought Forward			119,315		134,703
TOTAL FUNDS CARRIED FORWARD			121,906		119,315

The notes on pages 15 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2021

	Note	2021 £'000	2021 £'000	2020 £'000	2020 £'000
FIXED ASSETS					
Tangible Assets	**9**		826		827
Investments	**10**		135,114		131,428
			135,940		132,255
CURRENT ASSETS					
Debtors	**11**	16,156		15,635	
Cash at Bank and in Hand		2,804		3,151	
		18,960		18,786	
CREDITORS: Amounts falling due within one year	**12**	(13,642)		(12,054)	
NET CURRENT ASSETS			5,318		6,732
TOTAL ASSETS LESS CURRENT LIABILITIES			141,258		138,987
CREDITORS: Amounts falling due after more than one year	**13**		(4,474)		(5,010)
PROVISIONS	**14**		(14,878)		(14,662)
TOTAL NET ASSETS			121,906		119,315
UNRESTRICTED FUNDS					
Designated Funds	**16**		1,896		1,136
Other Charitable Funds	**16**		56,949		54,205
Non-Charitable Funds	**16**		63,061		63,974
TOTAL UNRESTRICTED FUNDS			121,906		119,315

The Financial Statements were approved by the Council on 27January 2022 and signed on its behalf by

.....

MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 15 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)
BALANCE SHEET AS AT 31 MARCH 2021

	Note	2021 £'000	2021 £'000	2020 £'000	2020 £'000
FIXED ASSETS					
Tangible Assets	9		826		827
Investments	10		108,602		106,966
			109,428		107,793
CURRENT ASSETS					
Debtors	11	17,729		17,349	
Cash at Bank and in Hand		1,781		1,471	
		19,510		18,820	
CREDITORS: Amounts falling due within one year	12	(2,558)		(2,288)	
NET CURRENT ASSETS			16,952		16,532
TOTAL ASSETS LESS CURRENT LIABILITIES			126,380		124,325
CREDITORS: Amounts falling due after more than one year	13		(4,474)		(5,010)
TOTAL NET ASSETS			121,906		119,315
UNRESTRICTED FUNDS					
Designated Funds	16		1,896		1,136
Other Charitable Funds	16		120,010		118,179
TOTAL UNRESTRICTED FUNDS			121,906		119,315

The Financial Statements were approved by the Council on 27 January 2022 and signed on its behalf by

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MR B S E FRESHWATER
TRUSTEE

Company Registration Number: 688212

The notes on pages 15 to 35 form part of these Financial Statements.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 Unrestricted Funds £'000	£'000	2020 Unrestricted Funds £'000	£'000
Cash Flows from Operating Activities:					
Net Cash from Operating Activities	**24**	(2,234)		(5,515)	
Tax Recovered		(7)		85	
Net Cash from/(used in) Operating Activities			(2,241)		(5,430)
Cash Flows from Investing Activities					
Dividends, Interest and Rents from Investments		1,113		2,650	
Proceeds from Sale of Investments		324		906	
Net Cash Provided by Investing Activities			1,437		3,556
Cash Flows from Financing Activities					
Repayments of Borrowing		(37)		(33)	
Interest Paid		(5)		(23)	
Net Cash Used in Financing Activities			(42)		(56)
CHANGE IN CASH AND CASH EQUIVALENTS IN THE YEAR			(846)		(1,930)
CASH AND CASH EQUIVALENTS AT 1 APRIL 2020			3,118		5,291
CHANGE IN CASH AND CASH EQUIVALENTS DUE TO EXCHANGE RATE MOVEMENTS			499		(243)
CASH AND CASH EQUIVALENTS AT 31 MARCH 2021	**25**		2,771		3,118

The notes on pages 15 to 35 form part of these Financial Statements.

1. ACCOUNTING POLICIES

The charity is a private company limited by guarantee, registered in England and Wales and a registered charity in England and Wales. The address of the registered office is 158-162 Shaftesbury Avenue, London, WC2H 8HR.

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', 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 (FRS 102) (Charities SORP (FRS 102)) and the Charities Act 2011.

The Consolidated Financial Statements incorporate the results of the company and its subsidiaries for the year ended 31 March 2021. These are adjusted, where appropriate, to conform to group accounting policies.

The following accounting policies have been used consistently in the preparation of the Group's Financial Statements.

1.1 BASIS OF ACCOUNTING

The Financial Statements have been prepared under the Historical Cost Convention, as modified by the inclusion of fixed asset investments at fair value. The financial statements are prepared in sterling, which is the functional currency of the entity, and rounded to thousands.

The outbreak of the Covid-19 pandemic in 2020 and the periods of associated lockdown have had a negative impact on the macro economy and the particular market that the company, together with the other members of The Raphael Freshwater Memorial Association Limited group (referred to as "the group"), operate in. The directors have placed a particular focus on the group's going concern assessment and have considered the principal risks to the group. This assessment has considered the various probable outcomes of the pandemic on the group's operations and its future financial performance over the next 12 months, including a severe but plausible decline in revenues, an increase in impairment of rent arrears and a reduction in property values.

Notwithstanding these uncertainties, the directors have concluded that it is appropriate for the financial statements to be prepared in accordance with the accounting principles appropriate to a going concern and that there is no material uncertainty to this position, as the directors have a reasonable expectation that the company has adequate resources under all plausible circumstances to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due, based on available sources of finance.

Judgements made by the Trustees, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in Note 23.

The Company meets the definition of a public benefit entity under FRS 102.

1. ACCOUNTING POLICIES (cont'd)

1.2 GROUP FINANCIAL STATEMENTS

A separate Statement of Financial Activities, or Income and Expenditure Account for the Company itself is not presented in accordance with Section 408 of the Companies Act 2006.

The Group Financial Statements incorporate the financial statements of the company and its group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. The Group Financial Statements do not consolidate the results, nor the assets and liabilities of Delbast Corporation as the Trustees are of the opinion that to do so would not reflect a true and fair view in the Financial Statements (see Note 10g). Delbast Corporation and its operations are controlled and carried out in North America by its directors.

1.3 INCOMING RESOURCES

This includes income from listed investments and deposits, rentals received from property assets, receipts under Deeds of Covenant from individuals and other grants and donations received by the Group. Non-monetary donations are recognised at fair value when this can be quantified. The abovementioned items are included in the Financial Statements on an accruals basis with the exception of income from listed companies which is included when received.

Rental income from investment property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the period to first break clause. Lease incentives granted to tenants are recognised on a straight line basis over the period to first break clause. Service charge income is recognised as the services are provided.

1.4 PROPERTY OUTGOINGS

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

1.5 GOVERNANCE COSTS

Governance costs include costs of the preparation and audit of financial statements and the cost of any legal advice to Trustees on governance or constitutional matters.

1.6 INVESTMENT GAINS AND LOSSES

This includes any gains or losses on the sale of investments and any gains or losses resulting from revaluing investments to fair value at the end of the year.

1.7 DEFERRED TAX

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

1. ACCOUNTING POLICIES (cont'd)

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

There are no deferred tax provisions for the Company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

1.8 PROPERTIES HELD FOR USE BY CHARITY

These properties are stated at cost. Properties donated to the Company are included at fair value at the date of acquisition. Depreciation of freehold buildings is provided at the rate of 2% per annum on a straight-line basis over the useful economic life of the asset.

1.9 INVESTMENT PROPERTY

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the Statement of Financial Activities (SOFA) and taken to Other Unrestricted Funds.

1.10 DISPOSALS OF PROPERTIES

The Group generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the Group's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the Group also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

1. ACCOUNTING POLICIES (cont'd)

1.11 LISTED INVESTMENTS

Shareholdings acquired are initially recorded at cost and subsequently included at fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.12 INVESTMENTS IN SUBSIDIARY UNDERTAKINGS

Shareholdings acquired are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015) based on the net asset value. The net asset values of the subsidiary undertakings reflect fair values of their underlying properties held for investment; any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.13 OTHER INVESTMENTS

Other investments comprise shareholdings in unlisted companies and are initially recorded at cost and subsequently included at Trustees' best estimate of fair value (in accordance with the SORP 2015); any surplus or deficit on revaluation is recognised in the SOFA and taken to Other Unrestricted Funds.

1.14 FINANCIAL INSTRUMENTS

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Rental and other debtors

Rental and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Rent in advance and other creditors

Rent in advance and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1. ACCOUNTING POLICIES (cont'd)

1.15 LIABILITY RECOGNITION
Liabilities are recognised as soon as there is a legal or constructive obligation committing the Charity to pay out resources.

1.16 FOREIGN CURRENCIES
Assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the Balance Sheet date. Transactions in foreign currencies are translated into sterling at the average rate of exchange in respect of the month during which the transactions occurred, or where practicable, at the rate ruling on the date of the transaction. Exchange differences are taken into account in arriving at the Net Incoming Resources.

1.17 FUND ACCOUNTING
Unrestricted Funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and in accordance with relevant law.

Designated Funds are Unrestricted Funds, which have been set-aside at the discretion of the Trustees for specific purposes as noted below (Note 1.18).

Non-Charitable Funds are Unrestricted Funds and comprise the net aggregate reserves of the Company's subsidiaries computed by reference to the accounting policies of the subsidiaries.

Other Unrestricted Funds comprise Other Charitable Funds, representing the accumulated surplus or deficit on income and expenditure account and the excess of fair value over the cost of investments.

Restricted Funds are funds subject to specific restricted conditions imposed by donors. There are no Restricted Funds as at the Balance Sheet date.

1.18 DESIGNATED FUNDS
The Company has committed itself to various long-term charitable projects and transfers are made to Designated Funds in accordance with anticipated expenditure in respect of each individual project.

2. INTEREST PAYABLE

	2021	2020
	£'000	£'000
Bank Charges and Interest	5	23
Losses on Foreign Exchange	-	243
	5	266

During the year, gains on foreign exchange amounted to £499,000.

3. GRANTS AND DONATIONS PAYABLE

	2021	2020
	£'000	£'000
Grants and Donations Paid	3,607	5,822

All Grants and Donations were paid to charitable institutions: £3,260,000 for the advancement of religion and education and £347,000 for the relief of poverty.

The composition of donations is shown below.

	£'000
Bobov Cheder Trust	641
Amud Hatzedoka Trust	549
Chibas Yerushalayim Kollel	174
Kahal Chasidim Bobov	133
Chevras Maoz Ladal	103
Bobov Foundation F.O.	65
Mifal Hachesed V'hatzedukah	64
Regent Charities Ltd	60
Mir Yeshiva F.O.	58
Rabinow Divrei Shir Kollel	51
Yesamach Levav Trust	45
Yad Eliezer	43
Shaarei Orah	42
Mifal Tzedoko V'Chesed	40
Beis Medrash Govoha	38
Mercaz Hatorah Belz Machnovka	36
North London Welfare & Educational Foundation	34
Keren Shlomo Trust	34
Care All Limited	33
Rehabilitation Trust	30
Brisk Yeshiva	29
Support The Charity Worker	28
Edupoor Limited	27
Friends of Beis Chinuch Lebonos	26
Yetiv Lev London Jerusalem Trust	26
Three Pillars Trust	25
Other donations	1,173
	3,607

4. GOVERNANCE COSTS

	2021 £'000	2020 £'000
Auditors' Remuneration	18	25
Legal and Professional Fees	6	34
Depreciation	1	1
	25	60

5. NET INCOME/(EXPENDITURE) BEFORE TAX

This is stated after charging:

	2021 £'000	2020 £'000
Depreciation	1	1
Auditors' Remuneration:		
Audit Fees	110	108
Other Professional Services	4	21

6. STAFF COSTS AND EMOLUMENTS

No remuneration or other benefits from employment with the Company or a related entity were received by the Trustees or connected parties. No Trustee expenses have been incurred.

The group's property outgoings include employment costs of £259,290 (2020: £281,965) payable for porterage. The average number of porterage staff employed during the year was 14 (2020: 14).

7. TAXATION

Major components of tax expense

	2021 £'000	2020 £'000
Deferred tax:		
Origination and reversal of timing differences	219	(111)
Impact of change in tax rate	-	1,556
Taxation	219	1,445

All tax is recognised in the Consolidated Income and Expenditure Account.

7. TAXATION (cont'd)

Reconciliation of tax expense

The tax assessed on the net income for the year is higher than the standard rate of corporation tax in the UK of 19% (2020: 19%) by reference to the analysis below.

	2021	2020
	£'000	£'000
Net income before tax	2,810	(13,943)
Net income by rate of tax	534	(2,603)
Income exempt from tax	(507)	2,664
Expenses not deductible for tax purposes	(1)	10
Timing difference on unrealised gains	1	(16)
Utilisation of losses brought forward	-	-
Effect of timing differences on Gift Aid	(5)	(169)
Impact on change in tax rate	-	1,556
Other differences	197	3
Taxation	219	1,445

Factors that may affect future tax expense

An increase in the main UK corporation tax rate to 25% (effective from 1 April 2023) was announced in the March 2021 Budget but was not substantively enacted until after the year end, on 24 May 2021. This will increase the Company's future tax charge accordingly.

The deferred tax liability at 31 March 2021 has been calculated based on the rate of 19% (2020: 19%).

8. NET MOVEMENT IN FUNDS

The Net Movement in Funds of the Company for the year was a surplus of £2,591,000 (2020: deficit of £15,395,000) and has been dealt with in the Statement of Financial Activities of the Company.

9. TANGIBLE FIXED ASSETS

Group and Company

	Property Held for use by Charity £'000
Freehold Properties at Cost	
At 1 April 2020	880
Additions	-
At 31 March 2021	880
Depreciation	
At 1 April 2020	53
Charge for Year	1
At 31 March 2021	54
Net Book Value	
At 31 March 2021	826
At 31 March 2020	827

The Property Held for Use by Charity is stated at historical cost. This includes an amount of £811,000 which represents the cost of land earmarked for the construction of "sheltered accommodation". Part of this property forms the assets representing the Designated Funds in these respects.

10. INVESTMENTS

Group	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Other Investments £'000	Total £'000
FAIR VALUE					
At 1 April 2020	103,405	13,042	14,978	3	131,428
Transfers	-	-	(14,976)	14,976	-
Revaluation	878	469	-	2,339	3,686
At 31 March 2021	104,283	13,511	2	17,318	135,114

10. INVESTMENTS (cont'd)

Company	Freehold Properties £'000	Long Leasehold Properties £'000	Listed Investments £'000	Investments in Subsidiary Undertakings £'000	Other Investments £'000	Total £'000
FAIR VALUE						
At 1 April 2020	26,791	1,578	14,620	63,974	3	106,966
Transfers	-	-	(14,618)	-	14,618	-
Revaluation	372	(107)	-	(913)	2,284	1,636
At 31 March 2021	27,163	1,471	2	63,061	16,905	108,602

a) All Investments, subject to the comments below, are stated at fair value as at 31 March 2021.

b) An independent professional revaluation of all the group's properties was carried out at 31 March 2021 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

The aggregate professional valuations included in the above table have been reduced by an amount of £684,405 relating to lease incentives included in trade debtors.

The historical cost of the Group's Investment Properties at 31 March 2021 is £20,275,000 (2020: £20,275,000). The historical cost of the Company's Investment Properties at 31 March 2021 is £11,259,000 (2020: £11,259,000).

Valuation techniques and key inputs

The group's residential apartments and houses (£92 million) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies.

The group's commercial units (£26 million) were valued using the income capitalisation method, requiring the application of an appropriate market based yield to net operating income. Adjustments are made to allow for voids when less than five years are left under the current tenancy and to reflect market rent at the point of lease expiry or rent review.

c) The group's investment, Daejan Holdings PLC was delisted from the Main Market for listed securities of the London Stock Exchange on 11 May 2020 and subsequently changed its name to Daejan Holdings Limited, a private limited company.

10. INVESTMENTS (cont'd)

d) Other Investments principally comprise shares in Daejan Holdings Limited, valued by the Trustees using a combined discounted net asset and dividend yield approach.

Daejan Holdings Limited has directors in common with the directors of the Company.

The historical cost of the Group's shares in Daejan Holdings Limited is £414,000 (2020: £414,000).

The historical cost of the Company's shares in Daejan Holdings Limited is £405,000 (2020: £405,000).

e) Under the terms of the Will of the late Mrs N G Freshwater, 50 Ordinary Shares in Highdorn Co. Limited representing 50% of its issued Share Capital are bequeathed to the Company. The Company acts as custodian in respect of these shares for and on behalf of Regent Charities Limited, a charitable company with Trustees in common with the Company and with similar Charitable Objects. The intent is for those shares to be transferred directly to Regent Charities Limited during the Administration of the Estate which will ensure that the shares under these arrangements are clearly identified and will be transferred correctly to Regent Charities Limited. The bequest has not yet been made but the Trustees understand that the bequest will be honoured in the coming months. These transactions are not recognised in the Financial Statements of the Company and the Group for the year under review as the Company is acting as custodian on behalf of Regent Charities Limited in respect of these shares. The estimated value based upon the net asset value of the 50% shareholding in Highdorn Co. Limited as at 31 March 2021 is approximately £38 million. The net asset value reflects the fair values of Highdorn Co. Limited and Subsidiary Undertakings' underlying properties held for investment and investment assets.

f) The value of the Investments in Subsidiary Undertakings has been estimated by the Trustees based on the underlying value of assets less liabilities of the Subsidiary Undertakings.

The historical cost of the Investments in Subsidiary Undertakings is £161,657 (2020: £161,657).

g) The Company holds directly and indirectly the undermentioned proportion of the issued share capital in the following Companies, all of which are incorporated in Great Britain and registered in England & Wales and whose registered address is at Freshwater House, 158 - 162 Shaftesbury Avenue, London WC2H 8HR (unless otherwise indicated) and have certain directors in common with the Company.

	Company Number	Percentage Holding
Directly Held Subsidiaries		
Bastion Products Limited	00470283	100
Charles Development Company Limited	00563142	100
Cherry Orchard Properties Limited	00990596	100
Endsleigh Court Services Limited	00501255	100
L K B Investments Limited	00631653	100
Metropolitan Properties Co (Cloisters) Limited	00954321	100
Newprop Company Limited	00473750	100

10. INVESTMENTS (cont'd)

	Company Number	Percentage Holding
Indirectly Held Subsidiaries		
Brigade Properties Limited	00730498	100
Delbast Corporation (USA)	n/a	100
Kayville Properties Limited	00754315	100
LKB (Endsleigh) Limited	09486023	100
Owen Cooper (Properties) Limited	00629014	100

The aggregate amount of assets, liabilities and funds of the subsidiary undertakings are as follows:

	Assets £'000	Liabilities £'000	Capital & Reserves £'000
Bastion Products Limited	5,031	(2,941)	2,090
Brigade Properties Limited	1,966	(440)	1,526
Charles Development Company Limited	617	(67)	550
Cherry Orchard Properties Limited	2,098	(1,150)	948
Endsleigh Court Services Limited	725	(20)	705
Kayville Properties Limited	534	(137)	397
L K B Investments Limited	80,898	(30,659)	50,239
LKB (Endsleigh) Limited	1,186	(1,435)	(249)
Metropolitan Properties Co (Cloisters) Limited	7,331	(3,906)	3,425
Newprop Company Limited	9,140	(5,835)	3,305
Owen Cooper (Properties) Limited	323	(1)	322

10. INVESTMENTS (cont'd)

A summary of turnover, expenditure and profit or loss for the year is shown below for each operational subsidiary undertaking.

	Bastion Products Limited £'000	Brigade Properties Limited £'000	Charles Development Company Limited £'000	Cherry Orchard Properties Limited £'000	Endsleigh Court Services Limited £'000
Turnover	199	54	12	46	9
Cost of sales	(127)	(9)	-	(145)	(30)
Administrative expenses	(12)	(5)	(3)	(5)	(4)
Net valuation gains on investment property	83	39	-	252	-
Net valuation gains on listed investments	-	-	56	-	-
Profit / (loss) on disposal of investment property	70	-	-	-	-
Interest receivable and similar income	-	-	-	-	-
Interest payable and similar charges	(67)	(9)	-	(22)	(1)
Profit before tax					
Taxation	146	70	65	126	(26)
Profit for financial year	118	57	55	101	(21)

	Kayville Properties Limited £'000	L K B Investments Limited £'000	LKB (Endsleigh) Limited £'000	Metropolitan Properties Co (Cloisters) Limited £'000	Newprop Company Limited £'000
Turnover	25	3,784	75	243	308
Cost of sales	(10)	(3,470)	(890)	(88)	(246)
Administrative expenses	(2)	(31)	(5)	(11)	(14)
Net valuation gains on investment property	30	354	-	30	295
Profit on disposal of investment property	-	254	-	-	-
Interest receivable and similar income	-	-	-	-	-
Interest payable and similar charges	-	(627)	-	(154)	(75)
Profit before tax					
Taxation	43	264	(820)	20	268
Profit for financial year	35	218	(663)	17	217

The Group Financial Statements do not consolidate the results, nor the assets and liabilities of Delbast Corporation, as the Trustees are of the opinion that they are not material nor of consequence in the context of the Charity or the Group. Delbast Corporation and its operations are controlled and carried out in North America by its directors.

The Capital and Reserves attributable to Delbast Corporation at its year end of 31 December 2011 (the latest Financial Statements available) are $362,631.

11. DEBTORS

	Note	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Amount owed by subsidiary undertakings	11a	-	-	15,019	14,087
Amounts due from connected undertakings	11b	11,486	11,096	1,185	1,847
Loan debtors (charitable purposes)		3	15	3	15
Rental debtors		1,192	784	291	84
Other debtors		3,475	3,741	1,231	1,316
		16,156	15,636	17,729	17,349

All debtors are interest-free and repayable on demand except as disclosed below.

a) Amounts due from Subsidiary Undertakings comprise the following:

	2021 £'000	2020 £'000
Loan debtors	14,135	13,260
Accrued loan interest	884	827
	15,019	14,087

	Loan Debtor 2021 £'000	Loan Debtor 2020 £'000	Accrued Loan Interest 2021 £'000	Accrued Loan Interest 2020 £'000
Bastion Products Limited	721	721	62	53
Cherry Orchard Properties Limited	216	216	57	57
L K B Investments Limited	10,367	9,787	343	288
Metropolitan Properties Co (Cloisters) Limited	1,722	1,562	358	365
Newprop Company Limited	1,001	866	64	64
Brigade Properties Limited	108	108	-	-
	14,135	13,260	884	827

The L K B Investments Limited loan includes a facility of £5.26 million which bears interest at a rate of 5% per annum and is repayable by 29 June 2026. The remaining loans bear interest at 8% per annum and are effectively repayable on demand (see Note 22).

b) Amounts due from Connected Undertakings comprise amounts due from companies, certain directors of which are also directors of companies within this Group. The amounts mainly comprise balances due on property management current account which are interest free and are effectively repayable on demand.

11. DEBTORS (cont'd)

	Group		Company	
	2021	2020	2021	2020
	£'000	£'000	£'000	£'000
Freshwater Property Management Limited	8,454	7,358	-	-
Estate of OM and NG Freshwater	394	394	-	-
Highdorn Co. Limited	2,375	3,082	937	1,600
Craigton Combined Securities	-	-	-	-
Mayfair Charities Limited	248	247	248	247
Haysgrans Property Co. Limited	15	15	-	-
	11,486	11,096	1,185	1,847

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

		Group		Company	
		2021	2020	2021	2020
		£'000	£'000	£'000	£'000
Bank loans & overdrafts		33	33	33	33
Amounts owed to connected undertakings	12a	8,924	7,202	30	35
Taxation and social security		143	150	143	149
Rent in advance		2,199	2,749	776	776
Other creditors and accruals		2,343	1,920	1,576	1,295
		13,642	12,054	2,558	2,288

Amounts owed to Connected Undertakings and Loan Creditors owed to Connected Undertakings comprise amounts due to companies, certain directors of which are also directors of companies within this Group. Except as detailed below, the amounts are due on property management current account, are interest free and are effectively repayable on demand.

12a) AMOUNTS OWED TO CONNECTED UNDERTAKINGS

	Group		Company	
	2021	2020	2021	2020
	£'000	£'000	£'000	£'000
Highdorn Co. Limited	8,881	7,143	-	-
Freshwater Property Management Limited	43	59	30	35
	8,924	7,202	30	35

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

Group and Company

	2021 £'000	2020 £'000
Mortgage Advance	27	64
Other Creditors	4,447	4,946
	4,474	5,010
Amounts are payable as follows:		
In more than one year but not more than two years	33	33
In more than two years but not more than five years	4,441	4,977
In five years or more	-	-
	4,474	5,010

The Mortgage Advance is secured by a charge over one of the Company's Investment Properties which is included in the Balance Sheet at an amount of £850,000.

The Mortgage is repayable by monthly instalments terminating in 2022 and bears interest at 1.5% per annum over the Bank's Base Rate.

14. PROVISION FOR LIABILITIES

The movement in the deferred taxation provision during the year was:

Group	Investment Property £'000	Listed Investments £'000	Total £'000
At 1 April 2020	14,608	54	14,662
Charge during the year	205	11	216
At 31 March 2021	14,813	65	14,878

There are no deferred tax provisions for the company; it is exempt from tax due to its charitable status on the basis all income and gains will be applied solely for qualifying charitable purposes.

15. OPERATING LEASES

As Lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2021 £'000	2020 £'000
Not later than 1 year	2,606	2,812
Later than 1 year and not later than 5 years	7,756	7,059
Later than 5 years	13,525	14,983
	23,887	24,854

16. UNRESTRICTED INCOME FUNDS

Group	Designated Funds £'000	Other Charitable Funds £'000	Non Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2020	1,136	54,205	63,974	119,315
Net income/(expenditure) for the Year	(740)	4,244	(913)	2,591
Transfer between funds	1,500	(1,500)	-	-
Balance at 31 March 2021	1,896	56,949	63,061	121,906

Other Charitable Funds at 31 March 2021 includes £33,875,000 of unrealised profits which are not available for distribution.

Non Charitable Funds includes £65,676,000 of unrealised profits which are not available for distribution.

Company	Designated Funds £'000	Other Charitable Funds £'000	Total Funds £'000
Balance at 1 April 2020	1,136	118,179	119,315
Net income/(expenditure) for the year	(740)	3,331	2,591
Transfer between funds	1,500	(1,500)	-
Balance at 31 March 2021	1,896	120,010	121,906

Other Charitable Funds at 31 March 2021 includes £96,775,000 of unrealised profits which are not available for distribution.

Payments from designated funds aggregating £393,000 (2020: £431,000) were made to charities with trustees in common with the Company.

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS

Group	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	135,940	5,318	(19,352)	121,906
Total Funds	135,940	5,318	(19,352)	121,906

17. ANALYSIS OF NET ASSETS BETWEEN FUNDS (cont'd)

Company	Fixed Assets £'000	Net Current Assets £'000	Long Term Liabilities £'000	Total £'000
Unrestricted Income Funds	109,428	16,952	(4,474)	121,906
Total Funds	109,428	16,952	(4,474)	121,906

18. CONTINGENT LIABILITIES AND GUARANTEES

The Company has given the following limited guarantees:

(a) £750,000 (2020: £750,000) in respect of bank overdraft facilities provided to Service To The Aged Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

(b) £150,000 (2020: £150,000) in respect of bank overdraft facilities provided to Beth Jacob Grammar School for Girls Limited, a charitable company of which some of the Trustees are also Trustees of the Company.

19. TRUSTEES' INTERESTS IN CONTRACTS

Included within Property Outgoings are management and administration charges of £32,000 (2020: £36,000) paid to Highdorn Co. Limited and £24,000 (2020: £13,000) paid to Freshwater Property Management Limited charged at normal commercial rates for day-to-day management of the properties held by the Subsidiaries. Both Highdorn Co. Limited and Freshwater Property Management Limited are members of the Freshwater Group of Companies with which this Group is connected. Mr B S E Freshwater is a director of Highdorn Co. Limited and Freshwater Property Management Limited but has no beneficial interest in their share capital.

20. FINANCIAL INSTRUMENTS

	Group		Company	
	2021 £'000	2020 £'000	2021 £'000	2020 £'000
Financial assets measured at fair value through income and expenditure:				
Listed investments (see Note 10)	2	14,978	2	14,620
Other investments (see Note 10)	17,318	3	16,905	3
Investment in Subsidiary Undertakings (see Note 10)	-	-	63,061	63,974
Financial assets measured at amortised cost (see Note 11)	16,156	15,635	17,729	17,349
Financial liabilities measured at amortised cost (see Notes 12 and 13)	18,116	17,064	7,032	7,298

20. FINANCIAL INSTRUMENTS (cont'd)

The income, expense, net gains and losses, including changes in fair value, for financial assets measured at fair value and financial assets and liabilities measured at amortised cost are included within the Statement of Financial Activities.

The fair values of the principal investments held at fair value through profit and loss at the balance sheet date are determined by trustees' valuation.

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 Apr 2020 £'000	Cash flows £'000	Non-cash movements £'000	At 31 Mar 2021 £'000
Cash in hand and at bank	**3,151**	(347)	-	**2,804**
Debt due within one year	**(33)**	-	-	**(33)**
Debt due after one year	**(5,010)**	37	499	**(4,474)**
	(1,892)	(310)	499	**(1,703)**

Non-cash movements represent exchange rate movements.

22. RELATED PARTY TRANSACTIONS

In addition to the matters set out elsewhere in these Financial Statements, the following related party transactions should be noted.

The Company received a donation of £1,250,000 (2020: £1,250,000) from Metropolitan Properties Company Limited; certain Trustees of the Company are Directors of the donor company.

The Company received a donation of £2,800 from a family member of one of the Trustees of the Company.

The Company made donations of £60,000 to Regent Charities Limited, a charity with Trustees in common with the company.

The Company had the following interest receivable from subsidiary undertakings:

	2021 £'000	2020 £'000
Bastion Products Limited	72	55
Cherry Orchard Properties Limited	22	17
L K B Investments Limited	629	584
Metropolitan Properties Co (Cloisters) Limited	147	115
Newprop Company Limited	74	69
Brigade Properties Limited	9	9
	953	849

23. ACCOUNTING ESTIMATES AND JUDGEMENTS

(i) Property valuation

The valuation of the group's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 10). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 1 above, all the group's properties are valued by external valuers with appropriate qualifications and experience.

(ii) Unlisted investments valuation

The valuation of the group's unlisted investments is subjective, depending on many factors, including comparator dividend yields and net asset values, assumed rationale of prospective share purchasers, and the deemed impact of entity specific conditions on the aforementioned measures. Significant judgement is also required when selecting comparator companies to be included in the population from which expected yields and discounted net asset values are derived. Therefore, the valuation is subject to a degree of uncertainty and is made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

(iii) Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

NOTES TO THE STATEMENT OF CASH FLOWS

24. RECONCILIATION OF NET INCOME TO NET CASH USED IN OPERATING ACTIVITIES

	2021 £'000	2020 £'000
Net income/(expenditure) for the year	2,591	(15,388)
Adjustments for:		
Depreciation charges	1	1
Gains/(losses) on investments	(4,012)	10,764
Dividends, interest and rents from investments	(2,565)	(1,444)
Increase/(decrease) in Donations and Designated Fund Provisions	12	(15)
(Increase)/decrease in debtors	(125)	(2,380)
Increase/(decrease) in creditors	1,648	1,500
Increase/(decrease) in provisions for liabilities	216	1,447
Net cash used in operating activities	(2,234)	(5,515)

25. ANALYSIS OF CASH AND CASH EQUIVALENTS

	2021 £'000	2020 £'000
Cash at Bank and in Hand	2,804	3,151
Bank Overdraft and Short-Term Bank Loans	(33)	(33)
Total cash and cash equivalents	2,771	3,118

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED

MANAGEMENT INFORMATION

FOR THE YEAR ENDED 31 MARCH 2021

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 7 to 10.

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

INCOME & EXPENDITURE ACCOUNT
(STATEMENT OF FINANCIAL ACTIVITIES)
FOR THE YEAR ENDED 31 MARCH 2021

	2021		2020	
	£'000	£'000	£'000	£'000
Income and Endowments from:				
Donations and Grants Received		2,103		1,500
Investments:				
Income from Fixed Asset Investments		498		484
Interest Receivable and Similar Charges		1,454		857
Rents and Charges Receivable		2,662		2,819
Total Income		6,717		5,660
Expenditure on:				
Raising Funds:				
Property Outgoings	(1,103)		(1,613)	
Interest Payable and Similar Charges	(3)		(248)	
Charitable Activities:				
Grants and Donations	(3,607)		(5,822)	
Payments from Special Projects Fund	(740)		(431)	
Expenditure Relating to Properties Held for Charitable Purposes	(284)		(337)	
Other:				
Governance Costs	(25)		(60)	
Total Expenditure		(5,762)		(8,511)
NET INCOME/(EXPENDITURE) BEFORE GAINS ON INVESTMENTS		955		(2,851)
Net Gains on Investments:				
Valuation of Investment Property	264		976	
Valuation of Listed and Other Investments	1,372		(13,520)	
		1,636		(12,544)
NET INCOME/(EXPENDITURE) FOR THE YEAR AND NET MOVEMENT IN FUNDS		2,591		(15,395)
Reconciliation of Funds:				
Total Funds Brought Forward		119,315		134,710
TOTAL FUNDS CARRIED FORWARD		121,906		119,315

THE RAPHAEL FRESHWATER MEMORIAL ASSOCIATION LIMITED
(LIMITED BY GUARANTEE)

PROPERTY REVENUE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2021

	2021 Unrestricted Funds		2020 Unrestricted Funds	
	£'000	£'000	£'000	£'000
Rents and Other Charges Receivable		2,662		2,819
Less: Property Outgoings				
Ground Rent Payable	421		321	
General and Water Rates	30		77	
Insurance	41		8	
Repairs and Maintenance	374		809	
Lighting and Heating	86		138	
Porterage and Cleaning	59		70	
Legal and Professional Charges	18		89	
Management and Letting Commission	74		101	
		(1,103)		(1,613)
NET PROPERTY DEFICIT		1,559		1,206