KEREN ASSOCIATION LIMITED (LIMITED BY GUARANTEE)

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FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

Company Number: 00707087

Charity Number: 313119

COHEN ARNOLD CHARTERED ACCOUNTANTS & STATUTORY AUDITOR LONDON NW11 0PU

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REFERENCE AND ADMINISTRATIVE DETAILS

FOR THE YEAR ENDED 31 MARCH 2021

Name:	Keren Association Limited
Status:	Incorporated: 1 st November 1961 Registered Charity Number: 313119 Company Registration Number: 00707087
Principal Office:	129 Stamford Hill London N16 5TW
Registered Office:	New Burlington House 1075 Finchley Road London NW11 0PU
Charity Trustees:	Mr E Englander (Chairman) Mrs S Englander (Passed away 23 September 2020) Mr P N Englander Mr S Z Englander Mr J S Englander Mrs H Z Weiss Mrs N Weiss Mr A I Perelman Mr J Stern (Appointed 6 August 2020)
Secretary:	Mrs S Englander (Passed away 23 September 2020)
Auditors:	Cohen Arnold Chartered Accountants & Statutory Auditor New Burlington House 1075 Finchley Road London NW11 0PU
Bankers:	Barclays Bank Plc Mile End & Bow Branch 240 Whitechapel Road London E1 1BS

REPORT OF THE TRUSTEES

FOR THE YEAR ENDED 31 MARCH 2021

The Trustees, who are also directors for the purposes of Company law, have pleasure in presenting their report, including a Strategic Report, together with the consolidated Financial Statements of the Charitable Company and its subsidiaries for the year ended 31 March 2021 which are also prepared to meet the requirements for a Directors' report for Companies Act purposes.

The financial statements comply with the Charities Act 2011, the Companies Act 2006, the Memorandum and Articles of Association and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

REFERENCE AND ADMINISTRATIVE DETAILS

Reference and Administrative details of the Company are shown on Page 1 of the Financial Statements which forms part of this report.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing Document

Keren Association Limited is a Company limited by guarantee governed by its Memorandum and Articles of Association. It is registered as a charity with the Charity Commission.

Organisation

The Charitable Company is administered by the Trustees. Every Trustee holds office until he/she shall die or shall cease to hold office by virtue of the Articles of Association.

The day-to-day affairs of the Charitable Company are administered by the Trustees whose Chairman is Mr E Englander.

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

Appointment of Trustees

Where there is a requirement for new Trustees, these would be identified and appointed by the remaining Trustees.

Trustee Induction and Training

The Chairman of the Trustees would be responsible for the induction of any new Trustee, which involves awareness of a Trustee's responsibilities, the governing document, administrative procedures, the history and philosophical approach of the Charity. A new Trustee would receive copies of the previous year's annual report and accounts with detailed explanation thereof.

Group Structure and Relationships

The Charity has the following non-charitable operating subsidiaries:

Company	Company Registration Number	Percentage Shareholding
Adagio Estates Limited	11229159	100%
Blustart Co. Limited	00844475	100%
E & S Property Trading Co. Limited	00987960	100%
Englander Company Limited	00507585	50.45%
Gerrone Properties Limited	00842663	100%
Grangepoint Limited	01338359	100%
Hollow-ware Products Limited	00381945	100%
Manhill Co. Limited	00804321	100%

The subsidiary undertakings are administered by the Directors of those companies.

REPORT OF THE TRUSTEES

FOR THE YEAR ENDED 31 MARCH 2021

The Charitable Company also owns (directly and indirectly) 19.9% of ordinary shares and ordinary B shares in The Development & Property Holding Company Limited (a Holding Company). The Development & Property Holding Company Limited controls a number of wholly owned subsidiary companies. The Directors of these Companies are also Trustees of the Charitable Company.

Related Party Transactions

Details of transactions with Related Parties are disclosed in Note 20 to the Financial Statements. The Charitable Company has taken advantage of the exemption in FRS 102 Section 33 – Related Party Disclosures to dispense with the requirement to disclose transactions with members of the Keren Association Limited group of Companies.

OBJECTIVES AND ACTIVITIES FOR THE BENEFIT OF THE PUBLIC

The Charitable Company is established to further those purposes both in the United Kingdom and abroad recognised as charitable by English Law. In furtherance of these objects, the Charitable Company receives income from its investment properties, cash deposits, fixed asset investments, subsidiary and associated undertakings and voluntary income from companies connected with the Trustees which it utilises in the provision and distribution of grants and donations to organisations that fall within the objectives of the Charitable Company. It has concentrated its activities in promoting charitable activities of institutions teaching the principles of traditional Judaism, and the giving of philanthropic aid to the needy.

The Trustees confirm their compliance with the duty to have due regard to the public benefit guidance published by the Charity Commission when reviewing the Charitable Company's aims and objectives and in planning future activities.

Grant Making Policy

The Trustees are approached for donations by a wide variety of charitable institutions operating in the United Kingdom and abroad. The Trustees consider all requests which they receive and make donations based on the level of funds available to charitable whose purpose fall within the objects of the Charitable Company.

In making grants and donations, the Trustees use their personal knowledge of the relevant institutions, their 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.

INVESTMENTS

The movements in Investments are fully reflected in Note 11 to the Financial Statements.

The Group's investment properties are included in the Financial Statements at fair value. The properties are valued by the Trustees.

The Charitable Company's investments in subsidiary undertakings are included in the Financial Statements at fair value, based on the value of their underlying assets less liabilities. The valuation of properties and other assets in these Companies has been carried out by the Trustees.

STRATEGIC REPORT

Achievements and Performance

During the year the Charitable Company has continued its philanthropic activities and has maintained its support of organisations engaging in education, advancement of religion and the giving of philanthropic aid. The reserves remain available to organisations engaging in activities compatible with the aims and objectives of the Charitable Company. The Trustees expect such demands to increase in future years.

The financial results of the Charitable 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.

Grants and donations in the year totalled £10,752,611 (2020: £13,834,570).

REPORT OF THE TRUSTEES

FOR THE YEAR ENDED 31 MARCH 2021

Financial Review

<u>Financial Position</u> The financial position of the Charitable Company and its subsidiaries is satisfactory.

The Charitable Company's Consolidated Statement of Financial Activities shows a net Deficit of £5,728,477 (2020: net Deficit of £12,877,397) and total reserves of £27,888,199 (2020: £33,616,676).

Reserves Policy

The Reserves Policy of the Trustees is to maintain unrestricted funds, which are the free reserves of the Charitable Company, at a level they consider appropriate to the Charitable Company's needs taking into account likely future requirements. The Charitable Company holds long term investments to allow it to generate sufficient income on an ongoing basis. A proportion of the reserves is held in readily realisable form to cover on-going grant-making activities and contingencies arising from additional calls made upon the Charitable Company for the support of organisations in times of need. The Charitable Company's reserves are represented by unrestricted funds arising from past operating results. The Trustees are satisfied that the present balance of distributable reserves is sufficient to support anticipated expenditure.

Principal Funding Sources

The Charitable Company's principal funding sources in the year were its investment portfolio, together with donations received from subsidiaries.

Investment policy and objectives

Under the Memorandum and Articles of Association, the Charitable Company has the power to make any investment which the Trustees see fit provided any moneys are not immediately required for use in connection with any of its objects. The Charitable Company's investment policy is to maximise its income and gains so that its charitable objectives are maintained and expanded. However, having regard to liquidity requirements, the Trustees have also operated a policy of keeping available funds in interest bearing deposit accounts.

Key Performance Indicators

The Trustees monitor the group's performance against the strategic objectives on a regular basis. Performance is assessed against the strategy and expectations using financial and non-financial indicators. The key financial performance indicators used by the group are as follows:

	2021	<u>2020</u>	
	£	£	
Grants and donations received	588,000	79,035	
Grants and donations paid	10,752,611	13,834,570	
Net investment income	1,189,450	1,279,312	
Gains/(Losses) on investments	3,500,901	(4,600,438)	
Net movement in funds – (deficit)/surplus	(5,728,477)	(12,877,397)	
Total funds	27,888,199	33,616,676	

The Charity has continued to raise funds and was able to continue its grant funding activities in furtherance of its charitable objects.

Plans for Future Periods

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

REPORT OF THE TRUSTEES

FOR THE YEAR ENDED 31 MARCH 2021

Principal Risks and Uncertainties

The Trustees have identified and reviewed the major risks to which the group is exposed, in particular those related to the operations and finance of the group, and are satisfied that systems are in place to manage those risks.

The principal risks to which the group is exposed are:

- The availability of liquid funds to make grants and donations
- Uncertainty in connection with the UK exiting the European Union may impact the ability of donors to
 provide funding
- · Liabilities arising from property investment activity
- Tenant defaults
- Damage to property from flood, fire or terrorist action
- The economic cycle generally

The group seeks to manage or mitigate such risks wherever possible through measures including insurance, tenant screening and monitoring, rigorous reviews of acquisition and investment opportunities, external expert advice, monitoring cash and regular monitoring of the economic outlook. It is recognised that systems can only provide reasonable but not absolute assurance that major risks have been adequately managed.

TRUSTEES' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Trustees (who are also the directors of Keren Association Limited for the purposes of Company law) are responsible for preparing the Trustees' Report and the Financial Statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charitable Company and the group and of the incoming resources and application of resources, including the income and expenditure, of the Charitable Group for that period. 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 company and the profit or loss of the company for that period. In preparing these financial statements, the Trustees are required to:

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

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

REPORT OF THE TRUSTEES

FOR THE YEAR ENDED 31 MARCH 2021

STATEMENT OF DISCLOSURE TO AUDITORS

In so far as the Trustees are aware at the time of approving the Trustees' Report:

- there is no relevant information, being information needed by the auditor in connection with preparing their report, of which the group's auditor is unaware, and
- the trustees, having made enquiries of fellow directors and the group's auditor that they ought to have individually taken, have each taken all steps that he/she is obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITORS

The auditors, Cohen Arnold, are deemed to be re-appointed under Section 487(2) of the Companies Act 2006.

On behalf of the Board of Trustees,

Mr E Englander (Trustee)

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF KEREN ASSOCIATION LIMITED

FOR THE YEAR ENDED 31 MARCH 2021

OPINION

We have audited the financial statements of Keren Association Limited (the 'parent charitable company') and its subsidiaries ('the group') for the year ended 31 March 2021 which comprise the Consolidated Statement of Financial Activities, the Consolidated and Parent Charitable Company Balance Sheets, the Consolidated Cash Flow Statement 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 the parent charitable company's affairs as at 31 March 2021 and of the group's incoming resources and application of resources, including its income and expenditure, and of the group's cash flows 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 group 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 group's or the parent charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF KEREN ASSOCIATION LIMITED (Continued)

FOR THE YEAR ENDED 31 MARCH 2021

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.

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 of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

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

- the information given in the Trustees' Report, which includes the Directors' Report and the Strategic Report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Report and the Strategic Report included within the Trustees' Report have 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 group and the parent charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report or the Strategic Report included within 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF KEREN ASSOCIATION LIMITED (Continued)

FOR THE YEAR ENDED 31 MARCH 2021

RESPONSIBILITIES OF TRUSTEES

As explained more fully in the Trustees' responsibilities statement, the Trustees who are also the Directors of the parent charitable company for the purposes of company law are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the 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 group's and parent charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the group or the parent charitable company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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 management and identified which were most significant with respect to the
 financial statements. We identified Companies Act 2006 (including associated regulations), Charities Act
 2011, Charities SORP (FRS 102), Financial Reporting Standard 102, Taxation Laws and Regulations, The
 Landlord and Tenant Act and Health & Safety Regulations 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 laws and regulations.
- We discussed with the management the policies and procedures regarding compliance with the legal and regulatory framework.
- We assessed the susceptibility of the group's financial statements to material misstatement due to noncompliance with legal and regulatory framework, including how fraud might occur, by enquiry with the management during the planning and finalisation 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 framework, which were part of our procedures on the related financial
 statement items. Our procedures included reviewing the group's internal controls policies and procedures,
 reviewing the minutes of board meetings and correspondence with regulatory bodies including HM
 Revenue & Customs, testing transactions outside the normal course of the business and journal entries, and
 discussions with the management.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF KEREN ASSOCIATION LIMITED (Continued)

FOR THE YEAR ENDED 31 MARCH 2021

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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

USE OF REPORT

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

Asher Sternlicht (Senior Statutory Auditor)

For and on behalf of

COHEN ARNOLD Chartered Accountants & Statutory Auditor New Burlington House 1075 Finchley Road London NW11 0PU

Our audit was completed on 2 DECEMBER 2021 and our opinion was expressed at that date.

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CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING CONSOLIDATED INCOME AND EXPENDITURE ACCOUNT)

FOR THE YEAR ENDED 31 MARCH 2021

		Unrestricted Funds		
		2021	2020	
	Note	£	£	
Income and endowments from:				
Donations and legacies	2	588,000	79,035	
Investments	3	2,416,733	2,825,456	
Total income		3,004,733	2,904,491	
Expenditure on:				
Investment management costs	4	1,227,283		
Charitable activities	5	10,951,869	14,110,473	
Total expenditure		12,179,152	15,656,617	
Surplus/(Deficit) on investment valuations and disposals	8	3,500,901	(4,600,438)	
Net expenditure before taxation		(5,673,518)	(17,352,564)	
Taxation	9	(206,354)	2,942,750	
Net expenditure after taxation		(5,879,872)	(14,409,814)	
Attributable to non-controlling interest		151,395	1,532,417	
Net movement in funds	10	(5,728,477)	(12,877,397)	
Reconciliation of funds				
Total funds brought forward		33,616,676	46,494,073	
Total funds carried forward		27,888,199	33,616,676	

The Statement of Financial Activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

The related notes form part of these Financial Statements.

Company No: 00707087 Charity No: 313119

CONSOLIDATED BALANCE SHEET AND CHARITABLE COMPANY BALANCE SHEET AS AT 31 MARCH 2021

		<u>Group</u> <u>2021</u>	<u>Group</u> 2020	<u>Charitable</u> <u>Company</u> <u>2021</u>	<u>Charitable</u> <u>Company</u> <u>2020</u>
	Note	£	£	£	£
Fixed assets Investments	11	72,740,234	71,834,217	43,192,432	45,503,127
			2		
Total fixed assets		72,740,234	71,834,217	43,192,432	45,503,127
Current assets			1000 405		121 (00
Debtors Cash at bank and in hand	12	2,199,645 944,223	1,963,465 1,885,042	114,111 899,431	131,400 1,858,574
Cash at bank and in hand			1,005,042		
Total current assets		3,143,868	3,848,507	1,013,542	1,989,974
Current Liabilities					
Creditors: Amounts falling due within one year	13	(2,141,835)	(2,288,742)	(616,110)	(627,987)
	10				
Net current assets		1,002,033	1,559,765	397,432	1,361,987
Total assets less current liabilities		73,742,267	73,393,982	43,589,864	46,865,114
Creditors: Amounts falling due after					
more than one year	14	(34,435,994)	(28,414,191)	(15,701,665)	(13,248,438)
Provisions for liabilities	15	(7,617,637)	(7,411,283)		-
Net assets		31,688,636	37,568,508	27,888,199	33,616,676
Less: non-controlling interest		(3,800,437)	(3,951,832)	-	-
Net assets attributable to the					
parent Charitable Company	16	27,888,199	33,616,676	27,888,199	33,616,676
The funds of the Charitable					
Company: Unrestricted funds	16	27,888,199	33,616,676	27,888,199	33,616,676
Oneoniteted tunas	10			(-
		27,888,199	33,616,676	27,888,199	33,616,676
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The Trustees have prepared group Financial Statements in accordance with section 399 of the Companies Act 2006. These Financial Statements constitute the annual accounts required by the Companies Act 2006 and are for circulation to the members of the company. The Financial Statements were approved by the Trustees on 2 OCCEMBER 2021 and signed on their behalf by:

..... MR E ENGLANDER (TRUSTEE)

The related notes form part of these Financial Statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2021

		<u>2021</u>	<u>2020</u>
	Note	£	£
Cash flows from operating activities:			
Net cash used in operating activities	18	(10,507,469)	(14,251,102)
Cash flows from investing activities:			
Interest received		23,033	15,387
Net rents and commissions received		1,606,142	2,176,895
Purchase of/Improvements to investments		(460,124)	(3,415,839)
Proceeds from sale of investments		3,055,008	15,941,986
Net cash provided by investing activities		4,224,059	14,718,429
Cash flows from financing activities:			
Interest paid		(687,353)	(642,841)
Repayment of bank borrowings		(36,234)	(200,483)
Increase in other loan creditors		6,066,178	1,096,465
Net cash provided by financing activities		5,342,591	253,141
Change in cash and cash equivalents in the year		(940,819)	720,468
Cash and cash equivalents at the beginning of the year		1,885,042	1,164,574
Cash and cash equivalents at the end of the year	18	944,223	1,885,042

The related notes form part of these Financial Statements.

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NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

1. ACCOUNTING POLICIES

Statement of Compliance

The financial statements have been prepared in compliance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

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

The presentational currency is UK Pound Sterling.

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

Group Financial Statements

These Financial Statements consolidate the results of the Charitable Company and its subsidiaries on a line-by-line basis. A separate statement of financial activities or income and expenditure account dealing with the results of the Company only has not been presented in accordance with Section 408 of the Companies Act 2006.

Judgements and Key Sources of Estimation Uncertainty

In the application of the company's accounting policies, the trustees are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The valuation of investment properties 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. 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.

Income

All donations are recognised in the Statement of Financial Activities (SOFA) of the Charitable Company when the charity has unconditional entitlement to the resources. Donations represent voluntary amounts received during the year.

All other income is recognised on a receivable basis. This includes income from investments and deposits, rentals from property assets, and grants and donations received by the Charitable Company and Group.

Investment Management Costs

Investment management costs include costs relating to the investment properties on an accrual basis.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

1. ACCOUNTING POLICIES (Continued)

Governance Costs

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

Liability Recognition

Creditors are recognised as soon as there is a present obligation committing the entity to pay out resources, it is probable that a transfer of economic benefits will be required in settlement and the amount can be measured or estimated reliably.

Fund Accounting

General unrestricted funds comprise the accumulated surplus or deficit on income and expenditure account. They are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity.

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

Designated funds are funds, which have been set-aside at the discretion of the Trustees for specific purposes. There are no designated funds as at the Balance Sheet date.

Fixed Assets

All fixed assets are initially recorded at cost.

Properties Held for Investment

Properties classified as investments are included in the Balance Sheet at fair value. Any gains or losses arising from changes in the fair value are recognised in the Statement of Financial Activities.

In accordance with the FRS 102, no depreciation or amortisation is provided in respect of freehold or longleasehold investment properties.

Acquisitions and Disposals of Properties

Acquisitions and Disposals of properties are considered to take place at the date of legal completion and are included in the Financial Statements accordingly.

Financial Instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. Debt instruments are subsequently measured at amortised cost.

Where investments in non-puttable ordinary shares including investments in subsidiary undertakings can be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in the Statement of Financial Activities. Otherwise such investments are subsequently measured at cost less impairment.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics. Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

1. ACCOUNTING POLICIES (Continued)

Taxation

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The Charitable Company is not liable to direct taxation on its income as it falls within the various exemptions available to registered charities. The subsidiary undertakings are subject to Corporation Tax but it is expected that their income will be gifted for charitable purposes and therefore no tax liability should arise.

Notwithstanding the above, deferred tax is recognised in respect of all timing differences present in the non-charitable subsidiary undertakings. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Related Party Transactions

The Charitable Company has taken advantage of the exemption in FRS 102 Section 33 – Related Party Disclosures to dispense with the requirement to disclose transactions with members of the Keren Association Limited group of Companies.

2. INCOME FROM DONATIONS AND LEGACIES

	<u>2021</u>	<u>2020</u>
	£	£ 70.025
Unrestricted donations received	588,000	79,035
No restrictions were attached to any donations received.		
	<u>2021</u>	<u>2020</u>
	£	£
Rents receivable from investment properties	2,345,223	2,755,423
Interest receivable	20,855	15,354
Commissions receivable	50,655	54,679
	2,416,733	2,825,456
	<u></u>	
INVESTMENT MANAGEMENT COSTS		
	2021	<u>2020</u>
	£	£
Property outgoings	801,732	833,169
Interest payable	425,551	712,975
	1,227,283	1,546,144

No commission has been paid in connection with management of the properties.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

5. EXPENDITURE ON CHARITABLE ACTIVITIES

	<u>2021</u>	2020
	£	£
Grant funding activities (Institutional grants)	10,752,611	13,834,570
Support and governance costs (note 6)	199,258	275,903
	10,951,869	14,110,473
		-

All grants were paid from unrestricted funds and were institutional grants. An analysis of institutional grants is attached to these financial statements.

All grants were paid were for Education, Furtherance of Jewish Religion and Alleviation of Poverty.

6. ANALYSIS OF SUPPORT AND GOVERNANCE COSTS

	<u>2021</u>	<u>2020</u>
	£	£
Legal & professional fees	129,317	196,410
Auditor's remuneration	56,880	62,800
General expenses	13,061	16,693
	199,258	275,903

7. STAFF COSTS AND EMOLUMENTS

No salaries or wages have been paid to any employee or Trustee by the Charitable Company or any subsidiary undertaking. No Trustee expenses have been incurred.

8. SURPLUS/(DEFICIT) ON INVESTMENT VALUATIONS AND DISPOSALS

	<u>2021</u>	<u>2020</u>
	£	£
Profit/(Loss) on disposal	57,052	(1,040,841)
Gains/(Losses) on revaluation	3,884,960	(4,284,060)
Amounts (written off)/written back on investments	(441,111)	724,463
	3,500,901	(4,600,438)

9. TAXATION

No current tax was payable in respect of the Charitable Company. Current tax payable in respect of the non-charitable subsidiary undertakings was Nil (2020: £Nil).

The movement in the income and expenditure account represents provision for deferred tax (see Note 15).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

10. NET MOVEMENT IN FUNDS

Of the Net Movements of Funds of the Group £5,728,477 Deficit (2020: £12,877,397 Deficit) has been dealt within the Statement of Financial Activities of the Charitable Company itself.

11. INVESTMENTS

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Group	Properties £	<u>Shares in</u> <u>Related</u> <u>Companies</u> £	<u>Life Policies</u> £	<u>Total</u> £
Fair Value at 1 April 2020	58,776,950	1,961,025	11,096,242	71,834,217
Additions	469,021		(8,897)	460,124
Disposals	(2,997,956)	-	-	(2,997,956)
Revaluations	(111,015)	3,995,975		3,884,960
Fair Value at 31 March 2021	56,137,000	5,957,000	11,087,345	73,181,345
Impairments				
At 1 April 2020	4	-	-	-
Impairment losses	-	-	(441,111)	(441,111)
At 31 March 2021	-	-	(441,111)	(441,111)
Carrying Amount				
Net book value at 31 March 2021	56,137,000	5,957,000	10,646,234	72,740,234
Net book value at 1 April 2020	58,776,950	1,961,025	11,096,242	71,834,217
Historical Cost at 31 March 2021	16,626,585	232,531	11,087,345	27,946,461
			·	

Charitable Company	<u>Properties</u> £	<u>Shares in</u> <u>Subsidiary</u> <u>Undertakings</u> £	<u>Shares in</u> <u>Related</u> <u>Companies</u> £	<u>Total</u> £
Fair Value at 1 April 2020	8,300,000	35,713,773	1,489,354	45,503,127
Additions	229,254			229,254
Disposals	(2,318,500)	-	-	(2,318,500)
Revaluations	(58,754)	(2,320,357)	2,157,662	(221,449)
Fair Value at 31 March 2021	6,152,000	33,393,416	3,647,016	43,192,432
	And the second second			
Historical Cost at 31 March 2021	5,895,563	2,852,771	61,148	8,809,482

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

11. INVESTMENTS (Continued)

- a. The assets classified as investments are stated at Trustees' valuation at 31 March 2021.
- b. The group's investment properties are valued by the Trustees in consultation with RICS qualified surveyors based on their understanding of property market conditions using a sales valuation approach, derived from recent comparable transactions and market yields, adjusted by applying discounts to reflect status of occupation and condition.
- c. The fair value at 31 March 2021 of the Investments in Subsidiary Undertakings and unquoted Related Companies is based on the underlying value of assets less liabilities of these Companies. The valuation of properties and other assets in these Companies has been made by the Trustees.

The Subsidiary Undertakings of the Charitable Company, all of which are incorporated in Great Britain and registered in England and included in the consolidated financial statements, are as follows: -

	Company Registration	Percentage
Company	Number	Shareholding
Adagio Estates Limited	11229159	100%
Blustart Co. Limited	00844475	100%
E & S Property Trading Co. Limited	00987960	100%
Englander Company Limited	00507585	50.45%
Gerrone Properties Limited	00842663	100%
Grangepoint Limited	01338359	100%
Hollow-ware Products Limited	00381945	100%
Manhill Co. Limited	00804321	100%

The Charitable Company also owns (directly and indirectly) 19.9% of ordinary shares and ordinary B shares in The Development & Property Holding Company Limited (a Holding Company). The Development & Property Holding Company Limited controls a number of wholly owned subsidiary companies. The Directors of these Companies are also Trustees of the Charitable Company.

A summary of the turnover, expenditure and net profit or loss for the year ended 31 March 2021 of each subsidiary undertaking is as follows:

Company	<u>Turnover</u>	<u>Expenditure</u>	<u>Other</u> adjustments	<u>Donations</u> <u>paid to</u> <u>Parent</u> <u>Charity</u>	<u>Net retained</u> profit or <u>loss</u>
	£	£	£	£	£
Adagio Estates Limited	66,637	(63,948)	(46,360)	•	(43,671)
Blustart Co. Limited	7,149	(4,417)	22,640		25,372
E & S Property Trading					
Co. Limited	120,166	(78,499)	1,843	(245,000)	(201,490)
Englander Company					
Limited	440,569	(161,497)	(259,611)	(325,000)	(305,539)
Gerrone Properties					
Limited	133,433	(32,907)	(17,758)	(157,000)	(74,232)
Grangepoint Limited	599,845	(218,016)	(214,050)	(650,000)	(482,221)
Hollow-ware Products					
Limited		(8,720)	(441,111)	(2,800,000)	(3,249,831)
Manhill Co. Limited	589,354	(295,786)	381,952	(300,000)	375,520

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

11. INVESTMENTS (Continued)

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The assets, liabilities and funds of each subsidiary undertakings as at 31 March 2021 were as follows:

<u>Company</u>	<u>Assets</u> £	<u>Liabilities</u> £	<u>Capital and</u> <u>Reserves</u> £
Adagio Estates Limited	5,209,770	(5,829,506)	(619,736)
Blustart Co. Limited	1,104,905	(65,897)	1,039,008
E & S Property Trading Co. Limited	3,775,906	(1,322,692)	2,453,214
Englander Company Limited	9,626,466	(1,956,562)	7,669,904
Gerrone Properties Limited	5,193,558	(2,291,599)	2,901,959
Grangepoint Limited	19,699,159	(9,239,174)	10,459,985
Hollow-ware Products Limited	13,075,633	(12,163,492)	912,141
Manhill Co. Limited	15,035,106	(4,442,309)	10,592,797

12. DEBTORS

	Group		Charitab	le Company
	<u>2021</u>	<u>2020</u>	2021	2020
	£	£	£	£
Rent and service charges	345,728	355,199	3,133	23,735
Amounts due from related companies	375,372	357,869	-	-
Loan debtors	601,575	601,575	46,500	46,500
Interest receivable	9,532	11,710	(#)	-
Other debtors and prepayments	867,438	637,112	64,478	61,165
	2,199,645	1,963,465	114,111	131,400

Amounts due from related companies represents amounts due from Better Properties Limited, of which the Trustees of the Charitable Company are also Directors. The loans bore interest of 2.5% above the Bank of England Base Rate and are repayable after more than twelve months. In the opinion of the Trustees the amounts are fully recoverable.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Charitab	le Company
	<u>2021</u>	<u>2020</u>	<u>2021</u>	2020
	£	£	£	£
Current instalments of long term loans	128,500	128,500	28,500	28,500
Rent and service charges charged in advance	341,694	339,169	31,583	31,191
Amounts due to related companies	297,104	297,104	297,104	297,104
Loan creditors	537,204	529,063	157,000	157,000
Taxation	8,430	7,416	8,430	7,416
Other creditors and accruals	828,903	987,490	93,493	106,776
		÷)
	2,141,835	2,288,742	616,110	627,987

Amounts due to related companies represent amounts due to companies of which certain Directors are also Trustees of the Charitable Company.

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

	Group		Group Charitable Co	
	2021	<u>2020</u>	2021	2020
Bank borrowing Secured bank loan (instalments terminating in	£	£	£	£
less than 5 years)	5,569,895	5,606,129	697,389	704,243
	5,569,895	5,606,129	697,389	704,243
Less: Amounts repayable within 1 year	(128,500)	(128,500)	(28,500)	(28,500)
	5,441,395	5,477,629	668,889	675,743
Other amounts falling due within 5 years				
Amounts due to related companies	28,994,599	22,936,562	9,685,485	9,625,404
Amounts due to subsidiary undertakings		-	5,347,291	2,947,291
	34,435,994	28,414,191	15,701,665	13,248,438

The bank loans (notes 13 & 14) are secured by legal charges over certain of the Group's properties.

Amounts due to related companies represents £25,116,599 due to Better Properties Limited (£5,807,485 of which is owed by the Charitable Company), £3,428,000 due to Rimex Investments Limited and £450,000 due to Overpier Limited (both of which are owed by the Charitable Company). Certain Trustees of the Charitable Company are also Directors of these related companies. The amount payable to Better Properties Limited by the subsidiary undertakings bore interest of 2.5% above the Bank of England Base Rate. No interest was paid by the Charitable Company to Better Properties Limited.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

15. PROVISIONS FOR LIABILITIES

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	<u>2021</u>	<u>2020</u>
	£	£
Balance at 1 April 2020	7,411,283	10,354,033
Movement for the year	206,354	(2,942,750)
Balance 31 March 2021	7,617,637	7,411,283

Deferred tax is recognised in respect of timing differences arising from the revaluation of assets classified as investments in the non-charitable subsidiary undertakings. Although the provision has been in recognised in accordance with FRS 102, it is expected that the majority of the gains will be gifted for charitable purposes and such tax should not become payable.

Deferred tax has not been recognised in respect of revaluation of investments by the parent Charitable Company on the basis that all such gains will be applied for charitable purposes.

16. UNRESTRICTED FUNDS

Group	£
Balance at 1 April 2020	33,616,676
Net expenditure for the year	(9,380,773)
Surplus on investments	3,500,901
Attributable to non-controlling interest	151,395
Balance at 31 March 2021	27,888,199
Charitable Company	
Polones et 1 April 2020	£ 33,616,676
Balance at 1 April 2020	55,010,070
Net expenditure for the year	(5,467,978)
Deficit on investments	(260,499)
Balance at 31 March 2021	27,888,199

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

17. FINANCIAL INSTRUMENTS

	Group		Charitable Compa	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
	£	£	£	£
Financial assets measured at fair value through income and expenditure:				
Unlisted investments (Note 11)	16,603,234	13,057,267	37,040,432	37,203,127
<i>Financial assets measured at amortised cost:</i> Debtors (Note 12)	2,199,645	1,963,465	114,111	131,400
Financial liabilities measured at amortised cost:				
Creditors (Notes 13 & 14)	36,577,829	30,702,933	16,317,775	13,876,425

18. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

Reconciliation of net income to net cash flow from operating activities

	<u>2021</u>	<u>2020</u>
	£	£
Net expenditure for the year	(5,879,872)	(14,409,814)
Adjustments for:		
Interest receivable	(20,855)	
Net rents and commissions receivable	(1,594,146)	(1,976,933)
Interest payable	425,551	712,975
Taxation	206,354	(2,942,750)
(Surplus)/Deficit on investment valuations and disposals	(3,500,901)	4,600,438
(Increase)/Decrease in debtors	(247,829)	77
Increase/(Decrease) in creditors	104,229	(219,741)
	(10,507,469)	(14,251,102)
Tax paid	-	()
Net cash used in operating activities	(10,507,469)	(14,251,102)
Analysis of cash and cash equivalents		
	<u>2021</u>	<u>2020</u>
	£	£
Cash bank and in hand	944,223	1,885,042
Total cash and cash equivalents	944,223	1,885,042

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

19. ANALYSIS OF CHANGES IN NET DEBT

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	At 1 Apr 2020 £	Cash flows £	At 31 Mar 2021 £
Cash at bank and in hand	1,885,042	(940,819)	944,223
	1,885,042	(940,819)	944,223
Loans falling due within one year	(128,500)	-	(128,500)
Loans falling due after more than one year	(5,477,629)	36,234	(5,441,395)
Total	(3,721,087)	(904,585)	(4,625,672)

20. RELATED PARTY TRANSACTIONS

During the year donations were made totalling £536,000 to Parkwill Limited. Certain Trustees of the Charitable Company are also Directors of that related company.

Certain of the group's properties are managed by Better Properties Limited.

Additional Related Party information is given in Notes 12, 13 & 14.

21. GENERAL INFORMATION

The Charitable Company is incorporated in England and is limited by guarantee. The address of its principal place of business is shown at page 1.

STATEMENT OF FINANCIAL ACTIVITIES (INCLUDING INCOME AND EXPENDITURE ACCOUNT)

FOR THE YEAR ENDED 31 MARCH 2021

	Unrestricted Funds
	<u>2021</u>
	£
Income and endowments from:	
Donations and legacies	5,065,000
Investments	391,183
Total income	5,456,183
Expenditure on:	
Investment management costs	109,842
Charitable activities	10,814,319
Total expenditure	10,924,161
Deficit on investment valuations and disposals	(260,499)
Net movement in funds	(5,728,477)
Reconciliation of funds	
Total funds brought forward	33,616,676
Total funds carried forward	27,888,199

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

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ANALYSIS OF GRANTS

FOR THE YEAR ENDED 31 MARCH 2021

Recipients of Institutional Grants	£
Friends of Mercaz Hatorah Belz Macnivka	2,007,541
China Vechisda	1,006,519
Mosdot Toras Aharon	872,568
Achisomoch Aid Company Limited	640,000
Beis Aharon Trust Ltd	580,605
Heichalei Hakodesh	559,942
Parkwill Limited	536,000
The OJC Fund	360,722
Heichal Aharon Dchasidei Belz	326,270
Mosdos Kedushas Aharon D'Chasidei Belz Machnovka Elad	319,499
Mifalei Tzdokah V'chesed	302,582
Agudat Yeshivat Belz Machnovke	238,216
MLT Belz	212,500
Ichud Mosdos Gur Limited	204,758
Zera Aharon Machnovka Belz Yerushalayim	201,000
United Talmudical Academy "Torah V'Yirah"	189,402
Collel Chibath Yerushalayim	180,160
The New Rachmistrivke Synagogue Trust	154,200
Synagogue D'Chasidei Belz	140,800
Beth Jitschok VZW	140,700
The Beth Hamedrash Satmar Trust	100,000
Kolel Kedushas Aharon Belz VZW	95,938
Ezra Lecol Ma Detzarich	81,222
Kolel Belz Machnovkeh Limited	80,000
C and H Association Limited	75,000
Keren Hatzolo	72,850
Machon Oiz Vehudor	54,856
Side by Side School Ltd	50,000
Other Grants (below £50,000)	968,761

£10,752,611