

Company No: 08147905
Charity Registered Number: 1149856

THE KAYS FOUNDATION
(COMPANY LIMITED BY GUARANTEE)

**CONSOLIDATED
FINANCIAL STATEMENTS**

YEAR ENDED 5 APRIL 2022

CHAMBERLAINS UK LLP
Chartered Accountants & Statutory Auditors
173 Cleveland Street
London
UK
W1T 6QR

**THE KAYS FOUNDATION
CONSOLIDATED
FINANCIAL STATEMENTS**

YEAR ENDED 5 APRIL 2022

CONTENTS

Reference and Administrative Details	1
Trustees' Report	2 – 4
Independent Auditors' Report	5 – 8
Consolidated Statement of Financial Activities	9
Consolidated Statement of Financial Position	10 – 11
Company Statement of Financial Position	12
Consolidated and Charity Statement of Cash Flows	13
Notes to the Financial Statements	15 – 24

**THE KAYS FOUNDATION
CONSOLIDATED
FINANCIAL STATEMENTS**

YEAR ENDED 5 APRIL 2022

REFERENCE AND ADMINISTRATIVE DETAILS

Status	The Kays Foundation is a company limited by guarantee, incorporated on 18 July 2012 and registered as a charity on 21 November 2012.
Company Number	08147905
Charity Number	1149856
Registered Office	173 Cleveland Street London W1T 6QR
Directors / Trustees	Mr P N Nathwani Mr M G Gudka Mr M N Nathwani Mrs S M Kanani Mr T M Kabuga
Auditors	Chamberlains UK LLP Chartered Accountants & Statutory Auditors 173 Cleveland Street London W1T 6QR
Bankers	Habib Bank AG Zurich Habib House 42 Moorgate London EC2R 6JJ

**THE KAYS FOUNDATION
CONSOLIDATED
FINANCIAL STATEMENTS**

YEAR ENDED 5 APRIL 2022

TRUSTEES' REPORT

The trustees, who are also the directors of the Foundation for the purposes of company law, are pleased to present their report and the consolidated financial statements of the Kays Foundation for the year ended 5 April 2022.

Structure, governance and management

Governing document

The Foundation is a charitable company limited by guarantee, incorporated on 18 July 2012 and registered as a charity on 21 November 2012. The company was established under a Memorandum of Association which established the objects and powers of the charitable company and is governed under its Articles of Association. In the event of the company being wound up members are required to contribute an amount not exceeding £10 each.

Recruitment and training of trustees

The directors of the company are also charity trustees for the purposes of charity law. A new trustee is appointed by a resolution of the board of trustees.

Induction and training of the trustees is done by providing them with the Articles and Memorandum of Association, the latest set of accounts and various reading up references. If needed, special training sessions can be arranged with the existing trustees to provide guidance.

The trustees consider the board of trustees to be the key management personnel of the charity in charge of directing and controlling, running, and operating the charity on a day-to-day basis.

Public Benefit Statement

In accordance with the Charities Act 2011, the trustees confirm that they have given due consideration to the Charity Commission Public Benefit Guidance as required by Section 4 of the Charities Act 2011.

Objectives and activities

The charity's objects are specifically restricted to the following:

The advancement of such charitable purpose or purposes and/or the support of such charitable institution or institutions in any part of the world as the directors of the company in their absolute discretion from time to time select, and in such manner as the directors of the company from time to time determine.

During the year, the Foundation made donations totalling £291,727 (2021: £265,617) to the following two charities and these are described as below: -

Shujaaz Inc - A two year partnership agreement was signed in February 2020 for which during the year to 5 April 2022, a grant of £216,727 (2021: £115,616) was made. Shujaaz Inc is the publisher of the most read comic book in the world. Beyond this they connect to their audiences on their various social media channels and on their radio show. By conservative estimates they reach more than 7.5m young Kenyans every week. Their ventures connect young people with the information, skills and resources they need to take control; embedding them in a digital and real-world community that gives them the self-belief to succeed, in their context and on their terms. The Kays Foundation's grant to Shujaaz Inc funds their inclusion of Early Childhood themes across their touchpoints, helping to start a positive, healthy and well-informed conversation on the topic with Kenyan youth. The overall grant to be provided by the Kays Foundation to Shujaaz Inc is for the sum of \$600,000 to be paid in four equal instalments of \$150,000 over the two year agreement.

Shree Jalaram Satsang Mandal - In March 2022, a one-off grant of £75,000 was made to the Shree Jalaram Satsang Mandal in Kenya. The Jalaram Satsang Mandal Trust is responsible for the operational running of the temples around the world and in Nairobi, weekly prayer meetings are held for the devotees of Jalaram Bapa to sing songs and at the same time to provide a full meal to the devotees. The Kays Foundation grant to the Shree Jalaram Satsang Mandal was to assist in funding for an eye clinic in one of their hospitals which was opened in Nairobi.

THE KAYS FOUNDATION CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2022

TRUSTEES' REPORT

(continued)

Achievements and performance

During the year to 5th April 2022, the Foundation continued its approach from the previous year. The Foundation continues to focus on making investments to improve outcomes for all young people in Kenya, its attention focusing on the early childhood life-stage (defined as 'conception to 5 years old').

Furthermore, during the year, the Foundation has continued to engage with philanthropic consultants and has sought guidance and advice from specialist charity solicitors. The trustees feel that the use of bringing expert external advice enables the Foundation to deliver its charitable aims and continues to strengthen its internal governance structure.

Going concern

The trustees believe that due to the availability of reserves, there are no material uncertainties about the charity's ability to continue for at least the next 12 months from the date of this report. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Risk management

The Trustees recognise that there are risks to which the Charity is exposed. The Trustees keep all major risks to the organisation under regular review and this is seen as integral to the achievement of our strategic goals. The trustees are satisfied that we have a formal review in place and consider new and emerging risks and through their day-to-day activities the staff are encouraged and guided to ensure the risk management processes are effectively implemented. Systems have been established to mitigate known risks, including financial controls, employment procedures, agreements with partners and volunteer training. The Trustees keep proper accounting records and take reasonable steps for the prevention and detection of fraud and other irregularities. Health and safety, equal opportunities and quality standards are prioritised. Records and archives are securely stored and electronic data carefully protected.

Related party

The charitable company holds 100% shares in Port Perry Investments Limited, a company registered in the Isle of Man.

Reserves policy

All the reserves are unrestricted i.e. they can be applied at the discretion of the trustees. The charity has a policy of retaining £20,000 income reserves to ensure continuity of its operations and its own management. These reserves are not officially designated but rather maintained under general guidance. The charity has an expandable endowment for its general purposes.

Level of reserves is reviewed annually by the trustees.

Financial review

The consolidated Statement of Financial Activities (SOFA) on page 9 shows a net increase in funds for the year of £4,583,906 (2021 £6,711,099). The SOFA shows the financial activity of the group distinguishing between endowment capital and unrestricted funds and shows the results for the year. At the balance sheet date, the group had net assets of £34,282,478 (2021:£29,698,572).

Plans for future periods

The trustees of the Foundation are committed to continually listening and learning in order to ensure they are investing to achieve maximum impact. This will involve an ongoing process of research into the chosen area of focus, continual development of the network of peers, and an evaluation of how the Foundation's funds can be best invested to create lasting impact.

**THE KAYS FOUNDATION
CONSOLIDATED
FINANCIAL STATEMENTS**

YEAR ENDED 5 APRIL 2022

TRUSTEES' REPORT

(continued)

Trustees responsibilities in relation to financial statements

The trustees, who are also directors of the Foundation for the purpose 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 and not approve the financial statements unless they are satisfied that the financial statements give a true and fair view of the state of the affairs of the charitable company and the group as at the balance sheet date and of its incoming resources and application of resources, including income and expenditure, for the year then ended.

In preparing those 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 sound judgements and arrive at estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to assume that the charitable company will not continue in business.

The trustees are responsible for maintaining proper accounting records which 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 and the Charities Act 2011. They are also responsible for safeguarding the assets of the company and taking reasonable steps for the prevention and detection of fraud or other irregularities.

Auditor

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

- so far as they are aware, there is no relevant audit information of which the charitable company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a trustee to make themselves aware of any relevant audit information and to establish that the charitable company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the trustees



Mr. P N Nathwani
(Director)

Date: 12 December 2022

THE KAYS FOUNDATION
INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE KAYS FOUNDATION
YEAR ENDED 5 APRIL 2022

Opinion

We have audited the consolidated financial statements of The Kays Foundation (the 'parent charity') for the year ended 5 April 2022 which comprise the Consolidated and Charity statement of financial activities, group statement of financial position, cashflow 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 charity's affairs as at 5 April 2022 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 and the Charities Act 2011.

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 consolidated 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.

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 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.

THE KAYS FOUNDATION

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE KAYS FOUNDATION

(continued)

YEAR ENDED 5 APRIL 2022

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 and the Charities Act 2011 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; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement, 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.

THE KAYS FOUNDATION

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE KAYS FOUNDATION

(continued)

YEAR ENDED 5 APRIL 2022

Auditor's responsibilities for the audit of the financial statements (cont....)

Irregularities, including fraud are, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatement 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 group and parent charity and the sector in which it operates to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through with trustees and management, industry research and experience of the sector.
- we determined the principal laws and regulations relevant to the group and parent charity in this regard to be those arising from the Charities Act 2011, the Companies Act 2006 for the subsidiary as well as relevant tax employee legislation.
- we designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the group and parent charity with those laws and regulations. These procedures included but were not limited to enquires of management and review of minutes.
- we also identified the risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, that the valuation of investments to be an area of risk.
- as in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included, but were not limited to the following: -
 - the testing of journals;
 - reviewing accounting estimates for evidence of bias; and
 - evaluating the business rationale of any significant transaction that is unusual or outside the normal course of the business.
- the engagement partner also ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations; and
- enquiries were made of management and the board of Trustees, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud.

THE KAYS FOUNDATION

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF THE KAYS FOUNDATION

(continued)

YEAR ENDED 5 APRIL 2022

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.
- 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.

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 trustees', as a body, in accordance with section 144 of the Charities Act 2011 and regulations made under section 154 of that Act. Our audit work has been undertaken so that we might state to the charity's trustees' 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 trustees' as a body, for our audit work, for this report, or for the opinions we have formed.



Chamberlains UK LLP
Chartered Accountants & Statutory Auditors
173 Cleveland Street
London
W1T 6QR

Date: 13 December 2022

THE KAYS FOUNDATION

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
(INCORPORATING THE INCOME AND EXPENDITURE ACCOUNT)

YEAR ENDED 5 APRIL 2022

	Notes	Endowment Capital Fund 2022 £	Unrestricted Income Funds 2022 £	Total Group Funds 2022 £	Total Group Funds 2021 £
INCOMING RESOURCES					
Donations and legacies		-	-	-	-
Investment Property Rental Income	2	-	1,015,811	1,015,811	931,898
Investment Income	2	-	1,183,263	1,183,263	834,326
Bank Deposit Interest	2	-	2,505	2,505	421
Total Incoming Resources		-	2,201,579	2,201,579	1,766,645
RESOURCES EXPENDED					
Charitable Activities	3a	-	291,726	291,726	265,617
Cost of Generating Funds	3b	-	634,772	634,772	680,087
Governance Costs	4	-	96,448	96,448	97,515
		-	1,022,946	1,022,946	1,043,219
NET INCOMING RESOURCES					
Net (Deficit) / Income for the year		-	1,178,633	1,178,633	723,426
Gains/(loss) on Disposal Fixed Assets	12	(179,052)	-	(179,052)	638,787
Foreign exchange gains/(losses)		-	(14,467)	(14,467)	104,162
Investment Revaluation gains/(losses)	12	3,721,267	-	3,721,267	5,807,880
Profit/(losses) from Disposal of Fixed Asset Investments	12	(122,475)	-	(122,475)	(503,156)
Net Movement in Funds		3,419,740	1,164,166	4,583,906	6,771,099
ENDOWMENT CAPITAL FUND & REVENUE RESERVES					
Brought forward		28,571,504	1,127,068	29,698,572	22,927,473
Funds at 5 April 2022		31,991,244	2,291,234	34,282,478	29,698,572

The statement of financial activities includes all gains and losses recognised in the year.
All income and expenditure derive from continuing activities.

The notes on pages 15 to 24 form part of these financial statements.

THE KAYS FOUNDATION
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
YEAR ENDED 5 APRIL 2022

		GROUP		GROUP	
	Notes	2022	2022	2021	2021
		£	£	£	£
FIXED ASSETS					
Tangible assets	5		16,350,000		15,225,000
Investments	6		18,364,269		16,763,964
Programme related investments	7		1,405,972		1,386,610
			<u>36,120,241</u>		<u>33,375,574</u>
CURRENT ASSETS					
Debtors	8	391,068		396,956	
Cash at Bank and in Hand		<u>3,100,459</u>		<u>2,347,606</u>	
		3,491,527		2,744,562	
CREDITORS					
Amounts falling due within one year	10	<u>557,429</u>		<u>927,564</u>	
		557,429		927,564	
NET CURRENT LIABILITIES			<u>2,934,098</u>		1,816,998
TOTAL ASSETS LESS CURRENT LIABILITIES			39,054,339		35,192,572
CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR					
Bank loan	10		(4,771,861)		(5,494,000)
NET ASSETS			<u><u>34,282,478</u></u>		<u><u>29,698,572</u></u>
THE FUNDS OF CHARITY					
Endowment Capital Fund	12		31,991,244		28,571,504
Corporate Revenue Reserves			2,291,234		1,127,069
TOTAL FUNDS			<u><u>34,282,478</u></u>		<u><u>29,698,572</u></u>

The notes on pages 15 to 24 form part of these financial statements.

THE KAYS FOUNDATION
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
YEAR ENDED 5 APRIL 2022 (continued)

The consolidated accounts have been prepared as required by the Charities Act 2011 and in accordance with the requirements of the Companies Act and with applicable financial reporting standards.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the Trustees on 12 December 2022 and signed on their behalf by:



Mr. P N Nathwani
(Director)

The notes on pages 15 to 24 form part of these financial statements.

THE KAYS FOUNDATION
COMPANY STATEMENT OF FINANCIAL POSITION
YEAR ENDED 5 APRIL 2022

		COMPANY		COMPANY	
	Notes	2022	2022	2021	2021
		£	£	£	£
FIXED ASSETS					
Investments	6		24,919,435		22,887,599
Programme related investments	7		1,405,972		1,386,610
			<u>26,325,407</u>		<u>24,274,208</u>
CURRENT ASSETS					
Debtors	9	6,487,649		3,853,200	
Cash at Bank and in Hand		<u>1,499,420</u>		<u>1,761,003</u>	
		7,987,069		5,614,203	
CREDITORS					
Amounts falling due within one year	11	<u>30,002</u>		<u>189,839</u>	
NET CURRENT ASSETS			7,957,067		5,424,364
TOTAL NET ASSETS			<u>34,282,474</u>		<u>29,698,572</u>
THE FUNDS OF CHARITY					
Endowment Capital Fund			23,935,290		20,328,019
Corporate Revenue Reserves			10,347,184		9,370,553
TOTAL FUNDS			<u>34,282,474</u>		<u>29,698,572</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime. The company was entitled to exemption from audit under Section 477 of the Companies Act 2006 relating to small companies, but as this company is a charity it is subject to audit under the Charities Act 2011.

Directors' responsibilities:

- The members have not required to obtain an audit of its accounts for the period in accordance with Section 476 of the Companies Act.
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements were approved and authorized for issue by the Trustees on 12 December 2022 and signed on their behalf by:



Mr. P N Nathwani
(Director)

The notes on pages 15 to 24 form part of these financial statements.

THE KAYS FOUNDATION
CONSOLIDATED AND CHARITY
STATEMENT OF CASH FLOWS

YEAR ENDED 5 APRIL 2022

	GROUP		COMPANY	
	2022	2021	2022	2021
	£	£	£	£
Cash flows from operating activities:				
Net (expenditure)/income for the reporting period	3,841,871	6,416,322	908,536	1,281,837
Net(gains)/losses on investments	(2,961,818)	(5,943,511)	228,962	(1,469,029)
Foreign exchange movements in investments	(49,720)	104,162	41,584	80,116
Add: Non-operating investment management cost	(116,441)	51,742	(116,441)	51,742
Less: Non-operating investment income reinvested	1,087,295	180,998	1,035,218	180,998
Decrease/(increase) in trade and other receivables	(2,626,015)	198,253	(2,628,583)	71,852
(Decrease)/increase in trade and trade payables	2,267,663	(1,837,160)	(159,836)	38,798
Net cash from/(used in) operating activities	1,442,805	(829,194)	(690,560)	236,314
Cash flows from investing activities				
Proceeds from sale of tangible assets	542,270	-	-	-
Purchases of other investments other than loans	23,838,627	44,405,357	14,717,271	34,455,751
Proceeds from sale of investments	(36,293,465)	(51,643,292)	(14,288,294)	(33,859,310)
Net cash from/(used in) investing activities	(11,912,568)	(7,237,935)	428,977	596,441
Bank loan and overdrafts	11,222,616	9,306,986	-	-
Amount from creditors amounts due for more than one year	-	-	-	-
Net cash used in financing activities	11,222,616	9,528,000	-	-
Net increase/(decrease) in cash and cash equivalents	752,853	1,239,857	(261,583)	832,755
Cash and cash equivalents at beginning of year	2,347,606	1,107,749	1,761,003	928,248
Cash and cash equivalents at end of year	3,100,459	2,347,606	1,499,420	1,761,003

The notes on pages 15 to 24 form part of these financial statements.

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2022

1a. General Information

The charity is a private company limited by guarantee, registered as a charity in England and Wales. The address of the registered office is 173 Cleveland Street, London, W1T 6QR

1b. Principal Accounting Policies

Statement of compliance

The company's own 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 accounts have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

Advantage has been taken of paragraph 3(3) of Schedule 4 of the Companies Act 2006 to allow the format of the financial statements to be adapted to reflect the special nature of company's operations as a charity.

Reconciliation with previous Generally Accepted Accounting Practice

In preparing the accounts, the trustees have considered whether in applying the accounting policies required by FRS 102 and the Charities SORP the restatement of comparative items was required.

Preparation of accounts on a going concern basis

The trustees believe that due to the availability of reserves, there are no material uncertainties about the charity's ability to continue for at least the next 12 months from the date of this report. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiary, Port Perry Investments Limited on a line-by-line basis. A separate Statement of Financial Activities and Income and Expenditure Account for the charity has not been presented because the charity has taken advantage of the exemption afforded by section 408 of the Companies Act 2006. The surplus of the parent charity was £976,631 (2021: £460,002).

Critical accounting judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the charities accounting policies and the reported assets, liabilities, income and expenditure and the disclosures made in the financial statements. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The particular accounting policies adopted are set out below.

Accounting convention

The financial statements are prepared under the historical cost basis as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through income and expenditure,

The financial statements are prepared in sterling, which is the functional currency of the entity.

Incoming resources

All incoming resources are recognised once the charity has entitlement to income, it is probable that income will be received, and the amount of income receivable can be measured reliably. The following specific policies are applied to particular categories of income:

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2022

1b. Principal Accounting Policies *(continued)*

- Rental income is recognised when due.
- Donations are recognised when gift is made.
- Where donations are received otherwise than in cash, they are valued at the market value of the underlying assets as at the date of gift, as required by the Charities SORP.

Recognition of liabilities

Liabilities are recognised on accruals basis in accordance with the Charities SORP.

Resources expended

Charitable expenditure

Charitable expenditure includes all expenditure directly related to the objects of the charity and comprises the following;

Cost of generating charitable activities

The cost of generating charitable activities includes charitable payments made and any related support costs for making such payment.

Governance cost

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the charity and include the audit fees and costs linked to the strategic management of the charity.

Unrealised and realised gains

Realised gains and losses are included in the accounts on the date at which a contractual obligation is entered into.

Unrealised gains and losses are computed by reference to the market value of the investments at the balance sheet date, compared to the brought forward cost or valuation, and gains and losses arising on similar categories of investments are netted off.

Taxation

The company is a registered charity and as such is entitled to the exemption from tax to the extent that the income falls within section 505 ICTA 1988 and section 256 CGTA and is applied for charitable purposes only. Value Added tax is not recoverable by the company and is therefore included in the relevant costs in the Statement of Financial Activities.

Finance and operating leases

Rentals payable in respect of operating leases where substantially all the benefits and risks of ownership remain with the lessor are charged to the Statement of Financial activities as incurred.

Finance leases are accounted for in accordance with the requirements of FRS 102.

Investments

Listed and other marketable investments which are included within current assets are measured at fair value with changes in fair value being recognised. Other unlisted equity investments included within fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Profits and losses on the realisation of investments are shown as realised gains and losses in the Statement of Financial Activities. Realised gains and losses on investments are calculated between sales proceeds and their opening carrying values or their purchase value if acquired subsequent to the first day of the financial year. Unrealised gains and losses are calculated as the difference between the fair value at the year end and their carrying value. Realised and unrealised investment gains and losses are shown in the Statement of Financial Activities under Net Incoming Resources.

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

1b. Principal Accounting Policies *(continued)*

Investment properties

Investment properties are shown at their fair values. Movements in the fair values of investment properties are shown as unrealised gains and losses in the Statement of Financial Activities.

Programme related investments

Programme related investments are made exclusively to further the charity's aims by funding specific activities. Equity instruments are measured at their fair value at the reporting date if this can be measured reliably, or at cost less impairment. Concessionary loans are either initially measured at the amount received and paid and then adjusted in subsequent years to reflect repayments, interest and any impairment, or they are initially measured at the fair value and subsequently at their amortised cost using the effective interest method.

Programme related investments that are measured at cost or amortised cost are assessed for objective evidence of impairment at the end of each reporting period. Any impairment losses are recognised immediately as a cost within 'expenditure on charitable activities' in the statement of financial activities.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

Creditors and provisions

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

Financial instruments

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments, including trade and other debtors and creditors are initially recognised at transaction value and subsequently measured at their settlement value.

Funds

Unrestricted funds are donations and other income receivable or generated for the objects of the charity.

Designated funds are unrestricted funds earmarked by the trustees for particular purposes.

Restricted funds are those funds which are to be used in accordance with specific instructions imposed by the donor or trust deed.

Related party transactions

The company has taken advantage of the fact that disclosure is not required of transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is a party to the transaction is wholly owned by a member of that group.

Foreign currency translation

The charity's functional and presentation currency is pound sterling. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are recognised in the SOFA.

Legal status

The Kays Foundation is a company limited by guarantee and has no share capital. In the event of the charity being wound up, the liability in respect of the guarantee is limited to £10 per member of the charity.

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2022

2. Incoming Resources

	Endowment Capital Fund £	Unrestricted Income Funds £	Total Funds 2021 £	Total Funds 2021 £
Investment Property Rental Income	-	1,015,811	1,015,811	931,898
Investment Income	-	1,183,263	1,183,263	834,326
Bank Deposit Interest	-	2,506	2,506	421
	-	2,201,579	2,201,579	1,766,645

3a. Charitable Activities

	Endowment Funds £	Unrestricted Funds £	Total 2022 £	Total 2021 £
Grant making	-	291,726	291,726	265,617
Charity and Group Total	-	291,726	219,726	265,617

3b. Cost of Generating Funds
Estate Management Costs

Ground Rent	-	18,462	18,462	18,462
Insurance	-	1,107	1,107	1,107
Property management fees	-	17,286	17,286	17,286
Letting Fees	-	18,262	18,262	18,262
Administration expenses	-	45,920	45,920	45,920
Directors salaries & NI	-	191,646	191,646	191,646
Travel and subsistence	-	20,080	20,080	20,080
Legal Fees	-	73,659	73,659	73,659
Total Estate Management Costs	-	386,422	386,422	386,422
Finance Costs				
Financial Costs	-	1,433	1,433	62,362
Bank Charges	-	12,086	12,086	11,707
Bank Loan Interest	-	209,312	209,312	225,134
Investment management cost	-	25,519	25,519	53,770
Total Finance Costs	-	248,350	248,350	352,972
Group Total Cost of Generating Funds	-	634,772	634,772	680,087

4. Governance Cost

Professional Fees	-	59,375	59,375	1,500
Accountancy Fees	-	17,577	17,577	82,179
Auditors' Remuneration (Charity)	-	19,496	19,496	13,836
Charity and Group Total	-	96,448	96,448	97,515

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS

YEAR ENDED 5 APRIL 2022

5. Group Tangible Fixed Assets

	Investment Properties £
At Fair Value	
6 April 2021	15,225,000
Additions	-
Disposal	(1,700,000)
Revaluation	2,825,000
5 April 2022	16,350,000

The fair value of the investment properties has been arrived at by adjusting for any movements as deemed appropriate by the directors to 5 April 2022 by reference to a professional valuation carried out. No depreciation or amortisation is provided in respect of these properties. The historical cost of these investment properties amounted to £11,700,099 (2021: £12,344,414) at the balance sheet date.

6. Investments
Group Investments

	Listed Investments		Other	
	Company	Subsidiary	Investments	Total
<u>Unlisted Investments</u>	£	£	£	£
<u>Shareholding</u>				
At 6 April 2021	-	-	39	39
Additions/transfer	-	-	-	-
Disposal/other movement	-	-	(19)	(19)
(a)	-	-	20	20
<u>Loan Advances</u>				
At 6 April 2021	-	-	4,047,311	4,047,311
Advanced in the year	-	-	10,250	10,250
Repaid in the year	-	-	(1,681,122)	(1,681,124)
At 5 April 2022	-	-	2,376,439	2,376,439
Total unlisted investments held at cost as at 5 April 2022	-	-	2,376,459	2,376,459
(a+b)	-	-	2,376,459	2,376,459
<u>Listed investments</u>				
At 6 April 2021	1,849,783	10,866,835	-	12,716,618
Net Cash injection during the year	-	-	-	-
Movement in cash balances	546,295	9,086,344	-	9,632,639
Movement in fiduciary deposits	-	(225,856)	-	(225,856)
Movement in shares / bonds	(1,284,901)	(6,673,308)	-	(7,958,209)
Movement in time loans	791,178	1,031,440	-	1,822,618
Total listed investments held at fair value as at 5 April 2022	1,902,355	14,085,455	-	15,987,810
(c)	1,902,355	14,085,455	-	15,987,810

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

6. Investments *(continued)*
Listed investments

	Listed Investments		Other	Total
	Company	Subsidiary	Investments	
	£	£	£	£
<u>Balance carried forward</u>				
At 5 April 2022	1,902,355	14,085,455	2,376,459	18,364,269
At 5 April 2021	1,849,779	10,866,834	5,433,969	18,150,574

Company Investments

	Unrestricted	Endowment	Total Funds	Total Funds
	Funds	Funds	Year to	Year to
	£	£	5 Apr 22	5 Apr 21
			£	£
Group undertakings	-	16,990,468	16,990,468	11,514,541
(Profit)/loss on revaluation of investment in subsidiary undertaking		3,650,153	3,650,153	5,475,928
Other investments (a+b)	2,376,459	-	2,376,459	4,047,347
Listed investments (c)	1,902,355	-	1,902,355	1,849,783
Total Company investment	4,278,814	20,640,621	24,919,435	22,887,599

Analysis of Investments

(i) Other Investments – Group and Company

Company	Shareholding %	Cost of shares	Investments as at 5 April 2021	Loan Advances (Repaid) / advanced	Total Investments as at 5 April 2022
Edinburgh Sainsbury Group Holdings Limited	10%	10	2	(2)	-
Royal Docks Hotel Group Holdings Limited	5%	5	-	-	-
Marine Point Group Holdings Limited	5%	5	538,491	-	538,496
M22 Portfolio Property Limited	10%	10	639,833	(90,000)	549,843
Theobalds Park Property Limited	5%	5	1,074,995	10,250	1,085,250
Project Spirit Property Limited	4%	4	1,583,495	(1,583,496)	-
Marine Point Freehold Group Holdings Limited		-	210,495	(7,625)	202,870
(a+b)		39	4,047,311	(1,670,871)	2,376,459

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

(ii) **Listed Investments – Group and Company**

The listed investments relate to portfolios held with a financial institution and it comprises of cash, listed and marketable investments less borrowings from the same financial institution.

The fair value of listed and marketable investments has been included within the portfolio determined with reference to the quoted market price at reporting date.

Within the portfolio, the group has borrowings of £1,927,731 (2021: £3,750,339) which is secured against the asset held within the portfolios. These borrowings have been netted against the value of assets held.

Effective from 21 August 2017, the Foundation has entered into an interest rate swap for a notional amount of \$2,500,000 to be fixed at 1.89% per annum until the termination date of 21 August 2022.

Effective from 22 August 2017, the Foundation has entered into an interest rate swap for a notional amount of \$2,500,000 to be fixed at 2.0259% per annum until the termination date of 24 August 2024.

(ii) **Endowment funds – Company**

The above investment in the company represents a gift received in the form of an expendable endowment of 100% shareholder in Port Perry Investments Limited of 2 Ordinary Shares. Port Perry Investment Limited is a company incorporated in the Isle of Man and its principal activity is that of property and other investments. The valuation of the investment was carried out at the balance sheet date by the directors' on net asset basis.

7. Programme Related Investments

	Social investment £
Cost	
At 6 April 2021	1,386,610
Additions	19,362
At 5 April 2022	1,405,972
Impairment	
6 April 2021 and 5 April 2022	–
Carrying amount	
At 5 April 2022	1,405,972
At 5 April 2021	848,595

The above social investment is in Akili Network USA LLC. Akili Network USA LLC was created to bring learning and inspiration to the children of Kenya with a goal of creating a positive social impact for children, their families and caregivers. The strategy of Akili Network USA LLC is to provide the broadest free access to the most positive, relevant programming available and to produce shows that Kenyan children see themselves in, promoting content that models positive academic outcomes, values social-emotional awareness, introduces and supports gender equality, and advances health, wellness, job awareness, community and the creative arts.

During the year, the Foundation has provided an additional amount of £19,362 (2021: £538,015) in respect of its social investment in Akili Network USA LLC. At the year end, the Foundation has an investment of £1,405,972 (2021: £1,386,610) in Akili Network USA LLC. The investment is split between shares and convertible debt. At the balance sheet date, an amount of £47,654 (2021: £17,875) had been accrued as interest on the convertible debt.

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

8. Group Debtors

	2022	2021
	£	£
Other Debtors	351,881	336,144
Prepayments and Accrued Income	39,187	60,812
	<u>391,068</u>	<u>396,956</u>

9. Company Debtors

	2022	2021
	£	£
Other Debtors	-	1,620
Loan receivable from group undertaking	6,450,755	3,812,987
Prepayments and Accrued Income	36,894	38,593
	<u>6,487,649</u>	<u>3,853,200</u>

10. Group Creditors

Amounts falling due within one year

	2022	2021
	£	£
Bank Loans	184,000	184,000
Social security and other taxes	48,663	51,726
Derivative financial liability	7,846	274,024
Other creditors	249,895	249,558
Accruals and deferred income	67,025	168,256
	<u>557,429</u>	<u>927,564</u>

The following liabilities disclosed above under creditors falling due within one year are secured by the group:

Bank Loans	<u>184,000</u>	<u>184,000</u>
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Group Creditors

Amounts falling due after more than one year

	2022	2021
	£	£
Bank loans	4,771,861	5,494,000
	<u>4,771,861</u>	<u>5,494,000</u>

The following liabilities disclosed above under creditors falling due after more than one year are secured by the group:

Bank Loans	<u>4,771,861</u>	<u>5,494,000</u>
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THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

11. Company Creditors

Amounts falling due within one year

	2022	2021
	£	£
Accruals and deferred income	30,002	49,887
Social security and other taxes	-	3,783
Derivative financial liability	-	136,169
Other creditors	-	-
	30,002	189,839

12. Group Endowment Capital Fund

	2021	2020
	£	£
Balance brought forward	28,571,504	22,627,993
Revaluation of fixed assets	2,825,000	516,000
Gains/(Losses) on revaluation and fair value movements in investments	896,267	5,291,880
Share of Profits/(Losses) from Investments	(122,475)	(503,156)
Gain on disposal of tangible asset	(179,052)	638,787
	31,991,246	28,571,504

13. Auditors remuneration

	2022	2021
	£	£
Fees payable for the audit of the financial statements	19,496	13,836

14. Staff costs

The total staff costs and employee benefits for the reporting period are analysed as follows:

	2022	2021
	£	£
Wages and salaries	191,646	177,607
Employer contributions to pension plans	-	1,262
	191,646	179,869

The average number of persons employed by the group during the year amounted to 1 (2021: 2).

THE KAYS FOUNDATION
NOTES TO THE CONSOLIDATED
FINANCIAL STATEMENTS
YEAR ENDED 5 APRIL 2022

15. Related Parties

During the period, the charity has provided an interest-bearing loan to its subsidiary. The balance outstanding at the balance sheet date was £6,450,755 (2021: £3,812,987), and interest of £139,282 (2021: £96,793) was charged on the outstanding balance.

No remuneration was paid to the trustees during the year (2021: £Nil).

No expenses were reimbursed to the trustees during the year (2021: £Nil).