

Lloyds Bank Foundation for England & Wales
Annual Report and Financial Statement
Year ended 31 December 2017

LLOYDS BANK FOUNDATION

England & Wales



Annual Report and Financial Statements 2017



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Lloyds Bank Foundation for England & Wales
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Year ended 31 December 2017

Reference and Administrative Details

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Company Limited by Guarantee Registered Number 1971242

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Lloyds Bank Foundation for England & Wales
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Year ended 31 December 2017
Trustees and Senior Management

Trustees

Baroness Irene Fritchie DBE
Chair

Professor Patricia Broadfoot CBE
Vice Chair

Baroness Hilary Armstrong
Helen Edwards, CB CBE
Paul Farmer, CBE
James Garvey
Catharine Cheetham
Joanna Harris
Lesley King-Lewis
Dame Gillian Morgan
Dr Neil Wooding
Sara Weller, CBE
Philip Cliff

From February 2018
Retired June 2017

Senior Management Team

Paul Streets OBE
Chief Executive

Ciara Plunkett
Chief Financial and Operating Officer

Chris Anderson
Director of Grant Making South

Harriet Stranks
Director of Grant

Duncan Shrubsole
Director of Policy, Partnerships and Communications

Chair and Chief Executive's Review of the Year

We said that in 2017 we'd be finding ways to deepen our impact, strengthening small charities across England and Wales for now and for years to come, and through them the communities in which they make such a vital difference. We did just that.

This year we spent **£20m** tackling disadvantage in total across our programmes. This included supporting **943 small and medium-sized local** charities helping people affected by multiple disadvantage.

To enable charities to plan ahead, think strategically and evolve for the longer term, **40%** of the grants we awarded in 2017 have the potential to be funded for up to six years for minimal additional process - provided they deliver the impact expected and continue to demonstrate effective governance

We know times are tough with charities facing increased demands, declining resources and a range of other pressures. We improved the range of support we provide them through our Enhance programme, with **389** charities working with consultants to improve capabilities and capacity and nearly **900** charities participating in local forums, helping build their own local support networks and facilitating the sharing of best practice. And we piloted investing in new ways to support the development very small grassroots projects in two communities of high deprivation.

We know that our funding and support can only do so much in a difficult landscape so we invested **£2.6m** in new national programmes and a range of partnerships, seeking to influence policy and practice around domestic and sexual abuse and to improve the commissioning environment for smaller charities. A key element has been building the evidence base of the value of smaller charities and the changes they need at national and local level, including through our research and reports, and meeting with the Minister and officials responsible for civil society. And we brought more than **150** charities together directly with MPs and AMs at Westminster and the Senedd to make their case of what small and local charities offer.

We further strengthened our partnership with Lloyds Banking Group, which ultimately makes everything we strive for, possible. The sale of Bank shares has been instrumental in securing our own future, and will allow us to support more charities on a deeper basis. Lloyds Banking Group colleagues have made an impact individually too, with the number sharing expertise as Charity Mentors reaching **400** this year, with many getting their teams and colleagues involved in providing further support to various charities too.

As we embark on 2018 – the final leg of our current strategy – we have reflected on our impact and looked to learn from other Foundations around the globe as to what more we could be doing for the charities we fund. Our **More Than Grants** reports, published in partnership with New Philanthropy Capital, challenged us to be creative and bold in supporting charities to develop and strengthen and work with them to influence wider policy and practice. As we prepare to launch our new 2018 – 2022 strategy we will take up this mantle, combining our investment, partnerships, expertise and influence, to enable the charities we support to thrive and help more people and communities. We are, as always, extremely proud of the difference small and medium-sized charities make towards tackling disadvantage across England and Wales.

Trustees' Report and Strategic Review

Objectives and Activities

Lloyds Bank Foundation for England and Wales is one of the UK's leading community grant makers, funded by the profits of Lloyds Banking Group. Our mission is to invest in charities supporting people to breakout of disadvantage at critical points in their lives and promote practical approaches to lasting change.

We deliver against our mission by funding, strengthening and championing small and medium-sized charities (those with an income between £25,000 and £1m) through our main grant programmes:

- **Invest:** Long term funding of core or delivery costs for charities working to deliver clear outcomes for disadvantaged people.
- **Enable:** Grants for specific organisational development to strengthen the effectiveness of the charity.
- **Enhance:** Additional support delivered by several Foundation partners, including Lloyds Banking Group via its Charity Mentoring Programme.

We believe people have the remarkable capacity to overcome the barriers they face if given the right support and opportunities. Our grants are targeted to fund charities that support people facing multiple disadvantage at key transition points in their lives and cover diverse areas from mental health, domestic and sexual abuse, homelessness, unemployment and support for refugees and asylum seekers.

We know we make an important contribution to charities through our grant making and the additional support we provide but it remains a tough climate for small and medium sized charities.

Our policy activity and national programmes are designed to influence practice and policy in England and Wales to tackle some of the wider challenges facing charities, the environment they work in and their ability to deliver effective services for people in need. We undertake research and provide investment and support around our three core priorities of championing small and medium sized charities, improving responses to domestic and sexual abuse and promoting financial inclusion.

The Foundation is committed to building and supporting a vibrant and healthy voluntary sector in communities across England and Wales, putting small and local charities at their heart.

Our unique partnership with Lloyds Banking Group not only provides our financial resources but also gives us access to a diverse pool of skills and expertise that add value to our work and deliver additional support and resources to the charities we fund.

Public benefit

In reviewing our aims, objectives and planning future activities, the Trustees have taken into account the Charity Commission's general guidance on public benefit. The Trustees always ensure that the activities undertaken are in line with the charitable objectives and aims of the Lloyds Bank Foundation for England & Wales.

Trustees' Report and Strategic Review (continued)

Achievements and Performance

Measures of success

We measure our success by reviewing both our investments made to charities and the outcomes charities achieve as a result, such as their impact on the beneficiaries they support, which charities share through monitoring reports and visits. We have reviewed our progress and performance in 2017 against the six **strategic objectives** of our current 2014 – 2018 Strategic Plan (full copy can be found [here](#))

Total funding awarded in 2017	£21,503,012
Total approved on 309 new Invest and Enable grants in 2017 <i>*£904,908 of this was contributed from the Big Lottery Fund (see note 5)</i>	£14,162,671
Total approved on Enhance support to 389 charities to help them build their capacity and capabilities	£1,704,983
Total Matched Giving contributions, awarded to 1,524 charities through the volunteering and fundraising efforts of 7,380 LBG staff	£3,003,667
New grants made through our National Programmes to champion small and medium sized charities and improve responses to domestic and sexual abuse	£2,631,691

Objective	Our Impact
1. Focus our work and impact on people facing multiple disadvantage	<ul style="list-style-type: none"> Supported 943 small and medium sized charities tackling disadvantage in total during 201, including awarding 309 new grants Developed grassroots charities in areas of high deprivation by investing up to £100,000 in organisations in Neath Port Talbot and in Redcar and Cleveland through our Grow programme. The evaluation of this pilot will be used to further develop our approach to working in local places.
2. Develop flexible and responsive grant making	<ul style="list-style-type: none"> Expanded the range and type of support we provide to strengthen charities through our Enhance programme providing support during the year to 389 charities. Our Ella forums were a key area of growth, supporting 893 charities this year (195 in 2016), helping build local support networks and facilitating the sharing of best practice. Increased our continuation funding, with 30% of our grant making budget giving a additional three years funding to existing grantees and 40% of new grants awarded in 2017 included the offer of funding for up to six years. Developed our partnership with Big Lottery Fund to direct £900k additional funding to small and local charities tackling disadvantage and reduce grant administration processes Piloted an Income Diversification Programme with 17 charities, offering them a safe environment in which to explore new solutions to ever-worsening funding challenges
3. Develop our national profile and impact in	<ul style="list-style-type: none"> Drew attention to the challenges facing small and local charities through our Facing Forward report, raising profile via our launch event and widespread media coverage

England and Wales	<ul style="list-style-type: none"> Commissioned research around The Value of Small to determine the vital contribution made by small and medium sized charities in local communities, drawing from four case study areas Trained over 150 charities in campaigning and storytelling at our Charity Summits and brought them before their MPs and AMs at our parliamentary receptions. Continued our work to strengthen responses to domestic and sexual abuse, investing £1.6m in 16 projects through our Transform programme, seeking to influence policy and strengthen the sector. The Drive partnership project worked with 200 perpetrators of abuse in its first year and the Sustainability partnership helped specialise services navigate commissioning more successfully. Continued to invest and support the Homeshare Partnerships programme to tackle loneliness and lack of affordable housing, including funding the development of a website promoting the model and schemes and the independent evaluation
4. Become a learning organisation, improving the impact and quality of what we do	<ul style="list-style-type: none"> Commissioned an independent Grantee Perception Survey from NFP Synergy, learning that 97% of grantees regarded our Grant Managers as having added valuable support during the grantmaking process, and that 77% of grantees regarded us as better than other grantmakers at treating grantees as partners. We used these insights to help review and improve our practice CommUsed 'More Than Grants' research to further develop Enhance programme, adding new suppliers to address changing capacity building needs Reviewed our evaluation and impact measurement processes with a view to simplifying reporting processes for grantees and moved to a process of sharing learning from grantee monitoring reports to improve our practice
5. Realise the value of our strategic partnership with Lloyds Banking Group	<ul style="list-style-type: none"> Increased our total number of Charity Mentors from Lloyds Banking Group to 406 since the programme's inception, with 107 new colleagues enrolled in 2017 Matched the fundraising and volunteering efforts of Lloyds colleagues up to the value of £3m for 1,524 charities Offered workshops run by different departments of Lloyds Banking Group staff or suppliers to Foundation funded charities Used the LVS shares from the bank to secure our future and invest longer term in the voluntary sector
6. Provide best-in-class customer service	<ul style="list-style-type: none"> Reviewed our grant administration process, restructuring internal teams to improve grantee experience and efficiency of staff Brought CEOs of grantees together through local forums and nationally through a Grantee Summit to help them share challenges and solutions Revised our organisational strategy and developed a 2018-2022 plan to ensure we understand and effectively respond to the challenges facing small and medium-sized charities and those they work with We developed a tool to measure and monitor the impact of our Enhance programme

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Objective 1: To focus our work and impact on people facing multiple disadvantage

We supported **943** small and medium-sized charities with grant funding during 2017. This includes charities receiving second or third year funding from previous awards as well as the **£14.2m** of new Invest and Enable grants awarded to **309** charities in 2017. The grants made in 2017 were split between the Foundation's two main funding programmes as follows:

Grant programme	New grants approved in 2017	Total value of new grants awarded in 2017	Average new grant size
Invest	184	£12,403,633*	£67,411
Enable	125	£1,759,038	£14,072
Total	309	£14,162,671	Not comparable

*£904,908 of this was contributed through the Big Lottery Fund

Both our Invest and Enable grants are designed to support charities tackling multiple disadvantage and the new grants we awarded in 2017 funded charities supporting individuals facing disadvantage in diverse areas of their lives:

Supporting	Enable	Invest	Total New Grants
People taking on caring responsibilities	12	12	24
Children and young people leaving a care situation	6	8	14
People with a learning disability seeking to live independently	3	9	12
For older people losing independence	12	2	14
Young people who are becoming parents	3	3	6
People moving away from an abusive or exploitative relationship – domestic violence	12	34	46
People moving away from experiencing trafficking or sexual exploitation	3	6	9
People moving from community based or institutional care for mental ill health	14	20	34
People due to be released or having just been released from prison	6	13	19
People the start of or on completion of a community sentence	1	2	3
People moving away from dependency on alcohol, drugs, gambling	5	11	16
People who are homeless or vulnerably housed	13	24	37
Refugees and asylum seekers looking to settle in the UK	6	19	25
People facing long-term unemployment	29	21	50
Grand Total	125	184	309

Alongside delivering against defined outcomes, our new Invest grants funded 4,800 volunteer roles and 110 full time and 220 part-time roles.

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Issues supported through new Enable grants in 2017

Whilst our Invest grants fund core or delivery costs for charities, our Enable grants provide funding worth up to £15,000 over one or two years to fund their own organisational development. Enable grants are designed to put charities in a stronger position to better deliver services and attract funding. In 2017 we awarded 125 new Enable grants worth **£1,759,038**. These grants supported a wide range of organisational development activity:

Issue	Grants	Total Investment
Improved activities and services	59	£840,133
Improved strategic planning and policy	27	£372,999
Improved communications	14	£200,237
Improved structure and systems	14	£188,206
Improved leadership and governance	11	£157,463
Grand Total	125	£1,759,038

What our Invest grants achieved in 2017

To apply for Invest grants, charities must set out what they seek to achieve for their beneficiaries if they were to receive the funding applied for. These outcomes are also reported against in the annual monitoring reports charities complete throughout the duration of their grant providing us with a complete picture of what our grants achieve.

Our Invest grants in 2017 supported a total of **153,000** beneficiaries, helping people work towards the following outcomes:

Outcome supported	People helped
To become safe & independent	39,386
To develop increased basic skills	17,359
To improve mental health	21,685
To find safe and suitable accommodation	12,312
Into education	8,034
To live independently	7,903
To avoid reoffending	4,410
To safely manage addictions	4,827
To achieve qualifications	4,519
To take up volunteering opportunities	5,666
Into work	4,039

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Objective 2: To develop flexible, responsive grant making tailored to the needs of those we support

The Foundation's strength lies in its agility; delivering against the 2014-2018 strategy Breaking Disadvantage; Bettering Lives, whilst also adapting and evolving to meet the needs of our grantees and the difficult climate in which they operate.

In 2017, **389** charities took up our offer of tailor-made support, recognising that with our help they could become stronger and more robust. We expanded the range and type of support available, widening our network of third party suppliers in response to the needs of charities we fund, and we saw exponential growth in the number of charities participating in regional peer-led learning through Ella Forums from **195** in 2016 to **893** in 2017.

In recognition of our desire to invest in charities for the long term, minimising the time they have to spend on fundraising for core programme costs, 30% of our 2017 expenditure was awarded as continuation funding for existing grantees. Further to this we increased the number of charities receiving continuation funding, making it part of our offer to **40%** of the charities receiving new grants during the year. Not only does this provide stability and security for charities we know are providing vital services, but it allows us to put more money behind charities who are already proving their effectiveness to us through their monitoring data.

Further to our continuation funding, this year we partnered with the Big Lottery Fund to direct more funding to small and local charities without increasing any additional administrative processes for recipient charities. The total additional contribution from the Big Lottery's contribution was **£904,908**. In piloting such a collaboration selected charities at the June panel received a larger grant than they would ordinarily have received, whilst in the November grant round, a higher number of standard sized grants were issued, with the Big Lottery Fund's additional money allowing the Foundation to fund a greater number of charities overall.

This year we invested **£100,000** in grassroots charities in Neath Port Talbot and in Redcar and Cleveland through our Grow programme. Though these charities are too small to be eligible for our standard grants programmes, we've provided free packages of support including consultancy, training or advice to help them address governance needs, develop new models, acknowledging that they're making an impact in areas of high disadvantage – in this case where the decline of the steel industry has had a significant impact on local people. We'll be evaluating this pilot and will use our learning to consider how best to support charities in similar high deprivation areas in future.

Trustees' Report and Strategic Review (continued)

Achievement and Performance (continued)

Objective 3: To develop our national profile and impact in England and Wales

We have continued to build the evidence base for small and local charities, and use our findings to call for change in the sector and in government on behalf of those we fund.

We sparked widespread debate among the voluntary sector at the very well attended launch of our report, ***Facing Forward***, produced to help small and local charities understand their context and look ahead to the way in which political, economic, social and technological changes would affect their futures. The report was widely disseminated through the media, social media and at subsequent presentations, giving charities a tool to help them plan, prepare and develop themselves. The report strengthened our position as an authority for small charities and allowed us to influence governmental and sector stakeholders.

Our Charity Summits and Parliamentary Receptions helped small charities amplify their voices at the Welsh Senned and at Westminster. We trained charities to lobby for change and raise issues that affect them. We engaged prominent governmental and sector speakers and panellists, giving charities a better grasp of the wider sector and ensuring they were informed and inspired, ready to make the most of the opportunity to meet their local parliamentarians at the evening receptions, so that they could connect with the people that could make a direct difference for them.

We funded **16** charities through our Transform grants totalling **£1.6m** to lead on changing policy and improving the infrastructure in the domestic abuse sector. A diverse range of projects were funded, including those that focus on the specific needs of BME, LGBT, migrant communities and disabled people experiencing domestic and sexual abuse, as well as on wider research and new collaborative partnerships.

In its first year, our Drive programme worked with around **200** perpetrators of domestic abuse. We work with specialist domestic abuse organisations through Drive which is being delivered in Essex, South Wales and West Sussex by a cross-sector group of stakeholders and delivery partners. The Foundation works alongside the Tudor Trust, Comic Relief, the Police and Crime Commissioners and the local authorities in the three areas. The Foundation also sits on the Partnership Board steering the project alongside the main delivery partners Respect, SafeLives and Social Finance.

Drive is developing, testing and evaluating a new model to fundamentally change perpetrator behaviour to make victims and families safe. The programme both challenges and supports perpetrators to change their behaviour, while always holding them to account. It also aims to change the public narrative from 'why doesn't she leave' to 'why doesn't he stop?'.

Through our Homeshare partnership programme we have continued to work with others in the sector to pilot solutions to loneliness and lack of affordable housing. Our funding this year (provided to Age UK Oxfordshire, Novus Homeshare and Shared Lives Plus) has supported frontline home sharing and also offered infrastructure support, resulting in the creation of the Homeshare UK website and quality standards mark.

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Objective 4: To become a learning organisation, working to improve our impact and the quality of what we do

In October the Foundation commissioned the third independent evaluation of our grantee and applicant experience. This biannual survey, undertaken by the voluntary sector research agency nfpSynergy, is part of our commitment to continuous improvement. Over 400 grantees and applicants responded to the survey, which covers all aspects of their relationship with the Foundation, from the application process to ongoing support and their views on our wider campaigns. It found:

- 97% of grantees said their grant manager provided valued support during their application
- 77% thought we were better than other grantmakers at treating grantees as partners

It also identified some areas we are keen to work on in future - giving more and greater quality feedback to unsuccessful applicants and ensuring we are making decisions faster.

Elsewhere, the Foundation has continued to invest in external support to understand its impact. We appointed DMSS as the first learning partner for our *Transform* grants programme funding 16 projects that are campaigning and influencing the domestic and sexual abuse sector. DMSS, a consultancy specialising in violence against women and girls, is providing ongoing support and coaching to funded projects to evaluate their work and will draw findings together in an overall evaluation of the grants programme to be published in 2019.

As part of our wider commitment to learning for grantees, the Foundation has continued to invest in facilitating local peer learning and leadership forums in partnership with Ella. Eleven regional forums combine inspirational and challenging input from expert speakers with individual action learning sets between chief executives of our funded charities. In addition, we have piloted a number of local learning events on key challenges facing the sector, including digital transformation and GDPR.

Objective 5: To realise the value of our strategic partnership with Lloyds Banking Group

Throughout 2017 we continued to strengthen our strategic partnership with Lloyds Banking Group, resulting in practical and impactful benefits for the Foundation and in turn for the charities we fund.

In March we brought the four Foundations together, to acknowledge the power of what is collectively the UK's largest corporate foundation and which supports almost 4,000 charities per year. The warm support we received from colleagues across the Group on that occasion continued all year, including at the highest level. The Group's Chair, Lord Blackwell, and non-Executive Director Sara Weller visited charities we funded throughout the year to understand more about the work supported by the Foundation.

On a regional level, the Group's Ambassador programme saw local Lloyds Banking Group colleagues engaging with Grant Managers and the charities we support. One project was around the development of an employment pilot programme in the Midlands which connected charities we fund to help people into jobs with the recruitment team at the Bank, and help service users into work.

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Charity Mentoring, our flagship partnership programme, continued to flourish, leveraging the skills of LBG colleagues to help charities to become more effective, more robust and more sustainable. By the end of 2017, **406** Lloyds colleagues had taken up the opportunity to mentor charities. At their best, these develop into long-lasting relationships that bring tangible benefits to both mentees and mentors.

The Charity Mentoring Programme was complemented by the continued growth of our suite of specialist support packages. These now comprise:

- **Online HR toolkits** - developed by LBG HR specialists, these have attracted well over 2000 views in the two years since they were first hosted on our website
- **Influencing and negotiation skills** – the Commercial Banking division delivered a set of learning sessions to members, tailoring their in-house training content to reflect the needs and context of small and medium sized charities
- **Communications and marketing** - in July 2017, brand and marketing experts from LBG delivered a day-long insight session for six South West and Wales charities. Over the course of the day, each charity benefited from the input of a team of LBG colleagues, who supported them in exploring and action planning pressing communication challenges
- **Strategic Planning** - 2017 saw the launch of a year-long Strategic Planning Support Programme, matching teams of Group Strategy colleagues with six London and South East charities to jointly tackle strategic challenges, boost skills and confidence, and share models and approaches

Alongside these divisional offers, we have continued to work closely with Lloyds Banking Group's Volunteering Team. In 2017, we coordinated the work we do with mental health charities with LBG's focus on mental health across the year, inviting mental health charities funded by the Foundation to post their volunteering requests on the **Volunteering Map**. With an emphasis on skilled volunteering requests, the majority of the ten charities requesting help went on to receive support from LBG colleagues.

We also supported four **Community Forums** coordinated by the Volunteering Team. At each of these, senior Lloyds teams explored strategic challenges presented by participating charities. A total of 17 charities participated in the Forums.

Finally, the conversion of the Limited Voting Shares (see note 9) in Lloyds Banking Group was instrumental in 2017 in helping to secure our own future and our ability to support small and local charities.

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Objective 6: To provide best in class customer service

In response to the way our approach to grant-making has evolved, this year we reviewed our grant administration processes and systems and implemented changes to improve our efficiency and quality of service.

We replaced our traditional Grant Administration team with a new Service Delivery team, designed to connect our London office with Grant Managers working regionally, and offer more cohesion and maintain quality assurance between regions. Within this reorganisation we looked at the way in which our systems are used, including for data management, and are undertaking a detailed review of where our current practices could be updated to speed up and improve the grantmaking process for applicants and Foundation staff.

We developed a tool to measure and monitor the impact of our Enhance programme, quantifying support and learning more how we work with charities to accurately assess their challenges and then find solutions that strengthen them.

We have continued to find ways to connect grantees in different regions of England and Wales to share learning and best practice, and our uptake in local Ella Forums, combined with our consistently high attendance at grantee events has facilitated these networking opportunities and added value for the charities we fund.

Trustees' Report and Strategic Review (continued)

Achievements and Performance (continued)

Looking Ahead to 2018

2018 action list – shaping a new strategy to become more than just a funder for the charities breaking disadvantage and bettering lives

- We will finalise, prepare, launch and begin to implement our 2018-2022 strategy, helping charities through funding, support and influence.
- We will grow our capacity and capability within the Foundation to delivery our strategy, ensuring that we continue to understand and are able to effectively respond to the current and future challenges facing small and medium-sized charities. We will review our approach to grantmaking, providing additional support, and working with charities to help them influence.
- We will continue to help charities develop into strong and vibrant organisations providing effective services for those experiencing disadvantage through our Enhance programme. We will continue to hone and add value to our offer to charities, building partnerships with new consultants, striving to work with more charities in this way, and by constantly reviewing and learning from our practice and the feedback of our grantees.
- We will publish new research determining the true social and financial difference that small charities make to our communities.
- We will clamour for change on behalf of small and medium-sized charities, strengthening our relationships with government and helping to shape the Future of Civil Society on behalf of those we fund. We will also use our policy expertise to work directly with commissioners to rethink commissioning models nationally and at a local level, and provide a fairer playing field in which contracts are accessible for small and local charities. We will also deepen our influence, profile and impact across Wales, demonstrating our true commitment to our role as a local funder.
- We will maximise our impact on commissioning, policy and practice around domestic and sexual abuse by supporting, contributing to, and overseeing the delivery & evaluation of the Drive, Transform and Sustainability projects we're funding.
- We will strengthen our strategic partnership with Lloyds Banking Group, working closely with them as we help them deliver on their commitment to being a Responsible Business. Together we will raise awareness among staff and customers of the Bank's impact on small and local communities through its foundations, continuing to broker new and deeper relationships between local charities and Bank colleagues.
- We will continue to work with colleagues and Lloyds Banking Group to add insight and expertise from the sector into their responsible business objectives around improving mental health, tackling domestic abuse, supporting affordable housing and tackling issues around financial inclusion.

Trustees' Report and Strategic Review (continued)

Financial Review

The Trustees have ensured that the financial statements for year ended 31 December 2017 have been prepared in accordance with FRS 102 and SORP 2015 (effective 1 January 2015).

The Statement of Financial Activities on page 27 shows the income received together with the expenditure on the grant making programmes to pursue the Foundation's charitable objects.

Income

The Foundation receives the majority of its income from Lloyds Banking Group, under a nine year rolling Deed of Covenant. The Deed states that the Foundation receives 0.3606% of the Group's adjusted pre-tax profits/loss, averaged over three years, subject to a minimum amount of 72.12% of £15 million and a maximum amount of 72.12% of £50 million. Lloyds Banking Group's pre-tax profit has been depressed in recent years, due to exceptional costs, keeping income from Lloyds Banking Group at the minimum threshold of £10.8m in 2017 and 2016. The anticipated 2018 funding from Lloyds Banking Group is £13m per the covenant.

This was supplemented by an additional £1.9m in 2017 and 2016, as Lloyds Banking Group agreed to cover a proportion of operating costs. Additionally, the Bank has provided the Foundation with the services of the Chief Financial and Operating Officer and a donation towards the salary of a manager for the volunteering programmes.

Other income is generated from interest bearing investments, a recharge to the Lloyds Bank Foundation for Channel Islands for company secretarial and finance administration services rendered, a donation in kind from the auditors, PwC.

In 2017, the Foundation's 58,360,263 Limited Voting Shares in Lloyds Banking Group converted into ordinary shares with formal confirmation at the Group's AGM on 12 May 2017. This generated additional income of £38.6m in the year (see note 9 for further details).

Expenditure

Total expenditure of £23.0m rose by 21% on 2016 (£19.1m) returning towards the level in 2015. The National programme's expenditure of £1m for Transform contributed to this increase with the grant approval falling into 2017.

Grant expenditure going forward is expected to increase on 2017, supported, as necessary, by the receipt of ordinary shares from Lloyds Banking Group in 2017 (note 9) and continued draw down on reserves.

Trustees' Report and Strategic Review (continued)

Financial Review (continued)

Reserves

The Trustees have maintained the policy of retaining sufficient reserves at the year-end to cover six months' non-grant expenditure for contingency purposes.

Currently the balance of reserves stands at £49.8m (2016: £20.8m), 33.2 times above the reserves policy.

The reserves were enhanced during 2009 with a net gain on share investment. Since then, rather than curtail grant spend, reserves have been gradually reduced to cover the shortfall in income from Lloyds Banking Group. Reserves were enhanced during 2017 with the conversion of the Limited Voting Shares with a net gain, which has led to the expected surplus in 2017. Over time, income from Lloyds Banking Group is expected to increase in line with Lloyds Banking Group profitability. To the extent this is delayed, to maintain adequate reserves, the Foundation will adjust expenditure accordingly.

Investment Policy

The Foundation has wide investment powers and its capital is unrestricted.

The current investment objective is to retain sufficient liquidity of funds and protect their overall value, in order to finance deficits arising from an excess of grant making over income, which is expected over the short to medium term. Assets held are therefore relatively liquid short term, low risk and low return, with the aim of a minimum of £5m of immediately accessible cash at any one time.

At the end of 2017, the Foundation's assets of £68.9m (2016: £37.9m) comprised of

- A Short Term Fund (fixed asset investments) of £49.0m invested in short-dated conventional bonds, Floating Rate Notes and cash deposits managed by Sarasin & Partners LLP;
- Cash in hand of £11.8m;
- Investments held for sale £7.9m and;
- Debtors and tangible fixed assets of £0.2m.

The Foundation's portfolio, managed by Sarasin, is invested in short-dated corporate bonds, floating rate notes, certificates of deposit and cash deposits. During the year the portfolio returned a total return of +1.8% net of costs. The equivalent return from Sterling 1 Month LIBOR was +0.4%. Corporate bonds provided the highest returns, +2.9% followed by floating rate notes, +1.1%. Certificates of deposit returned circa +0.4%.

Risk is spread by taking a portfolio approach:

- 1) By Sarasin & Partners LLP for the market instruments and
- 2) By the Trustees for the short term deposits: no more than 50% of the short term deposits to be held with any one institution.

Trustees' Report and Strategic Review (continued)

Structure, Governance and Management

Governing document and constitution

The Lloyds Bank Foundation for England & Wales was incorporated under and is regulated by its Memorandum and Articles of Association dated 13 December 1985, updated 16 March 1999, 13 April 2011, 2 December 2013 and 24 April 2014 as a company limited by guarantee.

Objects

The objects of the Foundation, as set out in the Memorandum of Association, are as follows:

The Foundation is established to do anything which is a charitable purpose, including in particular (but without prejudice to the generality of the foregoing):

To advance education and training in all aspects of knowledge by means of (but not limited to) the making of grants, including the establishment of scholarships and prizes, and other like awards.

To advance scientific or medical research, on the condition that all useful results of such scientific or medical research are published, and education in scientific or medical research by means of (but not limited to) the making of grants, including the establishment of scholarships and prizes, and other like awards.

To promote the provision of facilities in the interest of social and community welfare for recreation and leisure time occupation and enjoyment of the arts with the object of improving the conditions of life of people who are disadvantaged by youth, age, infirmity or disablement, poverty or social and economic circumstances.

Recruitment and appointment of Trustees

The Trustees, who are also Directors of the company, are as listed on page 4. The list of Trustees covers the year to 31 December 2017 and up to the date of signing the financial statements. Their appointments are made by the Board of Lloyds Banking Group on the recommendation of the Foundation's Nomination Committee. The support of the Foundation's Board of Trustees is normally sought prior to recommendations being put forward.

The Nomination Committee operates under terms of reference and has been delegated certain functions by the Trustee Board. Trustees' skills and interests are regularly reviewed and, prior to seeking a new Trustee, the Nomination Committee specifically reviews the composition of the Board to identify any specific skills required. Applications for trusteeship are sought by public advertisement, normally in national newspapers, and through personal contacts or discussions with Lloyds Banking Group. Interviews are held with all members of the Nomination Committee and the Chief Executive.

Trustees serve for a three-year period and may be re-appointed for a further period.

Induction and training of Trustees

Newly appointed Trustees are provided with a comprehensive pack of induction materials, including the Foundation's Memorandum and Articles of Association. They have an induction session with the Chief Executive and senior team and also meet the grant making staff. New Trustees are encouraged to visit beneficiary charities together with a member of staff. A mentor is appointed from among the serving Trustees, to support newly appointed Trustees at the beginning of their term of office.

Trustees' Report and Strategic Review (continued)

Structure, Governance and Management (continued)

Trustees are invited to highlight any particular areas of interest in which they would value specific training. Details of Trustee training events run by external organisations such as NCVO (National Council for Voluntary Organisations) are made available to Trustees

Organisational structure and decision-making

The Lloyds Bank Foundation for England and Wales is one of the UK's largest grant making trusts. Our mission is to be a leading grant maker supporting disadvantaged people to play a fuller role in communities throughout England and Wales.

There are three independent Lloyds Bank Foundations (England & Wales, Northern Ireland and the Channel Islands) and the Corra Foundation (Lloyds TSB Foundation for Scotland), which were established at the time of TSB Group's flotation in 1985.

In December 2013 the Foundation entered into a new nine year rolling agreement with Lloyds Banking Group. This agreement also includes an intention by Lloyds Banking Group to strengthen its strategic relationship with the Foundation over the long term.

The Foundation has an extensive local, regional and national presence in terms of both Trustees and members of staff. This enables the Foundation to respond effectively to local social needs.

The Board

The Board of Trustees meets quarterly to agree the Foundation's strategic direction and policies and to monitor implementation and overall progress against objectives. Appropriate levels of delegated authority are in place. The authority of the full Board (two delegated Trustees) is required for grants above £75,001. Grant Panels, which are delegated committees of the Board, have delegated authority for grants of between £15,001 and £75,000, with the Directors of Grant Making, Director of Policy, Partnerships and Communications and Head of Service Delivery having delegated authority up to £15,000. In addition the Board has delegated authority to the Chief Executive for grants within our Grant Programmes of £50,000 and below.

Board Committees

There are four permanent Committees of the Board, with Terms of Reference approved by the Board, to which they report on their meetings and other activities.

The role of the **Audit and Investment Committee** is to satisfy themselves that the financial statements published by the Foundation follow approved accounting principles and give a true and fair account of the Foundation's affairs. This includes examination and review of the Foundation's annual financial statements with the auditors prior to consideration by the full Board and examination and review of any reports prepared by the Lloyds Banking Group internal audit function. The Committee's remit also covers the Foundation's approach to Risk Management and accounting policies, the appointment of external advisors (including investment managers) and deciding on appropriate investment strategy for the Foundation's reserves in order to maximise returns to an appropriate level of risk and meet the liquidity needs of the Foundation.

The role of the **Nomination Committee** is to make recommendations to Lloyds Banking Group on the appointment of new Trustees, giving due consideration to the balance of skills, interests and experience on the Board of Trustees. The support of the Board of Trustees is normally sought prior to recommendations being put forward to the Lloyds Banking Group.

Trustees' Report and Strategic Review (continued)

Structure, Governance and Management (continued)

The role of the **Remuneration Committee** is to be aware of and advise on any proposals regarding reward strategy and pay policy within the Foundation and the policy for and scope of pension arrangements. It is also kept fully informed on their implications for the future running of the organisation. The committee ensures that contractual terms on termination of employment and any payments made comply with the approved policies of the Foundation. It also considers the performance of the Chief Executive and determines and agrees, with the Board of Trustees, the broad framework and policy for the remuneration package of the Chief Executive.

The role of the **Grant Panels**, that are standing committees of the Board, is to review grant applications against each programme's aims and objectives. Panels have delegated authority, which is reviewed annually, to approve grants and consider recommendations, taking into account grant outcomes, associated risk factors, geographical spread and budgetary considerations. Each Panel is also responsible for reviewing progress against programme evaluation objectives in order to maximise the impact of the Foundation's grant making.

Remuneration

Each year, all staff, including the Chief Executive and Directors, participate in the performance feedback and appraisal scheme. This includes a final calibration process, during which the individual performance of all staff is discussed in relation to the others to ensure consistency of application and approach. The Chair of Trustees manages the process in the case of the Chief Executive, seeking detailed feedback from Board members, staff and external contacts.

Pay increases are aligned to performance and are reviewed and approved annually by the Remuneration Committee, along with any proposed salary increases to bring staff into line with the market, as assessed by Croner, an external salary benchmark provider specialising in the Charity sector. The Foundation does not operate a performance related bonus scheme.

Related parties

The Foundation is related to Lloyds Banking Group plc and connected to the Lloyds Bank Foundation for the Channel Islands, the Halifax Foundation for Northern Ireland and the Corra Foundation (Lloyds TSB Foundation for Scotland). The Bank of Scotland Foundation was established in 2010 and executes the Matched Giving scheme for Lloyds Banking Group employees in Scotland, as well as making grants to community based programmes. See Note 15 (page 39) for details of transactions with Lloyds Banking Group plc and the connected charities.

Each Foundation is directed by its own independent Board of Trustees.

Risk management

In respect of operational practices, the risks facing the Foundation are reviewed by the Board annually. The review covers strategic, operational, financial, HR, IT and reputation risks. Risks identified are prioritised in terms of potential impact and likelihood of occurrence and the Trustees confirm that systems or procedures are in place to mitigate the significant risks identified. The financial and operational risks associated with grant making are further mitigated by providing for the commitment of the full amount of the single and multi-year grants within the profit and loss, in the year of their approval. The review incorporates examination of the adequacy of the Foundation's internal controls. It is recognised that risk management is an ongoing activity involving all Trustees and staff and it is established as an annual agenda item for the Board and Audit and Investment Committee.

Trustees Report and Strategic Review (continued)

Structure, Governance and Management (continued)

The Trustees recognise that there is a significant risk associated with the income arising substantially from a single source, namely Lloyds Banking Group. The current economic environment directly impacts on the profitability of the Group and may persist in the short and potentially the medium term.

Although the Deed of Covenant reduces the short-term risk, through the inclusion of a minimum level of income, and limited exposure to a one-off drop in profitability through the income calculation, it cannot completely mitigate against this risk in times of exceptional marketplace changes. Consideration has been given to the possible approaches available, and actions that could be taken, in response to a significant reduction in profitability over time.

The Trustees consider that the Foundation is not exposed to any significant financial risks specifically relating to the use of financial instruments as its financial asset investments (excluding cash held in current accounts i.e. cash at bank and in hand per the balance sheet) are held as cash deposits or pooled managed investments in credible financial institutions, with no more than 50% and £5m held as cash deposits in any one institution, and it has no debt. The Foundation is not exposed to material credit risk as debtors are insignificant, or to foreign exchange risk as all transactions are denominated in sterling.

Trustees remuneration

All Trustees give their time voluntarily and received no benefits from the charity. Expenses reclaimed from the charity are set out in Note 5d to the financial statements.

Trustees Report and Strategic Review (continued)

Statement of Trustees' Responsibilities

The Trustees (who are also directors of Lloyds Bank Foundation for England and Wales 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 (UK Generally Accepted Accounting Practice). The law applicable to charities 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 charity and of the incoming resources and application of resources of the charity for that period. In preparing the financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in 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 adequate accounting records that are sufficient to show and explain the charitable company's transactions and 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. They 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.

The Trustees are responsible for the maintenance and integrity of the Charitable Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

In so far as the Trustees are aware:

- (a) there is no relevant audit information of which the auditors are unaware; and
- (b) the Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Independent auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the Foundation will be proposed at the annual general meeting.

This report was approved by the Board of Trustees on 21 May 2018 and signed on their behalf by:



Baroness Irene Fritchie DBE
Chair of Trustees

Independent auditors' report to the members of Lloyds Bank Foundation for England & Wales

Report on the financial statements

Our Opinion

In our opinion, Lloyds Bank Foundation for England & Wales financial statements (the "financial statements"):

- give a true and fair view of the state of the charitable company's affairs as at 31 December 2017 and of its incoming resources and application of resources, including its income and expenditure, and cash flows, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the *Annual Report* (the "Annual Report"), which comprise: *balance sheet as at 31 December 2017, statement of financial activities, statement of cash flows* for the year then ended, the accounting policies, and the notes to the financial statements.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the charitable company's ability to continue as a going concern.

Independent auditors' report to the members of Lloyds Bank Foundation for England & Wales

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The trustees are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Trustees' Report and Strategic Review

In our opinion, based on the work undertaken in the course of the audit the information given in the Trustees' Report and Strategic Review for the financial year for which the financial statements are prepared is consistent with the financial statements; and the Trustees' Report and Strategic Review has been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in Trustees' Report and Strategic Review. We have nothing to report in this respect.

Responsibilities for the financial statements and the audit

Responsibilities of the trustees for the financial statements

As explained more fully in the *Statement of Trustees' Responsibilities* set out on page 23, the Trustees are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Trustees are also responsible for such internal control as they 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 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 charitable company or to cease operations, or have no realistic alternative but to do so.

Independent auditors' report to the members of Lloyds Bank Foundation for England & Wales

Auditors' 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 auditors' 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.

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 auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the charity's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.


Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Kevin Williams (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
8 June 2018

Financial Statements

Statement of Financial Activities

Year ended 31 December 2017

	Total Funds 2017 £'000	Total Funds 2016 £'000	Note
Income from:			
Donations	51,509	12,864	2
Investment income	586	963	9
Other income	8	8	3
Total	52,103	13,835	
Expenditure on:			
Charitable Activities	(23,003)	(19,105)	6a
Total	(23,003)	(19,105)	
Net gain/(loss) on investment	125	(335)	9
Net income/(expenditure)	29,225	(5,605)	
Net movement in funds	29,225	(5,605)	
Reconciliation of funds			
Total funds brought forward	20,804	26,409	
Total funds carried forward	50,029	20,804	


All recognised gains and losses have been included in the Statement of Financial Activities and the amounts included are derived from the continuing activities of the Foundation.

There is no material difference between the net movement of funds stated above and their historical cost equivalents.

The Notes on pages 30 to 43 form part of these financial statements.

	Total funds 2017 £'000	Total funds 2016 £'000	Note
Fixed assets:			
Tangible assets	19	41	8
Investments	48,993	24,625	9
Total fixed assets	49,012	24,666	
Current assets:			
Debtors	157	146	10
Investments	7,920	-	9
Short-term deposits	-	5,000	9
Cash at bank and in hand	11,825	8,062	
Total current assets	19,902	13,208	
Creditors: Amounts falling due within one year	(11,097)	(11,635)	11
Net current assets or liabilities	8,805	1,573	
Total assets less current liabilities	57,817	26,239	
Creditors: Amounts falling due after more than one year	(6,521)	(4,743)	12
Enhance Provision	(1,267)	(692)	7
Total net assets	50,029	20,804	
The funds of the charity			
Unrestricted funds	50,029	20,804	
Total charity funds	50,029	20,804	

The financial statements on pages 27 to 43 were approved by the Trustees on 21 May 2018 and signed on their behalf by:



Baroness Irene Fritchie DBE
Chair of Trustees

The Notes on pages 30 to 43 form part of these financial statements.

Lloyds Bank Foundation for England & Wales
Annual Report and Financial Statement
Year ended 31 December 2017
Statement of cash flows
Year ended 31 December 2017

	2017 £'000	2016 £'000	Notes
Cash flows from operating activities			
Net cash used in operating activities	(8,262)	(5,765)	(A)
Cash flows from investing activities:			
Income from investments	28	204	
Proceeds from the sale of property, plant and equipment	-	-	
Purchase of property, plant and equipment	(3)	(11)	
Proceeds from sale of investments	7,000	-	
Net cash provided by investing activities	7,025	193	
Change in cash and cash equivalents in the reporting year	(1,237)	(5,572)	
Cash and cash equivalents at the beginning of the reporting year	13,062	18,634	
Cash and cash equivalents at the end of the reporting year	11,825	13,062	(B)

(A) Net cash flows from operating activities

	2017 £'000	2016 £'000
Net income/(expenditure) for the reporting year	29,225	(5,605)
Adjustments for		
Depreciation	25	23
Non-cash donations	(38,605)	-
Income from investments	(586)	(963)
Loss/(profit) on sale of fixed assets	-	-
(Increase) in debtors	(11)	(35)
Increase in creditors	1,240	323
Increase in provisions	575	157
(Gain)/Loss on investments	(125)	335
Net cash used in operating activities	(8,262)	(5,765)

(B) Analysis of cash and cash equivalents

	2017 £'000	2016 £'000
Cash in hand	11,825	8,062
Notice deposits (less than three months)	-	5,000
Total cash and cash equivalents	11,825	13,062

The Notes on pages 30 to 43 form part of these financial statements.

Notes to the Financial Statements

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared on a going concern basis under the historical cost convention, as modified by a revaluation of investments, and in accordance with applicable Accounting Standards in the United Kingdom, including the Statement of Recommended Practice - Accounting and Reporting by Charities 2015 (SORP 2015), FRS 102 and in accordance with the Companies Act 2006 and Charities Act 2011, using consistently applied accounting policies.

Lloyds Bank Foundation for England & Wales meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

Fund accounting

The Foundation's unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the charity.

Financial assets

The Foundation's investment in ordinary shares of Lloyds Banking Group plc is measured at fair value (market value) with any changes in fair value recognised in the Statement of Financial Activities.

Income policy

All income is recognised in the Statement of Financial Activities when the Foundation is legally entitled to the income, receipt is probable and the amount can be measured reliably.

Donations and donated services

The Auditors are appointed on an honorary basis. The value of the audit has been included as a donated receipt, measured at fair value, within other Incoming Resources and as a donated service within support costs. Also within Incoming Resources and allocated within support costs is donated services of the Chief Financial and Operating Officer, who is seconded from Lloyds Banking Group plc.

Recognition of expenditure

All expenditure is included on an accruals basis and is recognised where there is a legal or constructive obligation to pay. Invest, Enable, Homeshare and National grants, both single and multi-year, are recognised in the financial statements as liabilities after they have been approved by the Trustees, the recipients have been notified and there are no further terms and conditions to be fulfilled which are within the control of the Foundation. In these circumstances there is a valid expectation by the recipients that they will receive the grant. Enhance support is recognised on a provision basis (see Enhance provisions) where the Foundation has a constructive obligation to pay but the amount and timing is subject to uncertainty.

Enhance provisions

The Foundation's Enhance programme provides the recipient charity with access to specialist support, the cost of which is met by the Foundation directly. The estimated costs of the specialist is recognised as a provision on approval. The grantee is informed of the approved intervention but not the value (see Note 7).

Allocation of costs

Charitable activities include the direct costs of the grant awards and the indirect support costs of delivering the grant programmes. Support costs are allocated between charitable programmes, on the basis of the total grants awarded for each programme.

Notes to the Financial Statements (continued)

1. ACCOUNTING POLICIES (continued)

Valuation of assets

Tangible assets are included at historic cost less accumulated depreciation.

Capitalisation and Depreciation

The minimum value for the capitalisation of tangible fixed assets is £750.

Depreciation is calculated so as to write off the cost of tangible fixed assets on a straight line basis over the expected useful lives of the assets concerned. The principal rates used, which are consistent with last year, are:

Computer equipment	33% per annum
Furniture and other office equipment	10% per annum

Pension costs

The Foundation participates in two separate independently managed, defined benefit, occupational pension schemes; the Lloyds Bank Group Pension Schemes No.1 and No.2. Each is valued by professionally qualified and independent actuaries on an annual basis. It is not possible to identify the Foundation's share of the underlying assets and liabilities of these schemes and hence contributions to the schemes are accounted for as if they were defined contribution schemes; the cost recognised within the Statement of Financial Activities for the year being equal to the contributions payable to the schemes for the year.

The Foundation also participates in defined contribution schemes. Contributions in respect of the year are charged to the Statement of financial activities in the year to which they relate.

Redundancy payments

Redundancy payments may occur where the Foundation has agreed to terminate the employment of an employee. The amounts are included in the financial statements when the payment has been formally agreed.

Operating leases

Costs in respect of operating leases are charged to the Statement of Financial Activities on a straight-line basis.

Irrecoverable VAT

Any irrecoverable VAT is charged to the Statement of Financial Activities, or capitalised as part of the cost of the related asset, where appropriate.

Tax

The Foundation is a registered charity and as such is entitled to certain tax exemptions on income and profits from investments, surpluses on any trading activities carried on in furtherance of the Foundation's primary purpose, if these profits and surpluses are applied solely for charitable purposes.

2. DONATIONS

	2017 £'000	2016 £'000
Donations from Lloyds Banking Group		
– Ordinary Shares of Lloyds Banking Group plc	38,605	-
– Covenant income	10,818	10,818
– Operating costs contribution	1,900	1,900
– Donated services - Chief Operating and Financial Officer	88	88
– Other donations	70	30
Donations from others		
– Donated services - Audit from PwC	28	28
	51,509	12,864

3. OTHER INCOME

	2017 £'000	2016 £'000
Company Secretarial fees from Lloyds Bank Foundation for the Channel Islands	8	8
	8	8

4. GRANTS PAYABLE

The table below shows reconciliation between amounts approved during the year and amounts paid during the year.

Reconciliation of grants payable	2017 £'000	2016 £'000
Amount outstanding at 1 January	15,469	15,488
Grants approved/cancelled in year		
Grants approved*	15,889	12,693
Grants cancelled or recovered	(408)	(381)
Grants payable for the year	15,481	12,312
Grants paid during the year	(13,787)	(12,331)
Amounts outstanding at 31 December (Note 11,12)	17,163	15,469

*Does not include Matched Giving, Programme costs or Enhance.

Further detail in relation to Approved Grants for 2017 is set out in Note 17.

5. PARTNERSHIP FUNDING

The Foundation entered an agreement with the Big Lottery Fund to pilot a collaborative funding arrangement in 2017.

The Big Lottery Fund approved contributions to grants to the value of £905k (44 grants in total). One grant was cancelled in the year and overall therefore Big Lottery Fund provided the Foundation £894,908 to distribute on their behalf.

A list of approved grants is set out in Note 17.

At 31 December 2017 the Foundation holds funds as agent totalling £712k (2016: £nil) in a designated bank account operated by the Foundation, which are payable to third parties (grantees). The bank balance and an equivalent amount payable to third parties have not been recognised in these financial statements.

6. ANALYSIS OF EXPENDITURE

6 a Charitable activities

	Grants	Grant Making Support Costs	2017	2016
	£'000	£'000	£'000	£'000
Unrestricted Grant programmes				
Invest and Enable	12,952	1,818	14,770	13,333
Enhance	1,564	219	1,783	1,257
Matched Giving	3,004	422	3,426	3,690
National/Homeshare Programmes	2,529	355	2,884	762
Programme costs (all grant programmes)	123	17	140	63
	20,172	2,831	23,003	19,105

Support costs have been allocated on the basis of the value of grants awarded for each programme.

6 b Grant making support costs

	2017	2016
	£'000	£'000
Staff costs	2,257	1,925
Governance costs	48	75
Other costs	526	417
	2,831	2,417

Lloyds Bank Foundation for England & Wales
Annual Report and Financial Statement
Year ended 31 December 2017
Notes to the Financial Statements (continued)

6 c Staff costs

The average number of persons employed by the Foundation was 32 (2016: 28).

	2017	2016
	£'000	£'000
Wages and salaries	1,608	1,250
Social security costs	154	144
Other pension costs	163	154
Other staff costs	332	377
	2,257	1,925

Included in the wages and salaries is an amount of £241k related to contractual redundancy pay. No amount was outstanding at 31 December 2017.

Numbers of employees receiving emoluments (salary, allowances and benefits in kind, excluding pension contribution) greater than £60,000 are as follows:

	2017	2016
£60,000 - £70,000	2	2
£70,001 - £80,000	1	1
£80,001 - £90,000	1	
£140,001 - £150,000*	2	1

*Excludes an amount of 13% of salary in lieu of pension contribution

Total remuneration received by the Senior Management Team excluding the Chief Financial and Operating Officer (donated services by Lloyds Banking Group has been included in Incoming Resources and Other staff costs) was £363k (2016: £358k).

Pension costs

	2017	2016
	£'000	£'000
Defined benefit scheme	44	56
Defined contribution scheme	119	98
	163	154

Lloyds Banking Group defined benefit schemes

The contribution due to the schemes was £44k (2016: £56k), of which £Nil was accrued (2016: £Nil) (see Note 1). The contribution rates in 2017 were as follows:

	Scheme 1	Scheme 2
Contribution Rate	30.7%	28.0%

For both the No. 1 and No. 2 Schemes a valuation exercise is carried out at least every three years, if a deficit is identified a recovery plan is agreed and sent to the Pensions Regulator for review. The outcome of this valuation process, including agreement of any recovery plan, is agreed between the Lloyds Banking Group and the scheme Trustee. The latest full valuations were carried out as at 30 June 2014; the results have been updated to 31 December 2016 by qualified independent actuaries. More information on the funding of the Group's pensions schemes can be found in the latest Report and Financial Statements of Lloyds Banking Group.

Notes to the Financial Statements (continued)

6. ANALYSIS OF EXPENDITURE (continued)

Lloyds Banking Group plc defined contribution schemes

The Foundation has two defined contribution schemes:

1. Employees of the Foundation from January 1996 to June 2010 were entitled to join the defined contribution scheme. The contribution made to the scheme was £21k (2016: £23k). The employer rate is determined by the member's contributions and the maximum rate of contribution payable by the Foundation is 13%.
2. New employees joining the Foundation from July 2010 are automatically enrolled in the 'Your Tomorrow' defined contribution scheme. The contributions made to the scheme were £98k (2016: £75k). The employer rate is determined by the member's contributions and the maximum rate of contribution payable by the Foundation is 13%.

6 d Governance costs

	2017 £'000	2016 £'000
Company Secretary	12	11
Audit fee (Donated service)	28	28
Trustee costs	6	7
Trustee training	2	-
Trustee recruitment costs	-	29
	48	75

The auditors are appointed on an honorary basis. The value of the audit has been included in Incoming Resources as a Donated service and as Audit Fee in Governance costs.

The Trustees, who are also the Directors of the Foundation, received no remuneration during the year.

Five Trustees received reimbursed expenses relating to travel and subsistence totalling £6k (2016: £7k six Trustees).

7. ENHANCE PROVISIONS

	2017 £'000	2016 £'000
Balance brought forward	692	535
Additions	1,361	692
Utilised during the year	(786)	(535)
Balance carried forward	1,267	692

The provision relates to the Foundation's Enhance programme and is expected to be utilised within the next 12 months.

8. TANGIBLE ASSETS

	Furniture and office equipment £'000	Computer equipment £'000	Total £'000	2016 Total £'000
Cost				
At beginning of the year	41	138	179	168
Additions	3	-	3	11
<i>At end of the year</i>	<i>44</i>	<i>138</i>	<i>182</i>	<i>179</i>
Accumulated Depreciation				
At beginning of the year	34	104	138	115
Charge for the year	2	23	25	23
Disposals	-	-	-	-
<i>At end of the year</i>	<i>36</i>	<i>127</i>	<i>163</i>	<i>138</i>
Net book value at beginning of the year	7	34	41	53
Net book value at end of the year	8	11	19	41

9. INVESTMENTS AND SHORT-TERM DEPOSITS

	2017 £'000	2016 £'000
Fixed asset investments	48,993	24,625
Current asset investments	7,920	-
Short-term deposits	-	5,000
	56,913	29,625
Movement in year		
As at 1 January	29,625	37,234
Limited Voting Shares conversion	38,605	-
Dividend income	234	-
Net investment movement	(12,000)	(8,033)
Reinvested income	324	759
Net gain/(loss) on investments	125	(335)
As at 31 December	56,913	29,625

The Foundation held 58,360,263 limited voting shares of 10p each in Lloyds Banking Group plc at 1 January 2017. The Foundation could not sell the shares in the open market and as a result the shares were valued at nil market value.

In 2016 an agreement in principle was made between the four connected Foundations (Note 15) and Lloyds Banking Group plc to covert each charity's limited voting shares to ordinary shares with no impact on the covenant. Formal approval of the conversion was given at the Lloyds Banking Group plc Annual General Meeting in May 2017.

On 1 July 2017 the 58,360,263 limited voting shares converted into ordinary shares. The shares were recognised at that date as a donation at the current market value of 66.15p per share.

Notes to the Financial Statements (continued)

The ordinary shares carry voting rights and rights to a dividend payment. The Foundation can sell these shares on the open market and therefore they are measured at fair value (market value) with changes in fair value recognised in the Statement of Financial Activity.

The Board of Trustees agreed to minimise the risk of holding a large number of shares in Lloyds Banking Group plc by selling those shares over a six month period. The remaining shares held at 31 December 2017 have been classified as a current investment.

As at 31 December 2017, the Foundation held 11,680,263 ordinary shares in Lloyds Banking Group with a value of £7,920k. Those remaining ordinary shares were disposed of in January 2018.

The investment movement is broken down as follows:

Disinvestment of fixed asset investments	(7,000)	-
Maturity of current asset investments	-	-
Maturity of Short-term deposits	(5,000)	(8,033)
Investment in new short-term deposits	-	-
As at 31 December	(12,000)	(8,033)

Investment fund manager fees and rebates of £55k (2016: £44k) and £Nil (2016: £Nil) respectively are included within the net loss on revaluation and are receipted/ (paid) out of the fund.

Breakdown of Sarasin investments (excluding short-term deposits)	2017 £'000	2016 £'000
Investments	7,189	14,721
Cash and other fund investments	41,804	9,904
Total	48,993	24,625

Material investments defined as those over 5% by value of the total portfolio:

	2017 £'000	2017 %	2016 £'000	2016 %
BPCE Floating rate notes	-	-	1,502	6.10
Coventry BDG Soc Floating rate note	-	-	1,299	5.27
Abbey National Plc Cash deposit	-	-	2,000	8.12
ICS-INS Sterl Liq-Heritage (Blackrock)	23,000	46.97	2,500	10.15
Mitsubishi UFJ Trust & Banking Cash deposit	-	-	1,250	5.08
Nationwide Building Society Cash deposit	-	-	2,000	8.12
Sumitomo Mitsui Trust Bank Cash deposit	-	-	1,250	5.08
MS Liquid Sterling LQ-INST-CNAV	17,500	35.74	-	-

	2017 £'000	2016 £'000
Investment income		
Reinvested income	324	759
Bank interest	28	204
Dividends	234	-
Total	586	963

Notes to the Financial Statements (continued)

10. DEBTORS

	2017 £'000	2016 £'000
Other debtors	26	19
Prepayments and accrued income	131	127
	157	146

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £'000	2016 £'000
Grants payable (Note 4)	10,642	10,726
Other creditors	139	103
Accruals and deferred income	316	806
	11,097	11,635

12. CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR

	2017 £'000	2016 £'000
Grants payable (Note 4)	6,521	4,743
	6,521	4,743

13. MOVEMENT IN FUNDS

	Balance at 1 Jan 2017 £'000	Total incoming resource £'000	Total resources expended £'000	Change in MV of investments £'000	Balance at 31 Dec 2017 £'000
Unrestricted funds	20,804	52,103	(23,003)	125	50,029

In accordance with the Trustee reserve policy as described on page 20, the Trustees have maintained the policy of retaining sufficient reserves at the year-end to cover six months' non-grant expenditure for contingency purposes.

14. GUARANTEE COMPANY

The Foundation is a company limited by guarantee not having share capital. The liability of the members is limited by the Memorandum of Association to £1 each. The number of Trustees (including the Chairman) who are also members at 31 December 2017 was 11 (2016: 12).

Notes to the Financial Statements (continued)

15. RELATED PARTY TRANSACTIONS

15 a Connected Foundations

The following Foundations are connected, having common and related objects:

Corra Foundation

(Lloyds TSB Foundation for Scotland)

Riverside House
502 Gorgie Road
Edinburgh EH11 3AF

Halifax Foundation for Northern Ireland

1st Floor
11-15 Donegal Square North
Belfast BT1 5GB

Lloyds Bank Foundation for the Channel Islands

Pentagon House
52-54 Southwark Street
London SE1 1UN

Bank of Scotland Foundation

The Mound
Edinburgh
EH1 1YZ

The Foundation received £8,000 (2016: £8,000) from the Lloyds Bank Foundation for the Channel Islands in respect of time spent by the Chief Executive and his staff on Lloyds Bank Foundation for the Channel Islands business.

15 b Related company

The Foundation is related to Lloyds Banking Group plc as it derives its revenue primarily from Lloyds Banking Group plc. In December 2013 the Foundation entered into a nine year rolling agreement with Lloyds Banking Group plc whereby the Foundation is to receive 0.3606% of the Lloyds Banking Group's adjusted pre-tax profits/loss, averaged over three years, subject to a minimum amount of £10.8m and a maximum amount of £36m.

The following transactions took place with Lloyds Banking Group plc during the year, and with which there were the following balances at the year-end:

The Foundation received as income £12,718,000 (2016: £12,718,000) as income, and £17,000 (2016: £75,000) bank interest was received due to the Foundation using Lloyds Banking Group plc as one of its bankers.

At 31 December 2017 a balance of £8,815,406 was held at Lloyds Banking Group plc (2016: £5,061,694) of which £Nil (2016: £Nil) was held as a fixed term deposit.

15 c Transactions

During the year ended 31 December 2014 the Foundation made a grant of £75,000 to Mind in Bradford over three years, of which £25,000 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.

During the year ended 31 December 2015 the Foundation made the following grants

- £15,000 to Brecon and District Mind over two years, of which £7,500 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £14,250 to Scarborough, Whitby & Ryedale Mind over two years, of which £7,370 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £66,424 to Mid Powys Mind over three years, of which £20,418 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £15,000 to Andover Mind over two years, of which £7,500 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £66,000 to Sevenoaks Area Mind over three years, of which £22,000 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £73,897 to Mind – Great Yarmouth and Waveney over three years, of which £24,958 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £67,321 to Mind in Mid Herts over three years, of which £22,881 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £70,112 to Mind in Furness over three years, of which £23,185 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.

During the year ended 31 December 2016 the Foundation made the following grants

- £73,740 to Buckinghamshire Mind over three years, of which £24,579 was paid in 2017 and £24,825 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £56,970 to MIND – Darlington Limited over three years, of which £10,689 was paid in 2017 and £21,281 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £54,000 to Shropshire Mind over three years, of which £18,000 was paid in 2017 and £18,000 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £74,210 to Tyneside and Northumberland Mind over three years, of which £49,243 was paid in 2017 and £24,967 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £75,000 to West Norfolk Mind over three years, of which £18,429 was paid in 2017 and £31,571 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £34,000 to Women Acting in Today's Society over two years, of which £17,000 was paid in 2017 and £17,000 is outstanding. Trustee Joanna Harris is a Charity Mentor for the charity.

During the year ended 31 December 2017 the Foundation made the following grants

- £71,400 to Mind Aberystwyth over three years, of which £23,800 was paid in 2017 and £47,600 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £75,000 to Ystradgynlais Mind over three years, of which £25,000 was paid in 2017 and £50,000 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £74,982 to Mind in Haringey over three years, of which £24,994 was paid in 2017 and £49,988 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £14,868 to Doncaster Mind over two years, of which £7,434 was paid in 2017 and £7,434 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.

Notes to the Financial Statements (continued)

15 c Transactions (continued)

- £75,000 to Islington Mind over three years, of which £Nil was paid in 2017 and £75,000 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £75,000 to Redcar and Cleveland Mind over three years, of which £Nil was paid in 2017 and £75,000 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £75,000 to Merthyr and the Valleys Mind over three years, of which £Nil was paid in 2017 and £75,000 is outstanding. Trustee Paul Farmer is the CEO of the National Mind.
- £30,000 to Association of Chief Executives of Voluntary Organisations (ACEVO) over one year, of which £30,000 was paid in 2017 and £Nil is outstanding. Trustee Paul Farmer is the Chair of the ACEVO.
- £96,320 to Against Violence and Abuse over two years of which £44,910 was paid in 2017 and £51,410 is outstanding. The grant is for the establishment of a commission which Trustee Hilary Armstrong is the Chair and Trustee Gillian Morgan is a Trustee.

During the year ended 31 December 2017 the Foundation paid the following invoices

- £640 for annual membership fees to Association of Chief Executives of Voluntary Organisations (ACEVO). Trustee Paul Farmer is the Chair of the ACEVO.
- £3,105 for a training course to Windsor Leadership Trust. Trustee Lesley King-Lewis is the CEO of Windsor Leadership Trust.
- £474 for a training course to GovNet Communications. Trustee Hilary Armstrong is a member of the advisory board at GovNet Communications.

During the year ended 31 December 2017 the Foundation made the following donations

- £13,681 to Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £500 to North Staffs Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £834 to York Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £200 to Leeds Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £1,000 to Andover Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £2,000 to Corby Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £4,750 to Bristol Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £1,000 to West Norfolk Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £463 to Tyneside and Northumberland Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £128 to Mind Hull and East Yorkshire in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £288 to Lancashire Mind in relation to the Matched Giving scheme. Trustee Paul Farmer is the CEO of the National Mind.
- £500 to Changing Lives (trading name for Cyrenians) in relation to the Matched Giving scheme. Trustee Hilary Armstrong is the Chair of Changing Lives.

15 c Transactions (continued)

- £1,590 to In Kind Direct in relation to the Matched Giving scheme. Trustee James Garvey is a Trustee of In Kind Direct.
- £2,500 to Winston's Wish in relation to the Matched Giving scheme. Chair Irene Fritchie is the patron of Winston's Wish. During the year ended 31 December 2014 the Foundation made a grant of £75,000 to Mind in Bradford over three years, of which £25,000 was paid in 2017 and £Nil outstanding. Trustee Paul Farmer is the CEO of the National Mind.

During the year ended 31 December 2017 the Foundation made payments of £14,872 to Middleton Day Centre. Grant Manager Yvonne Taylor is a Trustee of Middleton Day Centre.

16. OFFICE LEASE COMMITMENTS

Lloyds Bank Foundation had a total commitment under non-cancellable operating lease at 31 December 2017:

	Buildings		Other	
	2017 £'000	2016 £'000	2017 £'000	2016 £'000
Within one year	194	9	7	7
Within two to five years	598	-	18	25
Total	792	9	25	32

17. GRANTS APPROVED IN 2017

	£'000	
Enable	125	1,759
Invest	184	11,499
Sub-total approved	309	13,258
National		2,631
Total		15,889

A full list of the grants approved in 2017 can be found on our website
<https://www.lloydsbankfoundation.org.uk/our-programmes/what-funding/>

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Notes to the Financial Statements (continued)

17. GRANTS APPROVED IN 2017 (continued)

Big Lottery Fund Partnership	£
Project John Limited	45,000
Boaz Trust	33,000
Opening Doors	30,000
London Gypsy and Traveller Unit	30,000
Open Door North East	30,000
Irish Community Care Merseyside	25,000
Emmaus Sheffield	25,000
Carriers of Hope Coventry	25,000
Lincolnshire Rape Crisis	25,000
Somerset and Avon Rape and Sexual Abuse Support	25,000
Working Chance	25,000
Zacchaeus 2000 Trust	25,000
Pan Intercultural Arts	25,000
Steps 2 Recovery	25,000
Carers Trust Lea Valley Crossroads Care Service Ltd	25,000
Islington Mind	25,000
Hoot Creative Arts Ltd	24,945
Achieve Change and Engagement	24,467
Lincolnshire CVS	24,300
North Somerset People First	24,300
The Limes Community and Childrens Centre	24,274
Survivors Manchester	24,000
The Derbyshire Federation for Mental Health	23,656
Giroscope Limited	23,200
Assistance Support and Self Help in Surviving Trauma	22,885
Hawkspring	22,481
Brighton and Hove Speak Out	21,210
Bringing Hope	20,000
Mood Swings Network	20,000
Oxford Sexual Abuse and Rape Crisis Centre	17,527
Sunrise Multicultural Project	17,401
Redthread Youth Limited	16,886
Thames Valley Partnership	15,000
The Cellar Trust	15,000
Pathways of Chesterfield	12,990
Root and Branch Westmill	10,080
Key4life CIO	10,000
Safe and Sound Homes	10,000
The Trust Women's Project	10,000
Rock Foundation UK Limited	7,800
TOKKO Ltd	7,270
Devon & Cornwall Refugee Support Council	5,000
Southside Family Project	4,236
Wirral Change	3,000
Total Approved - 44	904,908