Company Registration No. 10202266 (England and Wales)

BURNIE'S FOUNDATION ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2018

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Tavistock House South Tavistock Square London WC1H 9LG

Rayner Essex LLP Chartered Accountants

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees Mr R Thoburn

Mrs B Sells Mr K Tonkin

Charity number 1167997

Company number 10202266

Registered office 45 Britton Street

London EC1M 5NA

Auditor Rayner Essex LLP

Tavistock House South

Tavistock Square

London WC1H 9LG

Bankers Handelsbanken

4 Moorgate London EC2R 6DA

Solicitors Withers LLP

16 Old Bailey London EC4M 7EG

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TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) FOR THE YEAR ENDED 31 MAY 2018

The Trustees and Directors present their report and accounts for the year ended 31 May 2018.

The accounts have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with The Articles of Association, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)" (as amended for accounting periods commencing from 1 January 2016)

Objectives and activities

The objects of the Charity are to promote animal welfare and help alleviate animal suffering by activities including:

- Providing and assisting in the provision of relief of animals in need of care and protection, and preventing cruelty to animals in the UK and elsewhere; and
- Promote and encourage the public to help in matters concerning animal welfare.

The above objects are achieved by the establishment of an animal sanctuary in Norfolk England and the provision of an animal treatment centre in Romania. The Charity also makes grants to charitable institutions that the trustees may select as falling within the above criteria each year.

The Trustees have also paid due regard to the guidance issued by the Charity Commission on public benefit when reviewing and planning their activities in the light of the charity's aims and objectives.

The Trustees meet regularly to manage the activities of the Charity and give their time freely without remuneration.

Achievements and performance

In this year of operation the Charity has received donations which have been applied in the furtherance of the Charity's objectives. As a result significant numbers of animals have been rescued and their suffering alleviated.

Financial review

The Statement of Financial Activities shows a net deficit for the year of £248,956 (2017: surplus of £1,128,821) and reserves stand at £879,865 (2017: £1,128,821). Gross income for the year amounted to £59,839 (2017: £1,263,320) with total expenditure of £308,795 (2017: £134,499).

The majority of the Foundation's assets are represented by freehold property and cash at bank.

There were no major donations received during the year.

We are also extremely grateful to those who have supported the Charity through other donations received in the year.

Reserves policy

It is the policy of the Charity that unrestricted funds which have not been designated for a specific use should be maintained at a level to ensure that, in the event of a significant drop in funding, they will be able to continue the Charity's current activities while consideration is given to ways in which additional funds may be raised.

The Trustees has assessed the major risks to which the Charity is exposed, and are satisfied that systems are in place to mitigate exposure to the major risks.

The Trustees consider the financial position of the charity to be strong, enabling us to continue to promote animal welfare and help alleviate animal suffering through the implementation of the plan set out above.

TRUSTEES' REPORT (CONTINUED)(INCLUDING DIRECTORS' REPORT) FOR THE YEAR ENDED 31 MAY 2018

Structure, governance and management

Burnie's Foundation is a charity company limited by guarantee, incorporated on 26 May 2016 and registered as a charity on 1 July 2016. The company was formed under a Memorandum of Association that established the objects and powers of the charity company and is governed under its Articles of Association.

The Trustees, who are also the directors for the purpose of company law, and who served during the year were:

Mr R Thoburn Mrs B Sells Mr K Tonkin

None of the Trustees has any beneficial interest in the company. Mr R Thoburn is the founder Trustee and sole Member and guarantees to contribute £1 in the event of a winding up.

The charity is organised so that the trustees meet regularly to manage its affairs and to decide on the distribution of funds. Day to day responsibility for the charity's activities has been delegated to trustee, Mrs B Sells.

All Trustees are fully inducted by the charity on its aims and objectives and the role they have in developing the charity. The Trustees have all received the Charities Commission guidance on the Roles and Responsibilities of charity Trustees.

Auditor

In accordance with the company's articles, a resolution proposing that Rayner Essex LLP be reappointed as auditor of the company will be put at a General Meeting.

The Trustees' report was approved by the Board of Trustees.

Mr R Thoburn

Director and Trustee Dated:

STATEMENT OF TRUSTEES' RESPONSIBILITIES FOR THE YEAR ENDED 31 MAY 2018

The Trustees, who are also the directors of Burnie's Foundation for the purpose of company law, are responsible for preparing the Trustees' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company Law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charity and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

In preparing these financial statements, the Trustees are required to:

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

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

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

Opinion

We have audited the accounts of Burnie's Foundation (the 'Charity') for the year ended 31 May 2018 which comprise the Statement of Financial Activities, Statement of Financial Position, and the notes to the accounts, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 May 2018 and of its incoming resources and application of resources, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
 and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

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

Other information

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

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

We have nothing to report in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities (Accounts and Reports) Regulations 2008 require us to report to you if, in our opinion:

- the information given in the financial statements is inconsistent in any material respect with the Trustees' report; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE TRUSTEES OF BURNIE'S FOUNDATION

Responsibilities of Trustees

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

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

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 144 of the Charities Act 2011 and report in accordance with the Act and relevant regulations made or having effect thereunder.

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

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

Use of our report

This report is made solely to the charity's trustees, as a body, in accordance with part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Timothy Sansom FCA CF (Senior Statutory Auditor)

for and on behalf of Rayner Essex L/LP

Chartered Accountants Statutory Auditor

Tavistock House South Tavistock Square London

WC1H 9LG

Rayner Essex LLP is eligible for appointment as auditor of the Charity by virtue of its eligibility for appointment as auditor of a company under of section 1212 of the Companies Act 2006

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MAY 2018

	Notes	Unrestricted funds 2018 £	Total 2017 £
Income from: Donations	3	59,839	1,263,320
Expenditure on: Charitable activities	4	308,795	134,499
Net (expenditure)/income for the year/ Net movement in funds		(248,956)	1,128,821
Fund balances at 1 June 2017		1,128,821	-
Fund balances at 31 May 2018		879,865	1,128,821

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

All income and expenditure derive from continuing activities.

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

STATEMENT OF FINANCIAL POSITION

AS AT 31 MAY 2018

		2018		2017	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	9		662,714		662,714
Current assets		057.500		170 070	
Cash at bank and in hand		257,599		479,673	
Creditors: amounts falling due within					
one year	10	(40,448)		(13,566)	
Net current assets			217,151		466,107
Total assets less current liabilities			879,865		1,128,821
Income funds		•			
Unrestricted funds			879,865		1,128,821
			070.905		4 400 004
			879,865 		1,128,821

The company is entitled to the exemption from the audit requirement contained in section 477 of the Companies Act 2006, for the year ended 31 May 2018, although an audit has been carried out under section 144 of the Charities Act 2011. No member of the company has deposited a notice, pursuant to section 476, requiring an audit of these financial statements under the requirements of the Companies Act 2006.

The Trustees acknowledge their responsibilities for ensuring that the charity keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its incoming resources and application of resources, including its income and expenditure, for the financial year in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

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

Mr R Thoburn

Director and Trustee

Company Registration No. 10202266

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2018

1 Accounting policies

1.1 Accounting convention

The accounts have been prepared in accordance with the Charity's Articles of Association, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)" (as amended for accounting periods commencing from 1 January 2016). The Charity is a Public Benefit Entity as defined by FRS 102.

The Charity has taken advantage of the provisions in the SORP for charities applying FRS 102 Update Bulletin 1 not to prepare a Statement of Cash Flows.

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

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

The Charity has a single fund which is wholly unrestricted.

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of their charitable objectives unless the funds have been designated for other purposes.

1.4 Incoming resources

Income is recognised when the Charity is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Cash donations are recognised on receipt. Other donations are recognised once the Charity has been notified of the donation, unless performance conditions require deferral of the amount. Income tax recoverable in relation to donations received under Gift Aid or deeds of covenant is recognised at the time of the donation.

1.5 Resources expended

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the Charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

Expenditure is recognised on an accruals basis as the liability is incurred. Expenditure includes any attributable VAT that cannot be reclaimed and is reported as part of the expenditure to which it relates.

Cost of generating funds comprises the costs associated with handling the donations from the donors.

Charitable expenditure comprises those costs incurred by the Charity in the furtherance of its activities. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

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

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2018

1 Accounting policies

(Continued)

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured using the revaluation model.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold land and buildings

nil

No depreciation is charged on freehold property as the directors consider that the economic life and residual value is such that depreciation is not significant. The residual value of the properties are regularly reviewed in order to identify any permanent diminution in value which would be recognised in net income/ (expenditure) for the year.

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in net income/(expenditure) for the year.

Properties whose fair value can be measured reliably are held under the revaluation model and are carried at a revalued amount, being their fair value at the date of valuation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The fair value of the land and buildings is usually considered to be their market value.

Revaluation gains and losses are recognised in other recognised gains and losses and accumulated in equity, except to the extent that a revaluation gain reverses a revaluation loss previously recognised in net income/(expenditure) or a revaluation loss exceeds the accumulated revaluation gains recognised in equity; such gains and loss are recognised in net income/(expenditure) for the year.

1.7 Impairment of fixed assets

At each reporting end date, the Charity reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired.

1.8 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The Charity has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the Charity's balance sheet when the Charity becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2018

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Basic financial liabilities

Basic financial liabilities, including creditors and bank loans are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of operations from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Charity's contractual obligations expire or are discharged or cancelled.

1.10 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the Charity is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

2 Critical accounting estimates and judgements

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

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

There are not considered to be any estimates or assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities of the company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2018

3	Donations		
		2018	2017
		£	£
	Donation from founding member (including gift aid) Donations from individuals	- 59,839	1,250,000 13,320
		59,839	1,263,320
4	Charitable activities		_
		2018 £	2017 £
	Charitable expenditure	34,316	1,731
	Grant funding of activities (see note 5)	229,322	115,000
	Support costs (see note 6) Governance costs (see note 6)	29,768 15,389	3,271 14,497
		308,795	134,499
	Analysis by fund Unrestricted funds	308,795	
	For the year ended 31 May 2017 Unrestricted funds		134,499
			134,499
5	Grants payable		
		2018 £	2017 £
	Grants to institutions: Animals Asia Foundation (UK Charity Registration No. 1086903) The Retreat Animal Rescue (UK Charity Registration No. 1105654) Safe Haven for Donkeys (UK Charity Registration No.1083468) SOI Dogs (UK Charity Registration No.1176305) La Llar de l'Animal (Spanish Charity Registration No. CIF G57593063)	62,200 145,000 9,000 10,000 3,122 ———————————————————————————————————	100,000 15,000 - - - - 115,000

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2018

6 Support and g	governance costs
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	Support Governance costs costs		2018	2017	Basis of allocation
	£	£	£	£	
Staff costs	20,182	-	20,182	-	Support costs
Bank charges	604	-	604	140	Related expense
Property costs	8,982	-	8,982	3,152	Support costs
Audit fees	-	2,400	2,400	2,400	Governance
Accountancy	-	2,700	2,700	1,800	Governance
Legal and professional	1,272	9,017	10,289	10,276	Related expense
	29,768	15,389	45,157	17,768	

The Charity initially identifies the costs of its support functions. It then identifies those costs which relate to the governance function. Having identified its governance costs, the remaining support costs together with the governance costs relate to it's main charitable activities in the year.

7	Net movement in funds	2018	2017
	Net movement in funds is stated after charging/(crediting)	£	£
	Fees payable to the company's auditor for the audit of the company's financial statements	2,400	2,400
		====	=====

8 Employees

The average numbers of persons (other than the Trustees who are not remunerated) employed by the company during the year was 1 (2017 - 0).

Employment costs	2018	2017
	£	£
Wages and salaries	20,182	-

9 Tangible fixed assets

rangible fixed assets	Freehold land and buildings £
Valuation	
At 1 June 2017	662,714
At 31 May 2018	662,714
	====
Carrying amount	
At 31 May 2018	662,714

The properties were valued by the Trustees on 31 May 2018 at fair value.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2018

Creditors: amounts falling due within one year		
	2018	2017
	£	£
Other taxation and social security	302	_
Other creditors	29,325	9,151
Accruals and deferred income	10,821	4,415
	40.440	12 566
	40,448	13,566
	Other taxation and social security Other creditors	Other taxation and social security Other creditors 2018 £ 2018 £

11 Related party transactions and trustees' remuneration

Included within creditors Note 10 is £16,675 (2017: £8,701) owed to Thoburns Communications Limited a company of which Mr R Thoburn is a director relating to legal fees and charitable expenditure paid by this company on behalf of the charity in the year.

Included within creditors Note 10 is £12,650 (2017: £450) owed to Mr R Thoburn relating to legal fees and charitable donations paid by him on behalf of the charity during the year.

The Trustees received no remuneration during the year.

In the opinion of the Trustees there were no other related party transactions falling to be disclosed in these accounts.

The Charity has no ultimate controlling party.

12 Charity information

Burnie's Foundation is a private company limited by guarantee incorporated in England and Wales. The registered office is 45 Britton Street, London, EC1M 5NA and the principal place of business from which the charity operates is Coney Breck Farm, Heath Road, Hockering, Dereham, NR20 3JA.