

BELONG LIMITED

Registered Society Number 27346R

GROUP ANNUAL REPORT

AND

FINANCIAL STATEMENTS

**For the Year Ended
31 March 2024**

BELONG LIMITED

BELONG LIMITED

**GROUP FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024**

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**BOARD REPORT
YEAR ENDED 31 MARCH 2024**

STRUCTURE, GOVERNANCE AND MANAGEMENT

Structure and Management

The Board members of Belong Limited present their Annual Report for the year ended 31 March 2024 under the Co-Operative and Communities Benefit Societies Act 2014, including the Board Report and the Strategic Report, together with the audited financial statements for the year. Belong is a Registered Society (Number 27346R) with charitable status. The governing document enables a Unitary Board structure and permits the remuneration of Non-Executive Board members. The Board may consist of up to 14 members, with no more than one third of Board members being Executive Board members. Non-Executive Board members are elected by members at the Annual General Meeting. The Board meets up to 12 times a year and the effectiveness of the Board is reviewed annually. The Audit Committee of the Board and the Quality & Safety Committee of the Board meets four times a year and the Remuneration Committee meets when required, a minimum of two times a year. Non-Executive Board members' remuneration is paid at a level based on amounts paid by Registered Social Landlords. This remuneration policy and levels are reviewed by an external consultant every three years. Operational management is delegated to the Chief Executive and the Executive Directors. The role and responsibilities of the Board are set out in the document 'Your Guide to Being a Board Member'.

Recruitment, Selection and Induction of Board Members

The Society aims to reach as wide a pool of potential Board members as possible in order to achieve a Board that properly reflects the diversity of the population the organisation serves. The Board advertises in national media and sometimes engage with a recruitment consultants to find the best possible candidates. The recruitment and selection of Non-Executive Board members is delegated to the Remuneration Committee which prepares a person specification based on the current skill mix and perceived future needs of the Board. Applicants are scored against these requirements in order to create a short list of applicants to be interviewed by a panel comprising at least three Board members, including an Executive Director, who report their recommendations to the Board. Care is taken in this process to ensure applicants are assessed in a fair and transparent way that tries to ensure applicants, particularly those from diverse backgrounds, are not disadvantaged by the process. All new Board members are provided with a programme of induction in order for them to learn about their role and how the Group is managed.

Statement of Board Responsibilities

The Board members are responsible for preparing the Strategic Report, the Board report and the financial statements in accordance with applicable law and regulations. In preparing those financial statements the Board has:

- selected suitable accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- stated whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepared the financial statements on a going concern basis (unless it is inappropriate to presume that the Society will continue in operation).

Insofar as each of the Board members of the Society, at the date of approval of this report, is aware there is no relevant audit information (information needed by the Society's auditors in connection with preparing the audit report) of which the Society's auditors are unaware. Each Board member has taken all the steps that they should have taken as a Board member in order to make themselves aware of any relevant audit information and to establish that the Society's auditors are aware of that information.

The Board members have overall responsibility for ensuring that the Society has an appropriate system of controls, financial and otherwise. They are also responsible for keeping proper accounting records which disclose, with reasonable accuracy at any time, the financial position of the Society and enable them to ensure that the financial statements comply with the Co-Operative and Communities Benefit Societies Act 2014. They are also responsible for safeguarding the assets of the Society and hence taking reasonable steps for the detection and prevention of fraud and other irregularities.

The Board confirms that they have applied the main principles and complied with the relevant provisions set out in the Charity Governance Code. The Code can be found at <https://www.charitygovernancecode.org/>.

Key Management Remuneration

The key management personnel of the Group comprised the Executive Directors (the Chief Executive, the Chief Finance Officer and the Chief Operating Officer). The remuneration of key management personnel is set by the Board on the recommendation of the Remuneration Committee using benchmarks from social care organisations, the NHS and the charity and welfare and commercial sectors. The total employee benefits of the key management personnel were £483,000 (2023: £496,000).

Employees

It is the policy of the Society to ensure that continued employment is offered to employees who become temporarily or permanently disabled. Furthermore, it is the policy of the Society to ensure that people with disabilities are treated fairly. They are encouraged and supported to join, remain and progress within the Society, whilst recognising the special importance of health and safety in their employment. It is also the policy of the Society to keep employees informed on matters affecting their interests through normal management channels and due consideration is also given to their interests in the management decision making process.

OBJECTIVES, ACTIVITIES AND PUBLIC BENEFIT

Belong Limited's objects are to carry on any charitable purpose for the benefit of the community and in particular to provide accommodation, care, support and associated facilities, amenities and services for persons who by reason of age, illness, disability (including physical, mental and/or learning disability), poverty or social and economic circumstances are in need thereof.

Belong aims to provide high quality, person centred care for older people. In furtherance of its objectives, Belong provides quality care, accommodation and ancillary services to older people, in particular supporting people living with dementia. The Group's goal is that by operating a continually improving and innovative care model that integrates services, housing and community, we will redefine what's possible for the well-being of older people and give our customers and staff a genuine voice in how we go about it.

The Belong villages provide a range of care, housing and support options for older people, as well as extensive amenities in the village centre including a bistro, hair salon, exercise studio and function rooms. Belong specialises in supporting people with dementia and 24-hour care is provided in extended family sized households, with modern open plan layouts specially designed around the needs of people living with dementia. Belong also provides a home care service within the extended community around most of our villages. All employees working in Belong villages are trained in dementia awareness.

The Board members consider that they have complied with the duty in section 4 of the Charities Act 2011 to have due regard to Public Benefit guidance published by the Commission, including the guidance on public benefit and fee charging. Fees and rents are set at a level to cover costs and meet financial covenants. Any surpluses are reinvested to subsidise improved services for older people. Care and support fees are benchmarked against nationally published sector figures and other providers operating locally to our villages. Access to people in poverty is provided by making facilities available to residents funded by their Local Authority or Integrated Care Boards at subsidised rates. This is assisted by negotiations with Local Authorities and Integrated Care Boards to ensure their contributions to residents' fees provide full cost recovery and by supporting residents to claim all benefits to which they are entitled.

STRATEGIC REPORT

Achievements and Performance

Belong's financial performance in 2023/24 was much improved from the prior year.

Belong Chester opened in July 2022 and incorporates our first intergenerational nursery for pre-school children. We were delighted to be awarded the "Innovation in Care" award at the Laing and Buisson awards in 2023 for the intergenerational work at Belong Chester.

There are now five households open in Belong Chester with the final household due to open later in the year. Apartments in the village have remained at or near fully occupied since a few months after the village opened.

Belong is pleased to once again achieve "Gold" accreditation with Investors in People following the assessment undertaken in early 2024.

Across all the villages and domiciliary services 93% of Belong's regulated services that have been inspected are rated as "Good" or "Outstanding" by the Care Quality Commission. There have been no Care Quality Commission inspections in the year and Belong Chester awaits its first Care Quality Commission inspection.

Belong issued its sixth Social Impact report providing further insight into the successes of the organisation in September 2023. The 2023/24 Social Impact report will be issued later in the year.

The key objectives for 2023/24 were to:

- increase occupancy;
- ensure all CQC registered services are rated as 'good' or above;
- progress the construction of Belong Birkdale ahead of the village opening in 2024/25;
- increase the number of staff employed and reduce expenditure on agency staff;
- grow the number of community based customers;
- review the organisation's growth strategy.

During 2023/24, Belong supported 835 household residents and 208 apartment tenants in eight villages. The organisation is also a registered domiciliary care provider and can support people in their own home, through its Belong at Home service. During 2023/24, Belong at Home provided about 64,000 hours of support (2022/23: 55,000) to 298 customers, with turnover of £2.1m (2022/23: £1.6m). Belong's alternative to day care is through its Experience Day service to community customers. There were 4,160 Experience Days provided (2022/23: 2,773) to 145 customers during the year and we hope to expand this further to more customers in 2024/25.

At the end of March 2024 there were 518 occupied household rooms (2022/23: 492) across all villages. Occupancy within Belong households is discussed in detail within the Financial Review 2023/24 section below.

Belong's service recovery from the COVID-19 pandemic continued to improve over the past year with household occupancy ending the year at pre pandemic levels. Numbers of customers within our ancillary services increased from 50% of pre pandemic volumes in 2022/23 to 75% in 2023/24.

Belong Birkdale is expected to open in 2025/26 and construction at the site is in progress.

Expenditure on agency staffing decreased in 2023/24 to £3.3m (2022/23: £4.0m). This represented a reduction in agency staffing shifts to 22,500 in the year (2022/23: 28,000), at a time when our household services at Belong Chester were increasing. One-to-one support provided to household residents decreased to 92,000 hours in 2023/24 (2022/23: 102,000). Income received from one-to-one household services provided has funded £1.9m of the agency staffing costs incurred. Of the remaining £1.4m of agency staffing costs, there was approximately £390,000 of additional staffing costs to the organisation in comparison to the costs associated with directly employing staff members.

The key objectives for 2024/25 are to:

- increase our customers and staff members role in helping to shape our future services;
- further improve our recruitment and retention and reduce expenditure on agency staffing;
- ensure all CQC registered services that are inspected are rated as 'good' or 'outstanding';
- continue to improve our financial performance;
- further develop our use of digital technology, making use of artificial intelligence;
- grow our dementia strategy and strengthen our position as dementia community hubs in all our locations;
- progress the construction of Belong Birkdale ahead of the village opening in 2025/26;

Financial Review 2023/24

The Financial Statements have been prepared in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) which was effective from 1 January 2019, including the Charities Statement of Recommended Practice applicable to charities preparing accounts in accordance with FRS102.

The Group has a net income of £240,000 for the year (2022/23: £4.2m net expenditure). The improvement was largely related to increases in the return from charitable activities as a result of higher household occupancy (including Belong Chester), increased average fee rates and reduced agency staffing expenditure.

Occupancy in Belong households within the established seven villages increased by almost 2.0% over the year. Occupancy was 96.8% for the year in 2023/24 (2022/23: 94.9%). The proportion of self-funding residents at the end of the year is 63% (2023: 64%). Average fee rates increased from £1,289 per week to £1,396 per week over the year.

The net income of £240,000 for the year and the actuarial losses in the Local Government Pension schemes of £46,000 for the Group (2022/23: gain of £3.2m) have increased the Group reserves to a surplus of £32.6m (2023: £32.4m). The Group pension deficits decreased to £1.0m (2023: £1.4m).

The Society had no fundraising activities requiring disclosure under S162A of the Charities Act.

Streamlined Energy and Carbon Reporting

Belong has reviewed its Greenhouse Gas emissions data for the reference period 1 January 2023 to 31 December 2023. The organisation engaged an independent verifier to prepare the emissions data and they have confirmed the reporting as accurate.

Lighting upgrades continued to be completed in the year as planned. Further efficiency works are planned for this year.

	2024	2023
UK energy use – GWh's	11.2	10.7
Associated Greenhouse gas emissions – tonnes CO ₂ equivalent		
- purchased electricity	728	642
- combustion of gas	1,330	1,268
- fuel purchased for transport	98	93
Intensity ratio - emissions per million pounds of turnover	47.8	51.48

UK energy use covers the heating, lighting and other energy requirements within the properties.

The information has been collated in line with the methodology set out in the GHG Reporting Protocol Corporate Standard.

Principal Risks and Uncertainties

Belong has undertaken a review of its business processes and attempted to identify the major business risks to which it is exposed. It is satisfied that systems and strategies are in place to mitigate these risks. Identification and review of business risks remains an on-going management process. The key risks and uncertainties facing the Group are:

- reduced occupancy;
- reduced fee levels;
- reduced income from ancillary services;
- increases in expenditure as a result of rising employment costs;
- increases in expenditure as a result of rising inflation;
- increases in expenditure as a result of rising interest rates;
- increases in expenditure as a result of increasing agency staffing usage;
- buy back of apartments.

Reserves Policy

The total Group reserves held as at 31 March 2024 were £32.6m (2023: £32.4m). This includes £893,000 of restricted reserves (2023: £751,000) in relation to community fee balances collected from apartment tenants and held for future major repairs. Therefore, as at 31 March 2024, unrestricted reserves held on the balance sheet were £31.7m (2023: £31.7m).

In line with the organisation's strategy to create village communities enabling older people to live the lives they choose, Belong aims for unrestricted funds to be held mainly as fixed assets for charitable use.

In setting the annual budget, the Board ensures there is sufficient working capital to support operations, sufficient borrowings to fund development plans and that debt covenants are met. The financial impact, of the key risk areas, is considered as part of the budgetary and risk management processes.

Belong recognises its major source of income is from care fees and is, therefore, vulnerable to an unforeseen decline in occupancy.

Belong's policy is for available reserves (effectively the Free Reserves) to be sufficient to cover the impact of key risks and commitments on continuing operations. Available reserves are defined as being general reserves excluding assets used in the course of business for charitable purposes, debt thereon, development contract commitments and Local Government Pension Scheme deficits. On this basis, the target level of available reserves should be around £2.8m.

Available reserves are currently minus £2.4m. However, it is anticipated from financial forecasts that the shortfall of £5.2m can be covered within the 2024/25 budget period based on cashflow forecasts, with further actions able to be taken if required.

Plans for Future Periods

The Group's goal is to create vibrant village communities enabling older people to live the lives they choose by delivering its strategies in relation to quality, people and commercial activities. Belong aims to conclude the review of its Growth strategy over the next year.

AUDITORS

A formal tender process has been undertaken, as part of a scheduled review, for the appointment of auditors for the year end 2024/25. A resolution will be proposed at the Annual General Meeting.

Our thanks go to all staff for their commitment and achievements and to the Board for their dedication, enthusiasm and hard work.

This Annual Report was approved by the Board Members on 17 July 2024, including approving the Strategic Report contained therein and is signed as authorised on its behalf by:

A handwritten signature in black ink that reads "Robert Armstrong". The signature is written in a cursive style with a large, sweeping loop at the end of the name.

Robert Armstrong
Chair
17 July 2024

SUMMARY OF INFORMATION

1. The Board Members

Non-Executives

Robert Armstrong BSc (Open)	Chair
Anne Higgins DMS, Dip COT	Vice Chair
Anthony Bristlin MBA, FCA, FCMA	
Andrea Campbell MA	
Alison Harrison MA (Oxon)	
Jayesh Patel BA (Hons), ACMA	
John Rogers BSc (Hons)	
Nicholas Speight MBE BA (Hons)	

Executives

Martin Rix MEng (Hons), MSc, MRICS	Chief Executive
Susan Goldsmith RN	Chief Operating Officer
Chris Hughes MBA, FCCA, BA (Hons)	Chief Finance Officer and Secretary

2. Bankers

Virgin Money
48 to 50 Market Street
Manchester
M1 1PW

3. Statutory Auditor

Crowe U.K. LLP
Statutory Auditor
3rd Floor
The Lexicon
Mount Street
Manchester
M2 5NT

4. Registered Office

Pepper House
Market Street
Nantwich
Cheshire
CW5 5DQ

Telephone: 01270 613500
Fax: 01270 628127
Websites: belong.org.uk

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BELONG LIMITED

Opinion

We have audited the financial statements of Belong Limited (the "Society") and its subsidiaries (the "Group") for the year ended 31 March 2024 which comprise the Consolidated Statement of Financial Activities, the Balance Sheets, the Consolidated Statement of Cash Flows and notes to the financial statements, including 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 Group's and the Parent Society's affairs as at 31 March 2024 and of the Group's income and expenditure, 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 Co-operative and Community Benefit Societies Act 2014.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

Other information

The Board are responsible for the other information contained within the annual report. 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, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 this gives rise to a material misstatement in the financial statements themselves. 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 Co-operative and Community Benefits Societies Act 2014 requires us to report to you if, in our opinion:

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

Responsibilities of the Board

As explained more fully in the Board's responsibilities statement set out on page 1, the Board 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 Board 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 Board are responsible for assessing the Group and the parent Society'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 Board either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under the Co-operative and Community Benefit Societies Act 2014, and report in accordance with the Acts 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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the Society and Group operates, firstly focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Co-operative and Community Benefit Societies Act 2014 together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

Secondly, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the Society's and the Group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charity and the group for fraud. The laws and regulations we considered in this context for the UK operations were CQC Regulations for service providers and managers.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Board and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within the recognition of income and the override of controls by management. Our audit procedures to respond to these risks included understanding the income recognition policy, analytical procedures on expected levels of income, sample testing of contracts, tracing the income receipts to banks, reviewing the recognition criteria for new sources of income such as grants, enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, , reviewing regulatory correspondence and reading minutes of meetings of those charged with governance.

BELONG LIMITED

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

Use of our report

This report is made solely to the charity's trustees, as a body, in accordance with the Co-operative and Community Benefit Societies Act 2014. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Crowe UK LLP

Crowe U.K. LLP
Statutory Auditor
The Lexicon
Mount Street
Manchester
M2 5NT

Date: 25 July 2024

**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCORPORATING
INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2024**

	Note	Unrestricted Funds £'000s	Restricted Funds £'000s	Total Funds 2024 £'000s	Total Funds 2023 £'000
Income:					
Donations	2	39	-	39	54
Charitable activities	3	43,804	1,285	45,089	38,811
Other trading activities	4	42	-	42	31
Investment income	5	20	-	20	12
Total		43,905	1,285	45,190	38,908
Expenditure:					
Charitable activities	6	43,807	1,143	44,950	41,760
Other expenditure	8	-	-	-	1,758
Total		43,807	1,143	44,950	43,518
Net Income / (Expenditure)		98	142	240	(4,610)
Other recognised (losses) / gains:					
Actuarial (losses) / gains on defined benefit pension schemes		(46)	-	(46)	3,239
Net movement in funds		52	142	194	(1,371)
Reconciliation of funds:					
Total funds brought forward		31,701	751	32,452	33,823
Total funds carried forward		31,753	893	32,646	32,452

All of the above transactions relate to continuing operations.

The notes on pages 13 to 28 form part of the financial statements.

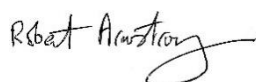
BELONG LIMITED

**BALANCE SHEET
AS AT 31 MARCH 2024**

	Note	GROUP		BELONG	
		2024 £'000s	2023 £'000s	2024 £'000s	2023 £'000s
Fixed Assets					
Tangible assets	11	96,755	93,285	98,076	94,924
Current Assets					
Stocks	12	91	95	91	95
Debtors	13	5,020	4,388	4,966	4,384
Cash at bank and in hand		3,348	3,390	2,794	3,005
		<u>8,459</u>	<u>7,873</u>	<u>7,851</u>	<u>7,484</u>
Creditors: amounts falling due within one year	14	(17,781)	(15,654)	(16,623)	(15,089)
Net Current (Liabilities)		<u>(9,322)</u>	<u>(7,781)</u>	<u>(8,772)</u>	<u>(7,605)</u>
Total Assets Less Current Liabilities		87,433	85,504	89,304	87,319
Creditors: Amounts falling due after more than one year	15	(53,812)	(51,652)	(53,812)	(51,649)
Net assets excluding pension liabilities		33,621	33,852	35,492	35,670
Defined benefit pension scheme liabilities	27	(975)	(1,400)	(975)	(1,400)
Net assets including pension liabilities	19	<u>32,646</u>	<u>32,452</u>	<u>34,517</u>	<u>34,270</u>
Financed by:					
Unrestricted reserves	18	31,753	31,701	33,695	33,519
Restricted reserves	18	893	751	893	751
		<u>32,646</u>	<u>32,452</u>	<u>34,517</u>	<u>34,270</u>

The notes on pages 13 to 28 form part of these financial statements.

The financial statements were approved by the Board on 17 July 2024 and are signed on its behalf by:



Robert Armstrong
CHAIR



Anne Higgins
VICE CHAIR



Chris Hughes
SECRETARY

BELONG LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2024**

		GROUP	
	Note	2024	2023
		£'000s	£'000s
Cash flows from operating activities			
Net cash provided by operating activities	22	7,031	4,057
Cash flows from investing activities			
Net cash (used in) investing activities	20	(9,241)	(8,474)
Cash flows from financing activities			
Net cash provided by financing activities	20	2,168	2,441
Change in cash and cash equivalents in the reporting period		(42)	(1,976)
Cash and cash equivalents at the beginning of the reporting period		3,390	5,366
Cash and cash equivalents at the end of the reporting period	21	3,348	3,390

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024**

1. ACCOUNTING POLICIES

(a) Basis of preparation of the Financial Statements

Belong Limited is a Society registered in England under the Co-operative and Communities Benefit Societies Act 2014 (number 27346R) with charitable status. The financial statements have been prepared in accordance with the Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

Belong Limited 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).

(b) Going Concern

The Board prepares annual budgets and forecasts in order to ensure that they have sufficient facilities in place and that they comply with the terms and conditions of their funding providers. In addition, the Board, in formulating its plan and strategy for the future development of the organisation, has considered a period beyond that for which formal budgets and forecasts are prepared.

Having regard to the above, the Board has a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group continues to adopt the going concern basis in preparing its consolidated financial statements.

(c) Basis of Consolidation

The Group financial statements incorporate the audited financial statements of Belong Limited and all of its subsidiary undertakings.

(d) Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Provisions

Provision is made for asset retirement obligations, dilapidations and contingencies. These provisions require management's best estimate of the costs that will be incurred based on legislative and contractual requirements. In addition, the timing of the cash flows and the discount rates used to establish net present value of the obligations require management's judgement.

Defined Benefit Pension Scheme (note 27)

The Group has obligations to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors in determining the net pension obligation in the balance sheet. The assumptions reflect historical experience and current trends.

(e) Income

Income is recognised when the organisation has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably. Income is classified under the following headings within the SOFA:

- Donations include the monies donated and any associated gift aid.

- Charitable activities relate to those activities undertaken for the charitable purposes of the organisation. Activities are categorised as 'Care Services provided in Villages', 'Apartment income', 'Care Services provided in customers homes', 'Grants Received' and 'Ancillary Services' which consists of activity in the Villages Bistro, Salon, Gym, Venue and Laundry.
- Other trading activities include monies raised through fundraising events.
- Investment income consists of interest received for monies held on deposit.

(f) Donated goods, facilities and services

Donated goods, facilities and services are recognised when the organisation has entitlement to the expected economic benefits that flow from the donation, it is probable that the economic benefit will be received and the value of the donated item can be measured reliably. Donated goods are measured at their fair value.

(g) Fund accounting

Unrestricted funds are available to spend on activities that further the purposes of the organisation. Designated funds are unrestricted funds that which the organisation has decided at their discretion to set aside to use for a specific purpose. Restricted community fee reserve relates to monies received in advance of maintenance and major repairs to Apartment buildings.

(h) Expenditure and irrecoverable VAT

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

Expenditure is classified under the following activity headings:

- Cost of raising funds comprises the costs of fundraising events held in the Villages. This includes an element of staff time in addition to goods and services.
- Expenditure on charitable activities includes the costs incurred in relation to the charitable activities of the organisation.
- Other expenditure represents those items of expenditure not being applicable to any other heading.

Irrecoverable VAT is charged as a cost against the activity for which the expenditure was incurred.

**(i) Fixed Assets
Equipment**

All items with an individual value in excess of £250 and a useful life of at least 3 years are capitalised.

Works to Existing Villages

The Society capitalises expenditure incurred on the villages which increases their net income stream. An increase in the income stream may arise through increased revenue, a reduction in future maintenance costs or a significant extension of the life of the village.

Borrowing Costs

General and specific borrowing costs directly attributable to the acquisition or construction of fixed assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are expensed in the period in which they are incurred.

a. Depreciation

Depreciation is charged to write-off the cost of fixed assets over their useful working lives and is calculated on a straight line basis over the periods set out as follows:

Freehold Property	50 years
Leasehold Property	over the life of the lease
Leasehold Improvements	shorter of the life of the lease or 5 to 20 years
Furniture, Fittings and Fixtures	5 to 10 years
Computers, Plant and Equipment	3 to 20 years

Land and assets in the course of construction are not depreciated.

(j) Impairment of Assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared to its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the financial statements.

Where a fixed asset is primarily held for its service potential to beneficiaries, it would be inappropriate to measure value in use by reference to its cash flow. In such circumstances, it is more appropriate to regard value in use as the present value of the asset's service potential rather than the present value of its cash flow. Value in use measured on the basis of an asset's service potential will have particular relevance for specialist assets such as care villages. The market value of a village may not reflect the cost that the Society avoids by using that asset in providing services.

**(k) Leases
Operating**

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the income and expenditure account on a straight line basis over the life of the lease term.

Finance

Assets held under finance leases and other similar contracts, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the income and expenditure account over the period of the leases to produce a constant rate of charge on the balance of capital repayments outstanding.

(l) Stocks

The value of stocks is stated at the lower of cost and net realisable value.

(m) Financial instruments

(i) Financial Assets

Basic financial assets, including trade and other debtors, cash and bank balances, are initially recognised at transaction price, 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.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the SOFA.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the SOFA.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) Financial Liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow Group companies, 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 receipts discounted at a market rate of interest.

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

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors 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.

Apartment creditors are obligations to repurchase the apartments under a sale and repurchase agreement. Apartment creditors are classified as current liabilities and are recognised at transaction price.

Derivatives, including interest rate swaps, are not basic financial instruments.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in the SOFA, unless they are included in a hedging arrangement.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

(n) Pension Costs

The Society operates defined contribution and defined benefit pension schemes for employees.

The costs of the defined benefit contribution arrangements are charged to the SOFA as incurred.

The defined benefit arrangements represent two funded schemes where the assets are held separately from those of the Society in trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent term and currency to the liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The amounts charged to the SOFA are the current service costs and the costs of scheme benefit changes, settlements and curtailments. They are included as part of staff costs as incurred.

Net interest on the net defined benefit liability/asset is also recognised in the SOFA and comprises the interest cost on the defined benefit obligation and interest income on the scheme assets, calculated by multiplying the fair value of the scheme assets at the beginning of the period by the rate used to discount the benefit obligations. The difference between the interest income on the scheme assets and the actual return on the scheme assets is recognised in other recognised gains and losses.

Actuarial gains and losses are recognised immediately in other recognised gains and losses

(o) Corporation Tax

The Society has been granted exemption from Corporation Tax under the Income and Corporation Taxes Act 2007.

2. INCOME FROM DONATIONS

	GROUP	
	2024	2023
	£'000s	£'000s
Donations	39	54

3. INCOME FROM CHARITABLE ACTIVITIES

	GROUP		
	Unrestricted	Restricted	Total
	Funds	Funds	Funds
	2024	2024	2024
	£000s	£'000s	£'000s
Care services provided in Villages	39,330	-	39,330
Apartment income	1,447	1,285	2,732
Ancillary services	878	-	878
Care services provided in customer homes	2,060	-	2,060
	<u>43,715</u>	<u>1,285</u>	<u>45,000</u>
Grants received:			
Other Grants	65	-	65
Donated Personal Protective Equipment	24	-	24
	<u>43,804</u>	<u>1,285</u>	<u>45,089</u>

	GROUP		
	Unrestricted	Restricted	Total
	Funds	Funds	Funds
	2023	2023	2023
	£000s	£'000s	£'000s
Care services provided in Villages	34,019	-	34,019
Apartment income	1,247	1,147	2,394
Ancillary services	601	-	601
Care services provided in customer homes	1,606	-	1,606
	<u>37,473</u>	<u>1,147</u>	<u>38,620</u>
Grants received:			
Other Grants	71	-	71
Donated Personal Protective Equipment	120	-	120
	<u>37,664</u>	<u>1,147</u>	<u>38,811</u>

The value of donated personal protective equipment is stated at the replacement cost.

4. INCOME FROM OTHER TRADING ACTIVITIES

	GROUP	
	2024	2023
	£'000s	£'000s
Fundraising	42	31

5. INVESTMENT INCOME

	GROUP	
	2024	2023
	£'000s	£'000s
Interest	20	12

6. SUMMARY ANALYSIS OF EXPENDITURE AND RELATED INCOME FROM CHARITABLE ACTIVITIES

	Care provided in Villages	Apartment	Ancillary services	Care provided in customers' homes	2024
	£'000s	£'000s	£'000s	£'000s	£'000s
Income	39,419	2,732	878	2,060	45,089
Expenditure:					
Depreciation	1,988	883	103	2	2,976
Interest Payable (note 10)	2,212	539	114	8	2,873
Support and Governance (note 7)	4,265	268	93	459	5,085
Activities undertaken directly	30,637	570	1,036	1,773	33,944
	39,102	2,260	1,346	2,242	44,950
Net surplus/(loss)	317	472	(468)	(182)	139
	Care provided in Villages	Apartment	Ancillary services	Care provided in customers' homes	2023
	£'000s	£'000s	£'000s	£'000s	£'000s
Income	34,210	2,394	601	1,606	38,811
Expenditure:					
Depreciation	1,721	764	89	3	2,577
Interest Payable (note 10)	1,985	484	102	7	2,578
Support and Governance (note 7)	4,038	261	69	426	4,794
Activities undertaken directly	28,250	1,045	1,035	1,481	31,811
	35,994	2,554	1,295	1,917	41,760
Net surplus/(loss)	(1,784)	(160)	(694)	(311)	(2,949)

The following one-off costs and revenue are included in income and expenditure for the year:

	GROUP	
	2024	2023
	£'000s	£'000s
Village set up costs	-	319
Village opening losses	95	549
	95	868

7. ANALYSIS OF SUPPORT AND GOVERNANCE COSTS

	GROUP	
	2024	2023
	£'000s	£'000s
Support staff costs	3,561	3,401
Premises costs	145	164
Other support costs	828	722
Governance costs	551	507
	5,085	4,794

Support and Governance costs are apportioned to charitable activities in proportion to income earned from those activities.

Audit fees charged for the year totals £36,540 (2023: £35,525).

8. OTHER EXPENDITURE

	GROUP	
	2024	2023
	£'000s	£'000s
Impairment	-	1,758
	-	1,758

9. **STAFF COSTS, DIRECTOR REMUNERATION AND EXPENSES, AND THE COST OF KEY MANAGEMENT PERSONNEL**

	GROUP	
	2024	2023
	£'000s	£'000s
Wages and salaries	22,966	20,950
National Insurance costs	1,649	1,578
Other pension costs		
Paid to defined contribution schemes	531	531
Defined benefit costs	74	137
	25,220	23,196

The average number of staff employed by the Group during the year was 1,281 (2023: 1,195). These were made up of 883 Care Staff, 150 Administration Staff and 248 Housekeeping and Other Staff.

Staff paid in excess of £60,000 per annum are summarised as follows:

	Number of employees as at 31 March 2024
£60,001 - £70,000	1
£70,001 - £80,000	8
£80,001 - £90,000	1
£90,001 - £100,000	-
£100,001 - £110,000	-
£110,001 - £120,000	2
£120,001 - £130,000	-
£130,001 - £140,000	-
£140,001 - £150,000	-
£150,001 - £160,000	-
£160,001 - £170,000	1
	13

	Number of employees as at 31 March 2023
£60,001 - £70,000	1
£70,001 - £80,000	9
£80,001 - £90,000	1
£90,001 - £100,000	-
£100,001 - £110,000	1
£110,001 - £120,000	1
£120,001 - £130,000	-
£130,001 - £140,000	-
£140,001 - £150,000	1
	14

The governing document of the organisation provides for remuneration and expenses to be paid to Non-Executive Directors.

At the end of the year there were eight Non-Executive Directors. The Chair of the Board receives remuneration of £17,000 per annum, Vice Chair £12,000 per annum, Chair of the Audit Committee £11,000, five Non-Executive Directors receive £8,000 per annum. In addition to the remuneration paid to Non-Executive Directors, travelling and other necessary expenses of £1,000 (2023: £2,000) were reimbursed by the Society to the Non-Executive Directors.

The key management personnel of the Group comprise the Chief Executive, Chief Finance Officer and Chief Operating Officer. The total employee benefits of the key management personnel were £483,000 (2023: £496,000).

10. INTEREST PAYABLE

	GROUP	
	2024	2023
	£'000s	£'000s
Interest payable in respect of:		
Retail Charity Bonds	1,407	1,259
Bank loan	335	144
Net interest on pension scheme liabilities	58	108
Finance charges payable under finance leases	1,073	1,067
	<u>2,873</u>	<u>2,578</u>

11. FIXED ASSETS

GROUP

	Freehold Property	Land	Assets in Course of Construction	Leasehold Property	Furniture & Office Equipment	Plant & Equipment	Totals
	£'000s	£'000s	£'000s	£'000s	£'000s	£'000s	£'000s
COST							
As at 1 April 2023	70,015	10,531	7,021	15,378	3,605	3,350	109,900
Additions during the year	749		3,673	115	660	1,249	6,446
Disposals during the year	(1)			(1)	(138)	(343)	(483)
As at 31 March 2024	<u>70,763</u>	<u>10,531</u>	<u>10,694</u>	<u>15,492</u>	<u>4,127</u>	<u>4,256</u>	<u>115,863</u>
DEPRECIATION							
As at 1 April 2023	8,775	-	-	5,005	1,492	1,343	16,615
Charge for the year	1,552	-	-	472	553	399	2,976
Eliminated on disposals	(1)	-	-	(1)	(138)	(343)	(483)
As at 31 March 2024	<u>10,326</u>	<u>-</u>	<u>-</u>	<u>5,476</u>	<u>1,907</u>	<u>1,399</u>	<u>19,108</u>
NET BOOK VALUE							
As at 1 April 2023	61,240	10,531	7,021	10,373	2,113	2,007	93,285
As at 31 March 2024	<u>60,437</u>	<u>10,531</u>	<u>10,694</u>	<u>10,016</u>	<u>2,220</u>	<u>2,857</u>	<u>96,755</u>

Included above are assets acquired under finance leases with net book values as follows:

As at 1 April 2023	10,185
As at 31 March 2024	9,752

Depreciation charged for the year on assets purchased under finance leases totals £437,000 (2023: £436,000). Capitalised interest included in additions during the year totals £257,000 (2023: £405,000). Interest was incurred at 4.5% interest rate.

BELONG

	Freehold Property	Land	Assets in Course of Construction	Leasehold Property	Furniture & Office Equipment	Plant & Equipment	Totals
	£'000s	£'000s	£'000s	£'000s	£'000s	£'000s	£'000s
COST							
As at 1 April 2023	72,969	10,622	7,019	15,378	3,605	3,351	112,944
Additions during the year	755	-	3,388	115	660	1,251	6,169
Disposals during the year	(1)			(1)	(138)	(343)	(483)
As at 31 March 2024	<u>73,723</u>	<u>10,622</u>	<u>10,407</u>	<u>15,492</u>	<u>4,127</u>	<u>4,259</u>	<u>118,630</u>
DEPRECIATION							
As at 1 April 2023	10,180	-	-	5,005	1,492	1,343	18,020
Charge for the year	1,590	-	-	475	553	399	3,017
Eliminated on disposals	(1)	-	-	(1)	(138)	(343)	(483)
As at 31 March 2024	<u>11,769</u>	<u>-</u>	<u>-</u>	<u>5,479</u>	<u>1,907</u>	<u>1,399</u>	<u>20,554</u>
NET BOOK VALUE							
As at 1 April 2023	62,789	10,622	7,019	10,373	2,113	2,008	94,924
As at 31 March 2024	<u>61,953</u>	<u>10,622</u>	<u>10,408</u>	<u>10,013</u>	<u>2,220</u>	<u>2,860</u>	<u>98,076</u>

Included above are assets required under finance leases with net book values as follows:

As at 1 April 2023	10,185
As at 31 March 2024	9,752

Depreciation charged for the year on assets purchased under finance leases totals £437,000 (2023: £436,000). Capitalised interest included in additions during the year totals £257,000 (2023: £405,000). Interest was incurred at 4.5% interest rate.

12. STOCK

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Consumable stocks	91	95	91	95

Consumable stocks comprise food, cleaning materials and medical supplies.

13. DEBTORS

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Amounts due from Group undertakings	-	-	45	75
Trade debtors	3,812	3,494	3,812	3,494
Other debtors	109	102	10	23
Pre-payments and accrued income	1,099	792	1,099	792
	5,020	4,388	4,966	4,384

Trade debtors are stated after provisions for impairment of £202,000 (2023: £239,000).

14. CREDITORS : Amounts falling due within one year:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Amounts due to Group undertakings	-	-	-	66
Bank loan	82	17	82	17
Trade creditors	1,294	1,078	967	838
Other taxation and Social Security payable	778	702	778	701
Apartment creditor	7,338	7,361	7,338	7,361
Other creditors	2,236	1,976	1,974	1,791
Accruals and deferred income	5,815	4,293	5,246	4,088
Finance lease obligations	238	227	238	227
	17,781	15,654	16,623	15,089

Apartment creditor represents obligations for apartments under a sale and repurchase agreement across all villages.

	GROUP	
	2024	2023
	£'000s	£'000s
Apartment creditor obligations as at 1 April 2023	7,361	5,118
Sales	1,079	2,883
Repurchases	(1,102)	(640)
Apartment creditor obligations as at 31 March 2024	7,338	7,361

15. CREDITORS: Amounts falling due after more than one year:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Bonds				
Retail Charity Bonds	37,000	37,000	37,000	37,000
Capitalised arrangement costs	(442)	(442)	(442)	(442)
Amortisation of capitalised costs	297	237	297	237
	36,855	36,795	36,855	36,795
- Due between one and two years	-	-	-	-
- Due between two and five years	36,855	36,795	36,855	36,795
- Due after more than five years	-	-	-	-
	36,855	36,795	36,855	36,795

BELONG LIMITED

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Bank Loan – Charity Bank	4,890	2,734	4,890	2,734
Capitalised arrangement costs	(50)	(40)	(50)	(40)
Amortisation of capitalised costs	29	18	29	18
	4,869	2,712	4,869	2,712
- Due between one and two years	89	52	89	52
- Due between two and five years	312	178	312	178
- Due after more than five years	4,468	2,482	4,468	2,482
	4,869	2,712	4,869	2,712
Finance lease obligations				
- Due between one and two years	250	238	250	238
- Due between two and five years	829	789	829	789
- Due after more than five years	11,010	11,115	11,010	11,115
	12,089	12,142	12,089	12,142
Other	3	3	-	-
	53,816	51,652	53,813	51,649

On 20 June 2018 Belong issued a bond for an initial £35m through Retail Charity Bonds plc, with a further £15m of retained bonds available to be issued at a later date. The bond was issued at a fixed interest rate of 4.5% for a period of 8 years. The arrangement costs of the issue of the bond have been capitalised and are to be amortised over the term of the bond.

On 16 November 2020 Belong issued £2m of the retained bonds with the same interest rate and expected maturity date as the original bond issue.

On 7 January 2021 Belong arranged a loan facility with Charity Bank for £4m with a term of 5 years and repayments calculated over 25 years. In September 2022 the facility was increased to £5m. Interest is charged at 2.65% above Bank of England base rate. The loan is secured on the value of Belong Crewe freehold which is owned by Belong Limited. As at 31 March 2024 Belong utilised £5.0m of the loan facility.

16. FINANCIAL INSTRUMENTS

Financial assets measured at amortised cost:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Trade debtors	3,884	3,494	3,884	3,494
Other debtors	109	102	10	23
Amounts due from Group undertakings	-	-	45	75
	3,993	3,596	3,939	3,592

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Financial liabilities measured at amortised cost:				
Retail Charity Bonds	36,855	36,795	36,855	36,795
Bank loan	4,951	2,729	4,951	2,729
Amounts due to Group undertakings	-	-	-	66
Trade creditors	1,293	1,078	967	838
Apartment creditor	7,338	7,361	7,338	7,361
Other creditors	2,233	1,976	1,974	1,791
Accruals and deferred income	5,561	4,293	5,246	4,088
Finance lease obligations	12,327	12,369	12,327	12,369
	70,558	66,601	69,658	66,037

17. SHARE CAPITAL

	GROUP		BELONG	
	2024	2023	2024	2023
	£'s	£'s	£'s	£'s
Allotted, called up and fully paid ordinary shares	19	22	19	22

18. CHARITABLE RESERVES

GROUP

	Balance 1 April 2023	Incoming resources	Resources expended	Gains	Balance 31 March 2024
	£'000s	£'000s	£'000s	£'000s	£'000s
General reserve	31,630	43,783	(43,696)	(46)	31,671
Designated villages' reserve	71	122	(111)	-	82
	31,701	43,905	(43,807)	(46)	31,753
Restricted community fee reserve	751	1,285	(1,143)	-	893
Total	32,452	45,190	(44,950)	(46)	32,646

BELONG

	Balance 1 April 2023	Incoming resources	Resources expended	Gains	Balance 31 March 2024
	£'000s	£'000s	£'000s	£'000s	£'000s
General reserve	33,448	43,824	(43,684)	(46)	33,542
Designated villages' reserve	71	122	(111)	-	82
	33,519	43,946	(43,795)	(46)	33,624
Restricted community fee reserve	751	1,285	(1,143)	-	893
Total	34,270	45,231	(44,938)	(46)	34,517

GROUP

	Balance 1 April 2022	Incoming resources	Resources expended	Gains	Balance 31 March 2023
	£'000s	£'000s	£'000s	£'000s	£'000s
General reserve	33,121	37,638	(42,368)	3,239	31,630
Designated villages' reserve	40	123	(92)	-	71
	33,161	37,761	(42,460)	3,239	31,701
Restricted community fee reserve	662	1,147	(1,058)	-	751
Total	33,823	38,908	(43,518)	3,239	32,452

BELONG

	Balance 1 April 2022	Incoming resources	Resources expended	Gains	Balance 31 March 2023
	£'000s	£'000s	£'000s	£'000s	£'000s
General reserve	33,911	37,710	(42,396)	4,223	33,448
Designated villages' reserve	40	123	(92)	-	71
	33,951	37,833	(42,488)	4,223	33,519
Restricted community fee reserve	662	1,147	(1,058)	-	751
Total	34,613	38,980	(43,546)	4,223	34,270

General reserve is the 'free reserves' after allowing for all restricted and designated reserves.

Restricted community fee reserve is monies received in advance of expenditure on maintenance and major repairs of apartment buildings.

Designated villages' reserves are monies donated and fundraised for the benefit of the residents.

19. ANALYSIS OF NET ASSETS BETWEEN RESERVES

Reserve balances at 31 March 2024 are represented by:

	Unrestricted general reserve £'000s	Unrestricted designated village £'000s	Restricted community fee reserve £'000s	Total reserves £'000s
Tangible fixed assets	96,755	-	-	96,755
Current assets	7,484	82	893	8,459
Current liabilities	(17,781)	-	-	(17,781)
Non-current liabilities	(53,812)	-	-	(53,812)
Pension scheme liability	(975)	-	-	(975)
Total net assets	31,671	82	893	32,646

Reserve balances at 31 March 2023 are represented by:

	Unrestricted general reserve £'000s	Unrestricted designated village £'000s	Restricted community fee reserve £'000s	Total reserves £'000s
Tangible fixed assets	93,285	-	-	93,285
Current assets	7,051	71	751	7,873
Current liabilities	(15,654)	-	-	(15,654)
Non-current liabilities	(51,652)	-	-	(51,652)
Pension scheme liability	(1,400)	-	-	(1,400)
Total net assets	31,630	71	751	32,452

20. GROSS CASH FLOWS

	GROUP	
	2024	2023
	£'000s	£'000s
Cash flows from investing activities		
Interest received	20	12
Bank loan and overdraft interest paid	(1,742)	(1,403)
Finance charges payable under finance leases	(1,073)	(1,067)
Payments to acquire tangible fixed assets	(6,446)	(6,016)
	<u>(9,241)</u>	<u>(8,474)</u>
Cash flows from financing activities		
Finance lease repayments	(42)	(60)
Cash inflows from net borrowing	2,210	2,501
	<u>2,168</u>	<u>2,441</u>

21. ANALYSIS OF CHANGES IN NET DEBT

	At 1 April 2023 £'000s	Cash flows £'000s	Other Charges £'000s	At 31 March 2024 £'000s
Cash in hand at bank	3,390	(42)	-	3,348
	<u>3,390</u>	<u>(42)</u>	<u>-</u>	<u>3,348</u>
Bank loans	(2,729)	(2,211)	(11)	(4,951)
Retail Charity Bonds	(36,795)	-	(60)	(36,855)
Finance leases	(12,369)	42	-	(12,327)
Changes in debt	<u>(51,893)</u>	<u>(2,169)</u>	<u>(71)</u>	<u>(54,133)</u>
Changes in net debt	<u>(48,503)</u>	<u>(2,211)</u>	<u>(71)</u>	<u>(50,785)</u>

22. RECONCILIATION OF NET MOVEMENT IN FUNDS TO NET CASHFLOW FROM OPERATING ACTIVITIES

	GROUP	
	2024	2023
	£'000s	£'000s
Net movement in funds	194	(1,371)
Pension costs	(529)	(592)
Depreciation	2,976	2,577
Amortisation of capitalised costs	71	66
Losses / (Gains) on defined benefit pension schemes	46	(3,239)
Disposal of fixed assets	-	1,758
Interest receivable	(20)	(12)
Interest payable	2,873	2,578
(Decrease) / Increase in bad debt provision	37	49
Decrease in stock	4	45
(Increase) / Decrease in debtors	(669)	51
Increase in creditors	2,048	2,147
Net cash provided by operating activities	7,031	4,057

23. COMMITMENT TO CAPITAL EXPENDITURE

At the balance sheet date, the Society had the following commitments to Capital expenditure not provided for in these financial statements:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Contracted	3,596	5,775	3,700	5,948
Authorised but not contracted	11,249	5,555	11,498	5,650

24. OPERATING LEASES

At 31 March 2023 the total Group and Society's future minimum lease payments under non-cancellable operating leases were:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
	Land & Buildings	Land & Buildings	Land & Buildings	Land & Buildings
Amounts due within one year	42	42	42	42
Amounts due between one and five years	67	109	67	109
Amounts due after five years	-	-	-	-

25. RELATED PARTY TRANSACTIONS

The Belong Life Assurance Scheme is open to all permanent employees between the ages of 16 and 75 and not members of the Local Government Superannuation Scheme. Belong Limited is a Corporate Trustee of the scheme. Belong Limited appoints 2 Non-Executive Directors and 3 members of the Senior Management Team as representatives of the Corporate Trustee. There was one transaction in the year (2023: 1) for a total amount of £11,000 (2023: £24,000). At the year end £Nil was still outstanding (2023: £Nil).

SG is a Trustee at National Activity Providers Association in the UK. There were four arm's length transactions in the year (2023: 3) for a total amount of £5,000 (2023: £2,000). At the year end £Nil was still outstanding (2023: £Nil).

26. SUBSIDIARY UNDERTAKINGS

The Group financial statements include Borough Care Services Limited a wholly controlled subsidiary incorporated in the United Kingdom (company number 02603702). The principal activity of the subsidiary charity is the provision of residential accommodation, care and services for the elderly. A second 100% subsidiary, Belong (Construction) Limited, was incorporated on 16 October 2006 in the United Kingdom (company number 05968656). The principal activity of Belong (Construction) Limited is to design and build care facilities for the holding company. There are also three wholly controlled subsidiaries, Belong Villages Limited, Belong at Home Limited and CLS (Wigan) Limited, all of which are currently dormant.

Subsidiary	Net Assets £'000s	Income £'000s	Expenditure £'000s	Surplus £'000s
Borough Care Services Limited	-	-	5	5
Belong (Construction) Limited	-	3,284	(3,284)	-
Belong Villages Limited	-	-	-	-
Belong at Home Limited	-	-	-	-
CLS (Wigan) Limited	-	-	-	-

27. PENSIONS

a. Defined Contribution Scheme

Employees who are not members of the Local Government Pension Scheme are eligible to be part of a stakeholder friendly defined contribution scheme or National Employment Savings Trust scheme. The assets of these schemes are held separately from those of the organisation in independently administered funds.

The amounts payable by the Society to the fund were:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Total paid to the funds	551	531	551	531
Contributions payable to the funds at the year end and included in creditors	38	36	38	36

b. Defined Benefit Schemes

Greater Manchester Pension Fund

On 30 September 2022 the subsidiary company, Borough Care Services Limited, exited from the Greater Manchester Pension Fund and was discharged of all obligations. All assets and liabilities were subsumed by Wigan Council at this time.

On 1 October 2022, the Society was admitted to the Greater Manchester Pension Fund with one eligible employee. The Society will pay contribution rates as set by the fund until the eligible employee leaves their employment. At which time the admission agreement will terminate, and any cessation debt or surplus will be applied to Wigan Council and the Society will have no further obligation to the fund.

Cheshire Pension Fund

The Society is an "Admitted Body" to the Cheshire Pension Fund. One of the Society's eligible employees is an active member of that scheme. The Cheshire Pension Fund is part of the Local Government Pension Scheme, a defined benefit statutory scheme. The Funds are administered by Cheshire County Council in accordance with the Local Government Pension Scheme Regulations 1997 as amended.

The Scheme is closed scheme and therefore, under the projected unit method the current service cost will increase as the members of the scheme approach retirement.

The Funds' assets and liabilities are assessed by the Funds' Independent Actuary every three years with the latest actuarial valuation taking place at 31 March 2022.

Greater Manchester Pension Fund and Cheshire Pension Fund

The amounts payable by the Society to the fund were:

	GROUP		BELONG	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Total paid to the funds	551	628	551	544

The agreed employer's contribution rate for the Cheshire Pension fund for 2024/25 is 39.8% plus a deficit payment of £525,000. The agreed employer's contribution rate for the Greater Manchester Pension Fund for 2024/25 is 19.6%.

The Group expects to make total contributions into the Fund of £552,000 during the next 12 months

CHESHIRE PENSION FUND

The amounts recognised in the balance sheet are as follows:

	31 March 2024	31 March 2023
	£'000s	£'000s
Fair value of employer assets	10,622	10,547
Present value of funded obligations	(11,597)	(11,947)
Net pension liability	(975)	(1,400)

The amounts recognised in the Statement of Financial Activities are as follows:

	Year to	Year to
	31 March 2024	31 March 2023
	£'000s	£'000s
Current service cost	(16)	(21)
Interest on Employer Assets	488	310
Interest on Pension Scheme Liabilities	(546)	(418)
	(74)	(129)

Amounts recognised in other recognised gains:

	Year to	Year to
	31 March 2024	31 March 2023
	£'000s	£'000s
Actual return less expected return on pension scheme assets	(47)	(1,258)
Experience gains/(losses) arising from scheme liabilities	(409)	352
Changes in financial assumptions underlying the present value of the scheme liabilities	330	3,494
Changes in demographic assumptions underlying the present value of the scheme liabilities	80	(155)
Actuarial gain in pension plan	(46)	2,433

Changes in the present value of the defined benefit obligation are as follows:

	Year to	Year to
	31 March 2024	31 March 2023
	£'000s	£'000s
Opening defined benefit obligation	11,947	15,778
Current Service Cost	16	21
Interest Cost	546	418
Contributions by members	3	4
Remeasurement	(2)	(3,640)
Estimated benefits paid	(913)	(634)
Closing defined benefit obligation	11,597	11,947

Changes in the fair value of fund assets are as follows:

BELONG LIMITED

	Year to 31 March 2024	Year to 31 March 2023
	£'000s	£'000s
Opening fair value of employer assets	10,547	11,498
Interest income	488	310
Contributions by members	3	4
Contributions by the employer	545	544
Remeasurement	(48)	(1,175)
Benefits paid	(913)	(634)
Closing fair value of employer assets	10,622	10,547

The major categories of fund assets are as follows:

	Assets at 31 March 2024	Assets at 31 March 2023
	£'000s	£'000s
Equities	4,780	4,535
Bonds	4,355	4,113
Property	1,487	1,688
Cash	-	211
Total	10,622	10,547

The principal assumptions at the balance sheet date are:

	31 March 2024	31 March 2023
	% per annum	% per annum
Inflation rate	2.80%	3.00%
Future salary increase rate	3.50%	3.70%
Future pension increase rate	2.80%	3.00%
Expected return on assets	4.80%	4.75%
Discount rate	4.80%	4.75%

Sensitivity analysis

Change in assumptions at 31 March 2023

	Approximate %	Approximate Amount £'000s
0.1% decrease in Real Discount Rate	1%	122
1 year increase in member life expectancy	4%	464
0.1% increase in Salary Increase Rate	0%	-
0.1% in the Pension Increase Rate	1%	124

Mortality

The current mortality assumptions include sufficient allowance for the future improvements in mortality rates. The assessed life expectations on retirement age 65 are:

	Males	Females
Retiring today	19.5	19.9
Retiring in 20 years	22.5	25.5