

[THE HOLOCAUST MEMORIAL CHARITABLE TRUST, Co. No. 11796550. (Incorporated Jan. 30, 2019). Certificate of Incorporation, Eric Jack Pickles, Gerald Maurice Ronson, Peter Geoffrey Freeman, Edward Michael Balls, Andrew Simon Feldman. Companies House UK. Reproduced for educational purposes only. Source: <https://find-and-update.company-information.service.gov.uk/company/11796550/filing-history?page=2>]

FILE COPY



[The Right Honorable Lord Eric Jack PICKLES
Sir Gerald Maurice RONSON
The Right Honorable Edward Michael BALLS
Sir Lloyd Marshall DORFMAN
Lord Andrew Simon FELDMAN
Peter Geoffrey FREEMAN
Natasha Margaret KAPLINSKY
Lord Stuart POLAK
Baroness Angela Evans SMITH
Baroness Winifred Ann TAYLOR
Lady Jill Ann SHAW RUDDOCK
Lord David Ivor YOUNG]

CERTIFICATE OF INCORPORATION OF A PRIVATE LIMITED COMPANY

Company Number **11796550**

The Registrar of Companies for England and Wales, hereby certifies that

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by guarantee, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **30th January 2019**



* N11796550L *



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Application to register a company



Received for filing in Electronic Format on the: **29/01/2019**

X7Y5Z6WP

Company Name in full: **THE HOLOCAUST MEMORIAL CHARITABLE TRUST**

I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response

I confirm that the above proposed company meets the conditions for exemption from the requirements to have a name ending with 'Limited' or permitted alternatives

Company Type: **Private company limited by guarantee**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM W1U 2EF**

Sic Codes: **96090**

Proposed Officers

Company Secretary 1

Type: **Person**
Full Forename(s): **MR GERALD MAURICE**
Surname: **RONSON**
Service Address: **recorded as Company's registered office**

The subscribers confirm that the person named has consented to act as a secretary.

Company Director 1

Type: Person
Full Forename(s): THE RIGHT HONOURABLE LORD ERIC JACK
Surname: PICKLES
Service Address: recorded as Company's registered office
Country/State Usually Resident: UNITED KINGDOM

Date of Birth: **/04/1952 **Nationality:** BRITISH

Occupation: MEMBER OF
THE HOUSE
OF LORDS &
NON EXEC.
COMPANY D

The subscribers confirm that the person named has consented to act as a director.

Company Director 2

Type: Person
Full Forename(s): MR GERALD MAURICE
Surname: RONSON
Service Address: recorded as Company's registered office
Country/State Usually Resident: UNITED KINGDOM

Date of Birth: **/05/1939 **Nationality:** BRITISH

Occupation: BUSINESSMAN

The subscribers confirm that the person named has consented to act as a director.

Persons with Significant Control (PSC)

Statement of no PSC

The company knows or has reason to believe that there will be no registerable Person with Significant Control or Relevant Legal Entity (RLE) in relation to the company

Statement of Guarantee

I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for:

- payments of debts and liabilities of the company contracted before I cease to be a member;
- payments of costs, charges and expenses of winding up, and;
- adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below.

Name: **GERALD MAURICE RONSON**

Address **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM
W1U 2EF**

Amount Guaranteed **£1.00**

Name: **ANDREW SIMON FELDMAN**

Address **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM
W1U 2EF**

Amount Guaranteed **£1.00**

Name: **EDWARD MICHAEL BALLS**

Address **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM
W1U 2EF**

Amount Guaranteed **£1.00**

Name: **ERIC JACK PICKLES**

Address **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM
W1U 2EF**

Amount Guaranteed **£1.00**

Name: **PETER GEOFFREY FREEMAN**

Address **HERON HOUSE 4 BENTINCK STREET
LONDON
UNITED KINGDOM
W1U 2EF**

Amount Guaranteed **£1.00**

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Authorisation

Authoriser Designation: **subscriber**

Authenticated **YES**

Company No: []

Charity No: []

Companies Act 2006
Company limited by guarantee
and not having a share capital

Articles of Association
of
The Holocaust Memorial Charitable
Trust

withers ^{LLP}

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www.withersworldwide.com

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Companies Act 2006
Company limited by guarantee
and not having a share capital

Articles of Association
of
The Holocaust Memorial Charitable Trust

1. **Name**

The name of the charity is **The Holocaust Memorial Charitable Trust**.

2. **Registered office**

The registered office of the **Charity** will be in England and Wales.

3. **Objects**

3.1 The **Objects** of the Charity are, for the benefit of the public, either directly or by way of making grants:

- (a) to promote mental and moral improvement by remembering and reflecting upon the **Holocaust** in particular but not exclusively by supporting the establishment, maintenance and preservation of the proposed Holocaust memorial and learning centre at Victoria Gardens in London;
- (b) to advance education in relation to the Holocaust and human rights, in particular democracy and the political context in which the Holocaust occurred and the importance of protecting minorities within a democracy;
- (c) to promote human rights (as set out in the Universal Declaration of Human Rights and subsequent United Nations conventions and declarations) throughout the world by
 - raising awareness of human rights issues;
 - promoting public support for human rights; and
 - promoting respect for human rights among individuals and corporations.
- (d) to promote equality and diversity and in particular the elimination of discrimination on the grounds of religion, race, disability and sexual orientation; and
- (e) to further such exclusively charitable purposes as the trustees may determine which relate to the Holocaust or genocide or persecution more generally.

3.2 This **Article 3** may be amended by **special resolution** but only with the prior **written** consent of **the Commission**.

4. **Powers**

The Charity has the power to do anything within the law which may promote or help to promote the Objects including (but without limitation) the power:

Operations

- 4.1 to support, administer or establish other charities or other organisations;
- 4.2 to consult, advise, co-operate with or assist others;
- 4.3 to provide advice or information;

- 4.4 to carry out research;
- 4.5 to provide goods, services or other assistance or support by way of grants, scholarships, donations, loans or otherwise (whether or not for valuable consideration) and to make rules as to their value, methods of ascertainment and selection;
- 4.6 to act as trustee of charitable trusts jointly with one or more other trustees or, where it may legally do so, as sole trustee;
- 4.7 to acquire and take over to such an extent as may be thought fit (and permitted by law) the assets, liabilities and undertakings of any person or body whatsoever;
- 4.8 to establish or acquire subsidiary companies (whether or not wholly owned by the Charity);
- 4.9 to amalgamate with any other bodies that are charitable and have objects similar to the Objects and that restrict the payment of any dividend or profit to, and the distribution of assets amongst, their members at least to the same extent as such payments are restricted under these Articles;

Campaigning

- 4.10 either alone or with other organisations to seek to influence public opinion and make representations to and seek to influence governmental and other bodies and institutions regarding the reform, development and implementation of appropriate policies, legislation and regulations provided that all such activities shall be confined to those which a charity registered with the Commission may properly undertake;

Fundraising

- 4.11 to accept gifts and raise funds (but not by means of **Taxable Trading**);
- 4.12 to enter into any funding or other arrangement with any government or any other authority;

Finance

- 4.13 to borrow money;
- 4.14 to open and operate bank accounts and other facilities for banking in the name of the Charity;
- 4.15 to give security for loans or other obligations (but only in accordance with the restrictions imposed by the **Charities Act**);
- 4.16 to guarantee the performance of the contracts or obligations of any person or organisation and to give any warranties, indemnities, guarantees or undertakings on account of any covenants, promises, pledges, assurances or trusts that might be undertaken by the Charity or in connection with any agreement or arrangement whatsoever, whether or not the Charity is a party to the same;

Reserves

- 4.17 to set aside funds for special purposes or as reserves against future expenditure;

Property

- 4.18 to acquire, hire or charge property and/or any interest in, or relating to, land of such kind and on such terms and to appoint such advisers, surveyors, managers and builders and other advisers and contractors on such terms as the Trustees shall determine;
- 4.19 to let, license or dispose of any interest in property of any kind (but only in accordance with the restrictions imposed by the Charities Act);

Investments

- 4.20 to deposit or invest its funds in any manner as may be thought fit (including, but not limited to, the establishment of trading or other subsidiaries of any kind), but only after obtaining such advice from a **Financial Expert** as the Trustees consider necessary and having regard to the suitability of investments and the need for diversification;
- 4.21 to delegate the management of investments to a Financial Expert, but only on terms that:
- (a) the investment policy is set down **in writing** for the Financial Expert by the Trustees;
 - (b) the Trustees are entitled to cancel the delegation arrangement at any time;
 - (c) the performance of the investments, the investment policy and the delegation arrangement are regularly reviewed by the Trustees;
 - (d) all payments due to the Financial Expert are on a scale or at a level that is agreed in advance and are notified promptly to the Trustees on receipt; and
 - (e) the Financial Expert must not do anything outside the powers of the Charity;
- 4.22 to arrange for investments or other property of the Charity to be held in the name of a **nominee company** acting under the direction of the Trustees or of a Financial Expert acting under their instructions, and to pay any reasonable fee required;
- 4.23 to deposit documents and physical assets with any company registered or having a place of business in England or Wales as **Custodian**, and to pay any reasonable fee required;

Insurance

- 4.24 to insure the property of the Charity (including any property not owned by the Charity but under its control) against any foreseeable risk and to take out other insurance policies to protect the Charity when required;

Trustee indemnity

- 4.25 subject to the provisions of **the Companies Act**, but without prejudice to any indemnity to which the person concerned may otherwise be entitled to indemnify every Trustee or other officer of the Charity (other than any person engaged by the Charity as auditor) to the extent permitted by the Companies Act and to pay for **indemnity insurance** for the Trustees;

Staff and volunteers

- 4.26 subject to Article 15, to employ officers, employees and workers and to engage consultants, advisers, agents and volunteers upon such terms and conditions as may be thought fit;
- 4.27 to provide and contribute to pension and other death-in-service or other benefits for workers and former workers of the Charity and their dependants; and

Formation costs

- 4.28 to pay out of the funds of the Charity the reasonable and proper costs of forming and administering the Charity.

5. The Trustees

- 5.1 The Trustees as **charity trustees** have control of the Charity and its property and funds.
- 5.2 The subscribers to the **Memorandum** (being the first **Members**) are also the first Trustees. Subject to Article 5.4, subsequent Trustees are appointed by the Trustees for such term as may be determined and notified in writing.

- 5.3 The Trustees shall consist of at least three persons who being individuals are over the age of 18, all of whom must be Members, support the Objects, have signed a written declaration of willingness to act as a charity trustee and member of the Charity. There shall be no maximum number of trustees.
- 5.4 A retiring Trustee who is eligible under Article 5.3 may at the end of his or her term be reappointed on a maximum of two occasions provided that the Trustees agree the reappointment to be in the interests of Charity.
- 5.5 A Trustee's term of office as such automatically terminates if:
- (a) he/she ceases to be a Member;
 - (b) he/she is prohibited by law from acting as a charity trustee (including by virtue of the Charities Act);
 - (c) the Trustees reasonably believe he/she is incapable, whether mentally or physically, of managing his/her own affairs;
 - (d) the Trustees reasonably believe he/she is absent without permission, whether given in advance or subsequently, from three consecutive meetings of the Trustees;
 - (e) he/she is convicted of a criminal offence and the Trustees resolve that it is in the Charity's interests for the Trustee in question to be removed from office;
 - (f) he/she resigns by written notice to the Trustees (but only if at least three Trustees will remain in office); or
 - (g) he/she is removed by a unanimous resolution of all the other Trustees.
- 5.6 In any case where, as a result of death, the Charity has no Members and no Trustees, the personal representatives of the last Member to have died shall have the right, by notice in writing, to appoint a person who is eligible under Article 5.3. Should two or more Members die in circumstances rendering it uncertain who was the last to die, the younger Member shall be deemed to have survived the older Member.
6. **Trustees' proceedings**
- 6.1 Subject to the provisions of these Articles and the Companies Act, the Trustees may regulate their proceedings as they think fit. Any Trustee may call a meeting of the Trustees.
- 6.2 A quorum at a meeting of the Trustees shall be either the number nearest to one third of the Trustees or three Trustees, whichever is greater.
- 6.3 In the event that there are fewer Trustees in office than the quorum set out in Article 6.2, the Trustee(s) may only act to appoint one or more Trustees.
- 6.4 A Trustee may attend a meeting of the Trustees either in person or by suitable **Electronic Means** agreed by the Trustees in which all participants may communicate with all the other participants. In determining whether Trustees are participating in a Trustees' meeting, it is irrelevant where any Trustee is or how he communicates with the other Trustees.
- 6.5 If all the Trustees participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
- 6.6 The **Chair** or (if the Chair is unable or unwilling to do so) some other Trustee chosen by the Trustees present presides at each meeting.

- 6.7 The Chair shall be elected from among the Trustees for a term not exceeding the term for which he or she was appointed a Trustee, and a retiring Chair may be re-elected by the Trustees for a further term of office. There shall be no limit to the number of times a Chair may be re-elected. A Trustee's term as Chair shall terminate automatically on the termination of his or her Trusteeship.
- 6.8 Any issue may be determined by a simple majority of the votes cast at a meeting.
- 6.9 A resolution in writing agreed by all the Trustees (other than any **Conflicted Trustee** who has not been authorised to vote) is as valid as a resolution passed at a meeting. For this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last agreement.
- 6.10 Every Trustee has one vote on each issue but, in the case of an equality of votes, the chair of the meeting has a second or casting vote.
- 6.11 A procedural defect of which the Trustees are unaware at the time does not invalidate decisions taken at a Trustees' meeting (including, but not limited to, a technical defect in relation to the appointment of a Trustee or the service of any notice).

7. **Trustees' powers**

The Trustees have the following powers in the administration of the Charity in their capacity as Trustees:

- 7.1 to admit or remove Members;
- 7.2 to appoint a Chair in accordance with Article 6.7 and any other honorary officers from among their number (and terminate the appointment of any Chair or other honorary officer);
- 7.3 to delegate any of their functions to committees or in accordance with Article 8;
- 7.4 to make standing orders, rules and/or regulations consistent with the Articles and the Companies Act to govern proceedings at meetings, the administration of the Charity and the use of its seal;
- 7.5 to appoint any person to be a patron of the Charity (and remove any such patron) on such terms as they shall think fit; and
- 7.6 to exercise in their capacity as Trustees any powers of the Charity which are not reserved to them in their capacity as Members.

8. **Delegation**

- 8.1 Subject to these Articles, the Trustees may delegate any of the powers which are conferred on them under these Articles:

- (a) to such person or committee;
- (b) by such means (including by power of attorney);
- (c) to such extent;
- (d) in relation to such matters; and
- (e) on such terms and subject to such conditions

as they on each occasion think fit provided that the Trustees shall exercise reasonable supervision over such delegates.

- 8.2 If the Trustees so specify, any such delegation may authorise further delegation of the Trustees' powers by any person to whom they are delegated.

8.3 The Directors may revoke or vary any delegation in whole or part.

9. **Committees**

9.1 The Trustees may establish a committee or committees comprising such persons as they shall think fit provided that each committee must include at least one Trustee.

9.2 The proceedings and powers of committees established by the Trustees shall be governed by such rules as the Trustees may from time to time prescribe.

9.3 No meeting of any committee shall be quorate unless at least one Trustee is present and no resolution of any committee shall be passed unless the Trustee present or, if more than one are present, the majority of the Trustees present vote in favour of the resolution.

9.4 All proceedings of committees must be reported promptly to the Trustees.

10. **Membership**

10.1 The Members are the Trustees from time to time of the Charity and Membership is terminated immediately if the Member concerned ceases to be a Trustee.

10.2 The Charity must maintain a register of the names and addresses of Members.

10.3 Membership is not transferable.

11. **Members' meetings**

11.1 Trustees in their capacity as Members are entitled to attend **Members' meetings** in person or by proxy (but only if the appointment of a proxy is in writing and notified to the Charity before the commencement of the meeting).

11.2 Subject to Articles 11.3 and 11.10, Members' meetings are called on at least 14 **clear days'** written notice indicating the business to be discussed and (if a special resolution is to be proposed) setting out the terms of the proposed special resolution.

11.3 A Members' meeting may be called by shorter notice if it is so agreed by a majority in number of Members having a right to attend and vote, being a majority together holding not less than 90% of the total voting rights at the meetings of all the Members.

11.4 There is a quorum at a Members' meeting if the number of Members present in person or by proxy shall be either the number nearest to one third of the Members or three Members, whichever is greater.

11.5 The Chair shall chair Members' meetings. In the absence of the Chair or in the event of his or her unwillingness to act as chair, the Members shall appoint one of their number to chair the Members' meeting.

11.6 Except where otherwise provided by the **Articles** or the Companies Act, every issue before a Members' meeting is decided by **ordinary resolution**.

11.7 Every Member present in person or by proxy has one vote on each issue.

11.8 Except where otherwise provided by the Articles or the Companies Act, a **written resolution** (whether an ordinary or a special resolution) is as valid as an equivalent resolution passed at a Members' meeting. For this purpose the written resolution may be set out in more than one document.

11.9 The Charity may (but need not) hold an **AGM** in any year.

11.10 A Members' meeting may be called by the Trustees at any time and must be called within 21 clear days of a written request from one or more Trustees to be held on a date not more than 28 clear days after the date of the notice convening the meeting.

11.11 A technical defect in the appointment of a Member of which the Members are unaware at the time does not invalidate a decision taken at a Members' meeting or a written resolution.

12. **Limited liability**

The liability of Members is limited.

13. **Guarantee**

Every Member promises, if the Charity is dissolved while he/she remains a Member or within one year after he/she ceases to be a member, to pay up to £1 towards:

13.1 payment of those debts and liabilities of the Charity incurred before he/she ceased to be a Member;

13.2 payment of the costs, charges and expenses of winding up; and

13.3 the adjustment of rights of contributors among themselves.

14. **Supporters**

The Trustees may recognise one or more classes of supporters who are not Members (but who may nevertheless be termed 'members' or 'Friends' or such other name as may be decided by the Trustees) and set out their respective rights and obligations in regulations.

15. **Trustee and Member benefits**

15.1 The property and funds of the Charity must be used only for promoting the Objects and do not belong to the Members but, subject to compliance with Article 15.4:

(a) Members may be paid interest at a reasonable rate on money lent to the Charity;

(b) Members may be paid a reasonable rent or hiring fee for property let or hired to the Charity; and

(c) Members may receive charitable benefits on the same terms as any other person.

15.2 A Trustee or a **Connected Person** must not receive any payment of money or other **material benefit** (whether directly or indirectly) from the Charity except:

(a) the payment of interest at a reasonable rate on money lent to the Charity;

(b) the payment of a reasonable rent or hiring fee for property let or hired to the Charity;

(c) the receipt of charitable benefits on the same terms as any other person;

(d) reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) actually incurred in running the Charity;

(e) the benefit of indemnity insurance as permitted by the Charities Act;

(f) an indemnity in respect of any liabilities properly incurred in running the Charity (including the costs of a successful defence to criminal proceedings); and

- (g) in exceptional cases, other payments or benefits (but only with the written consent of the Commission in advance and where required by the Companies Act the approval of the Members).
- 15.3 No Trustee or Connected Person may be employed by the Charity except in accordance with Article 15.2(g), but any Trustee or Connected Person may enter into a written contract with the Charity to supply goods or services in return for a payment or other material benefit, but only if:
- (a) the goods or services are actually required by the Charity, and the Trustees decide that it is in the best interests of the Charity to enter into such a contract;
 - (b) the nature and level of the consideration is no more than is reasonable in relation to the value of the goods or services and is set in accordance with the procedure in Article 16.2; and
 - (c) fewer than half of the Trustees are subject to such a contract or have a Connected Person subject to such a contract in any **financial year**.
- 15.4 This Article 15 may be amended by special resolution but, where the result would be to permit any material benefit to a Trustee or Connected Person, only with the prior written consent of the Commission.
16. **Conflicts of interest and loyalty**
- 16.1 Subject to Article 16.2, any Trustee who becomes a Conflicted Trustee in relation to any matter must:
- (a) declare the nature and extent of his/her interest before discussion begins on the matter;
 - (b) withdraw from the meeting for that item after providing any information requested by the Trustees;
 - (c) not be counted in the quorum for that part of the meeting; and
 - (d) be absent during the vote and have no vote on the matter.
- 16.2 When any Trustee is a Conflicted Trustee, the Trustees who are not Conflicted Trustees, if they form a quorum without counting the Conflicted Trustee and are satisfied that it is in the best interests of the Charity to do so, may by resolution passed in the absence of the Conflicted Trustee authorise the Conflicted Trustee, notwithstanding any conflict of interest or duty which has arisen or may arise for the Conflicted Trustee, to:
- (a) continue to participate in discussions leading to the making of a decision and/or to vote;
 - (b) disclose to a third party information confidential to the Charity;
 - (c) take any other action not otherwise authorised which does not involve the receipt by the Conflicted Trustee or a Connected Person of any payment or material benefit from the Charity; or
 - (d) refrain from taking any step required to remove the conflict.
17. **Secretary**
- The Charity may, but is not required to, have a Secretary. Any such Secretary will be appointed by the Trustees for such term, at such remuneration and upon such conditions as the Trustees may think fit and any Secretary so appointed may be removed by the Trustees. A Secretary may be, but does not have to be, a Trustee.

18. **Records and accounts**

18.1 The Trustees must comply with the requirements of the Companies Act and of the Charities Act as to keeping records, the audit or independent examination of accounts and the preparation and transmission to the Registrar of Companies and the Commission of information required by law including:

- (a) annual returns and confirmation statements;
- (b) annual reports; and
- (c) annual statements of account.

18.2 The Trustees must also keep records of all:

- (a) appointments of Trustees and honorary officers;
- (b) proceedings at meetings of the Charity;
- (c) meetings of the Trustees and committees of the Trustees including:
 - (i) the name of those present at the meeting;
 - (ii) the decisions made at the meetings; and
 - (iii) where appropriate, the reasons for the decisions;
- (d) resolutions in writing;
- (e) reports of committees; and
- (f) professional advice obtained.

18.3 Accounting records relating to the Charity must be made available for inspection by any Trustee at any time during normal office hours.

18.4 A copy of the Charity's Articles and latest available statement of account must be supplied on request to any Trustee. Copies of the latest accounts must also be supplied in accordance with the Charities Act to any other person who makes a written request and pays the Charity's reasonable costs.

18.5 All bank and building society accounts must be controlled by the Trustees and must include the name of the Charity. A cheque or order for payment of money must be signed in accordance with the Trustees' instructions.

19. **Execution of documents**

19.1 Documents which are executed as deeds must be signed by:

- (a) two Trustees;
- (b) one Trustee and the Secretary (where appointed); or
- (c) one Trustee in the presence of a witness who attests the Trustees' signature.

20. **Communications**

20.1 Notices and other documents to be served on Trustees or Trustees in their capacity under the Articles as Members or the Companies Act may be served:

- (a) by hand;

- (b) by post; or
 - (c) by suitable Electronic Means.
- 20.2 Any notice given in accordance with these Articles is to be treated for all purposes as having been received:
- (a) 24 hours after being sent by Electronic Means or delivered by hand to the relevant address;
 - (b) two clear days after being sent by first class post to that address;
 - (c) three clear days after being sent by second class or overseas post to that address;
 - (d) immediately on being handed to the recipient personally; or, if earlier,
 - (e) as soon as the recipient acknowledges actual receipt.

21. **Dissolution**

- 21.1 If the Charity is dissolved, the assets (if any) remaining after providing for all its liabilities must be applied in one or more of the following ways:
- (a) by transfer to one or more other bodies established for exclusively charitable purposes within, the same as or similar to the Objects;
 - (b) directly for the Objects or for charitable purposes which are within or similar to the Objects;
or
 - (c) in such other manner as the Commission approves in writing in advance.
- 21.2 A final report and statement of account must be sent to the Commission if required.
- 21.3 This Article 21 may be amended by special resolution but only with the prior written consent of the Commission.

22. **Interpretation**

- 22.1 The Articles are to be interpreted without reference to the model articles under the Companies Act, which **do not** apply to the Charity.
- 22.2 In the Articles, unless the context indicates another meaning:

'AGM'	means an annual Members' meeting of the Charity;
'Articles'	means the Charity's articles of association and ' Article ' refers to a particular article;
'Chair'	means the Chair of the Trustees;
'charitable purposes'	means purposes that are exclusively charitable under the laws of England and Wales;
'the Charities Act'	means the Charities Acts 1992 and 2011;
'Charity'	means the charitable company governed by these Articles;
'charity trustee'	has the persons having the general control and management of the administration of a charity;
'clear day'	does not include the day on which notice is given or the day of the

	meeting or other event;
'the Commission'	means the Charity Commission for England and Wales or any body which replaces it;
'the Companies Act'	means the Companies Act 2006;
'Conflicted Trustee'	means a Trustee in respect of whom a conflict of interest arises or may reasonably arise because the Conflicted Trustee or a Connected Person is receiving or stands to receive a benefit (other than payment of a premium for indemnity insurance) from the Charity, or has some separate interest or duty in a matter to be decided, or in relation to information which is confidential to the Charity;
'connected'	as defined in Sections 252 and 254 of the Companies Act;
'Connected Person'	means, in relation to a Trustee, a person with whom the Trustee shares a common interest such that he/she may reasonably be regarded as benefiting directly or indirectly from any material benefit received by that person, being either a member of the Trustee's family or household or a person or body who is a business associate of the Trustee or other person with whom the Trustee is connected, and (for the avoidance of doubt) does not include a company with which the Trustee's only connection is an interest consisting of no more than 1% of the voting rights;
'Custodian'	means a person or body who undertakes safe custody and/or administration of assets or documents or records relating to them;
'Electronic Means'	refers to communications addressed to specified individuals by telephone, fax or email or, in relation to meetings, by telephone conference call or video conference;
'Financial Expert'	means an individual, company or firm who is authorised to give investment advice under the Financial Services and Markets Act 2000;
'financial year'	means the Charity's financial year;
'firm'	includes a limited liability partnership;
'Holocaust'	means the persecution and murder of Jews by the Nazis and their collaborators during the period 1933 – 1945 and also includes the persecution and murder of other groups targeted by the Nazi regime on perceived racial, political, ideological or behavioural grounds;
'Members' meeting'	means a meeting of the Trustees in their capacity as Members;
'indemnity insurance'	means insurance against personal liability incurred by any Trustee or other officer (other than any person engaged by the Charity as auditor) for an act or omission which is or is alleged to be a breach of trust or breach of duty, unless the act or omission amounts to a criminal offence or the Trustee concerned knew that, or was reckless whether, the act or omission was a breach of trust or breach of duty;

'material benefit'	means a benefit, direct or indirect, which may not be financial but has a monetary value;
'Member' and 'Membership'	refer to company membership of the Charity;
'Memorandum'	means the Charity's Memorandum of Association;
'nominee company'	means a corporate body registered or having an established place of business in England and Wales which holds title to property for another;
'Objects'	means the objects of the Charity as set out in Article 3;
'ordinary resolution'	means a resolution agreed by a simple majority of the Members present and voting at a Members' meeting or in the case of a written resolution by Members who together hold a simple majority of the voting power;
'Secretary'	means a company secretary;
'special resolution'	means a resolution of which at least 14 days' notice has been given agreed by a 75% majority of the Members present and voting at a Members' meeting or in the case of a written resolution by Members who together hold 75% of the voting power;
'Taxable Trading'	means carrying on a trade or business on a continuing basis which is for the principal purpose of raising funds rather than for the purpose of actually carrying out the Objects, unless the profits of the Charity from that trade or business are exempt from tax by reason of any legislation from time to time in force;
'Trustee'	means a person who is both a charity trustee of the Charity for the purposes of the Charities Acts and a director of the Charity for the purposes of the Companies Act and 'Trustees' means the charity trustees and directors;
'written' or 'in writing'	refers to a legible document on paper or a document sent by Electronic Means which is capable of being printed out on paper;
'written resolution'	refers to an ordinary or a special resolution of the Trustees in their capacity as Members which is in writing; and
'year'	means calendar year.

22.3 In these Articles, unless the context indicates another meaning:

- (a) expressions not otherwise defined which are defined in the Companies Act have the same meaning;
- (b) references to legislation including to any statute, statutory provision or subordinate legislation are to that legislation as amended or re-enacted from time to time (whether before, on or after the date of adoption of these Articles) and to any subordinate legislation made under it (whether before, on or after the date of adoption of these Articles);
- (c) any phrase introduced by the terms **'including'**, **'include'**, **'in particular'** or any similar expression shall be construed as illustrative and shall not limit the sense of the words proceeding those terms;

- (d) use of the singular includes the plural and vice versa; and
- (e) use of any gender includes the other genders.

**Companies Act 2006
Company limited by guarantee
and not having a share capital**

**Memorandum of Association
of
The Holocaust Memorial Charitable Trust**

Each subscriber to this Memorandum of Association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company.

Name of each subscriber	Authentication by each subscriber
Gerald Maurice Ronson, CBE	
Andrew Feldman, Baron Feldman of Elstree	
The Right Honourable Edward Michael Balls	
The Right Honourable Lord Eric Pickles	
Peter Freeman CBE	

Dated: 29 January 2019



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THE HOLOCAUST MEMORIAL CHARITABLE TRUST

Company number **11796550**

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Registered office address

25 Grosvenor Street, London, United Kingdom, W1K 4QN

Company status

Active

Company type

Private Limited Company by guarantee without share capital use of 'Limited' exemption

Incorporated on

30 January 2019

Accounts

Next accounts made up to **31 March 2024**

due by **31 December 2024**

Last accounts made up to **31 March 2023**

Confirmation statement

Next statement date **29 January 2025**

due by **12 February 2025**

Last statement dated **29 January 2024**

Nature of business (SIC)

- 96090 - Other service activities not elsewhere classified

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Filter officers

Current officers

Apply filter

13 officers / 2 resignations

RONSON, Gerald Maurice, Sir

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Secretary**

Appointed on **30 January 2019**

BALLS, Edward Michael, The Right Honourable

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **February 1967**

Appointed on **30 January 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Self-Employed Broadcaster/Economist**

DORFMAN, Lloyd Marshall, Sir

Correspondence address **22 Manchester Square, London, United Kingdom, W1U 3PT**

Role Active **Director**

Date of birth **August 1952**

Appointed on **12 April 2019**

Nationality **British**

Country of residence **England**

Occupation **Company Chairman**

FELDMAN, Andrew Simon, Lord

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **February 1966**

Appointed on **30 January 2019**

Nationality **British**

Country of residence **England**

Occupation **None**

FREEMAN, Peter Geoffrey

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**



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Date	Type	Description	View / Download
19 Apr 2024	CH01	Director's details changed for Sir Gerald Maurice Ronson on 1 January 2024	(2 pages)
19 Apr 2024	CH03	Secretary's details changed for Mr Gerald Maurice Ronson on 1 January 2024	(1 page)
05 Feb 2024	CS01	Confirmation statement made on 29 January 2024 with no updates	(3 pages)
16 Nov 2023	AA	Total exemption full accounts made up to 31 March 2023	(16 pages)
31 Jan 2023	CS01	Confirmation statement made on 29 January 2023 with no updates	(3 pages)
31 Jan 2023	TM01	Termination of appointment of David Ivor Young of Graffham as a director on 9 December 2022	(1 page)
16 Dec 2022	AA	Total exemption full accounts made up to 31 March 2022	(15 pages)

31 Jan 2022	CS01	Confirmation statement made on 29 January 2022 with no updates	(3 pages)
11 Jan 2022	AA	Total exemption full accounts made up to 31 March 2021	(19 pages)
08 Feb 2021	CS01	Confirmation statement made on 29 January 2021 with no updates	(3 pages)
26 Jan 2021	AA	Total exemption full accounts made up to 31 March 2020	(16 pages)
30 Jan 2020	CS01	Confirmation statement made on 29 January 2020 with no updates	(3 pages)
25 Nov 2019	AD01	Registered office address changed from Heron House 4 Bentinck Street London W1U 2EF United Kingdom to 25 Grosvenor Street London W1K 4QN on 25 November 2019	(1 page)
21 Oct 2019	AP01	Appointment of Baroness Smith of Basildon Angela Evans Smith as a director on 28 September 2019	(2 pages)
21 Oct 2019	AP01	Appointment of The Rt Hon Baroness Winifred Ann Taylor as a director on 28 September 2019	(2 pages)
27 Sep 2019	CH01	Director's details changed for Mr Gerald Maurice Ronson on 13 September 2019	(2 pages)
27 Sep 2019	CH03	Secretary's details changed for Mr Gerald Maurice Ronson on 13 September 2019	(1 page)
26 Sep 2019	CH01	Director's details changed for Ms Natasha Margaret Kaplinsky on 26 September 2019	(2 pages)
26 Sep 2019	CH01	Director's details changed for Lord Stuart Polak on 26 September 2019	(2 pages)
28 Jun 2019	AP01	Appointment of Sir Lloyd Marshall Dorfman as a director on 12 April 2019	(2 pages)
28 Jun 2019	AP01	Appointment of Lord David Ivor Young of Graffham as a director on 12 April 2019	(2 pages)
27 Jun 2019	TM01	Termination of appointment of Jill Ann Shaw Ruddock as a director on 19 June 2019	(1 page)
27 Jun 2019	AP01	Appointment of Natasha Margaret Kaplinsky as a director on 12 April 2019	(2 pages)
27 Jun 2019	AP01	Appointment of Lord Stuart Polak as a director on 12 April 2019	(2 pages)
27 Jun 2019	AP01	Appointment of Lady Jill Ann Shaw Ruddock as a director on 12 April 2019	(2 pages)

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Date of birth **December 1955**

Appointed on **30 January 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Company Director**

KAPLINSKY, Natasha Margaret

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **September 1972**

Appointed on **12 April 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Tv Presenter**

PICKLES, Eric Jack, The Right Honourable Lord

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **April 1952**

Appointed on **30 January 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Member Of The House Of Lords & Non Exec. Company D**

POLAK, Stuart, Lord

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **March 1961**

Appointed on **12 April 2019**

Nationality **British**

Country of residence **England**

Occupation **Politician**

RONSON, Gerald Maurice, Sir

Correspondence address **25 Grosvenor Street, London, United Kingdom, W1K 4QN**

Role Active **Director**

Date of birth **May 1939**

Appointed on **30 January 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Businessman**

SMITH, Angela Evans, Baroness Smith Of Basildon

Correspondence address **House Of Lords, London, United Kingdom, SW1A 0PW**

Role Active **Director**

Date of birth **January 1959**

Appointed on **28 September 2019**

Nationality **British**

Country of residence **United Kingdom**

Occupation **Member Of House Of Lords, Leader Of The Opposition**

TAYLOR, Winifred Ann, Baroness

Correspondence address **House Of Lords, London, United Kingdom, SW1A 0PW**

Role Active **Director**

Date of birth **July 1947**

Appointed on **28 September 2019**

Nationality **British**

Country of residence **England**

Occupation **Politician**

SHAW RUDDOCK, Jill Ann, Lady

Correspondence address **Heron House, 4 Bentinck Street, London, United Kingdom, W1U 2EF**

Role Resigned **Director**

Date of birth **November 1955**

Appointed on **12 April 2019**

Resigned on **19 June 2019**

Nationality **British,American**

Country of residence **United Kingdom**

Occupation **Author**

YOUNG OF GRAFFHAM, David Ivor, Lord

Correspondence address **York Gate, 100 Marylebone Road, London, United Kingdom, NW1 5DX**

Role Resigned **Director**

Date of birth **February 1932**

Appointed on **12 April 2019**

Resigned on **9 December 2022**

Nationality **British**

Country of residence **United Kingdom**

Occupation **None**

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30 May 2019	AA01	Current accounting period extended from 31 January 2020 to 31 March 2020	(1 page)
30 Jan 2019	NEWINC	Incorporation	(26 pages)

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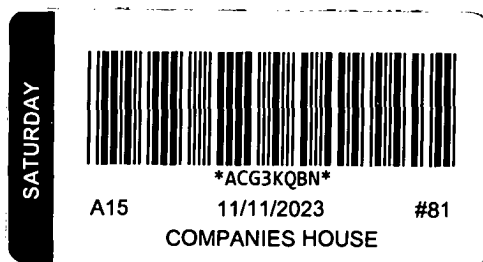
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Charity Registration No. 1181806

Company Registration No. 11796550 (England and Wales)

THE HOLOCAUST MEMORIAL CHARITABLE TRUST
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023



THE HOLOCAUST MEMORIAL CHARITABLE TRUST

LEGAL AND ADMINISTRATIVE INFORMATION

Directors	G Ronson CBE P Freeman N Kaplinsky Rt Hon E Balls Sir L Dorfman Lord A Feldman Lord S Polak Baroness A Smith Baroness W Taylor Rt Hon Lord E Pickles
Secretary	G Ronson CBE
Charity number	1181806
Company number	11796550
Registered office	25 Grosvenor Street London W1K 4QN United Kingdom
Bankers	Barclays Bank PLC Bowater House 68 Knightsbridge London SW1X 7BW United Kingdom

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

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Statement of Trustees' responsibilities	6
Accountants' report	7
Statement of financial activities	8
Balance sheet	9
Notes to the financial statements	10 - 13

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

TRUSTEES REPORT

FOR THE YEAR ENDED 31 MARCH 2023

Introduction

The Trustees, who are also directors for the purpose of company law, are pleased to present their annual report and financial statements of The Holocaust Memorial Charitable Trust (the "Charity") for the year ended 31 March 2023. The Annual Report serves the purposes of both a Trustees' report and a directors' report under company law. The trustees confirm that the Annual Report and financial statements of the charitable company comply with the statutory requirements, the requirements of the charitable company's governing document and the provisions of the Statement of Recommended Practice (SORP) applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019).

Objectives and Activities

a. Policies and Objectives

The Charity was established primarily to support the establishment and subsequent operation of a new UK Holocaust Memorial and Learning Centre (the 'Holocaust Memorial'), which is proposed to be built in Victoria Gardens, London, adjacent to the Houses of Parliament. The Charity is not intended to own or operate the Holocaust Memorial but to support it and associated activities (subject always to the discretion of the Trustees) by way of grant-funding.

The most recent published figure for the estimated total cost of building the Holocaust Memorial is £102 million (plus contingency); charitable funding is expected to contribute £25 million towards construction. Subject to planning permission the Holocaust Memorial will be built by the UK Government. Planning permission for the construction of the Holocaust Memorial was granted by the housing minister in July 2021 but following a High Court judgment on a statutory review brought by the London Parks and Gardens Trust the Housing Minister's decision was quashed in April 2022. The Government has said it remains committed to the creation of a new national Memorial commemorating the victims of the Holocaust and in February 2023 introduced the Holocaust Memorial Bill to the House of Commons, with the aim of removing the statutory obstacle that caused the High Court to quash the earlier planning decision.

It is expected that a new decision on the planning application will be taken by a designated Minister in the coming months.

In setting objectives and planning for activities, the Trustees have given due consideration to general guidance published by the Charity Commission relating to public benefit, including guidance 'Public benefit: running a charity (PB2)'.

b. Activities undertaken to achieve objectives

Since registration of the Charity, it has been necessary for the Charity to: (1) carry out preparatory work to ensure that, should planning permission be granted, the Charity is ready to proceed taking into account a tight construction timetable for the Holocaust Memorial; and (2) incur expenditure to ensure that the Charity is legally compliant and operating to appropriate governance standards. Further details are set out below.

In accordance with its objects to help support the establishment of the Holocaust Memorial, the Charity has spent funds on articulating its message on the need for, and the benefits of, the Holocaust Memorial. The Charity has paid for a limited amount of public awareness work on issues such as human rights and antisemitism. The Charity has also developed a website providing information about its work.

The Charity has not and will not raise any funds on a restricted basis prior to the grant of planning permission for the Holocaust Memorial following a new decision by the designated Minister, and resolution of any subsequent statutory challenge to that decision. Donors or grant-makers wishing to donate on a restricted basis have been asked instead to pledge or indicate their intention to donate, with the donations then being accepted following the grant of planning permission. This is in order to avoid any need to refund such donations or to deal with the legal and practical implications of a failed appeal.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

TRUSTEES REPORT

FOR THE YEAR ENDED 31 MARCH 2023

The Charity has incurred expenditure on governance and legal advice. Company secretarial and accounting services have been required.

To allow it to meet expenditure, the Charity has received a grant from The Gerald and Gail Ronson Family Foundation. These sums have been given on an unrestricted basis, to allow the Charity to operate prior to the grant of planning permission.

The Trustees are satisfied that expenditure to date has been reasonable and cautious in all the circumstances, and they have been careful to balance, on the one hand, the requirement to carry out necessary preparatory work to allow the Charity to respond appropriately to future funding requirements and, on the other hand, to reflect the fact that planning permission has not yet been secured. Following the expected new decision in relation to planning permission, the trustees will have further information on which to base their decision-making around the extent and amount of future expenditure by the Charity.

c. Main activities undertaken to further charitable company's purposes for the public benefit

The Trustees have considered the Charity Commission's published guidance on the public benefit requirement under the Charities Act 2011. The Charity's purposes involve remembering and developing learning on the Holocaust, which is beneficial to the public in general. This is considered to be particularly relevant currently, when incidents of anti-Semitism and other forms of hate crime are reported to be rising in the UK. Enabling people to remember, learn about and reflect on the Holocaust and the context in which it occurred, as well as the roles played by all of those involved, is a means of tackling intolerance and prejudice present in society today. In doing so, the Charity aims to play a role in preventing a recurrence of the kind of persecution which occurred under the Nazi regime.

In particular, the Holocaust Memorial, which at this stage is expected to be the primary recipient of the Charity's grant-funding, is intended to provide not only a monument but also a Learning Centre where visitors can learn about the Holocaust and (from its location next to the Houses of Parliament) reflect on the role of democracy in protecting the public in general and particularly minorities.

By funding projects such as this, the trustees believe that the benefits of the Charity's purposes may be felt directly and profoundly by the individuals who see or visit them, but they will also benefit the public in general in whose interest it is to live in a free, equal and democratic society.

The Charity's objects are, for the benefit of the public, either directly or by way of making grants:

(a) to promote mental and moral improvement by remembering and reflecting upon the Holocaust in particular but not exclusively by supporting the establishment, maintenance and preservation of the proposed Holocaust Memorial and Learning Centre at Victoria Gardens in London;

(b) to advance education in relation to the Holocaust and human rights, in particular, democracy and the political context in which the Holocaust occurred and the importance of protecting minorities within a democracy;

(c) to promote human rights (as set out in the Universal Declaration of Human Rights and subsequent United Nations conventions and declarations) throughout the world by:

- raising awareness of human rights issues;
- promoting public support for human rights; and
- promoting respect for human rights among individuals and corporations;

(d) to promote equality and diversity and, in particular, the elimination of discrimination on the grounds of religion, race, disability and sexual orientation; and

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

TRUSTEES REPORT

FOR THE YEAR ENDED 31 MARCH 2023

(e) to further such exclusively charitable purposes as the trustees may determine which relate to the Holocaust or genocide or persecution more generally.

The term 'Holocaust' refers to the persecution and murder of Jews by the Nazis and their collaborators during the period 1933-1945 and also includes the persecution and murder of other groups targeted by the Nazi regime on perceived racial, political, ideological or behavioural grounds.

Achievements and performance

a. Main achievements of the charitable company

The main achievements of the Charity in the reporting period are to have successfully continued to lay the groundwork for the Charity's future activities in respect of the Holocaust Memorial. The Trustees are committed to the Charity's activities and are ready to act once planning permission has been secured.

b. Recent developments

If planning permission is secured, the Trustees will take advice on any steps which are necessary to ensure that the required level of donations is received so as to enable the Charity to make a grant sufficient to finance the required portion of the construction costs of the Holocaust Memorial.

c. Plans for future years

If planning permission for the Holocaust Memorial is secured, the Trustees will work to raise funds to make a grant towards the construction and maintenance of the Holocaust Memorial. Should planning permission for the Holocaust Memorial be refused, the Trustees of the Charity will consider next steps in light of the circumstances and information available at the time in question.

Financial review

a. Going Concern

After making appropriate enquiries, the Trustees have a reasonable expectation that the charitable company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the accounting policies.

b. Reserves

The Trustees will ensure that adequate reserves are in place to meet known liabilities.

c. Sources of funding and financial position

In the year, £5,050 (2022: £10,000) was raised from donations made by an organisation connected to one of the Trustees. Total expenditure in the year was £6,544 (2022: £22,701) unrestricted funds held in reserve at year end are £201 (2022: £1,695). Fundraising costs during the year are Enil (2022: nil). Charitable expenditure related primarily to the legal and related costs of obtaining planning permission for the proposed memorial.

d. Investment powers and management

The Articles of Association provide a wide power of investment. No investments have been made as the Charity's funds are held on deposit.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

TRUSTEES REPORT FOR THE YEAR ENDED 31 MARCH 2023

e. Fundraising practices

The Charity has not raised funds from the general public. Therefore, the Charity has not subscribed to any regulatory standard or engaged with any vulnerable people in respect of fundraising.

f. Remuneration

The Charity does not have staff.

Structure, governance and management

a. Constitution

The Charity was incorporated as a company on 30 January 2019 (Registered number: 11796550) and was registered as a charity by the Charity Commission on 30 January 2019 (Registered Charity Number: 1181806). Its activities are governed by its Memorandum and Articles of Association which have not been amended since incorporation.

The Charity's registered office is at 25 Grosvenor Street, London W1K 4QN.

b. Recruitment and appointment of Trustees

Trustees are recruited and appointed in accordance with the Charity's Articles of Association and with relevant legislation. The Articles of Association provide for a minimum of three Trustees and there is no maximum number of Trustees. The Trustees are also members of the Charity. New Trustees are appointed by the Trustees. Prior to appointment, all Trustees receive information on the structure, strategy and governance of the Charity as well as on their role and duties as a Trustee. Where appropriate, the Charity may support specific training of Trustees, but has not yet done so.

c. Organisational structure

The governance and strategic planning of the Charity are led by the Trustees who meet regularly. The Charity does not have staff.

d. Trustees

The following served as Trustees of the Charity during the year to which these financial statements relate:

Gerald Maurice Ronson CBE
Andrew Feldman, Baron Feldman of Elstree
The Right Honourable Edward Michael Balls
The Right Honourable Lord Eric Pickles
Peter Freeman CBE
Natasha Kaplinsky
The Right Honourable Lord Young of Graffham CH (Deceased 9 December 2022)
Sir Lloyd Dorfman
Lord Stuart Polak
Baroness Angela Smith
Baroness Winifred Taylor

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

TRUSTEES REPORT

FOR THE YEAR ENDED 31 MARCH 2023

Members' liability

The Members of the charitable company guarantee to contribute an amount not exceeding £1 to assets of the charitable company in the event of winding up.

Approved by order of the members of the board of trustees and signed on their behalf by:


Gerald M. Ronson CBE

Chair

Dated: 06/11/23

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

STATEMENT OF TRUSTEES' RESPONSIBILITIES

FOR THE YEAR ENDED 31 MARCH 2023

The Trustees, who are also the directors of The Holocaust Memorial Charitable Trust 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; 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.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

CHARTERED ACCOUNTANTS' REPORT TO THE TRUSTEES ON THE PREPARATION OF THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF THE HOLOCAUST MEMORIAL CHARITABLE TRUST FOR THE YEAR ENDED 31 MARCH 2023

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of The Holocaust Memorial Charitable Trust for the year ended 31 March 2023, which comprise the statement of financial activities and the related notes from the charity's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at <http://www.icaew.com/en/members/regulations-standards-and-guidance/>

This report is made to the charity's Trustees, as a body, in accordance with the terms of our engagement letter dated 7 September 2023. Our work has been undertaken solely to prepare for your approval the financial statements of The Holocaust Memorial Charitable Trust and state those matters that we have agreed to state to the charity's Trustees, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than The Holocaust Memorial Charitable Trust and the charity's Trustees as a body, for our work or for this report.

It is your duty to ensure that The Holocaust Memorial Charitable Trust has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and deficit of The Holocaust Memorial Charitable Trust. You consider that The Holocaust Memorial Charitable Trust is exempt from the statutory audit requirement for the year, and is not required to obtain an independent examiner's report.

We have not been instructed to carry out an audit or a review of the financial statements of The Holocaust Memorial Charitable Trust. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

HW Fisher LLP

HW Fisher LLP

Chartered Accountants

Acre House
11-15 William Road
London
NW1 3ER

07 Nov 2023

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Income from:			
Donations and legacies	3	5,050	10,000
		<hr/>	<hr/>
Expenditure on:			
Charitable activities	4	6,544	22,701
		<hr/>	<hr/>
Net expenditure for the year/ Net movement in funds		(1,494)	(12,701)
Fund balances at 1 April 2022		1,695	14,396
		<hr/>	<hr/>
Fund balances at 31 March 2023		201	1,695
		<hr/> <hr/>	<hr/> <hr/>

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.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

The Holocaust Memorial Charitable Trust is a private company limited by guarantee incorporated in England and Wales. The registered office is 25 Grosvenor Street, London, W1K 4QN, United Kingdom.

1.1 Accounting convention

The financial statements have been prepared in accordance with the charity's governing document, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their financial statements in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (2nd Edition, effective January 2019) ("Charities SORP"). 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

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.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the charity for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The charity had no restricted funds for the period under review.

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 is recognised at the time of the donation.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies **(Continued)**

1.5 Resources expended

Resources expended are recognised in the period to which they relate once there is a legal or constructive obligation to make a payment to a third party, it is probable that a settlement will be required and the amount of the obligation can be measured reliably.

Direct charitable expenditure comprises all the expenditure relating to the activities carried out to achieve the charitable objectives.

Support costs represent costs that cannot be directly attributed to charitable activities but are necessarily incurred in running the charity.

Governance costs include amounts payable to the Independent Examiner and other costs incurred in relation to statutory and constitutional requirements.

All expenditure is inclusive of irrecoverable VAT.

1.6 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.

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

1.7 Company Status

The company does not have a share capital and the liability of its members is limited by guarantee to a maximum of £1 each.

The company satisfies the requirements of Section 60(1) of the Companies Act 2006 and having made a statutory declaration to this effect is exempt from using the word 'Limited' in its name.

2 Critical accounting estimates and judgements

The Trustees are satisfied that there are no material estimates or judgements in these financial statements.

3 Donations and legacies

	Unrestricted funds	Unrestricted funds
	2023	2022
	£	£
Donations and gifts	5,050	10,000

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

4 Charitable activities

	2023 £	2022 £
Legal and Professional fees	-	12,701
Share of support costs (see note 5)	1,316	1,279
Share of governance costs (see note 5)	5,228	8,721
	<u>6,544</u>	<u>22,701</u>

5 Support costs

	Support costs £	Governance costs £	2023 £	2022 £
Insurance	1,279	-	1,279	1,279
Other expenses	37	-	37	-
Accountancy fees	-	5,228	5,228	5,121
Independent examination fees	-	-	-	3,600
	<u>1,316</u>	<u>5,228</u>	<u>6,544</u>	<u>10,000</u>
Analysed between Charitable activities	<u>1,316</u>	<u>5,228</u>	<u>6,544</u>	<u>10,000</u>

Governance costs includes payment to the independent examiners for £Nil (2022: £3,600) and £5,228 (2022: £5,121) for accounts and tax preparation.

6 Trustees

None of the Trustees (or any persons connected with them) received any remuneration from the charity or were reimbursed for any expenses during the year.

7 Employees

There were no employees during the current or prior year.

THE HOLOCAUST MEMORIAL CHARITABLE TRUST

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

8 Analysis of net assets between funds

	Unrestricted funds 2023 £	Unrestricted funds 2022 £
Fund balances at 31 March 2023 are represented by:		
Current assets/(liabilities)	201	1,695
	<u>201</u>	<u>1,695</u>

9 Related party transactions

The aggregate donations received during the year from The Gerald and Gail Ronson Family Foundation where G Ronson CBE is a trustee amounted to £5,000 (2022: £10,000). There were no further related party transactions to disclose during the year.