

**The Wellcome Trust Limited**  
**Annual Report and Financial Statements**  
**Year ended 30 September 2022**

## The Wellcome Trust Limited Contents

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# **The Wellcome Trust Limited Governors' Report For the year ended 30 September 2022**

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The Governors of The Wellcome Trust Limited (the "Company") present their report and the audited Financial Statements for the year ended 30 September 2022. This Governors' report has been prepared in accordance with the small companies' exemption including the exemption from the requirement to prepare a strategic report.

## **Principal Activities**

The activity of the Company is to act as Trustee of the Wellcome Trust, a charity registered in England and Wales (registered charity number 210183) under the Charities Act 2011.

The Directors, known as Governors, are officers of the Company. The Company is limited by guarantee and has no share capital. As at 30 September 2022, there were 9 members (2021: 9), all of whom are Governors. Every member of the Company undertakes to contribute such amount as may be required (not exceeding one pound) to the assets of the Company.

## **Results for the year and future developments**

The Company charges management fees to the Wellcome Trust sufficient to recover Governors' emoluments and other expenses incurred in carrying out its role as Trustee, such that the Company made neither a profit nor a loss in the current year (2021: £nil). The Company will continue to operate in this manner in the coming year.

## **Political and Charitable Donations**

The Company made no political or charitable donations during the year (2021: £nil).

## **Internal Control and Risk Management**

The Company's internal control and risk management, which includes consideration of the impact of Covid-19, Climate Change and the events in Russia and Ukraine are considered at a group level and documented within the Wellcome Trust Annual Report and Financial Statements 2022 which are available from Wellcome's website at [wellcome.org/what-we-do/reports](https://wellcome.org/what-we-do/reports).

## **Going concern**

The Governors have a reasonable expectation that the Company has adequate resources to continue in operational existence and to meet any commitments as they fall due for the foreseeable future, being at least 12 months from the signing of the Financial Statements. Accordingly, they continue to adopt the going concern basis in preparing the Financial Statements. The Governors have considered the impact of Covid-19, Climate Change and the events in Russia and Ukraine on the Company and have concluded that there are no material uncertainties related to these events or conditions that may cast doubt upon the Company's ability to continue as a going concern.

## **Governors**

The Governors of the Company during the year, all of whom have been in place throughout the year and up to the date of this report, unless otherwise stated, were as follows:

Julia Gillard (Chair)  
Michael Ferguson (Deputy Chair resigned 31 December 2021)  
Arup Chakraborty  
Amelia Fawcett  
Richard Gillingwater  
Gabriel Leung  
Fiona Powrie (appointed Deputy Chair 1 January 2022)  
Cilla Snowball  
Elhadji Amadou Gueye Sy  
Ijeoma Uchegbu (appointed 15 November 2021)

The Company is party to a group-wide Directors' and Officers' liability insurance policy which includes all of its current Governors. There are no Qualifying Third Party Indemnity Provisions (as defined in the Companies Act 2006) that benefit the Governors of the Company.

**The Wellcome Trust Limited  
Governors' Report (continued)  
For the year ended 30 September 2022**

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**Statement of disclosure of information to auditors**

Each Governor in office at the date of approving this report confirms that:

- So far as the Governor is aware, there is no relevant audit information of which the company's auditors are unaware; and
- Each Governor has taken all the steps that ought to have been taken as a Governor in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

**Independent Auditor**

The Board of Governors resolved on 9 January 2023 to approve the reappointment of Deloitte LLP as auditor until such time as the Company decides otherwise.

**Events after the end of the reporting period**

There have been no subsequent events requiring disclosure.

This report was approved by the Board of Governors and signed on its behalf on 9 January 2023 by:



Ms Julia Gillard  
Chair

**The Wellcome Trust Limited**  
**Statement of Governors' responsibilities**  
**For the year ended 30 September 2022**

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The Governors are responsible for preparing the Governors' Report and the Financial Statements in accordance with applicable law and regulations.

Company law requires the Governors to prepare Financial Statements for each financial year. Under that law the Governors have prepared the Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the Governors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these Financial Statements, the Governors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Governors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act 2006.

The Governors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of Financial Statements may differ from legislation in other jurisdictions.

They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# **The Wellcome Trust Limited**

## **Independent Auditor's Report to the Governors of The Wellcome Trust Limited**

### **For the year ended 30 September 2022**

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#### **Report on the audit of the Financial Statements**

##### **Opinion**

In our opinion the Financial Statements of The Wellcome Trust Limited (the 'Company'):

- give a true and fair view of the state of the Company's affairs as at 30th September 2022 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the Financial Statements which comprise:

- the income statement;
- the statement of financial position;
- the related notes 1 to 10.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

##### **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 Company in accordance with the ethical requirements that are relevant to our audit of the Financial Statements in the UK, including the Financial Reporting Council's (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 governors' 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 Company'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 governors with respect to going concern are described in the relevant sections of this report.

##### **Other information**

The other information comprises the information included in the annual report, other than the Financial Statements and our auditor's report thereon. The governors are responsible for the other information contained within the annual report. 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 course of 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 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.

# **The Wellcome Trust Limited**

## **Independent Auditor's Report to the Governors of The Wellcome Trust Limited**

### **For the year ended 30 September 2022**

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#### **Responsibilities of governors**

As explained more fully in the governors' responsibilities statement, the governors 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 governors 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 governors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the governors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the Financial Statements**

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

A further description of our responsibilities for the audit of the Financial Statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://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 design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the Financial Statements. These included UK Companies Act and applicable tax laws; and
- do not have a direct effect on the Financial Statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the Financial Statements.

In common with all audits under ISAs (UK), we are required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the Financial Statements.
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and internal audit concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

## **Report on other legal and regulatory requirements**

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the governors' report for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements; and
- the governors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the governors' report.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the Financial Statements are not in agreement with the accounting records and returns; or
- certain disclosures of governors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit or
- the governors were not entitled to prepare the Financial Statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the governors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

### **Use of our report**

This report is made solely to the Company's governors, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's governors 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 Company and the Company's governors as a body, for our audit work, for this report, or for the opinions we have formed.



Jessica Hodges, ACA (statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom  
9<sup>th</sup> January 2023



**The Wellcome Trust Limited**  
**Income statement**  
**For the year ended 30 September 2022**

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	<b>Note</b>	<b>Year ended 30 September 2022</b>	<b>Year ended 30 September 2021</b>
		<b>£</b>	<b>£</b>
Turnover		935,866	966,922
Administrative expenses	2	(935,866)	(966,922)
<b>Result before taxation</b>		-	-
Tax on result		-	-
<b>Result for the financial year</b>		-	-

All amounts are derived from continuing activities. There are no gains and losses other than as shown above. Consequently, no separate Statement of comprehensive income has been prepared.

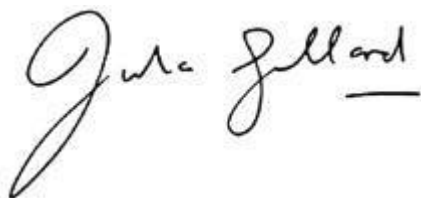
The notes on pages 10 to 11 form part of these Financial Statements.

**The Wellcome Trust Limited**  
**Statement of Financial Position**  
**As at 30 September 2022**

	Note	As at 30 September 2022 £	As at 30 September 2021 £
<b>Current assets</b>		-	-
<b>Net assets</b>		-	-
<b>Capital and Reserves</b>			
Called up share capital	9	-	-
Retained earnings		-	-
<b>Shareholders' funds</b>		-	-

The accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The Financial Statements on pages 8 to 9 were approved by the Board of Governors on 9 January 2023 and signed on its behalf by:



Ms Julia Gillard  
Chair  
9 January 2023

The Wellcome Trust Limited  
Company number 2711000

**The Wellcome Trust Limited**  
**Notes to the Financial Statements**  
**For the year ended 30 September 2022**

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**1. ACCOUNTING POLICIES**

**a) Statement of compliance**

The Company, a private company limited by guarantee, is incorporated in England in the United Kingdom under the Companies Act. The address of the registered office is given on page 12. The nature of the Company's operations and its principal activities are set out in the Governors' report on page 2.

The Financial Statements have been prepared on a going concern basis as well as in accordance with applicable UK law and UK accounting standards (UK Generally Accepted Accounting Practice), and in accordance with Section 1A of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102").

The functional and presentation currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

As permitted by Section 1A of FRS 102, the Company has elected not to prepare a statement of comprehensive income, statement of changes in equity and cash flow statement.

**b) Basis of preparation**

The Financial Statements have been prepared under the historical cost convention. The preparation of Financial Statements in conformity with FRS 102 requires the use of certain significant accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas of assumptions or significant estimates.

**c) Turnover**

Turnover represents management fees receivable from the Wellcome Trust to recover Governors' emoluments and other expenses incurred by the Company in carrying out its role as Trustee. Turnover is recognised in the income statement in accordance with the accruals concept.

**d) Expenditure**

Expenditure represents Governors' emoluments and other expenses incurred in the Company carrying out its role as Trustee. All expenditure is recognised in the profit and loss account in accordance with the accruals concept.

**The Wellcome Trust Limited**  
**Notes to the Financial Statements (continued)**  
**For the year ended 30 September 2022**

**2. ADMINISTRATIVE EXPENSES**

	<b>2022</b>	<b>2021</b>
	£	£
Governors' emoluments (see note 3)	846,210	885,442
Liability insurance	89,656	81,480
	<b>935,866</b>	<b>966,922</b>

**3. GOVERNORS' EMOLUMENTS**

	<b>2022</b>	<b>2021</b>
	£	£
Remuneration	755,146	816,164
Social security costs	91,064	69,278
	<b>846,210</b>	<b>885,442</b>

During the year, the highest paid Governor received total remuneration as Chair of £142,108 (2021: £106,581 highest total remuneration (paid to the Deputy Chair)).

There were no pension contributions or other benefits paid in respect of the Governors.

**4. EMPLOYEE INFORMATION**

There are no employees of the Company. The directors, known as Governors are officers of the Company.

**5. GOVERNANCE COSTS**

The audit fee payable to Deloitte LLP of £3,650 excluding VAT (2021: £3,270) was borne by the Wellcome Trust. The auditors' remuneration was solely in relation to the statutory audit of the Annual Report and Financial Statements of the Company.

**6. TAX ON RESULTS**

There is no difference between accounting and taxable results, so there is no provision required for deferred tax.

**7. RELATED PARTY TRANSACTIONS**

There are no related party transactions other than the management fees charged to the Wellcome Trust and included in turnover.

**8. COMPANY STRUCTURE**

The Company acts as the corporate Trustee of the Wellcome Trust.

**9. ULTIMATE PARENT UNDERTAKING & CONTROLLING PARTY**

The Company is limited by guarantee and has no share capital. There is no ultimate parent undertaking or controlling party.

**10. EVENTS AFTER THE END OF THE REPORTING PERIOD**

There have been no subsequent events requiring disclosure.

## **The Wellcome Trust Limited Administrative Details**

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### **Registered Company Number**

2711000

### **Registered Office**

Gibbs Building  
215 Euston Road  
London  
NW1 2BE

### **Governors**

Julia Gillard (Chair)  
Michael Ferguson (Deputy Chair resigned 31 December 2021)  
Arup Chakraborty  
Amelia Fawcett  
Richard Gillingwater  
Gabriel Leung  
Fiona Powrie (appointed Deputy Chair 1 January 2022)  
Cilla Snowball  
Elhadji Amadou Gueye Sy  
Ijeoma Uchegbu (appointed 15 November 2021)

### **Company Secretary**

Christopher Bird

### **Independent Auditor**

Deloitte LLP  
Statutory Auditor  
1 New Street Square  
London  
EC4A 3HQ

### **Bankers**

HSBC Bank plc  
31 Holborn Circus  
Holborn  
London  
EC1N 2HR

### **Annual Report and Financial Statements**

Copies of the *Annual Report and Financial Statements 2022* of the Wellcome Trust, are available from the Trust's website ([wellcome.org/what-we-do/reports](https://wellcome.org/what-we-do/reports)) or, on request, from the Company Secretary.