

Registered Company no: 08755461  
Registered Charity no: 1155246

**GARDEN BRIDGE TRUST**  
**(A Company Limited by Guarantee)**  
**REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED**  
**30 MARCH 2017**

THURSDAY



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21/06/2018  
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**GARDEN BRIDGE TRUST  
REPORT AND FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 MARCH 2017**

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TRUSTEES' REPORT  
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**Company and charity details**

Garden Bridge Trust is a registered charity numbered 1155246 and a company limited by guarantee numbered 08755461.

**Directors and charity trustees (the "Trustees")**

Lord Evan Mervyn Davies	(Chairman)
Julie May Carlyle	
Lucy Rebecca Dimes	
Stephen Fitzgerald	
Clare Foges	(resigned 28 November 2017)
James Murray Gouvenot Gardiner	(resigned 31 October 2016)
John Robert Heaps	
Andrew Simon Lowenthal	
Joanna Lamond Lumley	
Paul Dring Morrell	
Alistair Patrick Subba Row	
Roland Dacre Rudd	
Robert Marc Suss	(appointed 29 April 2016)

**Executive Director**

Bee Emmott

**Registered Office**

50 Broadway  
London  
SW1H 0BL

**Auditors**

Crowe Clark Whitehill LLP  
St Bride's House  
10 Salisbury Square  
London  
EC4Y 8EH

**Legal Advisors**

Bircham Dyson Bell  
50 Broadway  
London  
SW1H 0BL

Macfarlanes  
20 Cursitor St  
London  
EC4A 1LT

**Bankers**

Citi Bank  
Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB

Metro Bank  
One Southampton Row  
London  
WC1B 5HA

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**OVERVIEW FROM THE CHAIRMAN**

The Garden Bridge project was conceived as a public project for everyone that lives in or visits the capital. A unique place: a beautiful contribution to a green city, free to use and open to all. It would have brought significant transport, business and community benefits, evident in the offers of funds made by individuals, trusts and companies across the UK as well as in our partnerships with community organisations. It would have been a showcase for the best of British talent, sending a message to the world that London and the UK still lead the way in creativity, ambition and innovation.

Transport for London ("TfL") established the Garden Bridge project and was responsible for the initial phase of investment incurring £10.7m of cost. The Garden Bridge Trust ("the Trust") was subsequently set up to deliver the Bridge with a board of Trustees who gave their time and brought a vast depth of relevant experience.

During 2016/17, the Trust was able to discharge the majority of the remaining pre-commencement planning conditions; complete, or have ready to execute, the majority of third party agreements; attain a license for river works from the Marine Management Organisation; and agree detailed terms for the land needed for the south landing point of the Bridge. All this was achieved despite the uncertainty caused by external events beyond the control of the Trustees and consequent impact this uncertainty had on timelines and our ability to fundraise.

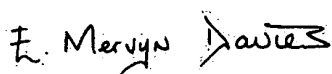
During the reporting period, such external events included a judicial review of a local council decision relating to the project; protracted negotiations with third parties; and a changing political climate including a new Mayor of London, the EU Referendum and the subsequent change in Government. The Government's support of the project was the subject of two separate external reviews: one undertaken by the National Audit Office ("NAO") and one (commissioned during the reporting period and published on 7 April 2017) by Dame Margaret Hodge at the request of the Mayor. In addition, the Charity Commission opened an operational compliance case in order to review the Trust and its governance. The findings of this case are published on the Commission's website, and recognise the Trustees' strategic leadership, engagement and financial management. All of these reviews inevitably created uncertainty and doubt that the project would happen. This created a climate which frustrated the project programme, thereby causing delay, and impacted on fundraising.

On 28 April 2017, the Mayor confirmed, in response to Dame Margaret's review, that he would not sign the guarantee for the annual maintenance costs of the Bridge that was a condition of the planning permissions. Following this, the Trust examined in detail all options available to it, including discussions with a potential benefactor who was keen to provide the required guarantee. The Trust also had further discussions with the Government. Unfortunately, all parties concluded that a public project in the heart of the capital could not go ahead without the support of the Mayor of London. The Trustees also recognised that, even if they could proceed, the time required to secure alternative guarantors satisfactory to the planners and to remobilise the project would lead to significant programme delay, rendering it unviable.

With great regret, the Trustees subsequently passed a resolution to wind up the project and made a public announcement to that effect on 14 August 2017.

The Trust is consequently no longer a going concern, is unable to pursue its charitable objectives, and is, guided by professional advice, in the process of working towards an orderly closure. Based on all the information available today, the Trustees have regularly reviewed and confirmed their consideration of the reasonable prospects of a solvent wind-up and are working closely with TfL to draw down on the underwriting agreed with Government, in respect of certain costs associated with the closure.

I remain grateful to and would like to thank our donors and supporters, who gave us unstinting help and support along the way.



**Lord Mervyn Davies, Chairman, Garden Bridge Trust**

# **GARDEN BRIDGE TRUST TRUSTEES' REPORT FOR THE PERIOD ENDED 30 MARCH 2017**

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## **INTRODUCTION**

The Trustees present their third report for the period ended 30 March 2017 under the Charities Act 2011 and the Companies Act 2006. This document includes the Directors' Report and Strategic Report under the 2006 Act, and the audited financial statements for the period. The year-end has been reduced by 1 day from 31 March 2017 to 30 March 2017.

Because the Trust is in the process of winding up, these financial statements and any subsequent financial statements will not be prepared on a going concern basis and will have to take account of the final liabilities of the Trust and the funds that will be available to settle them. This means that the accounts for the period ended 30 March 2017 reflect more than the transactions during the year and the assets and liabilities at the period end.

Trustees have now identified all known liabilities as a result of the decision to wind up the Trust and made provision for winding up. The accounts include these liabilities along with the resultant drawdown on underwriting from TfL under the Government guarantee agreed with Government/TfL, and the final cost of the winding-up process.

Throughout the period since the decision to wind up, the Trustees have continued to monitor the Trust's financial position carefully and have engaged professional advisors in respect of the planned closure of the Trust, who are working closely with the Trust to assist the Trustees through the closure process.

The Trustees continue to focus on an orderly wind-up, working closely with TfL to conclude matters as quickly as possible. It is difficult to provide an exact timescale, but the Trustees hope to conclude matters within the next two months and will then publish a closing statement.

## **OUR OBJECTS**

The objects for the Trust as set out in the Articles of Association are:

- to provide and maintain a garden-style footbridge spanning the River Thames (the Garden Bridge);
- to promote, for the benefit of the public at large, and those living and working in Greater London the provision of facilities on the Garden Bridge and the surrounding area, for recreation, relaxation or other leisure-time occupation in the interests of social welfare and with the object of improving the condition of life of the said individuals;
- to promote for the benefit of the public the environmental protection, conservation and improvement of the physical and natural environment, including the promotion of plant conservation, horticulture, arboriculture and associated sciences on the Bridge and the surrounding area; and
- to advance public education, training and retraining, with regards to horticulture, arboriculture and associated sciences and the history, culture and architecture of London.

## **OUR AIMS**

The Garden Bridge project was a simple idea - a new garden bridge across the River Thames, connecting the north and south banks. The Trust was set up with a mission to turn this idea into a reality, responsible for fundraising and delivery of the project. The Trust would also have been responsible for the operation and maintenance of the Bridge in the long term, safeguarding the future of both Bridge and garden as a public asset.

## **STRUCTURE, GOVERNANCE AND MANAGEMENT**

### **Governing document and membership**

The Trust is a UK registered charity (charity number 1155246) and a company limited by guarantee (company number 08755461) that was established on 30 October 2013, to deliver the Garden Bridge. The Trust was registered as a charity on 8 January 2014. The governing documents of the Trust are its

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## **Governing document and membership (continued)**

Memorandum and Articles of Association which were amended by special resolution on 20 December 2013 and 17 March 2015. It is governed by a Board of Trustees.

The Board's work included setting strategic direction and agreeing financial objectives, as well as agreed charitable objectives and ensuring that all the Trust's activities are within UK law.

During this period, the Board acted on advice and information from regular meetings with the Executive of the Trust. The Chairman of the Board worked closely with the Executive Director and senior management team on a day-to-day basis, and with other Trustees, focusing on particular aspects of the Trust's operations, to maximise the support they could give.

The Trustees are subject to fixed terms of office and appointment or re-appointment according to procedures set out in its Articles of Association. No Trustee shall serve for a consecutive period of more than six years without the approval of a two-thirds majority of the Trustees.

A review of the Board's skill-set is carried out at regular intervals and additional Trustees are appointed following consultation with the Chairman and other stakeholders. An induction programme is carried out for each new Trustee, covering all aspects of the role and the organisation.

Garden Bridge Trading Limited is the Trust's wholly owned subsidiary, and a separately registered company (number 09172071). Garden Bridge Trading Limited carried out non-charitable trading activities to raise funds for the work of the Trust.

## **Governance, organisational structure and decision-making process**

### **Chairman and Trustees**

The Chairman of the Trust is Lord Mervyn Davies.

The Board comprises a further ten Trustees, including Joanna Lumley, whose idea inspired the Bridge. The Trustees bring a diverse range of complementary skills to the project. Clare Foges resigned on 28 November 2017. A full list can be found on page 1.

Prior to the establishment of the Trust, TfL had initiated the project and its design, and continued to oversee the initial stages of design, development management and applications for the planning permissions necessary to build the Bridge until the Trust assumed full control. The planning permissions were subject to many conditions that had to be discharged prior to the commencement of construction and this had a bearing on how the work was procured and managed.

Since the Mayor announced in April 2017 that the necessary operation and maintenance guarantee would not be provided and the Trustees' subsequent decision to terminate the project and wind-up the Trust, the Trustees focus has been on an orderly wind-up, closing the operation, terminating third party contracts and minimising expenditure to the fullest extent possible.

### **Committees**

The Board has five committees:

- The Finance and Audit Committee oversees financial planning and control and risk management as well as the external audit.
- The Development Committee, which was responsible for oversight of the fundraising strategy.
- The Communications Committee has been tasked with managing communications with the public and key stakeholders.
- The Project Delivery Committee, which was responsible for the delivery of the project.
- The Maintenance and Operations Committee, which was responsible for the anticipated on-going maintenance and operation of the Bridge.

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**Committees (continued)**

The day-to-day running of the Trust was delegated to the Executive Director who was supported by the Senior Management Team and together this group were the key management personnel of the Trust. The key management personnel during this period included the Executive Director, Finance Director, Director of Development and Programme Director. There is also a Core Management Group comprising of the Chairman, Vice Chairman, the Chair of the Audit Committee, and one other Trustee as well as the Senior

Management Team. This group meets regularly and has delegated authority from the Board of Trustees to make decisions on a day-to-day basis. The Executive Director and Finance Director attend all meetings of the Core Management Group and the Senior Management Team attend all Board meetings.

**Trading Subsidiary**

Garden Bridge Trading Ltd, is the Trust's wholly owned trading subsidiary ("the Trading Subsidiary"). Its principal purpose was to raise funds for the Charity and all profits were donated under Gift Aid. Four of the five Directors of the Trading Subsidiary are independent to the Trustees of the Trust.

The principal activity of the Trading Subsidiary during 2016/2017 was the licensing of the name and logo of the Trust for use in corporate sponsorship agreements.

During the period, the Trading Subsidiary performed certain activities assisting the Trust to secure funding. The Trading Subsidiary secured certain funding amounting to £4,320,000 which given the decision to wind up the Trust and its Trading Subsidiary, is to be returned to the funders in accordance with the terms of the agreements with them. As such, the consolidated accounts and the accounts of the Trading Subsidiary include these as liabilities.

**Related parties**

An internal conflict of interest policy and register of interest are in place, which require declaration of interest submissions completed by all Trustees of the Trust, Directors of the Trading Subsidiary and senior management. Trustee meeting policy, is that should Trustees have an interest in the matter under discussion, they will declare that interest and absent themselves from these discussions and decisions.

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## **STRATEGIC REPORT**

### **External reviews**

During the reporting period there were a number of reviews conducted of the project. This created enormous uncertainty surrounding the project which made it difficult for the Trustees to secure new funding or execute the programme.

The NAO announced a review of the Department for Transport's ("DfT") allocation of money following complaints from opponents to the project. This report was published in October 2016.

In October 2016, the Mayor commissioned Dame Margaret Hodge to undertake a review into procurement and value for money associated with the public-sector funding of the Bridge. This was the main contributing factor to uncertainty that surrounded the project and directly impacted our ability to execute the project programme and to raise private sector funds. The report was published in April 2017, after the reporting period.

The Charity Commission opened an operational compliance case in relation to the Trust in the summer of 2016 focusing on the level of governance, financial conduct and Trustee engagement and oversight, following complaints from opponents of the project. Trustees provided their full cooperation and the resulting report was very positive, acknowledging the Trustees' strategic leadership, engagement, financial management and confirming that they were meeting their duties and acting in compliance with charity law.

### **Contractors**

Following a successful tender process undertaken in 2014 and 2015, the Joint Venture between Bouygues Travaux Publics and Cimolai was appointed in April 2015 as the main contractor to build the Bridge. During May to September 2015, the Joint Venture worked with the Trust's design lead, London-based global engineering group Arup, to finalise the detailed design required to begin construction.

In February 2016, the Trustees awarded the main construction contract to the Joint Venture, which enabled the Trust to secure the committed team, as well as a viable programme and price. This also enabled the Joint Venture to be engaged in third party stakeholder dialogue as required, develop relationships with key parties and progress the detailed design and enabling works. The design and construction contract between the Trust and the Joint Venture included provisions should the contract need to be terminated at any time prior to the start of construction, bearing in mind there still remained hurdles to overcome at that stage, as for any major project.

By June 2016, the Joint Venture had worked with the Trust's consultants to complete the detailed design, planning and enabling work required to begin construction, and was in a position to begin large-scale procurement and fabrication of the Bridge.

However, on 1 July 2016 the Trustees took the prudent decision to put the contractor and consultants on standby, to allow the land negotiations to be concluded and the operation and maintenance guarantee to be obtained before further commitments to construction were made.

Following the decision at the end of April 2017 not to provide the guarantee and eventually unsuccessful discussions with an alternative guarantor, the notice of determination of the construction contract was served by the Trust on 14 August 2017, thereby triggering discussions with the contractor on costs due to them at termination under the terms of the contract. Work to determine the final amount due has formed part of the Trust's on-going winding up process and has been a particular focus of the Trustees' attention, mindful of the impact of this on total cost. This has been a factor in the Trustees decision to work towards an orderly wind-up rather than putting the Trust and its subsidiary immediately into voluntary liquidation. Given the discussions with the contractor, the Trustees have been unable to produce accounts providing a true and fair view until those discussions have reached their conclusion - as they now have. The liabilities agreed with the contractor have been included as part of the winding up costs of the Group and are within note 4 to the accounts.



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**Planning and Property**

With most of the pre-commencement planning conditions discharged in Westminster and more approvals gained in Lambeth during the period, the Trust continued to work with the local authorities to determine the detail of obligations the Trust would be required to discharge under Section 106 agreements. These legal agreements to be entered into between the Trust and local authorities were a pre-condition to implementing the planning permissions but could be completed only when the Trust had the necessary land interests.

The majority of third party agreements were also completed or were in an advanced state of negotiation in readiness to execute once land agreements were in place; and during the reporting period, the Marine Management Organisation granted a license for river works.

In June 2016 an application for a Judicial Review of Lambeth Council's decision to vary the land lease with Coin Street Community Builders was made. Although Lambeth fought and won the case, it nonetheless resulted in progress on land matters being suspended.

However, by early 2017, the Trust had agreed detailed heads of terms with Coin Street Community Builders for the land required for the south landing of the Bridge. As a freeholder, Lambeth Council was also required to agree to changes to the head lease relating to this land. In late 2016, Lambeth Council took the position that they would not expend resources on land negotiations until receiving confirmation that the operations and maintenance guarantee would be provided. Lambeth indicated their readiness to work to a programme that enabled the project to proceed, subject to the issue of the guarantee being confirmed, but it was not possible to progress this matter without a decision on the guarantee.

**Funding**

During the period up to the point at which the decision to cease was made, The Trust continued the capital campaign to raise the funds required to build the Bridge. The Trust had received funds or pledges amounting to £129m towards the total cost of the project, including £60m of public funding from the DfT and TfL, £20m of which was to be treated as a loan repayable to TfL. The non-public funding was from a variety of sources including from trusts, foundations, corporates and individuals.

The aim was for the Trust to continue to focus on securing major gifts with the aim of closing the gap on the overall capital target. The intention was that once the capital campaign was completed, the Trust would launch an Endowment Fund in order to secure funds for the on-going operations and maintenance of the Bridge with that being in place by the time the Bridge opened. The Trustees had already received a substantial pledge towards this.

Given the continuing uncertainties beyond their control, the Trustees requested the provision of an underwriting by Government/TfL to cover potential termination liabilities, specifically the requirement to return donated funds in the event of the project not proceeding. In September 2016 the Trust was granted an underwriting by DfT of up to £9m.

The Trustees had developed an Operations and Maintenance Business Plan (OMBP) for the first five years of the Bridge. This included a range of revenue streams that would generate income to cover the operational costs of the Garden Bridge from the moment it opened. Further refinement of the OMBP was undertaken in 2016/17, including an independent peer review of the Trust's approach, which confirmed the plan was robust. The Mayor's office hosted an 'all party' presentation of the Business Plan on 20 April 2017 which was designed to pave the way for a decision on the guarantee. The OMBP was positively received, with all parties agreeing it was robust, subject to further refinement.

During the period to 30 March 2017, the Group received income of £3,937,494.

However, the decision to terminate triggered the obligation to repay certain donations and funds received which were subject to restrictions that had been imposed by the funder/donor. The Trustees had throughout the fundraising campaign taken legal advice to ensure that they fully understood the restrictions associated with the funds required by law. Since the decision to terminate, the Trustees with advice from the Trust's lawyers have carefully considered which funds should be returned. These sums have been accounted for in these accounts and are disclosed in note 3 of the accounts and total £7,015,035.

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**Youth Engagement, Collaboration and Partnerships**

During the period, the Youth Board of around 40 local students from both Lambeth and Westminster Councils continued to meet to gain an understanding of career opportunities in, for example, engineering, design and horticulture that infrastructure projects offer.

The Trust's formal partnership with Oasis Academy in Lambeth continued, where it funded delivery of a garden at their Oasis Farm project. The Trust's partnership with the charity Connection, at St Martin-in-the-Fields, and with Westminster City Council to establish a horticulture and gardening programme for homeless and long-term unemployed people in Westminster also continued.

Since the decision to wind up the Trust, the partnership agreements have necessarily been terminated.

**Review of Activities since the period end**

In April 2017, the Mayor published the conclusions of Dame Margaret Hodge's review of procurement and value for money associated with the public-sector funding of the project. This was followed by the unheralded decision not to provide the necessary operations and maintenance guarantee, without which the Bridge could not be built.

Following this, the Trust examined in detail all options available to it, including discussions with a potential benefactor who was keen to provide the required guarantee, subject to discussions with City Hall. The Trustees also had further discussions with the Government. Unfortunately, following those further discussions, the benefactor concerned and the Trustees all concluded that they could not proceed.

The Trustees therefore, reluctantly, took the decision to bring the project to a close. A resolution to wind up the project was made and a public announcement to that effect issued on 14 August 2017. The Trust is no longer a going concern and is in the process of working towards an orderly closure. Following the decision to close the project, the Trustees continue to mitigate any potential risks, managing the orderly wind-up themselves, with assistance from certain key consultants and former employees working on a contractual basis and taking professional advice as necessary, through to the point at which a liquidator will be appointed to conclude the process with all major issues resolved.

Subject to the significantly reduced level of expenditure required for the closure process, the Trust's liabilities and assets are known; and the Trustees have, since the decision to close the Trust, regularly restated that to the best of their knowledge and belief the Trust is solvent, and that closure will be by means of a solvent liquidation process.

Given the decision to terminate, the Trustees have decided to prepare these statements on a basis other than on a going concern basis. As there is no guidance provided in accounting standards of an alternative basis and how that might differ from the going concern basis, the Trustees have, sought to apply accounting policies bearing in mind the Trust's own specific circumstances that will result in the most relevant and reliable financial information. Note 2 to the accounts states the policies which were adopted.

**Public Benefit**

The Trustees confirm that they have complied with their duty as per the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission in determining the activities undertaken by the Trust.

**Risk management and internal control**

The key risk category during this period was the impact of the various external reviews and potential outcomes on fundraising and the viability of the project. More specifically, the major uncertainty that remained during this period was confirmation that the maintenance and operations guarantee, that the previous Mayor had committed to, would be ratified. The Trustees requested confirmation that this would be forthcoming, and the Mayor advised that this would be subject to a review of the Trust's Operations and Maintenance Business Plan.

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**Risk management and internal control (continued)**

The Trustees were also sensitive to the risk that the Dame Margaret Hodge review may make a recommendation for the Project to be halted.

Another risk during the period was reaching agreement with Coin Street Community Builders regarding the South Landing land and building design, including settlement of terms between Lambeth as freeholder and Coin Street Community Builders as leaseholder. However, during this period the Trust and Coin Street Community Builders underwent intense negotiations and by early 2017 had reached detailed Heads of Terms between the parties.

Finally, this period also included a judicial case review of Lambeth Council's decision to vary the terms of Coin Street Community Builders' head lease and enable them to enter into an underlease with the Trust as required in order for the Bridge to be delivered. This judicial review was fought and won by Lambeth Council but in late 2016, Lambeth took the position that they would not expend resources on land negotiations without confirmation that the operations and maintenance guarantee would be issued.

During the period ending March 2017, the senior management and the Trustees continually identified the major risks that could affect the Trust's work and put in place controls to manage these risks wherever possible.

**Key controls included:**

- Established organisational and governance structure and reporting lines.
- A formal agenda and minutes for meetings of the Trustees.
- Regular meetings of Trustees and relevant Board Committees.
- Weekly Trustee updates from the Executive Director.
- A formal risk assessment updated and reviewed by Trustees on a regular basis.
- Rolling cash forecasts, weekly review, funding pipeline, constant monitoring of contingent liabilities.

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**Risk management and internal control (continued)**

The Trustees recognise that systems can only provide reasonable, and not absolute, assurance that major risks are being adequately managed. The Trustees confirm that the major risks to which the Trust was exposed were identified by the Trustees and were reviewed, and they were satisfied that systems or procedures had been established to manage those risks.

The majority of these risks fell away with the decision to terminate the project and wind up the Trust as these risks related to delivery of the Garden Bridge and active management by the Trust of key hurdles to be cleared prior to the commencement of construction.

Following the decision to terminate, and as the Trust moves towards closure, the remaining risk would relate to solvency, which in turn depends upon the liabilities of the Trust falling below cash balances still held and the £9m limit of the underwriting agreed with Government/TfL. The Trustees have closely monitored risks in relation to finalising all liabilities and have made significant progress in this over the months following the decision to terminate. As appropriate in these circumstances, the Trustees have reviewed and confirmed their consideration of the reasonable prospects of a solvent wind-up on a regular basis.

As above, subject to continuing expenditure required for the closure process, the Trust's liabilities are known and prudent provision has been made for contingencies.

**FINANCIAL REVIEW**

Following the decision to wind up the Trust, Trustees have focused their attentions on managing an orderly wind-up, identifying and agreeing termination liabilities and minimising further expenditure. The Trust expects to be able to deliver a solvent wind-up over the next two months.

The accounts are found on pages 15-31. They comprise the consolidated results of the Garden Bridge Trust and its trading subsidiary for the period ended 30 March 2017. For the reasons set out earlier, the Trustees considered that it is not appropriate to prepare the accounts on the going concern basis.

The Consolidated Statement of Financial Activities on page 15, reflects revenue adjustments in the year reflective of monies contractually due to donors now that the wind-up decision has been made. Revenues also reflect the estimated receipts from TfL of £4,959,150 which is the drawdown amount ascertained as at the date of preparation of the accounts. Allowing a contingency for amounts not ascertained, for estimated figures for continuing expenditure required for closure, and the possibility of unlodged claims, the best estimate of the Trustees is that the call against the £9m underwriting facility will not exceed £5.5m.

Trustees have reviewed both supplier and funder agreements to minimise the final contractual liability which is now in the latter stages of negotiation. Current liabilities to be settled post 30 March 2017 of £9,096,705 are shown within the balance sheet. These combined with Trust cash resources result in the estimated drawdown of £4,959,150 against the guarantee included within the financial statements.

During the period, the Trust are reporting income of £1,811,609 (net of amounts due to donors and sponsors) and expenditure of £17,446,815 in relation to operational activities plus wind-up adjustments.

**RESERVES POLICY**

Prior to the Trustees having to make the decision to terminate the project and wind up the Trust, its Group reserves policy was to raise sufficient funds to enable the Bridge to be built and to fund the ongoing maintenance while ensuring that sufficient funds existed to meet all existing and contingent liabilities. The Trust expected to achieve its remaining fundraising target in accordance with its fundraising forecasts. In addition, it aimed to raise a further £15 million expendable endowment fund to secure funding towards the maintenance and repair of the Garden Bridge.

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### **RESERVES POLICY (continued)**

Now that the Trust has taken the decision to terminate the project and wind up the Trust, its policy and a specific focus is to ensure that sufficient funds exist to meet all its potential liabilities thus ensuring an

orderly and solvent wind-up takes place. As already explained, the Trust is now very close to finalising these liabilities and retains sufficient cash reserves which, combined with contractual underwriting from the DfT, will enable the Trust to settle its liabilities in full.

### **REMUNERATION POLICY**

The Garden Bridge Trust operates with clear governance and transparency regarding its employee remuneration. It established a committee Chaired by the Chair of Trustees to consider overall remuneration packages for its employees and consider any proposed changes in advance of reporting back to the main Board. Its approach on remuneration has been to establish sustainable packages, aimed at attracting and securing appropriate individuals for the duration of the project.

As already explained a resolution was passed to wind up the Trust and its subsidiary and a public announcement was made in August 2017. This therefore meant that the Trust gave notice to vacate its premises and all employees were made redundant. However, it has been necessary to continue to work with some of the Trust's previous employees on a contractual basis to assist the Trustees in the orderly wind-up of the Trust. Their costs, as with all other costs to termination, are included within these accounts. For the purposes of clarity, the disclosures with regard to employees and senior management team include all payments made to these individuals whether directly employed by the Group and where their services were provided under contract.

### **STATEMENT OF TRUSTEES' RESPONSIBILITIES**

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

Under the Companies Act 2006, the Trustees 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 Trust, and the group and of the incoming resources and application of resources, including the income and expenditure, of the Trust and group for that period.

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

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going-concern basis unless it is inappropriate to presume that the Trust will continue to operate. See below.

The Trustees are responsible for keeping proper accounting records that are sufficient to show and explain the Trust's and group's transactions and disclose with reasonable accuracy at any time the financial position of the Trust and group 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 Trust and taking reasonable steps for the prevention and detection of fraud and other irregularities. The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on the Trust's website.

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**FINANCIAL STATEMENTS NOT PREPARED ON THE GOING CONCERN BASIS**

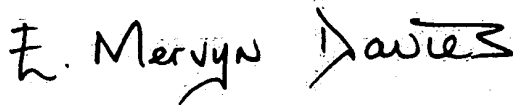
The Trust and its subsidiary have made the decision to cease operating for the reasons referred to in this report and while the company remains solvent, the Trustees consider it inappropriate to prepare the financial statements on a going concern basis. The impact of this approach is:

- at 30 March 2017 all fixed assets are considered to have zero realisable value and are fully written down
- all assets have been disclosed at values at which they are expected to be realised
- all liabilities reflect the full amount at which they are expected to crystallise
- wind-up liabilities have been included at agreed levels or at best estimates where amounts are still being determined
- wind-up assets have been included representing the amount of underwriting required to settle all liabilities net of available cash balances

**DISCLOSURE OF INFORMATION TO AUDITORS**

As far as each of the Trustees of the Trust at the date of approval of this report is aware, all relevant audit information (information needed by the Trust's auditor in connection with preparing the audit report) has been shared with the Trust's auditor. Each Trustee has taken all the steps that he/she should have taken as a trustee in order to make himself/herself aware of any relevant audit information and to establish that the Trust's auditors are aware of that information.

This Annual Report, prepared under the Charities Act 2011 and the Companies Act 2006, was approved by the Board of Trustees of Garden Bridge Trust on 17<sup>th</sup> June 2018, including in the capacity as company directors approving the Strategic Report contained therein, and is signed authorised on its behalf by:



Lord Mervyn Davies

Chairman

17 June 2018

## **Independent Auditor's Report to the Members of Garden Bridge Trust**

We have audited the financial statements of Garden Bridge Trust for the period ended 30 March 2017 which comprise the Group Statement of Financial Activities, the Group and Charitable Company Balance Sheets, the Group Cash Flow Statement and the related notes numbered 1 to 16.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland, (United Kingdom Generally Accepted Accounting Practice). The financial statements have not been prepared on the going concern basis.

This report is made solely to the charitable company's members, 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 charitable company's members 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 charitable company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### **Respective responsibilities of trustees and auditor**

As explained more fully in the Statement of Trustees' Responsibilities, the trustees (who are also the directors of the charitable company for the purpose of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the charitable company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the trustees; and the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Strategic report and the Trustees' Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies, we consider the implications for our report.

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the group and the charitable company's affairs as at 30 March 2017 and of the group's incoming resources and application of resources, including its income and expenditure, for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Emphasis of matter – financial statements not prepared on the going concern basis**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures in note 2 of the financial statements which explains why the Trustees made the decision to cease trading and, although the Trust remains solvent, they consider it inappropriate, therefore, to prepare the financial statements on the going concern basis.

Note 2 explains the adjustments that the Trustees have made in light of their decision not to prepare the financial statements on the going concern basis.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and the Trustees' Annual Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- the parent charitable company has not kept adequate accounting records; or
- the parent charitable company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

*N. Hashemi*

Naziar Hashemi

Senior Statutory Auditor

For and on behalf of

**Crowe Clark Whitehill LLP**

Chartered Accountants and Statutory Auditors  
London, United Kingdom

**Date** 21 June 2018



**GARDEN BRIDGE TRUST**  
**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**  
*(Incorporating an Income and Expenditure Account)*  
**FOR THE PERIOD ENDED 30 MARCH 2017**

	<b>Notes</b>	<b>Unrestricted Funds £</b>	<b>Restricted Funds £</b>	<b>Total 2017 £</b>	<b>Total 2016 £</b>
<b>INCOME</b>					
Donations	3	(26,622)	(3,061,745)	<b>(3,088,367)</b>	39,187,121
TfL	7	4,959,150	-	<b>4,959,150</b>	-
Investment income		10,591	235	<b>10,826</b>	9,195
<b>TOTAL INCOME</b>		<b>4,943,119</b>	<b>(3,061,510)</b>	<b>1,881,609</b>	<b>39,196,316</b>
<b>EXPENDITURE</b>					
<b>Cost of raising funds</b>					
Fundraising activities		-	722,907	<b>722,907</b>	1,760,444
<b>Charitable activities</b>					
Pre-Construction Costs		6,918,869	7,464,830	<b>14,383,699</b>	26,253,055
Operational		-	630,093	<b>630,093</b>	615,078
		6,918,869	8,817,830	<b>15,736,699</b>	28,628,577
<b>Closure costs</b>	4	<b>1,710,116</b>	-	<b>1,710,116</b>	-
<b>TOTAL EXPENDITURE</b>	4	<b>8,628,985</b>	<b>8,817,830</b>	<b>17,446,815</b>	<b>28,628,577</b>
<b>Net movement in funds</b>		<b>(3,685,866)</b>	<b>(11,879,340)</b>	<b>(15,565,206)</b>	10,567,739
<b>Funds brought forward</b>		<b>3,689,281</b>	<b>11,879,340</b>	<b>15,568,621</b>	5,000,882
<b>FUNDS CARRIED FORWARD</b>	11	<b>3,415</b>	-	<b>3,415</b>	<b>15,568,621</b>

The comparative figures for each fund are shown in note 10 to the financial statements.

The notes on pages 18 to 31 form part of these financial statements.

**GARDEN BRIDGE TRUST  
BALANCE SHEETS  
AS AT 30 MARCH 2017**

Company Registration Number: 08755461	Notes	<b>Group 2017 £</b>	<b>Charity 2017 £</b>	<b>Group 2016 £</b>	<b>Charity 2016 £</b>
<b>FIXED ASSETS</b>					
Tangible fixed assets	6	-	-	144,994	144,994
<b>CURRENT ASSETS</b>					
Debtors					
Amounts falling due after one year	7	-	-	2,199,000	2,199,000
Amounts falling due within one year	7	6,933,747	5,902,442	4,085,469	4,740,010
Cash at bank and in hand		6,907,774	3,639,374	16,116,990	13,756,667
		<b>13,841,521</b>	<b>9,541,816</b>	<b>22,401,459</b>	<b>20,695,677</b>
<b>CREDITORS: amounts falling due within one year</b>	8	<b>(13,838,106)</b>	<b>(9,541,816)</b>	<b>(6,977,832)</b>	<b>(5,272,052)</b>
<b>NET CURRENT ASSETS</b>		<b>3,415</b>	<b>-</b>	<b>15,423,627</b>	<b>15,423,625</b>
<b>NET ASSETS</b>		<b>3,415</b>	<b>-</b>	<b>15,568,621</b>	<b>15,568,619</b>
<b>FUNDS</b>					
Restricted	10	-	-	11,879,340	11,879,340
Unrestricted		3,415	-	3,689,281	3,689,279
	11	<b>3,415</b>	<b>-</b>	<b>15,568,621</b>	<b>15,568,619</b>

The net expenditure for the financial year dealt with in the financial statements of the parent charitable company was £Nil (2016: £10,567,739).

Approved by the Trustees and authorised for issue on 17 June 2018 and signed on their behalf:

*E. Mervyn Davies*

Lord Mervyn Davies  
Chairman

The notes on pages 18 to 31 form part of these financial statements.

**GARDEN BRIDGE TRUST**  
**CONSOLIDATED CASH FLOW STATEMENT**  
**FOR THE PERIOD ENDED 30 MARCH 2017**

	Period ended 30 March 2017 £	17 period ended 31 March 2016 £
<b>Cash flows from operating activities (Note A)</b>		
Net cash (used in)/provided by operating activities	(9,220,042)	15,425,135
<b>Cash flows from investing activities</b>		
Investment income	10,826	9,195
Purchase of fixed assets	-	(143,258)
<b>Net cash provided by/(used in) investing activities</b>	<b>10,826</b>	<b>(134,063)</b>
Change in cash and cash equivalents in the reporting period	(9,209,216)	15,291,072
Cash equivalents at the beginning of the reporting period	16,116,990	825,918
<b>Cash and cash equivalents at the end of the reporting period</b>	<b>6,907,774</b>	<b>16,116,990</b>

**NOTES TO CASHFLOW STATEMENT**

**A. RECONCILIATION OF CASH FLOWS FROM OPERATING ACTIVITIES**

	2017 £	2016 £
Net (expenditure)/income for the reporting period (as per the Statement of Financial Activities)	(15,565,206)	10,567,739
Adjustments for:		
Depreciation	71,091	68,217
Investment income	(10,826)	(9,195)
Loss on disposal of fixed assets	73,902	-
Decrease/(Increase) in debtors	(649,277)	(2,008,720)
Increase in creditors	6,860,274	6,807,094
<b>Net cash (used in)/provided by operating activities</b>	<b>(9,220,042)</b>	<b>15,425,135</b>

**B. ANALYSIS OF CASH AND CASH EQUIVALENTS**

	At 30 March 2017 £	At 31 March 2016 £
<b>TOTAL CASH AND CASH EQUIVALENTS</b>	<b>6,907,774</b>	<b>16,116,990</b>

**GARDEN BRIDGE TRUST  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 MARCH 2017**

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**1. CHARITY INFORMATION**

Garden Bridge Trust is a charitable company limited by guarantee incorporated in England (company number 08755461, charity number 1155246) and is a public benefit entity. Its registered office is 50 Broadway, London, SW1H 0BL.

**Structure**

Garden Bridge Trust is the ultimate parent company. It has one subsidiary: Garden Bridge Trading Limited. Garden Bridge Trust owns the whole of the share capital of the Garden Bridge Trading Limited, a company registered in England and Wales, number 09172071. The consolidated financial statements incorporate the results of Garden Bridge Trust and Garden Bridge Trading Limited using the line by line basis.

The main activity of the Trading Company was licensing of the name and logo of the charity for use in corporate sponsorship agreements.

The Trust has taken exemption from presenting its unconsolidated profit and loss account under section 408 of Companies Act 2006.

**2. ACCOUNTING POLICIES**

The principal accounting policies are summarised below. The accounting policies adopted for the preparation of the statements to 30 March 2017 have been changed from that which was applied in the preceding period to reflect the Trust's own unique circumstances. These have been explained below.

**Basis of accounting**

The financial statements have been prepared under the historical cost convention, in accordance with UK Accounting Standards, including FRS 102, The Financial Reporting Standards applicable in the UK and Republic of Ireland, the Charities SORP (FRS102) and the Companies Act 2006.

**Financial statement not prepared on the going concern basis**

As explained in the Trustees' Report, in late April 2017, the Mayor wrote to the Trust stating that he was not prepared to sign the guarantee for the annual maintenance costs of the Bridge, a condition of planning consent. Trustees subsequently passed a resolution to wind up the project and made a public announcement to that effect on 14 August 2017. The Trust is no longer a going concern and is in the process of working towards an orderly closure. As such, the Trustees have decided to prepare these statements on a basis other than on a going concern basis. As there is no guidance provided in accounting standards of an alternative basis and how it might differ from the going concern basis, the Board have sought to choose accounting policies bearing in mind the Trust's own specific circumstances that will result in the most relevant and reliable financial information. In summary:

- All assets have been disclosed at values at which they are expected to be realised.
- All liabilities reflect the full amount at which they are expected to crystallise.
- The statements include an estimate of that which in the view of the Trustees' is deemed recoverable in relation to debtors and accrued income.
- These statements include an estimate of the write back of amounts previously accrued or accounted for as income from sponsors/donors or funders which are now repayable in light of the decision to close down the Trust.
- These statements include income earned by the group since the year end.
- Wind-up liabilities have been included at agreed levels or at best estimates where amounts are still being determined.

**GARDEN BRIDGE TRUST  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 MARCH 2017**

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**2. ACCOUNTING POLICIES (CONTINUED)**

**Income recognition**

Income is included when the Trust is legally entitled to the income, there is reasonable probability of receipt (post adoption of FRS102) and the amount can be measured with reasonable accuracy.

Donations and similar income are recognised as income when the conditions for their receipt have been met.

Grant income is accounted for as the Trust earned the right to consideration by its performance. Where the grant was received in advance of performance its recognition was deferred and included in creditors. Where entitlement occurred before the grant was received, it was accrued in debtors.

Amounts are included for gifts in kind or for donated services. No amounts are included for services donated by volunteers. Donated services and gifts in kind to the Trust are recognised as income where the benefit to the Trust is reasonably quantifiable and measurable. They are valued at open market value, i.e. what it would have cost the charity to acquire the same or similar products or services on the open market. An equivalent amount is also included as either expenditure under the appropriate heading in the Statement of Financial Activities, or capitalised as fixed assets in the Balance Sheet. Amounts that cannot be reasonably quantified and measured are excluded from the Statement of Financial Activities.

The statements include an estimate of that which in the view of the Trustees' is deemed recoverable in relation to debtors and accrued income. This includes an estimate of what is receivable from Transport for London representing the amount of underwriting required to settle all liabilities net of available cash balances. These statements include an estimate of the write back of amounts previously accrued or accounted for as income from funders which are now repayable in light of the decision to close down the Trust.

**Expenditure**

Expenditure is recognised on an accruals basis when a liability is incurred. This has been adjusted to include the Trustees' best estimate of contractual commitments which have become onerous because of the decision to cease trading or to liquidate the Trust as well as a provision for the Trustees' best estimate of wind-up liabilities as well as inclusion of all expenditure and liabilities to date even where a commitment did not exist at 30 March 2017.

Expenditure includes any VAT which cannot be fully recovered and is reported as part of the expenditure to which it relates.

Cost of raising funds are those costs incurred in attracting voluntary income.

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

Support costs have been allocated to the expenditure categories based on the management's estimate of the proportion of time and resources consumed by each of the key activities of the Trust.

**GARDEN BRIDGE TRUST  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 MARCH 2017**

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**2. ACCOUNTING POLICIES (CONTINUED)**

**Fund Accounting**

These statements represent the total funds of the group. Unrestricted funds are funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Trust. Restricted funds are subject to specific restrictions imposed by the donors and are only available to be used for the specific purposes for which they were given. These funds have been accounted for separately by the Trustees who understand and have sought and received legal opinion on the repayment of amounts to funders as a result of the decision to cease activities. These statements include the adjustments necessary in this respect.

**Taxation**

Garden Bridge Trust, as a registered charity, is exempt from taxation of income falling within Section 505 of the Taxes Act 1988 or section 256 of the Taxation of Chargeable Gains Act 1992 to the extent that this is applied to its charitable objectives. No tax charge has arisen in the year.

**Fixed assets and depreciation**

Tangible fixed assets, with a value of £250 or more were previously stated at cost or valuation when acquired. Items costing less than £250 were previously expensed in the year of purchase. The cost of acquisition included all costs (including any irrecoverable VAT) that were directly attributable to bringing the assets into working condition for their intended use.

For the period to 30 March 2017, tangible fixed assets were depreciated from the month of acquisition at the following rates in order to write off each asset over its estimated useful life:

Office equipment	over 3 years
Furniture and fittings	over 3 years
Website development	over 3 years

Given the Trustees' decision to cease trading in the period to 30 March 2017 all fixed assets were written down to nil.

**Reconciliation with previous Generally Accepted Accounting Practice**

In preparing the accounts, the Trustees have considered whether in applying the accounting policies required by FRS 102 and the Charities SORP FRS 102 the restatement of comparative items was required. In their estimation, the impact of transitioning is not material to the financial statements and therefore the restatement of comparative items is not required. The transition date was 1 April 2014.

The charity has taken advantage of the exemptions in FRS 102 from the requirements to present a charity only Cash Flow Statement

Garden Bridge Trust 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 amortised cost. Financial assets held at amortised cost comprise cash and bank and in hand, together with the group's trade and other debtors, accrued income excluding prepayments and taxation receivable. Financial liabilities held at amortised cost comprise the group's short and long-term trade and other creditors excluding deferred income and taxation payable. No discounting has been applied to these financial instruments on the basis that the periods over which amounts will be settled are such that any discounting would be immaterial.

**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 30 MARCH 2017**

**3. INCOME**

	Unrestricted £	Restricted £	Period ended 30 March 2017 £	17 Month period ended 31 March 2016 £
<b>Donation</b>				
Individuals	2,555	951,500	<b>954,055</b>	799,775
Trusts and Foundations	-	1,553,515	<b>1,553,515</b>	5,759,966
Patrons	17,500	-	<b>17,500</b>	75,000
Corporate	15,750	375,000	<b>390,750</b>	1,207,000
Government	-	-	-	26,720,492
Events & Auction proceeds	12,000	-	<b>12,000</b>	1,431,578
Donated Services and Facilities	9,725	989,123	<b>998,848</b>	3,193,310
Amounts to be returned to funders	<u>(84,152)</u>	<u>(6,930,883)</u>	<u><b>(7,015,035)</b></u>	-
	<u>(26,622)</u>	<u>(3,061,745)</u>	<u><b>(3,088,367)</b></u>	<u>39,187,121</u>

The amounts to be returned to funders include an estimate of the write back of amounts previously accrued or accounted for as income from funders which are now repayable in light of the decision to close down the Trust.

**Donated Services and Facilities**

TfL	<b>989,123</b>	2,767,253
EY	-	266,077
IBM	-	75,395
Macfarlanes	<b>9,725</b>	57,552
Staff secondment	-	25,833
Other	-	1,200
	<u><b>998,848</b></u>	<u>3,193,310</u>

- TfL represents value of work completed up to 30 March 2017.
- EY pro-bono expenditure involved with Trust setup and tax advice.
- Macfarlanes pro-bono expenditure relates to legal and professional advice.
- IBM represents the value of work carried out to create and develop the website.
- Staff secondment and other represents the value of staff seconded from TfL during the year.

**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 30 MARCH 2017**

**4. TOTAL EXPENDITURE**

	Staff costs (note 5) £	Direct costs £	Depreciation £	Governance and Support Cost £	Period ended 30 March 2017 £	17 Month period ended 31 March 2016 £
<b>Cost of raising funds</b>	<u>347,265</u>	<u>161,532</u>	<u>-</u>	<u>214,110</u>	<u>722,907</u>	<u>1,760,444</u>
Pre-construction	243,205	14,008,654	-	131,840	<b>14,383,699</b>	26,253,055
Operational	<u>331,278</u>	<u>-</u>	<u>71,093</u>	<u>227,722</u>	<u>630,093</u>	<u>615,078</u>
	<u>574,483</u>	<u>14,008,654</u>	<u>71,093</u>	<u>359,562</u>	<u>15,013,792</u>	<u>26,868,133</u>
1 April 2016 to 31 August 2017	<u>921,748</u>	<u>14,170,186</u>	<u>71,093</u>	<u>573,672</u>	<u>15,736,699</u>	<u>28,628,577</u>
Costs to closure	<u>386,975</u>	<u>865,925</u>	<u>-</u>	<u>457,216</u>	<u>1,710,116</u>	<u>-</u>
<b>Total Expenditure</b>	<u>1,308,723</u>	<u>15,036,111</u>	<u>71,093</u>	<u>1,030,888</u>	<u>17,446,815</u>	<u>28,628,577</u>

**SUPPORT COST BY ACTIVITY**

	Charitable Activity			1 April 2016 to 31 August 2017 Total £	17 month period ended 31 March 2016 Total £
	Fundraising £	Pre- construction £	Operational £		
Rent	44,802	28,296	44,802	<b>117,900</b>	102,597
Other running costs	103,621	64,832	117,233	<b>285,686</b>	159,917
Website development	4,394	-	4,394	<b>8,788</b>	21,376
Governance	<u>61,293</u>	<u>38,712</u>	<u>61,293</u>	<u>161,298</u>	<u>504,483</u>
	<u>214,110</u>	<u>131,840</u>	<u>227,722</u>	<u>573,672</u>	<u>788,373</u>

Support and governance costs have been analysed by activity as shown above, with direct cost allocated by activity and indirect costs being allocated by time spent. Costs from 1 April 2016 to the time that the decision was taken to close the Trust are shown as a separate line and are included within the normal activities of the Trust. The costs to closure include the costs which were incurred after the decision to close the Trust.



**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 30 MARCH 2017**

**SUPPORT COST BY ACTIVITY (COMPARATIVE)**

	Fundraising	Pre- construction	Operational	17 Month period ended 31 March 2016 Total
	£	£	£	£
Rent	31,805	31,805	38,987	102,597
Other running costs	48,430	46,830	64,657	159,917
Website development	10,688	-	10,688	21,376
Governance	156,390	156,390	191,703	504,483
	<u>247,313</u>	<u>235,025</u>	<u>306,035</u>	<u>788,373</u>

**Governance costs**

	1 April 2017 to 31 August 2017 £	Period ended 30 March 2017 £	Total £	17 month period ended 31 March 2016 £
Auditors' Remuneration - audit	4,000	11,000	15,000	29,350
- other	-	34,843	34,843	19,150
Financial monitoring/reporting	-	2,100	2,100	18,600
Legal and professional fees	-	107,794	107,794	436,347
Secretariat function - BDB	526	1,035	1,561	1,036
	<u>4,526</u>	<u>156,772</u>	<u>161,298</u>	<u>504,483</u>

During the period to 30 March 2017 insurance to indemnify the Trustees against the consequences of neglect or default on the part of the Trustees was purchased at a cost of £10,250 (2016: £6,618) which has been included within support costs. During the period to closure costs amounted to £4,529. Within the costs to closure Directors and Officers run-off insurance was purchased amounting to £31,878. No other costs were borne on behalf of any trustee.

The Trustees receive no remuneration and were not reimbursed expenses during the period.

**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 30 MARCH 2017**

<b>5. STAFF COSTS</b>	<b>Costs to closure £</b>	<b>1 April 2017 to 31 August 2017 £</b>	<b>Period ended 30 March 2017 £</b>	<b>Total £</b>	<b>2016 £</b>
Wages and salaries	137,653	130,999	450,484	<b>719,136</b>	477,471
Social security costs	13,372	12,010	45,606	<b>70,988</b>	48,409
Seconded staff (pro-bono)	-	-	-	-	25,833
Temporary and contracted staff	<u>235,950</u>	<u>52,821</u>	<u>229,828</u>	<u><b>518,599</b></u>	<u>465,171</u>
	<u><b>386,975</b></u>	<u><b>195,830</b></u>	<u><b>725,918</b></u>	<u><b>1,308,723</b></u>	<u><b>1,016,884</b></u>

In the prior year other staff costs include staff who have been seconded during the period and an estimation has been made in relation to the salary costs. A corresponding entry was included within donated services and facilities income.

	<b>1 April 2017 to closure No.</b>	<b>Period ended 30 March 2017 No.</b>	<b>17 month period ended 31 March 2016 No.</b>
£60,001 - £70,000	-	2	1
£80,001 - £90,000	-	1	1
£110,001 - £120,000	1	-	1

The average number of contracted employees during the period was as follows:

	<b>Period 1 April 2017 to closure No.</b>	<b>Period ended 30 March 2017 No.</b>	<b>17 month period ended 31 March 2016 Number</b>
Fundraising	1	4	4.00
Charitable Activities	-	1	3.90
Support	<u>4</u>	<u>6</u>	<u>1.00</u>
	<u><b>5</b></u>	<u><b>11</b></u>	<u><b>8.90</b></u>

The key management personnel of the charity comprise the trustees, the Executive Director, Finance Director, Director of Development and Programme Director. The total employee benefits of the key management personnel of the charity for the period to 30 March 2017 were £504,098 (17 month period to 31 March 2016 - £616,024). These costs have been specifically covered by a restricted fund from a private donor throughout the life of the project.

The total employee benefits of the key management personnel included within the costs through to closure amounts to £595,344.

The staff costs since 30 March 2017 including termination payments of £27,886 (2016 £nil) have been included within other creditors for the period to 30 March 2017.

**GARDEN BRIDGE TRUST**  
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**6. TANGIBLE FIXED ASSETS**

	Office equipment £	Furniture & fixtures £	Website Development £	Total £
<b>Cost</b>				
At 1 April 2016	45,126	6,307	164,495	<b>215,928</b>
Disposals	(45,126)	(6,307)	(164,495)	<b>(215,928)</b>
<b>At 30 March 2017</b>	-	-	-	-
<b>Depreciation</b>				
At 1 April 2016	(12,842)	(3,329)	(54,763)	<b>(70,934)</b>
Charge for the year	(14,878)	(1,437)	(54,777)	<b>(71,092)</b>
Disposals	27,720	4,766	109,540	<b>142,026</b>
<b>At 30 March 2017</b>	-	-	-	-
<b>Net book value</b>				
<b>At 30 March 2017</b>	-	-	-	-
<i>At 31 March 2016</i>	<i>32,284</i>	<i>2,978</i>	<i>109,732</i>	<i>144,994</i>

**7. DEBTORS**

	Group 2017 £	Charity 2017 £	Group 2016 £	Charity 2016 £
<b>Amounts falling due after one year</b>				
Accrued Income	-	-	2,199,000	2,199,000
<b>Amounts falling due within one year</b>				
Trade debtors	240,000	-	-	-
Amounts due from subsidiary	-	-	-	657,852
Other taxes and social security	791,304	-	3,311	-
Other debtors	5,175,186	5,175,186	-	-
Accrued Income	727,256	727,256	4,052,400	4,052,400
Prepayments	-	-	29,758	29,758
	<b>6,933,746</b>	<b>5,902,442</b>	<b>4,085,469</b>	<b>4,740,010</b>
<b>TOTAL DEBTORS</b>	<b>6,933,746</b>	<b>5,902,442</b>	<b>6,284,469</b>	<b>6,939,010</b>

Other debtors include an estimated amount of £4.95m receivable from TfL as the drawdown against underwriting agreed with Government/TfL in September 2016. The final amount to be drawn from the underwriting represents the excess of wind-up liabilities over the cash resources held by the Trust. This is the Trustees' best estimate at the current time. The actual drawdown claim will need to take account of the final adjustment of all costs to closure.

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8. CREDITORS	Group 2017 £	Charity 2017 £	Group 2016 £	Charity 2016 £
Trade creditors	122,122	120,847	2,754,213	2,753,013
Amounts owed to subsidiary	-	25,001	-	-
Other creditors	13,520,346	9,200,330	-	-
Accruals and deferred income	195,638	195,638	4,223,619	2,519,039
	<u>13,838,106</u>	<u>9,541,816</u>	<u>6,977,832</u>	<u>5,272,052</u>

Included in other creditors are refundable amounts of £7,015,035 received from donors of the Trust and £4,320,000 from corporate sponsors of Garden Bridge Trading Limited. Given the decision not to proceed with the Bridge, the monies are now repayable to those donors and sponsors.

**9. RELATED PARTY DISCLOSURES**

The Trustees are not aware of any related party transactions during the year with the exception of VAT advice received from Ernst Young amounting to £18,240 in the period to 30 March 2017 and £8,484 within the costs to closure. In the prior year services received amounted to £54,307 in relation to real estate and tax advice fees paid to Ernst Young. The payments are made under the authorities provided in the Trust's governing documents. These disclosures are required under the Charities SORP FRS 102 as Julie Carlyle, a Trustee, is a partner at Ernst Young.

A service charge of £20,833 (2016: £nil) has been made by the trading subsidiary to the Trust for activities carried out by the subsidiary's directors initiating introductions with potential donors for the Garden Bridge Trust. This charge was made during the period after the period-end but it has been included within the income of Garden Bridge Trading Limited and the costs to closure of Garden Bridge Trust.

The trading subsidiary's taxable loss for the period ended 30 March 2017 amounted to £17,405 (2016: profit £1,157,852) but the accounts to 30 March 2017 include income and costs to closure which have taken place since the period end, therefore the financial statements report a profit of £3,415. The profit for 31 March 2016 was donated to the charity under Gift Aid. As at 31st March 2016 £657,852 was owed to the Trust from the trading subsidiary and, conversely, £1 owed to the trading subsidiary by the Trust.

Total donations received from Trustees during the reporting period, excluding donated services was £nil (2016 - £182,000).

**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**10. MOVEMENT ON RESTRICTED FUNDS**

	At 1 April 2016 £	Income £	Expenditure £	At 30 March 2017 £
Trust Operations	2,098,605	(434,700)	(1,663,905)	-
Delivery of Bridge (TfL in kind)	-	989,123	(989,123)	-
Delivery of Bridge (TfL funds)	5,217,860	-	(5,217,860)	-
Other	4,562,875	(3,615,933)	(946,942)	-
	<u>11,879,340</u>	<u>(3,061,510)</u>	<u>(8,817,830)</u>	<u>-</u>

**MOVEMENT ON RESTRICTED FUNDS - COMPARATIVE**

	At 1 November 2014 £	Income £	Expenditure	At 31 March 2016 £
Trust Operations	4,619,625	-	(2,521,020)	2,098,605
Delivery of Bridge (TfL In Kind)	-	2,793,086	(2,793,086)	-
Delivery of Bridge (TfL funds)	-	26,720,492	(21,502,632)	5,217,860
The Wellcome Trust	-	1,500,000	(1,500,000)	-
Other	-	4,562,875	-	4,562,875
	<u>4,619,625</u>	<u>35,576,453</u>	<u>(28,316,738)</u>	<u>11,879,340</u>

**Purposes of Restricted Funds**

The Trust received donations from a variety of sources towards funding the project to construct the Garden Bridge and support Trust operations with donated services and costs covered by TfL in the period to 30 March 2017 being recognised as income and expenditure.

Other restricted funds in 2016 included funding from Garfield Weston Foundation and The Taylor Family Foundation towards the construction of the Bridge as well as donations from individuals whereby an engraving on the garden bridge balustrade or a plaque on a bench was to be included on completion of the Bridge. The Wellcome Trust provided funding towards pre-construction activities and professional fees in relation to legal, property and planning advice.

**GARDEN BRIDGE TRUST**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**11. ANALYSIS OF NET ASSETS BETWEEN FUNDS**

	Fixed Assets	Net Current Assets	Total
	£	£	2017 £
Restricted Funds	-	-	-
Unrestricted Funds	-	3,415	3,415
	<u>-</u>	<u>3,415</u>	<u>3,415</u>

**ANALYSIS OF NET ASSETS BETWEEN FUNDS - COMPARATIVE**

	Fixed Assets	Net Current Assets	Total
	£	£	2016 £
Restricted Funds	96,825	11,782,515	11,879,340
Unrestricted Funds	48,169	3,641,112	3,689,281
	<u>144,994</u>	<u>15,423,627</u>	<u>15,568,621</u>

**GARDEN BRIDGE TRUST  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 MARCH 2017**

**12. SUBSIDIARY COMPANY**

The Trust owns the whole of the issued ordinary share capital of the Garden Bridge Trading Limited a company, which is incorporated in England and Wales. The Garden Bridge Trading Limited share capital is £1 divided into 1 share. The company was incorporated on 12 August 2014. The subsidiary was used for non-primary purpose trading activities, including obtaining corporate sponsorships.

The Company is in the process of winding up, the financial statements will not be prepared on a going concern basis and will have to take account of the final liabilities of the Company and the funds that will be available to settle them. This means that the accounts for the period ended 30 March 2017 reflect more than the transactions during the year and the assets and liabilities at the period end.

All profits of the company are payable to Garden Bridge Trust by means of Gift aid and therefore no liability to taxation arises. The profit reported in the Profit and Loss Account arises as a result of turnover being recognised which relates to activities in the period to closure.

The profit and loss account for the period ended 30 March 2017 includes income and costs to closure.

	2017 £	2016 £
Turnover	20,833	1,175,000
Administrative expenses	<u>(19,189)</u>	<u>(17,650)</u>
<b>Operating profit</b>	<b>1,644</b>	<b>1,157,350</b>
Interest Receivable	<u>1,771</u>	<u>502</u>
<b>Profit before gift aid and taxation</b>	<b><u>3,415</u></b>	<b><u>1,157,852</u></b>
<b>Current Assets</b>		
Debtors	1,056,304	3,311
Cash at bank	<u>3,268,400</u>	<u>2,360,322</u>
	<b>4,324,704</b>	<b>2,363,633</b>
<b>Creditors:</b> amounts falling due within one year	<u>(4,321,288)</u>	<u>(2,363,632)</u>
<b>Net Assets</b>	<b><u>3,416</u></b>	<b><u>1</u></b>
<b>Called up share capital</b>	<b>1</b>	<b>1</b>
<b>Profit and loss account</b>	<u>3,415</u>	<u>-</u>
<b>Total Funds</b>	<b><u>3,416</u></b>	<b><u>1</u></b>

**GARDEN BRIDGE TRUST**  
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**13. OPERATING LEASE COMMITMENTS**

The total of future minimum lease payments under non-cancellable operating leases.

	<b>2017</b>
	<b>£</b>
<b>Property lease</b>	
Within one year	<b><u>58,270</u></b>

**14. POST BALANCE SHEET EVENTS**

As explained in the Trustees' Report a resolution was passed post 30 March to wind up the project and a public announcement made to that effect on 14 August 2017. The Trust is no longer a going concern and is in the process of working towards an orderly closure.

**15. FINANCIAL INSTRUMENTS**

The financial statements include the following in respect of items:

	<b>Group 2017 £</b>	<b>Charity 2017 £</b>	<b>Group 2016 £</b>	<b>Charity 2016 £</b>
Financial assets measured at amortised cost	<b>13,050,216</b>	<b>9,541,816</b>	<b>22,368,390</b>	<b>20,665,919</b>
Financial liabilities measured at amortised cost	<b>13,838,104</b>	<b>9,541,816</b>	<b>5,277,832</b>	<b>5,272,052</b>



**GARDEN BRIDGE TRUST**  
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**16. STATEMENT OF FINANCIAL ACTIVITIES – COMPARATIVE**

**17 MONTH PERIOD ENDED 31 MARCH 2016**

	Unrestricted Funds £	Restricted Funds £	Total 2016 £
<b>INCOME</b>			
Voluntary	3,610,668	35,576,453	<b>39,187,121</b>
Investment income	9,195	-	<b>9,195</b>
<b>TOTAL INCOME</b>	<b>3,619,863</b>	<b>35,576,453</b>	<b>39,196,316</b>
<b>EXPENDITURE</b>			
<b>Cost of raising funds</b>			
Fundraising activities	92,910	1,667,534	<b>1,760,444</b>
<b>Charitable activities</b>			
Pre-Construction Costs	-	26,253,055	<b>26,253,055</b>
Operational	218,929	396,149	<b>615,078</b>
<b>TOTAL EXPENDITURE</b>	<b>311,839</b>	<b>28,316,738</b>	<b>28,628,577</b>
<b>Net movement in funds</b>	<b>3,308,024</b>	<b>7,259,715</b>	<b>10,567,739</b>
<b>Funds brought forward</b>	<b>381,257</b>	<b>4,619,625</b>	<b>5,000,882</b>
<b>FUNDS CARRIED FORWARD</b>	<b>3,689,281</b>	<b>11,879,340</b>	<b>15,568,621</b>