Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

Charity number: 1203012

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

UNAUDITED

TRUSTEES' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2025

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

CONTENTS

	Page
Reference and Administrative Details of the Charity, its Trustees and Advisers	1
Trustees' Report	2 - 3
Independent Examiner's Report	4
Statement of Financial Activities	5
Balance Sheet	6
Statement of Cash Flows	7
Notes to the Financial Statements	8 - 13

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

REFERENCE AND ADMINISTRATIVE DETAILS OF THE CHARITY, ITS TRUSTEES AND ADVISERS FOR THE YEAR ENDED 31 DECEMBER 2025

Trustees	Mr T S Dent, Chair Dr D M Nolan, Trustee Ms L Fennah, Trustee (Resigned 22 October 2025) Mr F W Evans, Trustee
Charity registered number	1203012
Principal office	62-64 New Cavendish Street London W1G 8TA
Accountants	James Cowper Kreston Chartered Accountants Apex Forbury Road Reading Berkshire RG1 1AX
Bankers	Lloyds Bank 98 Victoria Street London SW1E 5JL

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

TRUSTEES' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2025

The Trustees present their Annual Report together with the financial statements of the Charity for the year 1 January to 31 December 2025.

The Trustees confirm to the full extent of their knowledge, the Annual Report and financial statements of the charity comply with the current statutory requirements, the requirements of the charity's governing document, the charity's constitution dated 11 April 2023, and the provisions of the Statement of Recommended Practice (SORP) applicable to charities, preparing their accounts in accordance with the financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019).

Objectives and Activities

The relief of sickness for the public benefit in particular those suffering because of neurological conditions affecting the brain and mind by promoting awareness, early diagnosis and supporting and disseminating the results of, research into the causes, prevention, diagnosis, treatment, and cure of conditions affecting the brain and mind.

We promote awareness and support the prevention, diagnosis, treatment, and cure of brain and mind conditions. We provide advocacy and advice as well as sharing outcomes. We operate in the UK and USA.

Trustees are aware of the Charity Commission's general guidance on public benefit which has been considered when reviewing policy and objectives.

Achievements and Performance

The Charity only started its operations this year. The focus has been on creating the infrastructure and foundations necessary for the charity to operate effectively and sustainably in future years. During the year, the charity's principal activities included:

- Developing the charity's strategic vision, objectives and operating plans.
- Establishing governance arrangements and trustee oversight, including registering with the UK Fundraising Regulator to show our commitment to good practice. Preparing policies, procedures and operational systems required for future delivery of charitable activities.
- Creating the charity's brand identity, messaging and communications materials, including the launch of our website and donation capabilities.
- Launching and developing fundraising priorities, strategies and identifying potential funding opportunities. Given the rising incidence and lack of funding, initial priorities will support Traumatic Brain Injury, Autism, Mental Health Conditions and Alzheimer's.
- Building relationships with prospective supporters, partners and stakeholders.

The charity did not commence delivery of its charitable programmes during the reporting period, as the trustees considered it important to ensure appropriate governance, planning and financial sustainability before launching operations. The trustees are satisfied that the work undertaken during the year has established a strong foundation for the charity's future development.

Plans for Future Periods

During the next financial year, the trustees intend to:

- Continue fundraising activities and secure the charity's first major sources of income.
- Develop awareness and partnerships that support the charity's objectives.
- Commence delivery of charitable programmes in line with the charity's strategic plan.
- Continue strengthening governance and organisational capacity.
- Review performance against strategic objectives and adapt plans as necessary.

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

Financial Review

The Charity started its fundraising operations in the 2025 year and has begun building a supporter base who share the aims of the Re:Cognition Health Brain and Mind Foundation.

The accounts for the year ended 31 December 2025 show income of £419 (2024: £33,840) and expenditure of £36,454 (2024: £15,972). The first donations have come from volunteer fundraising activities and through contacts of the trustee board and members. The Foundation did not receive any donations from the member organisation in the reporting year (2024: £33,840).

The excess expenditure over income was £36,035 (2024: excess of income over expenditure £17,868). The general fund balance as at 31 December 2025 stood at at deficit of £18,167 (2024: £17,868 surplus).

Key expenditure for the Foundation included legal fees to develop the charity's framework and governance, software & website charges and costs of a part-time director to set up and launch the Foundation, including defining the strategy, operational plans and fundraising activities.

The charity reports no restricted funds at the year end. The trustees carefully managed the charity's activities so that no financial commitments were entered into which could not be met. The trustees remain confident that the charity is well positioned to continue fundraising and develop sustainable sources of income in the coming year.

The member organisation has committed to provide financial support to the Foundation until it has sufficient funds to operate independently. On this basis, the trustees consider it appropriate to adopt the going concern basis in preparing the financial statements. See note 2.2 for further details.

The trustees will establish and review an appropriate reserves policy once the charity begins generating funds and undertaking its charitable activities.

Structure, Governance and Management

The organisation was registered as a Charitable Incorporated Organisation (CIO) on 10 May 2023 under charity number 1203012. It is governed by an Association Model Constitution and managed by a board of trustees, who are responsible for the overall governance and strategic direction of the charity. The Constitution grants voting rights to members who are not charity trustees. Governance procedures are specifically dictated by sections 12 and 13 of the Constitution.

The trustees meet regularly to oversee the charity's development, ensure compliance with its legal and regulatory obligations, and make decisions in the best interests of the charity and its beneficiaries. The trustees have considered the principal risks facing the charity. The trustees have taken steps to mitigate these risks through careful planning, regular governance meetings, the development of appropriate policies and procedures, and a phased approach to launching the charity's activities.

New trustees are appointed in accordance with the provisions of the governing document and receive appropriate information to support their understanding of the charity's purposes, governance arrangements and responsibilities.

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

Tom Dent
.....
Mr T S Dent
(Chair of Trustees)
Date: Oct 27 2026 17:54 GMT

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

INDEPENDENT EXAMINER'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2025

Independent Examiner's Report to the Trustees of Re:Cognition Health Brain and Mind Foundation ('the Charity')

I report to the charity Trustees on my examination of the accounts of the Charity for the year ended 31 December 2025.

Responsibilities and Basis of Report

As the Trustees of the Charity you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the 2011 Act').

I report in respect of my examination of the Charity's accounts carried out under section 145 of the 2011 Act and in carrying out my examination I have followed the applicable Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent Examiner's Statement

Your attention is drawn to the fact that the Charity has prepared the accounts in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) in preference to the Accounting and Reporting by Charities: Statement of Recommended Practice issued on 1 April 2005 which is referred to in the extant regulations but has been withdrawn.

I understand that this has been done in order for the accounts to provide a true and fair view in accordance with the Generally Accepted Accounting Practice effective for reporting periods beginning on or after 1 January 2015.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept in respect of the Charity as required by section 130 of the 2011 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a 'true and fair' view which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

This report is made solely to the Charity's Trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. My work has been undertaken so that I might state to the Charity's Trustees those matters I am required to state to them in an Independent Examiner's Report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the Charity and the Charity's Trustees as a body, for my work or for this report.

Signed:  Dated: 28 October 2026

Mr Darren O'Connor BSc (Hons) FCCA ACA

James Cowper Kreston
Chartered Accountants
Apex
Forbury Road
Reading
Berkshire
RG1 1AX

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	Unrestricted funds 2025 £	Total funds 2025 £	Total funds 2024 £
Income from:				
Donations and legacies	3	**419**	**419**	33,840
Total income		**419**	**419**	33,840
Expenditure on:				
Charitable activities	4	**36,454**	**36,454**	15,972
Total expenditure		**36,454**	**36,454**	15,972
Net movement in funds		**(36,035)**	**(36,035)**	17,868
Reconciliation of funds:				
Total funds brought forward		**17,868**	**17,868**	-
Net movement in funds		**(36,035)**	**(36,035)**	17,868
Total funds carried forward		**(18,167)**	**(18,167)**	17,868

The Statement of Financial Activities includes all gains and losses recognised in the year.

The notes on pages 8 to 13 form part of these financial statements.

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

BALANCE SHEET
AS AT 31 DECEMBER 2025

	Note		2025 £		2024 £
Current assets					
Debtors	7	**687**		710	
Cash at bank and in hand		**28,788**		29,864	
		29,475		30,574	
Current liabilities					
Creditors: amounts falling due within one year	8	**(47,642)**		(12,706)	
Net current liabilities / assets			**(18,167)**		17,868
Total assets less current liabilities			**(18,167)**		17,868
Net liabilities / assets excluding pension asset			**(18,167)**		17,868
Total net assets			**(18,167)**		17,868
Charity funds					
Restricted funds	9		**-**		-
Unrestricted funds	9		**(18,167)**		17,868
Total funds			**(18,167)**		17,868

The financial statements were approved and authorised for issue by the Trustees and signed on their behalf by:

Tom Dent
.....
Mr T S Dent
(Chair of Trustees)
Date: Oct 27 2026 17:54 GMT

The notes on pages 8 to 13 form part of these financial statements.

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

RE:COGNITION HEALTH BRAIN AND MIND FOUNDATION

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025

		2025	2024
		£	£
Cash flows from operating activities			
Net cash used in operating activities		**(1,075)**	29,864
Change in cash and cash equivalents in the year		**(1,075)**	**29,864**
Cash and cash equivalents at the beginning of the year		**29,864**	**-**
Cash and cash equivalents at the end of the year	12	**28,789**	29,864

The notes on pages 8 to 13 form part of these financial statements

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

1. General information

Re:Cognition Health Brain and Mind Foundation is a charitable incorporated organisation registered on 10 May 2023 with the Charity Commission in England and Wales. The office address is 62-64 New Cavendish Street, London, W1G 8TA.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with the Charities SORP (FRS 102) - Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011.

The financial statements have been prepared to give a 'true and fair' view and have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a 'true and fair' view. This departure has involved following the Charities SORP (FRS 102) published in October 2019 rather than the Accounting and Reporting by Charities: Statement of Recommended Practice effective from 1 April 2005 which has since been withdrawn.

Re:Cognition Health Brain and Mind Foundation meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy.

2.2 Going concern

The trustees have reviewed the charity's financial position and future cash flow requirements. At 31 December 2025, the charity had net liabilities of £18,167 and owed £40,122 to its member organisation, Re:Cognition Health Limited. The member organisation has confirmed its intention to continue providing financial support to the charity for the foreseeable future and will not seek repayment of amounts owed unless the charity has sufficient funds to meet its obligations. The trustees are satisfied that adequate resources will be available to enable the charity to continue operating and meeting its liabilities as they fall due for a period of at least twelve months from the date of approval of these financial statements. Accordingly, the financial statements have been prepared on the going concern basis.

2.3 Income

All income is recognised once the Charity has entitlement to the income, it is probable that the income will be received, and the amount of income receivable can be measured reliably.

2.4 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges allocated on the portion of the asset's use.

Expenditure on charitable activities is incurred on directly undertaking the activities which further the Charity's objectives, as well as any associated support costs.

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

2. Accounting policies (continued)

2.4 Expenditure (continued)

All expenditure is inclusive of irrecoverable VAT.

2.5 Debtors

Trade and other debtors are recognised at the settlement amount after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

2.6 Cash at bank and in hand

Cash at bank and in hand includes cash and short-term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

2.7 Liabilities and provisions

Liabilities are recognised when there is an obligation at the Balance Sheet date as a result of a past event, it is probable that a transfer of economic benefit will be required in settlement, and the amount of the settlement can be estimated reliably.

Liabilities are recognised at the amount that the Charity anticipates it will pay to settle the debt or the amount it has received as advanced payments for the goods or services it must provide.

2.8 Financial instruments

The Charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value with the exception of bank loans which are subsequently measured at amortised cost using the effective interest method.

2.9 Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity and which have not been designated for other purposes.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Charity for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

3. Income from donations and legacies

	Unrestricted funds 2025 £	Total funds 2025 £	Total funds 2024 £
Donations	419	**419**	33,840
Total 2025	419	**419**	33,840
Total 2024	33,840	33,840	

4. Analysis of expenditure by activities

	Support costs 2025 £	Total funds 2025 £	Total funds 2024 £
Charitable activities	36,454	**36,454**	15,972
Total 2025	36,454	**36,454**	15,972
Total 2024	15,972	15,972	

Analysis of support costs

	Total funds 2025 £	Total funds 2024 £
Insurance	**848**	65
Bank charges	**1,493**	136
Legal and professional fees	**29,430**	9,615
Governance costs	**4,320**	6,156
Travelling	**303**	-
License and membership fees	**60**	-
Total 2025	**36,454**	15,972

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

5. Independent examiner's remuneration

	2025 £	2024 £
Fees payable to the Charity's independent examiner for the independent examination of the Charity's annual accounts	**2,100**	2,016
Fees payable to the Charity's independent examiner in respect of:		
Accountancy services	**2,220**	4,140

6. Trustees' remuneration and expenses

During the year, no Trustees received any remuneration or other benefits (2024 - £NIL).

During the year ended 31 December 2025, no Trustee expenses have been incurred (2024 - £NIL).

7. Debtors

	2025 £	2024 £
Prepayments and accrued income	**687**	710

8. Creditors: amounts falling due within one year

	2025 £	2024 £
Trade creditors	**3,200**	8,560
Amounts owed to member organisation	**40,122**	-
Accruals and deferred income	**4,320**	4,146
	47,642	12,706

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

9. Statement of funds

Statement of funds - current year

	Balance at 1 January 2025 £	Income £	Expenditure £	Balance at 31 December 2025 £
Unrestricted funds				
General Funds - all funds	**17,868**	**419**	**(36,454)**	**(18,167)**

Statement of funds - prior year

	Income £	Expenditure £	Balance at 31 December 2024 £
Unrestricted funds			
General Funds - all funds	30,000	(12,132)	17,868

At 31 December 2025, the charity had net liabilities of £18,167. The deficit arose as a result of expenditure incurred in establishing and developing the charity's operations, which has been funded through support from the member organisation, Re:Cognition Health Limited. The member organisation has confirmed its continued financial support and, accordingly, the trustees consider it appropriate to prepare the financial statements on a going concern basis as set out in note 2.2.

10. Analysis of net assets between funds

Analysis of net assets between funds - current year

	Unrestricted funds 2025 £	Total funds 2025 £
Current assets	29,476	**29,476**
Creditors due within one year	(47,642)	**(47,642)**
Total	(18,166)	**(18,166)**

Zoho Sign Document ID: 4AF3C1AE2-KJCRLSLFQRHADMD-QRM-UTT33K_C4-YQQEF4MJLC8YW

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

11. Reconciliation of net movement in funds to net cash flow from operating activities

	2025 £	2024 £
Net income/expenditure for the year (as per Statement of Financial Activities)	**(36,035)**	17,868
Adjustments for:		
Decrease/(increase) in debtors	**23**	(710)
Increase in creditors	**34,937**	12,706
Net cash provided by/(used in) operating activities	**(1,075)**	29,864

12. Analysis of cash and cash equivalents

	2025 £	2024 £
Cash in hand	**28,789**	29,864
Total cash and cash equivalents	**28,789**	29,864

13. Analysis of changes in net debt

	At 1 January 2025 £	Cash flows £	At 31 December 2025 £
Cash at bank and in hand	**29,864**	**(1,075)**	**28,789**
	29,864	**(1,075)**	**28,789**

14. Related party transactions

During the year, the Charity received £nil (2024: £30,000) in donations without conditions from member Company Re:Cognition Health Limited. On behalf of the Charity, Re:Cognition Health Limited paid for legal costs during the year totalling £nil (2024: £3,840).

At 31 December 2025, the Charity owed Re:Cognition Health Limited £40,122 (2024: £nil). The balance was unsecured, interest-free and repayable on demand. See note 2.2 for further details.