

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**TRUSTEES REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2011**

**Registered number: 02903386**  
**Charity number: 1112842**



**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**TRUSTEES REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2011**

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| <b>CONTENTS</b>                                | <b>Page</b> |
|--|-------------|
| Legal and administrative information           | 1           |
| Trustees report                                | 2 - 8       |
| Auditors' report                               | 9 -10       |
| Statement of financial activities              | 11          |
| Balance sheet                                  | 12          |
| Notes forming part of the financial statements | 13 – 18     |
| Annexes 1 to 5                                 | 19 - 25     |



**TRANSPARENCY INTERNATIONAL (UK)**  
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**LEGAL AND ADMINISTRATIVE INFORMATION**

**FOR THE YEAR ENDED 31 MARCH 2011**

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**TRUSTEES**

| <b>Name</b>                   | <b>Date of Original Appointment</b> | <b>Date of re-election</b> | <b>Date of resignation</b> |
|-------------------------------|-------------------------------------|----------------------------|----------------------------|
| J D Drysdale, Chairman        | 16 May 2006                         | 12 November 2009           |                            |
| I Trumper, Honorary Treasurer | 16 May 2006                         | 17 November 2008           |                            |
| F L Cockcroft                 | 16 May 2006                         | 22 November 2010           |                            |
| R Constant MBE                | 16 December 2009                    | 22 November 2010           |                            |
| N Holt                        | 16 May 2006                         | 22 November 2010           |                            |
| A E Moore-Williams            | 16 May 2006                         | 12 November 2009           |                            |
| M Raphael                     | 16 May 2006                         | 17 November 2008           |                            |
| D Nussbaum                    | 17 November 2008                    |                            |                            |
| A Warhurst                    | 20 November 2007                    | 22 November 2010           |                            |
| K A Ziegler                   | 16 May 2006                         | 12 November 2009           |                            |
| H M Garlick                   | 28 April 2010                       | 22 November 2010           |                            |

Biographical details of Trustees are at Annex 1.

**COMPANY REGISTERED NUMBER**

02903386

**CHARITY REGISTERED NUMBER**

1112842

**REGISTERED OFFICE**

CAN Mezzanine, 32-36 Loman Street, London SE1 0EH

**SECRETARY**

J Lanigan

**EXECUTIVE DIRECTOR**

C Krishnan (biographical details of the Executive Director are at Annex 1)

**AUDITORS**

haysmacintyre, Fairfax House, 15 Fulwood Place, London, WC1 6AY

**BANKERS**

HSBC Plc, PO Box 41, High Street, Uxbridge, Middlesex, UX8 1BY

**SOLICITORS**

Clifford Chance LLP, 10 Upper Bank Street, London, E14 5JJ

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**TRUSTEES REPORT (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

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The Trustees, who are also directors of the charity for the purposes of the Companies Act, submit their annual report and the financial statements of Transparency International (UK) (the company) for the year ended 31 March 2011. The Trustees confirm that the annual report and financial statements of the company comply with current statutory requirements, the requirements of the company's governing document and the provisions of the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities" issued in 2005.

**STRUCTURE AND GOVERNANCE**

Transparency International (UK) (TI(UK)) is a company limited by guarantee and was set up by a Memorandum of Association on 1 March 1994. It was registered as a charity on 27 January 2006.

TI(UK) is governed by a Board of Trustees, elected by the members of TI(UK) or co-opted subject to election. The Board meets at least four times during each financial year to provide strategic guidance, discuss and agree policy issues, review expenditure, approve budgets and review progress in implementing programmes. The Board's decisions are implemented by TI(UK) staff, led by the Executive Director. The Board has a Finance and Audit Committee, a Nominations Committee, an Ethics Committee, a Development Committee and a Membership Committee (details are at Annex 2). It may appoint other committees from time-to-time in order to facilitate its work. During the period under review, the Board held meetings in April, July and October 2010 and in January 2011. (Details of Trustees' attendance are included in Annex 1.)

TI(UK) has an Advisory Council (its members are listed in Annex 3). Drawing on its members' varied expertise and experience, the Council provides advice to the Board. In 2010/11, the Chair of TI(UK)'s Board of Trustees consulted the Advisory Council, as appropriate, on issues concerning TI(UK)'s policies.

**Recruitment, appointment, induction and training of trustees**

The procedures for electing Trustees and their terms of office are set out in TI(UK)'s Articles of Association. The Board has a Nominations Committee that facilitates the process of recruiting Trustees.

**Risk mitigation**

The Board of Trustees keeps under review the operational risks that the charity faces and ways in which to minimise their possible effect. The Board has long recognised the need for adequate and secure funding to meet the financial obligations associated with maintaining the core staff and office services which are necessary to support TI(UK)'s programme of work. Risk mitigation is not limited to financial issues. In order to meet its charitable objectives, TI(UK)'s reputation is of paramount importance. TI(UK) therefore has internal policies and procedures to ensure that the Board of Trustees and TI(UK) staff preserve their independence, safeguard their integrity and express opinions based on an impartial assessment of facts. Professional Indemnity, Trustees Indemnity and Employment Practices insurance cover were in place in the period under review.

**OBJECTIVES AND ACTIVITIES**

The Charity's objects are: (a) the relief of poverty, suffering and distress in any part of the world caused directly or indirectly by corruption; and (b) the promotion for the public benefit of ethical standards of conduct and compliance with the law by governmental, industrial, commercial, voluntary sector and professional organisations in international and domestic business transactions and overseas development initiatives. In pursuit of these objects, in the year under review, the Charity's main areas of work were:

- Reform of corruption law and corruption in the UK;
- Preventing corruption in the defence sector;
- Influencing policy development on major anti-corruption issues;
- Working with the private sector to raise anti-corruption standards; and
- Increasing public awareness of corruption issues.

## **ACHIEVEMENTS AND PERFORMANCE**

Highlights of TI(UK)'s performance included the following:

- Our sustained advocacy contributed to the entry into force of the UK Bribery Act in July 2011. In September 2010, for its work on the Bribery Act, TI(UK) won the award in the 'Big Impact' category of the 2010 Third Sector Excellence Awards. TI(UK)'s work was described by Third Sector Editor, Stephen Cook, as *"a great example of the voluntary sector acting as the conscience of the nation"*.
- We undertook the first ever detailed survey of public attitudes to corruption in the UK.
- Our work with civil society, industry, and selected governments helped to build consensus in favour of the inclusion of a strong anti-corruption mechanism in a robust UN Arms Trade Treaty.
- Our Building Integrity training course for the defence sector was accredited as a formal NATO training programme.
- Our ground breaking research report, "Defence Offsets: Addressing the Risks of Corruption and Raising Transparency" was widely recognised as very innovative, by governments in both developed and developing countries and by the defence industry.
- We published detailed Guidance on adequate corporate anti-bribery procedures to assist companies in relation to the Bribery Act. It has become TI-UK's most sought after publication.
- Our joint initiative with MANGO led to the formation of a working group, under the auspices of the BOND Governance Group, to draft a set of principles and practical guidance for NGOs to counter bribery and corruption.

Further details of activities and performance are given below.

### **Corruption law reform and corruption in the UK**

TI-UK mounted a 'no dilution, no delay' campaign in response to delays in the commencement of the UK Bribery Act. We met Ministers and MPs to press for early enactment of the Bribery Act without dilution of its key provisions. We encouraged enlightened members of the business and investment communities to convey their concerns. We engaged with partners, such as the Global Poverty Project and the BOND anti-corruption group, to build public support for the Act. TI-UK also encouraged MPs and Peers to ask questions in Parliament and to initiate a House of Lords debate on bribery and corruption. To this end, we issued a 'Myth and Reality' briefing note to Peers, MPs and the media, which debunked the myths being propagated by some sections of the business and media communities opposed to the Bribery Act. TI-UK also interacted with Ministry of Justice officials urging them not to water down the draft official Guidance to Section 7 of the Bribery Act, which had already been through a public consultation process that officially closed in November 2010.

Good progress was made towards completing TI-UK's major research project into corruption in the UK, carried out on its behalf by a research team led by Professor Michael Macaulay of Teeside University and funded by the Joseph Rowntree Charitable Trust, Garfield Weston Foundation and the European Union. The initial results were presented to the TI-UK Speakers Meeting in October 2010. These showed that corruption was a serious issue in specific UK sectors and that organised crime was increasingly being facilitated by corruption. In December, TI-UK published the results of a public opinion poll of UK citizens' perceptions and experience of corruption in the UK, which was part of the UK corruption project. The poll revealed there was a strong public perception of corruption among political parties and Parliament, allied with a lack of trust in the government to fight corruption.

### **Building integrity in the defence sector**

TI(UK)'s international Defence and Security Programme (TI-DSP) implemented key initiatives and projects to prevent corruption in the defence and security sectors and to build anti-corruption capacity and integrity in a wide array of defence establishments.

Collaboration with NATO was strengthened through the full accreditation of TI's Building Integrity (BI) Course as a formal NATO training programme - the first time the organisation has partnered with an NGO on such a programme. The first BI Course was delivered in May 2010 at the National Academy of Public Administration in Kyiv, Ukraine. The course was attended by 27 Ukrainian participants, with smaller contingents from Azerbaijan, Georgia, and Russia. In December 2010, a BI course took place at the Peace Support Operations Centre in Sarajevo. This course was attended by a record number of thirty participants from Central Asian countries and Turkey, including a number of civil society representatives. In February 2011, two BI courses of intensive training for senior staff from the police and army were conducted in Afghanistan by TI and NATO instructors. Feedback from participants in all the BI courses was very positive.

In response to growing demand for anti-corruption expertise in Afghanistan, in July 2010, TI-DSP delivered a Defence Leadership in Building Integrity course to senior Afghan Ministry of Defence and Ministry of Interior officials. This was followed by a week of engagement with senior officials from the Afghan defence and security establishments as well as NATO. In early 2011, TI-DSP collaborated with the Royal United Services Institute and the Konrad Adenauer Stiftung to hold three high level conferences on Afghanistan with significant Afghan participation.

There was growing interest in TI-DSP's Self-Assessment Questionnaire for building integrity in defence ministries. Following an initial self-assessment review visit to Ukraine, TI-DSP drafted a formal evaluation report and contributed to a NATO mission to Kyiv in December 2010. In Bulgaria, TI-DSP reviewed the defence ministry's Self-Assessment Questionnaire and contributed to a follow-up assessment mission by a NATO delegation. The Bulgarian Self-Assessment Questionnaire was posted on the website of the Bulgarian Ministry of Defence - a major step towards increasing transparency in the Ministry and its reform processes.

TI-DSP continued its advocacy of a strong anti-corruption mechanism in the United Nations Arms Trade Treaty (ATT). At the ATT's second Preparatory Committee (PrepCom) meeting in New York in February-March 2011, TI-DSP worked closely with civil society, industry, and particularly those governments willing to consider the inclusion of a strong anti-corruption mechanism in a robust ATT. An increasing number of governments expressed their support for including anti-corruption mechanisms in an ATT and, significantly, this subject was addressed in a new version of the PrepCom Chair's Draft Papers for the ATT.

In 2010/11, a number of major research reports were published by TI-DSP. These included:

- A ground breaking research report, "Defence Offsets: Addressing the Risks of Corruption and Raising Transparency". The report's recommendations on how to make defence offsets more transparent were widely recognised as very innovative, by governments in both developed and developing countries and by the defence industry.
- An assessment of the level of transparency in countries' defence budgets. The report found that almost none of the 170 countries included in the study, had a satisfactory level of transparency in their defence budgets.
- The 2<sup>nd</sup> Edition of the very popular 'Handbook' for defence officials, focusing on 20 practical reforms to build integrity and tackle defence corruption. The Handbook, which was launched at Chatham House in March 2011, incorporated new case studies and lessons learned. It was very well received as a solid piece of work which can make a real difference by providing practical guidance for defence officials.

### **Influencing policy development on major anti-corruption issues**

TI(UK) made important contributions to the development of more effective policies to tackle corruption in various ways.

As a member of the BOND group - a UK umbrella body for international development NGOs – TI(UK) encouraged greater attention to the need for NGOs to have strong internal polices to tackle corruption. On the joint initiative of TI(UK) and Management Accounting for NGOs (MANGO), a working group was set up under the auspices of the BOND Governance Group to draft a set of principles and practical guidance for NGOs to counter bribery and corruption. The working group included the major UK development NGOs and the Charity Finance Directors Group.

Following the submission of a TI-UK briefing note on the role of the Secretary of State (SOS) for Justice as the Government's Anti-Corruption Champion, TI(UK) had discussions on issues it had raised with the SOS's special advisers and a representative from the anti-Corruption Champion's Secretariat. TI(UK) was reassured that many of the priorities identified in its briefing note were considered to be within the ambit of the Anti-Corruption Champion's role.

On the international development front, in October 2010, TI(UK) participated in the Parliamentary International Development Committee (IDC) roundtable with NGOs on the future of overseas aid for development policy, where it was able to feed in some ideas on anti-corruption. TI(UK) submitted a response to the IDC's Inquiry into Financial Crime and Development. The inquiry focused primarily on the modalities for providing compensation to countries affected by UK foreign bribery cases.

In November 2010, at the TI Movement's annual members meeting (AMM) in Bangkok, TI(UK) contributed to several important debates on TI's future strategy and made presentations about TI-UK's work. After the AMM, TI(UK) joined 1200 representatives from the public, private and non-profit sectors in 135 countries for the 14<sup>th</sup> International Anti-Corruption Conference (IACC) in Bangkok. The conference theme was *Restoring trust: global action for transparency*.

TI-UK's other contributions to policy development included the following:

1. A submission to the Ministry of Justice public consultation on 'adequate procedures' for preventing bribery (Clause 7 and 9 of the Bribery Act);
2. An assessment of the UK's enforcement of the OECD Anti-Bribery Convention for the TI Annual Progress Report on the Convention's enforcement; and
3. Participation in the implementation of the DFID-supported international Construction Sector Transparency Initiative (CoST) in the UK, which aims to increase transparency and accountability in publicly funded construction projects.

### **Working with the private sector to raise anti-corruption standards**

TI(UK) strengthened its work with the private sector to promote ethical business practices; provide practical support to companies keen to embed an anti-bribery culture; and harness the influence of responsible institutional investors in the fight against corporate corruption. A new training and advisory services programme was established in order to provide assistance, on request, to commercial and other organisations wishing to raise their anti-corruption standards. A sub-Committee of the TI(UK) Board was established to oversee this activity. We also engaged with companies through the CSF and, indirectly, with companies worldwide, through international forums and networks that aim to encourage good corporate governance and responsible investment. In addition, the TI(UK) team made a number of presentations to individual companies, public meetings and conferences on developments in the anti-corruption field, corruption risks and corporate anti-corruption systems. At the 14<sup>th</sup> IACC in Bangkok, TI-UK chaired a workshop entitled *'Is there a role for institutional investors in combating corruption?'* The workshop explored the potential role for institutional investors in increasing corporate accountability on anti-corruption issues and opportunities for multi-stakeholder collaboration.

**TRANSPARENCY INTERNATIONAL (UK)**  
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**TRUSTEES REPORT (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

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TI(UK) published its own detailed Adequate Procedures Guidance on anti-bribery programmes to help companies meet the challenges of the UK Bribery Act. Launched to a business, legal and accountancy audience at a special event hosted by FTI Consulting in July 2010, TI-UK's Guidance is based on the well-established Business Principles for Countering Bribery and other Transparency International tools that companies all over the world are already using to benchmark their anti-bribery systems. It includes case studies, sample policies and a step-by-step implementation checklist, aiming to provide comprehensive guidance for companies seeking to comply with the Bribery Act and maintain good practice anti-corruption procedures.

**Increasing public awareness of corruption issues**

TI(UK) continued to raise public awareness of corruption issues in a variety of ways, including through its website, its quarterly anti-corruption newsletter, engaging with the media and senior decision-makers, and through speaking at public events, conferences and stakeholder consultations. In 2010/11, TI-UK provided speakers at more than 50 such events. TI(UK) also engaged with the wider public and a variety of other constituencies through its programme of speaker events, the TI(UK) Corporate Supporters Forum and its work with institutional investors.

On 9 December 2010, UN Anti-Corruption Day, TI(UK) held its second annual anti-corruption Lecture. The lecture was given by Lord Patten of Barnes, former European Commissioner for External Relations and former Governor of Hong Kong. TI's Global corruption Barometer – a survey of perceptions and experience of corruption among 90,000 people across 86 countries was launched on the same day. The event was one of TI(UK)'s 2010 series of fully-subscribed speaker events. Other speakers in 2010/11 included Professor Michael Macaulay of Teeside University (leader of TI-UK's research team on corruption in the UK), Helen Garlick, former Deputy Director of the Serious Fraud Office and Sir Stewart Eldon KCMG OBE, former UK Permanent Representative to NATO. (See list of meetings at Annex 4).

**Statement on public benefit**

The Trustees confirm that they have complied with the duty in section 4 of the Charities Act 2006 to have due regard to public benefit guidance published by the Charities Commission in determining the activities undertaken by TI(UK). In the interests of transparency, the Trustees' observations on the key principles of public benefit are set out below.

TI(UK)'s primary objective is the relief of poverty, suffering and distress caused directly or indirectly by corruption and the promotion for the public benefit of ethical standards and compliance with the law by the public and private sectors. The Trustees are satisfied that all TI(UK) activities continue to be related to these aims.

The Trustees are also satisfied that TI(UK)'s activities are of benefit to UK society as a whole. Corruption undermines democracy, the rule of law, human rights and sustainable development. TI(UK)'s activities highlighted in this Report are of benefit to the public because they are designed to ensure that the UK does not tolerate corruption both at home and in its international business transactions. There are clear public benefits arising from TI(UK)'s work to: promote the enforcement of the Bribery Act; highlight the extent of corruption in specific sectors of the UK; build integrity and prevent corruption in the defence sector; ensure the UK enforces international anti-corruption conventions effectively; help companies and NGOs to raise their anti-corruption standards; and increase public awareness of corruption issues.

There are no unreasonable restrictions on the benefits provided by TI(UK). Some private benefits do necessarily arise from the activities of the charity. In particular, TI(UK) finds it essential to employ and remunerate staff and consultants. However, these private benefits are incidental as they are a necessary by-product of carrying out the charity's aims.

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**TRUSTEES REPORT (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

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**Fundraising and communications**

TI(UK) continued to strengthen its capacity for communications and outreach, which helped the organisation to raise its media profile, particularly on issues related to the 2010 Bribery Act. We also improved our interaction with TI-UK members (e.g. through the electronic newsletter and public meetings). The CSF continued to attract new members and corporate sponsorship was secured for major projects like the publication of TI-UK's Guidance on the Bribery Act. The total expenditure on fund raising amounted to £ 36,474.

**Use of volunteers**

In addition to the time they devoted to the governance of TI(UK), some Trustees continued to contribute substantial time on a voluntary basis to work in many areas, including guidance for TI(UK) projects, corruption law reform, fundraising, legal advice, financial accounting and representing TI(UK) at meetings and conferences. Part-time interns also made valuable contributions to a range of TI(UK) activities during the course of the year, and, in turn, gained useful work experience.

**Financial review**

Total expenditure (£800,662) in 2010/11 was substantially higher than in 2009/10, with expenditure on charitable activities rising by about £222,000. This reflected further expansion in the work of the TI-DSP programme and new projects (e.g. publication of Adequate Procedures Guidance and UK Corruption Survey). An increase of about £85,000 in expenditure on staff costs for charitable activities reflected the addition of 3 full-time staff to TI-UK's establishment, which enabled the charity to expand its activities. Total income in 2010/11 was £796,708, an increase of about £204,000 compared to the previous year. This was mainly due to a higher contribution by the UK Government (DFID and Ministry of Defence) and NATO to the TI-DSP programme and income for new projects (e.g. the Adequate Procedures Guidance and EU-funded National Integrity System study project). A small deficit of about £4,000 was registered in 2010/11 because of a deficit in the unrestricted funds account. Total funds at 31 March 2011 amounted to £200,815, of which £80,674 consisted of restricted funds.

In 2010/11, the principal sources of unrestricted funding were the CSF, the TI-Secretariat in Berlin and other grants and donations. The principal sources of restricted funding were DFID, NATO and the EU. These restricted funds supported the TI-DSP programme and the UK corruption project.

**Reserves policy**

TI(UK)'s approach to mitigation of risks has been described in page 2. The Trustees believe that a minimum of about £90,000 should be maintained in unrestricted reserves, which would allow the charity's core operations to be maintained for at least three months in the event of an emergency related to the charity's sources of funds. Unrestricted reserves at 31 March 2011 amounted to £114,435.

**STATEMENT OF TRUSTEES RESPONSIBILITIES**

The Trustees (who are also directors of Transparency International (UK) for the purposes of company law) are responsible for preparing the Trustees Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP;

- Make judgements and estimates that are reasonable and prudent;
- State whether applicable UK Accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the charitable company will continue in business

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time of the financial position of the charitable company 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 charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as we are aware:

- There is no relevant audit information of which the charitable company's auditor is unaware; and
- The Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The Trustees are responsible for the maintenance and integrity of the corporate and financial information included on the charitable company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

#### **AUDITORS**

The auditors, haysmacintyre, will be proposed for re-appointment in accordance with Section 485 of the Companies Act 2006.

#### **APPROVAL**

In preparing this report, the Trustees have taken advantage of the small companies exemptions provided by Part 15 of the Companies Act 2006. This report was approved by the Board of Trustees on 19<sup>th</sup> October 2011 and signed on its behalf, by:



J D Drysdale – Chairman

**INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF TRANSPARENCY INTERNATIONAL (UK)**

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We have audited the financial statements of Transparency International for the year ended 31 March 2011 which comprise the Statement of Financial Activities (incorporating an Income and Expenditure account), the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 Auditors' 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 its members, as a body, for our audit work, for this report, or for the opinion we have formed.

**Respective responsibilities of Trustees and auditors**

As explained more fully in the Trustees' Responsibilities Statement set out on page 7, the trustees (who are also the directors of the charitable company for the purposes 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 Trustees' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Opinion**

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2011, and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

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

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF TRANSPARENCY INTERNATIONAL (UK)

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**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 information given in the Trustees' Report is inconsistent in any material respect with the financial statements; or
- the charitable company has not kept adequate accounting records; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.



Murtaza Jessa  
Senior Statutory Auditor  
for and on behalf of haysmacintyre  
Statutory Auditors

..19.. October..... 2011

Fairfax House  
15 Fulwood Place  
London WC1V 6AY

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**STATEMENT OF FINANCIAL ACTIVITIES**  
**(incorporating income and expenditure account)**

**FOR THE YEAR ENDED 31 MARCH 2011**

|   |   | <b>Restricted<br/>Funds<br/>2011<br/>£</b> | <b>Unrestricted<br/>Funds<br/>2011<br/>£</b> | <b>Total<br/>Funds<br/>2011<br/>£</b> | <b>Total<br/>Funds<br/>2010<br/>£</b> |
|---|---|--|--|---------------------------------------|---------------------------------------|
| <b>INCOMING RESOURCES</b>   |   |  |  |                                       |                                       |
| <b>Incoming resources from generated funds</b>                              |   |  |  |                                       |                                       |
| Voluntary income  | 2 | -  | 219,578                                      | 219,578                               | 227,292                               |
| Investment income   | 3 | -  | 56   | 56                                    | 58                                    |
| <b>Incoming resources from charitable activities - anti-corruption work</b> |   |  |  |                                       |                                       |
|   | 4 | 545,433                                    | 31,641                                       | 577,074                               | 365,812                               |
| <b>TOTAL INCOMING RESOURCES</b>   |   | <u>545,433</u>                             | <u>251,275</u>                               | <u>796,708</u>                        | <u>593,162</u>                        |
| <b>RESOURCES EXPENDED</b>   |   |  |  |                                       |                                       |
| <b>Costs of generating funds-</b>   |   |  |  |                                       |                                       |
| Costs of generating voluntary income  |   | -  | 36,474                                       | 36,474                                | 43,068                                |
| <b>Charitable activities - anti-corruption work</b>                         | 6 | 533,223                                    | 192,984                                      | 726,207                               | 504,225                               |
| <b>Governance costs</b>   | 7 | -  | 37,981                                       | 37,981                                | 35,691                                |
| <b>TOTAL RESOURCES EXPENDED</b>   |   | <u>533,223</u>                             | <u>267,439</u>                               | <u>800,662</u>                        | <u>582,984</u>                        |
| <b>MOVEMENT IN TOTAL FUNDS FOR YEAR – NET INCOME FOR THE YEAR</b>           |   | 12,210                                     | (16,164)                                     | (3,954)                               | 10,178                                |
| <b>TOTAL FUNDS AT 1 APRIL 2010</b>  |   | <u>68,464</u>                              | <u>136,305</u>                               | <u>204,769</u>                        | <u>194,591</u>                        |
| <b>TOTAL FUNDS AT 31 MARCH 2011</b>   |   | <u><u>80,674</u></u>                       | <u><u>120,141</u></u>                        | <u><u>200,815</u></u>                 | <u><u>204,769</u></u>                 |

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

The notes on pages 13 to 18 form part of these financial statements.

**TRANSPARENCY INTERNATIONAL (UK) – Company Number 02903386**  
**(A company limited by guarantee)**

**BALANCE SHEET**

**AS AT 31 MARCH 2011**

|   | Note | 2011           |                 | 2010           |                 |
|---|------|----------------|-----------------|----------------|-----------------|
|   |      | £              | £               | £              | £               |
| <b>CURRENT ASSETS</b>                                 |      |                |                 |                |                 |
| Debtors   | 11   | 29,661         |                 | 93,958         |                 |
| Cash at bank  |      | 271,077        |                 | 250,297        |                 |
|   |      | <u>300,738</u> |                 | <u>344,255</u> |                 |
| <b>CREDITORS:</b> amounts falling due within one year | 12   | (99,923)       |                 | (139,486)      |                 |
| <b>NET CURRENT ASSETS</b>                             |      |                | 200,815         |                | 204,769         |
| <b>NET ASSETS</b>                                     | 14   |                | <u>£200,815</u> |                | <u>£204,769</u> |
| <b>CHARITY FUNDS</b>                                  |      |                |                 |                |                 |
| Restricted Funds                                      | 13   |                | 80,674          |                | 68,464          |
| Unrestricted - General Funds                          | 13   |                | 120,141         |                | 136,305         |
|   |      |                | <u>£200,815</u> |                | <u>£204,769</u> |

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved and authorised for issue by the Board of Trustees on 19<sup>th</sup> October 2011 and were signed below on its behalf by:



J D Drysdale  
 Chairman

The notes on pages 13 to 18 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2011**

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**1. ACCOUNTING POLICIES**

**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention, with the exception of investments which are included at market value, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008). The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP), "Accounting and Reporting by Charities" published in 2005, applicable accounting standards and the Companies Act 2006.

**1.2 Company status**

The company is a company limited by guarantee. The members of the company are subscribers to the Memorandum of Association and the person listed in the Register of Full Members of the company. In the event of the company being wound up, the liability in respect of the guarantee is limited to £1 per member of the company.

**1.3 Fund accounting**

General reserves are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the company 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 which have been raised by the company for particular purposes. The cost 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.

**1.4 Incoming resources**

All incoming resources are included in the Statement of Financial Activities when the company is legally entitled to the income and the amount can be quantified with reasonable accuracy.

**1.5 Resources expended**

All expenditure is accounted for on an accruals basis and has been included under expense categories that aggregate all costs for allocation to activities. Where costs cannot be directly attributed to particular activities they have been allocated on a basis consistent with the use of the resources.

Overheads have been allocated on the basis of staff costs.

Fund-raising costs are those incurred in seeking voluntary contributions and do not include the costs of disseminating information in support of the charitable activities. Support costs are those costs incurred directly in support of expenditure on the objects of the company. Governance costs are those incurred in connection with constitutional and statutory requirements.

**1.6 Cash flow**

The financial statements do not include a cash flow statement because the charitable company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008).

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

| <b>2. VOLUNTARY INCOME</b>  | <b>Total funds<br/>2011<br/>£</b> | <b>Total funds<br/>2010<br/>£</b> |
|---|-----------------------------------|-----------------------------------|
| Membership donations  | 7,305                             | 6,967                             |
| Corporate supporters' donations   | 125,000                           | 115,000                           |
| Other grants and donations  | 87,273                            | 105,325                           |
| <b>Total</b>  | <b>£219,578</b>                   | <b>£227,292</b>                   |
| Grants and donations included £50,000 from the TI Secretariat in Berlin, £15,000 from Joffe Charitable Trust and £2,500 from PF Charitable Trust. |                                   |                                   |
| <b>3. INVESTMENT INCOME</b>   | <b>Total funds<br/>2011<br/>£</b> | <b>Total funds<br/>2010<br/>£</b> |
| Interest receivable   | £56                               | £58                               |
| <b>4. INCOMING RESOURCES FROM CHARITABLE ACTIVITIES</b>   | <b>Total funds<br/>2011<br/>£</b> | <b>Total funds<br/>2010<br/>£</b> |
| Grants receivable (see below)   | 577,074                           | 365,812                           |
| <b>Total</b>  | <b>£577,074</b>                   | <b>£365,812</b>                   |
| <b>5. GRANTS RECEIVABLE CONSIST OF:</b>   | <b>Total funds<br/>2011<br/>£</b> | <b>Total funds<br/>2010<br/>£</b> |
| DSP-DFID Phase 4  | 362,614                           | 219,752                           |
| DSP-DFID IATT   | 15,300                            | -                                 |
| DSP-DFID – Africa Workshops   | -                                 | 47,338                            |
| DSP-NATO/MOD  | 88,630                            | 38,256                            |
| EU-NIS Project  | 30,042                            | -                                 |
| Adequate Procedures   | 26,347                            | -                                 |
| Social Enterprise   | 31,641                            | -                                 |
| Revolving Door Project  | -                                 | 9,911                             |
| UK Corruption Survey  | 22,500                            | 32,500                            |
| City Project  | -                                 | 18,055                            |
| <b>Total</b>  | <b>£577,074</b>                   | <b>£365,812</b>                   |

TRANSPARENCY INTERNATIONAL (UK)  
(A company limited by guarantee)

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 MARCH 2011

| 6. CHARITABLE ACTIVITIES |  | Total funds<br>2011<br>£ | Total funds<br>2010<br>£ |
|--------------------------|--|--------------------------|--------------------------|
| Direct charitable costs  |  | 383,557                  | 245,248                  |
| Staff costs              |  | 242,626                  | 157,873                  |
| Support costs            |  | 100,024                  | 101,104                  |
| <b>Total</b>             |  | <u>£726,207</u>          | <u>£504,225</u>          |

  

| 7. GOVERNANCE COSTS         |  | Total funds<br>2011<br>£ | Total funds<br>2010<br>£ |
|-----------------------------|--|--------------------------|--------------------------|
| Audit fees                  |  | 5,280                    | 6,700                    |
| Staff and consultants costs |  | 15,080                   | 13,434                   |
| Allocation of support costs |  | 17,621                   | 15,557                   |
| <b>Total</b>                |  | <u>£37,981</u>           | <u>£35,691</u>           |

  

| 8. ANALYSIS OF SUPPORT COSTS     | Charitable<br>Activities<br>£ | Governance<br>Costs<br>£ | 2011<br>£       | 2010<br>£       |
|----------------------------------|-------------------------------|--------------------------|-----------------|-----------------|
| Communication costs              | 11,506                        | 1,279                    | 12,785          | 8,673           |
| Printing, postage and stationery | 4,021                         | 447                      | 4,468           | 12,042          |
| Premises costs                   | 16,090                        | 1,788                    | 17,878          | 17,798          |
| Staff and consultancy costs      | 10,325                        | 1,147                    | 11,472          | 10,629          |
| Other costs                      | 58,082                        | 12,960                   | 71,042          | 67,519          |
| <b>Total</b>                     | <u>£100,024</u>               | <u>£17,621</u>           | <u>£117,645</u> | <u>£116,661</u> |

Support costs have been allocated as above based on the proportion of staff time spent on each activity.

| 9. NET INCOME                           | 2011<br>£     | 2010<br>£     |
|---|---------------|---------------|
| This is stated after charging:          |               |               |
| Auditors' remuneration - audit services | 5,280         | 6,700         |
| Pension costs                           | 12,285        | 11,712        |
|   | <u>17,565</u> | <u>18,412</u> |

During the year, no trustee received any remuneration (2010 - £NIL).

During the year, no trustee received any benefits in kind (2010 - £NIL).

During the year, one trustee received reimbursement of travelling and other expenses amounting to £ 1,341 (2010 - 1 trustee was reimbursed a total of £1,616).

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

**10. STAFF COSTS AND NUMBERS**

|                              | <b>2011</b>     | <b>2010</b>     |
|------------------------------|-----------------|-----------------|
|                              | <b>£</b>        | <b>£</b>        |
| Staff costs were as follows: |                 |                 |
| Wages and salaries           | 263,112         | 193,107         |
| Social security costs        | 27,824          | 20,185          |
| Other pension costs          | 12,285          | 11,712          |
|                              | <u>£303,221</u> | <u>£225,004</u> |

The average number of full-time equivalent employees during the year was as follows:

|                       | <b>2011</b>   | <b>2010</b>   |
|-----------------------|---------------|---------------|
|                       | <b>Number</b> | <b>Number</b> |
| Charitable activities | 7             | 4             |
| Support               | 1             | 1             |
|                       | <u>8</u>      | <u>5</u>      |

|   |   |   |
|---|---|---|
| Employees earning remuneration between (£70,001-£80,000)          | 1 | - |
| "                    "                    " (£60,001-£70,000)     | 1 | 1 |
| "                    "                    " (£50,001-£60,000)     | - | 1 |
| "                    "                    " (£20,001-£30,000)     | 2 | 1 |
| "                    "                    " (£10,001-£20,000)     | 3 | 1 |
| "                    "                    " (          0-£10,000) | 5 | 3 |

The company also paid pension contributions on behalf of the Executive Director into a money-purchase pension scheme amounting to £6,615 (2010 £6,312) and £5,670 (2010 £5,400) for another employee.

**11. DEBTORS**

|                            | <b>2011</b>    | <b>2010</b>    |
|----------------------------|----------------|----------------|
|                            | <b>£</b>       | <b>£</b>       |
| <b>Due within one year</b> |                |                |
| Other debtors              | 5,000          | 63,653         |
| Prepayments                | 24,661         | 30,305         |
|                            | <u>£29,661</u> | <u>£93,958</u> |

**12. CREDITORS: amounts falling due within one year**

|                                 | <b>2011</b>    | <b>2010</b>     |
|---------------------------------|----------------|-----------------|
|                                 | <b>£</b>       | <b>£</b>        |
| Social security and other taxes | 8,934          | 7,915           |
| Other creditors                 | 51,323         | 109,585         |
| Accruals                        | 39,666         | 10,999          |
| Grants                          | -              | 10,987          |
|                                 | <u>£99,923</u> | <u>£139,486</u> |

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

| 13. STATEMENT OF FUNDS      | Brought<br>Forward<br>£ | Incoming<br>Resources<br>£ | Resources<br>Expended<br>£ | Carried<br>Forward<br>£ |
|-----------------------------|-------------------------|----------------------------|----------------------------|-------------------------|
| <b>UNRESTRICTED FUNDS</b>   |                         |                            |                            |                         |
| General Funds               | 136,305                 | 219,634                    | 241,504                    | 114,435                 |
| <b>DESIGNATED FUNDS</b>     |                         |                            |                            |                         |
| Social Enterprise Projects* | -                       | 31,641                     | 25,935                     | 5,706                   |
|                             | <u>136,305</u>          | <u>251,275</u>             | <u>267,439</u>             | <u>120,141</u>          |
| <b>RESTRICTED FUNDS</b>     |                         |                            |                            |                         |
| DSP-DFID Phase 4            | 12,800                  | 362,614                    | 375,414                    | -                       |
| DSP-DFID IATT               | -                       | 15,300                     | 15,300                     | -                       |
| DSP-MOD                     | 13,253                  | -                          | 5,832                      | 7,421                   |
| DSP-NATO                    | -                       | 88,630                     | 59,053                     | 29,577                  |
| EU-NIS Project              | -                       | 30,042                     | 8,026                      | 22,016                  |
| Adequate Procedures Project | -                       | 26,347                     | 26,347                     | -                       |
| Revolving Door Project      | 9,911                   | -                          | 9,911                      | -                       |
| UK Corruption Survey        | 32,500                  | 22,500                     | 33,340                     | 21,660                  |
|                             | <u>68,464</u>           | <u>545,433</u>             | <u>533,223</u>             | <u>80,674</u>           |
| <b>Total of Funds</b>       | <u><u>£204,769</u></u>  | <u><u>£796,708</u></u>     | <u><u>£800,662</u></u>     | <u><u>£200,815</u></u>  |

\*During the year TI(UK) started a programme that provides training and related services in support of the charity's core objectives. All income and related expenditure is accounted for through a designated fund until such time as a separate social enterprise is established and surplus funds are transferred to unrestricted funds.

**Explanation of restricted funds:**

Defence Against Corruption (DSP) – This programme, which aims to reduce corruption in the official arms trade, is funded by DFID.

DSP-DFID IATT – DFID grant provided for work on UN International Arms Trade Treaty.

DSP-MOD – Grant provided by UK Ministry of Defence for specific DSP projects.

DSP-NATO – Grant provided by NATO for DSP's Building Integrity in defence projects.

EU-NIS – Grant provided by EU for UK National Integrity System project.

Adequate Procedures project – Grants provided by FTI Consulting and Halcrow for TI-UK publication of Adequate Procedures.

Revolving Door Project – Grant provided by Network for Social Change for TI-UK report on the Revolving Door.

UK Corruption Survey – Grant provided by Joseph Rowntree Charitable Trust for UK Corruption project.

**TRANSPARENCY INTERNATIONAL (UK)**  
**(A company limited by guarantee)**

**NOTES TO THE FINANCIAL STATEMENTS (continued)**

**FOR THE YEAR ENDED 31 MARCH 2011**

|   | <b>Brought<br/>Forward<br/>£</b>           | <b>Incoming<br/>Resources<br/>£</b>          | <b>Resources<br/>Expended<br/>£</b>   | <b>Carried<br/>Forward<br/>£</b>      |
|---|--|--|---------------------------------------|---------------------------------------|
| <b>SUMMARY OF FUNDS</b>                         |  |  |                                       |                                       |
| General Funds                                   | 136,305                                    | 251,275                                      | 267,439                               | 120,141                               |
| Restricted funds                                | 68,464                                     | 545,433                                      | 533,233                               | 80,674                                |
| <b>Total of funds</b>                           | <u>£204,769</u>                            | <u>£796,708</u>                              | <u>£800,662</u>                       | <u>£200,815</u>                       |
| <br>  |  |  |                                       |                                       |
| <b>14. ANALYSIS OF NET ASSETS BETWEEN FUNDS</b> | <b>Restricted<br/>Funds<br/>2011<br/>£</b> | <b>Unrestricted<br/>Funds<br/>2011<br/>£</b> | <b>Total<br/>Funds<br/>2011<br/>£</b> | <b>Total<br/>Funds<br/>2010<br/>£</b> |
| Current assets                                  | 152,873                                    | 147,865                                      | 300,738                               | 344,255                               |
| Creditors due within one year                   | (72,199)                                   | (27,724)                                     | (99,923)                              | (139,486)                             |
| <b>Total</b>                                    | <u>£80,674</u>                             | <u>£120,141</u>                              | <u>£200,815</u>                       | <u>£204,769</u>                       |

## **Annex 1**

### **Members of the Board of Trustees**

#### **Laurence Cockcroft**

Laurence Cockcroft is a development economist by profession who has been closely involved with issues relevant to the developing world, and particularly to Africa, since 1966. He has worked for the governments of Tanzania and Zambia, international organisations including the UN, FAO and World Bank, a large UK agribusiness company and for a private Foundation. Laurence published a book, *'Africa's Way: A Journey from the Past'*, in 1989 on the inter relationship of politics and development questions in Africa. He was a member of the international Board of TI from 1993-1999 and from 2002-2005 and has served on the Board of TI(UK) since 1994, becoming Chairman in 2000. From 2000 to 2002 he chaired the international group which developed the Business Principles for Countering Bribery and he pioneered the work of TI(UK) on Corruption in the Official Arms Trade. Laurence is a member of the Development Committee.

#### **Richard Constant MBE**

Richard Constant is President and CEO of Kreab Gavin Anderson Worldwide, a world leading communications consultancy. He is a non-executive director of Homeland Renewable Energy Inc and a Trustee of Help for Heroes. His early career was spent as a Regular Army Officer in The Royal Green Jackets and, apart from serving in Northern Ireland, Germany, Hong Kong and Cyprus he worked in the Ministry of Defence for The Vice-Chief of the General Staff. After the Army he joined Robert Fleming in their corporate finance department. Currently he advises a number of UK companies and financial institutions on their financial, corporate and government communications strategies including related projects such as hostile bids and deals, crisis management and corporate responsibility. He also advises a number of large international companies. Richard joined the Board of TI(UK) in December 2009.

#### **John Drysdale**

John Drysdale joined TI(UK) after his retirement from merchant bankers Robert Fleming where his international career spanned over thirty years. John's contribution has been primarily in the financial field, having been Chairman of the working group which published two Reports, one on money laundering and the other on financial services providers. John joined the Board of TI(UK) in 2002 and became Chairman in 2008. He is Chair of the Development Committee and a member of the Nominations and Membership Committees. He is a member of the working party which guides the work on corruption in the Construction and Engineering industries. John is a member of the Audit Committee for the TI movement as a whole, based in Berlin and has represented TI(UK) at the TI Annual Members Meeting and at other meetings where appropriate.

#### **Helen Garlick**

Helen Garlick is a barrister and until 2008 had spent her career in the Government Legal Service. She joined the Serious Fraud Office at its inception in 1988 and worked on several complex fraud cases including Barlow Clowes and BCCI. For several years she led the SFO's Mutual Legal Assistance Unit and was their representative on the European Judicial Network. As Head of the MLA Unit Helen worked on several international corruption cases. Since leaving the SFO she has continued to be heavily involved in anti-corruption work. She is a member of the Corruption Hunters Network, an invitation only international group of current and former heads of anti-corruption bodies supported by the Norwegian Government whose aim is to support and build capacity in countries where anti-corruption prosecutors are under severe pressure. In 2009 she was appointed as Special Prosecutor to advise the government of the Turks and Caicos Islands. Helen joined the Board in April 2010.

#### **Neil Holt**

Neil Holt is a Director and Chief Compliance Officer of Halcrow Group Ltd., an international firm of consulting engineers. His leadership in developing Halcrow's detailed Guidelines on the Practice of Business Integrity resulted in an invitation to join the World Economic Forum sponsored 'Engineering and Construction (E&C) Task Force for Countering Bribery' a collective outcome of which was the 'E&C Business Principles' that were adopted by the World Economic Forum at Davos in January 2004. These subsequently formed the basis of the Partnering Against Corruption Initiative (PACI). Neil works with TI and colleagues from other companies in the engineering and construction sector, to develop and promote anti-corruption activities that are capable of being adopted as 'best practice' for both the public and private sectors. He was a founding member of the UK Anti-Corruption Forum and regularly participates in public and private sector sponsored anti-corruption activities, including the Ministry of Justice's working group that advised on the development of the Bribery

Bill. Neil joined the TI(UK) Board in 2006 and is a member of the Finance and Audit and Nominations Committees.

### **Anne Moore-Williams**

Anne Moore-Williams became a legal adviser to the Financial Services Authority in 2005, having practised as a barrister in the private and public sectors since being called to the bar in 1992. She is a specialist in regulatory, financial services, anti-corruption and commercial law. Anne holds an LLM from King's College, London and was called to the New York bar in 2000. Her career includes being a legal adviser to HM Treasury, The Treasury Solicitor's Department and the Law Commission for England & Wales. She has also acted as a legal consultant to the Department for International Development as regards corruption law reform projects. Before becoming a barrister, Anne worked for Reuters as a journalist. Anne joined the Board in 2003 and was Chair of the Nominations Committee from its inception in 2007 until December 2010.

### **David Nussbaum**

David Nussbaum has been the Chief Executive of WWF-UK, the environmental charity, since 2007. Prior to joining WWF, he was the Chief Executive of Transparency International, based at the International Secretariat in Berlin from 2002 to 2007. David is a Non-Executive Director of the quoted private equity fund Low Carbon Accelerator; and of the Fair Trade finance organisation Shared Interest. Until 2006, he was the (non-executive) Chair of Traidcraft plc, the leading UK Fair Trade company. Previously, David was Finance Director and a Deputy Chief Executive of Oxfam; and prior to that, was the Finance Director of Field Group plc. David is a chartered accountant and holds degrees in theology from Cambridge and Edinburgh universities and an MSc in Finance from London Business School. David joined the Board of TI-UK in 2008 and is Chair of the Membership Committee and a member of the Finance and Audit Committee.

### **Monty Raphael**

Monty Raphael is a solicitor and until 2005 he was Senior Partner at Peters & Peters where his present role is Head of Fraud and Regulatory. His lifelong specialism has been white collar crime including corruption and money laundering. He is immediate past Chair of the Anti-Corruption Working Group of the International Bar Association and was the founder of its Business Crime Committee. He is a Director and Trustee of the Fraud Advisory Panel and Honorary Solicitor and Trustee of the Howard League for Penal Reform. Monty has written and spoken widely on corruption issues. He is Visiting Professor in Criminal Law at the University of Kingston and is the author of 'Blackstone's Guide to the Bribery Act'. Monty has been a member of TI(UK) since shortly after it was formed and he joined the Board in 2006.

### **Ian Trumper**

Ian Trumper is a Chartered Accountant and was senior managing director of FTI Forensic Accounting Ltd, a firm specialising in a range of civil, criminal and regulatory investigation work, and which is owned by FTI Consulting Inc, a US listed company. His particular expertise lies in forensic investigations and expert accounting in civil and criminal litigation. Ian is a fellow of the Institute of Chartered Accountants in England and Wales and a Member of the Academy of Experts. In 1988 he was seconded to the Serious Fraud Office as an Assistant Director and since that time has specialized in financial investigation work either working for corporate or for regulatory and prosecution agencies. Ian has carried out corruption investigations in Africa, the Far East and Eastern Europe. He has been Honorary Treasurer of TI(UK) for several years and joined the Board in 2003. Ian is Chair of the Finance and Audit Committee.

### **Alyson Warhurst**

Alyson is CEO and founder of Maplecroft, the leading source of extra-financial risk analysis for the world's largest multinational corporations; banks and asset managers; governments and NGOs. Coming from an academic background, Alyson now advises global companies and organisations at board level on issues including: global and political risks, human rights, ethical supply chains, corporate reputation and responsibility. She is a consultant to the World Economic Forum and in 2007 joined the Board of Trustees of Transparency International (UK). From 1999 to 2009 Alyson was Chair of Strategy and International Development at Warwick Business School, where she won the inaugural Faculty Pioneer "Beyond Grey Pinstripes Award" (called by the FT the "Business School Oscars") and was made an Honorary Professor in 2010. She is an accomplished speaker at high-level international events and has written several books and more than one hundred articles, including a regular column for Business Week.

## Karl A Ziegler

Karl Ziegler is a US National and has been London-based since 1968. A graduate of Andover, Yale and the Harvard Business School he worked in banking for seventeen years, eight of which were served in Kenya. Karl became one of the first members of TI(UK) in 1994 and joined the Board on its inception. He is also the founding director of The Centre for Accountability and Debt Relief (CADRE) (1991), whose research on the need for auditing in debt relief and development assistance has been accepted in major public and private sector areas, not least in the TI global movement. In 1996, he co-founded and is Chief Executive of the registered Charity, The Kinnerton Research Centre (KRC), which studies the challenges of corporate best practice in such difficult environments as Russia and Sub-Saharan Africa.

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## Chandrashekhhar Krishnan Executive Director

Chandrashekhhar Krishnan joined TI(UK) in September 2004. Prior to that, he was Deputy Director for Strategic Planning at the Commonwealth Secretariat. He has expertise in international economic and sustainable development issues gained over twenty-five years of experience at TI, the Commonwealth Secretariat and the United Nations. He has worked closely with governments, international development partners, the private sector, civil society organizations and the media. He coordinated the work of a Commonwealth Expert Group on Combating Corruption in which TI participated as an Observer and contributed to its report, which was endorsed by the 1999 Commonwealth Heads of Government Meeting. He is a member of the Crown Agents Foundation Council and the expert Advisory Panel of the United Nations Association of the UK.

## Board Meetings – Trustees Attendance

| 2010/2011        | 28 April | 21 July | 18 October | 26 January |
|------------------|----------|---------|------------|------------|
| L Cockcroft      | x        | ✓       | ✓          | ✓          |
| R Constant       | ✓        | x       | x          | ✓          |
| J Drysdale       | ✓        | ✓       | ✓          | ✓          |
| H Garlick        | x        | ✓       | ✓          | x          |
| N Holt           | ✓        | ✓       | ✓          | x          |
| A Moore-Williams | ✓        | x       | ✓          | ✓          |
| D Nussbaum       | ✓        | ✓       | ✓          | ✓          |
| I Trumper        | ✓        | x       | ✓          | ✓          |
| M Raphael        | x        | x       | ✓          | x          |
| A Warhurst       | ✓        | ☎       | ✓          | ☎          |
| K Ziegler        | ✓        | ✓       | x          | ✓          |

## **Annex 2**

### **Development Committee**

**Members:**

John Drysdale, *Chair*  
John Burns OBE  
Laurence Cockcroft  
Christopher Haines  
James Skinner  
Jonathan Taylor  
Professor Alyson Warhurst

### **Ethics Committee**

**Members:**

Philippa Foster Back OBE, *Chair*  
Lorice Stainer

### **Finance and Audit Committee**

**Members:**

Ian Trumper, *Chair*  
Neil Holt  
David Nussbaum

### **Nominations Committee**

**Members:**

John Drysdale, *Chair from 9 December 2010*  
Anne Moore-Williams, *Chair until 8 December 2010*  
Philippa Foster Back OBE  
Neil Holt

### **Membership Committee**

**Members:**

David Nussbaum, *Chair*  
John Drysdale  
Rob Gallagher

## Annex 3

### Advisory Council

**Members:**

Peter Berry CMG, *President*

Baroness Chalker of Wallasey, *Past President*

Paul Batchelor

Lord Bowness CBE DL

Lord Chidgey

Philippa Foster Back OBE

Sir Nicholas Monck

Baroness Whitaker (*until May 2010*)

## Annex 4

### TI(UK) Meetings

#### Corporate Supporters Forum

22 April 2010

Topic: ***Bribery Act: implementation, enforcement and adequate procedures***

Speakers: Peter Lloyd and Peter Atkin, Mabey Bridge  
Nick Benwell, Simmons & Simmons  
Sam Eastwood, Norton Rose,  
DS Colin Cowan, City of London Police  
Tim Langton, BP  
Graham Hand, British Expertise  
Peter Wilkinson, TI-S

29 September 2010

Topic: ***Bribery Act: Consultation and Adequate Procedures***

Speakers: Neil Holt, Halcrow  
Tim Langton, BP  
Jeremy Carver, TI-S  
Will Kenyon and Martin Piper, PwC  
Robin Hodess, TI-S

29 March 2011

Topic: ***Bribery Act Update, Training Film 'The Dark Side of Business' and Trends in settlements pre- and post-Bribery Act***

Speakers: Satnam Tumani, SFO  
Peter Lloyd, Mabey Bridge  
Tim Parkman, Lessons Learned  
Ian Trumper, FTI Consulting

#### Speakers Meetings

26 October 2010

Topic: ***Corruption in the UK: Preliminary Findings***

Speaker: Professor Michael Macaulay, Teeside University

9 December 2010

Topic: ***Annual Anti-Corruption Lecture to mark the UN International Anti-Corruption Day  
Foreign policy and corruption – a problem for everyone***

Speaker: The Rt Hon Lord Patten of Barnes CH, PC

30 March 2011

Topic: ***Corruption Hunters Network***

Speaker: Helen Garlick, former Deputy Director SFO and TI-UK Trustee

## **Annex 5**

### **Corporate Supporters Forum**

#### **Members:**

Actis  
Anglo American plc  
AstraZeneca  
Balfour Beatty plc  
BG Group plc  
BP plc  
British American Tobacco plc  
Centrica plc  
Clifford Chance LLP  
Control Risks Group Ltd  
Crown Agents  
De Beers Group  
F&C Management Ltd  
FTI Forensic Accounting LLP  
GlaxoSmithKline plc  
Grant Thornton UK LLP  
Halcrow Group Ltd  
HSBC Holdings plc  
Mabey Bridge Ltd  
Mitsubishi Europe  
Norton Rose LLP  
PricewaterhouseCoopers LLP  
Rio Tinto plc  
Shell UK Ltd  
Simmons & Simmons  
Thomson Reuters Group plc  
Vodafone Group plc