The Orr Mackintosh Foundation Limited (known as "ShareGift")

ShareGift policy	Grant-making policy
Last review date	13 October 2026
Next review date	October 2028

1. Contents

1. Purpose of the policy 2
2. About this policy 2
3. Grant-making principles 2
3.1. Unrestricted funding 3
3.2. Cause neutrality 3
3.3. Due diligence 4
3.4. Managing interests and avoiding potential conflicts of interest 4
3.5. Supporting Irish charities 4
3.6. Achieving appropriate grant values 5
3.7. Avoiding 'transformative' grant values 5
3.8. Supporting newly registered charities 5
3.9. General funds for grant-making 6
3.10. Grant-making values overall and working capital 6
3.11. Grant-making frequency 7
4. Monitoring and review of the policy 7

1. Purpose of the policy

The purpose of this policy is to set out the principles, criteria and processes that govern how The Orr Mackintosh Foundation Limited (known as ShareGift) makes grants.

A grant is defined as a sum of money that ShareGift gives from its funds to:

- Charities registered in England and Wales, Scotland, Northern Ireland, the Channel Islands, Isle of Man or Ireland.
- Exempt charities as defined by the relevant charity commission within the UK.
- By exception, other such charitable institutions or charitable purposes that may be determined by ShareGift's Executive Grant-making Committee and agreed by at least one Trustee.

We refer to those organisations who are in receipt of a charitable grant from ShareGift collectively as '**Beneficiary Charities**'.

2. About this policy

The Orr Mackintosh Foundation Limited (known as ShareGift) is a registered charity (number 1052686) and company limited by guarantee (number 03150478). It is governed by a board of trustees who are also board directors under the Companies Act 2006 (the "**Trustees**"). An employee team led by the Chief Executive Officer has delegated responsibility for all day-to-day activities, including grant-making under this policy.

The Trustees ensure proper governance of ShareGift's grant-making in three key ways:

- Through grant-making principles, as set out in this policy.
- Through grant-making processes which set out the mechanics of how grants are to be made, as set out in ShareGift's internal procedures. This includes Trustee attendance at meetings of the Executive Grant-making Committee from time to time and discussion of certain grants outside such meetings.
- Through regular monitoring of the employee team's adherence to these principles, this policy and ShareGift's internal procedures.

3. Grant-making principles

The general principles which underpin the governance of ShareGift's grant-making are summarised below:

- We support Beneficiary Charities across all charitable sectors undertaking local, national and international work and aim to make grants to all charities or areas of charitable work suggested by donors, partners and other supporters of ShareGift's work, wherever possible.
- Grants are made as unrestricted funding, except where Beneficiary Charities request that funds are restricted and we deem this to be appropriate.
- We maintain a 'cause-neutral' stance, meaning that we can support any area of charitable work.
- Grants are subject to Beneficiary Charities satisfying our due diligence requirements.
- Applications from potential beneficiaries are not solicited, encouraged or accepted.

- We do not usually make grants which we deem transformative in nature for the Beneficiary Charity.
- When determining grant values for each proposed Beneficiary Charity our considerations include:
    - The value of donations linked to relevant donor suggestions.
    - The number of distinct suggestions, including those from partners and other supporters of our work.
    - Their particulars, such as their annual income.
- We distribute all funds designated for grant-making purposes to Beneficiary Charities as soon as we are able to do so appropriately, and after due consideration and process. An extended disbursement period may be determined for the distribution of exceptional funds to enable appropriate research and due diligence to be undertaken.
- We do not make multi-year grants as these are not supported by our model of income generation and funds disbursement.
- We make grants directly to charities; we do not support fundraising via third party platforms.
- All grants are ultimately made at ShareGift's discretion.

Our application of these general principles is explained further in the following sections.

3.1. Unrestricted funding

ShareGift generally makes grants of unrestricted funding. This enables Beneficiary Charities to apply the funds granted to them in line with their charitable objectives, which may include expenditure on the core costs of the charity or organisation. We believe this is the most effective way to support our Beneficiary Charities.

By exception, ShareGift may offer a restricted gift to Beneficiary Charities where this is deemed to be in their interests, for example, where a restriction may allow the charity or organisation to receive matched funding from another source.

3.2. Cause neutrality

ShareGift is cause-neutral in its grant-making and does not evaluate or prioritise particular charitable purposes. This approach differs from most grant-making charities and foundations, which focus on a particular cause, group, class of beneficiary or type of charitable work.

This enables ShareGift to have the broadest discretion and independence when determining which Beneficiary Charities to support, including those suggested by donors, partners and other supporters of ShareGift's work.

ShareGift does not:

- Solicit, encourage or accept applications for funding.
- Formally monitor or require reporting on how grants were spent by Beneficiary Charities.
- Require Impact Reports from Beneficiary Charities.

3.3. Due diligence

Our due diligence is designed to ensure we are making grants in a responsible manner to appropriate organisations. This protects our donors' interests and mitigates reputational risk for ShareGift.

Due diligence is performed on all Beneficiary Charities on a 'reasonable endeavours' basis, using publicly available information. Periodic due diligence checks are performed on charities when they are being considered for any further grants. Due diligence checks include assessing Beneficiary Charities' financial viability and regulatory standing, for example by reviewing their records with the relevant charities commission and company registry, and reputational standing, with reference to media and online sources. We carry out more detailed due diligence on charities we have not previously given to.

As part of our work to assess financial viability we review the level of reserves of each potential Beneficiary Charity. We do not usually make grants to organisations with reserves that do not cover the costs of operating for three months, however, we may make exceptions for smaller or newer charities that are in the process of building their reserves. Where a potential Beneficiary Charity has reserves that exceed a year of operating costs we will seek to understand the reasons for holding such high reserves; we may choose not to make grants to potential Beneficiary Charities where we consider the level of reserves to be excessive.

ShareGift reaches out to charities directly to seek explanations, information or clarifications should any matters of concern or information gaps be identified during our due diligence checks.

3.4. Managing interests and avoiding potential conflicts of interest

ShareGift's employees and Trustees may be employed by, volunteer for, or act as trustees of other charitable organisations. Conversely, they may be the beneficiaries of charities and/or the services they provide.

The existence of such interests does not preclude ShareGift from making grants to those charities when they have been suggested by a donor or have otherwise been identified as potential grant recipients. However, any interests must be identified, duly discussed, and the rationale for the decision whether to make a grant should be clearly documented and appropriately escalated to a member of the Executive Team or a Trustee who is neither the proposer nor an interested party as part of the approval process for the distribution in question.

3.5. Supporting Irish charities

We aim to distribute funds arising from Irish domiciled donors to Irish charities.

ShareGift is not a registered charity in Ireland. We make distributions to Irish based charities via the ShareGift fund at the Community Foundation for Ireland.

We do not accept applications for funding from charities in Ireland, and we are not responsive to donor suggestions for Irish charities in the same way as we are in the UK. We fund a selection of Irish registered charities who undertake a wide range of charitable activities and who primarily operate in Ireland.

The current list of charities we support in Ireland can be seen on our website at sharegift.org/ireland

3.6. Achieving appropriate grant values

ShareGift considers some or all of the following factors when determining the grant value for each proposed Beneficiary Charity:

- The aggregate value attributed to donation(s) linked to relevant donor suggestion(s) for the proposed Beneficiary Charity recipient(s). In respect of donations of shares and other securities, this is usually determined as market value of the donated holdings when received but for larger donations may also be informed by the proceeds realised on their sale.
- The number of any distinct suggestions for the proposed Beneficiary Charity, including those from partners and other supporters of our work.
- The general funds we have available for grant-making (see section 3.9 on general funds).
- The proposed Beneficiary Charity's published annual income levels over the immediate and preceding financial years (see section 3.7 on avoiding transformative grant values).
- The value and timing of any previous grants made by ShareGift to the proposed Beneficiary Charity.
- The charitable performance and financial track record of the proposed Beneficiary Charity or other relevant information (see section 3.8 on newly registered charities).
- Whether the proposed Beneficiary Charity is in receipt of any government funding.
- The overall value of the distribution in which the proposed grant is to be made.
- The overall risk exposure for ShareGift.

3.7. Avoiding 'transformative' grant values

ShareGift seeks to avoid making grants that we deem to be 'transformative'. This is to avoid creating any actual or perceived dependency by Beneficiary Charities on ShareGift's funding.

As part of the grant-making process, the Beneficiary Charity's level of income for the most recently reported financial year and prior years is assessed against the proposed grant amount. The 'rule of thumb' is that the total of grants made to a Beneficiary Charity in their financial year would not usually exceed 15% of their annual income. Some flexibility may be applied especially when dealing with the smallest charities that we support from time to time.

For example, the smallest grant that we would currently make is £500 but there are potential Beneficiary Charities where this amount would exceed the 15% 'rule of thumb'. In such cases we seek to apply our discretion and ensure that the terms of the grant, especially their customary one-off and/or unpredictable nature, are well-understood by the charity or charitable organisation concerned.

3.8. Supporting newly registered charities

ShareGift is willing to consider supporting any charitable organisation that is eligible to be a Beneficiary Charity, including those that are newly established or have only recently registered with a relevant charity commission.

We recognise, however, that 'new charities' may not yet have had an opportunity to establish a track record, either in terms of financial or charitable performance, which limits the information

publicly available for us to undertake our required due diligence. Accordingly, we will usually limit the amount of any grant to such organisations to a maximum of £2,500.

Where proportionate to do so, for example when the funds linked to suggestions for the proposed Beneficiary Charity exceed this amount, we will make appropriate enquiries of the organisation to establish whether there are any other factors that could support a decision to make a higher grant value. Examples could include demonstrating that the organisation has a proven charitable and/ or financial performance history as a different legal vehicle or while registered with a different charity commission. Such circumstances will always be highlighted to ShareGift's Executive Grant-making Committee to enable it to make informed decisions. Grants exceeding £10,000 to 'new charities' will also require the approval of at least two Trustees.

For the avoidance of doubt, ShareGift does not make grants with the intention of seeding the launch of new charitable organisations. We recognise, however, that Beneficial Charities receiving unrestricted funding by way of a grant from ShareGift have full discretion over how such funds are deployed.

3.9. General funds for grant-making.

Some of the funds we have available for grant-making are received without an accompanying charity suggestion. This includes, but is not limited to, donations from individuals, amalgamated small value holdings donated by firms in the financial sector, unclaimed assets, unallocated assets, legacies received without charity suggestions, and funds arising from our large portfolio of unsellable assets. These are distributed at ShareGift's discretion, but we apply certain general principles to maintain our broad charitable reach and cause neutrality.

- Grants are made in round figures.
- We typically use general funds to increase the value of grants we make relative to the value of donor suggestion(s).
- We aim to support all qualifying charities suggested to us, regardless of the value of any underlying suggestion.
- We incorporate charitable suggestions from a wide range of corporate supporters and partners who help us create the funds we distribute to charities.
- We undertake periodic themed distributions looking to support areas of charitable work. This may include areas of charitable work which are of specific interest to our supporters, where we have identified short or long-term need or underfunding, or which may be otherwise underrepresented by our grant-making model. Such themes vary by design and are not consistently focused on one area of charitable work or one specific geographic area, either within the UK or overseas. Themes are not shared externally in advance, and charities cannot apply for this funding.

3.10. Grant-making values overall and working capital

The Reserves & Investments Policy specifies which ShareGift's funds are eligible to be considered as distributable funds and which are to be retained as Reserves. Each time a distribution of funds is proposed, a check is made to determine that sufficient distributable funds are available.

3.11. Grant-making frequency

ShareGift is not prescriptive about the frequency with which distributions are made. The frequency of distributions is more practically governed by the value of funds available to distribute, including the presence of any large donations with associated charity suggestions, and the time and resource required of the team to make each distribution. In practice, this means that distributions are usually agreed monthly.

We will always seek to sell donated holdings promptly. For practical reasons we will usually group smaller holdings together before selling. We will seek to include realised funds in the next distribution. If we have reason to believe that a donor wishes to make a charity suggestion but has not done so at the time of sale, we may choose to hold funds arising from their donation for a short period, however, we do not hold funds indefinitely pending charity suggestions.

4. Monitoring and review of the policy

The Trustees are responsible for reviewing this policy and for monitoring how effectively it meets its aims and objectives.

Indicators to measure effectiveness include:

- The consistency of the information and explanations presented to the Executive Grant-making Committee with the principles of this policy (attended or reviewed by Trustees).
- The overall range of Beneficiary Charities, and the breadth of charitable causes, that ShareGift issues grants to over a year.
- The number and approximate value of charitable suggestions that remain 'unactioned' for an extended period.
- Complaints made by donors, partners and other supporters who support ShareGift's work, or by third parties.

This policy will be reviewed every two years, or as otherwise directed by ShareGift's Audit Committee, by our Board of Trustees to ensure that it is achieving its objectives.

Grant-making decisions are entirely at the discretion of ShareGift and are final.

ShareGift does not accept applications from charities seeking funding.