

OPEN DATA INSTITUTE

(A company limited by guarantee)

Registered number: 08030289

OPEN DATA INSTITUTE

(A company limited by guarantee)

Directors' report and financial statements

for the year ended 31 December 2018

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Contents

	Pages
Company information	1
Directors' report	2 - 5
Independent auditors' report to the members of the Open Data Institute	6 - 8
Statement of comprehensive income	9
Statement of financial position	10
Notes to the financial statements	11 - 22

OPEN DATA INSTITUTE

(A company limited by guarantee)

Company Information

Directors	Sir Nigel Shadbolt Sir Timothy Berners-Lee Roger Hampson Robert Bryan Martin Tisne Stephen Morana Dr. Jenifer Tennison Louise Burke Anna Maria Fowlkes Mazzone Justine Juliette Alice Roberts
Company secretary	Robert K Bryan
Registered number	08030289
Registered office	3 rd Floor 65 Clifton Street London EC2A 4JE
Independent auditors	PricewaterhouseCoopers LLP The Atrium 1 Harefield Road Uxbridge Middlesex UB8 1EX

OPEN DATA INSTITUTE

(A company limited by guarantee)

Directors' report for the year ended 31 December 2018

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2018.

Principal activities

As a not-for-profit institute, our principal activities are focused on helping companies and governments around the world to build an open, trustworthy data ecosystem where people can make better decisions using data and manage any harmful impacts. We have done this through:

- running sector programmes and problem-focused challenges and incubators to tackle problems with data and an open approach;
- developing through R&D, and providing advice, tools, guidance and training to private and public sector organisations to help them manage data better; and
- running a number of peer networks, including of members and commercial partners, to build capability in data.

Future developments

We will continue to focus our activities in three general areas

- **Sector programmes** – coordinating organisations to tackle a social or economic problem with data and an open approach.
- **Practical advocacy** – working as a critical friend to businesses and government, and creating products they can use to support change.
- **Peer networks** – bringing together peers in similar situations to learn together.

We are also aiming to scale the company in three ways:- by reasserting our international expertise; by doing more work outside the UK and particularly in Europe; forming additional sector and delivery partnerships; and creating more scalable products such as eLearning and certification.

Principal risks and uncertainties

We are a mission-led not-for-profit institute. We generate revenue from a mixture of commercial work and grants from various bodies. There is no significant exposure to price, credit or liquidity risk. We manage cash flow carefully to ensure we can meet all liabilities as they fall due. The directors have prepared forecasts which show that the company will be able to meet its liabilities as they fall due for at least twelve months from the date of this report and the financial statements have therefore been prepared on a going concern basis.

Brexit

ODI is an international organisation based in the UK. Over the past three years ODI EU project funding has declined since the Brexit referendum. This loss of EU funded projects has been replaced with a UK Government funded research and development programme along with other client work. The ODI is currently exploring ways to continue to access EU funding, through partnering with other companies in EU member states as part of a consortium or as a subcontractor. ODI has also assessed any tax exposure in the event of a new trade agreement and have not identified any significant issues.

Results

The loss for the financial year of £329,377 (2017: profit of £896,486).

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Directors' report (continued)
for the year ended 31 December 2018**

Research and Development

The research and development expenditure during the year was £2,367,291 (2017: £1,042,074) and these funds have been fully reimbursed through our research and development grant from Innovate UK.

Going concern

Due to the uncertainty surrounding follow on funding from Innovate UK and the loss in 2018 the directors have prepared detailed forecasts for the next fifteen months which show that the company will be able to meet its liabilities as they fall due for at least twelve months from the date of this report and the financial statements have therefore been prepared on a going concern basis.

Directors

The directors of the company who served during the year and up to the date of signing the financial statements are as follows:

Sir Nigel Shadbolt (Executive Chairman)
Sir Timothy Berners-Lee (President)
Roger Hampson
Robert Bryan (Company Secretary)
Martin Tisne
Stephen Morana
Dr. Jenifer Tennison
Louise Mary Burke
Justine Juliette A Roberts (Appointed 31/03/2018)
Anna Maria Fowlkes Mazzone (Appointed 31/03/2018)

Political contributions

The company made no political donations (2017: £nil) during the year.

Employee involvement

The company is also committed to providing employees with information on matters of concern to them on a regular basis, so that the views of employees can be taken into account when making decisions that are likely to affect their interests.

The company has continued its practice of keeping employees informed on a regular basis of financial and economic factors affecting performance, current activities, progress and general matters of interest in the business through personal briefings, all staff meetings, company away days and email.

Disabled employees

The company is committed to employment policies, which follow best practice, based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status and offers appropriate training and career development for disabled staff. If members of staff become disabled the company continues employment wherever possible and arranges retraining.

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned.

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Directors' report (continued)
for the year ended 31 December 2018**

Directors' indemnities

The company maintains liability insurance for its directors and officers. The company also provides indemnity for its directors and the secretary, which is qualifying third party indemnity provision for the purpose of the Companies Act 2006. The indemnity was in force throughout the financial year and is currently in force.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 "The Financial Reporting Standards Applicable in the UK and Republic of Ireland" (FRS 102), and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that financial year. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The maintenance and integrity of the Open Data Institute's website is the responsibility of the directors; the work carried out by the auditors does not involve consideration of these matters and, accordingly, the auditors accept no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of disclosure of information to auditors

Each of the persons who is a director at the date of approval of this report confirms that:

1. so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
2. the director has taken all the steps that he/she ought to have been taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with S418a of the Companies Act 2006.

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Directors' report (continued)
for the year ended 31 December 2018**

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



Jenifer Tennison
Chief Executive Officer

Date: 7/6/2019

OPEN DATA INSTITUTE

(A company limited by guarantee)

Independent auditors' report to the members of Open Data Institute

Report on the audit of the financial statements

Opinion

In our opinion, Open Data Institute's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' report and financial statements for the year ended 31 December 2018 (the "Annual Report"), which comprise: the statement of financial position as at 31 December 2018; the statement of comprehensive income for the year ended 31 December 2018; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on

OPEN DATA INSTITUTE

(A company limited by guarantee)

Independent auditors' report to the members of Open Data Institute (continued)

Reporting on other information (continued)

the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Independent auditors' report to the members of Open Data Institute (continued)

Other required reporting

Companies Act 2006 exception reporting

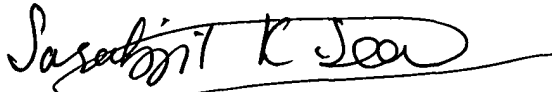
Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to prepare financial statements in accordance with the small companies regime; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Sarabjit Seera (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge

7/6/19

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Statement of comprehensive income
For the year ended 31 December 2018**

	Note	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Revenue	2	5,536,103	6,574,058
Administrative expenses		<u>(5,897,180)</u>	<u>(5,457,126)</u>
(Loss)/Profit on ordinary activities before taxation	3	(361,077)	1,116,932
Tax on (loss)/profit on ordinary activities	7	<u>31,700</u>	<u>(220,446)</u>
Total comprehensive (expense)/income for the financial year		<u><u>(329,377)</u></u>	<u><u>896,486</u></u>

The notes on pages 11 to 22 form part of these financial statements.

All results are derived from the continuing activities of the company.

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Statement of financial position
As at 31 December 2018**

	Note	2018 £	2017 £
ASSETS			
Fixed assets			
Property, plant and equipment	8	36,120	45,282
Investments	9	<u>2</u>	<u>2</u>
		<u>36,122</u>	<u>45,284</u>
Current assets			
Trade and other receivables	10	1,091,648	1,842,021
Cash and cash equivalents		<u>1,265,779</u>	<u>1,167,936</u>
Total current assets		<u>2,357,427</u>	<u>3,009,957</u>
Total assets		<u>2,393,549</u>	<u>3,055,241</u>
LIABILITIES			
Non-current liabilities			
Provisions for liabilities	12	<u>57,793</u>	<u>57,793</u>
Current liabilities			
Trade and other payables	11	<u>1,179,275</u>	<u>1,511,590</u>
Total liabilities		<u>1,237,068</u>	<u>1,569,383</u>
Net assets		<u>1,156,481</u>	<u>1,485,858</u>
Reserves			
Retained earnings	15	<u>1,156,481</u>	<u>1,485,858</u>
Total Equity		<u>1,156,481</u>	<u>1,485,858</u>

The financial statements were approved by the board and were signed on its behalf by



Jenifer Tennison
Chief Executive Officer

Date: 7/6/2019

The notes on pages 11 to 22 form part of these financial statements.

Registered number: 08030289

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018

1. Accounting Policies

1.1 General information and basis of preparation of financial statements

The Company is a private company limited by guarantee and consequently does not have share capital. Each of the members is liable to contribute an amount not exceeding £1 towards the assets of the Company in the event of liquidation.

The Company is registered in the United Kingdom with the registered address being 3rd Floor, 65 Clifton Street, London EC2A 4JE.

The financial statements have been prepared under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006. In accordance with section 381 of the Companies Act 2006 we have applied the provisions of the small companies' regime in preparing the financial statements.

The preparation of financial statements in compliance with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The Company is the parent undertaking of a small group and as such is not required by the Companies Act 2006 to prepare group financial statements. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed as required.

The following exemptions in relation to FRS102 and the Companies Act 2006 have been applied in the preparation of these financial statements:

- Strategic Report – In accordance with section 414B of the Companies Act 2006, an exemption to prepare a strategic report has been taken.
- Information about Employee Costs – in accordance with section 411 of the Companies Act 2006, an exemption to disclose information about employee costs has been taken.
- Consolidated financial statements – In accordance with section 399 of the Companies Act 2006, consolidated financial statements have not been prepared given the Open Data Institute applies the provisions of the Small Companies Regime.
- Cash Flow Statements – In accordance with section 1A paragraph 8, no cash flow statement is required to be reported.
- Provision of certain financial instruments disclosures set out in section 11 and 12 of FRS102 1A.
- Exemption from disclosure of key management compensation.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

1. Accounting policies (continued)

The principal accounting policies applied in the preparation of these Financial Statements are set out below. These policies have been consistently applied to all years presented, unless otherwise is stated.

1.2 Going concern

In 2017 the ODI secured follow on core philanthropic funding from Omidyar Group in the sum of \$2.5m. The ODI is currently in the second year of this three year core funding. During 2017, the ODI also secured a £6m, three year, research and development project from Innovate UK. The ODI is in the final year of this research and development project funding. The directors have prepared forecasts which show that the company will be able to meet its liabilities as they fall due for at least twelve months from the date of this report and the financial statements have therefore been prepared on a going concern basis.

1.3 Taxation

The tax expense for the financial year comprises current and deferred tax. There is no tax charge for the current year. Current tax is calculated on the basis of the tax laws enacted or substantively enacted at the statement of financial position date.

Deferred tax balances are recognised in respect of all timing differences and have originated but not reversed by the statement of financial position date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences. Deferred tax balances are not discounted.

1.4 Tangible fixed assets and depreciation

Tangible assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use and any dismantling and restoration costs. Tangible assets are reviewed for impairment at each reporting date and are subject to the following depreciation rates:

Fixtures and fittings	-	20% straight line basis
Office & computer equipment	-	33% straight line basis

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, on an ongoing basis. The effect of any change is accounted for prospectively. Repairs, maintenance and minor inspection costs are expensed as incurred.

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the statement of comprehensive income account on a straight-line basis over the period of the lease.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

1. Accounting policies (continued)

1.5 Investments

Investments in subsidiary and associated companies are held at historical cost, less accumulated impairment losses. Investments are reviewed by management for impairment indicators on an annual basis and any impairment is recorded through statement of comprehensive income.

1.6 Foreign currencies

(i) Functional and presentation currency

The company's functional and presentation currency is Great British Pounds.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the date of the transaction.

At each financial year end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the statement of transactions and from the translation at the financial year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

1.7 Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of value added tax. The company bases its estimate of returns on historical results, taking into consideration the type of customer, the types of transaction and the specifics of each arrangement.

Where the consideration receivable in cash or cash equivalent is deferred, and the arrangement constitutes a financing transaction, the fair value of the consideration is measured as the present value of all future receipts using the imputed rate of interest.

Revenue is deferred when it has been invoiced but the services have not yet been delivered. Revenue is accrued when it is both supported by a contractual agreement and has been earned.

Revenue, other than grant income, represents:

- Professional services supplied by the company under contractual agreements which can be long or short term,
- Membership income, including partnership
- Training

Professional services are recognised over the contract term to the extent those revenues have been earned.

Membership income is recognised on a straight-line basis over the service period.

Training is recognised upon completing the service obligation i.e. delivering the training.

Summit ticket and sponsorship revenue and the event costs are recognised in the month that the event took place.

Other income is recognised upon completion of the service obligation.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

1. Accounting policies (continued)

1.7 Revenue (continued)

Revenue on grants is recognised on the basis of the accruals concept. Revenues must be repaid if conditions are not met towards the end of a project and as such this requires consideration to be given for recoverability or services performed.

1.8 Cash and cash equivalents

The company has taken advantage of the small company exemption from preparing a cash flow statement. Cash and cash equivalents represents the total deposits held in bank accounts.

1.9 Provisions

Provisions are recognised when the company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in provision due to passage of time is recognised as a finance cost.

1.10 Employee benefits

The company provides a range of benefits to employees, including paid holiday arrangements and defined contribution pension plans.

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the financial year in which the service is received.

The company is a participating employer in a defined contribution scheme. The scheme is open to all employees and once contributions have been paid the company has no further payment obligations. The contributions are recognised as an expense in the period in which they are due. Amounts not yet paid are shown as accruals in the statement of financial position.

For termination benefits where there is a statutory, contractual or a constructive obligation formed by prior agreement with local employee representatives, these are recorded once a detailed termination plan has been approved by management. Any other termination benefits are recorded on the date of notification to affected employees.

1.11 Impairment of non-financial assets

At each statement of financial position date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication, the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

The recoverable amount of the asset (or asset's cash generating unit) is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future pre-tax and interest cash flows obtainable as a result of the asset's (or asset's cash generating unit) continued use. The pre-tax and interest cash flows are discounted using a pre-tax discount rate that represents the current market risk-free and the risks inherent in the asset.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

1. Accounting policies (continued)

1.11 Impairment of non-financial assets (continued)

If the recoverable amount of the asset (or asset's cash generating unit) is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the statement of comprehensive income account. If an impairment loss subsequently reverses, the carrying amount of the asset (or asset's cash equivalent unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised in prior years. A reversal of an impairment loss is recognised in the statement of comprehensive income account.

1.12 Financial instruments

Basic financial instruments, including trade and other receivables and payables, and cash and bank balances, are initially recognised at transaction price. Long term receivables and payables are recorded at the present value of future receipts or payments, discounted at a market rate of interest. Such assets are subsequently carried at amortised cost using the effective interest method. Derivative assets and liabilities are recorded at fair value, with changes in the fair value of derivatives being recognised in the statement of comprehensive income account in finance costs or income as appropriate.

At the end of each reporting year, financial assets are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is recognised immediately in the statement of comprehensive income account. Where a reversal of the impairment is recognised, the impairment charge is reversed, up to the original impairment loss, and is recognised as a credit in the statement of comprehensive income account.

Rentals payable under operating leases are charged to the profit and loss account on a straight-line basis over the lease term. Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight-line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate or the lease terminates, whichever is the earlier of the two.

1.13 Critical accounting judgements and estimation

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstance.

(i) Long term and government grant contract accounting

Revenue on long term contracts is recognised on a stage of completion basis over the contract term, providing the company is able to make reasonably dependable estimates of the extent of progress toward completion, contract revenues, and contract costs and when conditions are satisfied. These estimates reflect historical experience and are reviewed by management on a regular basis.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

2. Revenue

The Company's revenue is split as follows:

	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Grant income	3,391,924	4,519,042
Membership income	231,418	176,893
Professional services and training	1,760,938	1,878,123
Annual summit ticket and sponsorship income	151,823	-
	<u>5,536,103</u>	<u>6,574,058</u>

3. (Loss)/Profit on ordinary activities before taxation

The operating (loss)/profit is stated after charging/(crediting):

	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Depreciation of tangible fixed assets: - owned by the company	20,561	62,538
Auditors' remuneration for audit services	40,200	39,000
Auditors' remuneration for non-audit services	7,000	5,000
Foreign exchange gains/(losses)	(125,713)	84,314
Operating lease charges - other	<u>185,000</u>	<u>108,505</u>

4. Pension commitments

The Company operates a defined contribution pension scheme. During 2018 £70,127 (2017: £53,546) was the amount paid by the Company regarding its employees. The amount outstanding at year-end in relation to the 2018 pension payments was £6,991 (2017: £10,421) (employers and employees contributions).

5. Employees

Average monthly number of employees during the financial year was 53 (2017: 38 employees).

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Notes to the financial statements
for the year ended 31 December 2018 (continued)**

6. Directors' remuneration

	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Aggregate remuneration	<u>404,248</u>	<u>249,171</u>

The highest paid director during the financial year received remuneration of £141,934 (2017: £129,850).

7. Tax on (loss)/profit on ordinary activities

	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Tax (credit)/charge for the year	(42,604)	220,446
2017 corporation charge adjustment	(1,911)	-
Double taxation relief	<u>12,815</u>	-
UK corporation tax (refund)/charge for the year	<u>(31,700)</u>	<u>220,446</u>

The tax charge is reconciled below:

	2018 £	2017 £
Current tax reconciliation		
(Loss)/Profit on ordinary activities before taxation	(361,077)	1,116,932
Tax on (loss)/profit at standard UK tax rate of 19% (2017: 19.25%)	(68,604)	215,009
Effects of:		
2017 corporation charge adjustment	(1,911)	-
Double taxation relief	12,815	-
Income not taxable	-	(7,391)
Disallowable expenses	<u>26,000</u>	<u>12,828</u>
Tax (credit)/charge for the financial year	<u>(31,700)</u>	<u>220,446</u>

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Notes to the financial statements
for the year ended 31 December 2018 (continued)****8. Property, plant and equipment**

	Fixtures & fittings £	Office and computer equipment £	Total £
Cost			
At 1 January 2018	288,563	123,424	411,987
Additions	-	11,905	11,905
Disposals	-	(28,346)	(28,346)
	<u>288,563</u>	<u>106,983</u>	<u>395,546</u>
At 31 December 2018			
Accumulated depreciation			
At 1 January 2018	276,530	90,175	366,705
Charge for the year	3,231	17,330	20,561
Disposals	-	(27,840)	(27,840)
	<u>279,761</u>	<u>79,665</u>	<u>359,426</u>
At 31 December 2018			
Net book value			
At 31 December 2018	<u>8,802</u>	<u>27,318</u>	<u>36,120</u>
At 31 December 2017	<u>12,033</u>	<u>33,249</u>	<u>45,282</u>

OPEN DATA INSTITUTE

(A company limited by guarantee)

**Notes to the financial statements
for the year ended 31 December 2018 (continued)**

9. Investments

	Investments in subsidiary companies £
Cost	
At 1 January and 31 December 2018	<u>2</u>
Net book value	
At 1 January and 31 December 2018	<u>2</u>

Subsidiary undertakings

The following are subsidiary undertakings of the Company incorporated in the UK:

Name	Class of shares	Holding
Open Data Institute Trading Limited	Ordinary	100%
Open Addresses Limited	Ordinary	100%

Open Data Institute Trading Limited registered address is 65 Clifton Street, London, EC2A 4JE
Open Addresses Limited registered address is 1st Floor, St James' House, St James' Square,
Cheltenham, Gloucestershire, GL50 3PR

The principle activities of these companies are to engage in commercial professional services, however these companies were dormant during 2018.

The aggregate of the share capital and reserves as at 31 December 2018 and of the profit or loss for the year ended on that date for the subsidiary undertaking is as follows:

Name	Aggregate of share capital and reserves £	Profit £
Open Data Institute Trading Limited	<u>1</u>	<u>-</u>

Open Data Institute Trading Limited was dormant in the year.

Name	Aggregate of share capital and reserves £	Profit £
Open Addresses Limited	<u>1</u>	<u>-</u>

Open Addresses Limited was dormant in the year.

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

10. Trade and other receivables

	31 December 2018 £	31 December 2017 £
Trade debtors	121,089	323,609
Amounts owing from group undertakings	15,101	14,801
Other debtors including tax and social security	42,604	-
Prepayments and accrued income	912,854	1,503,611
	<u>1,091,648</u>	<u>1,842,021</u>

The amounts owing from Group undertakings are repayable on demand, interest free and unsecured.

11. Trade and other payables

	31 December 2018 £	31 December 2017 £
Trade payables	251,280	334,756
Other creditors including tax and social security	70,830	285,893
Accruals and deferred income	857,165	890,941
	<u>1,179,275</u>	<u>1,511,590</u>

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

12. Provisions for liabilities

	Dilapidation provision £
At 1 January 2018	57,793
Additions	<u>-</u>
At 31 December 2018	<u>57,793</u>

Dilapidation provision

A dilapidation provision has been made in respect of the costs expected to be incurred to restore the rented offices to their original condition. It is anticipated that this provision will be utilised within the next two years.

13. Company status

The Company is a private company limited by guarantee and consequently does not have share capital. Each of the members is liable to contribute an amount not exceeding £1 towards the assets of the Company in the event of liquidation.

14. Operating lease commitments

At 31 December 2018 the Company had future commitments under non-cancellable operating leases as follows:

	Year ended 31 December 2018 £	Year ended 31 December 2017 £
Expiry date:		
Less than 1 year	185,000	130,480
Between 2 and 5 years	<u>185,000</u>	<u>260,960</u>

15. Reserves

	2018 £
As at 1 st January 2018	1,485,858
Loss for the financial year	<u>(329,377)</u>
As at 31 st December 2018	<u>1,156,481</u>

OPEN DATA INSTITUTE

(A company limited by guarantee)

Notes to the financial statements for the year ended 31 December 2018 (continued)

16. Related party transactions

The Company entered into a rental lease agreement with the University of Southampton until December 2020 for which there was a rent-free period of 4 months. The total lease payments have been spread over the lease period and a rental charge amounting to £185,000 has been incurred during the current year. The University of Southampton are a founding member of the ODI and Sir Nigel Shadbolt was a professor of the university during the financial year.

The amount owed by Open Data Institute to the University of Southampton at the statement of financial position date is £76,840 (2017: £64,078), which is included in trade payables.

During the year, transactions with BPE Solicitors LLP, of which Robert K Bryan (a director of the ODI) is a member, amounted to £76,107 (2017: £126,714) for legal services and project work provided by BPE Solicitors LLP.

The amount owed by Open Data Institute to BPE Solicitors LLP at the statement of financial position date is £6,770 (2017: £12,697) which is included in trade payables.

The amount owed by Open Data Institute to World Wide Web Foundation, of which Sir Tim Berners-Lee (a director) is a Director, at the statement of financial position date is £43,944 (2017: £45,458), which is included in trade payables. There has been no trading during the year and the difference between 2017 and 2018 amounts is due to foreign exchange revaluation.

In 2017, a philanthropic investment from Omidyar Network Fund Inc, a company belonging to the Omidyar Group of companies, of which Martin Tisne (a director) is an investment partner in Omidyar Network Commons LLC and Omidyar Network UK Limited, amounted to \$3.5m. The investment period is 2018 to 2021. During the year, transactions with Omidyar Network amounted to £609,520 (2017: £937,786). As at the 31st December 2018 there are no outstanding amounts (2017: £nil)

17. Controlling party

The Company is under the control of the Board of directors.