

Charity Registration No. 1159480

Company Registration No. 09040143 (England and Wales)

ONEBILLION LEARNERS
ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

ONEBILLION LEARNERS

LEGAL AND ADMINISTRATIVE INFORMATION

Trustees	Mr A G Ashe Dr S Murdoch Mr J M Yeomans
Charity number	1159480
Company number	09040143
Registered office	315-317 New Kings Road London England SW6 4RF
Auditor	Kirk Rice LLP Zeeta House 200 Upper Richmond Road Putney London SW15 2SH

ONEBILLION LEARNERS

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ONEBILLION LEARNERS

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT)

FOR THE YEAR ENDED 31 MARCH 2023

This is the consolidated report relating to onebillion Learners (the Group) and its subsidiary, onebillion children

The Trustees present their annual report and financial statements for the year ended 31 March 2023.

The financial statements have been prepared in accordance with the accounting policies set out in note 1 to the financial statements and comply with the Charity's Memorandum and Articles of Association incorporated 14 May 2014, the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)".

Objectives and activities

The charitable objectives ("Objects"), for which onebillion Learners is incorporated, are set out in the Memorandum and Articles of Association, and are as follows:

1) To advance the education of marginalised children and adults around the world in such ways as the charity trustees think fit, including by:

- developing educational software in maths, reading and writing, in multiple languages, for children and their teachers.
- using independent evidence-based research and evaluation to develop interventions that work.
- setting up centres of excellence, to demonstrate best practice.
- working with partner organisations to scale up proven solutions, using appropriate hardware.

2) The advancement of such other charitable purposes as the trustees shall from time to time determine.

To effect these Objects the charity's Trustees have paid particular attention to:

- 1) Development of such educational solutions in schools across sub-Saharan Africa and beyond - involving supply of computer tablets equipped with educational software, training, support in installation, data gathering on usage and effectiveness, and working with governments and other charities to scale activities.
- 2) Monitoring of the effectiveness of such solutions as an educational tool, and making improvements as a result.
- 3) Exploiting success in the Global Learning XPRIZE competition to refine the solutions for reading, literacy and mathematics such that they may be deployed on a broader basis.

The Trustees have paid due regard to guidance issued by the Charity Commission in deciding what activities the Charity should undertake.

ONEBILLION LEARNERS

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Achievements and performance

The financial performance of onebillion Learners in the United Kingdom is displayed in the accompanying financial statements on pages 11 to 25.

Supporting the Malawi Ministry of Education and a consortium of partners including Imagine Worldwide to scale the *onecourse* software on *onetab* devices to every Standard 1-4 primary child in the country. The scaling is due to start in September 2023 and will reach 3.8 million children annually by 2029.

Development of *onecourse* for numeracy and literacy to make it more accessible to children who are not yet school-ready, for children with special educational needs including neurodiversity, and for children who can already read and require further reading materials.

Optimisation of the adaptive mode of *onecourse* to deliver personalised, autonomous learning sessions that address the learning needs of any child, as well as improvements to the functionality of a 'teacher mode' to enable teachers to select specific content for use by a child or groups of children.

Localisation of the *onecourse* numeracy software into Spanish for El Salvador to reach more marginalised children in community-based settings, in partnership with Save the Children, and to support research into the effectiveness of children working in pairs on the tablets.

Sourcing and customisation of an improved model of *onetab*, a low-cost android tablet dedicated to *onecourse*, to improve cost-effectiveness, environmental sustainability, and durability in challenging learning environments.

Continued support to existing and new scaling partners. *onetab* is now in use in over 17 countries across Sub-Saharan Africa, North America, South America and the Caribbean. Reporting from partners shows that *onecourse* is in use by over 300,000 children globally.

Onebillion was named a winner of the Math Power! Prize for its contribution to promoting the joy of maths.

Onebillion was selected as a grantee of The LEGO Foundation's Play for All Accelerator, a 9-month funded programme with the goal of improving *onecourse* to be more impactful for neurodivergent children.

Further development and localisation of the digital assessment *onetest* which gives rapid insights into the numeracy and literacy levels of children and provides teachers and Ministries with detailed data on student performance. *onetest* is available as both a standalone app (iOS and Android) and on the *onetab* device.

Expansion of the digital library, *onelibrary*, which currently forms part of *onecourse*, to deliver higher-level non-fiction content, co-created stories by children in Malawi, comic book series, and content by neurodivergent contributors.

Activities during the year

Development of our *onecourse* software:

- Design, programming and testing of *onecourse* numeracy content in Spanish for El Salvador
- Continued development of a database-driven language-agnostic engine for the literacy software.
- Continued prototyping and testing of new learning units to make the software more accessible to children who are not school ready - for example, units on vocabulary acquisition.
- Expansion of the *onecourse* digital library for children who are functionally literate, as well as for lower-level learners who need more support including with foundational vocabulary
- Development of a teacher training app to enable teachers to effectively facilitate *onetab* use in the Malawi national scaling programme ('BEFIT') and deliver actionable tips on inclusive classroom practice.
- Improvements to the adaptive technology behind *onecourse*, including more nuanced levelling for more targeted personalised learning, and more rapid diagnostic testing.

ONEBILLION LEARNERS

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Development of our *onetab* dedicated learning device:

- Extensive research and testing of available Android devices to source new affordable, high-quality options for *onetab*, including with locally replaceable components for better sustainability.
- Development of new and improved *onetab* accessories including protective bumper, paper insert, outer packaging, and reinforced USB-C charging cable
- Research into compatibility with solar projectors for potential class use in formal research projects.

Development of the *onetest* digital assessment:

- Localisation into additional languages (Portuguese, Hausa, Spanish)
- Support to partners to use *onetest* at scale across countries, including supporting them to extract and interpret data.
- Research and development into the potential for using voice recognition technology in oral reading fluency subskills.

Supporting the scaling of tablet-based learning initiatives through partner organisations:

- Appointing Imagine Worldwide as onebillion's exclusive software distributor in Malawi in order to efficiently support the Government of Malawi's nationwide scale-out plan.
- Supporting the Ministry of Education in Malawi, as well as a growing consortium of donors, implementers and researchers, to implement the first phase of national scaling, which will reach approx. 500 schools in the year 2023-24.
- Supporting partners by providing software and implementation advice for use in large-scale pilots – including to Imagine Worldwide in Sierra Leone, Senegal, Burkina Faso and Ghana; Save the Children in El Salvador and Uganda; VSO in Sierra Leone; and EIDU in Kenya.
- Supporting iSchool Africa to reach over 42,000 marginalised children in South Africa, including through schools for autistic children. This includes the development of the latest version of *onecourse* for iOS.

Public benefit provided

The Charity's Trustees have complied with the duty in section 4 of the Charities Act 2011 to have due regard to Public Benefit guidance published by the Charity Commission. All Trustees gave their time voluntarily and received no benefits from the Charity. No Trustee reclaimed any expenses from the Charity during the current or previous year.

Financial review

Onebillion and its trading operations undertake three distinct types of activity:

1. Research and development of educational software the purpose of which is to meet its charitable objectives.
2. Feasibility and relationship development (for example with education ministries in emerging economies) to establish when and how onebillion's educational solutions can be deployed.
3. Specific projects, often with partners such as NGOs, to deploy and 'roll out' its educational solutions.

Projects in category (3) may be on a larger scale than those in (1) and (2). Funding is obtained in advance for any specific project of category (3), and therefore reserves are not required to ensure the progression of these projects.

Categories (1) and (2) are funded by a) the commercial sale of onebillion's educational software in developed economies for which there is a well-established trading history, reducing any forecasting risk, and b) by charitable donations.

Policy on reserves

Annual budgets are prepared. Progress is monitored monthly of costs and revenues, and finances are reviewed at Trustee meetings. It is the aim of the Trustees to ensure that onebillion has enough cash, or reliable promises of donations, to fund at least 3 months forward planned activity within categories (1) and (2) above, after allowing for the forecast revenues from commercial sale of software. This level of reserves provides stability in staffing and project progression while giving time to fund-raise to avoid any shortfall or if necessary, reduce costs. onebillion has established links with a diverse range of charitable funders, including individuals, corporations, family offices and other institutions and believes there is sufficient diversity to afford reasonable confidence that additional funds could be found in time.

ONEBILLION LEARNERS

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

The success as a finalist of the Global Learning XPRIZE competition has much increased the charity's reserves. The cash and profile is also being used to scale up the activities of the charity, in particular with new projects and distribution partners, thus placing extra demands on the charity's resources. To mitigate medium term risk the charity is seeking to ensure in partnership activity that it recovers an appropriate level of its direct and indirect costs.

The Group holds reserves totaling £3,817,984 split between restricted funds of £56,769 and unrestricted funds of £3,874,753.

The Trustees have assessed the major risks to which the Charity is exposed, and are satisfied that systems are in place to mitigate exposure to the major risks.

Difficulty in raising unrestricted funds

Awareness of the charity's activities has increased significantly and the Charity has piloted a number of new products. Together, the result is many more opportunities. The challenge of securing unrestricted funds limits our capability to address the issues we see as priority. We address this by high selectivity, by continuing to invest in relationship focused direct marketing, by a diversity of unrestricted funding streams and by maximising cost recovery.

Loss and corruption of data

The risk has been mitigated by introducing further controls on external backups as well as introducing an additional back up server for the remote access.

Demand for the Charity's services

The charity remains small but its success and increased visibility, as a former joint winner of the \$15M Global Learning XPRIZE, means the demand for its services continues to dramatically increase and is likely to continue to do so. The risks are being managed by tight criteria for selection of partners to act as channels to deliver the charity's innovative learning solutions to children and schools.

Future Plans

onebillion Learners is applying for funding from a range of funding sources (e.g. EdTech competitions, HNW individuals, corporations, multilateral and bilateral donors, Trusts and Foundations) to further develop its 'onecourse' software, to localise onetest into new languages, to optimise the software for children with special educational needs and disabilities, and to pilot new methods of delivering this software to marginalised children.

Funding for the first Phase of the Malawi national scaling programme has been secured through partner Imagine Worldwide.

onebillion charges a software licence fee of \$5 per tablet. This is charged to the partner when they place an order of *onetabs* directly from the tablet manufacturer. The fee is waived for research projects and small trials that inform scaling, and may be reduced over time. onebillion has committed to providing its software for free in Malawi, which is excluded from this software licence policy.

Structure, governance and management

At onebillion Learners, we develop apps to help educate children, wherever they are. onebillion Learners was incorporated and registered with the Charity Commission as a charity in England and Wales in 2014 (registered charity number 1159480).

onebillion Learners is a company limited by guarantee governed by its Memorandum and Articles of Association (company number 09040143).

The Trustees, who are also the Directors for the purpose of company law, and who served during the year and up to the date of signature of the financial statements were:

Mr A G Ashe

Dr S Murdoch

ONEBILLION LEARNERS

TRUSTEES' REPORT (INCLUDING DIRECTORS' REPORT) (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

Mr J M Yeomans

Appointment of Trustees

In accordance with the requirement for 1/3 of the Trustees to step down annually, John Yeomans has stepped down and offered himself for re-election.

Further, in accordance with Article 34 and 35 of the Company's Article of Association, additional Trustees may be appointed by the Board during the course of the year.

The criteria that the Board take into account in appointing people as Trustees is whether they possess skills that will be useful to the Board and that can be used to fill gaps in the experience, knowledge or contracts of the Board and can contribute meaningfully to the work of the charity.

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

Organisation

The Directors of onebillion Learners are its Trustees for the purpose of charity law and throughout this report are collectively referred to as the Trustees.

The Trustees shall not be less than three in number, but are not subject to any maximum.

Related parties

The Charity owns 100% of the share capital of a trading subsidiary onebillion Children Limited. It is intended that over time onebillion children becomes profitable and begins to repay the loan from onebillion Learners. One of the Trustees Andrew Ashe is also a Director of onebillion Children Limited.

Auditor

In accordance with the company's articles, a resolution proposing that Kirk Rice LLP be reappointed as auditor of the company will be put at a General Meeting.

Disclosure of information to auditor

Each of the Trustees has confirmed that there is no information of which they are aware which is relevant to the audit, but of which the auditor is unaware. They have further confirmed that they have taken appropriate steps to identify such relevant information and to establish that the auditor is aware of such information.

The Trustees' report was approved by the Board of Trustees.

Mr A G Ashe

Trustee

Dated: 24 March 2024

ONEBILLION LEARNERS

STATEMENT OF TRUSTEES' RESPONSIBILITIES

FOR THE YEAR ENDED 31 MARCH 2023

The Trustees, who are also the Directors of Onebillion Learners for the purpose 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 Charity and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that year.

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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Charity will continue in operation.

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

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

ONEBILLION LEARNERS

INDEPENDENT AUDITOR'S REPORT TO THE TRUSTEES OF ONEBILLION LEARNERS

Opinion

We have audited the financial statements of onebillion Learners (the 'parent Charity') and its subsidiaries (the 'group') for the year ended 31 March 2023 which comprise the consolidated statement on financial activities, the consolidated balance sheet, the consolidated statement of cashflow and the notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's charitable company's affairs as at 31 March 2023 and of the total incoming resources and application of resources, for the parent charity and its subsidiary undertakings 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Charity in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Charity's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Trustees with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The Trustees are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on 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 in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities (Accounts and Reports) Regulations 2008 require us to report to you if, in our opinion:

- the information given in the financial statements is inconsistent in any material respect with the Trustees' report; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for our audit.

ONEBILLION LEARNERS

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE TRUSTEES OF ONEBILLION LEARNERS

Responsibilities of Trustees

As explained more fully in the statement of Trustees' responsibilities, the Trustees, who are also the Directors of the Charity for the purpose of company law, are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees 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 Trustees are responsible for assessing the parent Charity'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 Trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditor under section 144 of the Charities Act 2011 and report in accordance with the Act and relevant regulations made or having effect thereunder.

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 auditor's 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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the group and its environment, we identified the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and the Charities Act 2011 and we considered the extent to which non-compliance might have an effect on the financial statements. We also considered the direct impact of these laws and regulations on the financial statements. We evaluated incentives and opportunities for fraudulent manipulation of the financial statements including the risk of override of controls, by the directors, Trustees management and those responsible for, or involved in, the preparation of the underlying accounting records and financial statements, and determined that the principle risks were related to the posting of inappropriate journals to manipulate financial results or conceal the misappropriation of assets and potential management bias in accounting estimates. Audit procedures performed included:

- Testing journal entries where we identified particular fraud risk criteria.
- Reviewing grant agreements.
- Holding discussions with management and the board of trustees to identify significant or unusual transactions and known or suspected instances of fraud or non-compliance with laws and regulations.
- Testing estimates and judgements made in preparation of the financial statements.
- Asserting financial statement disclosures, and agreeing these to supporting evidence, for compliance with applicable laws and regulations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting material misstatements due to fraud is higher than the risk of not detecting one resulting from an error, as fraud may involve deliberate concealment by, for example, forgery or intended misrepresentation through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

ONEBILLION LEARNERS

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE TRUSTEES OF ONEBILLION LEARNERS

Use of our report

This report is made solely to the charity's trustees, as a body, in accordance with part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charity's trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charity and the charity's trustees as a body, for our audit work, for this report, or for the opinions we have formed.

Kirk Rice LLP

24 March 2024

Statutory Auditor

Zeeta House
200 Upper Richmond Road
Putney
London
SW15 2SH

Kirk Rice LLP is eligible for appointment as auditor of the Charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

ONEBILLION LEARNERS

CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT FOR THE YEAR ENDED 31 MARCH 2023

		Unrestricted funds 2023	Restricted funds 2023	Total 2023	Unrestricted funds 2022	Restricted funds 2022	Total 2022
	Notes	£	£	£	£	£	£
Income and endowments from:							
Donations and legacies	3	641,053	310,705	951,758	417,548	143,932	561,480
Other trading activities	4	41,290	-	41,290	96,983	-	96,983
Investments	5	6,911	-	6,911	1	-	1
Other income	6	114,288	-	114,288	85,778	-	85,778
Total income		803,542	310,705	1,114,247	600,310	143,932	744,242
Expenditure on:							
Charitable activities	7	290,833	295,769	586,602	528,477	102,099	630,576
Net income for the year/ Net movement in funds		512,709	14,936	527,645	71,833	41,833	113,666
Fund balances at 1 April 2022		3,305,275	41,833	3,347,108	3,233,442	-	3,233,442
Fund balances at 31 March 2023		3,817,984	56,769	3,874,753	3,305,275	41,833	3,347,108

The statement of financial activities includes all gains and losses recognised in the year.

All income and expenditure derive from continuing activities.

The statement of financial activities also complies with the requirements for an income and expenditure account under the Companies Act 2006.

ONEBILLION LEARNERS

CONSOLIDATED BALANCE SHEET

AS AT 31 MARCH 2023

	Notes	GROUP 2023 £	GROUP 2022 £	CHARITY 2023 £	CHARITY 2022 £
Investments	13	-	-	234,000	234,000
Current assets					
Stocks	14	39,648	2,800	-	-
Debtors	15	495,491	217,505	1,649,394	1,730,774
Cash at bank and in hand		3,486,716	3,266,189	2,986,762	2,875,070
		<u>4,021,855</u>	<u>3,486,494</u>	<u>4,636,156</u>	<u>4,605,844</u>
Creditors: amounts falling due within one year	17	(147,102)	(139,386)	(6,150)	(6,150)
Net current assets		<u>3,874,753</u>	<u>3,347,108</u>	<u>4,630,006</u>	<u>4,599,695</u>
Income funds					
Restricted funds	18	56,769	41,833	41,833	41,833
Unrestricted funds		3,817,984	3,305,275	4,864,006	4,833,695
		<u>3,874,753</u>	<u>3,347,108</u>	<u>4,864,006</u>	<u>4,833,695</u>

The company is entitled to the exemption from the audit requirement contained in section 477 of the Companies Act 2006, for the year ended 31 March 2023, although an audit has been carried out under section 144 of the Charities Act 2011.

The Directors acknowledge their responsibilities for ensuring that the Charity keeps accounting records which comply with section 386 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its incoming resources and application of resources, including its income and expenditure, for the financial year in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The members have not required the company to obtain an audit of its financial statements under the requirements of the Companies Act 2006, for the year in question in accordance with section 476.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Trustees on 24 March 2024

Mr A G Ashe
Trustee

Company Registration No. 09040143

ONEBILLION LEARNERS

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2023

	Notes	2023 £	£	2022 £	£
Cash flows from operating activities					
Cash generated from operations	22		213,616		362,971
Investing activities					
Investment income received		6,911		1	
Net cash generated from investing activities			6,911		1
Net cash used in financing activities			-		-
Net increase in cash and cash equivalents			220,527		362,972
Cash and cash equivalents at beginning of year			3,266,189		2,903,217
Cash and cash equivalents at end of year			3,486,716		3,266,189

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

Charity information

Onebillion Learners is a private company limited by guarantee incorporated in England and Wales. The registered office is 315-317 New Kings Road, London, SW6 4RF, England.

1.1 Accounting convention

The financial statements have been prepared in accordance with the Companies Act 2006 and "Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)". The Charity is a Public Benefit Entity as defined by FRS 102.

The financial statements are prepared in sterling, which is the functional currency of the Charity. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

At the time of approving the financial statements, the Trustees have a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Trustees continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Charitable funds

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of their charitable objectives.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

1.4 Income

Income is recognised when the Charity is legally entitled to it after any performance conditions have been met, the amounts can be measured reliably, and it is probable that income will be received.

Donations are received from individuals and corporations. onebillion Learners reclaims Gift Aid from the HM Revenue and Customs where appropriate documentation has been received from the donor.

Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.5 Expenditure

Expenditure is recognised once there is a legal or constructive obligation to transfer economic benefit to a third party, it is probable that a transfer of economic benefits will be required in settlement, and the amount of the obligation can be measured reliably.

Expenditure is classified by activity. The costs of each activity are made up of the total of direct costs and shared costs, including support costs involved in undertaking each activity. Direct costs attributable to a single activity are allocated directly to that activity. Shared costs which contribute to more than one activity and support costs which are not attributable to a single activity are apportioned between those activities on a basis consistent with the use of resources. Central staff costs are allocated on the basis of time spent, and depreciation charges are allocated on the portion of the asset's use.

All expenditure is accounted for on an accruals basis and, in accordance with the requirements of the SORP, has either been classified directly to or allocated as appropriate support costs over the Charity's two main activities under the SORP of:

- Funding of onebillion Children
- Governance

1.6 Research and development expenditure

Research and development expenditure is written off against profits in the year in which it is incurred.

Intellectual property over 8 years

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition. Items held for distribution at no or nominal consideration are measured the lower of replacement cost and cost.

1.8 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the financial instrument.

Basic financial assets

Debtors do not carry interest and are stated at their nominal value. Appropriate allowances for estimated irrecoverable amounts are recognised in the Profit and Loss account when there is objective evidence that the asset is impaired.

Basic financial liabilities

Creditors are not interest bearing and are included at their nominal value.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

1 Accounting policies

(Continued)

1.11 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.12 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company OneBillion Learners Ltd together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 March 2023. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Subsidiaries are consolidated in the group's financial statements from the date that control commences until the date that control ceases.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

Investments in joint ventures and associates are carried in the group balance sheet at cost plus post-acquisition changes in the group's share of the net assets of the entity, less any impairment in value. The carrying values of investments in joint ventures and associates include acquired goodwill.

If the group's share of losses in a joint venture or associate equals or exceeds its investment in the joint venture or associate, the group does not recognise further losses unless it has incurred obligations to do so or has made payments on behalf of the joint venture or associate.

Unrealised gains arising from transactions with joint ventures and associates are eliminated to the extent of the group's interest in the entity.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

2 Critical accounting estimates and judgements

In the application of the Charity's accounting policies, the Trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

3 Donations and legacies

	Unrestricted funds	Restricted funds	Total	Unrestricted funds	Restricted funds	Total
	2023	2023	2023	2022	2022	2022
	£	£	£	£	£	£
Donations and gifts	244,891	-	244,891	15,666	-	15,666
Grant income	396,162	310,705	706,867	414,482	143,932	558,414
Donated goods and services	-	-	-	(12,600)	-	(12,600)
	<u>641,053</u>	<u>310,705</u>	<u>951,758</u>	<u>417,548</u>	<u>143,932</u>	<u>561,480</u>

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

4 Other trading activities

	Unrestricted funds	Unrestricted funds
	2023	2022
	£	£
Other trading activity income	41,290	96,983

5 Investments

	Unrestricted funds	Unrestricted funds
	2023	2022
	£	£
Interest receivable	6,911	1

6 Other income

	Unrestricted funds	Unrestricted funds
	2023	2022
	£	£
R&D tax reclaims	114,288	85,778

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

7 Charitable activities

	Education of marginalised children	Education of marginalised children
	2023	2022
	£	£
Direct costs	136,079	144,755
Share of support costs (see note 8)	437,758	469,946
Share of governance costs (see note 8)	12,765	15,875
	<u>586,602</u>	<u>630,576</u>
Analysis by fund		
Unrestricted funds	290,833	528,477
Restricted funds	295,769	102,099
	<u>586,602</u>	<u>630,576</u>

8 Support costs

	Support costs	Governance costs	2023Support costs	Governance costs	2022
	£	£	£	£	£
Staff costs	508,791	-	508,791	426,684	426,684
Depreciation	-	-	-	50,000	50,000
Exchange gains	(151,998)	-	(151,998)	(78,002)	(78,002)
Other staff costs	19,260	-	19,260	16,655	16,655
Repairs and renewals	9,577	-	9,577	7,479	7,479
Travel and accommodation	48,302	-	48,302	42,780	42,780
Bank charges	391	-	391	341	341
Insurance	600	-	600	573	573
General expenses	2,829	-	2,829	3,256	3,256
Entertaining	6	-	6	180	180
Accountancy	-	10,265	10,265	-	15,650
Legal and professional	-	2,500	2,500	-	225
	<u>437,758</u>	<u>12,765</u>	<u>450,523</u>	<u>469,946</u>	<u>485,821</u>
Analysed between					
Charitable activities	<u>437,758</u>	<u>12,765</u>	<u>450,523</u>	<u>469,946</u>	<u>485,821</u>

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

9 Trustees

None of the Trustees (or any persons connected with them) received any remuneration or benefits from the Charity during the year.

10 Employees

The average monthly number of staff employed by the subsidiary was 9 (2022: 8). The Charity does not employ any staff.

Employment costs	2023 £	2022 £
Wages and salaries	450,427	379,109
Social security costs	48,419	38,962
Other pension costs	9,945	8,613
	<u>508,791</u>	<u>426,684</u>

Key management personnel

The Trustees are considered to be the key management personnel and they have waived their right to any emoluments from onebillion Learners. Full time local staff salaries are determined by negotiation and reference to rates in the area for comparable work.

The number of employees whose annual remuneration was £60,000 or more were:

	2023 Number	2022 Number
£90,001 to £100,000	<u>1</u>	<u>1</u>

11 Taxation

The charity is exempt from tax on income and gains falling within section 505 of the Taxes Act 1988 or section 252 of the Taxation of Chargeable Gains Act 1992 to the extent that these are applied to its charitable objects.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

12 Intangible fixed assets

	Intellectual property
GROUP	£
Cost	
At 1 April 2022 and 31 March 2023	750,000
Amortisation and impairment	
At 1 April 2022 and 31 March 2023	750,000
Carrying amount	
At 31 March 2023	-
At 31 March 2022	-

Costs in relation to the development of Onetab and Onetest app totaling £488,694 have been expensed to the SOFA in the year.

13 Fixed asset investments

	GROUP 2023 £	GROUP 2022 £	CHARITY 2023 £	CHARITY 2022 £
Shares in group undertaking	-	-	234,000	234,000

The Charity's investments at the Balance Sheet date in the share capital of companies include the following:

Subsidiary

onebillion Children Limited

Registered Office: 315-317 New Kings Road, London SW6 4RF
Company Number: 08966136 (England and Wales)

100% Ordinary Shares held

The results for this subsidiary were as follows:

	2023 £	2022 £
Turnover	721,599	741,175
Expenditure	(722,406)	(723,581)
Net profit/loss to the Charity	(807)	17,594

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

13 Fixed asset investments (Continued)

	£	£
Aggregate capital and reserves	(1,349,466)	(1,348,659)
Aggregate assets	445,078	433,972
Aggregates liabilities	1,794,544	1,782,631

14 Stocks

	2023 £	2022 £
Finished goods and goods for resale	39,648	2,800

15 Debtors

	GROUP 2023 £	GROUP 2022 £	CHARITY 2023 £	CHARITY 2022 £
Amounts falling due within one year:				
Trade debtors	281,855	116,642	-	-
Corporation tax recoverable	200,066	85,778	-	-
Amounts owed by fellow group undertakings	-	-	1,653,593	1,649,394
Other debtors	13,570	7,085	-	-
Prepayments and accrued income	-	8,000	-	-
	<u>495,491</u>	<u>217,505</u>	<u>1,653,593</u>	<u>1,649,394</u>

16 Loans and overdrafts

	GROUP 2023 £	GROUP 2022 £	CHARITY 2023 £	CHARITY 2022 £
Directors' loans	<u>100,000</u>	<u>100,000</u>	<u>-</u>	<u>-</u>
Payable within one year	<u>100,000</u>	<u>100,000</u>	<u>-</u>	<u>-</u>

Amounts within Directors loan are not interest bearing and are repayable on demand.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

17 Creditors: amounts falling due within one year

	GROUP 2023 £	GROUP 2022 £	CHARITY 2023 £	CHARITY 2022 £
Borrowings	100,000	100,000	-	-
Other taxation and social security	14,092	12,993	-	-
Trade creditors	22,110	16,243	3,000	3,000
Accruals and deferred income	10,900	10,150	3,150	3,149
	<u>147,102</u>	<u>139,386</u>	<u>6,150</u>	<u>6,149</u>

18 Restricted funds

The income funds of the charity include restricted funds comprising the following unexpended balances of donations and grants held on trust for specific purposes:

	Movement in funds			Movement in funds		
	Incoming resources £	Resources expended £	Balance at 1 April 2022 £	Incoming resources £	Resources expended £	Balance at 31 March 2023 £
Funding localisation	143,932	(102,099)	41,833	310,705	(295,769)	56,769

19 Analysis of net assets between funds

	Unrestricted funds 2023 £	Restricted funds 2023 £	Total 2023 £	Unrestricted funds 2022 £	Restricted funds 2022 £	Total 2022 £
Fund balances at 31 March 2023 are represented by:						
Current assets/(liabilities)	3,874,753	-	3,874,753	3,305,275	41,833	3,347,108
	<u>3,874,753</u>	<u>-</u>	<u>3,874,753</u>	<u>3,305,275</u>	<u>41,833</u>	<u>3,347,108</u>

20 Events after the reporting date

In April 2023, the charity entered into a commitment with Imagine Worldwide to make a donation of \$500,000. This donation was paid in two instalments in April 2023.

21 Analysis of changes in net funds

The Charity had no debt during the year.

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

22	Cash generated from operations	2023	2022
		£	£
	Surplus for the year	527,645	113,666
	Adjustments for:		
	Investment income recognised in statement of financial activities	(6,911)	(1)
	R&D tax credit refund	85,778	247,098
	Amortisation and impairment of intangible assets	-	50,000
	Taxation	(200,066)	(85,778)
	Movements in working capital:		
	(Increase)/decrease in stocks	(36,848)	31,844
	(Increase)/decrease in debtors	(163,698)	1,499
	Increase in creditors	7,716	4,643
	Cash generated from operations	213,616	362,971

ONEBILLION LEARNERS

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2023

23 Related party transactions

Transactions with related parties

During the period under review there was charitable expenditure of £187,348 (2022: £nil) made to the subsidiary OneBillion Children Limited, for the furtherance of the Charity's objectives. At the balance sheet date, £1,653,593 was due to the Charity from the subsidiary (2022: £1,649,394). This amount is interest-free and repayable on demand.

At the balance sheet date £100,000 (2022: £100,000) was owed to Andrew Ashe, a Trustee and director. The balance is interest-free and repayable on demand.

During the year, purchases of £54,840 (2022: £54,840) were made from Eurotalk Ltd, a company in which Andrew Ashe is a significant shareholder.

Guarantors

onebillion Learners is a company limited by guarantee. In the event of a winding-up, the liability of each of the members is limited to £10. At 31 March 2023 the Members of the company were all Trustees as listed in the Trustees Report.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.