



O'Connor Pyne & Co. Limited

CHARTERED ACCOUNTANTS & STATUTORY AUDITORS
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FoodCloud

(A company limited by guarantee, not having a share capital)

Annual Report and Financial Statements

for the year ended 31 December 2018

FoodCloud

(A company limited by guarantee, not having a share capital)

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REFERENCE AND ADMINISTRATIVE INFORMATION

Directors

John Dunphy (Chairman)
Niamh Bushnell
Suzanne Delaney
Brendan Dempsey (Resigned 1 March 2019)
Ciaran Foley (Appointed 22 October 2018)
Colum Gibson
Joseph Hogan (Appointed 15 May 2018)
Ann Keenan (Appointed 6 September 2018)
Eoin MacCuirc
Colman O' Keeffe
Declan Francis Ryan

Company Secretary

Eoin MacCuirc

Chief Executive Officer

Iseult Ward

Charity Number

20101398

Charities Regulatory Authority Number

21177

Company Number

531537

Registered Office and Principal Address

8 Broomhill Business Park,
Broomhill Road,
Dublin 24.

Auditors

O'Connor Pyne & Co. Limited
Chartered Accountants and Statutory Auditors
Joyce House,
Barrack Square,
Ballincollig,
Co. Cork.

Bankers

Allied Irish Bank plc.
Tallaght,
Dublin 24.

Bank of Ireland
Grand Canal Square,
Dublin 2.

Solicitors

A&L Goodbody
IFSC
North Wall Quay,
Dublin 1.



FoodCloud

(A company limited by guarantee, not having a share capital)

DIRECTORS' ANNUAL REPORT

for the year ended 31 December 2018

The directors present their Directors' Annual Report, combining the Directors' Report and Trustees' Report, and the audited financial statements for the year ended 31 December 2018.

The financial statements are prepared in accordance with the Companies Act 2014, FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their financial statements in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The Directors' Report contains the information required to be provided in the Directors' Annual Report under the Statement of Recommended Practice (SORP) guidelines. The directors of the company are also charity trustees for the purpose of charity law and under the company's constitution are known as members of the board of trustees.

In this report the directors of FoodCloud present a summary of its purpose, governance, activities, achievements and finances for the financial year 31 December 2018.

The company is a registered charity and hence the report and results are presented in a form which complies with the requirements of the Companies Act 2014 and, although not obliged to comply with the Statement of Recommended Practice applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015), the organisation has implemented its recommendations where relevant in these financial statements.

The company is limited by guarantee not having a share capital.

Mission, Objectives and Strategy

Mission Statement

Our mission is to create solutions to redistribute surplus food that reduce food waste, increase social inclusion and inspire communities to take local actions that can create global change.

Objectives

FoodCloud exists first and foremost to reduce the environmental, social and economic impact of food waste. We do this by redistributing surplus food to our food charity partners. We are a social enterprise and aim to create solutions that are financially sustainable. Our solutions focus on using surplus food as a tool to increase social inclusion. We inspire others through actions that have measurable outputs. We develop innovative and practical solutions that can be activated at a small scale in communities but scaled nationally and globally.

Strategy

There is an opportunity to rescue surplus food and redistribute it to communities in a way that can save money, create jobs, increase social inclusion and protect the environment. Food redistribution is coveted as a business-friendly, environmentally sensitive, socially-responsible alternative to wasting good food. Through analysis of international data, FoodCloud estimate that there is 25,000 tonnes of surplus food that is suitable for redistribution in Ireland. As a country with a focus on sustainable food production that is committed to implementing the UN SDGs, we believe FoodCloud, alongside our sister organisation FoodCloud Hubs, has the opportunity to put Ireland into a leadership position in creating solutions for surplus food that feed people first. We also believe that there is an opportunity to share the solutions we develop to address food waste with an international community to enable global action.



FoodCloud

(A company limited by guarantee, not having a share capital)

DIRECTORS' ANNUAL REPORT

for the year ended 31 December 2018

Structure, Governance and Management

Structure

FoodCloud is a company limited by guarantee, not having a share capital, incorporated in Ireland in 2013 under the Companies Act and registered in Ireland with CRO registration No. 531537. Every member of FoodCloud undertakes, if necessary on a winding up during the time they are a member or within one year after they cease to be a member, to contribute to the assets of FoodCloud an amount not exceeding €1. FoodCloud's governing document is its Constitution. Under the provision of Section 1180 of the Companies Act, 2014, FoodCloud is exempt from including 'company limited by guarantee' in its name. FoodCloud is a charity registered with the Charities Regulatory Authority, registered charity No: 20101398, and has been granted tax exemption by the Revenue Commissioners in Ireland, registered charitable taxation No: CHY 21177.

FoodCloud works alongside our sister charity FoodCloud Hubs (CRO No. 514425, CRA No: 20081652, CHY no. 20558). FoodCloud and FoodCloud Hubs are currently two separate legal entities. In October 2016 FoodCloud and FoodCloud Hubs (formerly Bia Food Initiative) came together under the same brand with a shared board and developed shared services in the areas of finance, food safety and marketing. This served to support in the achievement of our shared vision, mission and strategic objectives. During 2019 we will work to merge into one legal entity, subject to consultation and approval from the Charity Regulatory Authority, Revenue and all our key funders and stakeholders. The proposed merger will build on the success that both organisations have achieved to date and will support us to optimise operations and further enhance how we serve our partners, improve decision making, financial sustainability and better support our people.

Governance

FoodCloud is governed by a Board of Directors who are responsible for providing leadership, setting strategy and ensuring control. The Board of Directors is committed to maintaining high standards of corporate governance and is on the journey to the Governance Code for the Community and Voluntary Sector. FoodCloud commencing in 2018, is preparing its annual report and financial statements in full compliance with the Charities SORP (Statement of Recommended Practice under FRS102) and makes the annual report available to the public on our website.

The Boards of Directors of FoodCloud and FoodCloud Hubs conducted a board review over the period December 2017 - February 2018 to assess the current level of board effectiveness, performance and corporate governance. The board review was an externally facilitated review with a specialist Board Consultancy firm, Board Excellence, selected to support the Chairman to conduct the review. FoodCloud and FoodCloud Hub's Board of Directors have since implemented the majority of the recommendations from this review and aim to have all recommendations complete by year end 2019.

Directors of the Board are elected by the members of FoodCloud at the Annual General Meeting. The Board has the power to appoint directors in the interim until the next Annual General Meeting. When recruiting new directors, the Board aims to attract a diverse range of candidates with the skills FoodCloud needs. Three new board members were recruited in 2018 with expertise in Technology, Food Industry and Logistics and Human Resources.

The Board met nine times during the year and is supported by a board committee structure which deals effectively with specific aspects of the business of FoodCloud. The board committees in place are the Audit and Finance Committee and the Remuneration Committee.

The Board give their time to FoodCloud on a voluntary basis and receive no remuneration. Out-of-pocket expenses may be reimbursed; however, none were claimed during 2018. The Board ensure that the activities of FoodCloud are consistent with its charitable objectives and aims. There are clear distinctions between the roles of the Board of Directors and the Executive Management Team, to which day-to-day management is delegated. Matters such as policy, strategic planning, and budgets are drafted by the Executive Management Team for consideration and approval by the Board, who then monitor the implementation of these plans.

Management

Day to day operations of the organisation are managed by the Chief Executive Officer, who is appointed by the Board. A senior management team of four members report to the Chief Executive Officer; the Chief Operations Officer, the Commercial Manager, Communications Manager, and Engineering Manager. The management team are supported by a team of 27 people who all work to achieve an annual plan and budget that is agreed and signed off by the board at the start of each year. Progress against the plan is measured and reported to the board on a monthly basis through a detailed board pack and presentation.



FoodCloud

(A company limited by guarantee, not having a share capital)

DIRECTORS' ANNUAL REPORT

for the year ended 31 December 2018

Review of Activities, Achievements and Performance

The principal activity is the promotion of the reduction of food waste and to alleviate food poverty by providing a facility for food related businesses to redirect surplus food from disposal to non profit organisations.

Delegated Distribution - FoodCloud has developed a technology solution that provides retailers with a managed service, comprising support, access to technology and reporting to enable them to donate food to local charities. This includes providing support (via a contact centre) to charities that are participating in the redistribution programme. FoodCloud charges retailers a price per store to contribute to the costs associated with the service, fundraising is required to cover all the costs. This increases social inclusion by providing charities with the opportunity to access free surplus food which they can use to reduce their food costs and enhance their services to the individuals that they support in communities across the country.

FoodCloud works with Tesco, Aldi, Lidl and Musgrave MarketPlace in Ireland and in 2018 redistributed 1,082 tonnes of surplus food, the equivalent of 2.4m meals or a value of €3.2m of food. FoodCloud works with Tesco and Waitrose to redistribute surplus food in the UK in partnership with FareShare and in 2018 redistributed 7,167 tonnes of food, the equivalent of 15m meals or a value of €21m of food. Preventing this surplus food going to landfill, resulted in a reduction of over 30,000 tonnes of Co2 emissions.

Technology Licensing - FoodCloud licenses our technology to international food banks and food rescue organisations to enable them to work with more donors (including retailers) in their country. FoodCloud charges an annual licensing fee to contribute to the costs associated with providing the technology. This demonstrates the power of technology to create a local solution to solve a global problem and to scale it to an international level to increase the impact of food redistribution.

In 2018, we started piloting our technology licensing solution in Australia, Poland and the Czech Republic and look forward to opportunities to scale further in these countries in 2019.

Financial Review

FoodCloud is supported through fees from retailers, donations and grants from a few, large organisations, who, by their nature, are dynamic and whose priorities are subject to change at short notice. The directors are satisfied that there is a philanthropic element to the fees paid by the retailers.

Financial Results

The directors report the following significant financial events during the year:

- The surplus for the financial year, after providing for depreciation, amounted to €497,373 (2017: €16,642).
- Total income amounted to €2,141,917 (2017: €1,343,870) and is broken down as follows:
 - Operational Income from Delegated Distribution was €1,387,819 (2017: €992,774).
 - Income from Shared Resources provided to FoodCloud Hubs was €108,686 (2017: €48,038).
 - Income from grants and donations was €645,412 and accounted for 30% of income (2017: €303,058 / 23%). The Social Innovation Fund of Ireland provided designated funding of €500,000 during the financial year.
- Total expenditure was €1,644,544 (2017: €1,327,228). Payroll costs represented 79% of total costs in 2018 and 2017.
- The financial results for the year ended 31 December 2018 are shown in the Statement of Financial Activities on page 13.

At the end of the year the company has assets of €1,444,032 (2017 - €874,809) and liabilities of €356,240 (2017 - €284,390). The net assets of the company have increased by €497,373.



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DIRECTORS' ANNUAL REPORT

for the year ended 31 December 2018

Reserves

The directors have decided to adopt a risk based reserves policy to protect the operational requirements of FoodCloud from short term disruption to ensure that our partners can continue to operate. The FoodCloud network received over 30,000 donations a month (over 1.5 million meals per month) and supported over 7,000 Charities during the year. If FoodCloud were suddenly unable to operate, the repercussions on our partners would be severe and cause serious problems for the vulnerable and disadvantaged people whom they help.

It is the aim of the directors to ensure that reserves are sufficient to ensure that FoodCloud continues to operate on a going concern basis in order to meet its objectives and that the level of reserves required should take into account the risk around potential rapid changes in major income streams. The directors have decided that FoodCloud should aim to hold general reserves, after designations, of a minimum of 3 months of committed expenditure, as per Pobal's good practice recommendations.

The end of year reserves are reported as €1,087,792, €827,792 are comprised of unrestricted funds that are available for working capital and the continuity of services and €260,000 of designated funds that are allocated to the upgrade of the FoodCloud donation platform. Based on the results for the year ended 31st December 2018, we calculate that FoodCloud held reserves of 34 weeks.

Principal Risks and Uncertainties

The directors have ultimate responsibility for managing risk and are aware of the risks associated with the operating activities of FoodCloud. The directors are satisfied that adequate systems of governance, supervision, procedures and internal controls are in place to mitigate the exposure to the major risks and that these controls provide reasonable assurance against such risks. The major risks include financial risks, operational and safety risks, compliance risks and reputational risks.

Future Developments

The key priorities are as follows:

FoodCloud and FoodCloud Hubs aims to redistribute 25% of Ireland's surplus food by 2030, an estimated 6,250 tonnes of food.

To achieve this, we aim to redistribute 1,440 tonnes of surplus food annually through our delegated distribution solution by 2021. FoodCloud also aims to increase food redistributed in the UK by 10% each year through our partnership with FareShare, by 2021 we aim to redistribute 9,500 tonnes of surplus food annually.

In 2019, FoodCloud aims to expand its technology licensing pilots that were established in 2018 in Australia, Poland and the Czech Republic and also establish one additional pilot. We aim to establish 10 new licensing partnerships by 2021 with the aim of our technology platform being the "go to" choice for food redistribution organisations internationally 2030, supporting the overall global achievement of UN SDG 12.3

Directors

The directors who served throughout the year, except as noted, were as follows:

John Dunphy (Chairman)
Niamh Bushnell
Suzanne Delaney
Brendan Dempsey (Resigned 1 March 2019)
Ciaran Foley (Appointed 22 October 2018)
Colum Gibson
Joseph Hogan (Appointed 15 May 2018)
Ann Keenan (Appointed 6 September 2018)
Eoin MacCuirc
Colman O' Keeffe
Declan Francis Ryan

In accordance with the Constitution, the directors retire by rotation and, being eligible, offer themselves for re-election.

The secretary who served during the year was Eoin MacCuirc

The Chief Executive Officer is Iseult Ward



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DIRECTORS' ANNUAL REPORT

for the year ended 31 December 2018

Compliance with Sector-Wide Legislation and Standards

The company engages pro-actively with legislation, standards and codes which are developed for the sector. FoodCloud subscribes to and is compliant with the following:

- The Companies Act 2014
- The Charities SORP (FRS 102)

Auditors

The auditors, O'Connor Pyne & Co. Limited, have indicated their willingness to continue in office in accordance with the provisions of Section 380 of the Companies Act 2014.

Statement on Relevant Audit Information

There is no relevant audit information of which the statutory auditors are unaware. The directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and they have established that the statutory auditors are aware of that information.

Compliance Statement

The directors are responsible for securing the company's compliance with its relevant obligations (compliance with both company and tax law) and with respect to each of the following three items, we confirm that it has been done. We confirm:"

- the existence of a compliance policy statement;
- appropriate arrangements or structures put in place to secure material compliance with the company's relevant obligations;
- a review of such arrangements and structures has taken place during the year

Accounting Records

To ensure that adequate accounting records are kept in accordance with Sections 281 to 285 of the Companies Act 2014, the directors have employed appropriately qualified accounting personnel and have maintained appropriate computerised accounting systems. The accounting records are located at the company's office at 8 Broomhill Business Park, Broomhill Road, Dublin 24.

Approved by the Board of Directors on 24 April 2019 and signed on its behalf by:

John Dunphy (Chairman)
Director

Eoin MacCuirc
Director

FoodCloud

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DIRECTORS' RESPONSIBILITIES STATEMENT

for the year ended 31 December 2018

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

Irish company law requires the directors to prepare financial statements for each financial year. Under the law the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard, issued by the Financial Reporting Council. 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 assets, liabilities and financial position of the company as at the financial year end date and of the net income or expenditure of the company for the financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- observe the methods and principles in the Statement of Recommended Practice: Accounting and Reporting by Charities (2015);
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in operation.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for ensuring that the company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the company, enable at any time the assets, liabilities, financial position and net income or expenditure of the company to be determined with reasonable accuracy, enable them to ensure that the financial statements and the Directors' Annual Report comply with Companies Act 2014 and enable the financial statements to be audited. They 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.

In so far as the directors are aware:

- there is no relevant audit information (information needed by the company's auditor in connection with preparing the auditor's report) of which the company's auditor is unaware, and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Approved by the Board of Directors on 24 April 2019 and signed on its behalf by:

John Dunphy (Chairman)
Director



Eoin MacCuiric
Director



INDEPENDENT AUDITOR'S REPORT to the Members of FoodCloud

(A company limited by guarantee, not having a share capital)

Report on the audit of the financial statements

Opinion

We have audited the company financial statements of FoodCloud for the year ended 31 December 2018 which comprise the Statement of Financial Activities (incorporating an Income and Expenditure Account), the Balance Sheet, the Statement of Cash Flows and the related notes to the financial statements, including a summary of significant accounting policies set out in note 2. The financial reporting framework that has been applied in their preparation is Irish law and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with FRS 102.

In our opinion the financial statements:

- give a true and fair view of the assets, liabilities and financial position of the the company as at 31 December 2018 and of its net incoming resources for the year then ended;
- have been properly prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" as applied in accordance with the provisions of the Companies Act 2014 and having regard to the Charities SORP; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) 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 company in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard for Auditors (Ireland) issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We do not believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for an opinion

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (Ireland) require us to report to you where:

- 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.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our Auditor's Report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

Opinions on other matters prescribed by the Companies Act 2014

Based solely on the work undertaken in the course of the audit, we report that:

- in our opinion, the information given in the Directors' Annual Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- in our opinion, the Directors' Annual Report has been prepared in accordance with the Companies Act 2014.

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the company were sufficient to permit the financial statements to be readily and properly audited. The financial statements are in agreement with the accounting records.



INDEPENDENT AUDITOR'S REPORT

to the Members of FoodCloud

(A company limited by guarantee, not having a share capital)

Matters on which we are required to report by exception

Based on the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Annual Report. The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities

Responsibilities of directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 9 the directors 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 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 the going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our responsibility is to conduct an audit of the company financial statements in accordance with ISAs (Ireland) and to issue an Auditor's Report, however, because of the matters described in the Basis for disclaimer of opinion paragraph, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the financial statements.

Further information regarding the scope of our responsibilities as auditor

As part of an audit in accordance with ISAs (Ireland), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



INDEPENDENT AUDITOR'S REPORT

to the Members of FoodCloud

(A company limited by guarantee, not having a share capital)

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the company's members, as a body, in accordance with Section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the company's members 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 any responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



Conor Pyne
for and on behalf of

O'CONNOR PYNE & CO. LIMITED

Chartered Accountants and Statutory Auditors

Joyce House,
Barrack Square,
Ballincollig,
Co. Cork.

24 April 2019



FoodCloud

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STATEMENT OF FINANCIAL ACTIVITIES

(Incorporating an Income and Expenditure Account)
for the year ended 31 December 2018

	Notes	Unrestricted Funds 2018 €	Restricted Funds 2018 €	Total 2018 €	Unrestricted Funds 2017 €	Restricted Funds 2017 €	Total 2017 €
Incoming Resources							
Charitable activities	5.1						
Income from Charitable activities		1,998,350	143,567	2,141,917	1,251,720	92,150	1,343,870
Total incoming resources		1,998,350	143,567	2,141,917	1,251,720	92,150	1,343,870
Resources Expended							
Charitable activities	6.1	1,500,977	143,567	1,644,544	1,235,078	92,150	1,327,228
Net incoming/outgoing resources before transfers		497,373	-	497,373	16,642	-	16,642
Gross transfers between funds		-	-	-	-	-	-
Net movement in funds for the year		497,373	-	497,373	16,642	-	16,642
Reconciliation of funds							
Balances brought forward at 1 January 2018	15	590,419	-	590,419	573,777	-	573,777
Balances carried forward at 31 December 2018		1,087,792	-	1,087,792	590,419	-	590,419

The Statement of Financial Activities includes all gains and losses recognised in the year. All income and expenditure relate to continuing activities.

Approved by the Board of Directors on 24 April 2019 and signed on its behalf by:

John Dunphy (Chairman)
Director

Eoin MacCuirc
Director



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BALANCE SHEET

as at 31 December 2018

		2018	2017
	Notes	€	€
Fixed Assets			
Tangible assets	12	8,970	12,435
Current Assets			
Debtors	13	150,755	141,251
Cash and cash equivalents		1,284,307	721,123
		1,435,062	862,374
Creditors: Amounts falling due within one year	14	(356,240)	(284,390)
Net Current Assets		1,078,822	577,984
Total Assets less Current Liabilities		1,087,792	590,419
Funds			
Unrestricted Funds- Designated		260,000	-
Unrestricted Funds- General		827,792	590,419
Total funds	15	1,087,792	590,419

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard.

Approved by the Board of Directors on 24 April 2019 and signed on its behalf by:

John Dunphy (Chairman)
Director

Eoin MacCuir
Director



FoodCloud
STATEMENT OF CASH FLOWS
for the year ended 31 December 2018

	Notes	2018 €	2017 €
Cash flows from operating activities			
Net movement in funds		497,373	16,642
Adjustments for:			
Depreciation		9,882	7,746
		<u>507,255</u>	<u>24,388</u>
Movements in working capital:			
Movement in debtors		(9,504)	47,380
Movement in creditors		71,850	231,579
		<u>569,601</u>	<u>303,347</u>
Cash flows from investing activities			
Payments to acquire tangible assets		(6,417)	(7,207)
		<u>563,184</u>	<u>296,140</u>
Net increase in cash and cash equivalents		721,123	424,983
Cash and cash equivalents at 1 January 2018		<u>721,123</u>	<u>721,123</u>
Cash and cash equivalents at 31 December 2018	18	<u><u>1,284,307</u></u>	<u><u>721,123</u></u>



FoodCloud

(A company limited by guarantee, not having a share capital)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

1. GENERAL INFORMATION

FoodCloud is a company limited by guarantee incorporated in the Republic of Ireland. The registered office of the company is 8 Broomhill Business Park, Broomhill Road, Dublin 24., which is also the principal place of business of the company. The financial statements have been presented in Euro (€) which is also the functional currency of the company.

2. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the charity's financial statements.

Basis of preparation

The financial statements have been prepared under the historical cost convention. The financial statements have been prepared in accordance with the Statement of Recommended Practice (SORP) "Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015)", Irish statute comprising the Companies Act 2014 and FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", applying Section 1A of that Standard.

The company has applied the Charities SORP on a voluntary basis as its application is not a requirement of the current regulations for charities registered in the Republic of Ireland.

Incoming Resources

Income represents income received to cover operational expenses and includes donations, grants, awards and income from fundraising activities.

Voluntary income or capital is included in the Statement of Financial Activities when the company is legally entitled to it, its financial value can be quantified with reasonable certainty and there is reasonable certainty of its ultimate receipt. Income received in advance of due performance under a contract is accounted for as deferred income until earned. Grants for activities are recognised as income when the related conditions for legal entitlement have been met. All other income is accounted for on an accruals basis.

Resources Expended

All resources expended are accounted for on an accruals basis. Charitable activities include costs of services and grants, support costs and depreciation on related assets. Non-staff costs not attributed to one category of activity are allocated or apportioned pro-rata to the staffing of the relevant service. Finance, HR, IT and administrative staff costs are directly attributable to individual activities by objective. Governance costs are those associated with constitutional and statutory requirements.

Deferred Income

Deferred income represents funds received in advance for services provided by the charity post year end and grants received for projects which were not completed by the year end date.

Restricted funds

Restricted funds are funds which are used in accordance with specific restrictions imposed by grantors/donors or which have been raised by the charity for a particular purpose. The costs of raising and administering such funds are charged against the specific fund. Restricted funds relate to assets and liabilities used for a specific purpose which is requested by the grantor or donor in the form of a constructive request.

Designated funds

Designated funds are funds which are available for use at the discretion of the Directors in the furtherance of the general objectives of the company. The directors can designate part or all of the unrestricted funds for specific purpose. These designations have administrative purpose only and do not legally restrict the Boards discretion on how to apply the fund.

Pay Policy for Senior Staff

The directors consider the Board of Directors, who are the Charity's trustees and the senior management team comprise the key management personnel of the charity in charge of directing and controlling the day to day operations.

The pay of the senior staff is reviewed annually.



Pensions

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. Annual contributions payable to the company's pension scheme are charged to the income and expenditure account in the period to which they relate.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or at valuation, less accumulated depreciation. The charge to depreciation is calculated to write off the original cost or valuation of tangible fixed assets, less their estimated residual value, over their expected useful lives as follows:

Computer Equipment	- 33% Straight line
Office Furniture	- 20% Straight line

The carrying values of tangible fixed assets are reviewed annually for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

Trade and other Debtors

Debtors are recognised at the settlement amount due after any discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due. Income recognised by the company from government agencies and other co-funders, but not yet received at year end, is included in debtors.

Trade and other Creditors

Trade and other creditors are initially recognised at fair value and thereafter stated at amortised cost using the effective interest rate method, unless the effect of discounting would be immaterial, in which case they are stated at cost.

Cash at bank and in hand

Cash at bank and in hand comprises cash on deposit at banks requiring less than three months notice of withdrawal.

Taxation and deferred taxation

The company is exempt from taxation under the Charitable Exemption provisions of Section 207, Taxes Consolidation Act, 1997.

Grant Income Policy

Capital grants received and receivable are treated as deferred income and amortised to the balance sheet annually over the useful economic life of the asset to which it relates. Revenue grants from the Government and other donors are recognised as income when the entitlement to the grant income is met. Income from grant agreements which are dependent on the provision of specific activities as per the grant agreement (performance related grants) are recognised when the activity has been undertaken.

The proportion of the grant that relates to the activities not yet undertaken is classified as deferred income and is shown in creditors. Income due but not yet received at the year end is included in Debtors.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the balance sheet date. Transactions, during the year, which are denominated in foreign currencies are translated at the rates of exchange ruling at the date of the transaction. The resulting exchange differences are dealt with in the Statement of Financial Activities.

3. **SIGNIFICANT ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The following are the critical judgements and estimates that the Trustees have made in the process of applying the Charity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Depreciation and useful lives of tangible fixed assets

The depreciation rates are based on the expected useful lives of the relevant assets. The estimates and underlying assumptions are reviewed on an ongoing basis and could have a material impact on both the results for the year and the financial position if altered.

FoodCloud

(A company limited by guarantee, not having a share capital)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

continued

4. GOING CONCERN

The directors have a reasonable expectation, having made appropriate enquiries, that the company has adequate resources to continue in operational existence for the foreseeable future. For this reason they continue to adopt the going concern basis in preparing the financial statements.

5. INCOME**5.1 CHARITABLE ACTIVITIES**

	Unrestricted Funds €	Restricted Funds €	2018 €	2017 €
Operational Income	1,496,505	-	1,496,505	1,040,812
Donations	1,845	-	1,845	210,908
Grant/award funding	500,000	143,567	643,567	92,150
	<u>1,998,350</u>	<u>143,567</u>	<u>2,141,917</u>	<u>1,343,870</u>

6. EXPENDITURE**6.1 CHARITABLE ACTIVITIES**

	Other Costs €	Support Costs €	2018 €	2017 €
Delegated Distribution (Retail)	1,558,636	68,991	1,627,627	1,312,076
Governance Costs (Note 6.3)	-	16,917	16,917	15,152
	<u>1,558,636</u>	<u>85,908</u>	<u>1,644,544</u>	<u>1,327,228</u>

6.2 SUPPORT COSTS

	Charitable Activities €	Governance Costs €	2018 €	2017 €
Payroll costs	65,301	11,013	76,314	50,029
Professional fees	3,690	5,904	9,594	6,970
	<u>68,991</u>	<u>16,917</u>	<u>85,908</u>	<u>56,999</u>

6.3 GOVERNANCE COSTS

	Other Costs €	Support Costs €	2018 €	2017 €
Charitable activities	-	16,917	16,917	15,152
	<u>-</u>	<u>16,917</u>	<u>16,917</u>	<u>15,152</u>

7. ANALYSIS OF SUPPORT COSTS

	Support 2018 €	Support 2017 €	Basis of Apportionment
Payroll costs	76,314	50,029	Employee time is allocated based on time spent. Fees are charged based on service level agreement.
Audit and payroll Fees	9,594	6,970	
	<u>85,908</u>	<u>56,999</u>	



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NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

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8. NET INCOMING RESOURCES

	2018 €	2017 €
Net Incoming Resources are stated after charging/(crediting):		
Depreciation of tangible assets	9,882	7,746

9. EMPLOYEES AND REMUNERATION

Number of employees

The average number of persons employed (including executive directors) during the year was as follows:

	2018 Number	2017 Number
Administration	32	27

The staff costs comprise:

	2018 €	2017 €
Wages and salaries	1,165,551	947,571
Social security costs	120,003	95,412
Pension costs	11,188	-
	1,296,742	1,042,983

10. EMPLOYEE BENEFITS

The number of employees whose total employee benefits (excluding employer pension costs) for the reporting period fell within the bands below were:

	Number of Employees 2018	Number of Employees 2017
€60,001- €70,000	4	3
€70,001- €80,000	-	1

Remuneration includes basic pay and excludes employer pension and PRSI contributions.

11. KEY MANAGEMENT PERSONNEL REMUNERATION

	2018 €	2017 €
Wages and Salaries	264,031	237,800
Employer Pension Costs	2,850	-
	266,881	237,800

Included above is the salary of the Chief Executive Officer, Chief Technology Officer, Chief Operating Officer and Commercial Manager.

The CEO and all employees can opt to join the defined contribution pension scheme that was introduced in September 2018. The employer will match employee contributions up to a maximum of 5% of pensionable pay.

None of the members of the Board received remuneration for their services. No board member claimed travel expenses during the year.



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NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

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12. TANGIBLE FIXED ASSETS

	Computer Equipment	Office Furniture	Total
	€	€	€
Cost			
At 1 January 2018	21,202	3,427	24,629
Additions	6,417	-	6,417
At 31 December 2018	27,619	3,427	31,046
Depreciation			
At 1 January 2018	10,824	1,370	12,194
Charge for the year	9,196	686	9,882
At 31 December 2018	20,020	2,056	22,076
Net book value			
At 31 December 2018	7,599	1,371	8,970
At 31 December 2017	10,378	2,057	12,435

13. DEBTORS

	2018 €	2017 €
Trade debtors	138,489	126,149
Amounts owed by connected parties (Note 17)	1,450	-
Prepayments	10,816	15,102
	150,755	141,251

14. CREDITORS**Amounts falling due within one year**

	2018 €	2017 €
Trade creditors	24,766	2,030
Amounts owed to connected parties (Note 17)	-	1,172
Taxation and social security costs	32,337	29,716
Deferred income	258,536	228,927
Accruals	40,601	22,545
	356,240	284,390

15. FUNDS**15.1 RECONCILIATION OF MOVEMENT IN FUNDS**

	Unrestricted Funds €	Total Funds €
At 1 January 2017	573,777	573,777
Movement during the financial year	16,642	16,642
At 31 December 2017	590,419	590,419
Movement during the financial year	497,373	497,373
At 31 December 2018	1,087,792	1,087,792



FoodCloud

(A company limited by guarantee, not having a share capital)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

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15.2 ANALYSIS OF MOVEMENTS ON FUNDS

	Balance 1 January 2018	Incoming resources	Resources expended	Transfers between funds	Balance 31 December 2018
	€	€	€	€	€
Restricted Funds	-	143,567	(143,567)	-	-
Unrestricted income					
Unrestrictive Funds- Designated	-	500,000	(500,000)	260,000*	260,000
Unrestrictive Funds- General	590,419	1,498,350	(1,000,977)	(260,000)	827,792
	<u>590,419</u>	<u>1,998,350</u>	<u>(1,500,977)</u>	<u>-</u>	<u>1,087,792</u>
Total funds	<u>590,419</u>	<u>2,141,917</u>	<u>1,644,544</u>	<u>-</u>	<u>1,087,792</u>

* The Board has designated funds of €260,000 to the upgrade of the FoodCloud donation platform.

15.3 ANALYSIS OF NET ASSETS BY FUND

	Fixed assets - charity use	Current assets	Current liabilities	Total
	€	€	€	€
Unrestricted Funds	8,970	1,435,062	(356,240)	1,087,792
	<u>8,970</u>	<u>1,435,062</u>	<u>(356,240)</u>	<u>1,087,792</u>

16. STATUS

The company is limited by guarantee not having a share capital.

The liability of the members is limited.

Every member of the company undertakes to contribute to the assets of the company in the event of its being wound up while they are members, or within one year thereafter, for the payment of the debts and liabilities of the company contracted before they ceased to be members, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributors among themselves, such amount as may be required, not exceeding € 1.

17. RELATED PARTY TRANSACTIONS

As permitted by the Companies Act 1990 the company had transactions with other connected parties. The following amounts are receivable at the year end:

	Balance 2018 €	Movement in year €	Balance 2017 €	Maximum in year €
FoodCloud Hubs CLG	<u>1,450</u>	<u>1,450</u>	<u>-</u>	<u>1,450</u>

The following amounts are due to other connected parties:

	2018 €	2017 €
FoodCloud Hubs CLG	<u>-</u>	<u>1,172</u>



FoodCloud

(A company limited by guarantee, not having a share capital)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2018

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Net balances with other connected parties:	2018 €	2017 €
FoodCloud Hubs CLG	-	(1,172)
FoodCloud Hubs CLG	1,450	-
	<u>1,450</u>	<u>(1,172)</u>

Foodcloud is a charity under common directorship with Foodcloud Hubs Company Limited by Guarantee.

During the year ended 31 December 2018, the following was transacted between both companies:

1. Foodcloud crosscharged expenses to Foodcloud Hubs CLG in the amount of €16,928.

2. Foodcloud invoiced Foodcloud Hubs CLG for shared resources which represents 50% of the salary and pension costs for a) Food Safety, b) Communications & Marketing, and c) Finance & Governance provided during the year in the amount of €108,686.

3. (a) FoodCloud Hubs CLG charged FoodCloud for shared resources provided during the year in the amount of €42,200.

(b) FoodCloud CLG paid FoodCloud €80,782 for shared services during the year.

At the balance sheet date €1,450 remained owing by Foodcloud Hubs CLG and is disclosed in Debtors as amounts owed by connected parties.

At the 31 December 2017, €1,172 remained owing to Foodcloud Hubs CLG and is disclosed in Creditors as amounts owed to connected parties.

This is a trading balance payable on demand.

In the opinion of the directors these amounts arise in the ordinary course of business and the terms of the amounts due are in accordance with the terms ordinarily offered by the company.

18. CASH AND CASH EQUIVALENTS

	2018 €	2017 €
Cash and bank balances	<u>1,284,307</u>	<u>721,123</u>

19. PENSION

The charity operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. Pension costs amounted to €11,188 (2017: €nil).

20. POST-BALANCE SHEET EVENTS

There have been no significant events affecting the Charity since the year-end.

21. ULTIMATE CONTROLLING PARTY

The charity is ultimately controlled by the Board of Directors.

22. DONATED GOODS AND SERVICES

Gifts in kind have been included in the notes to the accounts at an amount equivalent to that which the Charity would have had to pay to purchase the donated facilities. During the year A&L Goodbody provided legal services on a pro bono basis of €3,000 (2017: €28,600) and the Social Innovation Fund of Ireland provided non financial support of €31,932 (2017: €nil).

23. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the Board of Directors on 24 April 2019.



FOODCLOUD
(A company limited by guarantee, not having a share capital)

SUPPLEMENTARY INFORMATION

RELATING TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

NOT COVERED BY THE REPORT OF THE AUDITORS



FoodCloud

(A company limited by guarantee, not having a share capital)

SUPPLEMENTARY INFORMATION RELATING TO THE FINANCIAL STATEMENTS OPERATING STATEMENT

for the year ended 31 December 2018

	Schedule	2018 €	2017 €
Income		2,141,917	1,343,870
Charitable activities and other expenses	1	(1,644,544)	(1,327,228)
Net surplus		<u>497,373</u>	<u>16,642</u>



FoodCloud

(A company limited by guarantee, not having a share capital)

SUPPLEMENTARY INFORMATION RELATING TO THE FINANCIAL STATEMENTS

SCHEDULE 1 : CHARITABLE ACTIVITIES AND OTHER EXPENSES

for the year ended 31 December 2018

	2018 €	2017 €
Expenses		
Wages and salaries	1,165,551	947,571
Social security costs	120,003	95,412
Staff defined contribution pension costs	11,188	-
Facilities	19,601	20,151
Communications and IT costs	109,445	81,084
Administrative Costs	53,617	58,315
Marketing and Branding	26,605	11,290
Shared Resources	15,600	-
Travel Expenses	48,890	54,453
Professional Fees (Note 1)	64,162	51,206
Depreciation	9,882	7,746
	<u>1,644,544</u>	<u>1,327,228</u>

Note 1	2018	2017
Professional Fees	€	€
Recruitment Fees	6,415	11,216
Legal Fees	16,037	-
Audit Fees	5,904	4,000
Payroll Bureau Fees	3,690	2,620
Consultancy Fees	12,100	7,410
Agency Staff	20,016	25,960
Total	<u>64,162</u>	<u>51,206</u>

