

DISRUPT FOUNDATION

England & Wales · Charity number 1198872

Details

Status	Registered
Legal form	Charitable company
Company number	13738626
Registered	2022-05-09
Register	View on the Charity Commission register

Contact

Address	C/O Broadfield Law UK LLP 1 Bartholomew Close London EC1A 7BL
Phone	02077833568
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Website	www.disrupt.org

Activities

Objects: THE CHARITY'S OBJECTS ARE RESTRICTED SPECIFICALLY TO SUCH EXCLUSIVELY CHARITABLE PURPOSES ACCORDING TO THE LAWS OF ENGLAND AND WALES AS MAY BE DETERMINED FROM TIME TO TIME BY THE TRUSTEES FOR THE PUBLIC BENEFIT.

Activities: The organisation will carry out its purposes primarily by providing grants to further its charitable purposes, working to support such exclusively charitable causes as the Trustees think fit.

Classification

- **How:** Makes Grants To Organisations
- **What:** General Charitable Purposes
- **Who:** The General Public/mankind

Geography

- Canada
- Israel
- Throughout England And Wales

Finances

Period end	Income	Expenditure	Assets	Employees
2024-12-31	£2,864,484	£3,770,390	£241,687	2
2023-12-31	£4,024,861	£3,021,647	£1,126,291	2
2022-12-31	£1,200,000	£1,071,660	£128,340	2

Trustees

Name	Role	Appointed
Guy Podjarny	Chair	2021-11-11
Dr Gal Podjarny		2021-11-11
Einat Podjarny		2023-07-28
Jonathan Brinsden		2021-11-11

DISRUPT FOUNDATION

England & Wales - Charity number 1198872

Accounts

DISRUPT FOUNDATION
(A Company limited by guarantee)
Charity Number 1198872
Company Number 13738626

**TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended 31 December 2024

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TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The Trustees who are also directors for the purposes of company law are pleased to present their annual Trustees' report together with the audited financial statements of Disrupt Foundation ('the Foundation') for the year ended 31 December 2024.

Reference and administrative information

Name of charity	DISRUPT FOUNDATION (Disrupt or the Foundation) (Previously known as The Pod Foundation)
Charity Registration Number	1198872 (England and Wales)
Company Registration Number	13738626 (England and Wales)
Registered office address	One Bartholomew Close, London EC1A 7BL
Auditor	MHA, 2 London Wall Place, London EC2Y 5AU
Administrators and Legal Advisors	Broadfield Law, One Bartholomew Close, London EC1A 7BL
Trustees	Guy Podjarny (Member Trustee) Dr Gal Podjarny (Member Trustee) Jonathan Brinsden (Non-Member Trustee) <i>All of the above appointed on 11 November 2021</i> Einat Podjrany (Non-Member Trustee - appointed 28 July 2023)
Senior Management	Chief Executive Officer (CEO) – Miri Weingarten

Structure Governance and Management

Governing document	The Foundation is a charitable company limited by guarantee, incorporated on 11 November 2021 (company number 13738626) and was registered as a charity with the Charity Commission on 9 May 2022. The Foundation was originally incorporated as The Pod Foundation and changed its name to Disrupt Foundation in March 2022. The Foundation's governing document is the Articles of Association dated 11 November 2021.
Risk Management	The Trustees have a duty to identify and review the risks to which the Foundation is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error. For this purpose, the Foundation is in the process of establishing a Risk Register to identify the key issues faced by the Foundation and steps to mitigate those risks. The Trustees are aware that there are potential risks concerning its grant making activity including delay or difficulties in implementation due to political, environmental and resources issues, which in turn may result in a failure to meet defined milestones or objectives. The Trustees manage the risk through a grant approval process, the use of grant agreements and regular monitoring by the Foundation's CEO. Key risk areas are identified as follows:

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TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Risk area	Mitigation
Governance	Regular work on strategy, impact analysis and decision-making processes by Trustees
Operational	Oversight of policies, management and compliance by Trustees
Financial	Budget planning by Trustees, bookkeeping and accounts automation
Safety and safeguarding	Risk assessment, safeguarding policies and insurance in place and reviewed regularly

Objectives and Activities The Foundation's objects are restricted to such exclusively charitable purposes according to the laws of England and Wales as may be determined from time to time by the Trustees for public benefit. The Trustees have decided to narrow this in order to promote and further social justice by supporting communities and organisations working for positive change, and by amplifying their impact through technology and organisational capacity building. The Foundation advances the objects through its grant making activities, engaging external consultants to provide support to its beneficiary organisations and convening beneficiary organisations for know-how and knowledge sharing purposes.

Key Management personnel In addition to the Trustees, the Foundation has appointed a CEO who has delegated authority to conduct the day-to-day business of the Foundation. The Trustees and CEO are considered as Key Management Personnel. Pay and remuneration for the CEO is decided by the Trustees and is set in line with current market rates.

Trustees The Trustees of the Foundation are directors for company law purposes. The minimum number of Trustees required by the Articles is three and the maximum is twelve. There are two Member Trustees, Guy and Gal Podjarny (a Preference Member and Ordinary Member respectively), who serve an indefinite term based on their relative experience and contribution to the Foundation as a whole. There are two non-Member Trustees, Jonathan Brinsden and Einat Podjarny who have been appointed to serve a minimum of three years.

In accordance with the Articles, Trustees are appointed by the Preference Member during his lifetime and thereafter by the Ordinary Members. Training for new and existing Trustees is provided when needed/ relevant. Responsibility for the induction of any new Trustee, which includes the awareness of the history and approach of the Foundation and the understanding of a Trustee's duties, lies with the Trustees. New Trustees receive a copy of the Articles, the previous year's accounts and guidance booklets provided by the Charity Commission. The Trustees also provide full details of the Foundation's current grant programme and objectives.

All Trustees work on a voluntary basis and no remuneration was paid in the period. Details of Trustees' expenses and related party transactions are disclosed in the Accounts. Trustees are required to disclose all relevant interests and register them annually with the Chief Executive Officer and, in accordance with the Foundation's policy, withdraw from decisions where a conflict of interest arises. A register of conflicts is maintained by the Foundation and any new conflicts are also noted during meetings.

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TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The Trustees meet at least twice a year and agree the broad strategy and areas of activity for the Foundation, including consideration of grant making, budget, investment, reserves, risk management policies and performance.

Fundraising The Foundation's income during the period was derived from Prism, a donor advised fund. The Foundation does not undertake fundraising activities. Consequently, the Foundation is not registered with the fundraising regulator and received no fundraising complaints in the period.

Public benefit The Trustees, having regard to the Charity Commission's guidance on public benefit including the guidance 'Public benefit: running a charity (PB2)' and in accordance with section 17 of the Charities Act 2011, consider that the purposes and activities of the Foundation satisfy the requirements of the public benefit test set out in section 4 of the same Act. The Foundation carries out these objects by providing grants and donated services to organisations whose activities comply with the Foundation's criteria.

Grant making policy The Foundation has developed assessment, due diligence, compliance and oversight procedures for provision of charitable grants. Each grantee and application undergoes a rigorous process of assessment and due diligence against the Foundation's strategy, priorities and charitable objectives, and is subject to Trustee approval. Foundation policies and grantee information as well as applications, reviews and reports are saved on file and on the Foundation's database, to ensure efficient workflows both in the UK and in Israel.

In relation to grantees overseas, the Foundation has developed further procedures and oversight to ensure compliance with English charity law and other legal requirements. The Foundation began direct grantmaking to grantees in Israel in the first quarter of 2023 and continues to engage Istishara as a local consultancy which identifies, assesses and supports grantees, subject to Trustee approval and to due diligence checks in the UK.

The Foundation employs a small team of a full-time Managing Director and a Grants Manager based in London, which works closely with the Trustees and with Istishara to build the Foundation's strategy and maintain activities, meeting frequently online and in person at regular intervals. In September 2024, the Foundation on-boarded a UK Tech Lead to assist with its technology-related work for grantees.

Achievements and Performance

Achievements **Grants**

Grants have been made to various organisations in support of its charitable objectives. In the period, grants committed amounted to £2,576,704 (2023 £2,430,769). Details of the grantees are in note 3 of the accounts. There were no grants committed but unpaid at 31 December 2024 amounted (2023 £20,000).

In the UK, the Foundation's thematic priorities for grant making in 2024 were:

- Migrant rights and racial justice
- Social and Economic Rights

The Foundation was able to identify and make multiple grants to organisations across the UK who are engaged in social justice work in these fields.

In Israel, the Foundation continued making charitable grants to Israel-based organisations, having engaged Istishara consultancy to advise and assist with identifying and monitoring such grants, while the London office maintains oversight of due diligence and compliance with the requirements of Disrupt Foundation's charitable objectives. The Foundation's

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TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

priority in Israel has been to support self-organised grassroots initiatives from marginalised communities, who employ an intersectional approach to social justice.

With Istishara's assistance, the Foundation was able to identify and make 32 grants to organisations based in Israel.

Technology – The Foundation has a **cross-thematic, multi-level** interest in 'Tech for Good' and access to justice, and constantly examines ways in which technology initiatives can contribute to its objective and priority areas.

The Foundation was able to support grantees in this field as well as the development of technology solutions to issues arising across the ecosystems it supports. The Foundation continues to engage a senior technology consultant, who advises Disrupt across all its tech-related work.

Funder Plus

Alongside funding, the Foundation offered expertise, upskilling and development processes to its grantees on request, in the following areas:

- Technology
- Organisational growth, evaluation and wellbeing
- Legal and governance support
- Community planning

To deliver this, the Foundation identified and engaged appropriate expert consultants, who were matched with grantees to provide them with the relevant services. In the UK, the Foundation was able to dedicate a total of £102,354 to identify and engage external consultancies for this purpose. In Israel, Istishara consultancy undertook to provide Funder Plus support directly to grantees, involving additional external providers where needed.

Monitoring, Evaluation and Learning

The Foundation has adopted a CRM, whose aim is to document its grant making work both in the UK and Israel, enabling monitoring, evaluation and learning (MEL) in relation to its impact as it grows. The CRM was introduced in January 2024.

Some examples of the Foundation's grant making work in the financial year ending 2024

UK

Minoritised and migrant women – deepening our relationships - In the wake of the Foundation's 2022 conference on housing rights amongst migrant and minoritised women, and its 2023 funding round supporting community-led women's groups, in 2024 the Foundation deepened its support for organisations led by and for migrant and minoritised women across the country, by providing continuation funding and Funder Plus support to a number of groups, with a view to longer term support. The Foundation also funded a further conference (hosted this time by a community-led group, the PHOEBE centre in Ipswich). Finally, the Foundation provided seed funding and governance support for the establishment of a new infrastructural organisation in this ecosystem, Project Resist, which was founded partly in response to the needs voiced in the 2022 conference, and provides training, networking and convenings for smaller grassroots women's groups in the North of England, and leverages their frontline work for strategic interventions for their rights from an intersectional feminist perspective.

Ensuring accountability for the right to health in the UK - In the course of 2024, the Foundation continued the work begun in 2022 to support a number of charities which have been recognised as Core Participants to the Covid19 Public Inquiry. The Foundation's aim

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has been to ensure that the voices of marginalised or minoritised groups and communities are fully heard by the Inquiry and that their meaningful participation is ensured. Groups the Foundation has supported include Disability Rights UK (awarded a grant of £26,000), an umbrella group for organisations led by and for disabled people across the UK; Doctors of the World UK (£34,800), who work closely with migrant and homeless populations and have expertise in questions relating to their access to healthcare during the pandemic; and Kanlungan Filipino Consortium (£31,790), a community-led charity working for the rights and welfare of Filipino workers, including health workers, and other Southeast and East Asian migrants in the UK. Separately, the Foundation has also supported the growth of Just Treatment, a grassroots patients-led initiative promoting the right to health and protection of access to healthcare against profit-driven considerations.

Community-led planning: Funder Plus support – In 2024 several community-led groups within the Foundation's social and economic rights strategy areas expressed a need for expert planning support, in order to assist them when organising for their right to adequate, safe and healthy housing and community spaces. The Foundation was able to provide this in the form of Funder Plus support totalling £35,460 from Unit 38, an expert collective of architects and planners working for social justice, who ran workshops with the affected communities to produce plans and feasibility studies for community-led retrofit for social housing blocks in Harrow and Rochdale; a community centre led by the Somali Development Society in Leicester; and housing for minoritised survivors of domestic abuse managed by Zinithiya in Leicester. The Foundation regards this provision of expertise to smaller community-led groups to be an essential form of infrastructural support for the grassroots, and it hopes to continue supporting the essential work undertaken by expert professionals in support of community groups.

Governance support – In 2024, the Foundation started an innovative collaboration with the Civic Power Fund, a fundraising grant-making charity, to support its grassroots community organising grantees through provision of a Governance Hub staffed by legal professionals. The Foundation provided a grant of £26,800 to this initiative to enable it to expand and deepen its work, as well making the service available to its own grantees. The Hub provides essential training, governance advice and assistance, and resources to groups in order to help them grow and sustain their work while remaining compliant with due diligence requirements.

Emergency response to summer racist riots - In late July and early August 2024 far-right mobilisations across the UK led to racist riots and mob attacks on migrants, Black, Muslim and otherwise minoritised people as well as on advice agencies assisting migrants. The Foundation's staff updated Trustees about the context and developments and organised to respond promptly.

The first response was an email to all grantees asking about their safety and offering assistance and follow-up conversations with some of the grantees and external experts. Clear and urgent needs arose from many of the responses and on 20 August 2024 Trustees approved provision of £50,000 in emergency grants to existing grantees in need. Ten grants of £5,000 each were made in the first half of September, following an accelerated assessment process..

Israel

The Follow Up Committee on Arab Education (FUCAE) - As part of the Foundation's commitment to supporting community-led grassroots initiatives, the Foundation provided £54,105 in core funding to FUCAE, a network of Palestinian educators in Israel. This partnership has enabled the organisation to grow and establish a more robust and structured approach to its work in the broad field of education among Palestinian

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communities in Israel. The Foundation's continuous support allowed FUCAE to adapt to the increasingly complex political landscape and to respond to the urgent needs of the Palestinian community during times of crisis. One of FUCAE's key initiatives is the coordination of a collective forum for Heads of Educational Departments in Arab-Palestinian localities in Israel. This platform enables knowledge-sharing, peer learning, and joint advocacy when necessary. In addition to core funding, Disrupt Foundation has supported FUCAE through a Funder Plus tech project to develop a dedicated digital platform designed to facilitate networking and the exchange of knowledge and expertise. This tool is intended to enhance the forum's effectiveness while redefining FUCAE's role as a community organizer. If proven successful, the tool will be adapted for use by other FUCAE-organised groups such as parents' committees, teachers, students and principals.

Time Disrupt program - This program is designed as part of the Foundation's commitment to strengthening its partners by cultivating connections and networks amongst them. The program brought together grantees for four gatherings, each designed to foster mutual learning, deepen shared understanding of the socio-political context, and create opportunities for connection and collaboration. On average, each gathering was attended by 33 participants, representing nearly all of the Foundation's grantees in Israel. In 2024, the gatherings took on heightened significance in the context of the devastating war and unfolding genocide that began in October 2023. Amid widespread violence, repression, and the silencing of Palestinian voices and anti-war Jewish activists, Time Disrupt became one of the few remaining spaces where NGOs and activists could come together, express dissenting views, and engage in open dialogue.

Tech

Kompasi - a signposting and referral tool in the migrant rights space. Development of the Kompasi platform progressed throughout 2024, with the product officially launching in Greater Manchester in March as a signposting tool. During this period, we provided grant funding totalling £208,076 to CAST, who incubated the platform and led the continued development of its direct referral functionality with input from GDPR experts and data ethicists. In June, a strategic decision was made for Disrupt to assume ownership of Kompasi. To support this transition, we hired an in-house UK Tech Lead who joined the team in September and began the process of shifting responsibility from CAST to Disrupt. Alongside this process, in December, Kompasi launched in Bristol, and preparations were underway for a planned launch in Yorkshire in 2025. The transition from CAST to Disrupt is expected to happen in early 2025. Work on the direct referral tool will continue in 2025.

Financial Review

Income	The total income received in the period was £2,864,484 (2023 £4,024,861). This was comprised of donations amounting to was £2,859,716 and bank interest amounting to was £4,768 (2023 donations amounting to £4,016,250 and bank interest amounting to £8,611).
Charitable and other expenditure	Grants totalling £2,576,704 were awarded during the period (2023 £2,430,769). Of these, none were committed, but not paid at the end of the accounting period (2023 £20,000). Support costs amounted to £1,193,686 (2023 £590,878). The total charitable expenditure was therefore £3,770,390 (2023 £3,021,647).
Reserves Policy	The Trustees will review the Foundation's Reserves Policy with reference to Charity Commission guidance (CC19) and accounting standards (SORP 2019 – FRS 102). As at 31 December 2024 there were unrestricted funds of £241,687 (2023 £1,126,291). It is envisaged that these funds will be used in future years towards grants. The Foundation does not hold a set level of reserves. All operational expenses are currently met under an arrangement with the Foundation's funding partner. Therefore, the Trustees do not consider there is currently a need for a formal reserves policy. However, the Foundation's aim is to hold between 6 and 9 months' worth of cash reserves or at least £300,000 to

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cover operational expenses at any one time. The Trustees considers that it has adequate financial reserves to continue to deliver on its plans and has a reasonable expectation that the Foundation will have adequate resources to continue in operational existence for the foreseeable future.

Future Plans

The Foundation expects to fund further work in support of social justice initiatives in the UK and Israel. The Foundation continues to have a cross-sectional interest in tech and will explore further ways in which technological capacity building and initiatives can amplify the impact of social justice work. Convening activities will be initiated from time to time, to help forge links among different organisations as well helping Disrupt to identify new grant-making opportunities.

The Foundation may also make grants in future years to other projects promoting social justice through tech, initially in the UK and Israel, with the potential to expand to other countries if and when the Trustees consider this appropriate.

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STATEMENT OF TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the financial statements in accordance with the applicable law and United Kingdom Accounting Standards (United Kingdom Accepted Accounting Practice).

The law applicable to charities in England & Wales 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 Foundation and of the incoming resources and application of resources of the Foundation for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2019 (FRS 102);
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable UK accounting standards (FRS102) 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 Foundation 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 Foundation and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008, the Company Act 2006 and the provisions of the Foundation's constitution. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

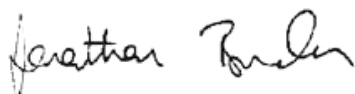
The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission in determining the activities undertaken by the Foundation.

In so far as the Trustees are aware:

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

This report has been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

Signed for and on behalf of the Trustees



Jonathan Brinsden - Trustee

Date: 4 September 2025

**DISRUPT FOUNDATION
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024**

Opinion

We have audited the financial statements of Disrupt Foundation (the 'charitable company') for the year ended 31 December 2024 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 charitable company's affairs as at 31 December 2024, and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and the Charities Act 2011.

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 charitable company 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. Our evaluation of the Trustees' assessment of the entity's ability to continue to adopt the going concern basis of accounting included critical reviews of budgets and forecasts provided.

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 charitable company'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 Trustees 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

**DISRUPT FOUNDATION
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024**

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 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' report (incorporating the Directors' report) for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the Trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Trustees' Report and from the requirement to prepare a Strategic Report.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement set out on Page 6, the Trustees (who are also the Directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the 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

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.

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INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:

- Obtaining an understanding of the legal and regulatory frameworks that the entity operates in, focusing on those laws and regulations that had a direct effect on the financial statements;
- Enquiry of management and those charged with governance to identify any instances of known or suspected instances of fraud;
- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Enquiry of management about any instances of non-compliance with laws and regulations;
- Reviewing the control systems in place and testing the effectiveness of the controls;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness;
- Evaluating the business rationale of significant transactions outside the normal course of business;
- Reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

Use of this report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Stuart McKay BSc FCA DChA (Senior Statutory Auditor)

For and behalf of

MHA

Statutory Auditor

London, United Kingdom

Date:

MHA is the trading name of MHA Audit Services LLP, a limited liability partnership in England and Wales (registered number OC455542) MHA are eligible to act as auditors in terms of section 1212 of the Companies Act.

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STATEMENT OF FINANCIAL ACTIVITIES
(incorporating an income and expenditure account)
for the year ended 31 December 2024

	Notes	Unrestricted Fund £	Total Funds 2024 £	Total Funds 2023 £
Income and Endowments from:				
Total income				
Bank interest		4,768	4,768	8,611
Donations		2,859,716	2,859,716	4,016,250
		<u>2,864,484</u>	<u>2,864,484</u>	<u>4,024,861</u>
Expenditure on:				
Charitable activities	3	3,770,390	3,770,390	3,021,647
		<u>3,770,390</u>	<u>3,770,390</u>	<u>3,021,647</u>
Net income before investments gains/(losses)				
		<u>(905,906)</u>	<u>(905,906)</u>	<u>128,340</u>
Other recognised losses		21,302	21,302	(5,263)
Currency losses				
Net movement of funds				
		<u>(884,604)</u>	<u>(884,604)</u>	<u>997,951</u>
Reconciliation of Funds				
Balances brought forward		1,126,291	1,126,291	128,340
Balances carried forward at 31 December 2024				
		<u><u>241,687</u></u>	<u><u>241,687</u></u>	<u><u>1,126,291</u></u>

The notes on pages 13 to 17 form part of the financial statements.

DISRUPT FOUNDATION
(A Company limited by guarantee)
BALANCE SHEET
as at 31 December 2024

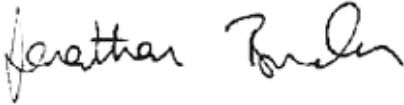
	Notes	2024		2023	
		£	£	£	£
Current Assets					
Cash at bank	4	371,105		1,161,291	
Total current assets		371,105		1,161,291	
Current Liabilities					
Creditors:					
Amount falling due within one year	5	(129,418)		(35,000)	
Net Current Assets			241,687		1,126,291
Total Net Assets			241,687		1,126,291
Funds of the Charity:					
Unrestricted Fund			241,687		1,126,291
Total charity funds			241,687		1,126,291

The notes on pages 13 to 17 form part of the financial statements.

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

The financial statements were approved and authorised for issue by the Trustees on

Authorised to sign on behalf of the Trustees:



.....
Jonathan Brinsden - Trustee
Company No. 13738626

DISRUPT FOUNDATION
(A Company limited by guarantee)
STATEMENT OF CASH FLOWS
for the year ended 31 December 2024

	Note	2024	2023
		£	£
Cash flows from operating activities			
Net income for the reporting period		(884,604)	997,951
Interest		(4,768)	(8,611)
(Decrease)/increase in creditors		94,418	(10,400)
		(794,954)	978,940
Cash flows from investing activities			
Interest		4,768	8,611
		4,768	8,611
Change in cash and cash equivalents in the period			
Cash and cash equivalents at start of period		1,161,291	173,740
		371,105	1,161,291
Cash and cash equivalents at end of period	4	371,105	1,161,291

As the Foundation does not have any debt, an analysis of net debt has not been produced.

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2024

1 ACCOUNTING POLICIES

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

General

The Foundation constitutes a public benefit entity as defined by FRS 102. The financial statements have been prepared in accordance with 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 (FRS102), the Companies Act 2006 and the Charities Act 2011.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note. The financial statements are presented in Pounds Sterling, which is the functional currency of the Foundation and are rounded to the nearest pound.

Going concern

The Trustees have assessed the use of going concern and have considered possible events or conditions that might cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees have made this assessment for a period of at least one year from the date of the approval of these financial statements. The Trustees have concluded that there is a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. The Charity therefore continues to adopt the going concern basis in preparing its financial statements.

Funds

Unrestricted Funds comprise those funds which the trustees are free to use in accordance with the charitable objects.

Income

Income is recognised once the charity has entitlement to income, it is probable that income will be received and the amount of income receivable can be measured reliably.

Expenses

All expenditure and liabilities are accounted for on an accruals basis and has been classified under headings that aggregate all costs to the category. Grants are recognised when paid or an earlier commitment made. All expenses are deducted from the Unrestricted Fund as charitable expenditure (support costs).

Grants

Grants payable are payments made to third parties in the furtherance of the charitable objects of the Foundation. Single or multi-year grants are accounted for when either the recipient has a reasonable expectation that they will receive a grant and the trustees have agreed to pay the grant without condition, or the recipient has a reasonable expectation that they will receive a grant and any condition attaching to the grant is outside of the control of the Foundation.

Foreign Currencies

Transactions during the period have been converted at the same exchange rate applicable at that time. Assets and liabilities in foreign currencies are translated at the exchange rates at the balance sheet date or, where appropriate, the rates of exchange under relevant foreign exchange contracts. Gains and losses arising therefrom are included in the Statement of Financial Activities.

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2024

1 ACCOUNTING POLICIES (Continued)

Debtors

Short term debtors are measured at transaction price, less any impairment.

Creditors and provisions

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors are normally recognised at their settlement amount after allowing for any trade discounts due.

Financial Instruments

The Foundation only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value, which, in the case of the Foundation is at cost for creditors and

Cash at bank or hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

2 JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Foundation's accounting policies, which are described in note 1, the Trustees are required to make judgments, estimates and assumptions about the carrying amounts 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 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future

DISRUPT FOUNDATION
(A Company limited by guarantee)
Notes forming part of the financial statements
31 December 2024

3 CHARITABLE EXPENDITURE

	2024	2023
	£	£
Grants	2,576,704	2,430,769
Direct Costs	866,343	324,884
Support Costs	327,343	265,994
 Total Charitable Expenditure	3,770,390	3,021,647

3a	Grants made	Category	2024	2023
			£	£
	01 Founders Ltd	Tech for Good		75,000
	Access Social Care	Social and Economic Rights	80,000	82,000
	ACORN	Social and Economic Rights	40,000	40,000
	Asylum Aid	Migrant Rights and Racial Justice	50,000	50,000
	Asylum Matters	Migrant Rights and Racial Justice	20,000	
	Baobab	Migrant Rights and Racial Justice	20,000	
	Black South West Network (BSWN)	Access to Justice / Infrastructural support		50,000
	Bristol Refugee Rights	Migrant Rights and Racial Justice	62,530	40,979
	British Shalom Salaam Trust (BSST)	Peace & Human Rights		20,000
	CAST	Tech for Good	208,076	269,066
	CIAC	Migrant Rights and Racial Justice	20,000	30,000
	Civic Power Fund	Access to Justice / Infrastructural support	26,880	20,000
	Climate 2025 Limited	Social and Economic Rights	20,000	
	Crisis UK	Social and Economic Rights	150,000	150,000
	Disability Rights UK	Social and Economic Rights	26,000	
	Doctors of the World UK	Social and Economic Rights	34,800	
	Friends Families and Travelers	Migrant Rights and Racial Justice	20,000	20,000
	Fuel Poverty Action	Social and Economic Rights	31,178	31,178
	Greater Manchester Immigration Aid Unit (GMIAU)	Migrant Rights and Racial Justice		50,000
	IMIX	Migrant Rights and Racial Justice	20,000	
	Independent Workers Union of Great Britain	Social and Economic Rights	31,063	
	Joint Council for Welfare of Immigrants	Migrant Rights and Racial Justice		87,694
	Just Fair	Social and Economic Rights	55,000	55,000
	Kanlungan Filipino Consortium	Migrant Rights and Racial Justice	31,790	
	Kinfolk Network CIC	Migrant Rights and Racial Justice	25,000	
	Law for Change CIC	Access to Justice / Infrastructural support	50,000	
	Leeds Refugee Forum	Migrant Rights and Racial Justice	20,000	30,000
	Living Rent	Social and Economic Rights	20,000	
	Makani CIC	Migrant Rights and Racial Justice	59,500	
	Manuel Bravo Project	Migrant Rights and Racial Justice	20,000	30,000
	Migrants Organise	Migrant Rights and Racial Justice	65,000	68,500
	Outlandish Cooperative / Space4 project	Tech for Good	29,245	35,000
	Polish Migrants Organise for Change	Migrant Rights and Racial Justice		30,000
	Praxis	Migrant Rights and Racial Justice	50,000	
	Public Interest Law Centre	Migrant Rights and Racial Justice		40,000
	Public Law Project	Access to Justice / Infrastructural support		60,000
	Refugee and Migrant Forum of Essex and London	Migrant Rights and Racial Justice	25,000	20,000
	Revive CIO	Migrant Rights and Racial Justice	21,928	
	 Carried Forward		1,332,990	1,384,417

DISRUPT FOUNDATION
(A Company limited by guarantee)
Notes forming part of the financial statements
31 December 2024

3 CHARITABLE EXPENDITURE (Continued)

Grants made to Israel based charities	Category	2024	2023
		£	£
Brought Forward		1,332,990	1,384,417
Safe Passage Intl	Migrant Rights and Racial Justice	20,000	20,000
Social Change Nest	Migrant Rights and Racial Justice	60,700	25,000
South Yorkshire Refugee Law & Justice	Migrant Rights and Racial Justice	25,000	20,000
The Autonomy Institute	Social and Economic Rights	105,000	25,000
The Immigration Law Practitioners Association	Migrant Rights and Racial Justice	20,160	
Ubele	Migrant Rights and Racial Justice	49,688	
War on Want	Contingency/emergency funds		20,000
Grants made to other institutions (less than £20,000)	Various	242,560	213,721
Grants made		<u>1,856,098</u>	<u>1,708,138</u>
Grants made to Israel based charities	Category	2024	2023
		£	£
Alliance for Israel's Future	Development and support for community groups	42,556	43,504
Arteam, Interdisciplinary Art	Development and support for community groups	43,281	45,641
Callactivit-Promoting Culture and Art of Ethiopian Community in Israel	Development and support for community groups	43,270	67,404
Centre for the Advancement of Peace Initiatives (CAPI)	Development and support for community groups	21,417	
Haamuta Lemaan Noar Ve Tzeirim Aravim	Development and support for community groups	25,622	
Haraba	Development and support for community groups	43,609	20,533
I'lam Media Center for Arab Palestinians in Israel	Development and support for community groups	53,416	45,641
Injaz Center For Professional Arab Local Governance	Development and support for community groups	20,885	21,567
Isha L'isha	Development and support for community groups	20,802	30,466
KEDMA- LESHIVYON B'HINUH U-BEHEVRA B'ISRAE	Development and support for community groups	42,556	44,916
Mizrahi Civic Collective	Development and support for community groups	43,609	
Nine Seven Two	Development and support for community groups		41,418
The Follow Up Committee on Arab Education	Development and support for community groups	54,105	55,511
The Nazareth Nurseries Institute	Development and support for community groups	43,270	
Tishreen Core	Development and support for community groups	41,896	104,882
Tishreen Project Grants	Development and support for community groups	37,153	
Women Against Violence	Development and support for community groups		42,376
Grants made to other Israel based charities (less than £20,000)	Development and support for community groups	143,159	158,772
Total grants made to Israel based charities		<u>720,606</u>	<u>722,631</u>
Grants made		1,856,098	1,708,138
Total Grants		<u>2,576,704</u>	<u>2,430,769</u>

All grants have been made to institutions and not to individuals.

The Foundation supports general charitable objectives as outlined in the Trustees 'Report. In accordance with SORP2019 FRS102 Grant-making should include the costs of the grants and associated support costs. These are as follows:

DISRUPT FOUNDATION
(A Company limited by guarantee)
Notes forming part of the financial statements
31 December 2024

3 CHARITABLE EXPENDITURE (Continued)	2024	Restated 2023
3b Direct Costs	£	£
International Operations (Israel / Palestine and Technology)	763,989	324,884
Consulting (Funder +)	102,354	0
Total Direct Costs	<u>866,343</u>	<u>324,884</u>
3c Support Costs	2024	Restated 2023
	£	£
Staff Costs	192,821	131,580
Staff travel and expenses	4,591	3,226
Legal and Accountancy Fees	34,441	36,857
Consulting	52,670	61,588
Office Rental	7,200	6,000
Payroll	791	984
IT / Subscriptions	1,674	4,719
Audit Fees	15,000	15,295
Conferences	16,415	3,622
Bank Charges	1,740	2,123
Total Support Costs	<u>327,343</u>	<u>265,994</u>
4 CASH AT BANK	2024	2023
	£	£
HSBC	-	1,161,291
Barclays	371,105	-
	<u>371,105</u>	<u>1,161,291</u>
5 CREDITORS	2024	2023
	£	£
Grants payable*	-	20,000
Accruals	129,418	15,000
	<u>129,418</u>	<u>35,000</u>
*Grants Payable Reconciliation (as above)		
Grant creditor brought forward	20,000	31,000
Grants awarded in year	2,576,704	2,430,769
Grants paid in year	<u>(2,596,704)</u>	<u>(2,441,769)</u>
Grant creditor carried forward	<u>0</u>	<u>20,000</u>
6 STAFF COSTS		
During the period, the Foundation employed an average of 2 staff. Staff costs are analysed as follows:		
	2024	2023
	£	£
Wages and Salaries	171,333	113,500
Social Security Costs	15,715	13,843
Pensions	5,137	4,237
	<u>192,185</u>	<u>131,580</u>

One employee received remuneration in excess of £60,000 per annum, in the banding of £100,000 - £110,000 (2023: None).

Total employee benefits paid to the Key Management Personnel was £100,000 (2023: £82,313).

7 DISCLOSURE OF TRUSTEES' REMUNERATION, BENEFITS AND EXPENSES

During the period, the Trustees received no personal remuneration or benefits in their capacity as Trustees. In the year Einat Podjarny a Trustee was reimbursed expenses amounting to £2,227 to attend all hands in London conference in Sept 2024. No other Trustee reimbursement of expenses were made in the year.

8 RELATED PARTY TRANSACTIONS

There have been no related party transactions in the year, other than those disclosed in Notes 6 and 7.

DISRUPT FOUNDATION

England & Wales - Charity number 1198872

Accounts

DISRUPT FOUNDATION
(A Company limited by guarantee)
Charity Number 1198872
Company Number 13738626

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended 31 December 2023

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DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

The Trustees who are also directors for the purposes of company law are pleased to present their annual Trustees' report together with the audited financial statements of Disrupt Foundation ('the Foundation') for the year ended 31 December 2023.

The Foundation was incorporated on 11 November 2021 as The Pod Foundation. The Pod Foundation changed its name to Disrupt Foundation in March 2022.

Reference and administrative information

Name of charity	DISRUPT FOUNDATION (Disrupt or the Foundation) (Previously known as The Pod Foundation)
Charity Registration Number	1198872 (England and Wales)
Company Registration Number	13738626 (England and Wales)
Registered office address	One Bartholomew Close, London EC1A 7BL
Auditor	MHA, 2 London Wall Place, London EC2Y 5AU
Administrators and Legal Advisors	BDB Pitmans LLP, One Bartholomew Close, London EC1A 7BL
Trustees	Guy Podjarny (Member Trustee) Dr Gal Podjarny (Member Trustee) Jonathan Brinsden (Non-Member Trustee) <i>All of the above appointed on 11 November 2021</i> Einat Podjarny (Non-Member Trustee - appointed 28 July 2023)
Senior Management	Chief Executive Officer (CEO) – Miri Weingarten

Structure Governance and Management

Governing document	The Foundation is a charitable company limited by guarantee, incorporated on 11 November 2021 (company number 13738626) and was registered as a charity with the Charity Commission on 9 May 2022. The Foundation was originally incorporated as The Pod Foundation and changed its name to Disrupt Foundation in March 2022. The Foundation's governing document is the Articles of Association dated 11 November 2021.
Risk Management	The Trustees have a duty to identify and review the risks to which the Foundation is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error. For this purpose, the Foundation is in the process of establishing a Risk Register to identify the key issues faced by the Foundation and steps to mitigate those risks. The Trustees are aware that there are potential risks concerning its grant making activity including delay or difficulties in implementation due to political, environmental and resources issues, which in turn may result in a failure to meet defined milestones or objectives. The Trustees manage the risk through a grant approval process, the use of grant agreements and regular monitoring by the Foundation's CEO.

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

Objectives and Activities	<p>The Foundation's objects are restricted to such exclusively charitable purposes according to the laws of England and Wales as may be determined from time to time by the Trustees for public benefit. The Trustees have decided to narrow this in order to promote and further social justice by supporting communities and organisations working for positive change, and by amplifying their impact through technology and organisational capacity building. The Foundation advances the objects through its grant making activities, engaging external consultants to provide support to its beneficiary organisations and convening beneficiary organisations for know-how and knowledge sharing purposes.</p>
Key Management personnel	<p>In addition to the Trustees, the Foundation has appointed a CEO who has delegated authority to conduct the day-to-day business of the Foundation. The Trustees and CEO are considered as Key Management Personnel. Pay and remuneration for the CEO is decided by the Trustees and is set in line with current market rates.</p>
Trustees	<p>The Trustees of the Foundation are directors for company law purposes. The minimum number of Trustees required by the Articles is three and the maximum is twelve. There are two Member Trustees, Guy and Gal Podjarny (a Preference Member and Ordinary Member respectively), who serve an indefinite term based on their relative experience and contribution to the Foundation as a whole. There are two non-Member Trustees, Jonathan Brinsden and Einat Podjarny who have been appointed to serve a minimum of three years.</p> <p>In accordance with the Articles, Trustees are appointed by the Preference Member during his lifetime and thereafter by the Ordinary Members. Training for new and existing Trustees is provided when needed/ relevant. Responsibility for the induction of any new Trustee, which includes the awareness of the history and approach of the Foundation and the understanding of a Trustee's duties, lies with the Trustees. New Trustees receive a copy of the Articles, the previous year's accounts and guidance booklets provided by the Charity Commission. The Trustees also provide full details of the Foundation's current grant programme and objectives.</p> <p>All Trustees work on a voluntary basis and no remuneration was paid in the period. Details of Trustees' expenses and related party transactions are disclosed in the Accounts. Trustees are required to disclose all relevant interests and register them annually with the Chief Executive Officer and, in accordance with the Foundation's policy, withdraw from decisions where a conflict of interest arises. A register of conflicts is in the process of being prepared by the Foundation and any new conflicts are also noted during meetings.</p> <p>The Trustees meet at least twice a year and agree the broad strategy and areas of activity for the Foundation, including consideration of grant making, budget, investment, reserves, risk management policies and performance.</p>
Fundraising	<p>The Foundation's income during the period was derived from Prism, a donor advised fund. The Foundation does not undertake fundraising activities. Consequently, the Foundation is not registered with the fundraising regulator and received no fundraising complaints in the period.</p>
Public benefit	<p>The Trustees, having regard to the Charity Commission's guidance on public benefit including the guidance 'Public benefit: running a charity (PB2)' and in accordance with section 17 of the Charities Act 2011, consider that the purposes and activities of the Foundation satisfy the requirements of the public benefit test set out in section 4 of the same Act. The Foundation carries out these objects by providing grants and donated services to organisations whose activities comply with the Foundation's criteria.</p>
Grant making policy	<p>The Foundation has developed assessment, due diligence, compliance and oversight procedures for provision of charitable grants. Each grantee and application undergoes a rigorous process of assessment and due diligence against the Foundation's strategy,</p>

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

priorities and charitable objectives, and is subject to Trustee approval. Foundation policies and grantee information as well as applications, reviews and reports are saved on file and the Foundation is currently developing a database, to ensure efficient workflows both in the UK and in Israel.

In relation to grantees overseas, the Foundation has developed further procedures and oversight to ensure compliance with English charity law and other legal requirements. The Foundation began direct grantmaking to grantees in Israel in the first quarter of 2023 and continues to engage Istishara as a local consultancy which identifies, assesses and supports grantees, subject to Trustee approval and to due diligence checks in the UK.

The Foundation employs a small team of a full-time Managing Director and a Grants Manager based in London, which works closely with the Trustees and with Istishara to build the Foundation's strategy and maintain activities, meeting frequently online and in person at regular intervals.

Achievements and Performance

Achievements **Grants**

Grants have been made to various organisations in support of its charitable objectives. In the period, grants committed amounted to £2,430,769 (2022 £648,083). Details of the grantees are in note 3 of the accounts. Grants committed but unpaid at 31 December 2023 amounted to £20,000 (2022 £31,000).

In the UK, the Foundation's thematic priorities for grant making in 2023 were:

- Migrant rights and racial justice
- Social and Economic Rights

The Foundation was able to identify and make multiple grants to organisations across the UK who are engaged in social justice work in these fields.

In Israel, the Foundation expanded, as planned, to making charitable grants to Israel-based organisations, having engaged Istishara consultancy to advise and assist with identifying and monitoring such grants, while the London office maintains oversight of due diligence and compliance with the requirements of Disrupt Foundation's charitable objectives. The Foundation's priority in Israel has been to support self-organised grassroots initiatives from marginalised communities, who employ an intersectional approach to social justice.

With Istishara's assistance, the Foundation was able to identify and make 34 grants to organisations based in Israel.

Tech – The Foundation has a **cross-thematic, multi-level** interest in tech for good and access to justice, and constantly examines ways in which tech initiatives can contribute to its objective and priority areas.

The Foundation was able to support grantees in this field as well as the development of tech solutions to issues arising across the ecosystems we support. In October we engaged a senior consultant via our consultancy in Israel, Istishara, who is expected to advise Disrupt across all its tech-related work.

Funder Plus

Alongside funding, we offered expertise, upskilling and development processes to our grantees on request, in the following areas:

- Tech
- Organisational growth and wellbeing

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

- Legal support
- Community planning

To deliver this, the Foundation identified and engaged appropriate expert consultants, who were matched with grantees to provide them with the relevant services. In the UK, the Foundation was able to identify and engage consultancies for 16 Funder Plus offerings to organisations. In Israel, Istishara consultancy undertook Funder Plus support for grantees, involving additional external providers where needed.

Monitoring, Evaluation and Learning

The Foundation has begun the development and introduction of a CRM, whose aim is to document our grant making work, enabling monitoring, evaluation and learning (MEL) in relation to our impact as we grow. The CRM will be fully incorporated starting in January 2024.

Some examples of our grant making work in the financial year ending 2023

UK

Kompasi – a tech tool in the migrant rights space. Under our Migrant Rights priority and as a part of our tech interest area, we supported groups of charities providing services to migrants, asylum seekers and refugees, amongst them the Step Change consortium in Greater Manchester, in the design and development of a signposting and referrals platform called Kompasi. We provided a grant to CAST, a tech for good charity, to engage suitable developers and work collaboratively with practitioners to develop a minimum viable product (MVP) that can then potentially be rolled out to other providers of services to migrants across the UK. We accompanied this work closely, identifying and engaging a data ethics and compliance consultancy for the grantees, and providing core grants to some of the charities, in order to enable them to engage fully in the design process. The launch of the first version of the product is scheduled for the first half of 2024.

Minoritised and migrant women – a targeted call for applications. In the wake of a conference we held in 2022 on housing rights amongst migrant and minoritised women, we gathered and documented insights from the conference used these to develop a targeted call for applications, whose aim was to support community-led women's groups conducting intersectional work for social justice. After an assessment process we selected six organisations and have begun the process to award them grants for their work. Through this process, we became acquainted with further organisations in this space and expect to be able to build grant making relationships in this field in the future.

Israel

Call.Activit. Under our priority to support self-organised grassroots initiatives, we have granted Call.Activit a core grant to assist them in their mission to bring forward and to centre the voices of black women dealing with blackness and how it intersects with other identities in Israel. Call.Activit operates as a grassroots movement that provides public education, building and disseminating content, producing cultural and artistic activities, and building a community of black people. Alongside the core support we provided Call.Activit with Funder Plus support after identifying needs on the ground. Being a new collective that grew out of voluntary grassroots activism we attached an organisational governance consultant to the leaders' group to assist them in formulating their working procedures and relationships, defining divisions of responsibilities and authorities, discussing and setting mechanisms for decision making etc.

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

Tishreen. Under our priority to support self-organised grassroots initiatives, we granted Tishreen a core grant and Funder Plus support. Tishreen works to promote an active, proactive and influential civil society amongst Palestinian citizens of Israel in the 'triangle' region of Israel, through leadership trainings, cultural activities, and networking amongst various actors in the region. As Funder Plus support we provided personal-professional mentoring to the organization's new director, by connecting her with a veteran manager of another organisation who provided space for reflection, venting, discussing dilemmas etc.

Emergency response

In response to the crisis in the Middle East, the Foundation provided an emergency grant to British grant-making charity the British Shalom Salaam Trust, which makes small grants to community projects in both Israel and Palestine, including Gaza and the West Bank, with the aim of fostering positive relations between Jews, Palestinians and other communities living in Israel and Palestine.

Financial Review

Income The total income received in the period was £4,024,861 (2022 £1,200,000). This was comprised of donations amounting to £4,016,250 and bank interest amounting to £8,611 (2022 wholly donations).

Charitable and other expenditure Grants totalling £2,430,769 were awarded during the period (2022 £648,083). Of these, £20,000 were committed, but not paid at the end of the accounting period (2022 £31,000). Support costs amounted to £590,878 (2022 £423,577). The total charitable expenditure was therefore £3,021,647 (2022 £1,071,660).

Reserves Policy The Trustees will review the Foundation's Reserves Policy with reference to Charity Commission guidance (CC19) and accounting standards (SORP 2019 – FRS 102). As at 31 December 2023 there were unrestricted funds of £1,126,291 (2022 £128,340). It is envisaged that these funds will be used in future years towards grants. The Foundation does not hold a set level of reserves. All operational expenses are currently met under an arrangement with the Foundation's funding partner. Therefore, the Trustees do not consider there is currently a need for a formal reserves policy. However, the Foundation's aim is to hold between 6 and 9 months' worth of cash reserves or at least £300,000 to cover operational expenses at any one time. The Trustees considers that it has adequate financial reserves to continue to deliver on its plans and has a reasonable expectation that the Foundation will have adequate resources to continue in operational existence for the foreseeable future.

Future Plans The Foundation expects to fund further work in support of social justice initiatives in the UK and has expanded to making charitable grants in Israel. Disrupt continues to have a cross-sectional interest in tech and will explore further ways in which technological capacity building and initiatives can amplify the impact of social justice work. Convening activities will be initiated from time to time, to help forge links among different organisations as well helping Disrupt to identify new grant-making opportunities.

The Foundation may also make grants in future years to other projects promoting social justice through tech, initially in the UK and Israel, with the potential to expand to other countries if and when the Trustees consider this appropriate.

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE YEAR ENDED 31 DECEMBER 2023

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the financial statements in accordance with the applicable law and United Kingdom Accounting Standards (United Kingdom Accepted Accounting Practice).

The law applicable to charities in England & Wales 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 Foundation and of the incoming resources and application of resources of the Foundation for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2019 (FRS 102);
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable UK accounting standards (FRS102) 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 Foundation 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 Foundation and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008, the Company Act 2006 and the provisions of the Foundation's constitution. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

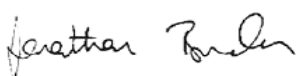
The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission in determining the activities undertaken by the Foundation.

In so far as the Trustees are aware:

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

This report has been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

Signed for and on behalf of the Trustees



Jonathan Brinsden - Trustee

Date: 22 July 2024

**DISRUPTION FOUNDATION
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023**

Opinion

We have audited the financial statements of Disrupt Foundation (the 'charitable company') for the year ended 31 December 2023 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 charitable company's affairs as at 31 December 2023, and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and the Charities Act 2011.

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 charitable company 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. Our evaluation of the Trustees' assessment of the entity's ability to continue to adopt the going concern basis of accounting included critical reviews of budgets and forecasts provided.

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 charitable company'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 Trustees 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

**DISRUPTION FOUNDATION
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023**

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 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' report (incorporating the Directors' report) for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the Trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Trustees' Report and from the requirement to prepare a Strategic Report.

Responsibilities of Trustees

As explained more fully in the Trustees' responsibilities statement set out on Page 6, the Trustees (who are also the Directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the 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

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.

**DISRUPTION FOUNDATION
INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:


- Obtaining an understanding of the legal and regulatory frameworks that the entity operates in, focusing on those laws and regulations that had a direct effect on the financial statements;
- Enquiry of management and those charged with governance to identify any instances of known or suspected instances of fraud;
- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Enquiry of management about any instances of non-compliance with laws and regulations;
- Reviewing the control systems in place and testing the effectiveness of the controls;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness;
- Evaluating the business rationale of significant transactions outside the normal course of business;
- Reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

Use of this report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Stuart McKay BSc FCA DChA (Senior Statutory Auditor)

For and behalf of

MHA

Statutory Auditor

London, United Kingdom

Date: 06/08/2024

MHA is the trading name of MacIntyre Hudson LLP, a limited liability partnership in England and Wales (registered number OC312313).

DISRUPT FOUNDATION
(A Company limited by guarantee)

STATEMENT OF FINANCIAL ACTIVITIES
(incorporating an income and expenditure account)
for the year ended 31 December 2023

	Notes	Unrestricted Fund	Total Funds 2023	Total Funds 2022
		£	£	£
Income and Endowments from:				
Bank interest		8,611	8,611	-
Donations		4,016,250	4,016,250	1,200,000
		<hr/>	<hr/>	<hr/>
Total income		4,024,861	4,024,861	1,200,000
Expenditure on:				
Charitable activities	3	3,021,647	3,021,647	1,071,660
		<hr/>	<hr/>	<hr/>
Total expenditure		3,021,647	3,021,647	1,071,660
Net income before investments gains/(losses)		1,003,214	1,003,214	128,340
Other recognised losses				
Currency losses		(5,263)	(5,263)	-
		<hr/>	<hr/>	<hr/>
Net movement of funds		997,951	997,951	128,340
Reconciliation of Funds				
Balances brought forward		128,340	128,340	-
		<hr/>	<hr/>	<hr/>
Balances carried forward at 31 December 2023		1,126,291	1,126,291	128,340

The notes on pages 13 to 17 form part of the financial statements.

DISRUPT FOUNDATION
(A Company limited by guarantee)

BALANCE SHEET
as at 31 December 2023

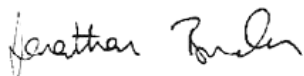
	Notes	2023		2022	
		£	£	£	£
Current Assets					
Cash at bank	4	<u>1,161,291</u>		<u>173,740</u>	
Total current assets		1,161,291		173,740	
Current Liabilities					
Creditors:					
Amount falling due within one year	5	<u>(35,000)</u>		<u>(45,400)</u>	
Net Current Assets			1,126,291		128,340
Total Net Assets			<u>1,126,291</u>		<u>128,340</u>
Funds of the Charity:					
Unrestricted Fund			1,126,291		128,340
Total charity funds			<u>1,126,291</u>		<u>128,340</u>

The notes on pages 13 to 17 form part of the financial statements.

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

The financial statements were approved and authorised for issue by the Trustees on..22.July.2024.....

Authorised to sign on behalf of the Trustees:



.....
Jonathan Brinsden - Trustee
Company No. 13738626

DISRUPT FOUNDATION
(A Company limited by guarantee)

STATEMENT OF CASH FLOWS
for the year ended 31 December 2023

	Note	2023	2022
		£	£
Cash flows from operating activities			
Net income for the reporting period		997,951	128,340
Interest		(8,611)	-
(Decrease)/increase in creditors		(10,400)	45,400
		<u>978,940</u>	<u>173,740</u>
Cash flows from investing activities			
Interest		8,611	-
		<u>8,611</u>	<u>-</u>
Change in cash and cash equivalents in the period		987,551	173,740
Cash and cash equivalents at start of period		173,740	-
Cash and cash equivalents at end of period	4	<u>1,161,291</u>	<u>173,740</u>

As the Foundation does not have any debt, an analysis of net debt has not been produced.

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2023

1 ACCOUNTING POLICIES

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

General

The Foundation constitutes a public benefit entity as defined by FRS 102. The financial statements have been prepared in accordance with 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 (FRS102), the Companies Act 2006 and the Charities Act 2011.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note. The financial statements are presented in Pounds Sterling, which is the functional currency of the Foundation and are rounded to the nearest pound.

Going concern

The Trustees have assessed the use of going concern and have considered possible events or conditions that might cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees have made this assessment for a period of at least one year from the date of the approval of these financial statements. The Trustees have concluded that there is a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. The Charity therefore continues to adopt the going concern basis in preparing its financial statements.

Funds

Unrestricted Funds comprise those funds which the trustees are free to use in accordance with the charitable objects.

Income

Income is recognised once the charity has entitlement to income, it is probable that income will be received and the amount of income receivable can be measured reliably.

Expenses

All expenditure and liabilities are accounted for on an accruals basis and has been classified under headings that aggregate all costs to the category. Grants are recognised when paid or an earlier commitment made. All expenses are deducted from the Unrestricted Fund as charitable expenditure (support costs).

Grants

Grants payable are payments made to third parties in the furtherance of the charitable objects of the Foundation. Single or multi-year grants are accounted for when either the recipient has a reasonable expectation that they will receive a grant and the trustees have agreed to pay the grant without condition, or the recipient has a reasonable expectation that they will receive a grant and any condition attaching to the grant is outside of the control of the Foundation.

Foreign Currencies

Transactions during the period have been converted at the same exchange rate applicable at that time. Assets and liabilities in foreign currencies are translated at the exchange rates at the balance sheet date or, where appropriate, the rates of exchange under relevant foreign exchange contracts. Gains and losses arising therefrom are included in the Statement of Financial Activities.

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2023

1 ACCOUNTING POLICIES (Continued)

Debtors

Short term debtors are measured at transaction price, less any impairment.

Creditors and provisions

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors are normally recognised at their settlement amount after allowing for any trade discounts due.

Financial Instruments

The Foundation only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value, which, in the case of the Foundation is at cost for creditors and

Cash at bank or hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

2 JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Foundation's accounting policies, which are described in note 1, the Trustees are required to make judgments, estimates and assumptions about the carrying amounts 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 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3 CHARITABLE EXPENDITURE

	Category	2023	2022
	see pg 15	£	£
	for abbrevs.		
Grants made			
01 Founders Ltd	T 4 Good	75,000	25,000
Access Social Care	Soc & Eco R	82,000	42,000
Access to Justice Foundation (Community Justice Fund)	Acc 2 Just	-	100,000
ACORN	Soc & Eco R	40,000	-
Action for Race Equality (Windrush Justice Foundation)	Rac Just	-	50,000
Asylum Aid	Migr Right	50,000	50,000
Autonomy Research	T 4 Good	25,000	-
Black South West Network (BSWN)	Rac Just	50,000	-
Bristol Refugee Rights (BRR)	Migr Right	40,979	-
British Shalom Salaam Trust (BSST)	Peac & H.Rts	20,000	-
CAST	T 4 Good	269,066	-
CIAC	Migr Right	30,000	-
Civic Power	Supp Com Gr	20,000	-
Crisis UK	Soc & Eco R	150,000	35,000
Friends Families & Travellers	Rac Just	20,000	-
carried forward		872,045	302,000

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2023

3 CHARITABLE EXPENDITURE (Continued)	Category see below for abbrevs.	2023 £	2022 £
brought forward		872,045	302,000
Fuel Poverty Action	Soc & Eco R	31,178	-
Greater Manchester Immigration Aid Unit (GMIAU)	Migr Right	50,000	-
Joint Council for Welfare of Immigrants	Migr Right	87,694	-
Just Fair	Soc & Eco R	55,000	-
Law for Change CIC	Acc 2 Just	-	50,000
Leeds Refugee Forum	Migr Right	30,000	-
Manuel Bravo	Migr Right	30,000	-
Migrants Organise	Migr Right	68,500	-
Outlandish (Space 4 Project)	T 4 Good	35,000	35,000
POMOC	Migr Right	30,000	-
Public Interest Law Centre	Acc 2 Just	40,000	-
Public Law Project	Acc 2 Just	60,000	50,000
RAMFEL	Migr Right	20,000	-
Safe Passage	Acc 2 Just	20,000	-
Social Change Nest CIC (Access to Justive Fund)	Supp Com Gr	25,000	45,440
South Yorkshire Refugee Law & Justice	Migr Right	20,000	-
War on Want	Acc 2 Just	20,000	-
Grants made to other institutions (less than £20,000)	Various	213,721	165,643
Grants made to Israel based charities:			
Alliance for Israel's Future Shutafut Sharaqa	Supp Com Gr	43,504	-
ARTEAM	Supp Com Gr	45,641	-
Call.Activit	Supp Com Gr	67,404	-
FUCAE	Supp Com Gr	55,511	-
Haraba	Supp Com Gr	20,533	-
I'lam	Supp Com Gr	45,641	-
Injaz	Supp Com Gr	21,567	-
Isha L'Isha	Supp Com Gr	30,466	-
Kav LaOved	Supp Com Gr	16,400	-
Kedma	Supp Com Gr	44,916	-
Nine Seven Two	Supp Com Gr	41,418	-
Tishreen	Supp Com Gr	104,882	-
Women Against Violence	Supp Com Gr	42,376	-
Grants made to other Israel based charities (less than £20,000)	Supp Com Gr	142,372	-
Total Grants		2,430,769	648,083

All grants have been made to institutions and not to individuals.

Key to Grant Categories

T 4 Good	Tech for Good
Soc & Eco R	Social & Economic Rights
Acc 2 Just	Access to Justice
Rac Just	Racial Justice
Migr Right	Migrants Rights
Peac & H.Rts	Peace & Human Rights
Supp Com Gr	Supporting Community Groups

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2023

3 CHARITABLE EXPENDITURE (Continued)

The Foundation supports general charitable objectives as outlined in the Trustees' Report. In accordance with SORP 2019 FRS 102 Grant-making should include the costs of the grants and associated support costs. These are as follows:

	2023	2022
	£	£
Support costs		
BDB Pitmans LLP Administration fees	23,093	21,598
BDB Pitmans LLP Bookkeeping fees	3,300	954
Israel Legal fees	10,464	-
Office Rental	6,000	2,400
Employees' travel and other expenses	3,226	883
Employees' Salaries and associated costs (see Note 6)	131,580	72,276
H W Fisher - Payroll fees	984	1,060
Bank Charges	2,121	131
UK Conference/Tech Workshop	835	-
Women's Housing Conference	2,787	78,146
Consultancy fees	61,588	71,308
Israel - Istishara Consultancy and Operational costs	324,884	160,304
IT/Subscriptions	4,719	117
Governance costs		
MHA 2023 Audit	15,000	-
MHA 2022 Audit	295	14,400
Total of support costs	590,878	423,577
Total of Charitable expenditure	3,021,647	1,071,660
Charitable activities expenditure was unrestricted in nature.		

4 CASH AT BANK

	2023	2022
	£	£
HSBC	1,161,291	173,740
	1,161,291	173,740

5 CREDITORS

	2023	2022
	£	£
Grants payable*	20,000	31,000
Accruals	15,000	14,400
	35,000	45,400
*Grants Payable Reconciliation (as above)		
Grant creditor brought forward	31,000	-
Grants awarded in year	2,430,769	648,083
Grants paid in year	(2,441,769)	(617,083)
Grant creditor carried forward	20,000	31,000

DISRUPT FOUNDATION
(A Company limited by guarantee)

Notes forming part of the financial statements
31 December 2023

6 STAFF COSTS

During the period, the Foundation employed an average of 2 staff. Staff costs are analysed as follows:

	2023	2022
	£	£
Wages and Salaries	113,500	67,911
Social Security Costs	13,843	2,007
Pensions	4,237	2,358
	<u>131,580</u>	<u>72,276</u>

One employee received remuneration in excess of £60,000 per annum, in the banding of £70,000 - £80,000 (2022: None).

Total employee benefits paid to the Key Management Personnel was £82,313 (2022: £53,284).

7 DISCLOSURE OF TRUSTEES' REMUNERATION, BENEFITS AND EXPENSES

During the period, the Trustees received no personal remuneration, benefits or reimbursement of expenses in their capacity as Trustees.

8 RELATED PARTY TRANSACTIONS

There have been no related party transactions in the year, other than those disclosed in Notes 6 and 7.

DISRUPT FOUNDATION

England & Wales - Charity number 1198872

Accounts

DISRUPT FOUNDATION
(A Company limited by guarantee)
Charity Number 1198872
Company Number 13738626

TRUSTEES' REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2022

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' ANNUAL REPORT AND FINANCIAL STATEMENTS

for the period ended 31 December 2022

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DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

The Trustees who are also directors for the purposes of company law are pleased to present their annual Trustees' report together with the audited financial statements of the Foundation for the 14-month period ended 31 December 2022.

The Foundation was incorporated on 11 November 2021 as The Pod Foundation. The Pod Foundation changed its name to Disrupt Foundation in March 2022.

Reference and administrative information

Name of charity	DISRUPT FOUNDATION (Disrupt or the Foundation) (Previously known as The Pod Foundation)
Charity Registration Number	1198872 (England and Wales)
Company Registration Number	13738626 (England and Wales)
Registered office address	One Bartholomew Close, London EC1A 7BL
Auditor	MHA, 2 London Wall Place, London EC2Y 5AU
Administrators and Legal Advisors	BDB Pitmans LLP, One Bartholomew Close, London EC1A 7BL
Trustees	Guy Podjarny (Member Trustee) Dr Gal Podjarny (Member Trustee) Jonathan Brinsden (Non-Member Trustee) <i>All of the above appointed on 11 November 2021</i> Einat Podjarny (Non-Member Trustee - appointed 28 July 2023)
Senior Management	Chief Executive Officer (CEO) – Miri Weingarten

Structure Governance and Management

Governing document	The Foundation is a charitable company limited by guarantee, incorporated on 11 November 2021 (company number 13738626) and was registered as a charity with the Charity Commission on 9 May 2022. The Foundation was originally incorporated as The Pod Foundation and changed its name to Disrupt Foundation in March 2022. The Foundation's governing document is the Articles of Association dated 11 November 2021.
Risk Management	The Trustees have a duty to identify and review the risks to which the Foundation is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error. For this purpose, the Foundation is in the process of establishing a Risk Register to identify the key issues faced by the Foundation and steps to mitigate those risks. The Trustees are aware that there are potential risks concerning its grant making activity including delay or difficulties in implementation due to political, environmental and resources issues, which in turn may result in a failure to meet defined milestones or objectives. The Trustees manage the risk through a grant approval process, the use of grant agreements and regular monitoring by the Foundation's CEO.

DISRUPT FOUNDATION

(A Company limited by guarantee)

TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

Objectives and Activities	<p>The Foundation's objects are restricted to such exclusively charitable purposes according to the laws of England and Wales as may be determined from time to time by the Trustees for public benefit. The Trustees have decided to narrow this in order to promote and further social justice by supporting communities and organisations working for positive change, and by amplifying their impact through technology and organisational capacity building. The Foundation advances the objects through its grant making activities, engaging external consultants to provide support to its beneficiary organisations and convening beneficiary organisations for know-how and knowledge sharing purposes.</p>
Key Management personnel	<p>In addition to the Trustees, the Foundation has appointed a CEO who has delegated authority to conduct the day-to-day business of the Foundation. The Trustees and CEO are considered as Key Management Personnel. Pay and remuneration for the CEO is decided by the Trustees and is set in line with current market rates.</p>
Trustees	<p>The Trustees of the Foundation are directors for company law purposes. The minimum number of Trustees required by the Articles is three and the maximum is twelve. There are two Member Trustees, Guy and Gal Podjarny, who serve an indefinite term based on their relative experience and contribution to the Foundation as a whole. There are two non-Member Trustees, Jonathan Brinsden and Einat Podjarny who have been appointed to serve a minimum of three years.</p> <p>Training for new Trustees is provided when relevant. Responsibility for the induction of any new Trustee, which includes the awareness of the history and approach of the Foundation and the understanding of a Trustee's duties, lies with the Trustees. New Trustees receive a copy of the Articles, the previous year's accounts and guidance booklets provided by the Charity Commission. The Trustees also provide full details of the Foundation's current grant programme and objectives.</p> <p>All Trustees work on a voluntary basis and no remuneration was paid in the period. Details of Trustees' expenses and related party transactions are disclosed in the Accounts. Trustees are required to disclose all relevant interests and register them annually with the Chief Executive Officer and, in accordance with the Foundation's policy, withdraw from decisions where a conflict of interest arises. A register of conflicts is in the process of being prepared by the Foundation and any new conflicts are also noted during meetings.</p> <p>The Trustees meet at least twice a year and agree the broad strategy and areas of activity for the Foundation, including consideration of grant making, budget, investment, reserves, risk management policies and performance.</p>
Fundraising	<p>The Foundation's income during the period was derived from Prism, a donor advised fund. The Foundation does not undertake fundraising activities. Consequently, the Foundation is not registered with the fundraising regulator and received no fundraising complaints in the period.</p>
Public benefit	<p>The Trustees, having regard to the Charity Commission's guidance on public benefit including the guidance 'Public benefit: running a charity (PB2)' and in accordance with section 17 of the Charities Act 2011, consider that the purposes and activities of the Foundation satisfy the requirements of the public benefit test set out in section 4 of the same Act. The Foundation carries out these objects by providing grants and donated services to organisations whose activities comply with the Foundation's criteria.</p>

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TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

Achievements and Performance

Achievements **Grants**

Grants have been made to various organisations in support of its charitable objectives. In the period, grants were committed amounting to £648,083. Details of the grantees are in note 3 of the accounts. There were no outstanding commitments at 31 December 2022.

In the UK, Disrupt's thematic priorities for grant-making in 2021/2022 were:

- Migrant rights and racial justice
- Access to Justice
- Social and Economic Rights
- Tech for social change

Disrupt was able to identify and make grants to multiple organisations across the UK which are engaged in social justice work in these fields.

In Israel, we undertook no grant-making in 2021/2022. We engaged a consultancy, Istishara, to locally identify and assess organisations based there, with a view to future grant-making by Disrupt. Our priority in Israel has been to support self-organised grassroots initiatives from marginalised communities, who employ an intersectional approach to social justice.

Tech - We have a **cross-thematic, multilevel** interest in tech for good, and constantly examine ways in which tech initiatives can contribute to our objective and priority areas.

Funder Plus

Alongside funding, we offered **expertise, upskilling and development processes** to our grantees on request, in the following areas:

- Tech
- Organisational growth

To deliver this, the Foundation identified and engaged appropriate expert consultants, who were matched with grantees to provide them with the relevant services.

Some examples of our work in 2021/2022

- Under our Social and Economic Rights priority, our Tech for social change priority, and our Access to Justice priority, we supported the charity **Access Your Right to Care** (also known as Access Social Care), a provider of free legal advice helplines, in their development of a chatbot to increase their capacity to assist more users and increase their impact. Alongside grant funding, as part of our Funder Plus support, we identified and engaged providers of tech and organisational expertise through a consultancy, Outlandish, who were able to accompany the grantee organisation in their journey to build their capacity to host and develop a tech tool, and to on-board an in-house tech team for the chatbot. By the end of the reporting period, the ability of the organisation to develop and deploy the chatbot had improved, and they had begun their journey of employing a dedicated tech team in house.
- In the field of the Right to Housing under our Social and Economic Rights priority, and our Tech for social change priority, we supported the first phase of Built for Zero, a data-driven project initiated by **Crisis UK**, a large charity working to end

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TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

homelessness in the UK. We identified a tech delivery partner for the project and funded a grant for the development of a tech tool for the data aspects of the project. We have agreed to continue our grant-making support as the project develops, to help Crisis improve its ability to track its impact through accurate data, while retaining compliance with data protection requirements and tech safeguarding principles.

- In the field of the Right to Health under our Social and Economic Rights priority, we supported six charities with small grants to help them generate information and narratives in the context of the opening of the Covid19 Public Inquiry, on behalf of two disability rights groups (Disability Rights UK and Greater Manchester Coalition of Disabled People); two migrant rights groups (Doctors of the World UK and Kanlungan); and two patient-led projects (National Voices and Just Treatment). In the course of the evaluation of these grants, it became apparent that no migrant rights groups had yet been recognised as Core Participants to the Inquiry and we expect to continue to support these groups as they seek to ensure that the health rights of these groups are addressed.
- In the field of Migrant Rights and Racial Justice, we provided a grant to the **Windrush Justice Programme**, hosted by Action for Race Equality, which reaches out and makes grants to grassroots civil society organisations providing advocacy support to people affected by the Windrush scandal, in their applications to the government Windrush Compensation Scheme.
- In the field of Migrant Rights, we provided a core grant to Asylum Aid, a leading charity assisting vulnerable migrants and asylum seekers with frontline and strategic quality legal representation. The charity had applied for assistance with a legal case against plans to remove asylum seekers to Rwanda, but following discussion, we agreed to support their organisational resilience and long-term sustainability through provision of a grant for their core costs.

Women's Housing Conference

In November 2022, Disrupt Foundation organised and hosted two conferences on housing rights for organisations led by migrant and minoritised women across the UK. The aims of the conference, which was repeated in the North and the South of the UK to ensure easy access, were to provide frontline actors with a space for reflection, to convene and network, to provide legal and technological expertise and skills to the participants, and to help the Foundation identify potential future grantees. The conferences were attended by more than 50 organisations and were very well-received. They have already helped forge new links both amongst participants and between participants and Disrupt.

Financial Review

Income	The total income received in the period was £1,200,000. This was comprised wholly of donations.
Charitable and other expenditure	Grants totalling £648,043 were awarded during the period. Of these, £31,000 were committed, but not paid at the end of the accounting period. Support costs amounted to £423,577. The total charitable expenditure was therefore £1,073,620, as per the notes below and SOFA below.
Reserves Policy	The Trustees will review the Foundation's Reserves Policy with reference to Charity Commission guidance (CC19) and accounting standards (SORP 2019 – FRS 102). As at 31 December 2022 there were unrestricted funds of £128,340. It is envisaged that these funds will be used in future years towards grants. The Foundation does not hold a set level

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TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

of reserves. All operational expenses are currently met under an arrangement with the Foundation's funding partner. Therefore, the Trustees do not consider there is a need for a formal reserves policy at this time. However, the Foundation's aim is to hold between 6 and 9 months' worth of cash reserves to cover operational expenses at any one time. The Trustees considers that it has adequate financial reserves to continue to deliver on its plans and has a reasonable expectation that the Foundation will have adequate resources to continue in operational existence for the foreseeable future

Future Plans

The Foundation expects to fund further work in support of social justice initiatives in the UK and will additionally expand to making charitable grants in Israel, having engaged Istishara consultancy to advise and assist with identifying and monitoring such grants, while the London office ensures due diligence and compliance with the requirements of Disrupt' Foundation's charitable objectives. Disrupt continues to have a cross-sectional interest in tech and will explore further ways in which technological capacity building and initiatives can amplify the impact of social justice work. Convening activities will be initiated from time to time, to help forge links among different organisations as well helping Disrupt to identify new grant-making opportunities.

The Foundation may also make grants in future years to other projects promoting social justice through tech, initially in the UK and Israel, with the potential to expand to other countries if and when the Trustees consider this appropriate.

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TRUSTEES' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

STATEMENT OF TRUSTEES' RESPONSIBILITIES

The Trustees are responsible for preparing the Trustees' Report and the financial statements in accordance with the applicable law and United Kingdom Accounting Standards (United Kingdom Accepted Accounting Practice).

The law applicable to charities in England & Wales 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 Foundation and of the incoming resources and application of resources of the Foundation for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the methods and principles in the Charities SORP 2019 (FRS 102);
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable UK accounting standards (FRS102) 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 Foundation 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 Foundation and enable them to ensure that the financial statements comply with the Charities Act 2011, the Charity (Accounts and Reports) Regulations 2008, the Company Act 2006 and the provisions of the Foundation's constitution. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

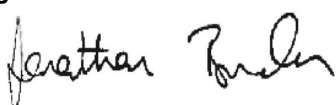
The Trustees confirm that they have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the public benefit guidance published by the Charity Commission in determining the activities undertaken by the Foundation.

In so far as the Trustees are aware:

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

This report has been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

Signed for and on behalf of the Trustees



Jonathan Brinsden - Trustee

Date: 10 August 2023

DISRUPT FOUNDATION

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INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

Opinion

We have audited the financial statements of Disrupt Foundation (the 'charitable company') for the period ended 31 December 2022 which comprise the Statement of Financial Activities, the Balance Sheet, the Statement of Cash Flows and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 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 charitable company's affairs as at 31 December 2022, and of its incoming resources and application of resources, including its income and expenditure, for the period 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 and the Charities Act 2011.

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 charitable company 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. Our evaluation of the Trustees' assessment of the entity's ability to continue to adopt the going concern basis of accounting included critical reviews of budgets and forecasts provided.

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 charitable company'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 Trustees 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

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INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

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 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' report (incorporating the Directors' report) for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the Trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Trustees' Report and from the requirement to prepare a Strategic Report.

Responsibilities of Trustees

As explained more fully in the Statement of Trustees' responsibilities set out on page 6 the Trustees (who are also the Directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the 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

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.

DISRUPT FOUNDATION

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INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED 31 DECEMBER 2022

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:

- Obtaining an understanding of the legal and regulatory frameworks that the entity operates in, focusing on those laws and regulations that had a direct effect on the financial statements;
- Enquiry of management and those charged with governance to identify any instances of known or suspected instances of fraud;
- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Enquiry of management about any instances of non-compliance with laws and regulations;
- Reviewing the control systems in place and testing the effectiveness of the controls;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness;
- Evaluating the business rationale of significant transactions outside the normal course of business;
- Reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

Use of this report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Stuart McKay BSc FCA DChA (Senior Statutory Auditor)

For and behalf of

MHA

Statutory Auditor

London, United Kingdom

Date: 10/08/2023

DISRUPT FOUNDATION

(A Company limited by guarantee)

STATEMENT OF FINANCIAL ACTIVITIES (incorporating an income and expenditure account) for the period ended 31 December 2022

	Notes	Unrestricted Fund	Total Funds 2022
Income and Endowments from:		£	£
Donations		1,200,000	1,200,000
Total income		1,200,000	1,200,000
Expenditure on:			
Charitable activities	3	1,071,660	1,071,660
Total expenditure		1,071,660	1,071,660
Net income being net movement in funds		128,340	128,340
Reconciliation of Funds			
Balances brought forward		-	-
Balances carried forward at 31 December 2022		128,340	128,340

The notes on pages 13 to 16 form part of the financial statements

DISRUPT FOUNDATION
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BALANCE SHEET
as at 31 December 2022

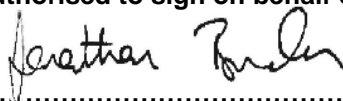
	Notes	2022	
		£	£
Current Assets			
Cash at bank	4	173,740	
Total current assets		173,740	
Current Liabilities			
Creditors:			
Amount falling due within one year	5	(45,400)	
Net Current Assets			128,340
Total Net Assets		128,340	
Funds of the Charity:			
Unrestricted Fund			128,340
Total charity funds			128,340

The notes on pages 13 to 16 form part of the financial statements

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

The financial statements were approved and authorised for issue by the Trustees on.....10 August 2023.....

Authorised to sign on behalf of the Trustees:



.....
Jonathan Brinsden - Trustee
Company No. 13738626

DISRUPT FOUNDATION
(A Company limited by guarantee)

STATEMENT OF CASH FLOWS
for the period ended 31 December 2022

	Note	2022
		£
Cash flows from operating activities		
Net income for the reporting period		128,340
Net cash used in operating activities		<u>128,340</u>
Cash flows from investing activities		-
		<u>-</u>
Change in cash and cash equivalents in the period		128,340
Cash and cash equivalents at start of period		-
Cash and cash equivalents at end of period	4	128,340

As the Foundation does not have any debt, an analysis of net debt has not been produced

DISRUPT FOUNDATION
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Notes forming part of the financial statements
31 December 2022

1 ACCOUNTING POLICIES

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

General

The Foundation constitutes a public benefit entity as defined by FRS 102. The financial statements have been prepared in accordance with 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 (FRS102), the Companies Act 2006 and the Charities Act 2011.

Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note. The financial statements are presented in Pounds Sterling, which is the functional currency of the Foundation and are rounded to the nearest pound.

The Foundation was incorporated on 11 November 2021, and as such the financial statements were prepared for an extended 14 month period starting on 11 November 2021 and ending on 31 December 2022. Accordingly, there are no comparatives within these Financial Statements.

Going concern

The Trustees have assessed the use of going concern and have considered possible events or conditions that might cast significant doubt on the ability of the Charity to continue as a going concern. The Trustees have made this assessment for a period of at least one year from the date of the approval of these financial statements. The Trustees have concluded that there is a reasonable expectation that the Charity has adequate resources to continue in operational existence for the foreseeable future. The Charity therefore continues to adopt the going concern basis in preparing its financial statements.

Funds

Unrestricted Funds comprise those funds which the trustees are free to use in accordance with the charitable objects.

Income

Income is recognised once the charity has entitlement to income, it is probable that income will be received and the amount of income receivable can be measured reliably.

Expenses

All expenditure and liabilities are accounted for on an accruals basis and has been classified under headings that aggregate all costs to the category. Grants are recognised when paid or an earlier commitment made. All expenses are deducted from the Unrestricted Fund as charitable expenditure (support costs).

Grants

Grants payable are payments made to third parties in the furtherance of the charitable objects of the Foundation. Single or multi-year grants are accounted for when either the recipient has a reasonable expectation that they will receive a grant and the trustees have agreed to pay the grant without condition, or the recipient has a reasonable expectation that they will receive a grant and any condition attaching to the grant is outside of the control of the Foundation.

Foreign Currencies

Transactions during the period have been converted at the same exchange rate applicable at that time. Assets and liabilities in foreign currencies are translated at the exchange rates at the balance sheet date or, where appropriate, the rates of exchange under relevant foreign exchange contracts. Gains and losses arising therefrom are included in the Statement of Financial Activities.

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Notes forming part of the financial statements
31 December 2022

Debtors

Short term debtors are measured at transaction price, less any impairment.

Creditors and provisions

Creditors are recognised where the Foundation has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors are normally recognised at their settlement amount after allowing for any trade discounts.

Financial Instruments

The Foundation only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value, which, in the case of the Foundation is at cost for creditors and debtors.

Cash at bank or hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

2 JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Foundation's accounting policies, which are described in note 1, the Trustees are required to make judgments, estimates and assumptions about the carrying amounts 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 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The Trustees do not consider there are any critical accounting judgments or key sources of estimation uncertainty requiring disclosure.

3 CHARITABLE EXPENDITURE

	2022
	£
Grants made	
01 Founders Ltd	25,000
Access Social Care	42,000
Access to Justice Foundation (Community Justice Fund)	100,000
Action for Race Equality (Windrush Justice Foundation)	50,000
Asylum Aid	50,000
Crisis UK	35,000
Law for Change CIC	50,000
Social Change Nest CIC (Mutual Aid Fund)	45,440
Public Law Project	50,000
Outlandish (Space 4 Project)	35,000
Grants made to other institutions	165,643
Total Grants	648,083

All grants have been made to institutions and not to individuals.

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Notes forming part of the financial statements
31 December 2022

The Foundation supports general charitable objectives as outlined in the Trustees' Report. In accordance with SORP 2019 FRS 102 Grant-making should include the costs of the grants and associated support costs. These are as follows:

Support costs

BDB Pitmans LLP Administration fees	21,598
BDB Pitmans LLP Bookkeeping fees	954
Office Rental	2,400
Employees' travel and other expenses	883
Employees' Salaries and associated costs	72,276
H W Fisher - Payroll fees	1,060
Bank Charges	131
Women's Housing Conference	78,146
Consultancy fees	71,308
Israel - Istishara Consultancy and Operational costs	160,304
IT/Subscriptions	117

Governance costs

MHA 2021/22 Audit fee	14,400
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Total of support costs

423,577

Total of Charitable expenditure

1,071,660

Charitable activities expenditure was unrestricted in nature.

4 CASH AT BANK

2022

£

HSBC	173,740
------	---------

173,740

5 CREDITORS

2022

£

Grants payable	31,000
Audit fee 2021/22	14,400

45,400

DISRUPT FOUNDATION
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Notes forming part of the financial statements
31 December 2022

6 STAFF COSTS

2022
£

During the period, the Foundation employed an average of 2 staff. Staff costs are analysed as follows:

Wages and Salaries	67,911
Social Security Costs	2,007
Pensions	2,358
	<u>72,276</u>

No employee received remuneration in excess of £60,000 per annum.

Total employee benefits paid to the Key Management Personnel was £53,284.

7 DISCLOSURE OF TRUSTEES' REMUNERATION, BENEFITS AND EXPENSES

During the period, the Trustees received no personal remuneration, benefits or reimbursement of expenses in their capacity as Trustees.

8 RELATED PARTY TRANSACTIONS

There have been no related party transactions in the year, other than those disclosed in Notes 6 and 7.