

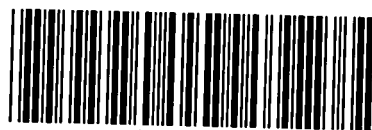
Registered number: OC319029

SHAKESPEARE MARTINEAU LLP

ANNUAL REPORT

FOR THE YEAR ENDED 30 APRIL 2022

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23/11/2022

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COMPANIES HOUSE

## **SHAKESPEARE MARTINEAU LLP**

### **INFORMATION**

#### **Designated Members**

S J Walker-Smith  
A R Whitehead  
Ampa Holdings LLP (appointed 1 May 2021)  
K Patel (appointed 18 October 2021)  
K H Spedding (appointed 28 October 2021)

#### **LLP registered number**

OC319029

#### **Registered office**

No1 Colmore Square, Birmingham, B4 6AA

#### **Independent auditors**

Cooper Parry Group Limited, Cubo Birmingham, Office 401, 4th Floor, Two Chamberlain Square, Birmingham, B3 3AX

## **SHAKESPEARE MARTINEAU LLP**

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**SHAKESPEARE MARTINEAU LLP**

**CHIEF EXECUTIVE STATEMENT  
FOR THE YEAR ENDED 30 APRIL 2022**

The Members present their report and the financial statements for the year ended 30 April 2022.

As of 1 May 2021, Shakespeare Martineau LLP became part of the professional services group owned by Ampa Holdings LLP (OC435936). As such the detailed Chief Executive report is available in the Ampa Holdings LLP consolidated financial statements which are available from Companies House, Cardiff, CF14 3UZ.

At the date of writing this report the Ampa Holdings LLP group consisted of the following trading entities, Shakespeare Martineau LLP, Mayo Wynne Baxter LLP, Coadax LLP and CSS Assure Limited.

This report was approved on behalf of the Members and signed on their behalf.

A handwritten signature in black ink, appearing to read 'S. Walker-Smith', with a long horizontal stroke extending to the right.

Sarah Walker-Smith  
Chief Executive

Date: 17/11/22

## **SHAKESPEARE MARTINEAU LLP**

### **MEMBERS' REPORT FOR THE YEAR ENDED 30 APRIL 2022**

The Members present their annual report together with the audited financial statements of Shakespeare Martineau LLP (the "LLP") for the year ended 30 April 2022.

#### **Principal activities**

The principal activity of the LLP is to provide the provision of legal and related advisory services. There have not been any significant changes in the LLP's principal activity in the year under review.

The LLP intends to continue to seek out appropriate opportunities for organic and acquisitive growth and take advantage of its increasingly prominent position in a competitive market.

#### **Business review**

As shown in the profit and loss account on page 10 the LLP's revenue was £80.2m (2021: £69.4m). Profit for the year available for discretionary division to the Members increased by 4% to £9.3m (2021: £9.0m). Profit for the year will be allocated in line with the LLP's agreement and such the profit will be allocated to Ampa Holdings LLP which is the controlling member. Details of the profit allocation basis for Ampa Holdings LLP can be found in the group consolidated financial statements. Details of how to obtain can be found in note 19.

Given these results and a stable capital structure, the Members believe the LLP to be in a robust financial position, this has been further detailed and considered in note 1 of the financial statements.

The economic conditions, regulatory changes and competition facing the legal services market place means that gains are not expected to be achievable uniformly across all legal services within the UK. The LLP continues to ensure that its financial integrity is safeguarded by close financial control and the business is positioned to take full commercial advantage of opportunities that may be available for growth.

#### **Post balance sheet events**

On 30 September 2022, Shakespeare Martineau LLP acquired 100% share capital of GL Holdings Limited and subsidiary companies.

#### **Members**

The Members who served during the year and up to the date of approval, are disclosed on the LLP information page.

#### **Principal risks and uncertainties**

The LLP faces opportunities and risks resulting from commercial and legislative changes to the marketplace. These include the influence of supply and demand of available talent and new entrants to the provision of legal services from other sectors and industries.

The commoditisation of traditional legal services has affected, and will continue to affect fees, together with a demand for constantly increasing value and efficiency. The LLP is confident that it will meet and surpass these challenges and continue to invest in technology, processes, talent and growth to ensure it can compete and successfully expand.

The LLP strives to provide the highest level of service to its clients by focusing on recruiting and retaining the most talented people, maintaining a clear commitment to ongoing professional development, and by ensuring the provision of excellent services and robust systems.

The LLP is financed by a mixture of Members' capital and bank finance. Gearing level within the LLP and exposure to capital market liquidity issues and interest rate fluctuations are low.

## **SHAKESPEARE MARTINEAU LLP**

### **MEMBERS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022**

#### **Employees**

Details of the numbers of employees and related costs can be found in note 6 to the financial statements.

The LLP believes that attracting, recruiting, developing and retaining the best people and enabling them to be their best creates the best outcomes for our clients. The LLP recognises that a diverse and vibrant workforce fuels energy and ambition across the business; and ensures it reflects the clients and markets it serves.

The LLP constantly works to reinforce a culture of openness and equality, where everyone can be themselves. In our culture people are treated fairly no matter their age, ability, ethnicity, gender, marital status, nationality, part time or fixed term status, parental responsibility, religion or belief, or sexual orientation.

With these aims, the LLP actively promotes equality and inclusion in all of its policies, practices, guidance and procedures, in professional dealings with its employees and Members, and with other solicitors, barristers, clients and third parties.

The LLP encourages its people to embrace empowered work; by working when and where they are most productive and effective, while always keeping client, colleague and business needs at the forefront, everyone benefits. It is committed to keeping everyone informed, connected and engaged - with what they need to know and with each other, no matter where and when they work. They do this using a mix of channels, including regular live all people updates (made available on-demand); video updates; internal e-newsletters; and an employee app; as well as using collaboration technology such as MS Teams and Zoom.

#### **Environmental Policy**

The LLP recognises the importance of its environmental responsibilities, monitors its effect on the environment and designs and implements policies to reduce any adverse impact resulting from its activities. Initiatives include the safe disposal of electronic equipment, and recycling and reducing energy consumption wherever practical to do so.

The LLP's environmental policy aims to minimise, where practical, the LLP's impact on the environment and to make positive difference where we can. Our ambition is to achieve Carbon net zero by 2025. We will achieve this through a continued targeted approach to reduction through education, changes in ways of working and purchasing decisions, collaboration with our suppliers and collaboration with other businesses and our clients, who we can work with and learn from, to identify steps we can take.

The LLP ensures that all laws, regulations and official guidelines operational in the United Kingdom are complied with. The LLP monitors areas where the LLP could have an impact on the environment and take steps to reduce this impact. Reviews of the impact on the environment in these and other areas will continue to be undertaken to enable the LLP's environmental performance to be assessed and further improved.

## SHAKESPEARE MARTINEAU LLP

### MEMBERS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022

#### Waste and recycling, energy use and climate change

As a business, we continually strive to improve our carbon footprint by reducing our landfill waste and increasing our recycling waste and have set the objective to reduce our waste to landfill.

#### Assessment Parameters

The calculation methodology is based on a calculation of Shakespeare Martineau's Scope 1 & 2 annual emissions for 2020 calendar year based on actual metered energy use using the latest UK Government conversion factors (Version 1.0 - 2020 (expiry 1.6.21)) and following the GHG Protocol methodology.

All facilities under operational control were included in our assessment. The emission factor data source is that of DEFRA (2017).

The intensity ratio disclosed is emissions per full time employee equivalent (FTE).

#### Greenhouse gas emissions

The greenhouse gas emissions data below provides a summary of the LLP's greenhouse gas emissions from 1 January 2021 to 31 December 2021. It gives a summary of emissions from fuel combustion and the operation of our buildings (scope 1), from our purchased electricity (scope 2), and from business travel in employee owned vehicles (scope 3) during the year. We have reported on all of the relevant emission sources required under the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 using the operational control approach.

	<u>2021</u> Consumption Metric tonnes CO2e	<u>2020</u> Consumption Metric tonnes CO2e
<b>Scope 1</b>		
Fuel Combustion	0	27.0
<b>Scope 2</b>		
Purchased Electricity	1.4	105.1
<b>Scope 3</b>		
Business travel in employee owned vehicles	24.6	0
<b>Total gross emissions</b>	<b>26</b>	<b>132.1</b>
Metrics:		
Employees (FTE)	864	864
<b>Tonnes of carbon dioxide equivalent per employees (FTE)</b>	<b>0.03</b>	<b>0.15</b>

We have followed the 2019 HM Government Environmental Reporting Guidelines. We have also used the GHG Reporting Protocol - Corporate Standard and have used the 2020 UK Government's Conversion Factors for Corporate Reporting.

The chosen intensity measurement ratio is total gross emissions in metric tonnes CO2e per employee.

## **SHAKESPEARE MARTINEAU LLP**

### **MEMBERS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 APRIL 2022**

#### **Transactions with Members**

The allocation of profits to those who were Members during the financial year is made following the completion of the annual financial statements and their subsequent approval by the Members' board.

All payments are made subject to the cash requirements of the business, which take priority.

The capital requirement from each Member is set by the Members' board from time to time and is contributed by the Members in proportion to their interest in the LLP.

#### **Members' responsibilities**

The Members are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law, (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008), requires the Members to prepare financial statements for each financial year. Under that law the Members have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008) the Members must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the LLP and of the profit or loss of the LLP for that period.

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

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


The Members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and to enable them to ensure that the financial statements comply with the Companies Act 2006 (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008). They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Disclosure of information to auditor**

Each of the persons who are designated Members at the time when this Members' report is approved has confirmed that:

- so far as that Member is aware, there is no relevant audit information of which the LLP's auditor is unaware, and
- that Member has taken all the steps that ought to have been taken as a Member in order to be aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

This report was approved on behalf of the Members and signed on their behalf.

  
Andrew Whitehead  
Designated Member  
Date: 17/11/22



## **SHAKESPEARE MARTINEAU LLP**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHAKESPEARE MARTINEAU LLP**

#### **Opinion**

We have audited the financial statements of Shakespeare Martineau LLP (the 'LLP') for the year ended 30 April 2022, which comprise the profit and loss account, the balance sheet, the reconciliation of members' interests and the related notes, 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 LLP's affairs as at 30 April 2022 and of its profit 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, as applied to limited liability partnerships by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

#### **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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the LLP in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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 Members' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the LLP'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 Members with respect to going concern are described in the relevant sections of this report.

## **SHAKESPEARE MARTINEAU LLP**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHAKESPEARE MARTINEAU LLP (CONTINUED)**

#### **Other information**

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The Members are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006, as applied to limited liability partnerships, 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
- we have not received all the information and explanations we require for our audit.

#### **Responsibilities of Members**

As explained more fully in the Members' responsibilities statement set out on page 5, the Members 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 Members 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 Members are responsible for assessing the LLP'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 Members either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

## SHAKESPEARE MARTINEAU LLP

### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHAKESPEARE MARTINEAU LLP (CONTINUED)

#### Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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.

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

Our assessment focused on key laws and regulations the LLP has to comply with and areas of the financial statements we assessed as being more susceptible to misstatement. These key laws and regulations included but were not limited to compliance with the Companies Act 2006, as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008, United Kingdom Generally Accepted Accounting Practice and relevant tax legislation.

We are not responsible for preventing irregularities. Our approach to detecting irregularities included, but were not limited to, the following:

- obtaining an understanding of the legal and regulatory framework applicable to the LLP and how the LLP is complying with the framework;
- obtaining an understanding of the LLP's policies and procedures and how the group has complied with these, through discussion and sample testing of controls;
- obtaining an understanding of the LLP's risk assessment process, including the risk of fraud;
- designing our audit procedures to respond to our risk assessment; and
- performing audit testing 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 and reviewing accounting estimates for bias.

Whilst considering how our audit work addressed the detection of irregularities, we also consider the likelihood of detection based on our approach. Irregularities arising from fraud are inherently more difficult to detect than those arising from error.

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. This risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

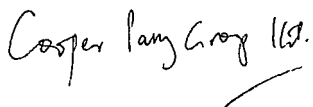
A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

**SHAKESPEARE MARTINEAU LLP**

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHAKESPEARE MARTINEAU LLP  
(CONTINUED)**

**Use of our report**

This report is made solely to the LLP's Members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as applied by Part 12 of The Limited Liability Partnerships (Accounts and Audit) (Applications of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP's Members, as a body, 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 LLP and the LLP's Members, as a body, for our audit work, for this report, or for the opinions we have formed.



Daniel Parker (Senior Statutory Auditor)

for and on behalf of  
**Cooper Parry Group Limited**

Chartered Accountants  
Statutory Auditor

Cubo Birmingham  
Office 401, 4th Floor  
Two Chamberlain Square  
Birmingham  
B3 3AX

Date: 17 November 2022

**SHAKESPEARE MARTINEAU LLP**

**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 30 APRIL 2022**

	Note	2022 £000	2021 £000
Amounts billed	3	78,323	67,204
Movement in unbilled revenue	3	1,840	2,221
		<hr/>	<hr/>
<b>Revenue</b>		80,163	69,425
Staff costs	6	(34,001)	(29,252)
Depreciation and amortisation of fixed assets	8	(1,605)	(1,312)
Other operating charges		(35,329)	(18,782)
Other operating income	4	128	862
		<hr/>	<hr/>
<b>Operating profit</b>	5	9,356	20,941
Interest receivable and similar income		98	340
Interest payable and similar expenses		(134)	(143)
		<hr/>	<hr/>
<b>Profit for the year before Members' remuneration and profit share</b>		9,320	21,138
Members' remuneration charged as an expense		-	(12,179)
		<hr/>	<hr/>
<b>Profit for the financial year available for discretionary division among Members</b>		9,320	8,959
		<hr/>	<hr/>

There were no recognised gains and losses for 2022 or 2021 other than those included in the profit and loss account.

There was no other comprehensive income for 2022 (2021: £Nil).

The notes on pages 14 to 25 form part of these financial statements.

**SHAKESPEARE MARTINEAU LLP**  
**REGISTERED NUMBER: OC319029**

**BALANCE SHEET**  
**AS AT 30 APRIL 2022**

	Note	2022 £000	2021 £000
<b>Fixed assets</b>			
Tangible assets	8	9,476	6,328
		<u>9,476</u>	<u>6,328</u>
<b>Current assets</b>			
Debtors	10	53,421	39,747
Cash at bank and in hand		3,575	7,230
		<u>56,996</u>	<u>46,977</u>
<b>Creditors: amounts falling due within one year</b>	11	(32,025)	(19,311)
<b>Net current assets</b>		<u>24,971</u>	<u>27,666</u>
<b>Total assets less current liabilities</b>		<u>34,447</u>	<u>33,994</u>
<b>Creditors: amounts falling due after more than one year</b>	12	(1,750)	(2,750)
		<u>32,697</u>	<u>31,244</u>
<b>Provisions for liabilities</b>			
Provisions for liabilities	14	(3,052)	(3,557)
<b>Net assets</b>		<u>29,645</u>	<u>27,687</u>
<b>Represented by:</b>			
<b>Loans and other debts due to Members within one year</b>			
Members' capital classified as a liability		18,728	13,125
Other amounts		1,597	5,603
		<u>20,325</u>	<u>18,728</u>
<b>Members' other interests</b>			
Other reserves classified as equity		9,320	8,959
		<u>29,645</u>	<u>27,687</u>
<b>Total Members' interests</b>			
Loans and other debts due to Members		20,325	18,728
Members' other interests		9,320	8,959
		<u>29,645</u>	<u>27,687</u>

**SHAKESPEARE MARTINEAU LLP**  
**REGISTERED NUMBER: OC319029**

**BALANCE SHEET (CONTINUED)**  
**AS AT 30 APRIL 2022**

The financial statements were approved and authorised for issue by the Members and were signed on their behalf by:



Andrew Whitehead  
Designated Member

Date: 17/11/22

The notes on pages 14 to 25 form part of these financial statements.

**SHAKESPEARE MARTINEAU LLP**

**RECONCILIATION OF MEMBERS' INTERESTS  
FOR THE YEAR ENDED 30 APRIL 2022**

	<b>EQUITY</b> <b>Members'</b> <b>other</b> <b>interests</b>	<b>DEBT</b> <b>Loans and other debts due to</b> <b>Members less any amounts due</b> <b>from Members in debtors</b>			<b>Total</b> <b>Members'</b> <b>interests</b>
	<b>Other</b> <b>reserves</b> <b>£000</b>	<b>Members'</b> <b>capital</b> <b>(classified as</b> <b>debt)</b> <b>£000</b>	<b>Other</b> <b>amounts</b> <b>£000</b>	<b>Total</b> <b>£000</b>	<b>Total</b> <b>£000</b>
<b>Balance at 1 May 2020</b>	<b>5,811</b>	<b>13,790</b>	<b>8,019</b>	<b>21,809</b>	<b>27,620</b>
Members' remuneration charged as an expense	-	-	12,179	12,179	12,179
Profit for the year available for discretionary division among Members	<b>8,959</b>	-	-	-	<b>8,959</b>
<b>Members' interests after profit for the year</b>	<b>14,770</b>	<b>13,790</b>	<b>20,198</b>	<b>33,988</b>	<b>48,758</b>
Other division of profits	(5,811)	-	5,811	5,811	-
Amounts introduced by Members	-	2,490	-	2,490	2,490
Repayment of capital	-	(3,155)	-	(3,155)	(3,155)
Drawings	-	-	(20,406)	(20,406)	(20,406)
Amounts due to Members	-	13,125	5,603	18,728	-
<b>Balance at 30 April 2021</b>	<b>8,959</b>	<b>13,125</b>	<b>5,603</b>	<b>18,728</b>	<b>27,687</b>
Profit for the year available for discretionary division among Members	<b>9,320</b>	-	-	-	<b>9,320</b>
<b>Members' interests after profit for the year</b>	<b>18,279</b>	<b>13,125</b>	<b>5,603</b>	<b>18,728</b>	<b>37,007</b>
Other divisions of profit	(8,959)	-	8,959	8,959	-
Recapitalisation by the parent LLP	-	18,728	-	18,728	18,728
Repayment of capital through capital exchange with parent LLP	-	(13,125)	-	(13,125)	(13,125)
Transfer to parent through capital exchange	-	-	(5,603)	(5,603)	(5,603)
Drawings	-	-	(7,362)	(7,362)	(7,362)
Amounts due to Members	-	18,728	1,597	20,325	-
<b>Balance at 30 April 2022</b>	<b>9,320</b>	<b>18,728</b>	<b>1,597</b>	<b>20,325</b>	<b>29,645</b>

The notes on pages 14 to 25 form part of these financial statements.



## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 1. Accounting policies

##### 1.1 Basis of preparation of financial statements

Shakespeare Martineau LLP is a Limited Liability Partnership ("LLP"), incorporated in the United Kingdom. The address of its registered office is shown on the LLP information page of these financial statements. The LLP is a firm of solicitors qualified to practice in England and Wales and are authorised and regulated by the Solicitors Regulation Authority ("SRA") with number 442480. The LLP operates in accordance with a code of conduct and other regulations contained within the SRA's handbook. For further information or to see a copy of the handbook, please visit [www.sra.org.uk](http://www.sra.org.uk).

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006 and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships".

The financial statements are prepared in Sterling (£'000), which is the functional currency of the LLP. The financial statements are for the year ended 30 April 2022 (2021: year ended 30 April 2021).

As permitted by FRS 102 Section 1.12, the Group has taken advantage of the exemptions available under that standard in relation to presentation of a cash flow statement. Where required equivalent disclosures are given in the Group accounts of Ampa Holdings LLP. The Group accounts of Ampa Holdings LLP are available to the public and can be obtained as set out in note 19.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the LLP's accounting policies (see note 19).

The following principal accounting policies have been applied:

##### 1.2 Going concern

At the balance sheet date the LLP had total Members' interests of £29,645,000 and net current assets of £24,971,000.

The Members have prepared forecasts which cover a period of 12 months from signing the financial statements. The Members consider through effective financial control there is enough headroom on cash reserves to conclude that the group will continue to meet its financial liabilities as they fall due for a period of not less than 12 months from the date of signing these accounts. On that basis, the Members have prepared these financial statements on a going concern basis.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 1. Accounting policies (continued)

##### 1.3 Revenue

Revenue represents amounts chargeable to clients for professional services provided during the year, excluding value added tax and disbursements billed to clients. Revenue is recognised when a right to consideration has been obtained through performance under each contract. Revenue is not recognised where the right to receive payment is contingent on events outside the control of the LLP. The nature of the contingency is assessed by reference to conditions existing at the balance sheet date.

Revenue is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Segmental information is not disclosed as the Members believe that to do so would be prejudicial to the interests of the firm.

Services provided to clients during the year which, at the balance sheet date, have not been invoiced to clients, have been recognised as revenue. Revenue recognised in this manner is based on assessment of the fair value of services provided by the balance sheet date as a proportion of the total value of the engagement. Unbilled revenue is included in debtors.

##### 1.4 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold land	- Nil
Long term leasehold property	- Remaining length of lease
Office equipment	- 2 to 5 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the profit and loss account

##### 1.5 Financial instruments

The LLP only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities such as trade and other debtors and creditors, loans from banks and other third parties and loans with related parties.

All financial assets and liabilities are initially measured at transaction price and subsequently measured at amortised cost.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the group would receive for the asset if it were to be sold at the balance sheet date.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 1. Accounting policies (continued)

##### 1.6 Government grants

Government grants represent assistance by government in the form of a transfer of resources to the LLP in return for past or future compliance with specified conditions relating to the operating activities of the LLP.

In accordance with FRS 102 the LLP recognises government grant income using a revenue-based accrual mode. Grants relating to revenue are recognised in income on a systematic basis over the period in which the LLP recognises the related costs for which the grant is intended to compensate.

##### 1.7 Leases

Rentals payable under operating leases are charged to the profit and loss account on a straight-line basis over the lease term, unless the rental payments are structured to increase in line with expected general inflation, in which case the LLP recognises annual rent expense equal to amounts owed to the lessor.

The aggregate benefit of lease incentives are recognised as a reduction to the expense recognised over the lease term on a straight line basis. Lease incentives for leases that commenced prior to 1 May 2014 continue to be spread over the period to the next rent review as permitted under the transitional rules of FRS 102.

##### 1.8 Taxation

Taxation on all of the LLP's profits is solely the personal liability of individual Members. Consequently, neither taxation nor related deferred taxation arising in the LLP is accounted for in these financial statements. Amounts retained for tax are treated in the same way as other profits of the LLP and so are included in Members' other interests or in loans and other debts due to Members' depending on whether or not division of profits has occurred.

##### 1.9 Division and distribution of profits

A division of profits is the mechanism by which the profits of an LLP become a debt due to Members. A division may be automatic or discretionary, may relate to some or all of the profits for a financial period and may take place during or after the end of a financial period.

An automatic division of profits is one where the LLP does not have an unconditional right to avoid making a division of an amount of profits based on the Members' agreement in force at the time, whereas a discretionary division of profits requires a decision to be made by the LLP, which it has the unconditional right to avoid making.

The LLP divides profits automatically. Automatic divisions of profits are recognised as 'Members' remuneration charged as an expense' in the profit and loss account.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 1. Accounting policies (continued)

##### 1.10 Provisions for liabilities

Provisions are made where an event has taken place that gives the group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the profit and loss account in the year that the LLP becomes aware of obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

Where the effect of time value of money is material, the amount expected to be required to settle the obligation is recognised at present value using a pre-tax discount rate. The unwinding of the discount of the discount rate is recognised as a finance cost in the profit and loss account in the period it arises.

Where the LLP has a legal obligation, a dilapidations provision is created. These provisions are a best estimate of the cost required to return leased properties to their original condition upon termination of the lease and are reviewed annually.

In common with comparable businesses, the LLP is involved in disputes in the ordinary course of business which may give rise to claims. Provision is made in the financial statements for all claims where costs are likely to be incurred and represents the cost of defending and concluding claims. Shakespeare Martineau LLP carries professional indemnity insurance and no separate disclosure is made of the cost of claims covered by insurance as to do so could materially prejudice the position of the LLP.

##### 1.11 Employee benefits

Short-term employee benefits and contributions to defined contribution plans are recognised as an expense in the period in which they are incurred.

Certain of the LLP's employees are Members of the Cheviot Trust With Profits Pension Scheme. The scheme imposes funding obligations on employers and as a result is treated as a defined benefit pension scheme. At 30 April 2022, the scheme is in surplus and the LLP's share of the scheme surplus and scheme assets and liabilities is not material to the financial statements. Therefore no adjustments have been made to the financial statements to account for the scheme as a defined benefit scheme and contributions are charged to the profit and loss account as they become payable.

The LLP recognises a provision for annual leave accrued by employees as a result of services rendered in the current period, and which employees are entitled to carry forward and use within the next 12 months. The provision is measured at the salary and on-costs payable for the period of absence and is presented within accruals.

##### 1.12 Drawings

Drawings represent payments on account of profits which may be allocated to Members. The amount of such drawings is set at the beginning of each financial year, taking into account the anticipated cash needs of the LLP and may be reclaimed from Members until profits have been allocated to them. Unallocated profits are included within Members' other interests, classified as equity.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 1. Accounting policies (continued)

##### 1.13 Members' capital

Initial capital contributions ('principal capital') of each of the Members are amounts as set out in the LLP agreement. Further Members shall contribute upon admission to the LLP such capital as determined by the LLP agreement.

Members can not withdraw or receive back any part of their principal capital contribution account except in specific circumstances detailed in the LLP agreement. Members' principal capital is therefore classified as a liability.

##### 1.14 Profit allocations

Profit allocations are recognised in the year in which they are declared and become a present obligation of the LLP. Unallocated profits are recognised in equity ('other reserves') until such a time as they become allocated.

##### 1.15 Transfer of Members' interests

During the year £8,959,000 was transferred from Members' capital interests to debts due to Members.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 2. Judgments in applying accounting policies and key sources of estimation uncertainty

The Members make estimates and assumptions concerning the future. The Members are also required to exercise judgement in the process of applying the company's accounting policies. These are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

##### Unbilled revenue

The Members review amounts included in unbilled revenue for impairment by reference to factors including recognition of billable amounts, recoverability and current client status.

##### Recoverability of trade debtors

Trade debtors and accrued income are recognised to the extent that they are judged recoverable. The Members' reviews are performed to estimate the level of provision required for irrecoverable debt.

The Members make allowance for doubtful debts based on an assessment of the recoverability of debtors. Allowances are applied to debtors where events or changes in circumstances indicate that the carrying amounts may not be recoverable. Management specifically analyse historical bad debts, customer creditworthiness, current economic trends and changes in customer payment terms when making a judgement to evaluate the adequacy of the provision for doubtful debts. Where the expectation is different from the original estimate, such difference will impact the carrying value of debtors and the charge in the profit and loss account.

##### Provisions

A provision is recognised when the LLP has a present legal or constructive obligation as a result of a past event for which it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Whether a present obligation is probable or not requires judgement. The nature and type of risks for these provisions differ and management's judgement is applied regarding the nature and extent of obligations in deciding if an outflow of resources is probable or not.

#### 3. Turnover

Segmental information is not disclosed as the Members believe that to do so would be prejudicial to the interests of the firm.

#### 4. Other operating income

	2022 £000	2021 £000
Coronavirus job retention scheme	-	862
Management recharges	128	-
	<u>128</u>	<u>862</u>

# SHAKESPEARE MARTINEAU LLP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

### 5. Operating profit

The operating profit is stated after charging:

	2022 £000	2021 £000
Fees payable to the LLP's auditor's for the audit of the LLPs annual accounts	60	59
Fees payable to the LLP's auditor's and its associates for other services	20	39
Other operating lease rentals	3,253	3,566
Depreciation of tangible fixed assets	1,605	1,312
	<u>          </u>	<u>          </u>

### 6. Employees

Staff costs were as follows:

	2022 £000	2021 £000
Wages and salaries	29,661	25,668
Social security costs	3,082	2,515
Other pension costs	1,258	1,069
	<u>34,001</u>	<u>29,252</u>

The LLP contributes to a defined contribution pension scheme for the benefit of the employees. The assets of the schemes are administered by independent pension providers. Pension payments recognised as an expense during the year amount to £1,258,000 (2021: £1,069,000).

The average monthly number of persons (including Members with contracts of employment) employed during the year was as follows:

	2022 No.	2021 No.
Fee earners	460	406
Administrative support staff	350	325
	<u>810</u>	<u>731</u>

**SHAKESPEARE MARTINEAU LLP**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022**

**7. Members' remuneration**

Profits are shared among the Members in accordance with agreed profit sharing arrangements. Members are required to make their own pensions from their profit shares.

	2022 No.	2021 No.
The average number of Members during the year was	6	111
	<u>6</u>	<u>111</u>
	2022 £000	2021 £000
Profit attributable to the Member with the largest entitlement	9,320	389
	<u>9,320</u>	<u>389</u>

The profit for the year ended 30 April 2022 is paid to the controlling Member, Ampa Holdings LLP.

**8. Tangible fixed assets**

	Freehold property £000	Long-term leasehold property £000	Office equipment £000	Assets in the course of construction £000	Total £000
<b>Cost</b>					
At 1 May 2021	5	4,116	11,818	2,805	18,744
Additions	-	544	1,840	2,369	4,753
At 30 April 2022	<u>5</u>	<u>4,660</u>	<u>13,658</u>	<u>5,174</u>	<u>23,497</u>
<b>Depreciation</b>					
At 1 May 2021	-	2,933	9,483	-	12,416
Charge for the year	-	609	996	-	1,605
At 30 April 2022	<u>-</u>	<u>3,542</u>	<u>10,479</u>	<u>-</u>	<u>14,021</u>
<b>Net book value</b>					
At 30 April 2022	<u>5</u>	<u>1,118</u>	<u>3,179</u>	<u>5,174</u>	<u>9,476</u>
At 30 April 2021	<u>5</u>	<u>1,183</u>	<u>2,335</u>	<u>2,805</u>	<u>6,328</u>



# SHAKESPEARE MARTINEAU LLP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

### 9. Fixed asset investments

The undertakings in which the LLP has an interest at the year end are as follows:

Subsidiary undertakings	Country of incorporation, registration and operation	Proportion of voting rights and ordinary share capital held	Nature of business
Needham & James Secretarial Services Limited*	England & Wales	100%	Dormant
Norbury Park Nominees Limited**	England & Wales	100%	Dormant
Shakespeare Legal Services Limited***	England & Wales	100%	Dormant
SM Client Nominees Limited*	England & Wales	100%	Dormant
Martineau Secretaries Limited**	England & Wales	100%	Dormant
Needham & James Services Limited*	England & Wales	100%	Dormant
Putsmans Limited*	England & Wales	100%	Dormant
Marjo Nominees Limited**	England & Wales	100%	Dormant
St. Peter's House Limited**	England & Wales	100%	Dormant
St Peters House (Nominees) Limited**	England & Wales	100%	Dormant
Shakespeares Legal Directors Limited*	England & Wales	100%	Dormant
SGH Trustees Limited*	England & Wales	100%	Dormant
Needham & James Limited*	England & Wales	100%	Dormant
Martineau Johnson Properties Limited**	England & Wales	100%	Dormant
Legal Solutions Management Limited*	England & Wales	100%	Dormant
SP Legal Directors Limited*	England & Wales	100%	Dormant
Berryman Shacklock Limited*	England & Wales	100%	Dormant
Shakespeare (Nominees) Limited*	England & Wales	100%	Dormant
Building Bridges (Mediation Services) Limited*	England & Wales	100%	Dormant
Martineau Johnson Trustees Limited**	England & Wales	100%	Dormant
Gorrara Haden Limited*	England & Wales	100%	Dormant
Colmore Square Trustees Limited**	England & Wales	100%	Dormant
Wood Glaister Limited**	England & Wales	100%	Dormant
Philsec Limited**	England & Wales	100%	Dormant
Meaujo Incorporations Limited**	England & Wales	100%	Dormant
SGH Trustee Services Limited*	England & Wales	100%	Dormant
SGH Company Secretaries Limited*	England & Wales	100%	Dormant

Registered Office:

\* 6th Floor, 60 Gracechurch Street, London, EC3V 0HR

\*\* No 1 Colmore Square, Birmingham, B4 6AA

\*\*\* Somerset House, Temple Street, Birmingham, B2 5DJ

# SHAKESPEARE MARTINEAU LLP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

### 10. Debtors

	2022 £000	2021 £000
Trade debtors	37,904	26,391
Unbilled revenue	11,797	8,957
Other debtors	1,189	979
Prepayments and accrued income	2,531	3,420
	<u>53,421</u>	<u>39,747</u>

The impairment loss recognised in the LLP profit and loss account for the year in respect of bad and doubtful trade debtors was £47,000 gain (2021: £1,152,000 loss). All amounts shown under debtors fall due for payment within one year.

### 11. Creditors: Amounts falling due within one year

	2022 £000	2021 £000
Bank overdrafts	4,841	-
Bank loans	1,585	1,167
Trade creditors	8,588	7,444
Amounts owed to group undertakings	9,996	-
Other taxation and social security	3,280	5,766
Other creditors	94	1,340
Accruals and deferred income	3,641	3,594
	<u>32,025</u>	<u>19,311</u>

Bank loans are secured against assets of the LLP. The LLP has two bank loans. One being a long term loan which is repayable in quarterly installments over 5 years with interest of SONIA plus commercial margin. The second loan has a fixed rate of interest and is repayable in monthly installments within the next 12 months.

Bank overdrafts are secured by a floating charge over the assets of the firm.

Included within other creditors is an amount of £Nil (2021: £1,255,000) which relates to amounts due to former Members.

### 12. Creditors: Amounts falling due after more than one year

	2022 £000	2021 £000
Bank loans	1,750	2,750
	<u>1,750</u>	<u>2,750</u>

# SHAKESPEARE MARTINEAU LLP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

### 13. Financial instruments

	2022 £000	2021 £000
<b>Financial assets</b>		
Financial assets that are debt instruments measured at amortised cost	54,465	43,557
<b>Financial liabilities</b>		
Financial liabilities measured at amortised cost	30,495	16,295

Financial assets measured at amortised cost comprise cash, trade debtors, unbilled revenue and other debtors.

Financial liabilities measured at amortised cost comprise bank loans and overdrafts, trade creditors, other creditors and amounts due to former Members, amounts due to group undertakings and accruals.

### 14. Provisions for liabilities

	Property provisions £000	Professional indemnity £000	Total £000
At 1 May 2021	2,411	1,146	3,557
Charged to the profit and loss account	191	-	191
Utilised in the year	(195)	(501)	(696)
<b>At 30 April 2022</b>	<b>2,407</b>	<b>645</b>	<b>3,052</b>

Property provisions relate to dilapidations in line with the LLP's stated accounting policies and any other associated property costs. Dilapidations are provided for and are included in the financial statements at the expected costs associated with bringing the relevant property into an acceptable state. The provisions have not been discounted to present values as the impact on the financial statements is immaterial.

A provision for professional indemnity claims is evaluated each year end based on the likely outcome of potential claims against the LLP. The values provided for are the excess amounts not covered under the LLP's insurance policy.

### 15. Members' interests

Loans and other debts due to Members rank pari passu with unsecured creditors in the events of a winding up.

## SHAKESPEARE MARTINEAU LLP

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022

#### 16. Pension commitments

The entity operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the entity in an independently administered fund. The pension cost charge represents contributions payable by the entity to the fund and amounted to £1,258,000 (2021: £1,069,000). Contributions totaling £261,058 (2021: £Nil) were payable to the fund at the balance sheet date and are included in creditors.

#### 17. Commitments under operating leases

The LLP had minimum lease payments under non-cancelable operating leases as set out below:

	2022 £000	2021 £000
Within one year	2,864	2,956
Between 1-5 years	2,725	4,535
	<u>5,589</u>	<u>7,491</u>

#### 18. Related party transactions

At the year end £Nil (2021: £194,350) was owed by SGH Martineau LLP to Shakespeare Martineau LLP. The designated Members of SGH Martineau LLP are also among the designated Members of Shakespeare Martineau LLP.

Key management personnel include all designated Members of the parent entity, Ampa Holdings LLP, who together have authority and responsibility for planning, directing and controlling the activities of the LLP. The total compensation paid to key management personnel for services provided to the LLP was £Nil (2021: £3,990,000). In 2022 the key management personnel have been remunerated through Ampa Holdings LLP.

#### 19. Controlling party

On 1 May 2021, Members in Shakespeare Martineau LLP exchanged their membership in the LLP to become Members of Ampa Holdings LLP. Ampa Holdings LLP is a limited liability partnership registered in England and Wales. Ampa Holdings LLP is a corporate member of Shakespeare Martineau LLP and is the controlling party. The registered address of Ampa Holdings LLP is No 1 Colmore Square, Birmingham, United Kingdom, B4 6AA.

The smallest and largest group in which the results of the LLP are consolidated is Ampa Holdings LLP, incorporated in England and Wales. Consolidated accounts are available from Companies House, Cardiff, CF14 3UZ.

#### 20. Post balance sheet events

On 30 September 2022,<sup>2</sup> Shakespeare Martineau LLP acquired 100% share capital of GL Holdings Limited and subsidiary companies.