

Registered no. OC301149

Withers LLP
Annual Report and Financial Statements
For the period from 2 July 2021 to 30 June 2022

THURSDAY



ACØEU7EB

A21

30/03/2023

#71

COMPANIES HOUSE

CONTENTS

Officers and professional advisors	2
Members' report	3
Energy and Carbon Report	6
Members' responsibilities statement	7
Independent auditor's report to the members of Withers LLP	8
Consolidated profit and loss account	11
Consolidated statement of comprehensive income	12
Consolidated balance sheet	13
LLP balance sheet	14
Consolidated statement of changes in members' interests	15
LLP statement of changes in members' interests	17
Consolidated statement of cash flows	19
Notes to the financial statements	20

WITHERS LLP

OFFICERS AND PROFESSIONAL ADVISORS

SENIOR MANAGEMENT

Justine Markovitz
Margaret Robertson
Stacy Choong
Winston Seow
Richard Penfold
Matthew Woods
Diana Wierbicki
Elizabeth Bawden

REGISTERED OFFICE

20 Old Bailey
London
EC4M 7AN
United Kingdom

AUDITOR

Deloitte LLP
Statutory Auditor
London
United Kingdom

WITHERS LLP

Members' report

The members are pleased to present their annual report and the audited consolidated financial statements of Withers LLP and all its subsidiary undertakings ("the Group") for the period from 2 July 2021 to 30 June 2022. The Group's year end date has been shortened by 1 day to bring it in-line with that of other related entities.

Firm Structure

Withers LLP is a Limited Liability Partnership registered in England and Wales.

Principal activity

Withers LLP (the "LLP") and its subsidiary entities (together the "Group") are principally engaged in the provision of legal services operated through a network of offices in Asia Pacific and Europe. The LLP works in close association with Withers Bergman LLP, a US legal practice with offices in New York, New Haven, Greenwich (Connecticut), San Francisco, San Diego, Los Angeles, Boston and Texas.

Review of the business and future developments

The LLP's and Group's business plan is to continue to invest and grow, in particular in its existing locations and key sectors while retaining appropriate profitability. The results for the period are set out on page 11. The members regard the results and future prospects to be satisfactory.

Branches outside the United Kingdom

The LLP has a branch, as defined in Section 1046(3) of the Companies Act 2006, outside the UK in Switzerland. The results of this branch are consolidated in these financial statements.

Designated members

The designated members, who served during the period and up to the date of signing this report, unless stated otherwise, were:

Elaine Felicity Aarons	02 May 2006	Josefina Colomar	29 August 2019
Julia Anne Abrey	13 December 2001	James Thomas Geoffrey Copson	13 December 2001
Pervaze Ahmed	01 January 2022		(retired 31 December 2021)
Christina Maria Baltz	19 January 2016	Christopher Rollefson Cowles	26 May 2021
Deborah Evaline Barker	06 April 2015	Roberta Crivellaro	01 July 2008
Sarah Ann Barker	01 December 2021	Lara Elizabeth Crompton	01 July 2018
Elizabeth Ann Bawden	18 May 2015	Ruby Dalal	01 November 2022
Ginna Bibby	13 January 2020	Jennifer Dickson	01 July 2022
Claire Anne Blakemore	01 July 2010	Carrie Elizabeth Duncan	30 January 2023
Mahesh Kumar Bolimbala	20 September 2019	Marsha Laine Dungog	12 November 2020
	(retired 07 October 2022)	Richard Emmons	13 July 2021
Nicolette Clare Bostock	01 November 2022	Tracy Evlogidis	02 October 2017
Jenny Marie Hill Bratt	01 March 2017	Lian Fang	07 February 2018
Paul Richard Brecknell	13 December 2001	Eva Farkas-Dinardo	25 January 2018
	(retired 31 December 2022)	Theda Fisher	13 February 2018
Michael Scott Brophy	12 June 2015	Brett Adam Frankie	01 July 2015
Timothy Burns	19 August 2014	Gerald Masjro Fujii	01 February 2019
Jennifer Canavan	04 September 2019	Elliot Marc Galler	22 January 2018
Joy Cheng-I Chang	16 August 2018	Fernando Gandioli	19 June 2019
Guan Feng Chen	02 August 2021	Andrew Woodward Gay	10 March 2022
Helen Cheng	13 April 2021	Timothy James George	01 July 2012
Zhihui Ivan Cheong	30 March 2021	Samantha Claire Gershon	01 July 2016
Andrew James Sloan Chesser	19 January 2016	Doron Goldstein	20 August 2021
Steven John Chidester	07 March 2018	Michael David Gouriet	01 January 2002
	(retired 30 June 2022)	Michelle Graham	10 June 2015
Man Dick Michael Chik	07 September 2021	Katharine Annabel Lucy Graves	01 July 2003
Stacy Choong	03 June 2019	Deborah Greaves	03 March 2020
Alistair David Christopher	19 August 2019	Christopher Jonathan James Groves	01 July 2007
Claire Susan Christy	01 July 2017	David Scott Guin	14 August 2007
Joseph Chu	17 August 2021	Hussein Haeri	08 December 2014
Polly Chu	12 July 2017	Claire Elizabeth Harris	01 July 2017
Yee Hong Chua	28 September 2018	Sinead Finola Harris	01 January 2021
Dora Lorraine Susan Clarke	01 July 2008	Rachel Anne Hawkins	08 April 2019
Iain Andrew Murray Cockburn	01 August 2018	Amy Hespenheide	28 February 2022
George Piers Coleman	01 July 2022	Anthony Paul Hewitt	01 July 2003

WITHERS LLP

Members' report (continued)

Designated members (continued)

Yin Ho	22 August 2021	Ann Margaret Neumann	03 March 2022
Mark Holden	29 March 2004	Carl Newman	25 February 2021
David Michael Holland	01 July 2022	Natasha Oakshott	01 January 2021
Edward Anthony Egerton Hoskyns-Abraham	01 July 2008	Yoshiyuki Omori	03 August 2021
Thomas Michael Hughes	30 June 2022	Rebecca Lynne O'Toole	10 August 2018
Anthony Rocco Indalmo	01 January 2019	Matthew Owens	13 March 2021
(retired 30 September 2021)		Pauline Page	13 September 2021
Edward Henry Oliver Jarron	01 July 2017	Alison Jane Sargent Paines	13 December 2001
Paul Pouriá Jebely	01 January 2022	Kimberley Pallen	08 October 2021
Stephannie Paige Jones	19 January 2023	Alessia Paoletto	01 July 2018
William James Kambas	08 August 2014	Diana Clare Parker	13 December 2001
Samantha Klein Karsh	03 December 2021	Elizabeth Clare Payne	01 July 2022
Amarji Kaur	19 October 2018	Richard William Penfold	01 August 2018
Kevin Keen	21 July 2021	Alana Bevington Petraske	01 July 2018
(retired 15 April 2022)		Louis Robert Piscatelli	01 January 2002
Bryan Kelly	16 July 2019	Junko Pitt	25 January 2019
(retired 07 February 2022)		(retired 31 December 2021)	
Stephen Howard Kempster	14 July 2014	Adele Alice Pledger	01 January 2021
Alex Luke Khalarian	28 December 2022	Eleni Maria Polycarpou	01 July 2017
Amman Ahmed Khan	09 December 2020	Hewage Ushan Saminda Premaratne	31 March 2022
Harvey Vernon Knight	01 July 2011	Christopher Severyn Somerville Priestley	01 July 2003
Kwan Fung Ko	30 August 2018	Philip George Reed	22 February 2021
Chin Chin Koh	25 November 2021	Edward Arthur Rann	01 January 2002
(retired 20 December 2022)		Stephen Campbell Richards	01 July 2013
Tien Gui Koh	10 January 2022	Margaret Robertson	13 December 2001
Jonathan Hei Mun Kok	19 March 2020	Philip Robinson	12 September 2022
Jay Frederick Krause	14 February 2002	Victoria Elizabeth Rodley	04 July 2022
Ming Wai Ku	19 February 2013	Eric Roose	01 April 2019
(retired 21 January 2022)		Stephen Andrew Charles Ross	01 July 2015
Chenthil Kumar Kumarasingam	15 November 2022	Michael Rueda	19 August 2019
Anthony Robert Peter Lamb	01 July 2017	Ivan Anthony Sacks	11 July 2003
Katharine Stella Jane Landells	01 July 2013	Yutaka Sakashita	15 December 2022
Christopher Lavigne	21 September 2021	Joanne Victoria Sanders	21 January 2019
Kwong Wing Leon	06 April 2015	Meriel Jane Schindler	13 December 2001
Chuo Ming Léong	27 September 2018	Aaron Schumacher	24 September 2014
Shaun Li Shiong Leong	13 March 2021	Han Chiang Winston Seow	05 May 2015
Jim Kheng Hual Lim	06 April 2015	Sharon Andrea Ser	04 October 2010
(retired 31 July 2021)		(retired 30 June 2022)	
Emma Louise Lindsay	21 September 2018	John Serio	29 July 2021
Julian David Lipson	01 July 2003	James Alan George Shaw	01 August 2018
(retired 01 March 2022)		Zhong Fa Joel Shen	07 October 2021
Xanthe Lok	01 July 2018	Natalie Louise Sherborn	03 May 2022
Ryan Michael Lorusso	21 November 2022	Constance Shields	18 August 2018
Mark Robert Lynch	01 July 2022	Shannon Kimberly Retzke Smith	23 September 2013
Douglas David Mandell	09 April 2020	Susanna Catherine Brown Stanfield	01 August 2018
James Henry Martell	01 July 2015	David Stein	01 July 2005
Paul Gervase McGrath	01 July 2007	Natasha Claudia Stourton	01 January 2021
Jaime Elizabeth McLemore	22 January 2018	Robert Henry Stuart	13 December 2001
Sarah Louise Melaney	17 January 2022	Chi Wai Suen	02 March 2018
Amber Melville-Brown	01 July 2011	Catherine Swafford	11 May 2021
Tatiana Menshenina	16 November 2015	Kenneth Zhao-Ming Szeto	28 September 2022
Patricia Anne Milner	13 December 2001	Yin Ting Erlene Tan	29 May 2019
Jeremiah Moffitt	12 June 2015	Kam Wing Tang	21 July 2017
Mara Monte	01 January 2021	Timothy John Taylor	13 December 2001
Francis Hugh More	01 July 2019	Julie Francesca Teal	08 October 2013
Samantha Sian Morgan	13 December 2001	(retired 24 September 2021)	
Roberto Giuseppe Michele Moruzzi	13 December 2001	Charles Edward James Tee	01 July 2014
Kenneth Cowan Mullen	01 February 2010	Loretta Thompson	10 February 2022
Philip Edward Munro	28 May 2016	Lesley-Anne Timms	01 July 2018
Shashidran Nathan	05 May 2015	Suzanne Jane Todd	01 July 2007
Stephen Everett Chalmers Nerland	08 January 2018	Chiao Lin Jocelyn Tsao	21 August 2018

WITHERS LLP

Members' report (continued)

Designated members (continued)

Toshihiko Tsuchiya	17 June 2020	Sharon Pamela Whitehouse
Sherlin Hsie-Lien Tung	9 June 2020	Diana Wierbicki
Naoki Ueyama	21 February 2019	Ben Hugh Williams
Nicholas Richard Vaughan	01 July 2016	Yuk Long Simon Wong
Sandra Viana	01 July 2007	Peter William Wood
Ceri Alexandra Vokes	01 July 2013	Matthew James Woods
Hannah Joyce Walloo	13 September 2021	Naomita Yadav
Jeremy Martin Wakeham	01 July 2005	Koji Yamamoto
Penelope Jacqueline Warr	13 December 2001	Karen Yates
Andrew Paul Wass	01 July 2010	Vasiliki Yiannoulis
Laura Watanabe	30 September 2022 (retired 17 February 2023)	Yung Kaong Justin Yip
Philip John Watkins	04 July 2022	Daniel Poh Thai Yong
George Graham Webster	01 July 2017	Caryn Young
Steven Wheeler	11 March 2021	Wei Zhang

28 February 2019
01 July 2014
01 January 2021
15 February 2023
13 December 2001
01 July 2007
02 August 2021
14 March 2019
26 February 2020
22 January 2018
31 May 2018
16 August 2019
16 November 2022
05 December 2017

Members' drawings and the subscription and repayment of members' capital

The LLP operates a drawings policy which has regard to a cautious estimate of budgeted profits. Drawings are restricted to prudent levels, taking into account working capital performance, with full distributions of profits made only when the results for the period and individual members' allocations have been determined. In addition, the Membership Agreement provides a framework for further restriction of drawings under circumstances where the cash requirements of the business need to take priority over the cash needs of the members.

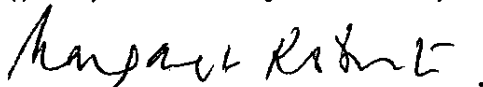
Members' capital requirements are determined from time to time having regard to the short, medium and long term needs of the business. The levels of capital contribution depends on the member's number of profit sharing units. Members' capital is repaid on retirement.

Auditor

Deloitte LLP have expressed their willingness to continue in office as auditor and will be proposed for reappointment.

Approval

Approved by the members and signed on their behalf by



Margaret Robertson
Designated Member

Date: 28 March 2023

WITHERS LLP

Energy and Carbon Report

For the period from 2 July 2021 to 30 June 2022

We have reported on all sources of full GHG emissions and energy usage as required under the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 as amended.

GHG emissions and energy usage

GHG emissions and energy usage data for the period from 2 July 2021 to 30 June 2022	UK	UK
	2022	2021
Emissions from combustion of gas (Scope 1 – tonnes of CO ₂ e)	67.854	97.626
Emissions from combustion of fuel for transport purposes (Scope 1 – tonnes of CO ₂ e)	-	-
Emissions from electricity purchased for own use, including for the purposes of transport (Scope 2 – tonnes of CO ₂ e)	118.494	155.513
Emissions from business travel in rental cars or employee-owned vehicles where company is responsible for purchasing the fuel (Scope 3 – tonnes of CO ₂ e)	-	-
Total gross CO₂e based on above	186.348	253.139
Energy consumption used to calculate emissions – kwh	939,468	1,269,200
Tonnes of CO ₂ e per employee	0.345	0.506

Reporting Boundary and Methodology

The reporting boundary used for the collation of the above data is the UK offices of the Withers LLP Group.

The most significant Scope 1 and 2 impacts from the UK operations are from the head office at 20 Old Bailey. The building was refurbished to achieve a BREEAM new construction rating of Excellent for the shell and core. We have also followed good practice in procuring green tariffs only for both the electricity and gas consumption for the site.

Between FY2020-21 and 2021-22, there was a reduction of 40% in gas consumption for the office space at 20 Old Bailey, while a decrease in net consumption of 16% was observed in electricity usage. The reduction in gas consumption is mainly due to a 30% decrease in whole building metered consumption across the period, which likely reflects milder average temperatures through the winter of 2021-22 compared to the previous winter of 2020-21. Alongside this, higher tenancy rates in the building during FY2021-22 meant that Withers' share of occupied floorspace – and therefore gas consumption – reduced from 33% to 28%. Together these factors resulted in a 40% overall reduction in reported Scope 1 emissions.

We are committed to minimising the firm's global environmental footprint by identifying and implementing policies aimed at promoting greater environmental responsibility, sustainability and innovation. As part of this, we have made a commitment to monitor the GHG impacts of the global business across Scopes 1, 2 and 3, and to set a verified Science Based Targets in line with a 1.5°C future climate scenario.

In February 2023 our London office was officially certified by Planet Mark. Planet Mark is a sustainability certification for businesses of all sizes. It verifies and measures carbon and social data to reduce emissions and achieve the United Nations' Sustainable Development Goals.

Achieving Planet Mark certification recognises our dedication to the continuous improvement towards net-zero operations, including environmental assessments and carbon reporting, while helping us to set credible goals towards further developments. It encourages us to take action and builds an empowered community of like-minded individuals who make a world of difference.

We will continue to work closely with Planet Mark to measure and reduce our carbon footprint. We're also looking at how we can include more of our offices for the second year of certification.

WITHERS LLP

Members' responsibilities statement

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

The Limited Liability Partnerships (Accounts & Audit) (Application of the Companies Act 2006) Regulations 2008 require the members to prepare the 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), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. The financial statements are required by law to give a true and fair view of the state of affairs of the firm 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; and
- 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 disclose with reasonable accuracy at any time the financial position of the Limited Liability Partnership, and enable them to ensure that the financial statements comply with the Companies Act 2006, as applicable to limited liability partnerships. They are also responsible for safeguarding the assets of the Limited Liability Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

These responsibilities are exercised by the Board on behalf of the members.

Independent auditor's report to the members of Withers LLP

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Withers LLP (the 'parent limited liability partnership') and its subsidiaries (the 'Group'):

- give a true and fair view of the state of the Group's and of the parent limited liability partnership's affairs as at 30 June 2022 and of the group's profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships.

We have audited the financial statements which comprise:

- the consolidated statement of comprehensive income;
- the consolidated and parent LLP balance sheets;
- the consolidated and parent LLP statement of changes in members' interests;
- the consolidated statement of cash flows; and
- the related notes 1 to 19.

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).

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 Group and of the parent limited liability partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (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 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 group's and parent limited liability partnership'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.

Other information

The other information comprises the information included in the members report, other than the financial statements and our auditor's report thereon. The members are responsible for the other information contained within the members 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 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.

Independent auditor's report to the members of Withers LLP (continued)

Responsibilities of members

As explained more fully in the members' responsibilities statement, 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 Group's and the parent limited liability partnership'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 Group or the parent limited liability partnership 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.

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

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.

We considered the nature of the group's industry and its control environment and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations.

We also enquired of management about their own identification and assessment of the risks of irregularities including those that are specific to the group's business sector.

We obtained an understanding of the legal and regulatory framework that the group operates in, and identified the key laws and regulations that:

- > had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act 2006 and the tax legislation.
- > do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty. These included Solicitors Regulation Authority Standards and Regulations and UK Bribery Act.

We discussed among the audit engagement team, including significant component audit teams regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following areas, and our specific procedures performed to address it are described below:

- > We presume a risk of material misstatement due to fraud relating to revenue recognition. This has been pinpointed to the completeness of accrued revenue, more specifically the judgements applied in determining the amount of revenue that should be recognised at year end based on stage of completion. To address this risk, we have performed the following:
 - Reviewed the policies, methodology and assumptions used by management, including assessing and challenging the methodology applied; and
 - Performed substantive testing over accrued income through data analytics to compare an independent listing of members listing to the period end accrued revenue listing to ensure completeness, as well as comparing the period end listing of live client matters to the period end accrued revenue to identify potential matters which may be omitted from the year end accrued revenue. Outliers were then investigated through corroborative enquiry and inspection of third party evidence. We have evaluated the design and implementation of key business controls associated with the completeness of accrued revenue.

**Independent auditor's report to the members of
Withers LLP (continued)**

Extent to which the audit was considered capable of detecting irregularities, including fraud (continued)

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we performed journal entry testing; assessed whether judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- > reviewing financial statement disclosures by agreeing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- > performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; and
- > enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations.

Report on other legal and regulatory requirements

Matters on which we are required to report by exception

Under the Companies Act 2006 as applied to limited liability partnerships we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the parent limited liability partnership, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent limited liability partnership 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.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the limited liability partnership's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 as applied to limited liability partnerships. Our audit work has been undertaken so that we might state to the limited liability partnership'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 limited liability partnership and the limited liability partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.



Jeremy Black ACA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom

Date: 28 March 2023

WITHERS LLP**Consolidated profit and loss account**

For the period 2 July 2021 to 30 June 2022

	Notes	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Turnover	3	132,952,823	129,912,388
Other income		1,045,299	650,163
Operating expenses		(101,932,664)	(95,956,118)
Operating profit		32,065,458	34,606,433
Profit share from non-controlled entities		1,853,234	714,104
Finance costs (net)	4	(1,027,292)	(1,004,277)
Profit before taxation	5	32,891,400	34,316,260
Tax on profit	8	(273,602)	(790,997)
Profit for the financial period available for discretionary division among members		32,617,798	33,525,263

All amounts relate to continuing operations.

WITHERS LLP**Consolidated statement of comprehensive income**

For the period 2 July 2021 to 30 June 2022

	Note	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Profit for the financial period available for discretionary division among members		32,617,798	33,525,263
Remeasurement of net defined benefit pension liability	17	<u>1,294,000</u>	<u>1,933,000</u>
Total comprehensive income available for discretionary division among members		<u><u>33,911,798</u></u>	<u><u>35,458,263</u></u>
There is no tax relating to other comprehensive income			

WITHERS LLP

Consolidated balance sheet

As at 30 June 2022

	Notes	30 June 2022 £	1 July 2021 £
Fixed assets			
Goodwill	9	-	-
Tangible assets	10	18,186,357	18,034,289
Investments	11	720	720
		<u>18,187,077</u>	<u>18,035,009</u>
Current assets			
Debtors	12	64,545,268	51,547,018
Cash at bank and in hand		3,740,698	7,102,812
		<u>68,285,966</u>	<u>58,649,830</u>
Creditors: amounts falling due within one year	13	<u>(46,625,423)</u>	<u>(41,073,334)</u>
Net current assets		<u>21,660,543</u>	<u>17,576,496</u>
Total assets less current liabilities		<u>39,847,620</u>	<u>35,611,505</u>
Provision for liabilities	14	<u>(2,496,552)</u>	<u>(2,152,783)</u>
Net assets excluding defined benefit pension liability		<u>37,351,068</u>	<u>33,458,722</u>
Defined benefit pension liability	17	<u>(396,000)</u>	<u>(2,359,000)</u>
Net assets attributable to members		<u><u>36,955,068</u></u>	<u><u>31,099,722</u></u>
Represented by:			
Loans and other debts due to members within one year			
Members' capital classified as a liability		13,409,685	14,452,388
Other amounts		43,008,708	32,159,646
		<u>56,418,393</u>	<u>46,612,034</u>
Members' other interests			
Other reserves classified as equity		(19,463,325)	(15,512,312)
		<u>36,955,068</u>	<u>31,099,722</u>
Total members' interests		<u><u>56,418,393</u></u>	<u><u>46,612,034</u></u>
Loans and other debts due to members		(19,463,325)	(15,512,312)
Members' other interests		<u>36,955,068</u>	<u>31,099,722</u>

The financial statements of Withers LLP (registered number OC301149) were approved by the members and authorised for issue on 28 March 2023 and signed on behalf of the members by:



Margaret Robertson
Designated Member

WITHERS LLP

LLP balance sheet

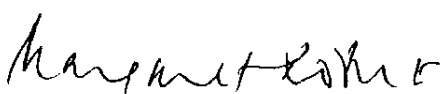
As at 30 June 2022

	Notes	30 June 2022 £	1 July 2021 £
Fixed assets			
Goodwill	9	-	-
Tangible assets	10	11,872,587	12,958,524
Investments	11	996,766	996,766
		<u>12,869,353</u>	<u>13,955,290</u>
Current assets			
Debtors	12	75,323,885	61,266,975
Cash at bank and in hand		627,071	4,732,145
		<u>75,950,956</u>	<u>65,999,120</u>
Creditors: amounts falling due within one year	13	<u>(70,917,349)</u>	<u>(63,125,692)</u>
Net current assets		<u>5,033,607</u>	<u>2,873,428</u>
Total assets less current liabilities		<u>17,902,960</u>	<u>16,828,718</u>
Provision for liabilities	14	<u>(2,330,502)</u>	<u>(1,963,174)</u>
Net assets excluding defined benefit pension liability		<u>15,572,458</u>	<u>14,865,544</u>
Defined benefit pension liability	17	<u>(396,000)</u>	<u>(2,359,000)</u>
Net assets attributable to members		<u><u>15,176,458</u></u>	<u><u>12,506,544</u></u>
Represented by:			
Loans and other debts due to members within one year			
Members' capital classified as a liability		13,408,685	14,451,388
Other amounts		35,505,534	26,177,939
		<u>48,914,219</u>	<u>40,629,327</u>
Members' other interests			
Other reserves classified as equity		(33,737,760)	(28,122,783)
		<u>15,176,458</u>	<u>12,506,544</u>
Total members' interests			
Loans and other debts due to members		48,914,219	40,629,327
Members' other interests		(33,737,760)	(28,122,783)
		<u>15,176,458</u>	<u>12,506,544</u>

Withers LLP has taken advantage of Section 408 of the Companies Act 2006 as applied by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 not to present the LLP's own profit and loss account.

The LLP's profit for the financial period available for discretionary division among members was £28,851,311 (2021: £26,491,849).

The financial statements of Withers LLP (registered number OC301149) were approved by the members and authorised for issue on 28 March 2023 and signed on behalf of the members by:



Margaret Robertson
Designated Member

WITHERS LLP

Consolidated statement of changes in members' interests For the period 2 July 2021 to 30 June 2022

	Notes	Members' capital £	Loans and other amounts due (from)/to members £	Other reserves classified as equity £	Total members' interests £
Members' interest at 02 July 2021		14,452,388	32,159,646	(15,512,312)	31,099,722
Profit for the financial period available for discretionary division among members		-	-	32,617,798	32,617,798
Members' interest after profit for the period		14,452,388	32,159,646	17,105,486	63,717,520
Remeasurement of net defined benefit liability	17	-	-	1,294,000	1,294,000
Total comprehensive income		14,452,388	32,159,646	18,399,486	65,011,520
Divided profits		-	37,862,811	(37,862,811)	-
Members' capital introduced		123,564	-	-	123,564
Capital repaid		(1,166,267)	-	-	(1,166,267)
Drawings and distributions		-	(27,013,749)	-	(27,013,749)
At 30 June 2022		13,409,685	43,008,708	(19,463,325)	36,955,068

WITHERS LLP

Consolidated statement of changes in members' interests (continued)

For the year ended 01 July 2021

	Notes	Members' capital £	Loans and other amounts due (from)/to members £	Other reserves classified as equity £	Total members' interests £
Members' interest at 02 July 2020		14,736,787	25,135,837	(14,053,994)	25,818,630
Profit for the financial year available for discretionary division among members		-	-	33,525,263	33,525,263
Members' interest after profit for the year		14,736,787	25,135,837	19,471,269	59,343,893
Remeasurement of net defined benefit liability	17	-	-	1,933,000	1,933,000
Total comprehensive income		14,736,787	25,135,837	21,404,269	61,276,893
Divided profits		-	36,916,581	(36,916,581)	-
Members' capital introduced		693,569	-	-	693,569
Capital repaid		(977,968)	-	-	(977,968)
Drawings and distributions		-	(29,892,772)	-	(29,892,772)
At 01 July 2021		14,452,388	32,159,646	(15,512,312)	31,099,722

WITHERS LLP

LLP statement of changes in members' interests For the period 2 July 2021 to 30 June 2022

	Notes	Members' capital £	Loans and other amounts due (from)to members £	Other reserves classified as equity £	Total members' interests £
Members' interest at 02 July 2021		14,451,388	26,177,939	(28,122,783)	12,506,544
Profit for the financial period available for discretionary division among members		-	-	28,851,311	28,851,311
Members' interest after profit for the period		14,451,388	26,177,939	728,527	41,357,855
Remeasurement of net defined benefit liability	17	-	-	1,294,000	1,294,000
Total comprehensive income		14,451,388	26,177,939	2,022,527	42,651,854
Divided profits		-	35,760,288	(35,760,288)	-
Members' capital introduced		123,564	-	-	123,564
Capital repaid		(1,166,267)	-	-	(1,166,267)
Drawings and distributions		-	(26,432,693)	-	(26,432,693)
At 30 June 2022		13,408,685	35,505,534	(33,737,760)	15,176,458

WITHERS LLP

LLP statement of changes in members' interests (continued)

For the year ended 01 July 2021

	Notes	Members' capital £	Loans and other amounts due (from)/to members £	Other reserves classified as equity £	Total members' interests £
Members' interest at 02 July 2020		14,735,787	17,815,533	(21,969,637)	10,581,683
Profit for the financial year available for discretionary division among members		-	-	26,491,849	26,491,849
Members' interest after profit for the year		14,735,787	17,815,533	4,522,212	37,073,532
Remeasurement of net defined benefit liability	17	-	-	1,933,000	1,933,000
Total comprehensive income		14,735,787	17,815,533	6,455,212	39,006,532
Divided profits		-	34,577,995	(34,577,995)	-
Members' capital introduced		693,569	-	-	693,569
Capital repaid		(977,968)	-	-	(977,968)
Drawings and distributions		-	(26,215,589)	-	(26,215,589)
At 01 July 2021		14,451,388	26,177,939	(28,122,783)	12,506,544

WITHERS LLP

Consolidated statement of cash flows For the period 2 July 2021 to 30 June 2022

	Notes	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Net cash flows from operating activities	15	14,971,450	41,766,817
Cash flows from investing activities			
Purchase of tangible fixed assets		(3,314,208)	(4,765,511)
Interest received		31,680	20,049
Profit share from non-controlled entities		1,853,234	714,104
Net cash flows used in investing activities		<u>(1,429,294)</u>	<u>(4,031,358)</u>
Cash flows from financing activities			
Capital introduced by members		123,564	693,569
Capital repaid to members		(1,166,267)	(977,968)
New bank loans		6,515,029	8,750,000
Bank loans repaid		(2,500,000)	(11,000,000)
Payments to or on behalf of the members		(27,013,749)	(29,642,772)
Net cash flows used in financing activities		<u>(24,041,423)</u>	<u>(32,177,171)</u>
Net (decrease)/increase in cash and cash equivalents		(10,499,267)	5,558,288
Cash and cash equivalents at beginning of period		<u>7,102,812</u>	<u>1,544,524</u>
Cash and cash equivalents at end of period		<u><u>(3,396,455)</u></u>	<u><u>7,102,812</u></u>
Cash and cash equivalents comprise:			
Cash at bank and in hand		3,740,698	7,102,812
Bank overdrafts		<u>(7,137,153)</u>	<u>-</u>
		<u><u>(3,396,455)</u></u>	<u><u>7,102,812</u></u>

WITHERS LLP

Notes to the financial statements

For the period 2 July 2021 to 30 June 2022

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the period and the preceding year.

a. General information and basis of accounting

Withers LLP ("the LLP") is registered and incorporated in the United Kingdom under the Limited Liability Partnership Act 2000. The address of the registered office is given on page 2. The nature of the Group's operations and its principal activities are set out in the members' report on pages 3 to 5.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) 'The Financial Reporting Standards applicable in the UK and Republic of Ireland' issued by the Financial Reporting Council and the requirements of the Statement of Recommended Practice (SORP): Accounting by Limited Liability Partnerships (issued in December 2018).

The functional currency of the LLP is considered to be pounds sterling because that is the currency of the primary economic environment in which the LLP operates. The consolidated financial statements are also presented in pounds sterling. Foreign operations are included in accordance with the policies set out below.

Withers LLP meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements, which are presented alongside the consolidated financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement, intra-group transactions and remuneration of key management personnel.

b. Basis of consolidation

The Group financial statements consolidate the financial statements of the LLP and its subsidiary undertakings drawn up to 30th June. The results of subsidiaries acquired or sold are consolidated for the periods from or to the date on which control passed.

c. Going concern

The financial performance, position and cash flows are set out on pages 11 to 19.

Management have carefully considered the going concern basis of accounting. Management remains aware of the current global economic uncertainty and whilst there still remains uncertainty regarding the duration, extent and ultimate impact of current conditions, Management are taking appropriate actions to limit the impact on the Firm.

They have continued to prepare forecasts which are regularly updated to the date of approving these Financial Statements.

The primary drivers of going concern for Withers LLP are:

- Level of demand for services and consequentially activity and productivity of the fee earners;
- Ability to recover fees from clients at the agreed rates;
- Maintenance of the working capital cycle – in particular 'lock up' which represents the aggregate of unpaid billed revenue and unbilled revenue; and
- Compliance with debt covenants.

In forecasting the cash flow position of the group over the foreseeable future, management have prepared a 'base case' which has been sensitised to assess the impact of possible downside scenarios. The sensitivities applied represent 'reasonable worst case' outcomes but do not represent management's expectations for the actual out-turn. These sensitivities are considered to be unlikely based on the actual results to date and forecasted activity. Consideration has been given to the sensitivity of those key drivers to changes in exchange rates, lock up (increase of 10%), fee earner and client activity levels (decrease of 10%), and bad and doubtful debts (increase of 5%) and expenditure generally, to assess the cumulative impact on the Firm's levels of borrowing and on profitability. Based on these scenarios, and available management actions, they do not result in any expected breaches of existing banking covenant arrangements.

The Firm's borrowings, which were renewed on 30 September 2020 for a further five year term, included an Accordion facility. This has been drawn down for the first time in February 2023. The Firm's borrowing facilities have provided uninterrupted access to the funding required to operate for the foreseeable future. The Firm also has discretion over the timing of any cash distribution to its members as one of its key mitigating actions.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

1. Accounting policies (continued)

c. Going concern (continued)

Notwithstanding the current economic conditions and potential uncertainty over the level and timing of future revenues, after making inquiries and having considered the Firm's forecasts and projections and the level of its borrowing facilities, the members have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the LLP and the Group have adequate resources to continue in operational existence for the foreseeable future. For this reason the members continue to adopt the going concern basis of accounting in preparing the annual financial statements.

d. Subsidiary exemption from audit

For the period 2 July 2021 to 30 June 2022 the following United Kingdom subsidiaries of the LLP were entitled to exemption from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

Name	Nature of Trade	Registered Number	Country of Incorporation
Withers Trust Corporation Limited	Trustee Services	OC301149	England and Wales
Withers Consultancy Group LLP	Consultancy services	OC382999	England and Wales
Withers Australia LLP	Legal Services	OC395517	England and Wales

e. Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight line basis over its useful economic life, which is three years. Provision is made for any impairment.

f. Business combinations

Acquisitions of subsidiaries are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair value (at the date of exchange) of assets given, liabilities incurred or assumed and equity instruments issued and cash paid by the Group in exchange for control of the acquiree.

g. Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

Depreciation is provided on all tangible assets, at rates calculated to write off the cost less any residual value of each asset on a straight-line basis over its expected useful life, as follows:

Leasehold improvements	6.67% - 33.3% straight-line basis
Plant and machinery	10% - 33.3% straight-line basis
Computer equipment	10% - 33.3% straight-line basis
Motor vehicles	25% straight-line basis

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. Depreciation is not charged on assets in the course of construction until they are complete and commissioned.

h. Financial Instruments

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

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a finance transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

1. Accounting policies (continued)

h. Financial instruments (continued)

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Group, despite having retained some significant risks and rewards of ownership, has transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(i) Investments

Investments are measured at cost less impairment. A subsidiary is an entity controlled by the LLP. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

(ii) Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

i. Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

1. Accounting policies (continued)

j. Taxation

The taxation payable on the LLP profits is the personal liability of the members, although payment of such liabilities is administered by the LLP on behalf of the members. Consequently, neither LLP taxation nor related deferred taxation are accounted for in the financial statements. Sums set aside in respect of members' tax obligations are included in the balance sheet within loans and other debts due to members or set against amounts due from members as appropriate.

The tax expense represents the sum of the current and deferred tax relating to the corporate subsidiaries. The current tax expense is based on taxable profits of these companies.

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax relating to corporate subsidiaries is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

k. Members' interests

Members' capital is repayable on retirement of the member and is therefore classified as a liability. Because members may retire with less than one year's notice and typically have their capital repaid within one year of serving notice, members' capital is shown as being due within one year.

l. Provisions

Provisions are recognised when the LLP has a present obligation (legal or constructive) as a result of a past event, it is probable that the LLP will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

1. Accounting policies (continued)

l. Provisions (continued)

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

m. Divisible profits and members' remuneration

The LLP SORP recognises that the basis of calculating profits for allocation may differ from the profits reflected through the financial statements prepared in compliance with UK GAAP, given the established need to seek to focus profit allocation on ensuring equity between different generations and populations of members.

Consolidation of the results of certain subsidiary undertakings, the provision for annuities to current and former members, pension scheme charges, the spreading of acquisition integration costs and the treatment of long leasehold interests are all items which may generate differences between profits calculated for the purpose of allocation and those reported within the financial statements. Where such differences arise, they have been included within 'other amounts classified as equity' in the balance sheet.

Profit shares, which in accordance with the members' agreement have not been divided until after the balance sheet date, are treated in these financial statements as unallocated at the balance sheet date and included within other reserves.

n. Turnover

Revenue for services represents the fair value of legal services provided during the year on client assignments. Fair value reflects the amount expected to be recoverable from clients and is based on time spent, expertise and skills provided, and expenses incurred. Fee income is stated net of Value Added Tax.

Legal services provided to clients during the year which, at the balance sheet date, have not been invoiced to clients, have been recognised as fee income in accordance with Section 23 Revenue of Financial Reporting Standard 102. Fee income recognised in this manner is based on an assessment of the fair value of the services provided by the balance sheet date as a proportion of the total value of the engagement.

Unbilled fee income is included as accrued revenue within debtors. Accrued revenue is stated at fair value where the right to consideration has been obtained. Provision is made against unbilled amounts on those engagements where the right to receive payments is contingent on factors outside the control of the Group. Contingent fee income (over and above any agreed minimum fee which is recognised as above) is recognised in the period when the contingent event occurs.

Income in relation to interest is recognised on receipt.

o. Employee benefits

For defined benefit schemes the amounts charged to operating profit are the costs arising from employee services rendered during the period and the cost of plan introductions, benefit changes, settlements and curtailments. They are included as part of staff costs. The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Remeasurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other retirement benefit is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Other long-term employee benefits are measured at the present value of the benefit obligation at the reporting date.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

1. Accounting policies (continued)

p. Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

The results of overseas operations are translated at the average rates of exchange during the year and their balance sheets at the rates ruling at the balance sheet date. Exchange differences arising on translation of the opening net assets and results of overseas operations are reported in other comprehensive income and accumulated in equity.

q. Leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

r. Government Grants

Government grants are recognised, using the accruals method, when there is reasonable assurance that the entity will comply with any conditions attached to the grant and the grant will be received. The grant is recognised as income over the period necessary to match them with the related costs, for which they are intended to compensate.

s. Dividend Income

Dividend income due to Withers LLP is recognised in the year in which the dividend is declared.

t. Non-controlled entities

Withers LLP recognises its entitlement to the profit share relating to non-controlling entities in the year in which the profit is generated.

2. Critical accounting judgements and sources of estimation uncertainty

In the application of the Group's principal accounting policies, which are described in note 1, the members are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make 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 that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised 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.

Critical judgements in applying the Group's accounting policies

No critical judgements were required to be made by the members in the process of applying the Group's accounting policies that have a significant effect on the amounts recognised in the financial statements.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, as discussed below:

Revenue recognition - accrued income

The value of accrued revenue is derived on the basis of estimations and assumptions regarding the fair value of unbilled time at the period end, in accordance with the Group's accounting policy for revenue recognition.

Measurement of provisions

The Group's provisions, as set out in note 14 to the financial statements, include provisions for liabilities relating to property, professional indemnity and other commercial claims and are based on management's best estimate of future cash flows.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

2. Critical accounting judgements and sources of estimation uncertainty (continued)

Actuarial assumptions

The pension liabilities in respect of the defined benefit scheme have been independently valued by actuaries based on information provided by the Group. The measurement of defined benefit obligations is dependent upon material key assumptions, including discount rates, life expectancy rates, future returns on assets and future contribution rates. The key assumptions are set out in note 17 to the financial statements and have been determined having taken advice from the independent actuaries.

3. Turnover

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Turnover	132,952,823	129,912,388

All turnover is derived from the Group's principal activity as described in the members' report on page 3.

No segmental analysis has been shown. The members consider that such disclosure would be seriously prejudicial to the business.

4. Finance costs (net)

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Interest payable and similar charges		
Bank loans and overdrafts	(1,021,972)	(956,326)
Net interest on defined benefit liabilities	(37,000)	(68,000)
	<u>(1,058,972)</u>	<u>(1,024,326)</u>
Interest receivable and similar income		
Bank interest receivable	31,680	20,049
	<u>31,680</u>	<u>20,049</u>
Finance costs (net)	<u>(1,027,292)</u>	<u>(1,004,277)</u>

5. Profit before taxation and members' remuneration and profit shares

Profit before taxation and members' remuneration and profit shares is stated after charging/(crediting):

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Operating lease rentals:		
Plant and machinery	211,044	335,230
Leasehold buildings & other	5,074,128	5,151,594
Depreciation of tangible fixed assets (see note 10)	3,162,140	2,846,948
Amortisation of goodwill (see note 9)	-	418,666
Loss on disposal of fixed assets (see note 10)	-	273,171
Government grant income	-	(195,364)
Foreign exchange loss/(gain)	159,416	(87,226)

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

The analysis of the auditor's remuneration is as follows:

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Fees payable to the Group's auditor for the audit of the Group's annual accounts	121,080	72,200
Fees payable to the Group's auditor for the audit of the subsidiaries' annual accounts	13,200	8,250
Total audit fees	134,280	80,450
Other assurance services	57,200	48,300
Other taxation advisory services	11,460	27,665
Total non-audit fees	68,660	75,965

No services were provided pursuant to contingent fee arrangements. Non-audit fees relate to parent, Group and investments.

6. Members and staff

The average monthly number of employees (including members) was:

	Group		LLP	
	2 July 2021 to 30 June 2022	2 July 2020 to 1 July 2021	2 July 2021 to 30 June 2022	2 July 2020 to 1 July 2021
Members	99	94	76	71
Client service staff	299	298	6	5
Administration	329	313	7	8
	727	705	89	84

Employees' aggregate remuneration comprised:

	Group		LLP	
	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Wages and salaries	58,304,965	54,634,953	2,601,301	2,945,668
Social security costs	4,714,432	4,112,125	235,661	227,499
Other pension costs	2,041,036	1,571,425	187,595	129,465
	65,060,433	60,318,503	3,024,557	3,302,632

Other pension costs include only those items included within operating costs. Items reported elsewhere have been excluded.

7. Members' remuneration and transactions

Profits are shared among the members after the financial statements have been finalised in accordance with agreed profit sharing arrangements and include interest on members' funds. The amount of profit divided among members is subject to the exercise of discretion by the management at the point at which profits are determined. Accordingly, there is no members' remuneration charged as an expense.

The estimated entitlement of the highest paid member (excluding employees or consultants remunerated on an equivalent basis to members) for the current period, yet to be divided is £1,191,799 (2021: £1,066,724).

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

8. Tax on profit

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Taxation arises within the subsidiary undertakings of the Group and represents:		
Current tax on profit	273,602	790,997

In most locations, including the UK, income tax payable on the profits allocated to partners is the personal liability of the members and hence is not shown in these financial statements.

In some other locations the income tax payable on the division of profits of members is the personal liability of the members resident in that location but the element payable by the members not resident in that location is the liability of Withers LLP. Only the latter amounts are reflected in these financial statements.

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Profit before taxation	32,891,400	34,316,260
Amounts subject to personal tax	(33,471,609)	(31,645,730)
Profit subject to taxation	(580,209)	2,670,530

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Profit subject to taxation	(580,209)	2,670,530
At UK corporation tax rate of 19% (1 July 2021: 19%)	(110,240)	507,401
Tax effects of:		
Different tax rates and bases in other jurisdictions	383,842	283,596
Tax charge for the period	273,602	790,997

In recent years the UK Government has maintained the rate of UK Corporation tax at 19% (effective from 1 April 2017 onwards). The Finance Act 2021 which was substantively enacted on 24 May 2021 included provisions to increase the rate further to 25% effective from 1 April 2023.

9. Goodwill

	Group £	LLP £
Cost		
At 02 July 2021 and 30 June 2022	1,250,000	1,250,000
Amortisation		
At 02 July 2021 and 30 June 2022	(1,250,000)	(1,250,000)
Net book value		
At 02 July 2021 and 30 June 2022	-	-

WITHERS LLP
Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

10. Tangible assets

Group	Computer Equipment £	Leasehold Improvements £	Plant and machinery £	Motor vehicles £	Total £
Cost					
At 02 July 2021	3,071,277	14,033,595	8,569,889	248,275	25,923,036
Reclassification	(3,071,277)	-	3,071,277	-	-
Additions	-	366,672	2,947,536	-	3,314,208
At 30 June 2022	-	14,400,267	14,588,702	248,275	29,237,244
Depreciation					
At 02 July 2021	-	3,393,386	4,344,508	150,853	7,888,747
Charge for the period	-	1,054,531	2,071,424	36,185	3,162,140
At 30 June 2022	-	4,447,917	6,415,932	187,038	11,050,887
Net book value					
At 30 June 2022	-	9,952,350	8,172,770	61,237	18,186,357
At 01 July 2021	3,071,277	10,640,209	4,225,381	97,422	18,034,289
LLP					
	Computer Equipment £	Leasehold Improvements £	Plant and machinery £	Motor vehicles £	Total £
Cost					
At 02 July 2021	458,072	10,646,027	7,168,291	248,275	18,520,665
Reclassification	(458,072)	-	458,072	-	-
Additions	-	50,662	1,084,646	-	1,135,308
At 30 June 2022	-	10,696,689	8,711,009	248,275	19,655,973
Depreciation					
At 02 July 2021	-	2,051,510	3,359,778	150,853	5,562,141
Charge for the period	-	717,243	1,467,817	36,185	2,221,245
At 30 June 2022	-	2,768,753	4,827,595	187,038	7,783,386
Net book value					
At 30 June 2022	-	7,927,936	3,883,414	61,237	11,872,587
At 01 July 2021	458,072	8,594,517	3,808,513	97,422	12,958,524

Computer Equipment relates to implementation costs of new information technology systems. The systems were brought in to use in the period (February 2022) and at that point the assets were transferred to plant & machinery and depreciated in accordance with accounting policy note 1(g).

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

11. Fixed asset investments

Withers LLP directly holds the following subsidiary undertakings and other significant investments.

Name	Nature of Trade	Proportion of share capital and voting rights held	Country of incorporation
Temple Direct Limited	Dormant	100%	England and Wales
Temple Secretarial Limited	Dormant	100%	England and Wales
Withers Professional Services Limited	Employment Services	100%	England and Wales
Jag Shaw Baker Limited	Legal Services	100%	England and Wales
Eriska Secretaries Limited	Dormant	100%	England and Wales
Withers Australia Pty Limited	Legal Services	100%	Australia
W125 Limited	Dormant	100%	England and Wales
Withers Trust Corporation Limited	Trustee Services	100%	England and Wales

The registered office for Jag Shaw Baker Limited is Titanium 1, King's Inch Place, Renfrew, PA4 8WF.

The registered office for Eriska Secretaries Limited is 115 George Street, Edinburgh, EH2 4JN.

The registered office for all other entities is 20 Old Bailey, London EC4M 7AN.

Withers Australia is owned indirectly. All other investments are held directly by the LLP. All of the above are ordinary shares.

	Group £	LLP (Restated) £
Cost		
At 02 July 2021 and 30 June 2022	720	1,471,611
Impairment		
At 02 July 2021 and 30 June 2022	-	(474,845)
Net book value		
At 01 July 2021 and 30 June 2022	720	996,766

The cost of investments held in the LLP balance sheet as at 1 July 2021 (above) has been restated to reflect a distribution in specie received by Withers LLP from a subsidiary undertaking on 7 August 2020. The distribution was in the form of a distribution in specie of intercompany loan of £2,239,199. This distribution was originally omitted from the LLP financial statements for the year ended 1 July 2021 in error, resulting in an overstatement of £2,239,199 in investments and creditors: due within one year. Note 11 and note 13, along with the LLP Balance sheet on Page 14, have been restated to reflect this change. There is no effect on the profits of the LLP or the Group and there is no effect on the Group balance sheet in the current or comparative periods.

12. Debtors

	Group		LLP	
	30 June 2022 £	1 July 2021 £	30 June 2022 £	1 July 2021 £
Amounts falling due within one year:				
Trade debtors	45,246,680	39,897,186	36,492,704	32,144,273
Amounts due from Related Parties - see note 19	9,681,028	1,829,573	14,779,635	6,049,042
Amounts due from Group undertakings	-	-	15,095,537	14,343,756
Other debtors	1,206,085	1,637,966	569,109	638,313
Prepayments and accrued revenue	8,411,475	8,182,293	8,386,900	8,093,591
	<u>64,545,268</u>	<u>51,547,018</u>	<u>75,323,885</u>	<u>61,266,975</u>

The amounts owed by Group undertakings are repayable on demand and bear no interest.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

13. Creditors: amounts falling due within one year

	Group		LLP	
	30 June 2022	1 July 2021	30 June 2022	1 July 2021 (Restated - See note 11)
	£	£	£	£
Bank loans and overdrafts	19,152,182	8,000,000	19,152,182	8,000,000
Trade creditors	8,828,936	7,257,830	7,441,094	6,230,288
Amounts due to Group undertakings	-	-	28,680,629	28,826,637
Amounts due to Related Parties-Note 19	-	594,898	5,176,579	5,881,465
Other creditors including tax and social security	2,900,747	6,692,150	1,310,206	3,986,858
Accruals and deferred income	14,223,241	17,064,981	9,156,659	10,200,444
Corporation tax	1,520,317	1,463,475	-	-
	<u>46,625,423</u>	<u>41,073,334</u>	<u>70,917,349</u>	<u>63,125,692</u>

At the balance sheet date the bank loans and overdraft balance comprised of a multicurrency Overdraft Facility and Revolving Credit Facilities (RCFs).

On 30 September 2020 the LLP renewed its borrowing facilities for a further five year term. The renewed facilities comprise of a multicurrency Overdraft Facility, GBP and USD Revolving Credit Facilities (RCFs), an amortising Term Loan and GBP and USD accordion facilities. The overdraft, charged at 1.75% above the Bank's Base Rate (currently 4.0%) is repayable on demand. The GBP RCF facility, charged at 1.80% above SONIA and the USD RCF facility, charged at 2.25% above LIBOR are five year revolving facilities. The Term Loan which is fully repaid by June 2022 and was charged at 1.80% above LIBOR. There was an overdraft balance of £7,137,153 as at 30 June 2022 (2021: £Nil).

At the balance sheet date security was provided by way of debenture issued by Withers LLP in favour of HSBC and a guarantee issued by Withers Bergman LLP. Upon renewal of the bank facilities on 30 September 2020, additional security was granted over the bank accounts and accounts receivables of the Hong Kong Partnership.

All amounts owed to Group undertakings are non interest bearing, unsecured and are repayable on demand.

14. Provisions for liabilities

	Legal claims provision £	Dilapidations £	Total £
Group			
Provision at 02 July 2021	1,749,729	403,054	2,152,783
Charged to profit and loss account	1,068,627	(10,337)	1,058,290
Utilisation of provision	<u>(714,521)</u>	<u>-</u>	<u>(714,521)</u>
Provision at 30 June 2022	<u>2,103,835</u>	<u>392,717</u>	<u>2,496,552</u>
LLP			
Provision at 02 July 2021	1,749,729	213,445	1,963,174
Charged to profit and loss account	1,068,627	13,222	1,081,849
Utilisation of provision	<u>(714,521)</u>	<u>-</u>	<u>(714,521)</u>
Provision at 30 June 2022	<u>2,103,835</u>	<u>226,667</u>	<u>2,330,502</u>

In respect of the legal claims provision, payments will be made on conclusion of the individual legal claims and are shown net of any related insurance reimbursement.

The Dilapidation provision is being charged over the term of the lease for 20 Old Bailey, London EC4M 7AN.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

15. Statement of cash flows	2 July 2021 to 30 June 2022 £	2 July 2020 to 1 July 2021 £
Operating profit	32,065,458	34,606,433
Adjustment for:		
Loss on disposal of tangible fixed assets	-	273,171
Depreciation and amortisation	3,162,140	3,263,614
Operating cash flow before movement in working capital	35,227,598	38,143,218
(Increase)/decrease in debtors	(12,998,250)	8,248,645
Decrease in creditors	(5,656,935)	(1,970,832)
Increase/(decrease) in provisions	343,769	(497,807)
Pension funding contributions	(706,000)	(684,000)
Cash generated by operations	16,210,182	43,239,224
Income taxes paid	(216,760)	(516,081)
Interest payable and similar charges	(1,021,972)	(956,326)
Net cash from operating activities	14,971,450	41,766,817

Analysis of changes in net debt

	At 2 July 2021 £	Cash flows £	At 30 June 2022 £
Cash and cash equivalents			
Cash	7,102,812	(3,362,114)	3,740,698
Overdrafts	-	(7,137,153)	(7,137,153)
	7,102,812	(10,499,267)	(3,396,455)
Borrowings			
Debt due within one year	(8,000,000)	(4,015,029)	(12,015,029)
Net debt (before members' debt)	(897,188)	(14,514,296)	(15,411,484)
Loans and other debts due to members	(32,159,646)	(10,849,062)	(43,008,708)
Members' capital classified as a liability	(14,452,388)	1,042,703	(13,409,685)
Net debt	(47,509,222)	(24,320,655)	(71,829,877)

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

16. Financial commitments

Capital commitments are as follows:

	Group		LLP	
	30 June 2022	1 July 2021	30 June 2022	1 July 2021
	£	£	£	£
Contracted for but not provided for - tangible fixed assets	-	1,046,929	-	220,000

Total future minimum lease payments under non-cancellable operating leases are as follows:

	30 June 2022		1 July 2021	
	Land and buildings £	Other £	Land and buildings £	Other £
GROUP				
In the first year	4,523,279	222,118	4,653,387	188,311
In the second to fifth year inclusive	13,182,500	73,954	13,965,884	422,532
Over five years	14,685,103	-	17,847,571	-
	<u>32,390,882</u>	<u>296,072</u>	<u>36,466,842</u>	<u>610,843</u>
LLP				
In the first year	3,003,769	100,604	2,987,015	108,794
In the second to fifth year inclusive	11,174,445	31,452	11,166,797	223,738
Over five years	14,685,103	-	17,484,450	-
	<u>28,863,317</u>	<u>132,056</u>	<u>31,638,262</u>	<u>332,532</u>

17. Employee benefits

Defined contribution schemes

The Group operates a defined contribution retirement benefit scheme for certain employees. The total expense charged to profit or loss in the period ended 30 June 2022 was £1,474,630 (2021: £1,325,133).

Defined benefit pension scheme

The Group operates a defined benefit pension scheme for all qualifying employees which was closed to new entrants on 01 August 2001. Under the scheme, the employees are entitled to retirement benefits on attainment of a retirement age of 60. No other post-retirement benefits are provided. The schemes are funded schemes.

The most recent actuarial valuations of scheme assets and the present value of the defined benefit obligation were carried out at 30 June 2021 by First Actuarial, professionally qualified Actuaries. The present value of the defined benefit obligation, the related current service cost and past service cost were measured using the projected unit credit method.

The actual return on scheme assets was negative £3,710,000 (2021 positive £2,142,000).

	30 June 2022	1 July 2021
Key assumptions used:		
Discount rate	3.85%	1.85%
Future pension increases:		
Pre 95 benefits	3.00%	3.00%
Post 95 benefits	3.40%	3.40%
Inflation (RPI)	3.45%	3.45%

The estimated amounts of contributions expected to be paid to the scheme during the 2022 financial period is £706,000.

The most recent triennial valuation of the LLP's pension scheme for funding purposes has been performed in 2021. Under the funding schedule agreed with the scheme trustees, the LLP aims to eliminate the current deficit by August 2024. The LLP will monitor funding levels annually and the funding schedule will be reviewed between the LLP and the members every three years, based on actuarial valuations. The LLP considers that the contribution rates agreed with the members are sufficient to eliminate the current deficit over the agreed period.

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

17. Employee benefits (continued)

Based on the latest actuarial valuation, the Partnership and the members have agreed the following funding objectives:

- to set contributions such as to eliminate the deficit by August 2024;
- once the current deficit is eliminated to maintain funding at least at this level; and
- to meet the liabilities of the defined benefit scheme in the event that the plan is wound up.

Mortality assumptions:

Investigations have been carried out within the past three years into the mortality experience of the Group's defined benefit schemes. These investigations concluded that the current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement at age 60 are:

	30 June 2022	1 July 2021
Retiring today:		
Males	25.9	25.8
Females	28.6	28.5
Retiring in 20 years:		
Males	27.4	27.4
Females	30.1	30.1

	30 June 2022 £	1 July 2021 £
Net interest cost	(37,000)	(68,000)
Recognised in other comprehensive income	1,294,000	1,933,000
Total cost relating to defined benefit scheme	1,257,000	1,865,000

The amount included in the balance sheet arising from the Group's obligations in respect of its defined benefit retirement benefit scheme is as follows:

	30 June 2022 £	1 July 2021 £
Present value of defined benefit obligations	(17,017,000)	(23,055,000)
Fair value of scheme assets	16,621,000	20,696,000
Net liability recognised in the balance sheet	(396,000)	(2,359,000)

Movements in liabilities were as follows:

	30 June 2022 £	1 July 2021 £
At 02 July 2021	(23,055,000)	(23,270,000)
Interest cost	(417,000)	(345,000)
Actuarial gains and losses	5,384,000	68,000
Benefits paid	1,071,000	492,000
At 30 June 2022	(17,017,000)	(23,055,000)

Movements in the fair value of scheme assets were as follows:

	30 June 2022 £	1 July 2021 £
At 02 July 2021	20,696,000	18,362,000
Interest income	380,000	277,000
Return on plan assets (excluding amounts included in net interest cost)	(4,090,000)	1,865,000
Contributions from the employer	706,000	684,000
Benefits paid	(1,071,000)	(492,000)
At 30 June 2022	16,621,000	20,696,000

WITHERS LLP

Notes to the financial statements (continued)

For the period 2 July 2021 to 30 June 2022

The analysis of the scheme assets at the balance sheet date was as follows:

	30 June 2022	1 July 2021
	£	£
Debt instruments	3,013,000	8,775,000
Cash	329,000	413,000
Annuities	574,000	700,000
Diversified growth funds	8,785,000	10,808,000
Liability Driven Investments	1,865,000	-
DCFs	2,055,000	-
	<u>16,621,000</u>	<u>20,696,000</u>

18. Controlling party

The LLP is controlled by its members and as such there is no one controlling party.

19. Related party transactions

The total remuneration for key management personnel in the period 2 July 2021 to 30 June 2022 was £5,114,122 (2 July 2020 to 1 July 2021: £3,874,065).

Members of Withers LLP

During the period, transactions as disclosed in the "Statement of Changes in Members' Interests" took place with members of the LLP. These transactions comprised the introduction and repayment of capital, distribution of regular drawings, and distribution of allocated profits.

Other Related Party Transactions

During the period related party transactions took place with Withers Bergman LLP, Withers KhattarWong LLP and Withers Tokyo. These entities are related parties, by virtue of common key management personnel.

The amounts chargeable to and from related parties during the period are shown on the table below. This represents the time spent by members and fee earners on related party matters that are chargeable by the related party.

	2 July 2021 to 30 June 2022		2 July 2020 to 1 July 2021	
	Chargeable to £	Chargeable from £	Chargeable to £	Chargeable from £
Group				
Withers Bergman LLP	1,397,559	885,558	1,716,266	607,227
Withers KhattarWong LLP	715,346	51,244	386,720	51,819
Withers Tokyo	394,462	316,457	163,308	495,540
Withers LLP				
Withers Bergman LLP	1,202,835	700,283	1,491,935	494,777
Withers KhattarWong LLP	61,109	4,197	5,404	1,694
Withers Tokyo	86,168	157,309	16,988	117,124

The total net amounts due from/(to) related parties at 30 June 2022 are shown below.

	Balance From/(to) 30 June 2022 £	Balance From/(to) 1 July 2021 £
Group		
Withers Bergman LLP	4,040,605	(594,898)
Withers KhattarWong LLP	1,492,679	167,871
Withers Tokyo	4,147,744	1,661,702
	<u>9,681,028</u>	<u>1,234,675</u>
Withers LLP		
Withers Bergman LLP	10,847,608	4,847,271
Withers KhattarWong LLP	(5,176,579)	(5,881,465)
Withers Tokyo	3,932,027	1,201,771
	<u>9,603,056</u>	<u>167,577</u>