BOWER & BAILEY LLP YEAR ENDED 31 MAY 2023 AUDITED ACCOUNTS



WILLOW HOUSE 2 HEYNES PLACE STATION LANE WITNEY, OXFORDSHIRE OX28 4YN

LLP NO: OC353093

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BOWER & BAILEY LLP

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

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ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

MEMBERS AND PROFESSIONAL ADVISORS

Designated Members: T Harrhy
J H Newman

D J M Black R E A Eden P D Cooksey S J L Smith S T H Palmer

Other Members: D P S Hannam

D F Martin
G H Tucker
R P Brookes
P J Boardman
R A W Jackson
S P B C Read
A J Hill
K E Went
J L Martin

M Cutts
G S J Hayward
J M Hulme
J S Howard
S Kelly
A T Burns
C S B Ducie

K L Angwin

S Dureau (Resigned 30 September 2022)

D Bain B Stevens R Parsonson

Principal Places of Business:

Head Office:

Willow House 2 Heynes Place Station Lane Witney, Oxfordshire

OX28 4YN

Professional Advisors:

Statutory auditors:

Critchleys Audit LLP Beaver House

23-38 Hythe Bridge Street

Oxford OX1 2EP

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

MEMBERS' REPORT

The designated members present their report on behalf of the members, together with the audited accounts for the year ended 31 May 2023.

Principal activities

The principal activity of Bower & Bailey LLP is that of a firm of solicitors.

Business review and future developments

The results for the year and the financial position are set out in the accounts on pages 8 to 16.

Distributions

Details of the distribution of profits are given in note 9 to the accounts.

Statement of members' responsibilities

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

Company law (as applied by The Limited Liability Partnership (Accounts and Audit) (Application of the 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 the 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 the affairs of the LLP and of the profit for the year. In preparing those financial statements, the members are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable UK accounting standards have been followed, subject to 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 LLPs 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.

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

MEMBERS' REPORT (CONTINUED)

As far as each member at the date of approval of this report is aware:

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

The members' responsibilities above are discharged by the Designated Members.

Designated members

The designated members of the LLP during the year are listed on page 2.

Members' capital contribution and repayment policy

The Designated Members shall contribute such further capital which the Designated Members determine as being necessary for the purposes of the LLP.

Upon leaving the LLP Designated Member's capital will be repaid to them in accordance with the terms set out in the Members' Agreement.

Members' drawings policy

All members take regular monthly drawings, subject to cash requirements of the LLP and their respective profit share for the accounting year.

The tax payable on a member's profit allocation is the personal liability of the member. However, such tax is usually paid to the relevant tax authority, on behalf of members, as and when the liability falls due.

By order of the Board-

Mr T Harrhy

Designated Member

Date: 18/10/2023

BOWER & BAILEY LLP ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BOWER & BAILEY LLP

Opinion

We have audited the financial statements of Bower and Bailey LLP ('the LLP') for the year ended 31 May 2023 which comprise the profit and loss account, the balance sheet, the cash flow statement, the reconciliation of members' interests and Notes to the Financial Statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice). In our opinion, the financial statements:

- give a true and fair view of the state of the LLP's affairs as at 31 May 2023 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 Auditor's 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 UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the 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 12 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 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, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether 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.

BOWER & BAILEY LLP ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BOWER & BAILEY LLP (CONTINUED)

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the LLP and its environment obtained in the course of the audit, we have not identified material misstatements in the members' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of members' remuneration specified by law are not made; 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 in the members' report, 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 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 qualifying 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 has 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.

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 approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise noncompliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the LLP through discussions with management, and from our commercial knowledge and experience of the client's business sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the LLP, including the Companies Act 2006, taxation legislation, data protection, anti-bribery, employment, environmental and health and safety legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

BOWER & BAILEY LLP ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BOWER & BAILEY LLP (CONTINUED)

We assessed the susceptibility of the LLP's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining accounting estimates were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- · agreeing financial statement disclosures to underlying supporting documentation;
- · reading the minutes of meetings of those charged with governance; and
- enquiring of management as to actual and potential litigation and claims.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of management and the inspection of regulatory and legal correspondence, if any. Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities.

This description forms part of our auditor's report.

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 to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP'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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Robert Kirtland

Senior Statutory AuditorFor and on behalf of:

Critchleys Audit LLP, Statutory Auditor

Beaver House

23-38 Hythe Bridge St

Oxford

OX1 2EP

Date: 20/10/2023

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

PROFIT AND LOSS ACCOUNT

	Notes	Year to 31 May 2023 £	Year to 31 May 2022 £
Turnover	2	17,599 _, 892	16,839,928
Administrative expenses		(10,156,975)	(8,978,184)
Other operating income		<u> </u>	
Operating profit	3	7,442 ,917	7,861,744
Interest receivable		1,395,069	149,148
Profit for the year before members' remuneration and profit shares		8,837,986	8,010,892
Members' remuneration charged as an expense	5	(1,250,000)	(1,250,000)
Profit for the year available for division amongst members	9	<u>7,587,986</u>	6,760,892

All of the above relates to continuing activities.

There are no other recognised gains or losses for the year except for the above profit.

BOWER & BAILEY LLP LLP NO: OC353093 FOR THE YEAR ENDED 31 MAY 2023

BALANCE SHEET

	Notes	2023 £	2023 £	2022 £	2022 £
Fixed assets Tangible assets	6		986,022		893,637
Current assets			986,022		893,637
Debtors Cash at bank and in hand	7	4,452,134 <u>7,037,046</u>		4,072,057 7,294,804	
Creditors: amounts falling due within		11,489,180		11,366,861	
one year	8	(2,243,034)		(2,212,407)	
Net current assets			9,246,146		<u>9,154,454</u>
Net assets attributable to members			<u>10,232,168</u>		10.048,091
Represented by:					
Loans and other debts due to members Due within one year					
Members' capital classified as a liability under FRS 102	9		2,644,182		3,287,199
Members' other interests Other reserves	9		<u>7,587,986</u>	•	6,760,892
			10,232,168		<u>10,048.091</u>
Total members' interests Amounts due from members Loans and other debts due to members	9		(364,475) 2,644,182		(84,680) 3,287,199
Members' other interests	9	-	7,587,986 9,867,693		<u>6,760,892</u> <u>9,963,411</u>

The financial statements were approved and authorised for issue by the members on 18 (10 2023 and were signed on their behalf by:

Mr THathy

Designated Member

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

CASH FLOW STATEMENT

	Notes	2023 £	2023 €	2022 £	2022 £
Net cash inflow from operating activities	10	· 7,	559,253	7,	805,744
Net cash flows from financing activities Interest received		<u>1,395,069</u> 1,	395,069	149,148	149,148
Net cash flows from investing activities Payments to acquire fixed assets Receipts from sale of fixed assets		(334,326) <u>55,950</u> (2	278,376)	(464,127) <u>67,750</u> (3	396,377)
Transactions with members and former member Payments to members	rs	(8,933,704)		(6,708,011)	
		(8,9)	<u>33,704</u>)	<u>(6,7</u>	708,011)
Increase/(Decrease) in cash in the year	11	<u>(2</u>	257,758)	<u> </u>	350 <u>,504</u>

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES

1 ACCOUNTING POLICIES

a) Accounting convention

These accounts have been prepared under the historical cost convention and in accordance with Applicable Accounting Principles and the Statement of Recommended Practice: Accounting by Limited Liability Partnerships modified in 2018 (LLP SORP 2018).

b) Tangible fixed assets and depreciation

Fixed assets are stated at cost less depreciation, which is provided to write off the cost, less residual value if any, over the estimated useful lives of the assets concerned. Depreciation is provided at the following rates:

Motor vehicles	25% reducing balance
Furniture and fittings	25% reducing balance
Office machinery and equipment	25% reducing balance
Alterations to leasehold premises	10% reducing balance
Software	25% reducing balance

c) Accrued income

Services provided to clients during the year which have not been invoiced at the balance sheet date have been recognised as turnover.

Turnover recognised in this manner is based upon assessment of the fair value of the services provided by the balance sheet date as a proportion of the total value of the engagement.

d) Pension costs

The LLP operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the LLP in an independently administered fund. The pension cost charge represents contributions payable by the LLP to the fund.

e) Taxation

The taxation payable on the LLP's profits is a personal liability of the members during the year. Hence no liability for taxation is recognised in these accounts.

f) Leases

Rentals paid under operating leases are charged to the profit and loss account on an accruals basis, adjusting for any operating lease incentives.

Judgements and keys sources of estimation uncertainty

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

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

The members consider the most significant estimates to be the depreciation charged on tangible assets (Note 6) and the application of accrued income (Note 7).

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES (CONTINUED)

2 TURNOVER

Turnover represents the amounts derived from the provision of professional services receivable during the year which fall within the LLP's ordinary activities. Turnover is stated net of value added tax and arises wholly in the UK.

3 OPERATING PROFI	T
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	Year to 31 May 2023 £	Year to 31 May 2022 £
Operating profit before interest is stated after charging:		
Depreciation: - owned assets	210,248	169,899
Auditor's remuneration: - audit of the statutory accounts - non-audit remuneration	5,375 <u>29,950</u>	5,000 <u>27,751</u>

4 STAFF NUMBERS AND COSTS

The average monthly number of employees during the year, excluding members, was as follows:

	,	
	Year to 31 May 2023 No.	Year to 31 May 2022 No.
Accounts and administrative staff Solicitors Secretarial staff	16 38 <u>88</u>	14 35 <u>88</u>
	<u>142</u>	<u>137</u>
The aggregate payroll costs of staff (excluding members)	was as follows:	·
	Year to 31 May 2023 £	Year to 31 May 2022 £
Salaries Social security costs Other pension costs	5,419,207 518,014 <u>133,417</u>	4,838,399 472,376 120,797
	<u>6,070,638</u>	<u>5,431,572</u>

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES (CONTINUED)

5 MEMBERS SHARE OF PROFITS

In accordance with the LLP agreement each full member is entitled to a profit share of £50,000 per annum and this is included as members' remuneration charged as an expense.

Other than Members' remuneration charged as an expense any remaining profits of the LLP shall be divided between the Members, as determined by the designated members once the accounts for that year have been approved.

	Year to 31 May 2023 No.	Year to 31 May 2022 No.
Average number of members in the year	<u>25</u>	<u>25</u>
	£	£
Profit attributable to the member with the largest entitlement	<u>795,892</u>	795,892

6 TANGIBLE ASSETS

	Furniture	Office Machinery	Motor	Computer	Premises	
	& Fittings £	& Equip £	Vehicles £	Software £	Alterations £	Total £
COST			_	_	_	_
At 1 June 2022	269,854	1,058,033	636,806	164,512	710,758	2,839,963
Additions	5,220	82,343	94,263	•	152,500	334,326
Disposals			<u>(156,434)</u>	-		(156,434)
At 31 May 2023	<u>275.074</u>	<u>1,140,376</u>	<u>574,635</u>	<u>164,512</u>	863,258	<u>3,017,855</u>
DEPRECIATION		•		•		
At 1 June 2022	236,392	830,195	277,328	162,110	440,301	1,946,326
Charge for the year	8,912	72,576	94,202	563	33,995	210,248
Disposals			(124,741)	_ 		(124,741)
At 31 May 2023	<u>245,304</u>	<u>902,771</u>	246,789	<u>162,673</u>	<u>474,296</u>	2,031,833
NET BOOK VALUE						
At 31 May 2023	<u> 29,770</u>	<u>237,605</u>	<u>327.846</u>	<u>1,839</u>	<u>388,962</u>	<u>986,022</u>
At 31 May 2022	<u>33,462</u>	227,838	359,478	2,402	270,457	893,637

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES (CONTINUED)

7	DEBTORS		•
		2023	2022
		£	£
	Amounts due from members (note 9)	364,475	84,680
	Trade debtors	1,944,266	2,184,703
	Accrued income	1,703,717	1,293,568
	Other debtors	11,615	9,983
	Prepayments and other accrued income	428,061	<u>499,123</u>
		<u>4,452,134</u>	<u>4,072,057</u>
8	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2023 £	2022 £
	Trade creditors	86,449	67,400
	Taxation and social security	596,525	629,775
	Other creditors	7.984	16,354
	Accruals and deferred income	1,552,076	1,498,878
		2,243,034	<u>2,212,407</u>

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES (CONTINUED)

9	TOTAL MEMBERS' INTERESTS	Members' Other Interests Other Reserves	Loans and Other debts due to / (from) Members	Total £
	Members' interests at 1 June 2022	6,760,892	3,202,519	9,963,411
	Members' remuneration charged as an expen	ıse -	1,250,000	1,250,000
	Profit for the financial year available for division amongst members	7,587,98 <u>6</u>		<u>7,587,986</u>
	Members' interest after profit for year	14,348,878	4,452,519	18,801,397
	Prior year profits allocated to members	(6,760,892)	6,760,892	-
	Drawings	-	(4,936,206)	(4,936,206)
	Taxation payments		(3,997,498)	(3,997,498)
	Members' interests at 31 May 2023	<u>7,587,986</u>	2,279,707	<u>9,867,693</u>

Total members interests, including loans and other debts due to members are unsecured and would rank *pari passu* with other unsecured creditors in the event of a winding up.

Loans and other debts due to/(from) members are due as follows:

	Loans and other debts due to/(from) members are due as follows:			
	• • • • • • • • • • • • • • • • • • • •	2023 £	2022 £	
	Due within one year (debtors)	(364,475)	(84,680)	
	Due within one year liabilities	<u>2,644,182</u>	<u>3,287,199</u>	
		<u>2,279,707</u>	<u>3,202,519</u>	
10	RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOWS			
		2023 €	2022 £	
	Operating profit	7,442,917	7,861,7 4 4	
	Depreciation/Goodwill Amortisation	210,248	169,899	
	(Increase)/Decrease in debtors	(100,282)	381,374	
	Increase/(Decrease) in creditors	30,627	(572,869)	
	(Profit)/loss on sale of fixed assets	(24,257)	(34,404)	
	Net cash inflow from operating activities	<u>7,559,253</u>	<u>7,805,744</u>	

ACCOUNTS FOR THE YEAR ENDED 31 MAY 2023

NOTES (CONTINUED)

11 ANALYSIS AND RECONCILIATION OF NET DEBT

At 1 June 2022 £	Cash flow £	At 31 May 2023 £
7 204 204	(057.750)	7 007 040

Cash at bank and in hand

(257,758)

<u>7,037,046</u>

12 RELATED PARTY TRANSACTIONS

Certain members were members in property syndicates from whom the LLP rented 3 of its office buildings. The rent paid during the year was £90,000 (2022: £90,000).

13 ULTIMATE CONTROLLING PARTY

The LLP has no controlling party.