

WELCOME TO THE JANUARY 2020 EDITION OF

Inside Out

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Welcome to the January 2020 edition of *Inside Out*, our newsletter for those with an interest in corporate and commercial services.



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2019 ended on a high for Birketts, with our [Employment team](#) being named as Human Resources 'Firm of the Year (Outside London)' at the Legal 500 Awards 2020, less than one month after scooping the title of 'Corporate Law Firm of the Year'. As well as taking 'Corporate Law Firm of the Year' at the Insider Media Central & East of England Dealmakers awards, this event also saw Birketts named as one of the advisers on 'Deal of the Year (below £10m)'.

We were particularly proud of these awards, winning against several prestigious nominees, to scoop titles that reflect the quality and impressive scope of our employment expertise and client care.

In this edition of *Inside Out*, as well as a recap of some of our biggest deals of the last few months, we take a look at the [Best Employers Eastern Region 2020](#) biennial employee survey, as well as Birketts' free [practical guide](#) to GDPR, a helpful checklist designed to help your organisation navigate Brexit.

Happy New Year and best wishes to all our readers. As always, we hope you have enjoyed this edition of *Inside Out* and do let us know if you have any questions or suggestions for articles.

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Birketts advises Seetec on employee buyout creating the 9th largest employee-owned company

Birketts has advised Seetec Business and Technology Centre Limited's founder and 80 per cent shareholder, Peter Cooper, in respect of his sale of 51 per cent of the company into a trust for the sole benefit of the company's 2,500 employees.

As a result Seetec becomes the 9th largest employee-owned company in the UK by number of employees and the largest to provide public services.

A new employee council will be set up to manage and represent the interests of employees, so they can contribute to the future direction of the business and ensure that the culture, values, community roots and long-term viability of Seetec are nurtured and developed.

The Birketts team led by [Nigel Thompson](#), (Partner, [Corporate](#)) and [Lisa Hayward](#) (Legal Director, Head of Employee Incentives) were supported by a number of colleagues including [Devreaux Gravell](#), (Legal Director, [Banking](#)), [Kimberly Sayward](#), (Senior Associate, Private Client) and [John Kahn](#), (Senior Associate, [Tax](#)).

Peter Cooper commented: "For a transaction of this importance to me personally and to the business I had no

hesitation in asking Birketts to help us achieve our objectives. As always, we had exemplary technical and transactional advice and support from Birketts' multidisciplinary team. They were a pleasure to work with and provided first class service throughout."

[Nigel Thompson](#), commented: "Birketts has a long standing relationship with Peter Cooper and Seetec. We were delighted to be able to utilise our specialist expertise in this niche area to help Peter to achieve his succession plan."

[Lisa Hayward](#) commented: "We have been working on building awareness of employee ownership with the EOA for many years now and have supported several businesses to move towards employee ownership via EOT structures. This particular transaction marries the benefits of employee ownership with the delivery of public services and we are delighted to have been involved."

“

As always, we had exemplary technical and transactional advice and support from Birketts' multidisciplinary team.”

Peter Cooper, Executive Chairman Seetec





£6.5m deal will enable Pipeshield International Ltd to continue global growth

“

The sale to Tekmar will open up new markets for us, and provide the investment and foundations for further growth.”

Steve Howlett, Managing Director at Pipeshield

One of the region's leading offshore services companies has been sold to a major global firm in a multi-million pound deal which will enable the company to continue its growth in the worldwide offshore energy market. Advisers on the sale were Lovewell Blake and Birketts.

Lowestoft-based Pipeshield International Ltd, which has become one of the world's leading providers of specialised subsea pipeline protection systems to oil and gas majors and offshore contractors, has been bought by Tekmar Group Plc, an AIM listed market leading-provider of subsea cable, umbilical and flexible pipe protection systems and engineering services.

Pipeshield, which was formed in 1999, has its headquarters at the Quay View Business Park in Lowestoft, and works in the oil and gas, renewables and marine civils sectors. It has manufacturing bases in Montrose, Blyth, (UK); Dammam (KSA); Abu Dhabi, Dubai, Bahrain (UAE); Qatar; Johor (Malaysia); and global site specific operations.

“

This is another example of Birketts' expertise in the offshore sector and our ability to advise clients on strategic exits.”

Ed Savory, Partner at Birketts

The £6.5m sale will provide a platform for further growth for the company, which has a permanent workforce of 25 and engages approximately 15 contractors at any one time.

Pipeshield Managing Director and founder Steve Howlett said, *“This is an exciting next step in the development of Pipeshield as a major global player in our sector. The sale to Tekmar will open up new markets for us, and provide the investment and foundations for further growth.”*

“I am very appreciative for all the hard work that the teams at Lovewell Blake and Birketts have put in to make this deal happen for me. It has not been a straightforward process but they stuck to the task to see it through to its conclusion.”

Matt Crawley, Lovewell Blake's Corporate Finance Partner, said, *“We are delighted to have advised on this transaction which is a major deal for one of our region's leading offshore services companies and demonstrates the continued strength of this sector in the Eastern region. Concluding a sale such of this to an ambitious Plc, that provides a strong strategic fit is a clear demonstration of the depth of Lovewell Blake's Corporate Finance expertise and our knowledge of the energy sector.”*

[Ed Savory](#), Corporate Partner at Birketts, added, *“We are very pleased to have been able to advise Steve through the sale process and some tough negotiations to take the transaction through to a successful conclusion. This is another example of Birketts' expertise in the offshore sector and our ability to advise clients on strategic exits. I believe the deal is perfect for Steve and I wish him and Tekmar a successful and fruitful future in business together.”*



Birketts wins back-to-back 'Corporate Law Firm of the Year' awards

Birketts has been named 'Corporate Law Firm of the Year' for the second successive year at the Insider Media Central & East of England Dealmakers Awards.

“

We are thrilled to win this award for the second successive year which acknowledges the team's focus upon technical excellence and our drive towards impeccable client service.”

*Adrian Seagers,
Head of Birketts' Corporate
Services Division*

Held at Hilton DoubleTree in Milton Keynes and compered by Kyran Bracken, the award evening brought together the region's corporate finance firms, banks, funders, private equity houses and individuals who have excelled in dealmaking.

The Corporate Law Firm of the Year award is presented to the standout corporate law firm based in the Central and East of England region. Birketts' Corporate Team was declared the winner having worked on several high-profile deals including the sale of MLM Group to Sweco, the acquisition of Stuncroft by International Riding Company and the sale of a minority interest of Just Digital to BGF.

Birketts was also named as one of the advisers who worked on Deal of the Year (below £10m) for the sale of T. Grocock & Co. to The Little Norwich Shoe Company. The deal safeguarded about 60 jobs in Kettering and saved a business with a rich heritage in the region going back more than 100 years.

Adrian Seagers, Head of Birketts' Corporate Services Division commented: "We are thrilled to win this award for the second successive year which acknowledges the

team's focus upon technical excellence and our drive towards impeccable client service. It was also very pleasing to see James Allen and his team's work acknowledged in the Deal of the Year (below £10m) category."

Adrian continued: "Thanks to the commitment of the Corporate Team in all four of our offices we have grown a client base with an increasingly international outlook. Over the years, the team at Birketts has earned a first-rate reputation for building strong, multi-skilled teams as we deliver industry expertise in a number of sectors such as technology, family-owned businesses and motor retail."

Jonathan Agar, Chief Executive Officer at Birketts, commented: "This is another fabulous feather in our cap and great testament to the collective hard work of the Corporate Team. We are currently enjoying a great deal of award success having also been crowned winners at The Lawyer and Estates Gazette."



Birketts secures sales of shares for Motocaddy Holdings Limited

Birketts, has advised the shareholders of Motocaddy Holdings Limited, the world's leading golf trolley and cart bag brand, on the sale of a majority stake to private equity firm Ethos Partners for £22m.

“

The Birketts' team provided exceptional support throughout the transaction, impressing us with their corporate knowledge, commercial insight and personable manner.”

*Tony Webb,
exiting CEO of Motocaddy*

Established in 2004, Motocaddy Holdings Limited is based in Hertfordshire, employs over 40 people and sells its award-winning lines of electric and push golf trolleys, golf bags and accessories in over 40 countries worldwide. After reporting sales of £19.4m last year, it is intended that the deal will enable further international expansion.

The Birketts' team advising on the transaction included [Rafael Ruiz](#), [Adam Jones](#), [Alex Forwood](#), [Thomas Utting](#) and [Sabina Rooney \(Corporate\)](#) with support from [Karl Pocock](#) and [Ben Clarke \(Tax\)](#), [Abigail Hubert \(Employment\)](#) and [Matthew Grindley \(Property\)](#).

Tony Webb, exiting CEO of Motocaddy, commented: “We are proud of what the company has achieved over the last 9 years since the original MBO back in 2010, and I am very grateful to the whole of my team for working so hard to build a reputation for offering the very best in design, build and functionality in order to become

leaders in our field. This is an exciting time for Motocaddy, and we hope that Ethos's acquisition of a majority stake in the company will open up new opportunities for further development and growth in the UK and beyond.”

Mr Webb continued: “The Birketts' team provided exceptional support throughout the transaction, impressing us with their corporate knowledge, commercial insight and personable manner.”

Leading Partner, [Rafael Ruiz](#) concluded: “We were very pleased to have advised this longstanding client and leading golf brand on this transaction. Motocaddy is a global market leader in its product range, and we look forward to continuing to work with the business as it embarks upon its next stage of growth.”



Janet Garcia, President of PSI

Birketts guides PSI on acquisition of shares

Birketts, has advised industry leading company, PSI International Holdings Ltd (PSI), on the acquisition of shares of specialist human resources business, Cubiks Group Limited, for an undisclosed amount.

With multiple subsidiaries across 13 different jurisdictions worldwide, expert international human resources consultancy Cubiks Group Limited, offers a range of personalised talent management solutions, specialising in people analytics.

The deal was led by [James Allen](#) and [Corinne Spencer](#) (Corporate) with assistance from various other specialists across the firm, including [Lisa Gray](#) (Diligence) and [Karl Pocock](#) (Tax).

Janet Garcia, President of PSI's International division, commented: *"This acquisition marks the most recent phase of PSI's continued growth in the EMEA. As Cubik are an employee-owned company, this was a complex project, requiring that shares be drawn from over 100 separate sellers. But, once again, we were impressed by Birketts efficiency, managing this complex transaction ably, working across teams to bring matters to a successful close. Their knowledgeability and client service throughout the process was second to none."*

Leading Partner James Allen, concluded: *"We were delighted to work with PSI once more in helping them to secure this significant acquisition. As they take the next step in their strategic plan, we look forward to seeing the company go from strength to strength."*

“

...we were impressed by Birketts efficiency, managing this complex transaction ably, working across teams to bring matters to a successful close. Their knowledgeability and client service throughout the process was second to none."

Janet Garcia, President of PSI

Birketts assists ARK Agriculture Limited on acquisition of shares

Birketts has advised industry leading silage storage company, ARK Agriculture Limited (ARK), on the acquisition of shares in international agricultural specialist Thomas & Fontaine Ltd, which is the company behind the patented Secure Cover product line, for an undisclosed amount. This acquisition is set to boost ARK's hold over the market, opening up further opportunities in the UK and overseas.

“

...(we were) once again struck by Birketts' efficiency and impressed with their sound commercial knowledge, pragmatic approach and straightforward attitude. Their helpful and supportive client service was exceptional.”

*Francis Auchincloss,
Managing Director at Ark*

Founded in 1990, Shropshire based Thomas & Fontaine Ltd develops and manufactures market leading silage products, including high-quality protective netting. It is intended that ARK's acquisition of shares in Thomas & Fontaine Ltd will raise their profile in the anaerobic digestion sector.

Active since 2011, Colchester based ARK is part of the prestigious Milbank Group. The Milbank Group contains an array of companies specialising in fibreglass, mobile crane hire and pre-cast concrete, with ARK focusing on the provision of sloping walled silage clamps, silage sheets and accessories. This deal is expected to bolster ARK's presence in the dairy and livestock sector.

The deal was led by [James Allen](#) with assistance from [Stephanie Newman](#), [Jordan Scott \(Corporate\)](#) and [Josie Beal \(Employment\)](#).

Francis Auchincloss, Managing Director of ARK, commented: *“This acquisition caps an exciting period of growth for ARK. Milbank were once again struck by Birketts' efficiency and impressed with their sound commercial knowledge, pragmatic approach and straightforward attitude. Their helpful and supportive client service was exceptional.”*

Leading Partner [James Allen](#), concluded: *“Birketts were pleased to be able to support ARK in this acquisition which provides an excellent opportunity for them to develop their overseas markets further. We wish them every success with their plans for expansion.”*



Birketts wins Human Resources 'Firm of the Year (Outside London)' at The Legal 500 UK Awards 2020

Birketts has been named Human Resources 'Firm of the Year (Outside London)' at The Legal 500 UK Awards 2020.

The Awards recognise the very best firms operating in the UK market, selecting winners for their expertise, capability and proficiency. Widely acknowledged as the world's largest referral guide, The Legal 500 is an independent body which conducts extensive interviews with law firms, in-house counsel and professionals across the industry, before awarding prizes to eligible firms based on merit. The Legal 500 also seeks to celebrate the strength of teams, rather than individual lawyers.

“

The Legal 500 UK Awards honour the best firms in the UK market for their expertise and it is a privilege to win in a category full of highly respected entrants.”

*Jonathan Agar,
CEO at Birketts*

[Jeanette Wheeler](#), Partner in Birketts' Employment division reflected: *“It is a huge honour to receive this Award, and this announcement caps what has already been an extremely impressive year for Birketts. We are delighted to be recognised for our range of capability and level of employment and immigration law expertise and we are proud to have been considered alongside an array of such prestigious nominees. This win is a definitive marker of our presence in the marketplace and recognition of the commitment we make to ensuring our highly valued clients receive the very best advice and service from a regional team they like and trust.”*

[Jonathan Agar](#), CEO, commented: *“The Legal 500 UK Awards honour the best firms in the UK market for their expertise and it is a privilege to win in a category full of highly respected entrants. This is a wonderful opportunity for Birketts to further strengthen our position on the national stage.”*

To review where Birketts is currently listed in the Legal 500 2018/19 rankings, please visit the [Legal 500 website](#) and select the relevant office: [Cambridge](#), [Chelmsford](#), [Ipswich](#) and [Norwich](#). Further information about the Awards can be found [here](#).

Winners will be crowned at a ceremony at 8 Northumberland Avenue in London on the 27 February 2020.



Birketts advises Jordan Inc. on acquisition of motor maintenance company Chelmsford Accident Repair Specialists

Birketts has advised top-tier real estate company Jordan Inc. on the acquisition of premier vehicle maintenance business Chelmsford Accident Repair Specialists (CARS)

Founded in 1991 by Jason Rickett, CARS employs over 30 people and is based in Chelmsford. In 2016 CARS joined the Fix Auto UK network, and experienced an impressive period of growth, expanding to acquire new offices and servicing bays in addition to the bodyshop.

Now consisting of a one-stop shop repair space, the family run independent vehicle maintenance business offers bodyshop restoration, servicing and MOT facilities, as well as the installation of a wide range of accessories. The company also boasts official manufacturer approvals from Suzuki, Hyundai and Mazda. Owner and manager Jason Rickett began stepping back from the business about 18 months ago, with the sale to Jordan Inc. enabling him to retire.

The transaction was led by [Adam Jones](#) with assistance from [Devreaux Gravell \(Banking\)](#) and [Matt Grindley \(Property\)](#).

Mike Kirkham, owner of Jordan Inc., commented: *“The acquisition of CARS was a mutually beneficial deal for all involved. Having known the business for many years, I recognised this as an unique opportunity to build on the strong foundations created by the Rickett family to take the company forward to further success.”*

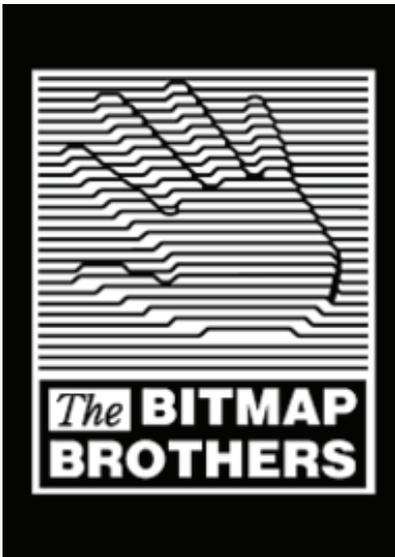
Mike continued: *“Birketts impressed us throughout the transaction process and we were delighted with their exceptional support. Efficient, straight talking and easy to get hold of, it was very reassuring to have the guidance of a commercially-minded team behind us.”*

[Adam Jones](#), Partner, concluded: *“It was a privilege to assist Mike Kirkham in bringing this key investment acquisition to a successful close. Mike’s understanding of the local business climate affords him the specialist insight he needs to continue the success of this highly regarded Chelmsford-based business.”*

“

Efficient, straight talking and easy to get hold of, it was very reassuring to have the guidance of a commercially-minded team behind us.”

*Mike Kirkham,
owner of Jordan Inc.*



Birketts helps secure sale of UK based video game developer The Bitmap Brothers

Birketts has assisted Mike Montgomery, the founder of renowned British games developer, The Bitmap Brothers (Bitmap), in the sale of its entire portfolio to independent game studio, Rebellion Developments (Rebellion), for an undisclosed amount.

Founded in 1987 by Mike Montgomery, Bitmap's brand is synonymous with titles such as Xenon, Z: Steel Soldiers, Speedball, and Chaos Engine. Having acquired the full Bitmap portfolio, Rebellion aims to bring Bitmap's library of popular titles from the late 80s and 90s to modern platforms, as well as to create new releases based on previous material.

In addition to computer game development, Oxford-based Rebellion, have diversified in to the production of board games, as well as film and TV. They have experienced impressive growth over the last decade, acquiring British comic series 2000 AD, Elixir Studios and Radiant Worlds.

The transaction was led by [Nigel Thompson \(Intellectual Property\)](#).

Mike Montgomery, founder of The Bitmap Brothers, commented: *"It was a difficult decision to part with The Bitmap Brothers' name and its portfolio, but I was pleased to be able to turn to Nigel, with whom I have worked for many years, and to draw upon his wealth of experience and knowledge to help me through the sale process. As I would expect, Birketts' advice and client service was exemplary."*

[Nigel Thompson](#), Partner, commented: *"Birketts has acted for Mike Montgomery for many years and whilst it was a big step for Mike to agree to sell to Rebellion the Bitmap name and portfolio, I was pleased to be able to help Mike through the sale process."*

“

As I would expect, Birketts' advice and client service was exemplary."

*Mike Montgomery,
founder of Bitmap Brothers*

Best Employers Eastern Region 2020

Birketts is delighted to be partnering with Pure, Eras Ltd and Archant on the 2020 Best Employers Eastern Region employee survey.

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The survey gives your organisation the opportunity to actively evolve workplace culture, increase engagement and monitor employee satisfaction against your own previous survey results and the results of other businesses in the region.

What is Best Employers Eastern Region 2020?

Best Employers Eastern Region 2020 is a free biennial employee survey measures employee engagement, company culture and values. It's easy for employees to complete online and because it is 100% confidential it encourages open and honest answers.

You decide the number of questions. You can run an in-depth survey or a pulse survey without losing the opportunity to benchmark your engagement scores against other organisations in the region.

Who can participate?

The survey is open to organisations from all sectors across Cambridgeshire, Essex, Norfolk and Suffolk.

Why should we get involved?

The survey gives your organisation the opportunity to actively evolve workplace culture, increase engagement and monitor employee satisfaction against your own previous survey results and the results of other businesses in the region. What's more, it's free!

What will my organisation get?

Each organisation receives a tailored report summarising the findings of the survey and an action plan with any opportunities for further development. Participating businesses also have the unique benefit of not only accessing valuable data on their own organisation, but can also benchmark their scores against other organisations in the region.

Participating organisations become part of a growing network of Best Employers which shares the latest thinking on employee engagement.

In 2018, 140 organisations participated, more than 15,000 individuals completed the survey, eight organisations won awards and 40 organisations achieved accreditation

Discover more about the businesses who took part in Best Employers in the Eastern Region 2018-2020 in [Your Guide to The Best Employers in the Eastern Region](#).

Can we win anything?

All participants are automatically entered for a series of prestigious awards, presented at a high-profile event. The winners are selected based on the employee feedback from the survey – so staff effectively vote for their organisation to win by sharing their experiences of what it is really like to work there.

A panel of advisers has been appointed to endorse platinum and gold kitemark accreditations for organisations who submit further evidence in conjunction with the results of the employee engagement survey.

As well as being celebrated at the awards events, the Best Employers Eastern Region winners and accredited organisations will be showcased on the Best Employers portal.

How can we find out more?

To discover more about Best Employers Eastern Region 2020 visit the [dedicated web pages](#).



Birketts' Early Birds seminars

Being reasonable about making adjustments

The duty to make reasonable adjustments crops up regularly in claims for disability discrimination, and is a duty that employers frequently misunderstand in practice. The seminar series will cover to whom the duty is owed, the circumstances when the duty arises and the steps employers should take in order to satisfy the statutory requirements and avoid the consequences of a successful tribunal claim. There will also be a round-up of some of the key recent developments in employment law.

The seminar will cover:

- what is meant by the requirement to provide employees with 'auxiliary aids'.
- when employers should consider making reasonable adjustments to procedures in the workplace, for example when following disciplinary or capability procedures.
- the duty for employers to make changes to physical features of premises and how far this duty extends.

A light breakfast will be included.

Seminars are being held throughout the region. For further information or to book your place, visit www.birketts.co.uk/events



Brexit and GDPR: what you need to know

Understand and identify the steps relevant to your organisation with our checklist

Key contact



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Many organisations have yet to update their GDPR procedures for Brexit. Whilst the justifications for this are many and varied, one consistent message we are hearing is that organisations simply do not know what is required of them. This is perhaps unsurprising given that, as with so many aspects of data protection compliance, there is no one size fits all solution. The situation is, of course, not helped by the ongoing uncertainty as to whether and when the UK will actually exit the EU and the terms of the deal, if any, under which it will leave.

Free guidance

In an effort to bring some clarity to the situation, Birketts has published a free guide, 'Brexit and GDPR: What you need to know and do.' The guide comprises a summary of the headline issues and terms that organisations planning for Brexit need to be aware of, together with a practical checklist enabling organisations to identify what compliance steps they will need to take.

Advice in brief

1. Many organisations will need will need to update their data protection compliance measures for Brexit.
2. It is important that you familiarise yourself with the issues that Brexit poses for GDPR compliance now. These are summarised in the *Headline Issues* section of our guide. It will take you less than 10 minutes to read.
3. Use the *Checklist* section of our guide to identify what changes you need to make to prepare for Brexit.
4. If the UK exits the EU without a deal in place, you will need to have implemented the changes by exit day.
5. If the UK exits the EU with a deal in place, you will have a little more time to make changes and the specific changes required may vary slightly. Look out for Birketts updated guidance.

Click here to download [Brexit and GDPR: what you need to know and do](#). For individual legal advice please email [Kitty Rosser](mailto:kitty-rosser@birketts.co.uk) or call directly on 01603 756 559