



Beeston Community Enterprises Ltd.

Save The Ploughshare

www.BeestonPloughshare.com

Share Offer

Launch Date: 01/11/2018

Closing Date: 30/11/2018

Beeston Community Enterprises Ltd. is a not-for-profit Community Benefit Society created by local people to secure and safeguard the future of The Ploughshare Public House in Beeston, Norfolk.

We are looking to raise between £100,000 and £130,000 towards our aim of buying and re-opening the pub through a “share offer”. Raising more than this will help us refurbish the property and improve its facilities for the benefit of the local community.

Buying shares makes you a “member” of the society and gives you a say in how it runs. Each member has one vote, no matter how many shares they buy. The minimum shareholding is £50 and the maximum is £20,000

This document:

- **Describes the project, its benefits for members and the community**
- **Explains about the society and how the share offer will work**
- **Contains information on how to apply for shares**

Our Vision

Beeston Community Enterprises Limited is the not-for-profit company formed so that the people of Beeston and the wider community can secure and safeguard the future of The Ploughshare pub.

It is a special kind of organisation called a “Community Benefit Society” which is owned by and run for the benefit of the local community instead of for profit.

Our aim is to buy and re-open The Ploughshare as a pub, restaurant, café, small shop and hub for all kinds of services and community activities.

The loss of village pubs can have a devastating effect on communities, increasing feelings of loneliness and isolation, especially in rural villages like Beeston.

We believe that The Ploughshare is a vital community asset and that its value and benefits will be best preserved if owned and run by a Community Benefit Society like ours.

But to achieve our vision, we need to raise money.

The most important source of funding comes from the local community, who can purchase shares in the society to become members and have a say in how it runs. We can also access a variety of grants and loans from local and national government, independent and charitable trusts.

Our Community

Running The Ploughshare as a community pub is a unique opportunity for Beeston to further improve what is already a vibrant and dynamic village.

There are many benefits including:

- ✓ Providing a place to meet friends and neighbours
- ✓ Bringing a sense of community and well-being for all village residents and visitors
- ✓ Offering a central hub for information for community events and local issues
- ✓ Facilities for the many village groups and sports clubs
- ✓ Creating opportunities for employment
- ✓ Improving and restoring a historic building
- ✓ Protecting the heritage of the pub and its connection to the church, world champion boxer Jem Mace and the USAAF 392nd Bombardment group
- ✓ Increasing the range of services available in the village to include the school, a pub, a café and a shop
- ✓ Helping to sustain property prices

The Story So Far

The Ploughshare closed in January 2016.

The owner has applied for planning permission several times to convert the pub into a house and build houses on the car park. All the applications have been withdrawn or refused by Breckland Council. The pub has also been given “Asset of Community Value” status, which offers some protection against development.

The owner originally wanted £350,000 for the property when an independent surveyor valued it at £185,000. In September of this year the owner’s appeal to the Planning Inspectorate against Breckland Council’s refusal to allow planning permission was dismissed

and shortly afterwards he offered the pub to BCE Ltd for £295,000. We then entered into negotiation with him and finally agreed a sale price of £250,000.

In August 2016, we raised £70,000 in our first share offer, with 150 people buying shares to become members of the society. We have also secured grants and loans totalling £100,000.

What Next?

We currently have a total of £170,000 that can be used to buy the Ploughshare. We therefore need to raise a further £80,000 to buy the pub. We also need to provide funds for stocking the pub, and renovating it, so we ideally would seek a further £50,000 on top of the purchase price for start-up costs including stock, and this share offer seeks to raise that.

As we believe the pub requires some significant work in the medium term, we would be in position to accept a maximum of £130,000 in this share issue, with the funds raised after purchase of the pub and stock going into this refurbishment.

We also believe we could open the pub with a further £20,000 on top of the purchase price, and so we would accept a lower amount as the bare minimum we need to proceed. Investors should note though that under this minimum amount, the pub's trading performance may be less strong as we will not have undertaken the works we consider necessary in the short term.

Our Business Plan

A detailed business plan has been created for the first three years running The Ploughshare which you can download from our website www.BeestonPloughshare.com

The figures have been checked by the experts at "Pub is The Hub" and by a company called Keyfund who have since agreed to loan us £50,000 toward the purchase of the pub. Clearly our figures are in line with what a pub in a community like Beeston should be capable of achieving.

The aim is to gradually grow the business over time and generate a small profit in each of the first three years.

For years four and five, we may be able to pay interest to our members if there is enough profit and cash reserves available. Ensuring the safety of members' share investments is our highest priority at all times.

The Community Shares Standard Mark



The Community Shares Standard Mark is awarded by the Community Shares Unit to share offers that meet national standards of good practice. For more information about community shares, the Community Shares Standard Mark and the Community Shares Unit go to: communityshares.org.uk

How is Beeston Community Enterprises Ltd. Managed?

A Management Committee of up to nine members is responsible for the running of the company.

The current Management Committee is made up of seven Beeston residents who believe that it is vital to secure the future of The Ploughshare for the community. They are:

- Chair – Henry Dennett: Henry is a local businessman who currently runs a training and business consultancy company specialising in Customer Service, Sales, Business Management and Leadership. He is a Fellow of The Chartered Management Institute (CMI) and has two other business interests.
- Treasurer – Fiona Crump: Fiona retired in 2013. She has 14 years' previous experience in retail banking. Also in 1997 she qualified as a member of the Association of Accounting Technicians and subsequently ran her own business providing services in bookkeeping, VAT, payroll & management accounts. She has held many voluntary posts as Treasurer over the years and is currently also Treasurer of our Village Hall and a playing field.
- Secretary – Julie Lawrence: Julie is a retired college manager and teacher with administrative experience.
- Communications, Public Relations and Marketing – Vacancy
- Fundraising / Events – Kim Wheeler; Kim is a local businessman who has a real talent for organising events. Prior to The Ploughshare closing he was instrumental in organising Burns Nights, St. Georges Day parties and everything in between.
- Village Liaison – Robert Wall: Robert is a founder member of the Beeston Cricket Club and a well-known local businessman. His contacts and influence in the village and wider community are essential.
- Company Secretary – Geoff Sorrell: Geoff is a retired senior manager. As MD of a services company he has substantial experience of running HR, finance, administration, property portfolios, IT systems, marketing, professional compliance and of setting up new businesses.

Beeston Community Enterprises Ltd's second Annual General Meeting (AGM) is taking place on November 1st 2018. Since the last AGM, one committee member has resigned and 2 members are due to stand down having completed their terms of office. This means that there will be a maximum of 3 vacancies on the management committee at the time of the next AGM.

Annually the Management Committee will provide all members with a report which will set out financial statements and the society's activities during the previous financial year. The first annual report and financial statements were presented at the first AGM in November 2017 and are available on our website. The next set of reports and financial statements will be presented at the next AGM.

Beeston Community Enterprises Ltd. is registered with the Financial Conduct Authority (FCA).

However, this share offer does not fall within the scope of the Financial Services and Markets Act (FSMA) and the sale of community shares is not regulated by the FCA. There is no right of complaint to the Financial Ombudsman Service, nor can investors apply to the Financial Services Compensation Scheme.

Seed Enterprise Investment Scheme (SEIS) and Enterprise Investment Scheme (EIS)

We have gained “advance assurance” from HMRC that this share offer will qualify for tax relief under one or other of the above schemes.

SEIS is a government scheme devised to encourage investment in new enterprises.

The first £150,000 of shares purchased will be eligible for income tax relief at 50% of the amount invested by an individual or an organisation. £150,000 is the maximum amount set by HMRC to which this level of tax relief can be applied. £65,450 of our first share offer was identified for tax relief at this 50% rate leaving £84,550 available to prospective investors.

EIS is a government scheme designed to help smaller companies raise finance by offering tax relief to investors who purchase new shares in those companies. In our case it is available on those shares purchased after the first £150,000 of SEIS-eligible shares have been purchased. The upper limit for EIS is £5 million. Funds raised that fall within this category will be eligible for income tax relief equal to 30% of the amount invested by an individual or an organisation.

For both schemes, shares must be held for a minimum of 3 years to be eligible for tax relief. After 4 months’ trading, the society will issue each eligible investor with the appropriate form (EIS3) to enable them to claim tax relief. Please be sure to tick the box relating to tax relief on the Application Form (online and paper) to make sure you receive your EIS3 form at the appropriate time.

The share sale will be treated as one issue and to comply with HMRC rules the SEIS tranche will continue to be issued first followed immediately by the EIS tranche should the SEIS maximum of £150,000 be exceeded.

Please note: The society and members of the Management Committee are not able to advise on tax issues and it is the responsibility of investors to satisfy themselves as to their own eligibility to claim such tax relief.

Important Notice

You must read the following points about the share offer before deciding whether you wish to participate

- I. When you are considering buying shares it is essential that you understand that this is an investment in our community, intended to create a secure and lasting asset for us all.
- II. It is intended to build on our social infrastructure – the village hall, the school, the church, local clubs and organisations – and help to create a thriving and sustainable community. It is not a conventional investment and you should not expect high or direct financial returns. Full information is set out in the society's rules available on our website.

Please note:

- III. The minimum shareholding is 5 shares. Each share has a value of £10. The maximum number of shares that can be held is 2,000 (including shares bought in the first share offer). Members must be over 18 and shares must be paid in full on application.
- IV. Shares are not transferable except on death or bankruptcy and their value cannot be realised except on application to the society itself for their original value.
- V. The value of shares cannot increase beyond their original value. **You should be aware that the value of shares may be reduced if the business is unsuccessful.**
- VI. As an investor your liability is restricted to the value of your shares. In the unlikely event that the business fails you would have no further liability.
- VII. Currently the society plans to consider paying interest on shares and/or enabling shareholders to withdraw investments after the third year of trading has been completed. The shareholding should be viewed as a social investment. The rules of the society allow for interest payments to be suspended if the financial performance of the society does not justify such a payment. Financial projections for the society's performance are included in the Business Plan accompanying this offer.
- VIII. The only way in which an individual's investments can be recovered (whether the initial sum or any reduced value) irrespective of Management Committee decisions relating to interest payments or general re-imbursments, is to give the society notice of withdrawal. This cannot happen during the first three years after the date of this share issue.
- IX. The specific conditions for withdrawal include:
 - a) Withdrawals must be funded from trading surpluses or new share capital and are discretionary, being subject to the Management Committee's satisfaction that withdrawal is consistent with the long-term interests of the society.
 - b) The total repayable each year is limited to a maximum of 10% of the current value of the share issue.
 - c) Three months' notice must be given.
- X. All funds invested in this share offer will be held in the bank account of Beeston Community Enterprises Ltd. and used only for the purposes of purchasing The Ploughshare Pub, for renovation of the pub facilities and for working capital. In the event that the purchase does not proceed all contributions will be repaid in full.
- XI. Although Beeston Community Enterprises Ltd. is registered as a society with The Financial Conduct Authority (FCA), the sale of community shares is not regulated by the FCA. Like many investments, community shares are at risk and you could lose some or all of the money you invest. Unlike deposits with high street banks, community shares are not covered by the Financial Services Compensation Scheme, nor is there any right of complaint to the Financial Ombudsman Service. If you are considering investing a significant amount then you may wish to seek independent financial advice before doing so.

Before deciding whether to invest please consider taking independent advice. For further information on the project please contact us via our website: www.BeestonPloughshare.com

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How to apply to join Beeston Community Enterprises Ltd.

If you wish to become a member of Beeston Community Enterprises Ltd. and invest in our venture (you must be at least 18 years old), please go to our website www.BeestonPloughshare.com and click on the link to Crowdfunder, an online platform tailored specifically to the purchase of our shares.

You can also buy shares by completing the form below and returning it to the following address:

Beeston Community Enterprises Ltd., Tawny Lodge, Dereham Road, Beeston, Norfolk,
PE32 2NQ

If possible, please use Crowdfunder as it reduces our administration and costs.

Name.....Date.....

Full address including postcode.....

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Email address.....

Phone number (s).....

Number of £10 shares you wish to acquire. (minimum shareholding: 5, maximum: 2,000).

Please tick this box if you want us to send you an EIS3 form for tax relief:

Please tick this box to indicate that you have read this Share Offer document:

Please note that by applying for shares in Beeston Community Enterprises Ltd you are agreeing to the following statement:

I agree to my name, address, phone number(s), email address and the number of shares I wish to purchase being held on a computer database. I understand that this information will be used (i) for the purpose of maintaining a register of members and potential members as required by the rules of the Community Benefit Society, (ii) for communicating with members (via email, phone, SMS, post) and (iii) for the posting of notices regarding the activities of Beeston Community Enterprises Ltd. This information will only be shared with third parties in supporting us in the execution of these particular activities.

Please enclose with this completed form a cheque for the correct amount payable to Beeston Community Enterprises Ltd.

Receipts will be issued by email wherever possible to reduce administration costs.