



The Fox and Goose (Hebden Bridge) Limited

Community Share Offer



Share Offer Open from: **Friday 15th September 2017**

Last Closing Date: **Thursday 14th December 2017**

Target: **£6,000**

This is an opportunity to buy shares in and become a shareholder member of The Fox and Goose (Hebden Bridge) Limited (the Society). The Society is a registered society with the Financial Conduct Authority (FCA).

The Fox and Goose (Hebden Bridge) Limited

Registered Society, Number 32021R

Registered Office: 7 Heptonstall Road, Hebden Bridge, West Yorkshire, HX7 6AZ

VAT Number: 195439370

www.foxandgoose.org



<https://www.facebook.com/Hebdenfoxandgoose>



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Prospectus, Notes to the Application Form and Application Form

Prospectus

Introduction

The Fox and Goose is a traditional real ale pub and is steeped in local history. It has been extremely popular among the local community and visitors to Hebden Bridge for many years. The Fox and Goose sells only quality real ales from independent breweries, real ciders and bottled beers, ciders and lagers. The pub became the first community co-operative enterprise pub in West Yorkshire in March 2014. This was brought about from the forming in 2013 of a registered society (the Society) with the FCA to achieve that aim.

The Society's ongoing aim is to see the pub kept open, running and improving for the benefit of this community and to be a sustainable business.

Reason for this share offer

In the original founding share offer prospectus of 2013 it was stated that:

"We have budgeted for 3% of the original share capital (£130,000) to be withdrawn by shareholder members from 2016/17 and thereafter. ...the Society would aim to meet any demand for withdrawals that would exceed this rate, on the basis of new members replacing retiring members."

The terms of the founding share offer in 2013 contained a three-year restriction on withdrawing members' shares that ended in March 2017. Subsequently a few requests came from members to withdraw shares totalling £6,000. These requests were satisfied by the Directors. This was somewhat more than the originally anticipated 3% of the starting £130,000 share capital raised.

Those members who elected to withdraw all their shares then ceased to be members of the Society. We, the Directors, would like to thank those who are now no longer members for the commitment they provided in these formative years.

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Also this year, the Directors have had a number of requests from both existing members and prospective new members who wish to acquire shares in the Society. From this we are now inviting these and others to consider partaking in this open share offer. The limited aim with this offer is to expand the level of membership and also to reinstate the value of the total investment capital to where it roughly was that pertained as a result of the founding share offer.

The target is to raise £6,000 from this offer.

This share offer will close on either the earlier of a date shortly following the date that the target amount from applications is reached or a period of three calendar months from the opening date of the offer (the last closing date).

Any funds raised from this share offer shall be used for the running of the Society and for general refurbishment of the pub.

Board of Directors and Governing Committee

The Society's members elect Directors from the membership on an annual basis. The Directors form the governing committee of the Society. The full Board of Directors at the date of this prospectus are:

Steve Holland - Secretary
 Rachel Loise
 Jonathan Owen
 George Parker
 Nigel Sagar - Treasurer
 Dave Young – Chair.

The Directors employ the Manager. The Manager is responsible for the Deputy Manager, the staff and the day-to-day business of the pub.

The Manager of the Fox and Goose is Hannah Thurman.

The Deputy Manager is Julia Andrus.

The Manager or any Director can be contacted at info@foxandgoose.org

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Business information

Accounts for 2016 and the 2017 year and future years' budgets to 2020 are taken from the Treasurer's report to the 2017 Annual General Meeting. The 2021 budget figures were produced recently.

1/ 2016 Accounts

The Society's Annual Accounts are available on the Financial Conduct Authority's website.

The year-end accounts for 2016 have been prepared by the Society's Accountant Mark Hill.

	2016	2015	Change from previous year
Turnover (income from bar sales))	£245,520	£212,163	Up 15.7%
Cost of sales	(£122,381)	(£113,381)	
Gross profit	£122,681	£98,782	
Gross profit / Turnover	50.5%	46.5%	Up 4%
VAT	(£17,195)	(£11,345)	
Admin expenses (staff, etc)	(£92,941)	(£94,306)	
Earnings	£12,545	(£6,869)	
Depreciation	(£5,283)	(£15,577)	
Other operating income	£5,383	£6,368	
Other operating expenditure	(£748)	(£797)	
Profit/(Loss) before tax	£11,897	(£16,875)	
Tax	(£1,080)		
Profit/(Loss) for the year	£10,817	(£16,875)	£27,692 turnaround

Balance Sheet:-

	2016	2015
Fixed Assets		
Tangible assets	£88,522	£88,522
Current assets		
Stock and debtors	£3,981	£2,911
Bank accounts	£45,653	£32,378
Creditors	(£15,406)	(£11,878)
Net current assets at end of year	£34,228	£23,411
Net assets	£122,750	£111,933
Capital and reserves		
Called up share capital	£130,270	£130,270
Profit and loss account	(£7,520)	(£18,377)
Shareholders' funds	£122,750	£111,933

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2/ 2017 Budget

Turnover for the year has been forecast at £232,300. This has been based on the monthly figures for the latter half of 2016 which do not include the impact of the increased trade due to the flood in late 2015.

The cost of sales, what we buy drinks for, is based on a gross profit of 52% and will be delivered by continued improvements in buying and reducing wastage.

Staffing costs are based on 125 hours per week, with three quarters of this being staff behind the bar and one quarter behind the scenes work (eg cellar, cleaning and management work). The Living Wage increase of 2.42% has been applied from January 1st 2017.

Non-staff expenses (eg utility bills, day to day upkeep, licences and professional fees) are again based on figures we have since the pub commenced trading as a co-operative with an allowance for inflation.

Due to the increase in turnover (income from bar sales) through 2016, we will become liable to pay VAT at the standard rate in early 2017 meaning our VAT bill will increase to around £19,000. This is up from the 2016 payment of £17,195 which was paid at flat rate VAT.

The capital refurbishment programme has been set at £5,000, as for 2016.

Overall the 2017 budget shows a profit of £184.

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3/ Budget summary for 2017 through 2021

Profit & Loss [Budget] 2017 through 2021					
	2017	2018	2019	2020	2021
Income					
Sales wet	£230,700.00	£242,235.00	£254,346.75	£267,064.09	£280,417.29
Other income	£1,600.00	£1,680.00	£1,764.00	£1,852.20	£1,944.81
Total Income	£232,300.00	£243,915.00	£256,110.75	£268,916.29	£282,362.10
Cost of Sales					
Wet purchases	£110,736.00	£114,740.57	£119,209.41	£123,838.29	£128,632.03
Other purchases	£1,080.00	£1,119.06	£1,162.64	£1,207.79	£1,254.54
Total cost of sales	£111,816.00	£115,859.63	£120,372.05	£125,046.07	£129,886.57
Gross Profit	£120,484.00	£128,055.38	£135,738.70	£143,870.21	£152,475.54
Gross profit %	51.87%	52.50%	53.00%	53.50%	54.00%
Expenses					
VAT FRS instalments	£18,749.00	£19,686.45	£20,670.77	£21,704.31	£22,789.53
Staff	£67,209.00	£68,889.23	£70,611.46	£72,376.74	£74,186.16
Total non-staff expenses	£34,195.00	£36,588.65	£39,149.86	£41,890.35	£44,822.67
Total Expenses	£120,153.00	£125,164.33	£130,432.08	£135,971.40	£141,798.36
Operating Profit	£331.00	£2,891.05	£5,306.61	£7,898.82	£10,677.18
Other Income					
Flat Rent & Other Income	£6,653.00	£6,653.00	£6,653.00	£6,653.00	£6,653.00
Total Other Income	£6,653.00	£6,653.00	£6,653.00	£6,653.00	£6,653.00
Other Expenses					
Capital Programme	£5,800.00	£6,000.00	£6,000.00	£6,000.00	£6,000.00
Tenancy Improvements	£1,000.00	£1,000.00	£1,000.00	£1,000.00	£1,000.00
Total Other Expenses	£6,800.00	£7,000.00	£7,000.00	£7,000.00	£7,000.00
Net Profit / (Loss)	£184.00	£2,544.05	£4,959.61	£7,551.82	£10,330.18

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Important legal information and risk factors

1. To be eligible to apply for this share offer applicants must be normally resident in the United Kingdom and be aged 16 or over. Certain UK registered organisations and companies may also be eligible to apply.
2. Once you are issued with your shares, you will become a shareholder member of the Society and will be entitled to full voting rights at general meetings and to stand as a Director of the Society.
3. All shareholder members have one vote irrespective of the number of shares held. Any new members' rights will be identical in all respects to those of existing members.
4. Shares in the Society are non-transferable.
5. Shares are priced at a fixed value of £1. This is a long-term investment for the benefit of the community. The shares in the Society have an asset lock applied to them. This means the shares do not change in value from the £1 price. This is in place to prevent private gain and protect the Society's major asset, the Fox and Goose public house, for the community and for the future.
6. In the event of having to wind up the Society and should the net value of the Society's assets minus liabilities then exceed the value of the share capital, the members will only get back their original investment capital in settlement. On windup and settlement any remaining value would be transferred to other community organisations having similar community benefit aims to the Society.
7. The value of shares may fall if liabilities exceed assets or if the business the Society owns fails. However, members' liability is limited by statute. Members' personal financial liability in all circumstances is restricted to no more than the value of their shares.
8. The Society is entitled to pay interest on shares provided that: the business finances are deemed to be sufficiently in surplus; a recommendation to pay interest is put forward to the members by the Directors and; approval is gained to do this from the members. A recommendation to pay interest would normally arise at the Society's Annual General Meeting, but can also be put to shareholders at any time.
9. The Society is also entitled to pay back the capital value of members' investments should it be deemed that surplus funds are available for this

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and the members agree to it. If all members' share capital has been paid back as a result of the Society's decision so to do, then they will still remain members and retain ownership of the Society and also retain members' rights.

10. At any time a member is entitled to request withdrawal of any or all of their share capital from the Society provided notice is given by the member to the Directors in writing. Withdrawal requests will be acted upon at the discretion of the Directors and will be subject to Society funds being available at the time of the withdrawal request. For large withdrawal requests, withdrawal settlement may be staged over a period of time subject to agreement between the requesting member and the Directors. If, as a result of share withdrawals, a member's shareholding drops below the minimum amount of one share, ie below £1 in value, the member will then cease to be a member of the Society and will lose all membership rights.

11. In the event of the death of the member, their shares will be cancelled and the value of their shares will go to their estate. The membership is not transferable and will be terminated. On such a circumstance it will usually be that beneficiaries will be invited to become members of the Society, if they so wish.

12. The Fox and Goose (Hebden Bridge) Limited is registered with the Financial Conduct Authority, society number 32021R. Special rules apply to the Society and you have no right of complaint to an ombudsman. Any dispute may be the subject of arbitration, as set out in the Society's rules.

13. The Society's rules can be found at: <http://www.foxandgoose.org/wp-content/uploads/2015/01/The-Fox-and-Goose-Hebden-Bridge-Rules-FSA-2.pdf>.

14. All the value of any investment from uptake of this share offer is fully at risk. Before investing applicants should make themselves aware of the general risks of this type of investment and fully understand the legal information and risk factors section within this document. Applicants are advised that if they are unsure they should seek independent advice.

15. The Directors declare that to their knowledge the information and opinions provided in this Prospectus and in the accompanying Application Form are true and fair. The Directors are not offering advice as to whether any prospective applicant should partake in this offer.

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Application Form

Application form for membership and purchase of shares in The Fox and Goose (Hebden Bridge) Limited.

For use by applicants who are either individuals or are applying on behalf of a group or an organisation. For use by those wishing to become a new member and also for existing members who wish to buy more shares.

Notes to the Application Form

Please read **ALL** these notes carefully before completing the following membership and share purchase application form.

1/ Format

Please note this application form is not available to complete in an online format. If viewing online, please print a copy to complete. Alternatively, paper versions of the application form, together with the share offer document and all other documents referred to herein are publically available at the Fox and Goose, 7 Heptonstall Road, Hebden Bridge, West Yorkshire, HX7 6AZ during the period of the offer. Please ask a member of staff. The form is also available by contacting any of the Directors at info@foxandgoose.org. An application form can be posted to applicants on request.

2/ Eligibility

Applications by individuals

Only individuals who are United Kingdom residents and aged 16 or over are eligible to buy shares in this offer.

Applications by groups/organisations

Registered groups/organisations can apply. For example charities, companies and registered societies can apply, providing they are registered and domiciled in the United Kingdom. Make sure your registered group/organisation has the constitutional and legal right to own shares in The Fox and Goose (Hebden Bridge) Limited. The Directors reserve the right to check a registered group's/organisation's eligibility.

Informal groupings which are unregistered can apply, but the Society will only accept payment from, and only issue the share certificate to, one

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individual who has been nominated from your group. That nominated individual must be aged 16 or over and be a United Kingdom resident. Only that nominated person will be the legal member and be the beneficiary of members' rights in the Society.

3/ Relevant resources and skills

The Society is about the community and the community values of helping each other out when we can. We are therefore keen to encourage those who want to become members to also disclose any skills or resources they may be willing to offer to help make the Fox and Goose and the area a better place for the common benefit of all.

4/ Declaration of interests

The Directors have a duty of care to make themselves aware of any interests or circumstances of potential new members that may be relevant to the protection and good management of the Society, its members and the Society's business. The Directors reserve the right to refuse an application for membership if for any reason they deem an applicant to be unsuitable.

5/ Permissible investments

Shares are priced at £1. The minimum investment is £100.00p, with a maximum investment of £5,000.00p. Applications will only be accepted for amounts in whole pounds and that amount shall also be divisible by £100. For example £200, £400 or say £1100 will be acceptable to be invested but not, say, £150 or £245.50p.

6/ Payment

Only payment in British pounds sterling shall be accepted. Payment in full for the amount you wish to invest should be included with your application or paid into the Society's registered bank account at the time of application. The Society will only accept payments from accounts that have the same name as the person or organisation that is applying for shares.

If you choose to pay via bank transfer (BACS, online payment), please make sure you add a reference including your name (or if applicable your group's/organisation's name) as it appears on your application form and the words "F&G share offer". In all cases, if you are an existing member please also add your membership number.

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If you pay by cheque, please make sure you write on the reverse side of your cheque your name (and if applicable your group's/organisation's name) as it appears on your application form, plus the words: "F&G share offer".

Payments for shares can be made in cash. In the interests of security cash will only be accepted provided a previous arrangement has been made for this with a Director, the Manager or Deputy Manager and the cash payment must be accompanied with the completed paper application form. Proof of identity may be requested from the applicant. A receipt will be provided.

7/ Return of funds for unsuccessful or scaled back applications

If your application is refused or scaled back, the Society will reimburse the full amount or any balance owing within one calendar month of the closure date of the share offer. The Directors will endeavour to avoid any scaling back of applications. This would only occur if numerous applications were received and booked in one day where that day's applications took the total value of shares applied for significantly above the offer's £6,000 target.

This share offer will last up to a maximum of three calendar months from the opening of the offer, but will close early if on any particular day during the offer period the total value of applications received from the start of the offer to that day becomes greater than the £6,000 target.

8/ Share certificates

Successful applicants will have their share certificates issued to them within one month of the close of the share offer. Please note if the shares applied for have not had cleared funds provided by the applicant for them by the issue date the Directors will reject the application. For those who were existing members, a replacement certificate will be issued showing the new total holding. Any previous certificate held will be void and recorded as such. Information on the certificate will include:

- the registered name and address of the member (please note both for individuals and groups/organisations this must be the official full name and both the name and the address must tally with those on legal identifying documents);

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- share certificate number;
- total number of shares held;
- shareholder member number;
- date of issue.

9/ Purchase

If you wish to buy shares, please detach and complete a print version of the application form below and return it to The Fox and Goose (Hebden Bridge) Limited, 7 Heptonstall Road, Hebden Bridge, West Yorkshire, HX7 6AZ. Alternatively, hand-deliver your application to the Manager, Deputy Manager or to any Director. Please retain the notes to the application for your future reference.

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Application Form

This is the application form to subscribe for additional open offer shares (the offer) in The Fox and Goose (Hebden Bridge) Limited (the Society). This offer is open to all who are eligible.

Please read all the notes to this application form and the prospectus before completing this form. Please tick boxes that apply to you and leave those that do not blank. Please supply information requested in the spaces provided.

If viewing this form online, please print off a paper copy and then complete it.

Section 1

About you as the person completing this form.

1.1/ Are you aged 16 or over? Yes No

1.2/ Your date of birth.....

1.3/ Are you a United Kingdom resident? Yes No

1.4/ Either:

I am applying for shares in The Fox and Goose (Hebden Bridge) Limited as an individual.

If ticking box 1.4, skip the rest of section 1, go to and complete section 2, skip section 3 and complete the rest of the form from the start of section 4 onwards.

1.5/ Or:

I am completing this form to apply for shares in The Fox and Goose (Hebden Bridge) Limited on behalf of a group or organisation.

1.6/ Is your group or organisation registered in the United Kingdom?

Yes No

If answering 'yes' to 1.6, skip section 2 and go to and complete the remainder of the form from the start of section 3 onwards.

If answering 'no' to 1.6, complete section 2, skip section 3 and then complete the rest of the form from the start of section 4 onwards.

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Section 2

This section to be completed by you as the individual applicant or by you as the nominated applicant of an unregistered group (see note 2 in the notes to the application form above).

2.1/ Your full name

Please note the name provided will be that which appears on the share certificate and if you are paying for shares from a bank account, the name you provide must tally with that which appears on your bank details.

First name.....

Middle name(s)

Surname/Family name.....

2.2/ Your full address, including post code

.....
.....

..... Post code

2.3/ e-mail

2.4/ Contact 'phone number (not mandatory)

2.5/ Resources and skills you want to offer or, if you are the nominated applicant for your group, any resources and skills your group has which you wish to tell us about.

.....
.....

2.6/ Interests you wish to declare or, if applicable, you wish to declare on behalf of your group. See note 4 above.

.....
.....

Please now go to section 4.

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Section 3

This section to be completed on behalf of a United Kingdom-registered group/organisation.

About you as the person completing this form.

3.1/ Full name of the person completing this form.

First name.....

Middle name(s)

Surname/Family name.....

3.2/ Address of the person completing this form, including post code.

.....
.....
..... Post code

3.3/ e-mail of the person completing this form.....

.....

3.4/ Contact 'phone number of the person completing this form

.....

3.5/ Your position within or your relationship with your group/
organisation

.....

About your group/organisation.

3.6/ Your group/organisation's name.

Please note this is the name that will appear on the share certificate. If your group/ organisation is paying for shares from a bank account, please also make sure that the name on the account tallies with that of your group/ organisation.

.....

3.7/ Registered address, including post code, of your group/organisation.

.....
.....
..... Post code

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3.8/ Preferred contact e-mail

3.9/ Please provide a brief description of what your group/organisation does.

.....
.....

3.10/ Authority/ies with which your group/organisation is registered.

.....
.....

3.11/ Your group/organisation's registration number/s

.....

3.12/ Any relevant resources/skills your group/organisation has to offer.

.....
.....

3.13/ Any interests you wish to declare about your group/organisation (see note 4 above).

.....
.....

Section 4

Subscription for shares.

4.1/ Either:

I or my group/organisation wish to become a member of The Fox and Goose (Hebden Bridge) Limited (the Society) in accordance with the Rules, or

4.2/ Or:

I or my group/organisation am/is an existing member and wishes to buy additional shares in The Fox and Goose (Hebden Bridge) Limited (the Society).

4.3/ If ticking 4.2 please provide your Society membership number

.....

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4.4/ Amount you wish to invest in this share offer £.....

Please note the minimum investment is £100 and the maximum is £5000 and applications will only be accepted in one or multiple amounts of £100. See note 5.

4.5/ Payment method options

Please tick **ONE** of the following payment methods (see note 6 above):

BACS Transfer (online payment)

Cheque

Cash

For BACS transfer (online payment) pay: The Fox and Goose (Hebden Bridge) Limited, bank account at Yorkshire Bank, Leeds, using the following information.

Account name: The Fox and Goose (Hebden Bridge) Limited

Account number: 11799036. Sort Code: 05-00-50.

Please also add the transaction reference "F&G share offer" and if already a member, add your membership number, so we can identify your payment.

Please note money laundering requirements require that the Society can only accept payments from an account in the name of the applicant. Applications from third party accounts where names do not tally will be rejected.

Cheques to be made payable to "The Fox and Goose (Hebden Bridge) Limited". Please attach a cheque payment to your application form.

Cash payments will only be accepted by a Director, the Manager or Deputy Manager. In the interests of security, cash will only be accepted via prior arrangement. The cash payment must be accompanied with the completed paper application form. Proof of identity may be requested from the applicant. A receipt will be provided. The Manager or any Director can be contacted at The Fox and Goose:

info@foxandgoose.org telephone: 01422 648052.

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Section 5

Agreement and declaration.

5.1/ a) I have read and understood the contents of the accompanying share offer prospectus including the risk factors and the notes to the application form.

b) For new applicants only: I wish to become a member of The Fox and Goose (Hebden Bridge) Limited (the Society).

c) I agree to be bound by the terms and conditions of the Society described in the share offer prospectus and in the Rules of the Society.

d) I understand that the Board of Directors of the Society may reject my application, and is not obliged to tell me why it has been rejected.

e) I consent to receiving notices by email regarding formal Society documents or links to formal documents on the Society's website and/or other social media sites.

5.2/ By applying for membership and shares I agree to information regarding my name (and/or my group/organisation's name where applicable), address, phone number and email address, amount invested and number of shares allocated to me (or my group/organisation) being held on a computer database.

5.3/ I understand that this information will be used for the purpose of maintaining a register of members as required by the Society's Rules. I understand the undertaking from the Society that none of the information I provide will be passed on to any third parties without consent. The amounts or sums invested by individual members will remain confidential.

Signed..... Date.....

To avoid any potential disappointment please make sure your completed application form is delivered to the Society promptly. Applications will be processed in the date order they are received and booked in, not the date you signed the form.

Section 6

Data protection and money laundering.

6.1/ The data provided by you on this form will be stored within a computerised database. This data will be used only for the Society's

The Fox and Goose (Hebden Bridge) Limited

Registered Society, Number 32021R

Registered Office: 7 Heptonstall Road, Hebden Bridge, West Yorkshire, HX7 6AZ

VAT Number: 195439370

www.foxandgoose.org



<https://www.facebook.com/Hebdenfoxandgoose>



<http://www.twitter.com/@Hebdenfox>





purposes and will not be disclosed to any third party. It is a condition of the offer that to ensure compliance with the Money Laundering Regulations 2003, the Society may at its absolute discretion require verification of the identity of any person seeking to invest.

Section 7

Delivery of applications.

7.1/ Applicants who wish to pay for shares with cash must give their payment by hand to a Director or the Manager or Deputy Manager and that payment to be accompanied with your completed application form. Please make an arrangement to do this either at the pub, via telephone (01422 648052) or via info@foxandgoose.org.

7.2/ Applicants who wish to pay by cheque or by BACS transfer (online payment) can post or hand-deliver their application to The Fox and Goose (Hebden Bridge) Limited, 7 Heptonstall Road, Hebden Bridge, West Yorkshire, HX7 6AZ.

7.3/ If you have any questions, please contact The Fox and Goose (Hebden Bridge) Limited or e-mail any Director or the Manager at info@foxandgoose.org

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For Administrative Use Only

To be completed by a Director, the Manager or Deputy Manager only.

1/ Date application received

2/ Name of person receiving application

3/ Payment method BACS Transfer (online payment)
 Cheque
 Cash Receipt Number

4/ Date payment received.....

5/ Date application uploaded.....

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