

Slaley Community Assets Ltd



Share Offer Prospectus April 2013.

**An opportunity to Invest in a Community owned Co-operative
to facilitate the Purchase of the Rose and Crown.**

**This is a Public House in the heart of the Community
in Slaley, Northumberland.**

Opening date: 28 04 2013

Closing date: 24 07 2013

www.slaleyroseandcrown.co.uk

Slaley Community Assets Ltd is an Industrial and Provident Society for Community Benefit.

Registered in England, Registration Number 31986R

Registered Office, Clairmont, Slaley, Hexham, Northumberland, NE47 0AD

Introduction

The Rose and Crown is a Grade 2 listed building and a registered Asset of Community Value set in the heart of the village of Slaley. It has been trading since the 17th century. In the last decade it passed from private ownership to a brewery. Since then it has had changes in tenancy and periods of closure.

Marston's PLC now intend to dispose of the pub. We have an opportunity to secure its future by purchasing it for the benefit of the village. As such, it will be a community held asset providing the services of a public house, reopened restaurant with other facilities to follow in due course. Owned by a Community Benefit Society, Slaley Community Assets Ltd, (The Society), it will remain in perpetuity for the long-term benefit of the village, its residents and its visitors.

The Society is seeking to secure an option with Marston's Brewery to purchase the Rose and Crown. The price, purchasing costs and immediate essential repairs will be in the region of £250,000. It will be a condition that the purchase is completed shortly after the close of this share offer.

Summary Information

This document details and contains an invitation to subscribe for shares in the Society. It is a community benefit society registered under the Industrial and Provident Societies Act 1965. The objects of the Society are "to carry on any business for the benefit of the people of the District of Slaley, Northumberland, and surrounding areas by acquiring and developing facilities for the community which promote social gathering, employment and tourism within the community and to provide services and events".

The Society shall be owned and controlled by its members on a fair and equitable basis. Each member shall have one vote irrespective of the number of shares held.

The information contained in this Share Offer has been prepared by the Founder Members of the Society, who take responsibility for its contents. To the best of their knowledge, all information is reasonable and not misleading at the time the Share Offer was issued.

This Share Offer is exempt from the Financial Services and Markets Act 2000, or subsidiary regulations. This means that you have no right of complaint to an ombudsman. An Industrial and Provident Society is registered with, but not authorised by, the Financial Conduct Authority (previously the Financial Services Authority) and therefore the money you pay for your shares is not safeguarded by any depositor protection scheme or dispute resolution scheme.

This summary should be read as an introduction only. As a prospective investor, you should read the whole of this Share Offer and be aware of any risks involved in making an investment. You should also read the Rules of the Society which are available for viewing on our web site www.slaleyroseandcrown.co.uk. An investment in the shares offered in this Share Offer carries risks and you may lose the value of your investment. If you have any doubts or questions, you should seek independent financial advice.

***The share offer period is open from 28th April 2013
and will close on 24th July 2013.***

Directors Letter

Slaley Community Assets Ltd is a new Co-operative Society set up to acquire and develop facilities in our community in Slaley. We intend that the first facility it acquires will be the Rose and Crown pub in Slaley. We hope to protect and develop the Rose and Crown, so that it becomes a hub for the community long into the future. To that end we have registered it as an Asset of Community Value with Northumberland County Council. This means that Marston's PLC are unable to sell it to another party before August 7th 2013.

We have been very encouraged by the support of the community so far, and we hope you will now join us in making this purchase happen. We are confident that under community ownership we can develop the Rose and Crown over the long term for the benefit of the community.

We have prepared this document to provide information on the background to the pub, its history and location and how we intend to operate it. We hope that you will find this information useful in helping you decide to become a shareholder and get involved in this opportunity to own a part of this historic pub in the heart of Slaley village.

We think that this represents a once in a lifetime opportunity to sustain and develop a key part of our village. In the future we intend that the Rose and Crown will:

- Provide an improved venue for all its customers.
- Provide an outlet for local food producers and brewers.
- Provide local employment.
- Provide a central point for community events and local issues.
- Provide a place to meet friends and neighbours and improve the sense of belonging and community.

The back of this document contains two copies of the all-important share application form that you can use to purchase your shares. If you require any further information to help you make your decision or just want to talk through our ideas with one of the Directors then please:

e-mail us at:

roseandcrown@escrowagent.co.uk

call us on: (01434) 673686

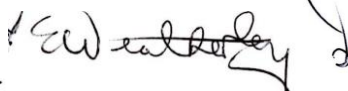
or write to us as at:

Slaley Community Assets Ltd,
Clairmont, Slaley, Hexham, Northumberland, NE47 0AD.



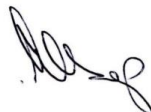
Norman Watson

Director



Margaret Weatherley

Director



David Allsop

Director

1. The Co-operative Structure Explained

The Society is an industrial and provident society for the benefit of the community registered with the Financial Conduct Authority (previously the Financial Services Authority). As such it is a separate legal entity and gives its members and directors the protection of Limited Liability.

We intend that the Society will provide a community benefit, as well as providing a return to our investors. The model we have guarantees that the assets of the Society will be used for the benefit of the community and cannot be disposed of for private profit. This is called an 'asset lock'.

The legal structure allows any person who buys one or more shares to become a member of the Society. Each member has one vote irrespective of how many shares he or she owns. Each share costs £1. Because of the large amount of money (£350,000) we need to raise, we have decided that the minimum shareholding is £500.

A Board of Directors comprising not less than 3 will run the Society. A maximum number of Directors of 12 has been set by the Initial Directors. The initial Directors are the Founder Members but we intend to co-opt more members onto the Board.

Within a period of 6 months of the end of the first financial year, an AGM will be held at which new Directors may be elected. After this initial AGM and at the next AGM, one third of Directors will retire and may offer themselves for re-election. The Board will, at all times be accountable to members and will report to them via newsletters, the website, general meetings and an AGM. All members will be provided with an Annual Report as well as Audited Accounts.

2. Types of Shares

The Society may issue three classes of shares, Class A Shares, Class B Shares, Class C Shares.

Class A Shares. These are only available to corporate members and are designed to facilitate share underwriting. They carry no automatic right to a higher rate of or fixed rate of interest. Holders do have preference to be entitled to withdraw shares, subject to the sole discretion of the Board. In the event of dissolution or liquidation of the Society's assets the holders of these shares are entitled to the nominal value and any unpaid interest, before any other amount is paid to holders of shares of any other class.

Class B Shares. These are available to individual members and have a nominal value of £1. The minimum purchase for this share issue is 500 £1 shares. The maximum purchase is 20,000 £1 shares. Shares are withdrawable on 3 months' notice subject to Board approval. On withdrawal the shareholder will be entitled to the return of their initial investment. The 'value' of the Shares will not increase. The Board has determined that Class B Shares must be held for at least 3 years from purchase before being withdrawn. These Shares are called henceforth in this document 'Membership Shares'.

Class A and Class B Shares are not transferable, i.e. they cannot be sold or given to anyone else unless in the event of death or bankruptcy.

Class C Shares. These shares are not withdrawable. Further information is available from the Directors.

No member shall have more than one vote at any General Meeting, irrespective of the number of shares or classes of shares held.

The Society will endeavour to pay interest to its shareholders comparable or better than a standard savings account with a bank or building society (subject to Bank of England base rate movements). Investors will be able to apply to withdraw their money, subject to 3 months notice, at the discretion of the Board.

The Board must at all times seek to protect the financial stability of the Society and consequently it will have the right to refuse requests for the withdrawal of shares. We will seek to build up a reserve fund in the future to deal with requests for withdrawal. We will follow normal practice for a co-op and set a limit of 10% of share capital to be withdrawn each year and we will seek to maintain a waiting list of potential new investors.

We have applied to HMRC for advance authorisation for Enterprise Investment Scheme (EIS) tax relief (see page 18 for further details). To qualify for EIS relief the investor must agree to hold their shares for at least 3 years. For this reason and to safeguard the financial stability of the Society, members will not be able to apply to withdraw their shares during the first three years.

On the basis of our financial planning we believe that we have agreed to pay a fair price for the land and buildings and that the business will be profitable. There is always the potential risk that land values may fall and the business may fail. If this was to occur the value of the shares in the Society would reduce.

It is important for investors to understand that the value of their shares will not increase. The only financial benefit for members will be from any interest that is paid. We intend that this interest will be competitive and will be linked to the profitability of the business.

3. The Rose and Crown in Slaley

Set in the 11th Century village of Slaley in scenic Northumberland, the Rose and Crown pub dates back to the 17th century and is a Grade 2 listed building and a registered Asset of Community Value. It provides much needed recreational, social and community facilities which support the current and future well-being of the village and its residents.

It has traded under private ownership until 2002, when Marston's Brewery purchased it. After a year of negotiation, Marston's PLC have now indicated that they are prepared to give us an exclusive Option to buy the pub.

We have held public meetings and conducted surveys and it is clear that the village want to see the pub retained and developed. Our initial analysis of the pub's business position is set out in the following table:

Strengths

- Located in a scenic part of the Tyne Valley in Northumberland, a popular tourist area.
- Security of owning the property in perpetuity.
- Commitment of a wide membership base to use and promote what will be their business.
- The building is in good condition for its age.
- Has traded successfully in the past, with its Restaurant being very popular.
- It is set near Hadrian's Wall, Slaley Hall and other popular visitor destinations.
- Significant nearby holiday cottages and B&Bs bringing in a supply of tourists.
- It will become a free house able to sell a select range of beers and wines, and free to get the best deal from suppliers.
- As a "community enterprise" it has access to funding not available to others.

Weaknesses

- Renovation is required to provide new kitchen and accommodation facilities.
- Its recent history has undermined customer confidence and eroded trade.
- In the absence of a food offering, general trading has suffered a decline.
- Being based in a small village, the pub needs to attract visitors from nearby towns and villages and holidaymakers to supplement 'locals'.

Opportunities

- To secure the ownership of the pub for the village for the long-term.
- To prevent its possible closure
- To provide a base to house other community assets threatened with possible future closure
- To meet the demand for good quality food for residents and visitors.
- To develop good quality B&B rooms to increase tourism.
- To give people a sense of community and a common purpose
- To provide local employment opportunities
- To develop a new customer base including walkers, cyclists, motorists and people in search of locally sourced quality food and locally produced beers.
- To be responsive to community needs providing new facilities on demand
- To protect a well loved building and facility in the village and thus help to protect Slaley's current status as a sustainable village.

Threats

- Possible closure of pub in the event of a failed bid.
- Difficulty in finding good people to run it
- Failure to raise sufficient funds in the current economic climate.
- Continued decline in pub attendances generally.

4. Our Vision

Capitalising on the Strengths & Opportunities, Dealing with the Threats & Weaknesses

The Rose and Crown is situated in the centre of the village. As a community owned asset our vision is to make it a hub of activity providing a number of needed services.

In addition to the traditional pub offer of a drinking establishment, restaurant and accommodation provider, we intend to develop a range of other community services if the demand is there. These could include internet access, coffee mornings or even a full cafe service, entertainment venue, parcel drop off/collection facilities etc.

We envisage that having the Rose and Crown as a community owned asset will have the following advantages for the village:

- Promoting social inclusion by providing a venue and services suitable for all age groups;
- Reducing isolation by encouraging participation in social and other events;
- Providing an informal meeting venue for local clubs and societies;
- Safeguarding and improving a building of historical interest;
- Providing a source of good food (for those who are immobile or unable to cook for themselves this could include a local delivery or collection service);
- Providing local employment;
- Supporting local businesses by the provision of an outlet or by purchasing goods for use in the business
- Helping to maintain local services ensuring Slaley's continued status as a sustainable community.

Capitalising on Strengths & Opportunities, Dealing with Threats & Weaknesses

A key driver for the project is to secure a community owned asset within the village to sustain key services essential to the wellbeing of the residents. In addition to concerns about the pub there are also worries about the sustainability of the village shop should the current owners be unable to sell it as a going concern. In such circumstances a shop facility could be re-located to the Rose and Crown building. A short-term solution might involve a temporary structure on the car park but a longer-term solution would require internal re-shaping of the building. This would involve moving the kitchen, relocating the toilets, changes to the restaurant, providing a new storage area and forming the shop area. There are no plans to undertake this work at present nor is it likely that such an extensive project could be undertaken in the first three years.

Once the business is established we intend to plough back some of the profit for other community programs. We will do this by making donations to Slaley Community Trust and other charities as the Directors determine.

If we do not attract sufficient funds from investors following this Share Offer then the proposed purchase of the Rose and Crown will not go ahead. If at the option deadline we have not raised a minimum of £250,000 from all sources including £130,000 from shares, the share issue will be halted and all of those people who have sought to invest will have their money refunded to them, subject to any administrative costs incurred by the Society.

We have carefully considered various operating models and we believe that an incentivised manager model provides the best solution in our circumstances. During the development and establishment stages a tenant model would not give the Society sufficient control over the asset to be able sufficiently to shape utilisation to future community needs and requirements.

Capitalising on Strengths & Opportunities, Dealing with Threats & Weaknesses

We intend to market the opportunity to run the pub to Manager couples throughout the UK, and attract the best people available.

We require the pairing to have between them both front of house and food preparation skills developed to a high standard. We will put prospective candidates through a rigorous selection process that will involve them:

- Getting to know the initial Directors of the Society and their aspirations and vision for the pub.
- Preparing and presenting a full business plan and operating model and demonstrating their competence to deliver it.
- Demonstrating their skills, knowledge and successful track record in a food led hospitality environment.

As they will enjoy a remuneration package heavily linked to generated profits, they will have every incentive to ensure that the pub thrives and grows. It will be their business as well as ours.

Recognising that the character and quality of the people is the crucial factor in having a successful pub, we will be seeking to employ a licensee who best meets the following criteria:

- They should have experience in the license trade and in particular in a village/rural setting.
- They are able to demonstrate how they intend to build up the business and in particular how they will provide good quality, competitively priced food that will provide at least 45% of the pub's income.
- They are best able to demonstrate how they will provide a venue for village events and support local cultural and sporting activities.
- They will be able to produce a Marketing Plan for the pub.
- They can convince us that they will be best able to provide a warm, welcoming and friendly atmosphere in the pub.
- They will show a willingness to work in harmony with the Board of Directors of the Society and be willing to listen to our advice and suggestions.

Capitalising on Strengths & Opportunities, Dealing with Threats & Weaknesses

We will put in place governance and reporting arrangements in order to monitor financial and other performance. We will ensure that there is an “open book” approach to sharing feedback and other information between the Society and the Managers.

The remuneration package will contain two elements, a modest base salary and incentives linked to profits earned. Because of this, the Managers will in effect be running their own business as well as ours.

We have had a full Structural Survey of the building completed, and have drawn up a list of immediate repairs required to bring the building up to the required standard. There is the need to:

- Re-decorate and renovate the downstairs pub area.
- Repair the roofing as required by the survey.
- Install kitchen catering equipment.
- Re-decorate/renovate the Restaurant area.
- Renovate the upstairs to a high standard for future lettings.

It will not be possible or desirable to complete all these works immediately. The first priority is to deal with priority repairs and re-install a suitable kitchen. Our aim is to have a building to be proud of that will attract customers from a wide area, as well as being at the centre of community activities. We will not achieve that overnight.

5 Funding

Required Funds

We estimate that a total of £350,000 will be required to purchase the property and put it back into good condition fit for purpose. Beyond that a full refurbishment could be completed over a period of years, using various sources of income from loans, shares, future grant income and retained profits.

We must raise at least £250,000 in shares and loans from this offer for the purchase to go ahead. This minimum sum would cover the purchase and the essential repairs required to allow the pub to begin to trade.

In order to demonstrate commitment to the project, at least £130,000 of this must come from Shares. If we raise that amount we will require a commercial mortgage and/or other loans for the balance of £120,000.

Grant Aid

We have already secured funding from a Government Agency of £8,220 for a pre-feasibility study. We understand that further revenue funding can be made available to meet set-up costs and we are completing the necessary application procedures.

Some capital grants may become available early in the new financial year but we are not seeking to rely on grant income.

6 The Business Case

The rationale is that:

- The Rose and Crown, prior to its sale to a brewery was very successful. It had regular customers, high restaurant utilisation and a high rate of bedroom occupancy.
- Since then it has suffered from rapid changes in tenancy and managers and has recently operated under restricted hours with no food or accommodation on offer.
- It remains, however, a key and well loved asset in the village. It is also a building which could if required in the future incorporate a village shop and café.
- If the offer is pitched correctly it can regain lost custom and return to profitability.
- It must be a “good food at fair prices” pub.

We have had access to the trading results of the most recent Tenants and are basing our assessment of turnover, overheads and profitability on the income in their start-up year. This has been supported by information from the advice service, Pub in the Hub and from industry ratios generally. We will be assisted by the much higher margin we will get by being a free house not tied to a brewery and able to purchase supplies at the best value for money available.

We plan to at least break even in the first year and hope by the second year that we will be able to generate sufficient profit to pay interest on the shares in the region of 2.5%-3.5%. This will be worth more to taxpayers who qualify for EIS relief. However, it is for individual investors to ascertain if this will be available to them.

We have also taken into account the number of seats in the restaurant and projected likely utilisation levels, We have carried out an assessment of what we believe is the current turnover as a managed house.

Key Risks and Challenges

The following table sets out the key risks and challenges and the mitigation arrangements that will be put in place:

Key Risks and Challenges	Mitigation
<ul style="list-style-type: none"> • Failure to raise sufficient share capital 	<ul style="list-style-type: none"> • Wide publication of offer document • Community participation to date has increased confidence levels • Agreement in principle for underwriting by financial institution
<ul style="list-style-type: none"> • Failure to raise required mortgage or loan 	<ul style="list-style-type: none"> • Discussions are being conducted with a wide range of financiers • In principle decisions are being sought
<ul style="list-style-type: none"> • Need to find successful motivated management team 	<ul style="list-style-type: none"> • Search has started already • Research has established that there is an active recruitment market • Short-term arrangements are possible until the right people are found
<ul style="list-style-type: none"> • Renovation timetable unrealistic or costs over-run 	<ul style="list-style-type: none"> • Fixed price tenders will be sought with penalties for non or late delivery • Ensure people with right expertise to manage contracts in place
<ul style="list-style-type: none"> • Turnover figures optimistic 	<ul style="list-style-type: none"> • Conservative numbers have been adopted • Challenge arrangements put in place
<ul style="list-style-type: none"> • Margins unrealistic 	<ul style="list-style-type: none"> • Industry norms identified and adopted • Performance monitoring will be robust
<ul style="list-style-type: none"> • Insufficient capacity or inappropriate skills to manage business 	<ul style="list-style-type: none"> • Board has access to a wide range of skills and experience

In Conclusion

We believe that this is a good opportunity to protect the interests of the community through:

- ***The ownership of a viable pub with good food.***
- ***Being able to accommodate the village shop if this proves necessary.***
- ***Being able to generate resources to be reinvested in the community.***

7 Frequently Asked Questions

1. Why should I become a shareholder?

It is important that as many members of the community as possible take part in this venture and help to raise the funds needed to purchase the Rose and Crown. Levels of future profitability will increase as more shares are invested and the need for other finance reduces.

2. Who will benefit from this venture?

The community of Slaley and the surrounding areas by securing the building and the pub for the long term as a community asset.

3. Who are the people organising this?

The project was initially started by the Slaley Community Trust with help from the Parish Council. Since the formation of the Society formed to make the purchase, i.e. Slaley Community Assets Ltd, the Directors and Steering Group have led the negotiations and planning. There is a wealth of commercial and financial experience in the Steering Group. They do not have a personal interest in this project beyond the amount they have invested themselves and will receive no remuneration.

4. Are there any restrictions to becoming a member?

Members must be 16 or over. There is no requirement to be a resident in the community, just a desire to support the cause.

5. What's the difference between being a Member and a Shareholder?

Purchase of 500 £1 shares automatically confers membership. It is being a Member which confers rights under the rules of the Society.

6. What voting rights do I have as a Shareholder?

All members have one vote, regardless of how many shares they have. Members will have the right to attend any General Meeting and to take part in the election of the members of the Board, by both proposing and voting.

7. What is my liability should I invest?

Your liability is limited to the value of your shares.

8. How much can I invest?

You can invest any amount between £500 and £20,000 in Class B Shares. There is a limit of £20,000 in share investment, but if you want to invest more than £20,000 in the Society, please contact us for an individual discussion. You must bear in mind that your investment is fully at risk. If the business fails you may lose some, or all of the money you have invested. You should carefully consider the risk factors identified in this document, and seek further professional advice if required.

9. Will my membership shares increase in value?

You can lose the money you have paid for Shares (should the business fail), but they cannot increase in value above their original share price. This applies to all co-operatives.

10. Can I sell my shares on?

No. The withdrawable shares cannot be sold. The only way to recover their value is to apply to withdraw your shares, and this will be at the entire discretion and prior approval of the Board.

11. What happens if I die?

Under current legislation you have the right to nominate any other person or persons to whom shares can be transferred at the time of death.

12. How can I get my money back when I need it?

To enable the business to build up sufficient reserves it will be at least 3 years before the Directors are able to authorise you to withdraw your shares. In order for your shares to qualify for EIS tax relief you will have to hold your shares for at least 3 years in any event. The Board will endeavour to build up a Reserve to deal with any applications for withdrawal and maintain a waiting list of potential new members. Please note that the Society cannot guarantee that you will obtain EIS Tax Relief and you should take independent advice as you deem necessary.

13. What happens if we don't raise enough money to enable the freehold purchase to take place?

If this share issue does not raise the sum required as set out in this document, then all those who have invested will be reimbursed entirely (subject to any administration costs) and the share issue will be deemed to have failed.

14 Will my shares attract interest?

Yes, the Society will endeavour to pay interest but there is no intention to declare any interest in the first year. You should regard your investment primarily as a social investment for the benefit of the community rather than a purely financial investment.

15 How will the interest be determined?

Each year the Board of Directors will decide what interest rate should be paid on share capital based on trading results. Interest will be credited to your share account and be subject to the same period of withdrawal as all share capital, i.e. 3 months. The Board may waive the notice required for a withdrawal and may direct that payment be made without notice or on a shorter notice. Interest requested to be withdrawn is paid direct to your bank account gross and is taxable. It is your responsibility to declare these earnings to HMRC.

A Brief Explanation of EIS Tax Relief.

We have applied to HMRC for advance assurance that the Offer Shares will qualify for tax relief under the Enterprise Investment Scheme, a government scheme that provides a range of reliefs for investors who subscribe for qualifying shares in qualifying companies.

Under this relief an individual with no more than 30% interest in a company can reduce their income tax liability by up to 30% of the amount invested. The shares must be held for at least three years from the date of issue. The minimum subscription is £500 per company and the maximum is £500,000. If you want to apply for this Tax relief, then please say so in the Application Form provided and we will supply you with the Form EIS3 so you can make the claim. Please note that if advance assurance is given, we cannot guarantee EIS tax relief which is based on individual circumstances.

Full details of this scheme can be found on the EIS Association website- www.eisa.org.uk or from HMRC.

We do not offer tax advice or planning and you should take appropriate advice before proceeding.

8. Applying for Shares

Your Application

Your application for shares in Slaley Community Assets Ltd is subject to the terms and conditions contained in this document. The Rules of the Society are available for inspection and download on our web site. The application form is attached to this document. You cannot withdraw your application for shares after we receive it.

The Board does not have to accept your application for shares. In its absolute discretion, it may decide not to issue shares to you or may allocate fewer shares than you applied for. The Board does not have to give the reason for this decision.

Your application will be considered for approval at the first Board meeting after the closing date for the Offer and therefore there may be some delay in a response to your application.

Your Payment

The Board will acknowledge receipt of your application and cheque as soon as possible after receipt. The Board may cash your cheque when it is received but it will be held in a separate account on trust for you until your application is dealt with. Provided that our target has been received your application for membership will be processed.

The Board will endeavour to return your money to you within 14 days of the Board meeting in the event of it deciding not to issue shares to you, or will return the balance of your money if it decides to issue fewer shares than you applied for.

As soon as shares are issued to you, or you are registered in our Share Account as a holder of shares, the money paid for such shares will be released to Slaley Community Assets Ltd. You will be entitled to receive a share certificate in respect of your shares in the Society.

Applying for Shares (continued)

Your Payment (continued)

If by the closing date, the Board decides in its absolute discretion, that the value of the total number of shares applied for together with other sources of funds would not provide sufficient capital to proceed with the project and complete on the deal, the Board will endeavour to return all monies to applicants within 14 days of the decision not to proceed.

Asset Lock

You must be aware that the Society can only use its assets for the benefit of the community, and therefore the business and its assets cannot be sold on for private gain or for the gain of its current members. The full explanation of this Asset Lock is set out in Section 99 of the Society's Rules.

Advice

Prospective investors should not in any way treat the contents of this document as legal, tax investment or other advice. Each prospective investor should consult their own professional advisers and make their own enquiries as to legal, tax, financial and other relevant matters concerning an investment in Slaley Community Assets Ltd.

Registered Office:

Clairmont, Slaley, Hexham, Northumberland NE47 0AD

Bankers:

HSBC Bank PLC, Fore St, Hexham, Northumberland, NE46 1LY

Slaley Community Assets Ltd Share Application Form

Important: Before completing this Application Form you must

- Read the accompanying Share Offer Document.
- Pay special attention to the Risks set out in this Share Offer.
- Consider whether you need to take further legal or financial advice.
- Read the Rules of Slaley Community Assets Ltd available at www.slaleyroseandcrown.co.uk or by request from 01434 673686

Application and cheques must be received by 24 07 2013 (unless otherwise extended).

Application must be made in this form and must be accompanied by a cheque for payment in full.

Please use Capitals and Black ink.

Name

Full Address (incl postcode)

.....
.....

E-mail address

.....

Phone

number(s).....

.....

Number of shares you wish to acquire of Class B Membership Shares. Shares cost £1 each.

(Minimum 500, maximum 20,000)

Do you wish to claim EIS tax relief at 30%? Yes / No (please circle).

If you do want to apply we will issue an EIS 3 form to each individual investor who wants to claim tax relief. It is then the responsibility of each investor to submit the relevant claim.

**Please enclose a cheque with this form payable to:
Slaley Community Assets Ltd and send to:
Slaley Community Assets Ltd, Clairmont, Slaley,
Hexham, NE47 0AD.**

Receipts will be issued by e-mail wherever possible.

By requesting to become an investing member of Slaley Community Assets Ltd, I agree to my name, address, phone numbers and e-mail address and the number of shares I wish to purchase being held by Slaley Community Assets Ltd. I consent to you holding information in accordance with the Data Protection Act 1998.

I understand that this information will be used for the purpose of maintaining a register of members and potential members as required by the Rules of the Society for posting notices regarding the activities of the Society and will not be passed on to third parties without my consent.

Signed

Date

Slaley Community Assets Ltd. Registered in England No 31986R
Registered Office Clairmont, Slaley, Hexham, Northumberland, NE47 0AD

Slaley Community Assets Ltd Share Application Form

Important: Before completing this Application Form you must

- Read the accompanying Share Offer Document.
- Pay special attention to the Risks set out in this Share Offer.
- Consider whether you need to take further legal or financial advice.
- Read the Rules of Slaley Community Assets Ltd available at www.slaleyroseandcrown.co.uk or by request from 01434 673686

Application and cheques must be received by 24 07 2013 (unless otherwise extended).

Application must be made in this form and must be accompanied by a cheque for payment in full.

Please use Capitals and Black ink.

Name

Full Address (incl. postcode)

.....
.....

E-mail address

.....

Phone number(s).....
.....

**Number of shares you wish to acquire of Class B Membership Shares. Shares cost £1 each.
(Minimum 500, maximum 20,000)**

Do you wish to claim EIS tax relief at 30%? Yes / No (please circle).

If you do want to apply we will issue an EIS 3 form to each individual investor who wants to claim tax relief. It is then the responsibility of each investor to submit the relevant claim.

**Please enclose a cheque with this form payable to:
Slaley Community Assets Ltd and send to:
Slaley Community Assets Ltd, Clairmont, Slaley,
Hexham, NE47 0AD.**

Receipts will be issued by e-mail wherever possible.

By requesting to become an investing member of Slaley Community Assets Ltd, I agree to my name, address, phone numbers and e-mail address and the number of shares I wish to purchase being held by Slaley Community Assets Ltd. I consent to you holding information in accordance with the Data Protection Act 1998.

I understand that this information will be used for the purpose of maintaining a register of members and potential members as required by the Rules of the Society for posting notices regarding the activities of the Society and will not be passed on to third parties without my consent.

Signed

Date



Slaley Community Assets Ltd. Registered in England No 31986R
Registered Office Clairmont, Slaley, Hexham, Northumberland, NE47 0AD