



Share Prospectus

YOUR INVITATION TO BUY SHARES

ESTD. 2013

Dig-in
BRUNTSFIELD

Community Greengrocer

“I like to grow things
that I can eat in my
house. Eating vegetables
makes you healthy and
makes you strong”

Lucy

Lucy is 5 and lives with her
mum and dad in Bruntsfield.
She supports Dig-In
Community Greengrocer

Introduction

Dig-In Bruntsfield plans to establish a community-owned greengrocers at the heart of the vibrant community of Bruntsfield.

This document describes how you can make this a reality

Providing local residents and visitors with the opportunity to buy fresh fruit and vegetables (locally-sourced and organic where possible), Dig-In aims to strengthen community spirit and reconnect Bruntsfield people with the food they buy, cook and eat every day.

Dig-In is committed to providing the community with a more sustainable way to feed their families, contributing towards the vision of Edinburgh as a leading sustainable food city of the future, and strengthening our local economy.

Aims

Establish a greengrocer owned by the community, for the community

Provide a place to buy a wide selection of locally-sourced, seasonal and organic produce

Reconnect people with food producers and suppliers

Provide a community hub and resources for Bruntsfield residents

Work within the community to develop connections with local schools, groups and volunteers

Support local traders by filling a gap in the high street to offer a full range of grocery shopping locally

Encourage everyone to celebrate a love of good food

Be part of a wider sustainable food culture in Edinburgh

Background

In 2012 more than 200 local people attended a public meeting to voice their concerns that a supermarket chain had bought out Peckham's at the heart of Bruntsfield's high street. It became apparent that there was a real desire among local people to re-establish a greengrocer in Bruntsfield to complement the other independent shops in the area. Fired by the enthusiasm of local shop keeper Karen Mackay, the idea of a community-owned venture became a regular topic of conversation in Bruntsfield.

In January 2013 an emerging team of volunteers including Karen, local resident Hilary Hamilton and Green Councillor Melanie Main set up a formal steering group with the aim of making the community shop a reality. The Co-operative

Enterprise Hub agreed to provide start-up support and guidance by assigning consultant Martin Meteyard. A public meeting was held in March 2013 with over 50 local people in attendance, showing overwhelming support for the project.

Over the next six months the steering group expanded to bring on board local residents with different perspectives and skills: A web and social media presence was set up and a mailing list with monthly newsletter created; market research was conducted house-to-house, online and in the high street; competition was analysed; volunteers travelled across Scotland to visit similar ventures and took advice from other co-operatives, suppliers and professionals; financial projections, operating models, and concept and design were developed.



Your Role-How to Buy Shares

Now Bruntsfield Community Greengrocer Ltd. the community benefit society behind Dig-In, is launching a share issue to raise £30,000 to establish and run the shop. This is an opportunity for local residents to invest in their local community and help to create a thriving business which contributes to the local economy whilst bringing them closer to the food they eat.

With your support Dig-In can become a focal point for the community, connecting people of all ages and backgrounds. Anyone aged 5 and over can purchase a share and have their say in how the enterprise is run. The minimum investment is one £25 share and the legal

maximum is £20,000. Whatever the amount of their investment, members have one vote each in determining policy and electing the Management Committee.

To help us reach our target to make this much-needed community resource a reality, please consider purchasing shares in Dig-In. Donations and loans are also welcome.

If you would like to bring Bruntsfield closer to a sustainable food future, please complete our Share Purchase Form using the paper version attached or our quick and convenient on-line form at:

www.diginbruntsfield.co.uk/shareoffer



“A community led initiative which I support wholeheartedly”

Lin

Lin Anderson, crime writer and resident of Bruntsfield

How to Help

How you can help us open our shop in Bruntsfield:

1.



Buy shares for yourself and your family or as a gift

2.



*Visit our website:
www.diginbruntsfield.co.uk*

3.



Tell your neighbours, friends and colleagues

4.



Share us on Facebook and follow us on Twitter

5.



Invite us to come and talk to a group or organisation you know

A portrait of an elderly woman with short, curly, light brown hair and glasses. She is smiling and wearing a grey turtleneck sweater under a grey cardigan. A necklace with large red and black beads is visible. She is sitting in a red patterned armchair. The background shows vertical blinds.

*“As a local resident I
intend to be a regular
customer and supporter
of Dig-In”*

Mrs Ferguson

Mrs Rosemary
Ferguson has lived in
the area of Bruntsfield
for many years

“We would love to see the introduction of a cooperative greengrocers, selling local, sustainable produce and reflecting the special community spirit that Bruntsfield enjoys”

Ros

Local residents, Ros and Gareth, with their new baby and retired greyhound

In preparing the financial projections for the business, a simplified and conservative view of funding has been taken to arrive at a target figure of £30,000. It is intended that the funding target will be achieved primarily through the issuing of shares in the society, with the additional possibility of grants and/or interest-free loans. Financial projections allow for a 30-35% gross margin over the first year of trading. Depending on the gross margin achieved and the time it takes to build up sales, it is anticipated that there will be a small to medium loss in Year 1 followed by a small to medium profit in Year 2.

There is unlikely to be a sufficient surplus to allow payment of interest on shares until at least the third year of trading.

For more information about the business case – including our market research, SWOT (Strengths, Weaknesses, Opportunities and Threats) analysis, risk management strategy, public relations and marketing plan, cost analysis and financial projections etc. – please request a copy of our detailed business plan. Email: info@diginbruntsfield.co.uk or call 07907 849464

	Set-up costs	Wages	Rent & Rates	Other Costs	Sales	Projected 30-35% gross margin	Profit/loss
Year 1	£13k fixtures and fittings etc £6k, legal & prof fees £3k, opening stock £4k	£28k 2 f/t equivalents @ 35 hours @ £7.50 living wage	£12k	£10k	£140k	£42k - £49k	£21k- £14k (loss)
Year 2	£0	£28k (as above)	£12k	£10k	£180k	£54k - £63k	£4k - £13k (profit)



The Security of Your Shares

Bruntsfield Community Greengrocer Ltd is a Community Benefit Society registered under the Industrial & Provident Societies Act 1965 with the Financial Conduct Authority (FCA), number 2778 RS.

The share offer is exempt from the Financial Services and Markets Act 2000 and subsidiary regulations, which means you have no right of complaint to the Financial Ombudsman. It also does not require to be authorised by the FCA, and therefore the money you pay for your shares is not safeguarded by any depositor protection or dispute resolution scheme.

Shares are not transferable but are withdrawable at the discretion of the Management Committee. However shares may not be withdrawn until five years after the conclusion of the initial share offer.

The Management Committee will work to ensure that any trading losses will be relatively small and will be balanced by profits in better years. The development of suitable premises will also be dependent on securing funding. However, any investment in shares carries risks and you may lose part or the whole value of your investment.

“I want to be able to
buy good quality fruit
and vegetables that
I can cook with for
friends and family”



Joy

Joy enjoys living in
Bruntsfield with her
flatmates

Summary

We aim to raise the necessary capital by March 2014. The Management Committee reserves the right to extend this date if circumstances warrant.

Please consider your investment carefully in the context of this prospectus and related information and, if needed, seek independent advice.

As with any new business venture there are risks (both internal to the venture and in the external environment) that can impact on the success of the venture. As a group we have developed a pro-active risk management strategy which has identified all known risks, their probability and impact, as well as our response to mitigate against that risk coming to fruition.

In summary the main applicable terms and conditions are as follows:

You can purchase a share from the age of 5 years

The minimum share investment is £25; the maximum permitted is £20,000

Any shareholder over the age of 16 may be nominated for election to the Management Committee at the Annual General Meeting, and every shareholder is entitled to cast a vote in that election.

Each shareholder has one vote irrespective of the number of shares held

Interest can be paid on the shares if the surplus (profit) from trading is sufficient

The value of shares of a deceased shareholder may be transferred to another person in accordance with his/her wishes

After five years, and at the discretion of the Management Committee, share capital may be withdrawn upon giving due notice, provided that sufficient funds are available

Tax relief of up to 50% on the cost of shares purchased may be available to income tax payers under the Government's Seed Enterprise Investment Scheme - to be confirmed by HMRC

Disclaimer and Credits

The information contained in this Prospectus has been prepared under the supervision of the Steering Group and the Directors of Bruntsfield Community Greengrocer Limited – who take responsibility for its contents. To the best of their knowledge all information is correct.

Photography:

Estelle Morali-Silver
www.fotovisura.com/portfolio/melimelo

Design:

Stuart Glegg
www.hammerandpixels.co.uk

A close-up photograph of a person's hand, wearing a green ribbed sleeve, reaching into a garden bed. The hand is gently touching a green leafy plant. The background is filled with various other green plants, creating a lush garden scene.

YOUR INVITATION TO INVEST

ESTD. 2013

Dig-in
BRUNTSFIELD

Community Greengrocer