

LEPUB COMMUNITY SHARE OFFER INFORMATION

**Le
Public
Space**

Bar • Music Venue • Art Space



Community
Shares

STANDARD



Artists Impression Of The New Venue





CONTENTS

*"What we found nestled in a top floor
of a small bar in South Wales was a community
of engaged, active, enthusiastic fans of music and art
who loved what we did..."*

The Wonder Years

*"The jukebox of Newport's Le Pub venue is incredible. you
can select tracks from Death Cab for Cutie's seminal 03 release
'Transatlanticism', pick your favourite cut from Glassjaw's
'Everything You Ever Wanted to Know About Silence', put on
Michael Jackson's 'Bad' and still have a seemingly infinite list of
classics jockeying for your attention... But it's not just the
jukebox that makes this venue...places like Le Pub acted as
a gateway to the world of music..."*


Andrew Kelham (Rocksound)

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“There’s one thing I love about this city and about the people in this town, there is a genuine sense of community here...from going across all these different acts, different places. From the craft shop to the skate shop, there’s so much to say for independent business and for community. I feel like every time I come back to Newport... I’ve got somewhere where I could be welcomed and feel as if I could belong...We don’t have anything like this and certainly not anything as sincere as this. So I think you’re very fortunate and I think you should be very proud of yourselves...”

Sean McGowan

(During the Big Busk organised by Le Pub/Le Public Space)

THE SITUATION

After 24 years and 11 months Le Pub closed!

We took a small building in Baneswell and turned it into a nationally acclaimed, award winning music venue. They showcased bands from all over the world and provided a space for local bands to grow and achieve their potential.

During a time that saw many pubs and music venues close and through Newports ups and downs we stayed loyal and positive about the area. They always felt appreciated for their approach to providing you with live music and a place to enjoy drinking and socialising. Their pride in Newport and the community has always stayed strong. And the community always supported them with their loyalty and custom.

When the current building was placed on the market, a group of staff and regulars decided to take action. We set up a steering committee, formed a community benefit society and became Le Public Space. We listened when you said you wanted a bigger, more central space with more facilities and access for all. We’ve now secured premises and are ready to provide Newport with everything you had from Le Pub and more

We want Newport to have a premier independent venue run by the community for the community.

Our aim is simple – take everything you know and love about Le Pub and create a new, larger and more inclusive space where you will be able to socialise, rehearse, perform, collaborate and watch music and live performance from Newport and across the world but most importantly, have fun. We will continue to stock the same wide range of beers and spirits and continue to bring you products you don't see anywhere else in the city.

We’re going to operate longer opening hours and have a lot more space to work with. We will be serving food all day and have some very exciting vegetarian and vegan menus to share with you.

Our ethos is very much based around Le Pub but we are a brand new venture and we can’t wait to begin.





WHY A COMMUNITY SHARE OFFER AND WHAT IS IT?



This share offer has been awarded the Community Shares Standard Mark, awarded by the Community Shares Unit to 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:
www.communityshares.org.uk

Community Shares are "withdrawable" shares that cannot be sold, traded or transferred between members unlike shares in a typical company. All members are entitled to one vote - regardless of how many shares they hold. We make our money like other businesses, by selling goods and services but we plough our profits back into the organisation striving to continually improve what we offer.

Your investment is needed to help us secure the new venue as well as decorate, develop and build the best space we possibly can for the community. We will be running a community benefit society share offer from July 28th until October 31st. Minimum investment is £350 and maximum is £5,000. We have managed to secure the fixtures, fittings and equipment we need at a very reasonable price through director loans, which has bought costs down significantly. Allowing us to renovate and open up the ground floor of the venue. however we still need your investment to help us refurbish and expand the venue we have found.

With the minimum investment target of £15,000 reached we can open phase 1 which involves a 120 capacity venue, and bar. If we reach our optimum investment target of £40,000 we plan to install a staircase giving us access to the upper levels which will enable us to open a roof garden, snug bar, galleries and kitchen. Our maximum investment target is £50,000 and if we reach that then we can look into adding a larger venue by opening up the top floor giving us scope to do much more. Once we meet our minimum target we will start spending the money straight away...improved disabled access, flooring etc. We've got plans!

We envisage that in the future we are likely to run another fundraising campaign to develop Phases 2&3 (dependant on how our 1st share offer goes and how much capital we raise) to develop the upper floors of the building. This could involve us doing a second share offer or seeking other social investment such as a loan or grants or a mixture of both. At this stage it is difficult to forecast how this will work out as we are not in the venue nor do we know how much we can raise and how much capital costs will be. This will be done once the business is established and profitable (as forecasted).

Shareholders

We anticipate our shareholders to be mixture of past customers and regulars who are passionate about Le Pub and wish to help ensure it's continuation, people from the wider community of Newport who can see the benefits a music and arts space will bring to the city and also people from all over the world who are passionate about live music and the arts.

As shareholders you are entitled to attend the Annual General Meetings as well as receiving regular newsletters and invitations to shareholder only events. You'll also get to see the process of the new venue being created, and you'll be first on the list for launch nights. This is on top of the already existing communication channels of social media Le Pub has developed over the years (Twitter, Facebook etc). We genuinely cannot wait to have you on board as a fully-fledged member of the Le Pub Family, helping us to create a truly community led independent arts space.

If our minimum share offer is still a bit much for you, we welcome joint applications. You just need to nominate one of you to be official shareholder e.g. bands, friends or family.

The aim of the Le Public Space board is to start paying interest on the shares that have been bought during the initial share offer, after the third full year of trading, up to a rate of 3% per annum. Furthermore, it is our desire at this time to also start buying back the shares from the community at a rate of 15% per year, which investors can request by letter to the board. Both of these aspirations are contingent on the ongoing profitability of the Le Public Space venue.

(Seed) Enterprise Investment Scheme

- We are submitting an application to HMRC for Advanced Assurance to determine whether or not we are eligible for tax relief on our share offer
- We are hoping that we are eligible for the Seed Enterprise Investment Scheme (SEIS) as a new enterprise
- Under SEIS, the first £150,000 raised by the share issue will attract tax relief at 50% of the sum invested. So, provided you are a UK taxpayer, you will be able to recover up to one half of the amount you invest from HMRC in the year after Le Public Space starts trading, i.e. when the Society starts earning revenue.
- We are expecting to hear back from HMRC within 2 months, and will inform you if the Society are eligible.
- Applications for tax relief are made to HMRC by you, the investor, and individual circumstances may vary, and so we cannot give any guarantees. The HMRC site www.hmrc.gov.uk/seedeis/ explains the application procedures but, if you are unsure, please seek professional advice.

We chose the Community Benefit Society structure as we feel that it best represents what we have been doing, and what we plan to do in the future which is benefit the wider community of Newport and its artists. Investors must be 16 or older.



HOW YOUR MONEY WILL BE USED

Le Public Space will develop in three phases. We have secured a premises and purchased the contents and trading name of Le Pub using £12,000 of director loans. These loans will not contribute to the overall target, however, they will be converted into shares after the first year's trading when we intend to launch our second community share offer to further develop 14 High Street, Newport (on which we have a 10 year lease, with a break clause after 5 years).

On the 28th July we will run the business as a 'pop-up' venue for three days enabling us to open the doors to the public and potential investors so we can showcase the space and the potential we see. Aesthetics and functionality will be limited during that weekend as we will be waiting for further investment. We feel it's more important to be able to show you the physical space than it is to keep it locked up while we make our improvements as well as creating income to put the business in an even better financial position.

When we reach our minimum level of investment which is £15,000 we will be able to decorate to a higher standard and develop the stage, performance areas and gallery space.

If we reach our optimum investment level of £40,000 we'll be installing a staircase and renovating the first floor. Once completed this will include a snug bar, gallery space, a roof garden with outside bar and a larger kitchen enabling us to expand on our menu and expand on our new cafe plans further.

If we reach our maximum investment of £50,000 we can begin work on expansion to the second floor and will be taking suggestions from our community and investors as to what they would like to see from the space. We are considering rehearsal space, a yoga space, freelance artist studios and many more things but we will be very much taking the lead from the community as to what they feel they would like us to provide for them.

| | Target 1 | Target 2 | Target 3 |
|---------------------|----------------|----------------|----------------|
| Structural | £9,250 | £30,390 | £30,390 |
| Fixtures & Fittings | £4,500 | £7,360 | £7,360 |
| Equipment | £1,250 | £2,250 | £2,250 |
| Working Capital | - | - | £10,000 |
| Total | £15,000 | £40,000 | £50,000 |

Based on our assumptions, which are based on Samantha Dabb's 20 year's experience of working for Le Pub, we project that Le Pub will turnover £340 000 in 2017-18 rising to £471 000 in 2019-20. The business shows a healthy profit and a strong cash position across those first three years which means we have a cushion if something goes wrong. It also means that there should be enough money available to repay members' shares over the 10 year lease for the building if that is necessary.

Other Funding

Alongside your shares we have a team searching and applying for grants. This includes a £6,000 grant from Newport Council to help with start up costs before the share offer is launched. This will be paid directly to the landlord to cover rent. That in turn will free up important capital over the first few months while we are finding our feet and ironing out any issues that may arise when we first open. There are a number of funding streams we are exploring but we are confident should they be unavailable to us, we can make a profit from our food and alcohol sales and maintain a viable business.

ENGAGING THE COMMUNITY



With access to arts and live music, including exhibitions, performance art, documentary cinema, and much more it is our plan for Le Public Space to be a positive addition to the city, for the community.

Alongside the varied and engaging programme of live events on offer, there will also be opportunities for members of the community to participate in workshops led by local artists. Our workshop programme will seek to educate and inspire others to create, and to help nurture and grow the existing arts scene in Newport. Each workshop will provide a taster of what is being created in our blossoming city, and will seek to celebrate the independent artists on our doorstep. From ceramics to creative writing, jewellery making to film-making – each workshop will provide an exciting and rewarding experience.

As accessibility is one of our key messages all workshops will be affordable, and where possible free of charge (apart from costs for materials and other goods needed). Our workshop programme is so important to us, we want to offer our community, regardless of income, somewhere to experiment, learn, create, and have fun.

There will be a focus on welcoming families and schools, especially throughout our workshop programme. We are excited about encouraging their natural curiosity and think it would be pretty cool to show them how to form a rock band, or help them stage their own event in our venue, or give them a space to enjoy films not on offer elsewhere – the possibilities are endless!

All in all, no matter who you are, or where you are from Le Public Space will be a place for you to come together, take part, express yourself or just simply be an audience member enjoying the atmosphere of the art and culture we will be showcasing in Newport, from all over the world.



MORE INFORMATION & LEGAL STUFF

By becoming a shareholder, you will automatically become a Member. Members own and control the organisation and at the Annual Members' Meeting (AMM) you will elect the Management Committee, can stand for election to the Management Committee and can hold the Management Committee to account.

The Management Committee

The Management Committee is collectively responsible for the management of Le Public Space (Newport) and they meet every six weeks. The Committee has delegated to the General Manager responsibility for day-to-day management of the Society's business.

Members shall not vote in respect of any matter in which they, or their spouse or partner, have a personal financial or other material interest. This is in accordance with the Rules of the Society.

Statutory Asset Lock

Le Public Space (Newport) has a statutory asset lock. This restricts the ability of the organisation to use or deal with its assets other than for the benefit of the community. In particular:

- The only payments that can be made to Members are the value of withdrawable share capital or interest on withdrawable share capital.
- The assets of the organisation cannot be transferred except to another organisation whose assets are similarly protected. This means that the assets of the Society are protected from being cashed in or the organisation being demutualised.

Management Committee Investments

Existing investment by the Management Committee totals £10,000. The Members of the Management Committee are intending to convert the original loans given to the company into community shares.

Conflicts of interest

Members of the Management Committee must at all times act in the best interest of the organisation and are required to declare any external interest that may be in conflict with their role on the Management Committee.

Subscription

If we are under-subscribed all money will be returned. If we are over subscribed and reach the £50,000 target we will close the share offer early.

Risks

As with any investment there is risk involved. should Le Public Space (Newport) get into financial difficulties:

- We may not be in a position to pay interest
- We may have to suspend your rights to withdraw shares
- You may lose some or all the money you pay for your shares, which means your shares will be worth less than £1 each

If Le Public Space (Newport) is wound up, its assets will first be used to meet its liabilities; next to repay members for their shares; finally any surplus remaining will be passed on to a charity, society of other asset-locked body serving the arts community of Newport.

If a member dies their personal representative can apply for withdrawal of the share capital. return of share capital under this provision will be prioritised by the Board over any other return of members' capital. We encourage prospective members to view their investment as a long-term commitment to the project; a one-off investment to generate a long-term financial benefit to yourself and a chance to help provide Newport's community with an Arts and social space to use for years to come.

Shareholders should be prepared to tie up their capital for a number of years. Share capital cannot be withdrawn for the first three years of investment and thereafter only at the Directors' discretion. Please note, the Directors may resolve at any time to return excess capital to members in the proportions in which they provided it to the society. Also Directors reserve the right to refuse an application for withdrawal of investment to protect the stability of the society's financial position.

The content of this document has not been approved by an authorised person within the meaning of the financial services and markets act 2000 and you would have no rights to statutory compensation or complaint. Reliance on this document for the purposes of engaging in investment activity may expose an individual to a risk of losing all the money they have invested. Nothing in this document constitutes investment, tax, legal or other advice by Le Public Space (Newport), its directors or advisers. We would suggest seeking independent financial advice before proceeding with any investment.

MEET THE TEAM

The board that will be managing the venue.



Samantha Dabb
Licensed Trading officer/
Le Pub Manager

Sam has been working in and managing Le Pub for 20 years. Under her guardianship it became a top venue on the UK touring circuit and has been nominated for many awards, including NME Small Venue Of The Year, which it finished third in the UK and first in Wales.

Previously to Le Pub, Sam sang in a punk band and also worked in a number of venues across Newport. Sam will be manager of Le Public Space.



Robin Hall
Financial Officer

Robin has lived in Newport for most of his life and has spent at least 20 of those drinking in Le Pub. He is Managing Director of Newport based Financial Advisers, Kymin Financial Services and brings with him the experience of running a company and team of 15 people to Le Public Space.



Gary Inight
Chair

Born and bred in Newport, Gary is the Chair and Elder statesmen of the steering group. He's a survivor of the Punk Wars and a longstanding customer and performer at Le Pub. Gary currently fronts the 7th best band in Newport, The Abstract Man.



Ben Glover
Vice Chair

Ben is the Managing Editor of Wales Arts Review as well as being a political essayist and campaigner. After graduating from Cardiff Metropolitan University, Ben has worked for a number of political parties on various projects and elections, both on a local and national level. Also, Ben has extensive knowledge of the licensed trade, on both sides of the bar.

MEET THE TEAM



Tahnee Craven
Marketing Officer

Having worked in Arts & Cultural Marketing and PR for venues and arts organisations across Wales, Tahnee is now a freelance arts manager working with theatre companies and venues to help build audiences and promote their artistic vision. Back in the day she also spent 5 years behind the Le Pub bar, and has spent almost double that in front of it.



Matt Gray
Engineer

Matt has been a regular and enthusiastic patron of Le Pub for its entire 24 years, both as a punter and player, in groups such as The Darling Buds, Give Me Memphis and Jon Langford's Men of Gwent. By day he is a degree educated Design Engineer and is looking forward to utilising his skills in the design, planning and building of the new venue.



Matt Dabb
Technical Officer

Matt has been sound engineer at Le Pub since 2003 since drunkenly taking the job while at university. He has qualifications in music technology and close to 15 years experience doing live sound. Matt is an animator by day and has been responsible for most of the design work for Le Public Space. Matt will be working at Le Public Space on a freelance basis.



Cheyenne Jayne-Manning
Licensed Trading Officer

Cheyenne recently graduated from University of South Wales with a degree in Documentary Film and has been working at Le Pub for over 5 years, where she is currently Assistant Manager. As well as documenting our process and making promotional materials Cheyenne is a key member of the Le Public Space team and will be continuing her role as Assistant Manager in the new venue.



