

SOUL FARM

Shares For THE Community



**COMMUNITY
SHARE OFFER**

November/ December 2023

Soul Farm[®] is a trading name of
Soul Farm Produce Limited

BUY A PART OF A FARM

INCORPORATION: Community Benefit Society - registered as CBS with the FCA

MIN RAISE: £250,000

TARGET RAISE: £310,000

MAX RAISE: £350,000

TARGET RETURN ON INVESTMENT (ROI): Interest of 6% paid annually

MINIMUM SHARE INVESTMENT/ PERSON: £100

MAXIMUM SHARE INVESTMENT/ PERSON: £50,000

MAXIMUM SHARE SUBSCRIPTION/ ORGANISATION (WHICH IS A NOT A SOCIETY): £100,000

SHARE TYPE: Community shares

SHARE WITHDRAWAL: Withdrawable - withdrawal of capital targeted

from 2028 onwards at 10% per year

CLOSING DATE: 20th February 2024 (NB - The board of the society may choose to extend the period of the share offer by up to 10 weeks if they believe that by doing so they increase the chances of reaching the maximum target)



Soul Farm is a no-dig market farm growing seasonal, organic vegetables in Flushing, in the Falmouth area of Cornwall. We've always been committed to connecting the community in and around Falmouth to food grown with soul and to the land that's local to all of us.

We're now in our fifth growing season and Soul Farm has become much bigger than the small group of people who work here. Many of you have shown us that this matters to you too.

We're at a crucial point where we need to expand to meet the demand for local food grown using ecological principles. So we're inviting you to be a part of our story. Invest with us and become co-owners of Soul Farm.

We currently feed about 740 local people a week. That covers our veg boxes and our market stall at the Food Barn - Tregew. On top of that, we also donate food to partners who work with people experiencing food insecurity and we supply restaurants across Falmouth and Flushing.

This is a chance for you to invest in a business you believe in. We're asking you to buy community shares in Soul Farm so we can secure our future as an organisation.

We want to make sure we're here providing food for the community for as long as possible. And we want to share ownership with everyone who believes in our vision to grow food ecologically and make it as accessible as possible.

Laurence

Laurence Jarrett-Kerr
Co-founder of Soul Farm

Soul Farm Limited is embarking on a share issue to secure funding for expanding the business, increasing its scale, and enhancing productivity. This growth aims to drive a larger portion of the food system in and around Falmouth towards sustainable and organic farming principles.

We are a society with a Statutory Asset Lock. This is designed to ensure that the value of any assets is used for the benefit of the community.

This share offering is presented by Soul Farm Limited, a Community Benefit Society under

the Co-operative and Community Benefit Societies Act, registered with the Financial Conduct Authority. Soul Farm Limited was officially registered as a CIC on 20th July 2020, with company number 13018295. The registered address is Fair View, South Road, Stithians, Truro, England, TR3 7AD. Subscribing for shares through this offer will grant you membership in the society, making you an owner of the society and its assets alongside other members.

Our rules and other supporting documents are available on our website: soulfarm.co.uk/community-ownership

What are Community Shares?

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. Members can be paid interest on their shares if the Board believe it would be sensible to do so, and can also withdraw their shareholding, along with any interest accrued, again subject to the approval of the board.

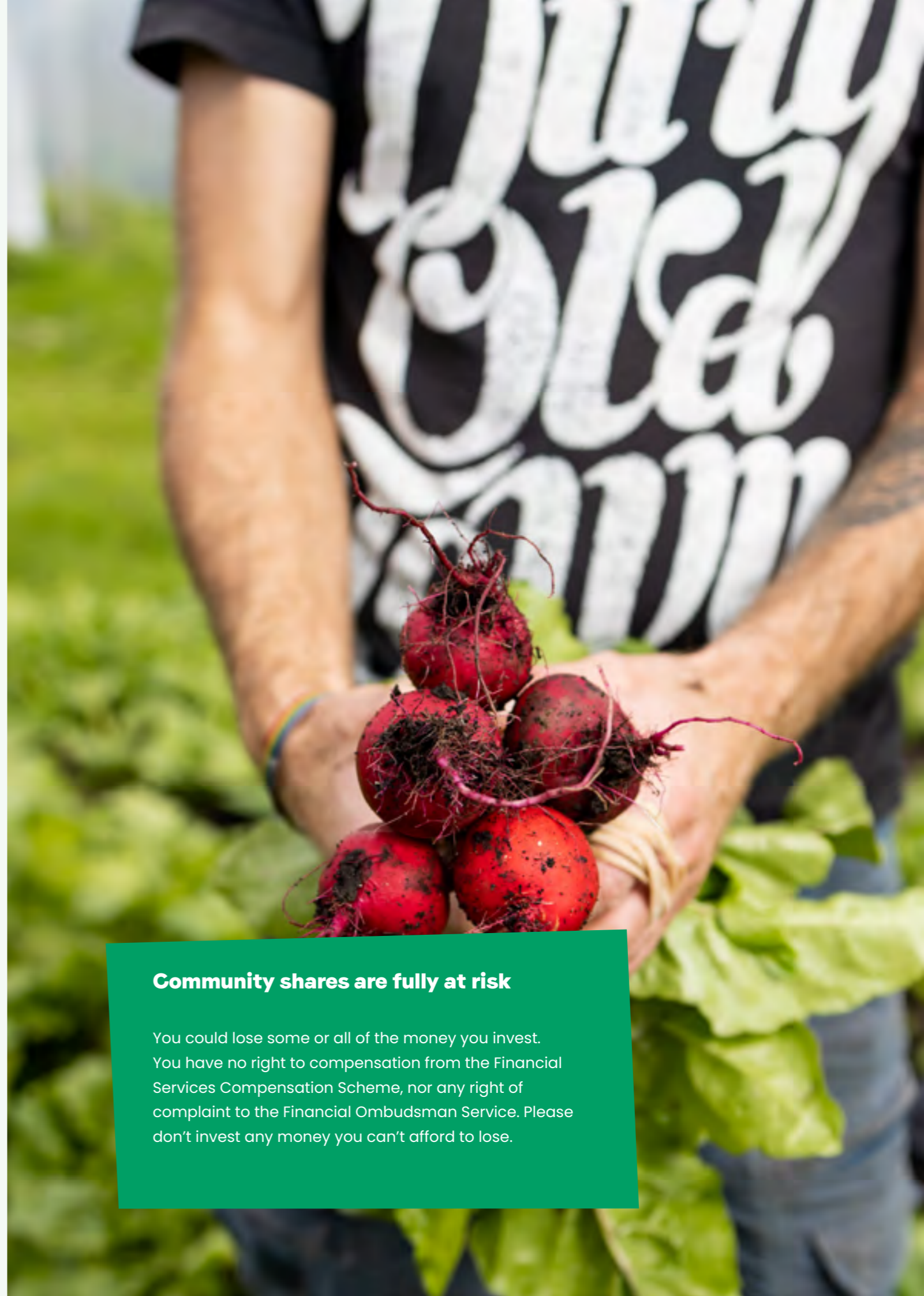
The Community Shares Standard Mark is awarded by Co-operatives UK to offers that meet national standards of good practice.

For more information about community shares, the Community Shares Standard Mark and the Community Shares Unit go to communityshares.org.uk



Community shares are fully at risk

You could lose some or all of the money you invest. You have no right to compensation from the Financial Services Compensation Scheme, nor any right of complaint to the Financial Ombudsman Service. Please don't invest any money you can't afford to lose.



WHY SOUL FARM?

We're at a crucial point where we have a proven model and need to expand to meet the demand for local food grown using ecological principles. We are at a point where we can make this a sustainable business - with your help.

We're a food justice-oriented, agroecological organisation. We cultivate vegetables using no dig methods and at every step, we're thinking about how we organise around making good food accessible to all and around restoring local people's relationships with the land. We are working towards co-creating a more just and equitable food system for Falmouth and Truro.

People can look over from Falmouth and see our farm. The food doesn't have to travel far - they can enjoy it the day or just the day after it's harvested, making for an incredibly short supply chain.

We practice no-till farming to preserve the integrity of the soil microbiology, avoiding ploughing and refraining from the use of sprays or chemical fertilizers. Our approach is entirely natural, and we select varieties known for their superior taste compared to supermarket counterparts.

While we may face challenges in competing with supermarkets on price, our commitment to local production delivers unrivalled taste and freshness that truly sets us apart.

Looking after the land

Soil is the foundation of civilisation. Each one of us eats 1.10 - 1.24kg of food a day and yet modern agriculture degrades 27kg of soil to produce that meagre portion. This is not sustainable. We need to improve our soil as we grow our food. This is done through regenerative agriculture, no till approaches and reusing animal inputs such as horse manure through closed nutrient cycles.

The environmental and social costs of using oil resources as well as their increasing scarcity are challenging tomorrow's agriculture to reduce its dependency on fossil energies (Chow et al., 2003). In industrialized countries, innovative market gardens inspired by permaculture principles (Ferguson and Lovell, 2013) address this challenge by promoting manual labour and holistic thinking.

The need for a different approach to industrialised agriculture is vital, and we are only just at the start of the rise of micro/regenerative and urban farms. We need millions more. The micro farm means that we don't need motorisation. Increased diversity and soil biology means more fertility, healthier and tastier plants and no need for GMOs and pesticides. More humus in the soil, means more water retention and robustness to unseasonal dry spells.



Social equity & Food for everyone

- We have been offering self-selected low income or solidarity veg boxes and food shares for three years. Since the end of the pandemic, the uptake of these options has grown substantially.
- Having donated veg boxes to households for 40 weeks, we are pivoting to shorter 10-week "emergency shares" or "Welcome box" for resettled families and others in crisis with the option to extend if necessary.
- We have started donating boxes of veg to the Food Bank for them to distribute and every week we donate veg to Falmouth Coop Kitchen, who feed families who are in need or isolated.
- And we partner with Truro Foodbank through the Real Farming Trust to bring their customers to the farm so they can experience food growing and land connection.

Our sliding scale

Higher income - pay it forward

You might be a high income household (guidance £50k+ per year household income). You may comfortably meet everyday costs, have savings and go on holidays. By paying a bit more, you are subsidising low income boxes and funding full paid options for those in need. You are also fully supporting all the true costs that go into growing and supplying the veg in your box. Thank you for helping us create access to our food.

Upper wage - pay it forward

You might be an upper income household (guidance £40-50k per year household income). You may be able to comfortably meet everyday costs and have savings. By paying a bit more, you are partially subsidising low income boxes and contributing to full paid options for those in need. You are also fully supporting all the true costs that go into growing and supplying the veg in your box. Thank you for helping us create access to our food.

Middle wage - cost price box

You may be a double income household but on minimum wage or a one income household on a middle income wage (guidance £20-30k per year household income). You may be able to meet everyday costs but you may not have savings. This box fully supports all the true costs that go into growing and supplying the veg in your box.

Low wage - subsidised reduced price box

You are on a low income and may struggle to meet everyday costs (guidance less than £20k per year household income). You may have one minimum wage in the household. This box is subsidised 45% by other members of the veg box scheme. The money you pay contributes to the growing and picking of the food, but it doesn't cover other aspects of running the Community Interest Company, packing and delivering your box.

Solidarity veg - fully subsidised veg

Our higher and upper income tiers help us fully subsidise food for people who cannot meet their everyday costs and may be facing food insecurity. We fulfil this through donations to local food banks and limited no cost box memberships. You cannot meet everyday costs and you may occasionally attend the food bank. You are on benefits and don't have a paid salary in your household.



Our impact

TWINNING PROJECT

This half term, Soul Farm hosted a social event for Truro Foodbank customers, volunteers and staff and representatives of Citizens Advice as well as our members of our own community as a farm.

Together we did some gardening, creative activities, carved pumpkins and ate a hearty lunch, with everyone leaving with lots of apples and any food that was left over. This was the fifth event that we've done with Truro Foodbank in the last six months as part of the twinning project organised by the Real Farming Trust and funded by The National Lottery Community Fund, designed to bring together people with radically different experiences within the food system so we can form enduring connections and learn from each other.

Participants have included people experiencing homelessness, social anxiety, bereavement,

substance misuse, unemployment and those who don't spend much time outdoors or who have never previously been to a farm.

Soul Farm is situated in one of the wealthiest areas of Cornwall. However, we are next door to Penryn and Falmouth, where there are high levels of food insecurity. Truro is also within our delivery catchment and we have worked with foodbanks in all of these areas as Cornwall has well attended foodbanks. We've welcomed



the opportunity to make connections that go beyond supplying food at no cost to those who need it and to facilitate experiences on the farm itself, co-created with the participants rather than designed by us for them.

We've already made good relationships with Foodbank customers who intend to join us for regular gardening on our volunteer Wednesdays and this twinning project continues until 2026.



“

As a business that has been growing steadily over the last 12 years, we are constantly on the hunt for new growers and suppliers. Many of our UK growers share similar annual weather patterns but our Cornish growers enjoy somewhat of a micro-climate and for this reason, despite their distance from us they are vitally important to us. We would very much like to extend our number of growers from this region so if Soul Farm are able to extend their production, we look forward to utilising them to fill some of the gaps we have in our supply.”

Sean Ruffell - Director, Organic North

“

Soul Farm is exactly the sort of farm I imagined working with when I started training market gardeners 11 years ago. This is a model of the type of farming that we need to secure the future. It's exciting to see these systems in operation.”

Jean Martin Fortier - The Market Garden Institute, mentor and author

“

Joining the Soul Farm family has been a delight. The veg box is great value, full of good essential veg and quite a few tasty surprises. All grown with respect for the soil and the planet.

Jude Robinson - CSA Member

“

There has always been a demand for food grown by small scale local ecological farms. That demand is growing, market sentiment is changing, more people are really interested in how to contribute to a better food system by the way they spend their money”

Pete Russell - Founder of Ooooby (online selling platform)

HIGH VALUE, LOW MILE PRODUCTS

At Soul Farm, we take pride in producing renowned and sought-after culinary delights. Our products have become staples on restaurant menus, adding a unique touch to every dining experience. Soul Farm is a name synonymous with quality and innovation, well-known throughout Cornwall, thanks to our stellar reputation and robust marketing efforts.

Our Priority: Fresh Salad

Our primary focus is on fresh salad, a high-value, fast-growing crop that we've mastered. Our salad bags are meticulously crafted to include a diverse array of varieties in one bag. Each bite aims to convert even the staunchest non-salad lovers, offering flavors that delight the palate and a touch of something special, such as a spicy note.

Baby Root Vegetables

Baby root vegetables like carrots, radishes, and baby beets hold a special place in our hearts. Timing is everything; harvesting carrots before

the central stem develops yields a distinct flavour. These vegetables also mature quickly, allowing for swift crop rotation—a feature highly appreciated by restaurants.

Warm-Climate Vegetables Under Cover

We grow warm-climate vegetables, including aubergines, chillies, and select tomato varieties under protective cover. These high-value crops are in constant demand by discerning customers and chefs alike.

Fast-Growing Leafy Greens

Our farm also specializes in fast-growing leafy greens like spinach, kale, and chard. These greens are best enjoyed when fresh and crunchy, ideally on the very day they are harvested. Their exceptional quality and flavour set them apart in the culinary world.

Our commitment to quality, freshness, and a diverse product range is what makes Soul Farm a standout name in the world of local agriculture.



In our five years of operation, we have demonstrated the viability of our sustainable farming methods and identified a receptive market in Falmouth and South West Cornwall.

We manage a thriving Community Supported Agriculture (CSA) veg box scheme with 140 members and growing, and with approximately 100 orders per week. We offer various box sizes and customised options, including extras like bread and milk.

We serve over 22 clients, primarily restaurants, as well as two other box schemes operating in Cornwall and several grocery shops.

We have co-founded a successful farmers market that now hosts 30 traders weekly in a covered barn. The market attracts over 500 people each week and operates year-round, with Soul Farm being

the sole vegetable producer and supplier. This summer, we have consistently exceeded our sales expectations, averaging £2,000 per week.

We have launched a self-service stall at a new location in collaboration with a meat producer, pastry maker, and cafe. While currently in a soft launch phase, we aim to open fully in the spring of 2024.

Our achievements have been made possible through strong community support, the dedication of numerous volunteers who assist us weekly, and the immense effort invested by our founders. We recognise that sustaining this level of commitment is not feasible in the long term. Therefore, we are seeking investment to fund projects that enhance our productivity, allowing us to expand our scale, serve a larger customer base, and create a more significant impact in our community.



BUSINESS DEVELOPMENT

With your support, we can establish a robust and flourishing business by implementing the following strategies:

- 1. Year-round growing capabilities:** To meet the demand for fresh produce throughout the seasons, we plan to enhance our year-round growing capabilities. Investment in high-tech covered infrastructure will enable us to provide a consistent supply of fresh produce year-round.
- 2. Outdoor production:** We aim to expand our operations alongside our existing market garden. This expansion will ensure a sustainable food source for all our customers in the long term.
- 3. Diversified veg box offerings:** Our goal is to diversify our veg box offerings, offering greater flexibility, choice, and convenience to our customers. This will allow us to cater to their varied preferences and needs effectively.
- 4. Revenue growth through wholesale channels:** We intend to increase our revenue by expanding our presence in wholesale channels. By supplying locally sourced, high-quality produce to restaurants and other businesses, we can reach a wider customer base.
- 5. Operational efficiency:** We are committed to improving our operational efficiency. This includes implementing best practices in our growing techniques to optimize resource utilization and minimize waste, ensuring sustainability in all aspects of our business.
- 6. Marketing:** To grow our business and raise awareness, we will expand our marketing efforts. This will include attracting new customers and promoting the significance of supporting local and sustainable agriculture, reinforcing our commitment to the community and the environment.

	Min raise	Target raise	Max raise
Mobile Polytunnels	£24,593	£24,593	£24,593
Automated Greenhouse	£148,237	£148,237	£166,237
Field scale	£25,116	£25,116	£25,116
Production capacity & efficiency	£46,352	£79,174	£79,174
New Dedicated Office/ Barn	£0	£10,000	£35,000
Repayment of Director's Loans (sweat equity)	£0	£20,000	£20,000
TOTAL	£244,298	£307,120	£350,120



PROJECT ONE

Climate controlled greenhouse

We have identified a market for high value salad and summer crops through key wholesalers Organic North. A high tech greenhouse will allow better control, high production and more strength in wind events.

Purpose:

- Increase year round growing capabilities
- Increase quantity of high value crops such as tomatoes and cucumbers
- Add one month to tomato production
- Increase winter and spring salad production

Spec:

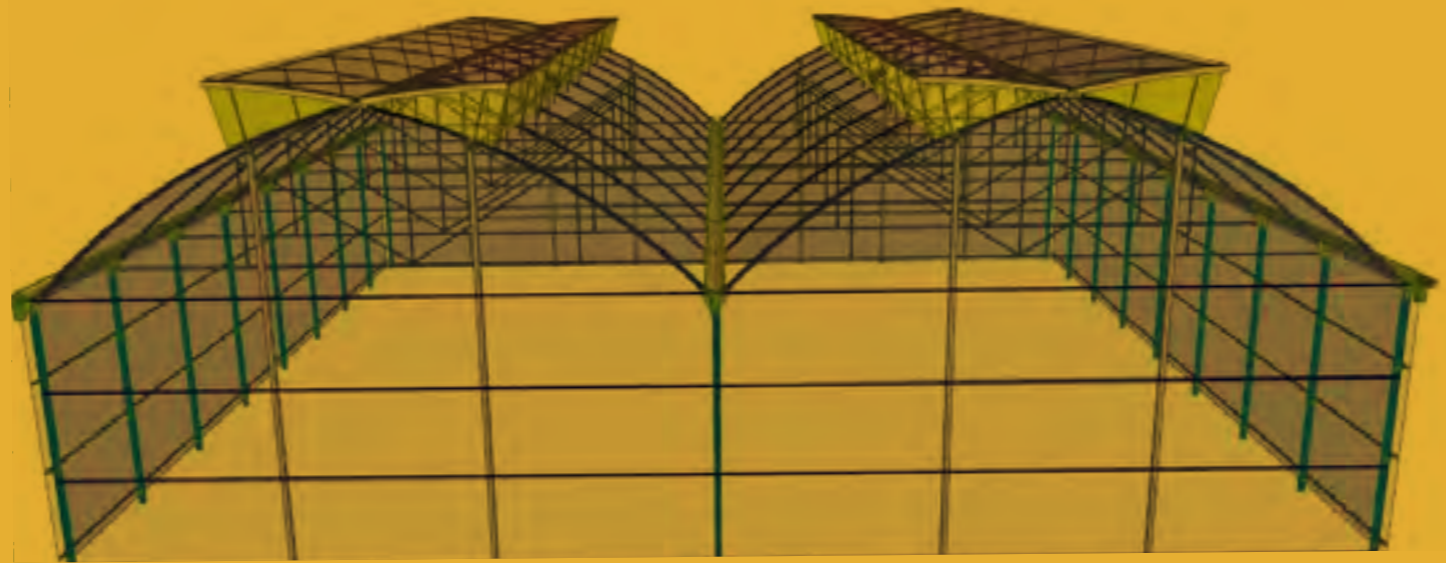
- Gothic Greenhouse 40m x 40m
- Climate control
- Twin skin for thermal control and storm proof
- Fully directional ground level eco heating
- Braced for tomato loads

Financials:

- Cost including ground works, install and wiring £148,237
- Expected annual production yield turnover of >£100,000/year

Sales Channels:

- Organic North Wholesalers
- Huge local demands for tomatoes at restaurants
- Increased Soul Farm produce in veg boxes and farmers' market



Laurence visiting Fenton Gollen to see what our greenhouse will be like

PROJECT TWO

Mobile Polytunnels

To further enhance our year-round growing capabilities, we recognise the importance of addressing the “hungry gap” that occurs between overwintered crops and the new season’s harvest. Currently, 75% of our veg box contents during the winter include produce that we don’t grow ourselves. To mitigate this gap and provide consistent offerings to our customers, we plan to expand our tunnel space. This expansion will allow us to grow more deep winter crops and early spring varieties, reducing our reliance on external sources and ensuring a steady supply of fresh produce throughout the year.

Purpose:

- Increase year-round production
- Tunnels that can be moved around so that different bits of land can be used and keep the nutrients high
- With under cover growing we can go from 4 crops a year to 6
- We can increase winter and spring salad production
- Provide shade for crops in hot summers

Spec:

- 4 x 40m mobile “caterpillar” tunnels

Financials:

- Cost: £25,000
- Expected annual production yield turnover of £56,000 minimum

Sales Channels:

- Selling salad to Organic North Wholesalers
- Increased Soul Farm produce in veg boxes and farmers market



PROJECT THREE

Expanding outdoor production

We face challenges in maintaining a consistent supply of staple and slow-growing winter crops. Our primary supplier of brassicas and leeks is reducing their output next season, and we often source our onions wherever they are available. Our potato supply comes from a grower who relies on manual labour, making our provision susceptible to changes in their plans. Additionally, we have struggled to find a reliable source for calabrese, necessitating increased in-house production.

To address these supply issues, we have secured an additional 6 acres for farming in a field known as Mount Stewart (diagram opposite), located within the Trefusis Estate,

where our walled garden is situated. On this site, we intend to establish a system of seven one-acre blocks in rotation, designating one block each year for cash crops.

The whole team has received training from Jean Martin Fortier which will be invaluable for this activity.

Purpose:

- Increase space to include more outdoor long season crops
- Grow high value brassicas such as purple sprouting broccoli and kalettes

Project plan:

- Hand driven motorised tools such as the BCS and transplanter
- Investment in pest control such as nets
- Investment in first year resources
- Turn existing well into water supply

Financials:

- Cost £25,116
- Expected annual production yield turnover of £23,100.00 - £61,600.00



CURRENT POSITION

We have experienced consistent growth since the inception of Soul Farm. However both 2022 and 2023 are shown as making small losses - we're so close to breaking even but need investment to enable us to get there and move towards long-term financial sustainability. To support our growth, we have utilized two primary loans: a £40,000 loan from Loans for Enlightened Agriculture (LEAP), scheduled for repayment by 2026, and a cash flow loan from IWOCA, which will be paid back in 2024. Should we hit our target raise we will also be repaying the sweat equity in the Directors Loan

accounts, accrued through unpaid work carried out by two directors; Laurence and Ian.

Our last quarter saw turnover of £101,521.94 with a £36,136.43 sales growth year on year and a net profit of £10,593.10

We anticipate stabilising our primary sales channels with a gradual increase in sales volume. The growth in sales is projected to align with the expansion of our growing area, as we extend our wholesale operations beyond the Falmouth area through meticulous crop planning in collaboration with Organic North. By 2028, when we reach full production capacity, Soul Farm will employ seven full-time equivalents, including one intern, and two seasonal workers

Recent financial performance and projected trading growth

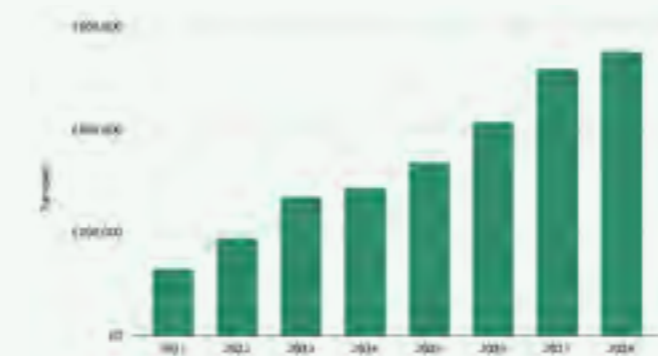
Following the allocation of funds, our turnover is projected to start growing in 2025, with a substantial increase anticipated in 2027. Beyond 2028, we expect to maintain a turnover of over £500,000, accompanied by a pre-tax profit of approximately £74,000, this is after share interest has been paid.

To ensure the continued sustainability of our operations, we plan to allocate approximately

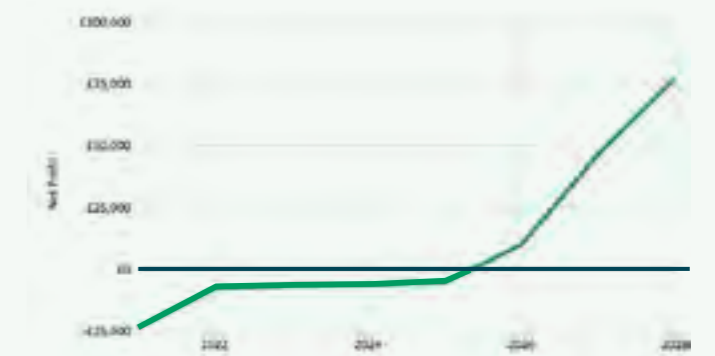
£25,000 to a sinking fund. This fund will be used to replace assets over a 10-year period. After accounting for this, there will be approximately £50,000 remaining. Out of this sum, we intend to return around £30,000 to our investors.

These growth figures are predicated on achieving the target raise of £310,000 or above. In these forecasts share interest has been modelled as being paid in cash at 6% from 2024 onwards

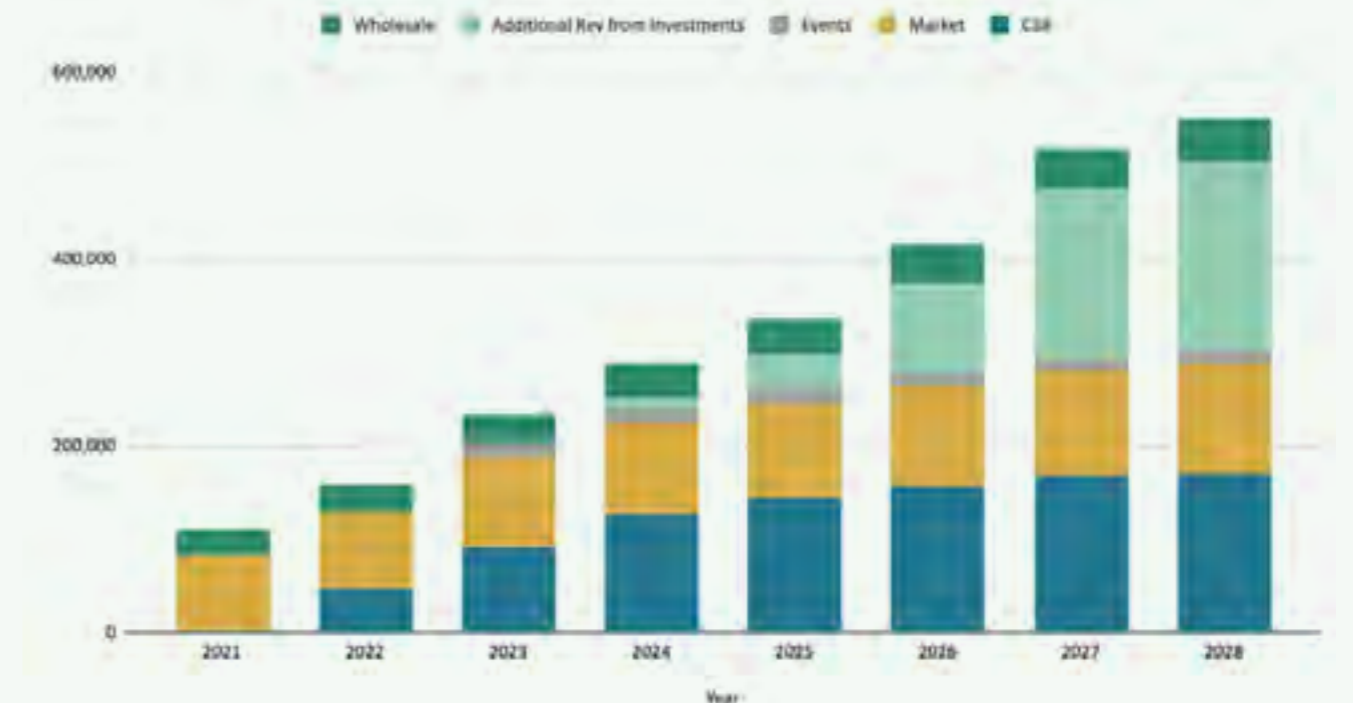
Turnover Growth



Profit Growth



Turnover per enterprise



Investor Returns

We're planning to pay investors 6%* per year from the first year after investment, and enabling people to start withdrawing** their investment after 2028, with us making around 10% of total capital available in any year.

*Current rate set above Bank of England base rate. If the base rate came down our interest rate would come down. The payment of interest can only be made if the board deems it affordable.

** Withdrawals are only allowable through the availability of sufficient trading surpluses or the issue of new/replacement share capital.

FINANCIALS

The below tables show the financial track record of the society including the conversion from a CIC to a CBS in 2023.

Share capital in the CIC has been transferred as 1 share in the CIC = 1 community share in the CBS

Further financial projections can be found in the business plan. In these forecasts share interest from 2024 onwards has been modelled on the optimum share raise and also interest on the pre-existing shares at 6%, paid in cash.

Profit and loss

	2021	2022	2023	2024	2025	2026	2027	2028
Turnover	£129,594	£189,965	£268,109	£286,896	£335,518	£414,596	£517,404	£550,007
Cost of Sales	-£42,538	-£53,201	-£84,709	-£100,656	-£115,535	-£133,930	-£166,245	-£166,983
Gross Profit	£87,056	£136,764	£183,399	£186,240	£219,983	£280,666	£351,159	£383,024
Gross Profit %	67.18%	71.99%	68.40%	64.92%	65.57%	67.70%	67.87%	69.64%
Overheads	-£106,815	-£133,562	-£174,355	-£161,097	-£187,191	-£222,229	-£253,021	-£254,619
Operating Profit	-£19,759	£3,202	£9,044	£25,143	£32,792	£58,437	£98,138	£128,405
Loan Interest	£0	-£4,802	-£8,508	-£1,998	-£890	-£446	-£49	£0
Share Interest	£0	£0	£0	-£17,750	-£21,300	-£21,300	-£21,300	-£21,300
Net Profit	-£23,621	-£7,621	-£6,494	-£6,049	-£5,276	£10,075	£46,470	£77,134

Conversion to CBS

Balance sheet

	2022	2023	2024	2025	2026	2027	2028
Intangible Assets	£9,075	£7,975	£37,400	£33,000	£28,600	£24,200	£19,800
Plant & Machinery	£11,444	£16,950	£105,234	£103,211	£196,263	£201,377	£176,838
Computer & Office Equipment	£1,561	£1,088	£615	£160	£128	£96	£64
Office Building	£0	£0	£9,083	£8,083	£7,083	£6,083	£5,083
Total Current Assets	£40,283	£67,779	£218,366	£214,624	£129,174	£173,808	£280,418
Current Liabilities	-£28,725	-£59,432	-£42,204	-£46,097	-£44,590	-£42,827	-£42,330
Net Current Assets/Liabilities	£11,558	£8,346	£176,162	£168,527	£84,584	£130,982	£238,088
Total Assets Less Net Current Assets/Liabilities	£33,638	£34,360	£328,495	£312,981	£316,658	£362,738	£439,873
Less: Non Current Liabilities	-£29,625	-£26,841	-£17,025	-£6,787	-£390	£0	£0
Net Assets	£4,013	£7,519	£311,469	£306,193	£316,268	£362,738	£439,873
Current & Retained Earnings	-£31,161	-£37,655	-£43,704	-£48,981	-£38,905	£7,564	£84,699
Share Equity	£35,174	£45,174	£355,174	£355,174	£355,174	£355,174	£355,174
Total Capital and Reserves	£4,013	£7,519	£311,469	£306,193	£316,268	£362,738	£439,873

Conversion to CBS



WHAT ARE COMMUNITY SHARES?

This is a community share issue, which is a much snappier name for what they are legally-speaking: withdrawable shares in a Community Benefit Society (CBS).

Unlike shares in companies, you'll not get a dividend nor are you able to sell them to someone else. Withdrawable shares work a lot more like a bank account, as you get your money back through withdrawing it from the society. However, the society can only give it back to you if we're doing well as a business (we have to have sufficient trading surpluses and ready cash to enable it to give you your investment back in legal terms).

Like a bank account, we pay interest each year on the investment, which we plan to be 6% each year. We plan to pay the interest to you every year or in the form of produce from the business – we'll just add the interest you are due to your Oooby account with us which can be spent in due course

This is an invitation to invest in Soul Farm™. Soul Farm is issuing withdrawable Community shares. With the option of share interest paid as cash or in the form of produce from our farm.

(and you can also opt for the interest to be paid a new share capital if produce doesn't work for you!) Each year, the Board will decide how much interest to pay, and whether they can afford to allow shares to be withdrawn (and if so, how many) and then tell investors how to make withdrawal requests. Under our rules, requests are paid out on a first-received, first-paid basis. We aim to allow around 10% of capital to be withdrawn per year from 2028 onwards.

There are several ways members can help the business. Firstly, persuade other people to support us. That's the real secret of community ownership: we make the rewards of our success something we can share with the people who matter the most to us. Once you are a member of Soul Farm you can influence decisions at our AGM or stand for election on the board. Whether you are a member or not you can join us at our weekly volunteer days.

Individuals over the age of 16, charities and other organisations may invest in this offer.

What do investors get?

- 6% interest on share capital paid from 2024
 1. Choice of how much interest you want to receive up to 6% – with the remainder being re-invested in the business
 2. Option of interest accrued as new share capital, paid in cash or paid in the form of credit for veg/produce
- A vote at the AGM on important issues facing the society
- A vote for the Board of Directors
- The chance to stand for and be elected to the Board of the society
- The chance to get their money returned on a first-come-first-served basis if interest is available for withdrawal from 2028 onwards

Your investment	Annual return with 1%	Annual return with 4%	Annual return with 6%	Paid in veg boxes* (annually)
£200.00	£2.00	£8.00	£12.00	One half share veg box
£1,000.00	£10.00	£40.00	£60.00	4 full share veg boxes
£10,000.00	£100.00	£400.00	£600.00	38 full share veg boxes
£20,000.00	£200.00	£800.00	£1,200.00	50 bumper share veg boxes

* Credit can be added to your veg box account and you can spend how you wish. Alternatively you can have money put on 'market card' and you can spend that at the Food Barn farmers market

WHO WILL RUN US?

Soul Farm has been running for 5 seasons now, and has an established team of Directors and staff and volunteers. The Board and leadership team will manage the society

We will hold an AGM as a society by the end of 2024, and at this point, we will seek nominations from our members to join the current Directors and Leadership team such that the new Directors are a majority of the Board after the AGM and thereafter. If there are more people nominated than there are places to fill, an election will be held in which all members have a single vote regardless of the size of their investment. The composition of the board is six directors elected by the members. three ex officio positions, one chair person and up to two directors that can be co-opted but must be members. On top of that Soul Farm are able to co-opt two independent (non-members) for their skills.

Day-to-day

At Soul Farm, we embrace a sociocratic work circle model, where distinct individuals hold responsibilities with devolved decision-making authority. Each work circle is empowered to make autonomous decisions and allocate budgets according to its needs. Regular meetings ensure effective communication and collaboration.

Lean Farming

Our operations are guided by lean farming practices, prioritizing efficiency at every stage. We foster open-mindedness and a continuous commitment to improvement, constantly seeking ways to enhance our processes.

Agile Methods

We employ agile project management techniques, which involve breaking projects into phases and emphasize ongoing collaboration and improvement. Teams follow a cycle of planning, execution, and evaluation.

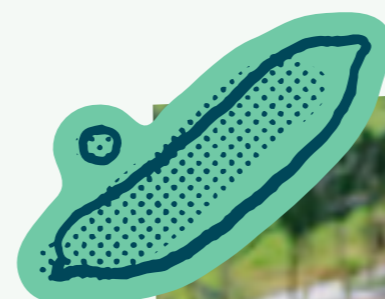
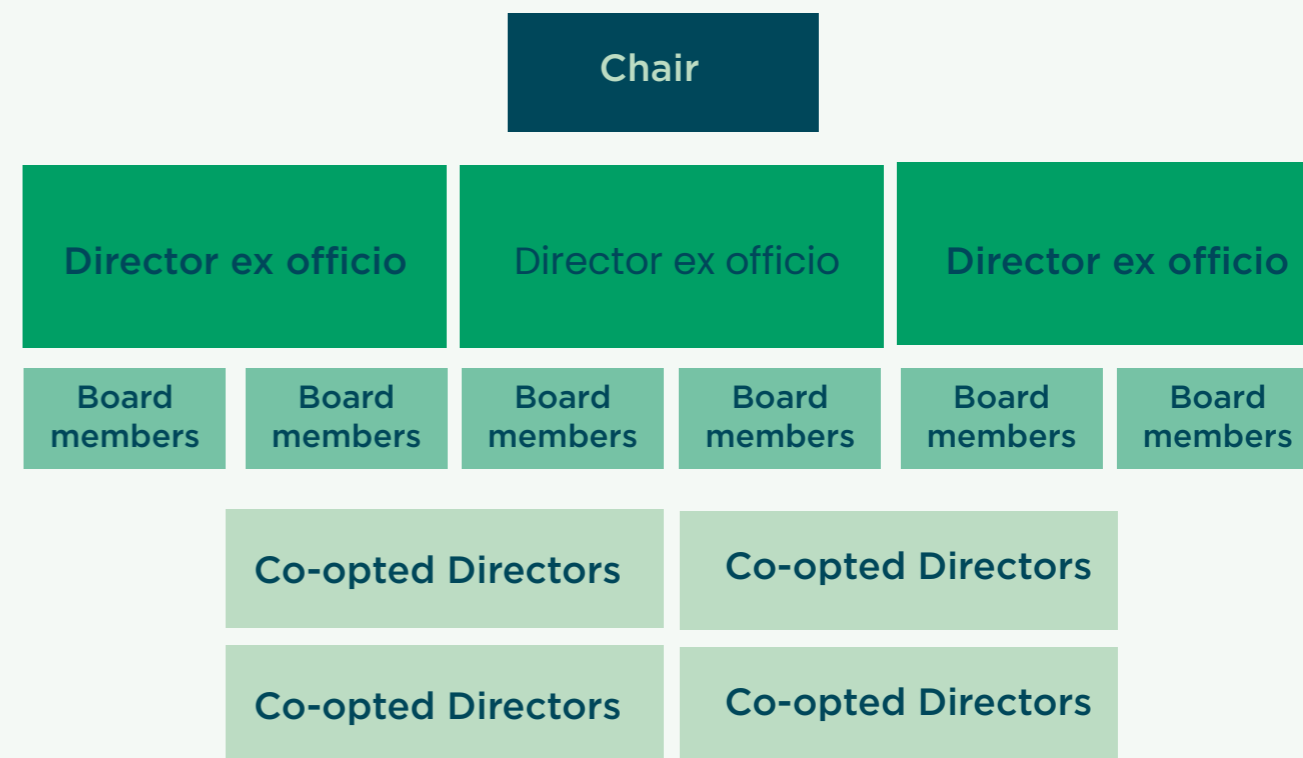
Volunteering

We have weekly volunteer days on a Wednesday and have a really regular group of people coming to help. We also have some individuals helping with specific admin tasks. Through adding more board members we would love help with more tasks

Meetings

- Annual AGM: An annual General Meeting where every member can attend and influence directional decisions.
- Major executive decisions are made at board level and are made through consensus, requiring consent from all relevant parties.
- Operational decisions are managed within our Working Circles.
- Quarterly Board Meetings are held to discuss the farm's health and executive decisions.
- Directors' Meetings occur monthly to review operational decisions.
- Weekly Circle Meetings: Regular meetings to discuss operational decisions, conduct weekly check-ins, and plan for the upcoming week.

Board of Directors



LEADERSHIP TEAM



These are the Founding Members. There will be an elected governing committee, to be appointed by the Founder Members initially ahead of being opened up to nominees from the membership. This will also include 4 x Co-opted directors and up to 6 x elected board members



Laurence – Founder, CEO & Ex-officio Director

18 years working in marketing and branding for food and drink brands ranging from Coca-Cola, to P&G and Unilever brands. He recently worked for Gendall design ad Design Director managing a small team. Laurence has now been working with Soul Farm for 5 years.



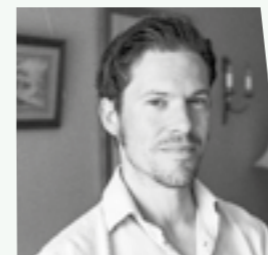
Adele – Founder, Marketing and Social Impact Ex-officio Director

One of the founders of the farm and brings 12 years of experience in freelance marketing, writing, PR and journalism. She now splits her time with Soul Farm and Soulcraft; facilitating young peoples creative expression. She has also worked as a counsellor for breastfeeding mothers and brings those social engagement and facilitation skills to the business.



Ian – Director and Farm Manager & Ex-officio Director

Part of the farm since 2022 and turning his attention to his sixth season commercial growing. Before that Ian spent a two years as a general gardener after a decade managing teams on boat crews and teaching in dive schools.



Jan Trefusis MRICS FAAV – Estate Manager at Trefusis Estate. Owner of walled garden and Soul Farm Chair. As an involved member of the society since 2018, Jan really wants the Soul Farm to succeed and is very a supportive landlord. He abides by Soul Farm's conflict of interest policy



Alice Marston – Current board member and advises on small business as she has run her own cafe and other businesses for many years



Mentors, consultants & advisors

- Greg Welch – Mentor – Experienced business leader, Commercial Strategy,
- Dave Boyle – Consultant – Director of The Community Shares Company
- Charles Dowding – Growing and no-till mentor – Author and grower
- Jodi Roebuck – Farm consultant – Roebuck Farm
- **Jean-Martin Fortier – Market Garden mentor – The Market Gardener Institute (pictured)**

Questions about the share issue

How can I invest?

We are running this share offer through the Crowdfunder website. When you click to invest, you will make a payment which Crowdfunder will hold until the project is successful and they will then pass the money to us. If the project does not raise its minimum target (£250,000) by the end of the share offer, we will then explore our options, including putting the share issue onto other platforms, and during this time, the funds invested via Crowdfunder will continue to be held until we are satisfied that the minimum target has been achieved across all our fundraising efforts. If by 25 weeks after the launch of this share offer the minimum target is not received, then funds will be returned to you.

What if we go over or under our targets?

We have three target levels - our financial projections are based on hitting the target raise. Should we reach the maximum target we expect that we can afford the greater total interest paid as a result through cost savings on water spend and greater crop yields from watering crops more effectively. This can also be mitigated by asking for more people to get their interest in produce. In the case of over-subscription of the maximum target, we will prioritise investors who are local, and investors who will receive interest in produce over investors electing to receive interest as cash.

What is the minimum and maximum investment?

The minimum investment is £100 and the maximum is £25,000.

Who can invest?

Anyone over the age of 16 can invest (but only people aged 18 or above can serve as directors).

Can organisations and businesses subscribe for Community Shares?

Yes. A representative of that organisation will need to become a member of the society as nominee for their organisation/business.

Can people club together to buy shares?

Yes, but as with organisations, you'll have to nominate a member of your group to be the named shareholder in our share register.

Can shares increase in value?

Shares cannot rise in value, so there will never be a capital gain. They may be reduced in value if our auditors instruct us to do so, if they believe that the value of our assets has fallen.

What if the society isn't financially successful enough to survive?

If we did become insolvent, the ability of investors to recoup the funds they have invested would depend on firstly the value we (or the appointed insolvency practitioners) could get for the assets of the society and secondly, the value of our debts at that point.

In the event of our insolvency or orderly winding-up, the proceeds from the sale of those assets and our cash would firstly pay off all our creditors, and if there were any funds left at that point, would be used to pay back shareholders as much of their investment as they have outstanding as possible, on a pro-rata basis.

As we are a society with a Statutory Asset Lock, any surplus funds after paying creditors and investors at par will be distributed to a similar organisation in the local area committed to providing community benefit.

What happens if I didn't get all my investment back?

Although we are registered as a society with The Financial Conduct Authority (FCA), the sale of withdrawable shares in the society is not regulated by the FCA. Like many investments, these community shares are at risk and you could lose some or all of the money you invest. Unlike deposits with high street banks, community shares are not covered by the Financial Services Compensation Scheme, nor is there any right of complaint to the Financial Ombudsman Service. If you are considering investing a significant amount then you may wish to seek independent financial advice before doing so. Investors will also be eligible to claim the difference between the initial investment and its present value - a tax-deductible expense in the year any loss is recognised.

Tax and Community Shares

Your investment is not eligible for any of the various investment reliefs because we are classed as involved in market gardening, which is an ineligible activity for investment reliefs.

Once the shares have been held by you for at least 2 years, they will be exempt from inheritance tax if passed on as part of the probate process (transfers of shares that take place outside probate - ie for the first £5,000 of shares and where you nominate who they should be passed on to - are also exempt from inheritance tax).

Should the society be forced to revalue its shares at any point in the future, or the society be liquidated and you do not receive the full value of your investment, the difference between your original investment and the new value or the amount received can be set off against your taxable income (also known as 'loss relief').

Any interest paid to you - in whatever format - is potentially subject to tax and forms part of your annual income for income tax purposes (but for most people any interest on shares will fall into the £1,000 tax free Trading Allowance for miscellaneous income). Overseas investors will receive interest less income tax deduction, which will be paid by us to HMRC on your behalf.

Can my investment be gift aided?

No, because we aren't a charity.

Can I sell my shares?

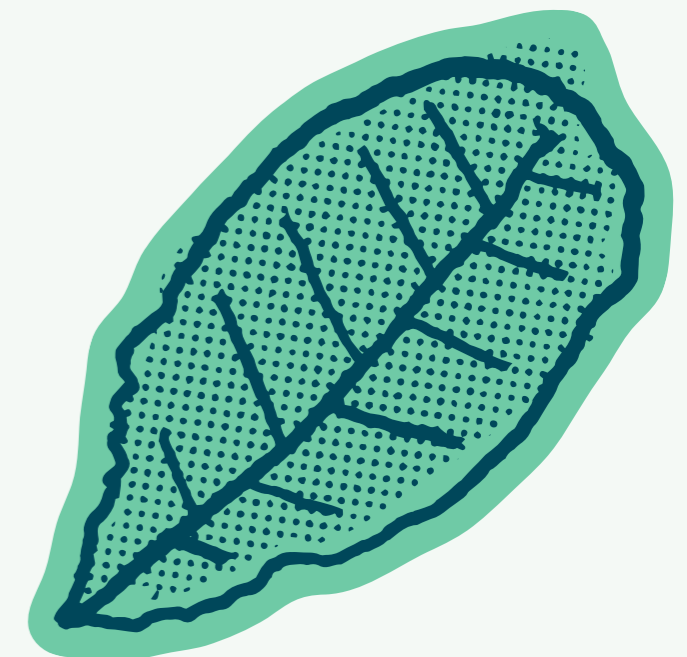
No. This investment is in withdrawable share capital which cannot be transferred, sold or given to anyone else, except on your death or bankruptcy. If you have invested £5,000 or less, you can tell us in advance who you wish to transfer your investment upon your death, and this will happen outside of the probate process. If you do not nominate anyone or your investment is greater than £5,000 then the shares can only be transferred in accordance with the provisions of your will. Transfers of shares are exempt from the value of an estate when computed for Inheritance Tax.

Will I get a Share Certificate?

Everyone who invests will receive a community share certificate.

What will you do with my personal details and data?

Your personal details as submitted on the application form will be held by the society and used in accordance with the provisions of the rules and of the 2014 Co-operative and Community Benefit Societies Act. Only members can inspect the members' register and view members' names and addresses (but not how much they have invested) but the society will not share, sell or provide my details to any other individual or organisation and will ensure compliance with the GDPR regulation in accordance with its responsibility as a data controller.



HELP US GROW

We're not asking you to donate money but to invest it.
Your farm for your community.
Together we can co-create a demonstration farm with far-reaching impact.



Ready to invest?

Please do not invest with us without considering the full information available.

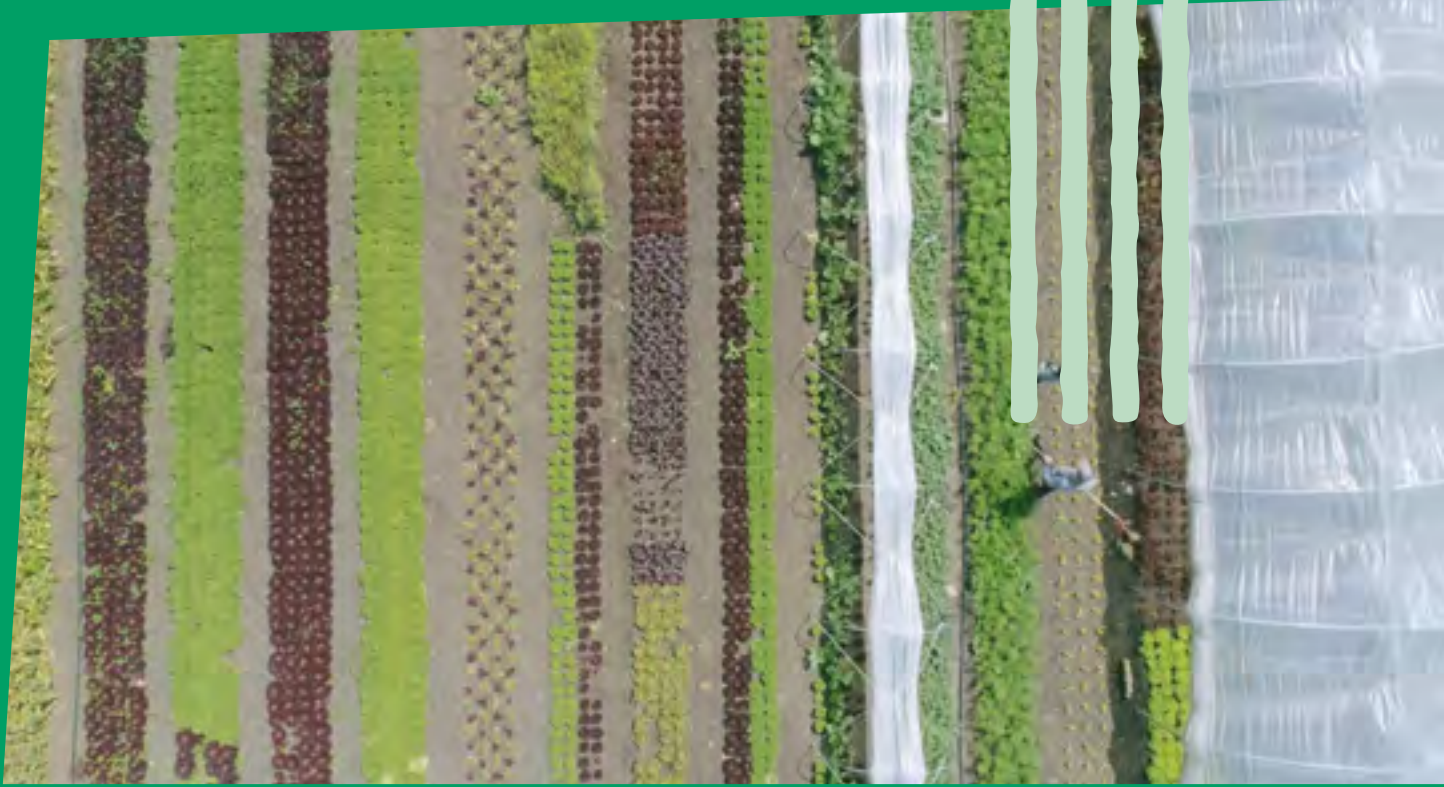
Once you are ready to invest, visit our dedicated investment page crowdfunder.co.uk/p/soul-farm-shares



Community shares are fully at risk

You could lose some or all of the money you invest. You have no right to compensation from the Financial Services Compensation Scheme, nor any right of complaint to the Financial Ombudsman Service. Please don't invest any money you can't afford to lose.

Thank you



Instagram and TikTok @soul.farm
Facebook @soulfarmcornwall
laurence@soulfarm.co.uk

