

# miRunners Racing No.1 – Supplementary Product Disclosure Statement

ARSN 615 110 711

## **Class D Units – miRunners Scheme Horse to be trained by Lees Racing**

You should read the full Product Disclosure Statement (both Part 1 and Part 2) and this Supplementary Product Disclosure Statement carefully before making a decision to invest. If you have not received them please contact miRunners Australia Limited.

Manager

**miRunners Australia Limited**

ABN 22 165 575 226

AFS Representative Number 001248648

Address: Suite 2, Level 2

37-39, The Corso

MANLY NSW 2095

Telephone: 03 9023 1589

Responsible Entity

**Sire Custodians Ltd**

ABN 45 005 088 371

AFSL 223671

Address: Suite 2, Level 1

161 Walker Street

NORTH SYDNEY NSW 2060

Telephone: 02 9235 2500

**THIS SUPPLEMENTARY PRODUCT DISCLOSURE STATEMENT (PDS) FOR THE MIRUNNERS RACING NO 1 (ARSN 615 110 711) IS ISSUED TO PROVIDE INVESTORS WITH DETAILS OF THE HORSE THAT HAS BEEN ACQUIRED FOR THE MIRUNNERS SCHEME REFERABLE TO THE CLASS D UNITS.**

This document is a Supplementary Product Disclosure Statement (Supplementary PDS) to the Product Disclosure Statement (PDS) issued by Sire Custodians Ltd (ABN 45 005 088) 371), AFSL 223671) (**Responsible Entity**) of the miRunners Racing No 1 (ARSN 615 110 711) on 1 December, 2016.

This Supplementary PDS:

- (a) was prepared in consultation with the Manager in accordance with the Corporations Act and is dated 15 January, 2017;
- (b) has not, and does not need to be, lodged with ASIC, and ASIC does not take any responsibility for the contents of this document or the merits of the investment to which it relates; and
- (c) amends and updates some of the information set out in Part 2 of the PDS.

If you have any queries relating to aspects of this Supplementary PDS please email enquiries@miRunners.com

**What opportunity is unique to the offer of Class D Units in the miRunners Scheme?**

As contemplated in Part 2 of the PDS, the Manager, in consultation with licensed trainer Kris Lees of Lees Racing ABN 20 106 422 440 (Lees Racing Pty Ltd t/as) (**Trainer**) has proceeded to acquire a Horse ("the Horse") at the Magic Millions Yearling Sale on 14 January, 2017, that is suitable for the miRunners Scheme referable to the Class D Units.

The Horse was acquired by the Manager, as principal, as the Minimum Overall Subscription Amount for the Class D Units had not been achieved prior to the commencement of that Sale.

Upon the Minimum Overall Subscription Amount for the Class D Units being achieved by the Offer closing date (as amended by this Supplementary PDS), the Responsible Entity will apply the application moneys towards paying the sale price of the Horse, and by so doing acquire the legal and beneficial title to the Horse for the miRunners Scheme, referable to the Class D Units.

Details of the Horse and seller are as follows:

- a bay or brown colt foaled 5 November, 2015, by REAL SAGA from CUBISM.
- sale price: \$150,000, plus GST.
- the Horse was offered as Lot 747 by GLENLOGAN PARK, Innisplain, Queensland.

Prior to the sale and purchase:

- (a) the Manager and the Trainer each inspected the Horse and considered it to be in good physical condition and suitable for purchase as a prospective racehorse; and
- (b) the Manager retained equine veterinarian RICHARD McCLENAHAN, BVSc., Principal of DARTBROOK EQUINE VETERINARY CLINIC (**Veterinarian**), to examine the Horse, who subsequently provided a report evidencing that he considered it to be in good physical condition and suitable for purchase as a prospective racehorse.

The Responsible Entity and the Manager (including their directors and associated entities) neither have, nor have had in the period of 2 years prior to the date of this PDS, any interest in relation to the Horse, its sire or dam, other than the interests disclosed in this PDS.

The Trainer and the Veterinarian neither have, nor have had in the period of 2 years prior to the date of this PDS, any interest in the Horse, its sire or dam, other than the interests disclosed in this PDS.

Prospective investors should be aware that the sire of the Horse is a syndicated stallion. The Responsible Entity is also the responsible entity and manager of that syndicate, for which it is paid fees for services provided in the same way as the miRunners Scheme will pay it fees for services provided.

### **Amendment to Cost of the Units and Minimum Overall Subscription Amount**

It is anticipated that 1,000 Class D Units in the miRunners Scheme will be issued by the Responsible Entity.

As the sale price of the Horse is now known, it is appropriate to adjust both:

- (a) the price per Unit (including GST) payable by each applicant when applying for a Class D Unit or Units to \$165; and
- (b) the Minimum Overall Subscription Amount to \$165,000, including GST);

to reflect the sale price.

### **Amendment to Offer closing date**

In Part 2 of the PDS it is stated that if the Minimum Overall Subscription Amount was not achieved on or before the commencement date of any of the Sales, or the Manager was not successful in acquiring a suitable Horse for the miRunners Scheme, referable to the Class D Units, at any of the Sales, then those Units would not issue and Subscribers would receive a refund of money that they have subscribed for them.

At that time it was not contemplated the Manager would identify and proceed to acquire (as principal), a suitable Horse for the miRunners Scheme, referable to the Class D Units, at the Magic Millions Yearling Sale, before the Minimum Overall Subscription Amount was raised.

Consequently, the PDS, as amended by this Supplementary PDS, will now expire 6 months from the date of the PDS, or such earlier date as may be determined by the Responsible Entity ("Offer closing date").

### **What happens if insufficient money is raised?**

If the Minimum Overall Subscription Amount is not achieved on or before the Offer closing date, then the Class D Units will not issue and applicants will receive a refund of the money that they have subscribed for those Units. If this occurs, subscribers for Class D Units will not acquire any interest in the legal or beneficial title to the Horse.

Until the Minimum Overall Subscription Amount is met, the application moneys received will be held in a trust account designated for application moneys. It will not be invested in an interest bearing account and no interest will be paid to the applicants by the Responsible Entity.

Class D Units will be issued once the Minimum Overall Subscription Amount is achieved.

### **Example of fees and costs**

This table (which replaces the table that appears in paragraph 2.3 of Part 2 of the PDS) gives an example of how the fees and costs of the Class D Units can affect your investment over a one year period. You should use this table to compare this product with other managed investment products.

<b>EXAMPLE</b>	<b>BALANCE OF \$825</b>		
	<b>Monthly fees</b>		<b>Annual fees</b>
	<b>Per Unit Holder (regardless of the number of Units held)</b>	<b>Per Unit</b>	
Scheme levy on account of scheme operating and compliance costs, including management fees payable to the Responsible Entity and the Manager	\$10	-	\$120
<b>PLUS</b> Horse related costs	-	\$23.53	\$282.36
<b>EQUALS COST OF CLASS D UNITS</b>			<b>\$402.36</b>