



**GROUP
ONE**^{P/L}
THOROUGHBREDS

PROSPECTUS

GROUP ONE THOROUGHBREDS (AUST) LTD

ABN 52 639 721 832

WRITTEN BY X LOULINDA SHARES

DATED: 17th February 2023



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IMPORTANT INFORMATION

Offer

The Offer contained in this Prospectus is an invitation by Group One Thoroughbreds (AUST) Ltd (“**GOT**” or “**Company**”) to acquire fully paid Written By x Loulinda shares (“**Shares**”) in the Company.

Prospectus

This Prospectus is dated 17th February 2023 and a copy was lodged with the Australian Securities and Investments Commission (“**ASIC**”) on that date.

Expiry date

No shares will be issued on the basis of this Prospectus later than 13 months after the date of this Prospectus.

Exposure period

The *Corporations Act 2001* (Cth) (“**Corporations Act**”) prohibits the Company from processing applications for shares in the 7-day period after the date of lodgement of this prospectus with ASIC. This period may be extended by ASIC for a further 7 days. This period is an exposure period to enable this Prospectus to be examined by market participants prior to the raising of funds. Applications received during the exposure period will not be processed until after the expiry of the period. No preference will be given to applications received during that period.

No performance guarantee.

Purchasing shares in the Company should be regarded as speculative and shareholders should regard their shares as an entry in to racing horses for entertainment value rather than returns before accepting this Offer. Prospective shareholders should seek independent professional investment advice before accepting this Offer. Please consult your legal, financial or other professional adviser before making a decision to invest in shares. Horse racing is a speculative venture and no person involved in producing this Prospectus (including the Company and its directors and advisers) guarantees the performance of the Shares or any capital or income.

Offer availability.

The Offer constituted by this Prospectus is only available to persons receiving this Prospectus within Australia and does not constitute an offer in any jurisdiction which, or to any person whom, it will be

unlawful to make such an offer. An application for shares, pursuant to this offer, can only be made by completing and lodging the application form that accompanies this Prospectus.

Forward-looking statements

This Prospectus contains forward-looking statements. Forward-looking statements can be identified by the use of forward-looking terminology such as ‘may’, ‘will’, ‘expect’, ‘anticipate’, ‘estimate’, ‘would be’, ‘believe’, ‘continue’ or the negative or other variations of comparable terminology. These statements are based on the Directors’ assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, at the date of this Prospectus, are expected to take place. Forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company. Such statements are subject to risk and uncertainties that could cause actual results to differ materially from those projected. Such statements (none of which is intended as a guarantee of performance) are subject to certain assumptions, risks and uncertainties, which could cause the actual future results, achievements or transaction to differ materially from those projected or anticipated. The Directors’ expectations, beliefs and projections are expressed in good faith and are believed to have a reasonable basis. No assurance is or can be given that the results, performance or achievements expressed or implied by the forward- looking statements contained in this Prospectus will actually occur. Accordingly, you should not place undue reliance on these forward-looking statements.

No cooling-off rights

Cooling-off rights do not apply to an investment in Shares issued under this Prospectus. This means that, in most circumstances, you cannot withdraw your application once it has been accepted.

Photographs

Photographs used in this Prospectus which do not have descriptions are for illustration purposes only and should not be interpreted to mean that any person shown endorses the Prospectus or its contents.

1. INVESTMENT OVERVIEW

1.1 Summary of Offer

Topic	Information	Reference
What is the Company?	Group One Thoroughbreds Ltd ('GOT') is a horse racing company and has purchased one thoroughbred racehorse with the intention of racing it. GOT is offering Shareholders the opportunity to receive any benefit of race winnings and potential future breeding revenue and proceeds (after paying expenses).	For more information see section 2.1
Why is the Offer being conducted?	The Offer is being conducted to: <ul style="list-style-type: none"> • Fund the engagement of the proposed trainers; • Pay the costs incurred by Group One Thoroughbreds and the Directors in respect of the issue of this Prospectus; and • Repay the Company's existing credit facility used to purchase the Horse. 	For more information see section 6.2
What are the key risks associated with the Company?	Risks associated with purchasing shares in the Company include the risk of the Horse being injured and unable to race, heavy reliance on directors and other key persons, changes in legislation, the speculative nature of horse racing and liquidity risk.	For more information see section 3
Who will be in control of the Company?	The Directors of the Company are Jeremy Azzopardi, Kirstian Azzopardi and Lisa Pardi.	For more information see section 5.1
Who will benefit from the Offer?	Group One Thoroughbreds will benefit from this Offer as it will be responsible for managing the racing career of the Horse for the Company and will receive a management fee for doing so. Jeremy Azzopardi, the sole director and shareholder of Group One Thoroughbreds, may benefit from this offer in the form of dividends distributed to him, and a salary paid to him by Group One Thoroughbreds in his capacity as sole shareholder of Group One Thoroughbreds.	For more information see sections 2.3.1, 5.2 and 6.3.1

1.2 Key terms and conditions of Offer

Topic	Information
What is the Offer period?	The offer opens on 17th February 2023 and closes on 16 th March 2024
What is the type of Shares being offered?	Fully paid Written By x Loulinda Shares in the Company.
How many Shares are being offered?	40 fully paid Written By x Loulinda Shares.
Minimum subscription amount for each Shareholder	1 fully paid Written By x Loulinda Share.
Minimum subscription amount for Offer to proceed	1 fully paid ordinary Share.
What is the consideration for each Share being offered?	The price of each Share under offer is \$925
Amount to be raised under the Offer	\$37,000
Are the Shares listed?	The Shares are not listed on any stock exchange.
Is the offer underwritten?	The Offer is not underwritten.



2. BUSINESS OVERVIEW

2.1 Nature of the business

GOT is a horse racing company and has purchased one thoroughbred racehorse (the “Horse”) with the intention of managing its racing career, training and racing it. The Horse is 100% owned by the Company.

It is intended that the Company will operate for the career of the Horse, with an expected start date of 17th February 2023, to be extended at the discretion of the Directors or until the Horse retires or has been sold.

The Company intends to generate returns for the Shareholders by effectively managing the Horse’s racing career. This involves engaging and maintaining quality licensed trainers, ensuring the Horse remains healthy, and entering the Horse into appropriate races. The Manager is responsible for managing the Horse’s racing career. Any prize-money won by the Horse will be used in the first instance to pay trainer and jockey expenses. The remainder of the prize- money will be distributed to the Shareholders in the form of dividends. See section 6.4 for more information about the distribution of prize-money.

If an offer is made by a third party to buy the Horse from the Company, the Directors will consider, with consultation from the Manager and the trainers, whether the offer is in the best interests of Shareholders. If the Company considers the offer is in the best interests of Shareholders, Shareholders have a right of first refusal and have the option to purchase the Horse at the offered price.

If in the opinion of the Directors, it is not in the interests of the Shareholders for the Horse to continue to race in a particular class to which the Horse is referable, the Horse will either be sold, or if it is considered to be of no significant commercial value, retired and placed in a good home.

At the end of the Horse’s racing career, the Directors will consider whether the Horse will be sold or transitioned to a breeding programme and will make a recommendation to the Shareholders. A Shareholders’ resolution will then be passed to elect whether to sell the Horse or transition to a breeding programme. In the latter case, the Company may continue for the breeding life of the Horse. If there is no transition to a breeding programme, then the Horse will be sold. If the Horse is a valuable broodmare, it will either be sold through a public auction or to a bloodstock agent. Once the Horse is sold, the Company will be wound up. The sale money will be distributed to creditors and Shareholders in accordance with the Corporations Act.

2.1.1 Thoroughbred industry overview

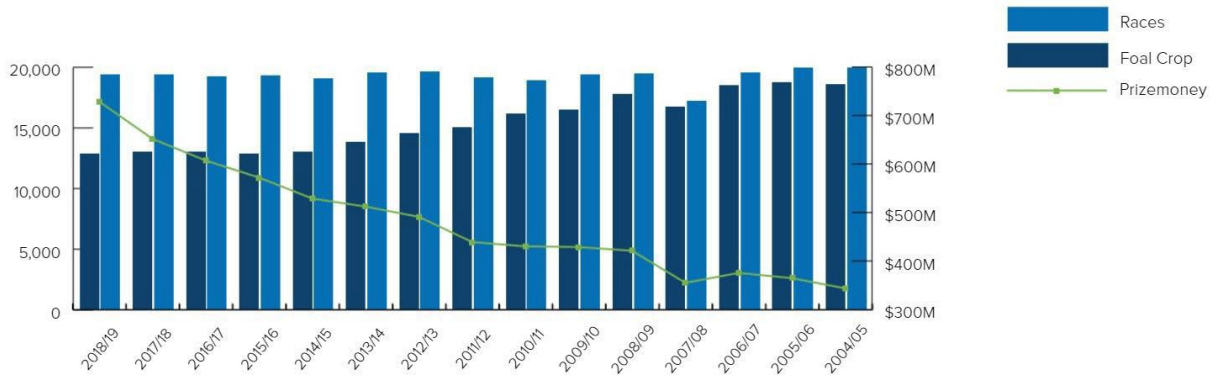
The Australian racing industry makes a significant contribution to the national gross domestic product, employment and government revenue. The economic activity generated by thoroughbred racing and breeding alone contributes more than \$10 billion to the national GDP and, when included in the agricultural sector, is the fourth largest industry in Australia.

The horse racing industry is a mature industry with over 3,000 registered trainers and 800 jockeys. There are approximately 35,000 horses in Australia participating in about 19,000 races per year with prizemoney totalling \$600 million.

The below graphs show the number of races relative to the total pool of prizemoney, and the increase in the prizemoney pool up until 2018.

INDUSTRY TRENDS

Races, Prizemoney and Foal Crops 2004/05 - 2018/19



Stakes and Standard Race Prizemoney 2004/05 - 2019/20

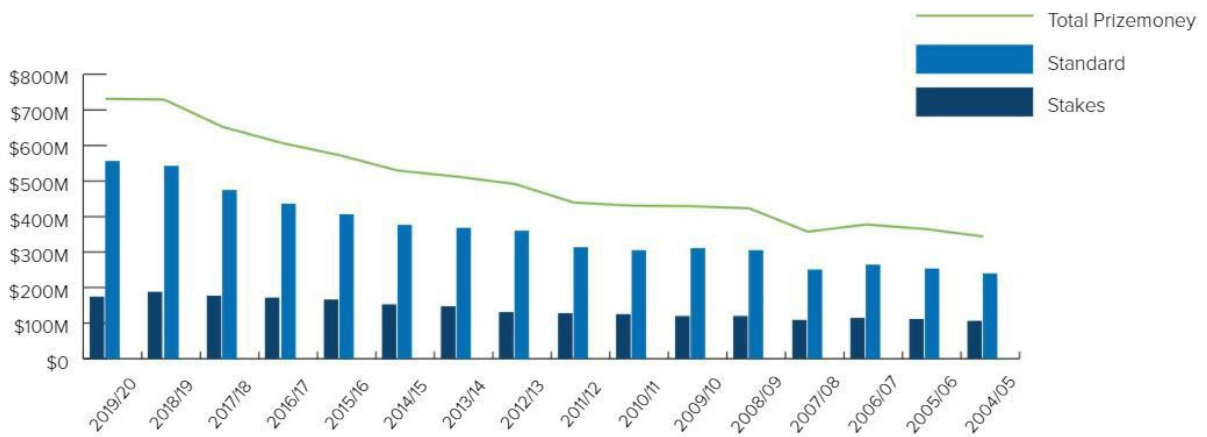


Table 3. Prizemoney and Incentive Payments in Australia 2002/03 - 2019/20

Season	Prizemoney (inc. Trophy)	% Change	Incentive Scheme Payouts	% Change
2019/20	\$730,769,073	0.27%	\$42,329,722	9.24%
2018/19	\$728,809,559	11.80%	\$38,750,650	2.45%
2017/18	\$651,866,124	7.38%	\$37,823,597	9.33%
2016/17	\$607,067,610	6.14%	\$34,595,000	6.18%
2015/16	\$571,973,523	8.16%	\$32,580,425	1.87%
2014/15	\$528,821,379	3.26%	\$31,982,800	0.87%
2013/14	\$512,113,328	4.30%	\$31,707,412	11.50%
2012/13	\$490,980,217	11.82%	\$28,436,286	5.72%
2011/12	\$439,074,032	2.06%	\$26,897,911	4.72%
2010/11	\$430,227,684	0.34%	\$25,685,849	-0.98%
2009/10	\$428,758,934	1.42%	\$25,939,058	21.18%
2008/09	\$422,773,412	18.43%	\$21,405,150	42.40%
2007/08	\$356,972,323	-5.37%	\$15,031,256	-1.25%
2006/07	\$377,213,883	2.01%	\$15,221,215	-4.69%
2005/06	\$369,797,468	6.06%	\$15,969,840	2.08%
2004/05	\$348,653,608	5.90%	\$15,644,845	-8.25%
2003/04	\$329,243,410	3.15%	\$17,052,455	20.39%
2002/03	\$319,199,781	3.39%	\$14,164,200	24.75%

Source: Racing Australia Fact Book 2016/17

The industry is highly regulated. Companies and syndicates operating horse racing businesses are primarily subject to the Australian Rules of Racing administered by Racing Australia Limited. Each Australian State and Territory has a Principal Racing Authority which supervise and licence industry participants. Companies are also subject to the *Corporations Act 2001*. Regulations, racing rules and licensing requirements change from time to time, and the changes could result in the Horse not being able to participate in certain races.

2.1.2 Competitors

Direct competitors to the Company's business include:

- Yarramalong Racing Club Ltd;
- Hancox Racing No 8 Ltd;
- Racing Club No 1 Ltd; and
- Racing Club No 2 Ltd

These competitors run similar business models of acquiring, managing, training and racing horses. Horse racing syndicates also operate in the horseracing industry and are competitors to the Company. Syndicates similarly manage, train and racehorses throughout Australia and their horses may race in the same races as the Company's Horse.



2.1.3 Racing colours

The Horse will race in Group One Thoroughbreds' registered silks. The description of the registered colours is Orange, Black Group One Thoroughbreds Logo, Logo On Cap as follows:

Main Set of Colours -

Jacket – Orange, Black Group One Thoroughbreds Logo

Sleeves – Orange sleeves

Cap – Orange Cap with Black Group One Thoroughbreds Logo



2.2 Business assets

2.2.1 Description of the Horse

Colour	BAY
Sex	Filly
Date of Foal	8 November 2021
Sire	Written By
Dam	Loulinda
Brand	ESP ns sh – 19 over 1 off sh

2.2.2 The Horse selection process

The Company has purchased the Horse relying on the recommendation from Jeremy Azzopardi, Managing Director of Group One Thoroughbreds Pty Ltd and its bloodstock team. The main emphasis is to purchase horses that are correct and sound horses that are athletic. An invoice for the purchase of the Horse is attached to this Prospectus.

The Horse has had an independent veterinarian, Dr Chris Lawlor, perform a clinical inspection. The veterinarian has provided a veterinary certificate (attached to this Prospectus) specifying that the Horse is suitable and fit for racing. The veterinarian certificate discloses that the veterinarian does not have any financial or other interest in the Company or the funds to be raised from the Prospectus.

2.2.3 Purchase of the Horse

Group One Thoroughbreds purchased the Horse from Inglis Yearling Sale at Warwick Farm NSW using its credit facility. The Horse has been subsequently sold to the Company on credit terms offered by Group One Thoroughbreds (see section 2.6).

2.2.4 Current status of horse

The Horse is currently spelling at Cavallo Park Stud after being purchased from the Inglis Yearling Sale at Warwick Farm NSW.

2.2.5 Horse naming and registration

The Horse is unregistered. The Horse will be named by the Shareholders and registered once the Shares have been issued in full. The Horse will be registered within 45 days of the Shares being issued in full. Each shareholder will have the option to submit 1 name. Once the list of names submitted by the Shareholders is populated by the Manager, the Manager will select the top 3 most popular names (in order of preference) and submit them to the Registrar of Racehorses for registration.

2.2.6 Pedigree details

The Horse's sire and dam are as follows:

SIRE – WRITTEN BY (By Written Tycoon) Champion 2YO colt of his generation. A Group 1 winning juvenile with a Timeform rating of 120. Won his first four starts at 2, including the Blue Diamond Stakes – just like Extreme Choice!. The first colt home in the Golden Slipper.

Written By has had an incredible start to his stud career. His oldest progeny are only 2yo's. Sire of 11 progeny to race, 2 winners, earnings of over \$240,000, 1 stakes winner, 2 stakes placegetters.

DAM – LOULINDA (by War Pass) Loulinda by War a winner at 1400. She is the dam of ZALINDA a 5-time winner 3 at 2. She was also a multiple stakes winner. Loulinda is the half-sister to FAST 'N FAMOUS a 6-time winner including winning a Group 3 and Listed race.

Loulinda is on her way of becoming a prolific producer. She has had 3 foals to race with 2 winners Linden Tree a winner of 6 races, Peterzano a winner and the third runner Eloheh is a 2yo and has placed. They are all still racing.



Photo: WRITTEN BY – Stallion

A pedigree page for the above is attached to this Prospectus.



2.2.7 Mortality insurance

The Horse is insured with HQ Insurance for mortality, theft, life-threatening surgery and extension of cover from 14 February 2023 to 28 February 2024. The sum insured is \$37,000. A certificate of currency is attached to this Prospectus. Renewal of insurance is at the discretion of the Shareholders after the insurance lapses.

2.3 The Manager

The Manager of the Horse is Group One Thoroughbreds. The Manager is responsible for all aspects of the management of the racing career of the Horse, preparation of the Shareholders' annual accounts, the management of communications between the Shareholders and the stables, and the provision of all administrative services.

The Manager's responsibilities include:

- Regular communication with Shareholders by telephone, fax or email regarding training and spelling progress, and regular relay of Trainer's comments.
- Arranging open days for Shareholders to inspect their racehorses and be addressed by the Trainer.
- Provision of general day to day administrative services, provision of pursuing overdue accounts via phone call, email or post.
- Providing Shareholders with Race Day DVDs (where available, track work and other update reports such as nominations, weights, acceptances, pre-race summary, Race Day services, post-race summary review, organisation of disbursement of any trophies, representing the Company in relation to race day steward enquiries etc.)
- Arranging times and dates for Shareholders to inspect their horses at the stables or spelling properties.
- Assistance with Race Day ticketing where applicable.
- Maintain professional indemnity insurance.
- Naming and registration of the Horse.
- Transfers of ownership.

2.3.1 Manager's fees

The Manager is paid a flat fee of \$110.00 (incl. GST) monthly for every 2.5% share to cover all expenses (except extra ordinary costs in accordance with section 6.3.1). Each Shareholder is responsible for a portion of the flat fee in accordance with section 6.3.1.

In the event that a Horse is sold, the Manager is also entitled to a sale fee of 10% (plus GST) of the sale price.

2.4 Significant dependencies

The Company is dependent upon key services provided by the Manager (see section 2.3) and the trainers engaged to provide training services. More details are set out regarding the trainers below.

2.4.1 Proposed trainer/s

Luke Pepper is the proposed trainers for the Horse. A trainer's agreement between Luke Pepper Racing and the Company has been executed. A letter of consent to train the Horse from the proposed trainers is attached to this Prospectus.



The contact details are as follows:

Luke Pepper Racing

Address: Randwick Rd, Lyneham ACT 2602

Phone: 0421 960 124



Luke Pepper rode the Australian turf legend Takeover Target in most of his work and travelled all over the world with the wonderful sprinter, playing a significant role in victories in the UK, Singapore and Japan. Like many top trainers Luke's involvement with horses dates back to his time in a pony club before developing a passion for the horse that took him show jumping and into other equestrian pursuits.

Luke Pepper learned a great deal from his seven years working with Joseph and another top Canberra horseman, Nick Olive, where he became stable foreman before branching out on his own in the 2009/10 season.

Pepper almost immediately made history when he trained the winners of the Moruya, Narooma and Bega Cups in his first year of training.

Luke Pepper enjoys the benefits of the terrific facilities at the course with a synthetic track always available for fast work as well as grass tracks and a swimming pool. Luke has his own horse walker at the stable, which adds to the variety of training he can provide every horse in his care. Being located in Canberra gives Pepper many options when it comes to placing his horses, which he believes is as important as getting them to peak fitness.

The stable is perfectly placed to send horses to Sydney or Melbourne while Luke is quite comfortable taking runners to Adelaide or Brisbane if the right race arises. Luke Pepper has trained more than 200 winners and 500 placings.

"If I can get the best out of each horse I train, then I'm happy," Luke Pepper says.

2.5 Strategy and plans

The Company has been set up to purchase the Horse and manage its entire racing career. The Company is offering Shareholders the opportunity to receive any benefit of race winnings and potential future breeding revenue and proceeds (after expenses).

2.6 Finance arrangements

The Company purchased the Horse from Group One Thoroughbreds using a credit facility provided by Group One Thoroughbreds to enable the Company to pay the purchase price of the Horse and cover the running costs of the Horse until the Company has raised sufficient capital to cover these expenses. The terms of the credit facility are as follows:

- \$37,000 in borrowings available under the credit facility.
- Drawn down funds are not subject to interest.
- The credit facility is provided on an unsecured basis.
- The Company must apply future capital raised under the Offer to repay any amounts drawn down under the credit facility at which time the facility will be terminated.

2.7 Valuation

A valuation by a qualified bloodstock valuer does not accompany this Prospectus as the Horse was acquired by Group One Thoroughbreds at a public auction and there is no conflict of interest in relation to the purchase.



3. RISK FACTORS

3.1 Business risk factors

3.1.1 Horse racing risks

The following risks could impact the ability of the Horse to participate in races:

- Injury to the Horse in the course of its training or when participating in races;
- Sickness, disease or death of the Horse;
- The Horse could prove unsuitable for horse racing; and
- The cost of racing, including managing and training the Horse could increase leading to a reduction in any returns to Shareholders.

Horses can get sick, lame, suffer from disease, feeding disorders, pests or parasites and be unable to race or train for extended periods of time. As a result, the Company may incur significant unexpected expenses such as vet bills and rehabilitation costs. Injury or illness can affect any horse and can reduce or end a horse's racing career or ability to produce as a broodmare.

High class races have a much lower rate of injury than low class races. While this could be attributed to many factors, including the quality of the horse, economics, or medications, the trainer still must make the decision to run a horse or not to run a horse. Because leading trainers consistently get the best horses, injury rates by race class should correspond to injury rates by trainer.

Race Class	Career Ending Injury Rate	Career Ending Injuries	Starts
High	2.27%	553	243,854
Low	4.11%	2,566	624,265

Source: "Trends in Equine Mortality, 1998-2005"

https://www.aphis.usda.gov/animal_health/nahms/equine/downloads/equine05/Equine05_is_Mortality.pdf

If the Horse is unable to participate in a race, the amount of dividends payable is likely to be lower because there will be no prize money attributable to that race. If the Horse is no longer suitable for horse racing because it is permanently injured or suffers from sickness or disease, the Horse will likely be sold at a loss, and this will significantly impact the distributions Shareholders receive upon wind up of the Company.

3.1.2 Reliance on directors and key persons

The Company has no operating history and relies on the skills of the directors, trainers of the Horse and Group One Thoroughbreds to manage the racing career of the Horse. An investment in the Company is therefore heavily dependent on the directors and these other key persons.

The trainers of the Horse are engaged by the Company in accordance with the trainers' standard terms of trade. These standard terms allow the trainers to terminate for convenience on short notice. If this happens, the Horse may be left without a trainer until new trainers are engaged, and the terms of engagement may be on less favourable terms. However, it is likely that Group One Thoroughbreds can secure alternative successful and qualified trainers by using its existing networks and experience in the industry. There will also be delays in the Horse commencing its racing career, with a corresponding increase in expenses and no ability to win prize money for a period.

The Company's ability to effectively manage the Horse's racing career and perform the necessary administrative functions depends upon the performance and expertise of the directors and Group One Thoroughbreds. The loss of these key personnel, or any delay in their replacement, may adversely affect the Horse's performance or eligibility to participate in races, and this will have a negative impact on the amount of dividends to be distributed.



3.1.3 Downturn in horseracing industry

The state of the horseracing industry is largely correlated with the health of the domestic economy. If there is a downturn in economic activity, it is likely that the pool of prizemoney, the level of investment in the industry and the value of the Horse will decrease. This means that upon selling the Horse, the Company will receive less sale proceeds than if the state of the horseracing industry was healthier.

3.1.4 Changes in legislation and regulations

Changes in legislation and regulations such as the Australian Rules of Racing could affect the Horse's ability to participate in races, and therefore could affect the amount of Shareholder returns. In addition, the Company could be subject to additional legal or regulatory requirements if its business, operations or geographic reach expand in the future.

The Company is primarily subject to the Australian Rules of Racing administered by Racing Australia Limited. Each Australian State and Territory has a Principal Racing Authority which supervise and licence industry participants. The Company is also subject to the *Corporations Act 2001*. Legislation and racing rules change from time to time, and the changes could result in the Horse not being able to participate in certain races. This means the Horse will have less chance to win prize money, which will negatively impact on the amount of dividends available for distribution.

3.2 Investment risk factors

3.2.1 No guarantee of returns

Any person investing in shares in the Company should be aware that horse racing is a speculative venture with no guarantee of returns. A person subscribing to this offer should regard their shares as an entry in to racing horses for entertainment value rather than returns. There is also a risk to capital, for example, if the Horse proves unfit for racing, it may be sold off for a price less than its cost-plus ongoing expenses. The best pedigree and training also cannot guarantee a winning horse. The Horse could simply lack the desire or ability to perform at the necessary level.

3.2.2 Trading in Shares may not be liquid

As shares in the Company are not listed on any stock exchange, there is no liquid market for the shares.

Shareholders may sell their shares to a third party or an existing Shareholder. To facilitate this, the Company will maintain a register of the shares that any Shareholder wishes to make available for sale and will inform any prospective purchaser who expresses an interest. However, the Company is legally constrained from soliciting for purchasers on behalf of sellers or otherwise make a market for shares.

Group One Thoroughbreds (AUST) LTD

ACN: 639 721 832

WRITTEN BY X LOULINDA SHARES

Balance Sheet

As at 17 February 2023

Assets		
Current assets:	2023	2022
Cash	-	-
Accounts Receivable		-
Inventory		-
Shareholder Funds	37,000	
Petty Cash		-
Total current assets	37,000	-

Fixed (Long Term) Assets:	2023	2022
Long Term Investments	-	-
Property, Plant, and equipment	-	-
Less accumulated depreciation	-	-
Intangible assets	-	-
Total fixed assets	-	-

Other assets:	2023	2022
Deferred income tax	-	-
Other		
Total other assets	-	-

37,000

Total assets

-

Liabilities and owner's equity

Current liabilities:	2023	2022
Accounts payable		-
Short -term loans	-	-
Income taxes payable	-	-
Accrued salaries and wages	-	-
Unearned revenue	-	-
Current portion of long term debt	-	-
Total current liabilities	-	-

Long-term liabilities:	2023	2022
Long-term debt		
Deferred income tax	-	-
Other		
Total long-term liabilities	-	-

Owner's equity:	2023	2022
Paid Capital	37,000	-
Unpaid Capital		
Retained earnings		
Other	-	-
Total owner's equity	37,000	-

Total liabilities and owner's equity

37,000

-



5. BOARD AND MANAGEMENT

5.1 Board of Directors

The Company's Board comprises 3 Directors. A biography of each Director is contained in the table below.

Director	Biography
Jeremy Azzopardi	<p>Jeremy Azzopardi has been involved in the horse racing industry for over 18 years as an owner, breeder and director chairman of a major syndicator back in 2004. Owning racehorses is a passion for Jeremy. He has also purchased, managed and marketed multiple Group One winners and performers.</p> <p>Jeremy has a wealth of knowledge and experience both in the financial and thoroughbred industries. Jeremy was self-employed for over 15 years in finance, and currently holds a Certificate IV in business, a Certificate IV in finance and banking; a Certificate III in marketing; a MFAA Anti Money Laundering/Counter Terrorism Certificate and Attained a MFAA Accredited Mortgage Consultant Certificate.</p> <p>Jeremy's experience as a mortgage banker for 10 years, excelled him to venture and start his own private lending business. Jeremy's business was authorised by 3 leading trustee companies to manage their second-tier mortgage-backed securities and lend to wholesale and retail clients.</p> <p>Jeremy's private lending business grew rapidly where he employed over 9 fulltime staff and 13 consultants and had over \$200 million under management. In 2007, he decided to follow his passion full time and reluctantly sold his private lending business.</p>
Kirstian Azzopardi	<p>Kirstian Azzopardi has a wealth of experience in the financial aspect of business and currently has a Certificate IV in Accounting and Bookkeeping. For 7 years, Kirstian was the operations manager for Hot Source Enterprises and had key responsibilities in the company. She was responsible for all accounts payable and receivable, sales training, administrative duties for the director and marketing strategies for existing clients. Kirstian has been involved in the Racing industry for many years and has seen her contract for many major syndicators in Australia.</p>
Lisa Pardi	<p>Lisa Pardi has over 10 years' experience working for M7 Link Sydney in the quality control department, client liaison, procedures and management. She brings a wealth of knowledge in all aspects of client liaison.</p>

5.2 Interests of Directors

Jeremy Azzopardi is the sole director and shareholder of Group One Thoroughbreds, the Manager, who will receive benefits from the Company in relation to fees payable for administration, marketing and accounting services which will be provided by Group One Thoroughbreds. Jeremy Azzopardi may benefit from this arrangement through distributions of dividends to him as a shareholder of the Manager. He is also paid a salary for his role as director of the Manager. The constitution of the Company allows the directors of Group One Thoroughbreds to retain any profits made through this arrangement.



5.3 Corporate directory

Directors:	Mr. Jeremy Azzopardi Mrs. Kirstian Azzopardi Ms. Lisa Pardi
Registered Office:	68 Woodview Avenue LISAROW NSW 2250
Company Secretary:	68 Woodview Avenue LISAROW NSW 2250
Bankers:	ANZ 160 Mann Street Gosford NSW 2250
Auditor:	Prospect Accountants Mr. Tim Meehan PO Box 354 Balwyn North VIC 3104
Compliance Lawyers:	The Fold Legal Pty Ltd Ms. Jaime Lumsden GPO Box 1843 Sydney NSW 2001

6. DETAILS OF THE OFFER

6.1 Structure of the Offer

This Prospectus relates to an offer of 40 fully paid Written By x Loulinda Shares. Each Shareholder must subscribe to a minimum of 1 fully paid Written By x Loulinda Share at \$925.00 per share. A person who subscribes to this offer and becomes a Shareholder is responsible for a proportion of the ongoing costs and upkeep of the Horse in accordance with section 6.3.1.

6.1.1 Minimum subscription

The minimum subscription for this offer to proceed is 1 share. No shares will be issued until the minimum subscription has been achieved.

6.1.2 Maximum subscription

The maximum subscription for this offer is 40 shares.

If the maximum subscription is not achieved, Shareholders have the option to:

- Have their purchase price of their subscription amount refunded in full within 30 days:or
- Retain their shares in the Company with a reduced minimum number of shares, in which case a supplementary prospectus will be sent to all Shareholders.

6.2 Proposed use of proceeds

The total gross proceeds under the offer is expected to be \$37,000. The proceeds of the offer will be applied as follows:

	Amount
<i>INCOME - Shareholder's Funds from the offer</i>	\$37,000.00
<i>Interest earned over 1 year (approximately)</i>	\$0.00
TOTAL	\$37,000.00
EXPENDITURE (1 YEAR)	
<i>Purchase of Horse</i>	\$15,400.00
<i>Spelling fees Cavallo Park Stud (42 days)</i>	\$2,100.00
<i>Breaking In and Education of horse</i>	\$4,400.00
<i>Transport Costs (from Sale, Speller and Breaker)</i>	\$880.00
<i>HQ Insurance - Mortality Insurance including Emergency Surgery</i>	\$1,745.00
<i>Veterinary Reports - Radiography, Clinical Examination and Written</i>	\$1,100.00
<i>Veterinary Costs (Drenching, Dental, Shoeing etc.)</i>	\$440.00
<i>Scoping fee</i>	\$220.00
<i>Inglis Race Series</i>	\$2,475.00
<i>Golden Slipper and Golden Rose nomination fee</i>	\$440.00
<i>BOBS Bonus scheme</i>	\$990.00
<i>Horse Registration, Transfer fees and Syndicate Registration Fee</i>	\$545.00
<i>Compulsory Professional Indemnity Insurance</i>	\$1,100.00
<i>License Fee, Financial Preparation, Audit and Legal Fees</i>	\$1,980.00
<i>ASIC Compliance Fee, ASIC Lodgement and signoff</i>	\$1,320.00
<i>Bloodstock Agent – Sheamus Mills</i>	\$1,865.00
TOTAL	\$37,000.00
<i>Surplus (based on full subscription)</i>	\$0.00

6.3 Terms and conditions of the offer

Topic	Summary	
What is the type of security being offered?	Fully paid Written By x Loulinda Shares in the Company.	
What are the rights and liabilities attached to the security being offered?	<p>The following rights and entitlements are attached to the offered shares:</p> <ul style="list-style-type: none"> • Entitlement to dividends for profit generated by horse racing prize money; • Entitlement to potential future breeding revenue and proceeds; • The shares will rank equally on any return of capital by the Company. Upon the winding up of the Company, any surplus monies from the proceeds of all the Company's assets shall be distributed to Shareholders in accordance with the provision of the Corporations Act; • The Shares are full voting shares; • Subject to the Company's Constitution and the Corporations Act, Shares in the Company are freely transferable. <p>Shareholders are responsible for the payment of all costs associated with maintaining, training and racing the Horse. The estimated ongoing expenses are outlined in section 6.3.1.</p>	
What is the consideration for each security being offered?	The price of each share under offer is \$925.	
What is the offer period?	<p>The offer opens on 17th February 2023.</p> <p>The offer closes on 16th March 2024.</p>	
Is the offer for the issue of new securities or the sale of existing securities?	This offer is for the issue of new securities.	
When will Shareholders receive confirmation their application has been successful?	<p>Dispatch of share certificates upon successful subscription to the offer will occur by no later than 30th March 2024</p> <p>Unsuccessful applicants will also be notified at this time and monies paid will be refunded within 30 days of the close of this Prospectus.</p>	
Are the securities listed?	The shares in the Company are not listed on any stock exchange.	
Is the offer underwritten?	The offer is not underwritten.	
Are there any escrow arrangements?	There are no escrow arrangements.	
Where will funds raised be held?	All funds raised by this Prospectus shall be held in a designated Trust Account, namely Group One Thoroughbreds Ltd Account held with the ANZ Bank at Gosford NSW, until such time as the offer closes or the minimum number of shares has been taken up.	
What is the Company's capital structure?	Written By x Loulinda shares on issue as at 17th February 2023	40
	Maximum number of Written By x Loulinda Shares to be issued under this Offer	40
	Total on Offer completion	40

Topic	Summary
Are there any significant taxation implications?	There may be taxation implications associated with owning and disposing of Shares. As these implications will depend upon a Shareholder's particular circumstances, all potential Shareholders are encouraged to obtain their own taxation advice in respect of acquiring, holding and selling Shares.

6.3.1 Estimated ongoing costs obligations

Each Shareholder is responsible for the following ongoing expenses.

Total ongoing expenses – the following horse expenses are indicative and payable monthly by each Shareholder. The Manager advises that a flat fee of \$110.00 (incl. GST) per month per share (the equivalent of 2.5% share) OR \$220.00 (incl. GST) per month for 2 shares (the equivalent of 5% share) is payable to the Manager to cover all horse expenses including:

- Training Fees
- Pre-training Fees
- Spelling Fees
- Transport
- Daily Track fees
- Daily Regumate treatment (Fillies and Mares)
- Daily Ulcer Shield
- Chiropractor treatment
- Physiotherapy treatment
- Race Nomination fees
- Race Acceptance fees
- Race Scratching fees
- Barrier Trial Nomination fees
- Race and trial attendance – Strapper
- Track Jump outs
- Farrier – Race plates
- Dentistry
- Shavings and Box fees

Note: that Group One Thoroughbreds Pty Ltd **DOES NOT** charge a management fee in any case, any administration fee paid to Group One Thoroughbreds forms part of the Monthly flat fee.

Nomination and acceptance fees all races are included, except for nominations for major races such as the Auction House Sponsored Inglis and Magic Millions race series and Black Type race such as Listed and Group races which is payable by the shareholders.

The trainer's daily training rate is \$93.50 (including GST) and is included in the total ongoing expenses. Note, the trainers' daily training rate may change subject to industry increases and this may result in changes to the flat fee.

Extra-Ordinary Expenses – Each shareholder is also responsible for paying extra ordinary expenses incurred by the company in proportion to their shares held. The flat fee only covers up to \$300.00 (including GST) of basic and major vet care per veterinary visit and/or consultation. The monthly flat fee expense does not include extra-ordinary costs such as insurance renewal, major veterinary fees, major race nominations or acceptance fees. These costs are payable by the Shareholders in proportion to their share/s held.

Account preparation fee – Group One Thoroughbreds Pty Ltd **DOES NOT** charge for the preparation of the partnership's annual accounts in respect to the relevant financial year



6.4 Dividend policy / prize money and sales proceeds distribution

All prizemoney won by the Horse will be deposited into the managed account of the horse and distributed into the shareholders account by Group One Thoroughbreds

In accordance with the Rules of Racing in Australia, prizemoney is distributed to the Shareholders after remunerations are distributed to the trainer, jockey, welfare program and jockey insurance. The percentages are automatically determined by each state and may vary from State to State.

Note: that Group One Thoroughbreds Pty Ltd **DOES NOT** take a percentage of prize money earned by the owners group in any case. Group One Thoroughbreds does not receive any benefits from its trainers or suppliers.

6.4.1 Distribution from sale of Horse

In the event that the Horse is sold, the Company will be wound up and distributions to Shareholders will be made in accordance with the Corporations Act.

6.4.2 Trophies and prize distribution

In an event the Horse wins a trophy or an item that is not listed in the race book with a dollar value, such as a saddle cloth or rug, the Manager will conduct a draw for all Shareholders to participate in. Once a Shareholder has won a particular item or trophy, they may not participate in the next draw until all Shareholders have had the opportunity to receive such an item or trophy.

7. GLOSSARY

ASIC means the Australian Securities and Investments Commission.

GOT or Company means Group One Thoroughbreds (Aust) Ltd (ABN 52 639 721 832)

Group One Thoroughbreds or Manager means Group One Thoroughbreds Pty Ltd (ABN 35 628 388 241).

Board means the board of directors of the Company.

Director means a director of the Company.

Prospectus means this document, being a prospectus for the purpose of Chapter 6D of the Corporations Act and any supplementary or replacement prospectus.


Share means a fully paid Written By x Loulinda share in the capital of the Company.

Shareholder means a registered holder of a Share.



8. EXECUTION OF PROSPECTUS


This Prospectus has been duly executed by or on behalf of each of the Directors whose name appears below on the date of this Prospectus. The Directors accept no responsibility for the information contained within this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this Prospectus is accurate and does not omit anything likely to affect the import of such information. Each Director of the Company consents to the lodgement of this Prospectus with ASIC.



.....
Jeremy Azzopardi
Director and Secretary



.....
Kirstian Azzopardi
Director



.....
Lisa Pardi
Director



9. HOW TO APPLY FOR SHARES

Applications to acquire 1 Share in the Prospectus will only be accepted on the application form attached to this Prospectus. The application form must be fully completed.

Application forms must be accompanied by payment in Australian dollars for an amount equal to the application monies. Payment can be made via cheque, direct deposit or credit card. Cheques must be made payable to "Group One Thoroughbreds (Aust) Ltd" and crossed "Not Negotiable".

Alternatively, you may make payment of application monies via direct transfer to the following account:

ANZ BANK
Group One Thoroughbreds (Aust) Ltd
BSB: 012 633
Account Number: 425473268

Reference: please ensure that you reference the payment in the same name as your share application form.

Applications must be for a minimum of 1 Share offered under this Prospectus. Applications may be made for additional Shares in the Prospectus in multiples of one.

The completed Application Form, together with application monies or remittance advice, must be returned to the Director by email to jeremy@grouponethoroughbreds.com.au, fax to 02 4311 3777 or delivery to the following address:

Jeremy Azzopardi
Group One Thoroughbreds (Aust) Ltd
Po Box 9570
Wyoming NSW 2250

Applicants should read this Prospectus in its entirety, before deciding to complete and lodge an Application Form.

An application constitutes an offer by the applicant to acquire 1 Share in the Company on the terms and subject to the conditions set out in this Prospectus. The Director reserves the right to reject any application, including but not limited to applications that have been incorrectly completed, or are accompanied by cheques that are dishonoured or have not cleared.



10. APPLICATION FORM

Written By x Loulinda Shares

Complete in block letters and return the application form. You are advised to keep a copy for your records.

Surname: Dr/Mr/Ms/Mrs/Miss
(One name ONLY to be entered)

Given Names.....

Address.....

Suburb.....State..... Postcode.....

BirthDate:.....Occupation.....

Telephone BusinessHome

Mobile.....Fax.....

Email

These Shares will/will not be held in a Syndicate name.

Syndicate Name..... (if applicable)

Horse Name Suggestion:

I hereby agree to become a Shareholder in the Company on the basis that I will have Share (s).

Account details of where dividends are to be deposited:

Account Name:

BSB:

Account Number:

Payment Method:

Cheque Direct Deposit Credit Card (*please fill out details below*)

Credit Card Details

Visa MasterCard Amex Diners

Card Number

Expiry

CVV Number:

Signature:



Declaration

By signing this application form, I agree and declare that:

1. I have read, understood and agree to be bound by the Prospectus.
2. I am not under any disqualification or other disability under the Rules of Racing.
3. I am over the age of eighteen years.
4. I am not an undischarged bankrupt.
5. I acknowledge that I have had the opportunity to obtain independent legal and financial advice relative to my acquisition of shares in the Prospectus.

..... Name of Shareholder

..... Signature of Shareholder

..... Date

BAY FILLY

Foaled 8th November 2021)

(SIRE)	Written Tycoon	Iglesia	Last Tycoon
WRITTEN BY	Yau Chin.....	Party Miss.....	Kenmare.....
(DAM)	War Pass	Tobougg	Barathea.....
LOULINDA	Zalinda.....	Tilla's Daughter	Umatilla.....
2010		Cherokee Run	Runaway Groom.....
		Vue.....	Mr. Prospector
		Zabeel.....	Sir Tristram.....
		Alynda.....	Nassau

WRITTEN BY (AUS) (Chestnut 2015-Stud 2019). Champion 2YO Colt in Australia in 2017-18. 6 wins at 2-1000m to 1200m, A\$1,808,700, MRC Blue Diamond S., Gr.1, ATC Pago Pago S., Gr.3, MRC Blue Sapphire S., Gr.3, Blue Diamond Prelude (c&g), Gr.3, 4th ATC Golden Slipper S., Gr.1, VRC Coolmore Stud S., Gr.1. Half-brother to SP C'est Magique. Sire of SW The Novelist (BRC BJ McLachlan S., Gr.3), SP Gangitano, Scorsese and of Sunday Mail, etc. His oldest progeny are 2YOs.

1st Dam

LOULINDA, by War Pass (USA). Winner at 1400m. This is her fifth foal. Dam of three foals to race, **two winners**- Linden Tree (g. by Redoute's Choice). **6 wins** from 1100m to 1600m, A\$111,520, to 2022-23. Peterzano (g. by Caravaggio (USA)). **Winner** at 1400m in 2022-23. Eloheh (f. by Pariah). Placed at 2 in 2022-23.

2nd Dam

ZALINDA (NZ), by Zabeel. Joint third top filly on The 1996-97 NZ 2YO Free H. **5 wins**-3 at 2-to 1400m, NZ\$23,850, A\$84,560, AJC Angst H., **L**, ARC Welcome S., **L**, Coca-Cola Dash 2YO H., BTC Noholme H., Avondale JC Auckland Master Plumbers Juvenile H., 2d Qld Tatt's RC Winter S., **Gr.3**, QTC Global Television Quality H. Dam of 10 foals, all raced, **9 winners**, inc:-

FAST 'N' FAMOUS (Redoute's Choice). **6 wins** at 1100m, 1200m, A\$447,300, VRC Gilgai S., **Gr.3**, STC Starlight S., **L**, Smithfield RSL Club H., That Hat Doesn't Fit H., 2d AJC Galaxy H., **Gr.1**, 4th AJC All-Aged S., **Gr.1**, BTC Cup, **Gr.1**, Illawarra 2YO Classic, **L**. Sire.

Discussions. **5 wins** at 1200m, 1300m, A\$160,030, ATC Australian Turf Club H., Agency Real Estate H., 3d ATC Bowermans Furniture H., TAB H.-twice.

Jeter. **4 wins** to 1400m, A\$120,125, SAJC Sportingbet H., Allan Scott Park H., Adelaide Casino H., 4th SAJC Schweppes Oaks, **Gr.1**. Producer.

Bishop of Derry. **3 wins** from 1850m to 2100m, 2d MVRC Essendon Jeep H.

King Hut. **5 wins** at 1100m, 1200m, 4th VRC Australian Cup Carnival S., **L**.

Oh Carlinda. **Winner** at 1450m. Producer.

Make a Memory. **Winner** at 1600m in Singapore.

Revidere. **Winner** at 1000m. Producer.

Louinda. **Winner**. See above.

3rd Dam

ALYNDA, by Nassau. Joint second top filly on The 1985-86 NZ 2YO Free H. **9 wins**-4 at 2-from 900m to 1600m, NZ\$185,190, A\$14,000, ARC Railway H., **Gr.1**, North Canterbury RC Inglewood S., **L**, Waikato RC Kind Regards Sprint H., Hamilton Chamber of Commerce H., Counties RC Chase Corporation Classic, Clearwood Stud H., Nutri-Metrics International S., Rotorua RC Hobb Jewellers Sapphire Trophy, 2d STC Magic Night S., **Gr.3**, 3d Avondale JC Concorde H., **Gr.2**, Matamata Breeders' S., **Gr.2**, ACT RC Black Opal S., **Gr.3**, Waikato RC Sprint H., **L**. Dam of 12 foals, 10 to race, **8 winners**, inc:-

ALINSKY (Stravinsky (USA)). Joint second colt on The 2003-04 NZ 2YO Free H. **4 wins**-3 at 2-to 1200m, ARC Eclipse S., **Gr.3**, CJC Debut Juvenile S., HKJC Lantau Peak H., 2d Taranaki 2YO Classic, **Gr.3**, HKJC Tai O H., 3d HKJC New Zealand H., Panasonic Ideas for Life H., 4th CJC Welcome S., **L**, Matamata RC Slipper S., **L**.

CAPESTAD (Kaaipstad). **10 wins**-2 at 2-from 1200m to 1600m, NZ\$48,875, A\$230,660, VRC Moomba P., **L**, Qld Tatt's RC Mercedes-Benz S., **L**, Tattersall's Mile, **L**, 2d Taranaki 2YO Classic, **Gr.3**, STC Darby Munro S., **L**, Matamata RC Slipper S., **L**, 3d BATC Sprint H., **L**.

ALTRISTA (Sir Tristram (Ire)). **8 wins**-1 at 2-from 1150m to 2400m, NZ\$128,825, A\$132,350, SCTC Corbould Park Anniversary Cup, **L**, 2d ARC Championship S., **Gr.2**, Waikato RC Sir Tristram Fillies Classic, **Gr.2**, 3d Wellington Cup, **Gr.1**, ARC Royal S., **Gr.3**, SAJC Rain Lover P., **Gr.3**, QTC Exhibition H., **L**. Dam of-

Up and Up. Unplaced. Dam of-

UNFAIR DISMISSAL (All Too Hard). **6 wins**-3 at 2-from 1200m to 1600m, A\$298,570, to 2021-22, SAJC Oaklands P., **L**, Terry Howe Printing 2YO H., 2d MRC Ladbrokes Cash in H., Membership Renewal H.

ZALINDA (Zabeel). **5 wins**. See above.

Earl - Cizen Pioneer (Mal.) (Carnegie (Ire)). **2 wins** at 1400m in NZ and Singapore, 2d Waikato RC Star Way S., **L**, 4th ARC Guineas Trial, **L**.

Lough Cutra. **2 wins** at 1300m, STC Kingsgrove H., Cronulla Sharks H., 2d STC James Ruse H. Sire.

Centra. **2 wins** at 1200m, ARC Blue Chip Products H., 2d Waikato RC Dive Centre H., Paul Hayton 2YO H., 4th ARC Newmarket H., **L**. Producer.

Alloof. **2 wins** at 2, ARC Ellerslie 2000 Juvenile H., 3d Counties RC Pukekohe Ford Juvenile H.

4th Dam

BETTY BOX (IRE), by Northfields. Winner at 2, Doncaster Lonsdale S. Dam of 12 named foals, 10 to race, **8 winners**, inc:-

ALYNDA (Nassau). **9 wins**. See above.

Sealed Bid (Grosvenor). **Winner** at 1400m, 2d VRC Debonair S., **L**. Sire.

News Box. **6 wins** to 1200m, 3d AJC Bill Kelso H. Dam of-

Spirit of Grace. **4 wins**-1 at 2-from 1200m to 1600m, AJC Brighton H., STC Konami H. Dam of-

TURFFONTEIN (Johannesburg (USA)). **5 wins**-1 at 2-from 1200m to 1600m, A\$1,271,250, MVRC William Reid S., **Gr.1**, MRC Sir Rupert Clarke S., **Gr.1**, Queensland Guineas, **Gr.2**, 2d VRC Patinack Classic, **Gr.1**, Seppelt

Salinger S., **Gr.2**, MRC Caulfield Sprint H., **Gr.2**, AJC South Pacific Classic, **Gr.3**, MRC Moonga S., **Gr.3**, 3d BTC Doomben Ten Thousand S., **Gr.1**, MRC Sir Rupert Clarke S., **Gr.1**, STC Hobartville S., **Gr.2**, Run to the Rose H., **Gr.3**. Sire.

Lady Gracious. **2 wins** at 1200m, 1250m, AJC Randwickprincess.com H., STC De Bortoli Wines H. Dam of-
AFFABLE (Husson (ARG)). **2 wins** at 2, A\$95,175, VRC Gibson Carmichael S., **L**, 2d MRC Routley's 2YO H. Dam of-
AGREEABLE (Sebring). **5 wins-1** at 2-from 1150m to 1600m, A\$423,045, to 2022-23, Murray Bridge Gold Cup, **L**, MRC Bill Collins H.

Graces Spirit. Unplaced. Dam of-
VALIANT SPIRIT - BEAUTY SPIRIT (H.K.) (Duporth). **6 wins** from 1400m to 2000m, A\$186,165, HK\$5,134,450, to 2021-22, MRC Autumn Classic, **Gr.2**, HKJC Inch Arran H., Austin H., Peacock H., 2d MVRC Quest Moonee Valley H., HKJC Pok Oi Centenary Cup, Good Fortune H., Ma on Shan H.

VERGARA (Snippetson). **8 wins** from 1200m to 1900m, A\$530,095, ATC Epona S., **Gr.3**, Wyong RC Mona Lisa S., **L**, ATC Schweppes H., 3d ATC Civic S., **L**.

Fort Knox - Windu Kanya III (Mal.). **3 wins** at 1400m, 1600m in NZ and Malaysia.

Surprise Parcel. **2 wins** at 800m. Producer.

Jewel Box. **2 wins** at 1200m. Dam of-
ASH BLOND (Mighty Avalanche). Joint third top filly on The 1994-95 NZ 2YO Free H. **6 wins-4** at 2-to 1350m, ARC Welcome S., **L**, 3d Matamata Breeders' S., **Gr.2**.

Gemscay. **3 wins** to 1500m. Dam of-
PENNY GEM (Pentire (GB)). **4 wins** from 1400m to 2100m, NZ\$231,050, A\$36,500, WRC Captain Cook S., **Gr.1**, Counties Cup, **Gr.2**, ARC Clarins H., BOP RC TRAC Sports Rotorua 3YO H., 2d ARC Zabeel Classic, **Gr.1**, Waikato RC International S., **Gr.1**, ARC Eight Carat Classic, **Gr.2**, BOP RC Ultimate Motor Group Ford 3YO S., 3d Queensland Oaks, **Gr.1**, Te Aroha JC New Zealand Thoroughbred Breeders' S., **Gr.1**, 4th Egmont RC Fayette Park S., **Gr.3**. Dam of-
Glory Run. **Winner** at 1400m, 2d STC Club Mount Lewis P. Dam of-
NIGHT'S WATCH (Redwood (GB)). **9 wins** from 1200m to 2000m, NZ\$9,350, A\$722,025, ATC Neville Sellwood S., **Gr.3**, MRC Naturalism S., **Gr.3**, 2d MRC Toorak H., **Gr.1**, 3d MVRC Dato' Tan Chin Nam S., **Gr.2**.

FAIRYGEM (Viscount). **5 wins** from 1800m to 2400m, A\$234,511, AJC Australia Day Cup, **L**, 3d Mornington Cup, **L**.

Trinket Box. **Winner** at 1200m in NZ. Dam of-
ANALYST (Deputy Governor (USA)). **12 wins** from 1000m to 1800m in Macau, Macau Derby, **L**, Macau Spring Trophy, **L**.

Just Diamonds. **Winner** at 2 in NZ. Dam of-
KARAVALI (Nadeem). **5 wins-1** at 2-from 1000m to 2000m, NZ\$16,075, A\$291,505, ATC Aspiration H., **Gr.3**, Elite Sand & Soil Mile H., Chambers Russell Lawyers H., 4th Manawatu Sires' Produce S., **Gr.1**.

SIR NATE (Nadeem). **6 wins-3** at 2-from 800m to 2100m, NZ\$290,087, WRC Wellesley S., **L**, 3d New Zealand Two Thousand Guineas, **Gr.1**.

Platinum Blond. **Winner** at 1600m in NZ. Dam of-
FOXY BLONDE (Volksraad (GB)). **6 wins** from 1200m to 1600m, NZ\$81,925, Otago RC White Robe Lodge H., **Gr.3**, James Hazlett S.H., **L**, ARC Pinto H., 4th Counties RC Auckland Thoroughbred Breeders' S., **Gr.2**.

ENTIRELY PLATINUM (Pentire (GB)). **6 wins** from 1400m to 1900m, A\$594,910, ATC Sky High S., **Gr.3**, 2d MRC CF Orr S., **Gr.1**, Memsie S., **Gr.1**, 3d VRC Makybe Diva S., **Gr.1**.

Te Runga. **Winner** at 1600m. Producer.

Gem's Box. **Winner** at 1200m, 2d ARC Coca-Cola H. Dam of-
Gem of Gems. Unraced. Dam of-
PRECIOUS GEM (Econsul (NZ)). **8 wins** from 1000m to 1700m, A\$660,400, SAJC Robert Sangster S., **Gr.1**, MRC Anniversary Vase, **L**, VRC Tab.com.au Trophy H., Building Engineering Trophy H., MVRC John Paraskevas H., Pancake Parlour H., 2d VRC Let's Elope S., **Gr.2**, MVRC Tesio S., **Gr.3**, MRC (Mornington) Hareeba S., **L**, VRC Tab.com.au Trophy H., 3d MRC Hockingstuart H., 4th MVRC Sunline S., **Gr.2**.

Good News. Raced twice. Dam of-
HIT THE ROOF (Maroof (USA)). Joint second on The 2000-01 Australasian 3YO Classification (long). **3 wins-1** at 2-at 1400m, 2500m, A\$1,047,700, Victoria Derby, **Gr.1**, VRC NW Magazine H., Hilton Nicholas H., 2d VRC Australian Cup, **Gr.1**, VATC Norman Robinson S., **Gr.2**, 3d VATC CF Orr S., **Gr.1**, 4th MVRC Bill Stutt S., **Gr.2**.

WAR ENDS (Redoute's Choice). **10 wins** from 1200m to 1800m, A\$388,388, Murray Bridge Gold Cup, **L**, MRC High Caste H.

Gliding Light (Kaaipstad). **5 wins** from 1200m to 1700m, A\$228,400, VRC Flemington Rose H., 3d MVRC WH Stocks S., **Gr.3**. Dam of-
Star Claudia. Placed. Dam of-
STICK SEEKER (Excites). **7 wins** from 1200m to 1600m, A\$2,675, 329,490Rgt., S\$71,605 in Malaysia and Singapore, Selangor Gold Cup, **L**, 4th Selangor TC Sports Toto Supreme Challenge Cup, **L**.

Rejoice. **2 wins** at 1200m, 2d AJC McGrath Real Estate H., STC De Bortoli Wines H. Dam of-
Lonhro's Spirit. **4 wins** to 1400m, Ipswich TC City of Ipswich H. Dam of-
END ASSEMBLY (Outreach). **3 wins** at 1100m, 1200m, A\$141,025, in 2022-23, BRC Gold Edition P., **L**.

Matrimonial. Unraced. Dam of-
BIGAMY (Double Century). **4 wins** from 1200m to 1600m, AJC Carbine Club S., **L**, 3d City Tatt's RC Lightning H., **L**.

Matrimony. Unraced. Dam of-
ONE MAN OUT (Just a Dancer). **6 wins** from 1500m to 2400m, NZ\$6,300, A\$168,548, AJC Warwick Farm Spring Cup, **L**, 3d Qld Tatt's RC Tattersall's Cup, **Gr.3**.

5th Dam

ROYAL NEWS (IRE), by *Sovereign Path*. **Winner** at 1¼m, Newmarket Fillies Final S. Dam of 13 foals, 9 to race, **8 winners-**
Less Ice (Scottish Rifle). **7 wins-2** at 2-from 1400m to 3400m, Leopardstown Rathmines H., 2d Longchamp Prix de Barbeville, **Gr.3**, 3d Down Royal Ulster Harp Derby, **L**. Sire.

Engagement. **3 wins** at 2000m, AJC Delta H. Dam of-

IVORY'S IRISH (Best Western). Third on The 1994-95 Australasian 3YO Classification (2100m+). **5 wins** from 1300m to 2400m, A\$899,100, Australian Derby, **Gr.1**, STC Tulloch S., **Gr.2**, Theo Marks H., **Gr.2**, AJC Broadway H., Centennial Park H., 2d STC Phar Lap S., **Gr.2**, BATC St Paschals Parish H., QTC Awapuni H., 3d AJC Royal Sovereign S., **Gr.3**, 4th Queensland Guineas, **Gr.2**, GCTC AD Hollindale Cup, **Gr.3**, Magic Millions 2YO Classic S., **RL**. Sire.

FRESNO CANYON (Best Western). **7 wins** from 1200m to 2500m, A\$157,200, QTC Easter Cup, **L**, 3d Queensland Cup, **L**.

Best Promise. Raced twice. Dam of-

DANAS BEST (Danasinga). **11 wins** from 1300m to 2400m, US\$93,972, A\$237,450 in U.S.A. and Aust, ATC Australia Day Cup, **L**, TAB Rewards H.

Dane Promise. **Winner** at 1350m, 3d AJC Maytag H. Dam of-

MISS MOSSMAN (Mossman). **4 wins-1** at 2-from 1400m to 2400m, NZ\$253,315, A\$2,560, New Zealand Oaks, **Gr.1**, Waikato RC NZI H., Rotorua RC Vistamax-LED Super Screens H., 2d Hawkes Bay Lowland S., **Gr.3**, Rotorua Cup, **Gr.3**, 4th CJC Champagne S., **L**.

Life at Last. **3 wins** at 1m, 1¼m, Newmarket Cardinal H. Dam of-

FULL AT LAST (Full on Aces). **7 wins-1** at 2-from 1200m to 2800m, NZ\$7,105, A\$144,700, VRC St Leger, **Gr.2**, Yarraville Welter H., SAJC Instant Money H., VATC Gainsborough H., Woorak Welter H., Belmont H., 3d Werribee Cup, **L**, 4th VATC CF Orr S., **Gr.2**. Sire.

Live Comedy. **Winner** at 2, VATC Quezette H. Dam of-

BLEVEEKA (Blevic). **3 wins-2** at 2-at 1000m, 1050m, A\$111,390, MVRC William Crockett S., **L**, SAJC Alcohol Go-Easy 2YO H.

Clowning. **Winner** at 2, MVRC Victoria Park S. Dam of-

CHUCKLE (Danehill (USA)). **2 wins-1** at 2-at 1100m, 1400m, A\$399,100, Scone RC Dark Jewel Classic, **L**, 2d AJC Light Fingers S., **Gr.2**. Dam of-

CRACK ME UP (Mossman). **6 wins-1** at 2-from 1200m to 1600m, A\$757,775, ATC Villiers S., **Gr.2**, Liverpool City Cup, **Gr.3**, Sunshine Coast Guineas, **Gr.3**, Qld Tatt's RC Recognition S., **L**, Tattersall's Mile H., **L**, Toowoomba TC Dalrello S., **L**, 2d BRC Wayne Wilson P., **L**, 4th ATC George Ryder S., **Gr.1**.

HOOFIT (Mossman). **4 wins-1** at 2-to 1400m, US\$232,031, NZ\$80,275, Keeneland Phoenix S., **Gr.3**, ARC Bonecrusher S., **L**, 2d ARC Champagne S., **L**, 3d Presque Isle Mile S., **L**.

Cackles. Placed at 3. Dam of-

LADY ROYALE (Captain Rio (GB)). Joint Top Filly on The 2013-14 NZ 2YO Free H. **2 wins** at 2, NZ\$91,700, Matamata Breeders' S., **Gr.2**, Waikato RC Brokerweb Insurance Broking 2YO H., 2d ARC DHL 2YO H., 3d Waikato RC NRM S., Lowe Schollum & Jones H.

Amoroso. Raced 3 times. Dam of-

Sweet Spot. Raced once. Dam of-

BEAUTIFUL BUNS (Black Minnaloushe (USA)). **4 wins** to 1400m, A\$99,682, TTC Vamos S., **L**, 2d TRC Tattsbet.com H.

Imposing Life. **Winner** at 1600m. Dam of-

LIFE'S A BOUNTY (Bahamian Bounty (GB)). **6 wins** from 1300m to 1750m, A\$455,400, SAJC RA Lee S., **Gr.3**, Seymour Cup, **L**, 3d MVRC AAMI Vase, **Gr.2**, VRC Auckland Racing Club Metric Mile H., **L**.

MISS PROSPECT (Rory's Jester). **6 wins-4** at 2-to 1200m, A\$183,040, AJC Keith Mackay H., **L**, 3d STC Magic Night S., **Gr.2**. Dam of-

REWARD FOR EFFORT (Exceed and Excel). **4 wins-2** at 2-to 1200m, A\$937,200, MRC Blue Diamond S., **Gr.1**, STC Concorde S., **Gr.3**, MRC Blue Diamond Preview (c&g), **L**, Sir John Monash S., **L**, 2d MRC Blue Diamond Prelude (c&g), **Gr.3**, 3d MVRC Ian McEwen S., **Gr.3**. Sire.

CONSULAR (Royal Academy (USA)). **16 wins** from 1050m to 1700m, A\$1,020,450, Qld Tatt's RC Tattersall's Mile, **L**, 2d QTC Stradbroke H., **Gr.1**.

Bahia. **4 wins-2** at 2-at 1100m, 1200m, A\$106,600, STC Lemnos 2YO H. Dam of-

OVERREACH (Exceed and Excel). Champion 2YO Filly in Australia in 2012-13. **3 wins** at 2, A\$2,360,800, ATC Golden Slipper S., **Gr.1**, Reisling S., **Gr.2**, Widden S., **L**, 2d MRC Debutant S., **L**, 3d ATC Sires' Produce S., **Gr.1**, MRC Schillaci S., **Gr.2**. Dam of-

LOFTY STRIKE (Snitzel). **3 wins-2** at 2-at 1100m, A\$602,040, to 2022-23, MRC Rubiton S., **Gr.2**, Blue Diamond Prelude (c&g), **Gr.3**, VRC Resimax Group Rapid Racing 2YO P., 3d MRC Blue Sapphire S., **Gr.3**, 4th VRC Coolmore Stud S., **Gr.1**.

STANDOUT (Exceed and Excel). **4 wins** at 1100m, 1200m, A\$877,065, ATC Expressway S., **Gr.2**, Heritage S., **L**, Press Statement at Vinery H., 2d ATC Premiere S., **Gr.2**, Roman Consul S., **Gr.2**, Sydney S., **Gr.3**-twice, 3d ATC Southern Cross S., **Gr.3**, Classique Legend S.

Outreach (Exceed and Excel). Placed at 2, 2d ATC Canonbury S., **Gr.3**. Sire.

Magic Harmony (Danehill Dancer (Ire)). **2 wins** at 1400m, AJC Kokoda Memorial H., 3d Gold Coast Bracelet, **L**. Dam of-

CHARMED HARMONY (Hussonet (USA)). **13 wins** to 1500m, A\$663,720, MRC Sandown S., **Gr.3**, 2d MRC PB Lawrence S., **Gr.2**, Victoria H., **Gr.3**-twice, Anniversary Vase, **L**.

SUYOOF (Magic Albert). **4 wins** to 1450m, R420,125, 425,904Dhs in South Africa and U.A.E, Turffontein Tony Ruffel S., **Gr.3**, Secretariat S., **L**, Meydan Al Naboodah Kaeser Compressor Trophy, 4th Turffontein South African Classic, **Gr.1**.

Telaawa. **Winner** at 1600m, 3d MRC Bert Bryant H. Dam of-

MINHAJ (Exceed and Excel). **5 wins-2** at 2-to 1200m, A\$459,700, to 2021-22, ATC Nivison S., **Gr.3**, VRC Furphy Sprint, **Gr.3**, Thoroughbred Breeders S., **Gr.3**, 3d VRC Poseidon S., **L**.

Final Claus. **Winner** at 2, 2d VATC Elsternwick H. Dam of-

CATNIPPED (Rory's Jester). **3 wins** at 2, A\$735,875, VRC Maribyrnong P., **Gr.2**, GCTC Magic Millions 2YO Classic S., **RL**, STC Magic Millions Prelude 2YO H., 2d VRC Maribyrnong Trial S., **L**, Schweppes H., 3d VATC Sandown Park UK S., **L**, 4th SAJC Dermody S., **Gr.3**. Dam of-

Base Paradise. Unraced. Dam of-

BRAZUCA (Teofilo (Ire)). **6 wins** from 1200m to 2000m, R2,074,525, Turffontein Colorado King S., **Gr.2**, Index Technologies Pty Ltd S., 2d Turffontein South African Classic, **Gr.1**, Kenilworth Cape Guineas, **Gr.1**, Cape Derby, **Gr.1**, Greyville Golden Horseshoe, **Gr.1**, Turffontein Storm Bird S., **L**, 3d Turffontein Champions Challenge, **Gr.1**.

MR UTOPIA (Elusive Quality (USA)). **10 wins** from 1200m to 1600m, A\$439,019, WATC York S., **L**, 3d WATC Belmont Sprint, **Gr.3**.

Finishing School (Royal Academy (USA)). **2 wins-1** at 2-at 1200m, 2d ARC Great Northern Foal S., **L**, 3d Avondale JC 2YO Fillies S., **L**. Dam of-

PROM QUEEN (Super Easy). **9 wins-5** at 2-to 1400m, NZ\$239,900, A\$18,175, Whangarei RC Northland Breeders' S., **Gr.3**, Ashburton RC John Grigg S., **Gr.3**, CJC Champagne S., **L**, Welcome S., **L**.

SWISS ROSE (Thorn Park). **2 wins** at 1200m, A\$133,500, BRC Mode S., **L**, 3d Qld Tatt's RC WJ Healy S., **Gr.3**. Dam of-

BELLA ROSA (Snitzel). **Winner** at 2, A\$126,600, VRC Ottawa S., **Gr.3**, 2d MRC Chairman's S., **Gr.3**, 3d ATC Calyx at Coolmore Australia H. Bumps. Unraced. Dam of-

Miss Moguls. Raced twice. Dam of-

RICH GIRL (Rock of Gibraltar (Ire)). **5 wins-2** at 2-to 1400m, R2,833,350, Clairwood Strelitzia S., **Gr.3**, Turffontein Emperors Palace Ready to Run Cup, Greyville Racing It's a Rush P., 2d Scottsville Allan Robertson Championship, **Gr.1**. Rocking. Unraced. Dam of-

GLOBAL IMPACT - TAGMASTER (Mac.) (Eurozone). **3 wins** at 1500m, 1800m in Macau, Macau Lisboa Challenge, **L**. Ultima Vita. **Winner** at 2. Dam of-

SISTER HAVANA (General Nediym). Second top filly on 2009-10 NZ 2YO Free H. **3 wins-2** at 2-to 1200m, NZ\$572,500, A\$32,700, ARC Karaka Million, **RL**, 2d Matamata Breeders' S., **Gr.2**. Zazita. Placed at 3. Dam of-

AMELIE'S STAR (Testa Rossa). **6 wins** from 1600m to 2500m, A\$573,385, SAJC Queen of the South S., **Gr.2**, VRC Bart Cummings H., **Gr.3**, ATC Colin Stephen H., **Gr.3**, More Than Ready at Vinery H., Pro-Ride H., 3d MRC Heatherlie S., **L**, 4th BRC Doomben Cup, **Gr.1**, MRC Naturalism S., **Gr.3**. Betty Box. **Winner**. See above.

Birthday Cake. **7 wins-1** at 2-from 1000m to 1600m. News Lane. **3 wins** in GB, 3d Longchamp Prix Castries. Field Day. **3 wins** at 1¼m, 1½m in GB. Dam of-

DARWEESH (Cure the Blues). **9 wins-1** at 2-from 1200m to 2000m, £83,764 in GB and Italy, Gran Premio Citta di Napoli, **Gr.3**, Milano Premio Bereguardo, **L**, 2d Firenze Premio Cascine, **L**, 3d Milano Premio Emilio Turati, **Gr.2**. Kawther. Raced 3 times. Dam of-

DIAMOND MAX (Nicolotte (GB)). **8 wins-2** at 2-from 1000m to 1650m in GB, France and Spain, Longchamp Prix du Ranelagh, **L**, 3d Newmarket Williamhill.co.uk H. Tame Royale. **Winner** at 2 in GB. Producer. Big Country. Placed in NZ. Royal Comment. Unraced. Dam of-

Mix and Mingle. **Winner** at 1000m. Dam of-

Devil Hostess. **Winner** at 2, VATC Cardinia H. Dam of-

BRAWNY SPIRIT (Rustic Amber (Ire)). **8 wins-2** at 2-to 1200m, A\$968,860, VRC Newmarket H., **Gr.1**, Salinger S., **Gr.1**, Ascot Vale S., **Gr.2**, STC Missile S., **Gr.3**, Moet & Chandon H., **L**, MVRRC Mitchell McKenzie S., VRC Nissan 2YO H., 2d AJC Galaxy H., **Gr.1**, 3d MVRRC Australia S., **Gr.1**, VRC Linlithgow S., **Gr.2**, AJC Challenge S., **Gr.2**, VRC Bobbie Lewis H., **Gr.3**. Barron Fey. Unraced. Dam of-

(BIG) BARRON (Half Iced (USA)). **12 wins** from 1300m to 3200m, A\$432,095, VRC Dalgety H., **Gr.2**, VATC Heatherlie H., **L**, Cranbourne Cup, **L**, 2d SAJC Adelaide Cup, **Gr.1**, BATC Labour Day Cup, **L**, Murray Bridge Gold Cup, **L**, 3d SAJC Rain Lover P., **Gr.3**, Mornington Cup, **L**.

Making Fey (Zabeel). **3 wins** from 1300m to 1900m, AJC Hon James White H., 2d Gosford Guineas, **L**. Dam of-

APERCU (Encosta de Lago). **2 wins** at 2, A\$414,225, QTC TJ Smith Classic, **Gr.1**, BTC Golden S., **L**, 2d City Tatt's RC Omega 2YO P., 3d AJC La Caissiere 2YO H., 4th VRC Ottawa S., **L**, Ipswich TC Gai Waterhouse Classic, **L**. Baronia. **5 wins-1** at 2-from 1050m to 1600m, VATC Virginia H. Dam of-

GLOBAL NEWS (Jetball). **5 wins-2** at 2-from 1000m to 1600m, R708,125, Turffontein South African Nursery P., **Gr.1**, Kenilworth Merchants S., **Gr.2**, Green Point S., **Gr.2**, Winter Guineas, **Gr.3**, 2d Clairwood Sharp Electronics Cup, **Gr.1**, Vaal Platinum Juvenile 1200 S. (c&g), **L**, 3d Kenilworth Cape Argus Guineas, **Gr.1**, Matchem S., **Gr.3**, Homberg S., **Gr.3**, 4th Kenilworth Cape of Good Hope Derby, **Gr.1**, Queen's P., **Gr.1**, Diadem S., **Gr.2**.

PONTE PICCOLO (Volksraad (GB)). **3 wins** from 1400m to 2050m, A\$244,750, Illawarra TC Keith F Nolan Classic, **L**, 2d AJC Adrian Knox S., **Gr.3**. Dam of-

ABLE FRIEND (Shamardal (USA)). Head of the 2015 WTR (Sprint). Equal Leading Older Male on the 2015 WTR (Mile). Horse of the Year & Champion Miler in Hong Kong in 2014-15. **13 wins** from 1200m to 1600m, £5,063, A\$24,200, HK\$61,273,500 in Aust. and HK, Longines Hong Kong Mile, **Gr.1**, HKJC Champions Mile, **Gr.1**, Stewards' Cup, **Gr.1**, Queen's Silver Jubilee Cup, **Gr.1**, BOCHK Wealth Management Jockey Club Mile, **Gr.2**, Premier Bowl H., **L**, Chairman's Trophy, **L**-twice, 2d HKJC Champions Mile, **Gr.1**, Queen's Silver Jubilee Cup, **Gr.1**, 3d HKJC Longines Hong Kong Mile, **Gr.1**, Stewards' Cup, **Gr.1**, BOCHK Wealth Management Jockey Club Mile, **Gr.2**. Move on Up. Unraced. Dam of-

DAYTONA RED (Sebring). **4 wins** from 2100m to 2500m, NZ\$137,772, New Zealand St Leger, **L**, ARC Stella Artois S. Field Mouse. Unraced. Dam of-

Elysium. **Winner** at 1600m. Dam of-

MARY'S GRACE (Twining (USA)). **7 wins** to 1350m, A\$311,150, Wyong RC Mona Lisa S., **L**, 2d STC Triscay S., **L**. Royal Gossip. Unraced. Dam of-

Miss Rory. **2 wins** at 1000m, 1100m, 3d VRC Begonia Belle H. Dam of-

JOKERS WILD (Black Minnaloushe (USA)). Champion 2YO in NZ in 2005-06. **7 wins-4** at 2-from 1100m to 1600m, NZ\$500,300, A\$67,500, ARC Diamond S., **Gr.1**, Manawatu Sires' Produce S., **Gr.1**, Wellington

Guineas, **Gr.2**, Hawke's Bay Guineas, **Gr.2**, Counties Challenge S., **L**, Matamata RC Slipper S., **L**, Hawkes Bay Hawkeye 3YO H., 2d New Zealand Two Thousand Guineas, **Gr.1**, Levin Classic, **Gr.1**, Otaki Maori RC WFA S., **Gr.1**, WRC Wellesley S., **L**, 3d VRC Australian Guineas, **Gr.1**.
Kamuniak. Unplaced. Dam of-

STREETS OF AVALON (Magnus). **10 wins** to 1500m, A\$2,401,750, MRC Futurity S., **Gr.1**, CF Orr S., **Gr.1**, MVRCA Australia S., **Gr.2**, MRC Moonga S., **Gr.3**, Victoria H., **Gr.3**, MRC (Mornington) Hareeba S., **L**, 2d VRC Shaftesbury Avenue H., **Gr.3**, MRC Victoria H., **Gr.3**, Bletchingly S., **Gr.3**-twice, 3d MRC Kevin Heffernan S., **Gr.3**, Zeditave S., **Gr.3**, VRC March S., **L**.

6th Dam

LATEST EDITION, *by Solferino*. **2 wins**-1 at 2-at 6f, 7f, Curragh Warren Hill S. Dam of 10 named foals, all raced, **8 winners**, inc:-

Sovereign Edition (Sovereign Path). **2 wins**-1 at 2-at 6f, 1m, Ascot Waterford 2YO S., 3d Newmarket Middle Park S., Gr.1, Irish Two Thousand Guineas, Gr.1. Champion sire.

New Conqueror (Tamerlane). **5 wins**-1 at 2-from 7f to 17f, 3d Liverpool Hurdle, **L**.

Last Report. **3 wins**-2 at 2-at 5f, 6f, Newmarket Ladies Nursery H. Dam of-

Paper Money. **4 wins** to 1500m. Sire.

Captain's Medal. Unplaced. Dam of-

AROUND THE TRAPS (Zamazaan (Fr)). **10 wins** from 1200m to 2000m, A\$91,450, AJC Carbine Club S., **L**, 2d AJC All-Aged S., **Gr.1**.

True Shot. Unraced. Dam of-

NOBLE LANCER (Brave Regent (Can)). **5 wins**-1 at 2-to 1200m, A\$220,850, VATC Blue Diamond Prelude, **Gr.3**, 2d VRC Ascot Vale S., **Gr.2**, STC Star Kingdom S., **Gr.3**, 3d SAJC Lightning S., **Gr.3**. Sire.

IN THE SLOT (Jukebox (GB)). **8 wins**-3 at 2-at 1000m, 1200m, A\$80,750, SAJC Da Costa P., **L**, 3d VATC Autumn S., **Gr.3**. Sire.

Flash Shot (Lord Seymour (Ire)). **5 wins** to 1200m, 2d VRC Waltzing Lily H., **L**. Dam of-

Bohemian Melody. **4 wins** at 1000m, 1200m, VRC Rowland Gardner M H., 2d VATC Costello Real Estate H. Dam of-

Flying Diva (Flying Spur). **2 wins** at 1200m, TTC Jackson Motor Company 3YO Cup, 2d Tasmanian Guineas, **L**. Dam of-

KENJORWOOD (Snippetson). **11 wins**-1 at 2-from 1100m to 2000m, A\$758,701, MRC Lord S., **L**, 2d TTC Gold Sovereign S., **L**.

Golden Float. **Winner** at 1200m. Dam of-

ISN'T HE GORGEOUS (Islero (NZ)). **18 wins** from 1100m to 1600m, A\$136,856, TTC Mowbray S., **L**, 2d TRC Thomas Lyons S., **L**.

Out of Print. **2 wins** at 2, York Towton Field Nursery H. Producer.

Royal News. **Winner**. See above.

Ghana. **3 wins**-1 at 2- in GB and Malaysia.

Editorial. **2 wins**-1 at 2-at 7f in GB and Malaysia.

Shenandoah. **Winner** at 15f in GB. Producer.



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16 February 2023

Group One Thoroughbreds - Jeremy Azzopardi

Po Box 9570

WYOMING NSW 2250

Dear Mr J. Azzopardi

RE: Training 2021 Written By x Loulinda filly

I, Luke Pepper, hereby agree to train the 2021 Written By x Loulinda filly from my stables at Scone for the syndicate being formed by Group One Thoroughbreds in accordance with my standard terms of trade.

Written By hails from champion sire Written Tycoon. Champion 2YO colt of his generation. A Group 1 winning juvenile with a Timeform rating of 120. Won his first four starts at 2, including the Blue Diamond Stakes – just like Extreme Choice!. The first colt home in the Golden Slipper. Written By has had an incredible start to his stud career. His oldest progeny are only 2yo's. Sire of 11 progeny to race, 2 winners, earnings of over \$240,000, 1 stakes winner, 2 stakes placegetters.

Loulinda by War Pass a winner at 1400. She is the dam of ZALINDA a 5-time winner 3 at 2. She was also a multiple stakes winner. Loulinda is the half-sister to FAST 'N FAMOUS a 6-time winner including winning a Group 3 and Listed race. Loulinda is on her way of becoming a prolific producer. She has had 3 foals to race with 2 winners Linden Tree a winner of 6 races, Peterzano a winner and the third runner Eloheh is a 2yo and has placed. They are all still racing.

This filly is very athletic and put together well. She is also eligible for BOBS Bonus Scheme and Inglis race series nominated. Group One

Thoroughbreds, in my opinion has bought extremely well with this lovely individual. We rate her very high and recommend her to any prospective buyer considering becoming an owner.

I look forward to having great success with her and this syndicate

Luke Pepper

Dr Chris Lawler BVSc & Associates

Veterinarians in Equine Practice

“Braeside”

23 Bridges Road

GERRINGONG NSW 2534

Email: drclawler1@gmail.com

Phone: 0419 341313

14th February, 2023

VETERINARY REPORT

Horse: Written By x Loulinda '21

Signalment: Bay yearling filly

Brands: Left shoulder = ESP
Right shoulder = 19 over 1

Microchip: 985100012207285

Examined at: Vinery Stud, Barn I, Inglis, Warwick Farm, NSW, 2170

At the request of *Mr Jeremy Azzopardi* as agent for Group 1 Thoroughbreds, a veterinary examination of the above horse was undertaken at the Inglis Sales Complex, Warwick Farm, New South Wales on the 14th February, 2023. The purpose of the examination was to provide a Veterinary Certificate for inclusion in the Product Disclosure Statement (PDS) for syndication by Group 1 Thoroughbreds.

Clinical Examination

The clinical examination included heart, ophthalmic eye examination, teeth examination, limb flexion and joint palpation which were normal. The examination also included a review of the radiographs for the above horse provided in the repository. The horse was examined at rest and at the walk. There was no evidence of previous abdominal surgery, infection or disease, lameness, laminitis or ataxia.

In my opinion, at this time, the Written By x Loulinda '21 presented as suitable for purchase as a racehorse as can be determined from the examination performed as described. Written By x Loulinda '21 is suitable for public syndication and mortality insurance.

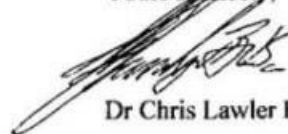
I confirm that I do not have any current or intended future financial or other interest in the above mentioned horse, the proposed syndication or Group 1 Thoroughbreds and this letter may be relied upon by prospective investors who invest in the horse.

Yours sincerely,



Dr Trent Jorgensen B.V.Sc

Yours sincerely,



Dr Chris Lawler BVSc

This certificate has been prepared for inclusion in the disclosure statement issued by the Syndicate and at the time of examination can be relied upon as a true document. The issuing veterinarian has no financial or other interest in the Syndicate or monies raised by the Syndicate. The examination was performed using EVA guidelines.



CERTIFICATE OF CURRENCY

From: Pippa Wright

We hereby confirm that we have arranged the insurance cover mentioned below:

Group One Thoroughbreds Pty Ltd
C/- PO Box 6992
NORWEST NSW 2153

Date: 15/02/2023
Our Reference: GROUPONE
NEW POLICY

Page 1 of 4

Class of Policy: Bloodstock
Insurer: Swiss Re International SE, UK Branch
30 Mary Axe, London UK EC3A 8EP
ABN:
The Insured: Group One Thoroughbreds Pty Ltd

Policy No: SRI00851-2023P
Invoice No: 356872
Period of Cover:
From 14/02/2023
to 28/02/2024 at 4:00 pm

Details:

See attached schedule for a description of the risk insured

IMPORTANT INFORMATION

The Proposal/Declaration:

- is to be received and accepted by the Insurer
 has been received and accepted by the Insurer

The total premium as at the above date is:

- to be paid by the Insured
 part paid by the Insured
 paid in full by the Insured
 paid by monthly direct debit

Premium Funding

- This policy is premium funded

Please note that the policy defined above is subject to the receipt of the Proposal Declaration and acceptance by the Insurer (if not already completed and accepted) and subject to the full receipt and clearance of the total premium payable by the insured.

Schedule of Insurance

Class of Policy: Bloodstock	Policy No: SRI00851-2023P
The Insured: Group One Thoroughbreds Pty Ltd	Invoice No: 356872
	Our Ref: GROUPONE

Bloodstock Insurance Coverage Summary and Schedule of Insurance

Insured Name: Group One Thoroughbreds and Others For Their Respective Rights and Interests

Type Of Cover: All Risks of Mortality being death as a result of an accident, sickness or disease including euthanasia as a hopeless prognosis. Full details as per policy wording supplied.

Schedule of Insured Horses

Name	DOB	Sex	Use	Sire	Dam	Sum Insured	Interest
Lot 798 Inglis Classic	2021	Filly	Yearling	Written By	Louinda	\$37,000	100%

Total Limit of Underwriters Liability: \$37,000

Clauses attaching to this policy:

Equine All Risks Of Mortality Form L.E. (Australia) LMA 3069
Agreed Value Clause
Surgical Operations Clause LMA5107
Terrorism Exclusion Endorsement NMA2920
Part Ownership Clause
Wobbler Clause NMA2878
Avian Influenza Exclusion Clause LMA5049
Institute Radioactive Contamination, Chemical, Biological, Biochemical and Electromagnetic Weapons Exclusion Clause CL370 (10/11/03)
Institute Cyber Attack Extension Clause CL380(10/11/03)
Sanction Limitation and Exclusion Clause LMA 3100
Hendra Virus Endorsement LMA5214
Coronavirus Endorsement LMA 5391

Extensions Available (as either charged for or as agreed by Underwriters)

INCLUDED Guaranteed Renewal Clause
INCLUDED Life Saving Surgery Extension up to \$15,000

LIFE SAVING SURGERY NOTES FOR CLAIMS (WHERE APPLICABLE)

Schedule of Insurance

Class of Policy: Bloodstock	Policy No: SRI00851-2023P
The Insured: Group One Thoroughbreds Pty Ltd	Invoice No: 356872
	Our Ref: GROUPONE

In the event of a claim under the Life Saving Surgery Extension, the limit of cover stated in the schedule above is based on 100% interest and adjusted for your share. This extension is also subject to a \$500 policy excess (per 100% interest and therefore also adjusted for your share interest).

Please note premium for the Life Saving Surgery Extension is earned in full by Underwriters. If your policy is cancelled, there is no return of premium for this policy extension.

Geographical Limits: Whilst anywhere in Australia / New Zealand including transit within & between said countries.

IMPORTANT INFORMATION REGARDING HEALTH OF YOUR HORSE:

We draw your attention to Condition 1 of the policy wording. It is a condition of any bloodstock insurance policy that at the commencement of this insurance, that your horse is, with the exception only of those conditions known to you which have been completely and accurately disclosed to and accepted in writing by Underwriters, in sound health and free from any illness, disease, lameness, injury or physical disability whatsoever of which you are aware or a reasonable person in the circumstances could be expected to be aware of. Please refer below for health documentation required:

Health Documentation required:

A Current Veterinary Certificate of health is required on your horse where the sum insured is \$60,000 or greater or where aged 14 years and over, irrespective of the sum insured. Where the sum insured is under \$60,000, an Owners Declaration of Health form is required to be completed.

If your horse is renewing with no increase in sum insured and where aged under 14 years of age, there is no requirement for any health documentation where Guaranteed Renewal is included and a previous health document has been received and agreed by Underwriters (where applicable).

No health documentation is required for horses purchased at public auction, other than broodmares or racehorses where the sum insured is \$200,000 and greater – a Vet Certificate must be provided to activate the Guaranteed Renewal clause).

Newborn Foals – In addition to the standard foal veterinary certificate, an IgG blood result with a level of >800 mg/dl is required where insured from 24 hours of age to 29 days of age. Any foal insured for \$150,000 and over is required to have a full haemogram blood count provided for acceptance by Underwriters.

FPIL (Full Premium Payable if Loss – Where a horse is insured for less than 365 days)

Should your horse be the subject of a claim and was insured for a period of less than 365 days (example, pro rata addition to policy), the balance of the full annual premium will become immediately payable in order to process your claim. A Tax Invoice will be provided for the additional premium payable (where applicable).

IMPORTANT: Notification of Claims and Incidents

In the event of death, injury or illness to your horse/s, it is a policy requirement that immediate notification is advised to the office of Silks Insurance, available 24 hours a day :

Stuart Doughty
E: stuart@silksinsurance.com
M: 0409 075 604

Linda Buckley
E: linda@silksinsurance.com
M: 0411 307 435

Schedule of Insurance

Class of Policy:	Bloodstock	Policy No:	SRI00851-2023P
The Insured:	Group One Thoroughbreds Pty Ltd	Invoice No:	356872
		Our Ref:	GROUPONE

The Insurance Contract for this policy is arranged with an unauthorised foreign insurer that is not authorised under the Insurance Act 1973 to conduct insurance business in Australia. For full details, please refer to the Important Notice forwarded to you at inception of this policy. In paying this premium, you agree to being bound by the terms and conditions of this insurance including acknowledgement of any Unauthorised Foreign Insurer Notice if applicable.

Rating

This insurance is rated based upon your horse(s) sum insured requested, your share interest, age, location, health, policy period taken and your claims history. Underwriters also provide stable discounts conditional upon the number of horses / total sum insured bound. Short term policies (periods of less than 365 days) are based on a pro rata calculation or as per the short rate scale noted in the policy wording (at the discretion of Underwriters).

Complaint And/or Dispute Resolution

Clients who are not fully satisfied with our services, please contact our Operations Manager on (08) 6454 0911. If an issue is not resolved, you can lodge a complaint with the Australian Financial Complaints Authority, or AFCA:

Website: www.afca.org.au
Email: info@afca.org.au
Phone 1800 931 678

Underwritten By:

Swiss Re International SE, UK Branch
30 St Mary Axe
LONDON EC3A 8EP
100%.

UMR: B0572SY23SK01

Mr Jeremy Azzopardi
Group One Thoroughbreds Pty Ltd
PO Box 9570
WYOMING NSW 2250

2023 CLASSIC YEARLING SALE
TUESDAY, 14 FEBRUARY 2023

TAX INVOICE
Date: 14-Feb-2023
Account: AZZOJ
Invoice number: 30129722

Lot	Description	Sire/Dam	Sale Price	GST	Total
798	B. Filly	Written By (AUS)/Loulinda (AUS)			
	Purchase of Lot 798 at 2023 Classic Yearling Sale		14,000.00	1,400.00	15,400.00
	Scope Fee		200.00	20.00	220.00
	Race Series Nomination Fee		2,250.00	225.00	2,475.00
SUBTOTAL			\$16,450.00	\$1,645.00	\$18,095.00
TOTAL AMOUNT DUE					\$18,095.00

TERMS ARE 90 DAYS FROM DATE OF PURCHASE - please pay by May 15, 2023

X

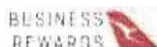
PAYMENT OPTIONS

EFT directly into our ANZ account:
William Inglis & Son Ltd - Bloodstock Sales
BSB: 012-003
Account: 8379-29209
SWIFT Code: ANZBAU3M
Please email your remittance to
accounts@inglls.com.au

Cheque:
Please attach this slip to your cheque and send to:
William Inglis & Son Limited
PO Box 388 Moorebank NSW 1875

Credit card / Debit Card:
We accept VISA, Mastercard, Amex and Diners.

pay.thoroughbredpoints.com.au/h>QliJ



!.oglis

Account	AZZOJ
Reference	30129722
Amount Due	\$18,095.00



TAX INVOICE

Group One AUST LTD

Invoice Date
17 Feb 2023

Invoice Number
INV-0400

Reference
WRITTEN BY X LOULINDA

ABN
35 628 388 241

Group One Thoroughbreds
Pty Ltd
PO BOX 9570
WYOMING NSW 2250
T : 1800 998 652
F : 02 4311 3777

Description	Quantity	Unit Price	GST	Amount AUD
WRITTEN BY X LOULINDA	1.00	14,000.00	10%	14,000.00
Fees and Expenses	1.00	19,636.36	10%	19,636.36
			Subtotal	33,636.36
			TOTAL GST 10%	3,363.64
			TOTAL AUD	37,000.00

Due Date: 4 Jul 2024

BSB: 012-633 ACCOUNT NO: 315184203
kirstian@grouponethoroughbreds.com.au

PAYMENT ADVICE

To: Group One Thoroughbreds Pty Ltd
PO BOX 9570
WYOMING NSW 2250
T : 1800 998 652
F : 02 4311 3777

Customer Group One AUST LTD
Invoice Number INV-0400
Amount Due **37,000.00**
Due Date 4 Jul 2024

Amount Enclosed

Enter the amount you are paying above

Group One Thoroughbreds (AUST) LTD

WRITTEN BY X LOULINDA SHARES

ACN: 639 721 832

Pro Forma Balance Sheet

As at 17th February 2023

Assets		
e Current assets:	2023	2022
Cash	-	-
Accounts Receivable	-	-
Inventory	37,000	-
Prepaid Expenses	-	-
Short Term Investments	-	-
Total current assets	37,000	-
Fixed (Long Term) Assets:		
	2023	2022
Long Term Investments	-	-
Property, Plant, and equipment	-	-
Less accumulated depreciation	-	-
Intangible assets	-	-
Total fixed assets	-	-
Other assets:		
	2023	2022
Deferred income tax	-	-
Other	-	-
Total other assets	-	-
Total assets	37,000	-
Liabilities and owner's equity		
Current liabilities:		
	2023	2022
Accounts payable	-	-
Short -term loans	-	-
Income taxes payable	-	-
Accrued salaries and wages	-	-
Unearned revenue	-	-
Current portion of long term debt	-	-
Total current liabilities	-	-
Long-term liabilities:		
	2023	2022
Long-term debt	-	-
Defferred income tax	-	-
Other	-	-
Total long-term liabilities	-	-
Owner's equity:		
	2023	2022
Paid Capital	37,000	-
Unpaid Capital	-	-
Retained earnings	-	-
Other	-	-
Total owner's equity	37,000	-
Total liabilities and owner's equity	37,000	-