

**APPLICATION FOR CATEGORY 1, 2, & 3
SPORTS WAGERING OPERATOR LICENSE**



APPLICANT NAME: Bally's Interactive, LLC

Applicant: Bally's Interactive, LLC

INSTRUCTIONS

When using this application please use the tab on the side to attach all sections requiring submissions. Each attachment should be named for its corresponding section (see (c) under Electronic Application for greater detail). Please make sure to fill out all sections where prompted. If a field does not apply please place N/A. The application must be filled out in its entirety to be accepted by the Massachusetts Gaming Commission.

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General Information

This *Application For Category 1, 2, & 3 Sports Wagering Operator License* form (the form itself “Application Form”, and along with all attachments “application”) was designed by the Massachusetts Gaming Commission (“Commission”) as a vehicle for each applicant to demonstrate that it has thought broadly and creatively about creating a sports wagering operation in Massachusetts that will provide a significant and lasting benefit to the Commonwealth of Massachusetts and will deliver an overall experience that both offers an exceptional sports wagering experience and includes significant responsible gaming and consumer protection measures.

The application must be completed in accordance with these instructions. In accordance, any discrepancies may be taken into consideration by the Commission when evaluating the application.

To the extent that an applicant is a newly formed entity or to date has been a largely non-operational entity, any information required to be provided relative to past performance or general practice shall, at a minimum, be provided in relation to the primary controlling and/or operating entity of the proposed sports wagering operator and/or its significant business units.

If an applicant is unable to comply with or respond to any part of the application, it may apply for a waiver or variance from the Commission in accordance with **205 CMR 102.03(4) {update reg info when available}** in advance of the filing deadline.

All communications, including general questions and application inquiries, should be directed to the Executive Director or Commission staff.

How to submit a general question and/or application inquiry:

1. Please go to: <https://massgaming.com/about/sports-wagering-in-massachusetts/applications-for-sports-wagering-licenses/>
2. Select “Inquiry Regarding Sports Wagering Application” from the Reason for Submitting Form drop down menu
3. Complete all of the required fields
4. Click “Submit.”

A Commission representative will respond to each inquiry in a timely manner. *At no time during the application process should any applicant, agent of the applicant, qualifier, or another associated individual contact or attempt to contact a Commissioner directly.*

This Application Form does not constitute an offer of any nature or kind to any applicant or its agents. The Commission is under no obligation to issue a license to any of the applicants. By submitting an Application, the applicant is deemed to agree to all of the terms of this process.

To the extent that anything contained in this application is inconsistent with any other guidance or policy-related document issued by the Commission in the past, this application shall control. To the extent that anything contained in this application is inconsistent with any provision of 205 CMR or G.L. c.23N, the governing law shall control.

Terms used in the application shall be given their most logical, plain meaning in the context of the application. The Commission reserves the right to amend or clarify this application at any time prior to the deadline for the submission of applications.

For each Application, all of the Commission’s costs and expenses of the administrative proceedings pursuant shall be borne by the applicant. All such costs and expenses shall be assessed to the applicant and collected by the Commission.

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The Commission will utilize its website, www.massgaming.com, to provide notices of hearings, a notice of amendment or clarification of the Application Form, general updates, and general information relative to the application process.

Please be advised that any portion of this Application Form and any associated requests for information or documents may be changed at any time.

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Non-Refundable Processing Fee

Pursuant to G.L. c. 23N, § 7(a), an applicant for an operator license shall pay to the commission a nonrefundable processing fee of \$200,000 for the costs associated with the processing of the application and investigation of the applicant; provided, however, if the costs of the investigation exceed the initial application fee, the applicant shall pay the additional amount to the commission not more than 30 days after notification of insufficient fees or the application shall be rejected.

Applicants may pay the \$200,000.00 processing fee via wire transfer, certified check, or cashier's check. Wiring information may be obtained by contacting:

**Douglas O'Donnell
Revenue Manager
(617) 979-8425**

Checks must be made out to the Massachusetts Gaming Commission and mailed to:

**Massachusetts Gaming Commission
c/o Revenue Division
101 Federal Street, 12th Floor
Boston, MA 02110**

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Completing the Application

The application is divided into seven primary sections, each section containing questions relating to that section. The applicant should answer each question fully. While a cross-reference to other sections within the application may be included as part of an answer to a particular question, a cross-reference may not serve as the entire answer to any particular question. Please make sure to include the name of the applicant in the provided space at the top of the page for each question. If the answering of any question requires an attachment, please see below.

Format: Answers to questions should be formatted in the "Times New Roman" font, with a font size of 12.

Attachments: Where an applicant may wish to attach a document in response or to supplement its written response, or another exhibit of any nature, it may attach such documents and/or exhibits as set forth in the instructions for "[Electronic Application Format](#)." All attachments must be named and listed for the corresponding question. If the same attachment is responsive to multiple questions within the application, a copy of the attachment should be attached to each question, not just cross-referenced.

Every question must be answered completely. If a question or portion thereof is not applicable, enter "N/A" into the appropriate space on the application.

Applicants for Category 1 Sports Wagering Licenses and Category 2 Sports Wagering Licenses may refer the Bureau and Commission to prior application forms submitted to the Commission by the Applicant or previous information otherwise obtained by the Bureau or Commission regarding the Applicant.

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Submission of Materials

The Application must be submitted by the application deadline. The deadline for **all applications (Category 1, 2 & 3) is Monday, November 21, 2022, at 2 p.m.** The Commission shall have no obligation to accept or review an application submitted after the established deadline.

How to Submit an MGC Sports Wagering Operator License Application

Entities interested in applying for a Sports Wagering Operators License must request a link to the MGC Secure File Transfer Site prior to submitting their application form and any additional documents. This link will allow for the secure and confidential upload and storage of all application materials.

How to Request a Link to the MGC Secure File Transfer Site:

Please Note: All link requests must be received no later than one week before the application deadline (November 14, 2022).

1. Please go to: <https://massgaming.com/about/sports-wagering-in-massachusetts/applications-for-sports-wagering-licenses/>
2. Select "Request Secure Link to Submit Completed Sports Wagering Application" from the Reason for Submitting Form drop down menu
3. Complete all of the required fields
4. Click "Submit."

A Commission representative will provide the requested link and additional instructions on uploading the application materials securely via email. The information will be sent in two emails, with the link being in the first email and the password sent separately in the second email, for security purposes.

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Electronic Application Format

When the electronic version of the application materials is submitted via the MGC Secure File Transfer Site and uploaded to the Commission's server, the applicant must abide by the following:

- (a) The applicant must submit this original completed Application Form that has not been printed, signed, and scanned, but with all answers electronically filled in, all attachments identified, and all necessary boxes checked. This version is being required so that it may be searched electronically by the Commission during the evaluation process. This document must be in PDF format.
- (b) The applicant must also submit this completed Application Form with all answers electronically filled in, all attachments identified, all necessary boxes checked, and all required signatures affixed. This version is identical to the document described in (a) above, but it should also be printed, signed, and scanned. This scanned document must be in PDF format.
- (c) The applicant must submit each attachment as its own electronic file. No electronic file should contain more than one document. Each attachment should be in PDF format unless otherwise required. The file names of all of the attachments must be named strictly in accordance with the following rules:
 - The first portion of the filename must contain the section number and subsection of the question followed by a hyphen, then and the attachment number for that particular question with a leading zero for numbers under 10 (e.g. "B1-b-##").
 - The file name should then contain the descriptive name of the attachment, in at most 20 characters.
 - The name of the attachment must not contain the name of the applicant.
 - The final portion of the filename should be the extension, such as ".pdf" or ".xls".
 - The file name should correspond to the list of attachments on the Application Form.
 - If the Applicant believes the attachment to be confidential, in whole or in part (i.e.- exempt from disclosure under the Public Records Law), then the filename must have the word "CONFIDENTIAL" in all capital letters placed directly before the file extension. Failure to include this label may result in the public release of the document.

Although a PDF version of each attachment is required, in certain cases providing an alternative file format may be helpful to the Commission in reaching its decision. For example, where the applicant is required to submit tables of calculations, such as a revenue projection, it should be submitted in spreadsheet format so that the Commission may numerically analyze this information. The applicant may also, although not required, provide other documents such as videos, interactive documents, or physical models. These types of documents do not readily lend themselves to conversion into PDF format. For these documents, the applicant should provide both the document in original format, and a PDF file describing the existence of such a document within the applicant's application materials. The file name of the alternate format, if it is in fact a computer-readable file, and the filename of the PDF format of the attachment should be identical, excluding the file extension.

No electronically submitted document to the Commission may be password protected. The individual documents should not be encrypted separately.

Any attachments containing a table of calculations, such as a revenue projection, should be included in the electronic submission in a spreadsheet format, preferably Microsoft Excel ".xls" files.

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The following is an example of select files of a properly organized application:

B2-a-01 Additional Sports Wagering Licensure Information.pdf

B2-a-02 Additional Sports Wagering Jurisdiction Information.pdf

C2-a-01 Revenue Projections CONFIDENTIAL.pdf

C2-b-01 Revenue Projections CONFIDENTIAL.xls

Application.pdf

Signed Application.pdf

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Public Records

Pursuant to G.L. c. 23N, §6(i), “[a]pplications for operator licenses shall be public records” Applicants should be mindful of this prior to submission of an Application. However, the law also provides “that trade secrets, competitively-sensitive or other proprietary information provided in the course of an application for an operator license under [chapter 23N], the disclosure of which would place the applicant at a competitive disadvantage, may be withheld from disclosure under [the Massachusetts public records law].”

To help inform applicants of the Commission’s intentions, a guide has been attached at the end of the Application advising which answers and attachments submitted with this form will be considered to presumptively meet the exception to the public records law and withheld from public disclosure. There is also space for an applicant to request exempt treatment of a specific document identified in the Application. FAILURE TO FOLLOW THE INSTRUCTIONS PROVIDED IN THE GUIDE MAY RESULT IN PUBLIC RELEASE OF THE DOCUMENTS.

Please note, though the Commission will use its best efforts to protect any information it deems subject to an exemption, final appeals are adjudicated by the [Secretary of the Commonwealth](#) in accordance with G.L. c.66, §10.

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Checklist

Complete this checklist prior to submitting any materials to the Commission.

- The applicant has answered all of the questions in this Application Form that it was required to respond to
- Any question requiring an attachment has the attachment noted on the Application Form
- The applicant properly named all the files
- The applicant has properly organized all of the attachments
- No files have been password protected
- The applicant has signed all required pages of this application
- The applicant has paid the \$200,000.00 non-refundable processing fee
- The applicant will update the Commission if there are any changes to the information presented in the Application or any of the attachments.

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SECTION A: GENERAL INFORMATION

A.1 APPLICANT NAME

Bally's Interactive, LLC

Name

A.2 CATEGORY OF LICENSE APPLYING FOR (check one)

- Category 1 (In-Person Wagering at a Gaming Establishment)
 Category 2 (In-Person Wagering at a Live Horse Racing or Simulcasting Facility)
 Category 3 (Mobile Sports Wagering)

A.3 IF APPLYING FOR CATEGORY 3 (MOBILE SPORTS WAGERING) LICENSE, IS THIS APPLICATION TETHERED TO A CATEGORY 1 OR CATEGORY 2 APPLICATION (check one)

- No (Independent Application)
 Yes, Tethered to Category 1 or Category 2 Applicant (applicant name):

A.4 STATE/COUNTRY IN WHICH THE BUSINESS ENTITY IS INCORPORATED, ORGANIZED, FORMED, OR REGISTERED

Delaware

State/Province

USA

Country

A.5 IDENTIFY THE APPLICANT'S TYPE OF BUSINESS (check one)

- Limited Liability Company Partnership Other (please describe):
 C-Corporation Limited Partnership _____
 S-Corporation Trust
 Sole Proprietorship

A.7 FEDERAL TAX ID NUMBER

[REDACTED]

Federal Tax ID Number

A.6 APPLICANT LOCATION INFORMATION

100 Westminster Street

Number and Street Address

Providence, RI 02903

City, State, & Zip Code

4014758251

Phone Number

licensing@ballys.com

Email Address

https://www.ballys.com/home/default.aspx

Website

A.7 APPLICANT PRINCIPAL PLACE OF BUSINESS INFORMATION

100 Westminster Street

Number and Street Address

Providence, RI 02903

City, State, & Zip Code

licensing@ballys.com

Email Address

Applicant: Bally's Interactive, LLC

4014758251

Phone Number

A.7 PRIMARY CONTACT FOR THIS APPLICATION

Aditya Dhandhanian

Name

licensing@ballys.com

Email Address

Chief Operating Officer

Title

4014758251

Phone Number

SECTION B: SPORTS WAGERING EXPERIENCE & EXPERTISE

B.1 APPLICANT'S ABILITY TO OFFER SPORTS WAGERING IN THE COMMONWEALTH

Provide a thorough description of the applicant's ability to offer sports wagering in the Commonwealth. This should include the following:

- a. Background in sports wagering
- b. Experience and licensure in other jurisdictions with sports wagering
- c. Plans to offer the platform in coordination with other applicants or person
- d. Intention to limit participation in any allowable sports events

B.2 SPORTS WAGERING EXPERIENCE - DESCRIPTION OF SPORTS WAGERING OPERATION
(Category 1 & 2 Applicants Only)

Provide a thorough description of the sports wagering operation proposed for the Commonwealth. This should include the following:

- a. Description of the customer experience, including options, promotions, and offers
- b. Overview of wagering activity
- c. Estimated volume of wagering activity (*annually*)
- d. Estimated market share within each jurisdiction

B.3 SPORTS WAGERING EXPERIENCE - DESCRIPTION OF SPORTS WAGERING PLATFORM
(Category 3 Applicants Only)

Provide a thorough description of the sports wagering platform to be operated in the Commonwealth. This should include the following:

- a. Description of the customer experience, including options, promotions, and offers
- b. Overview of wagering activity
- c. Estimated volume of wagering activity (*annually*)
- d. Jurisdictions where the platform is currently licensed and operating
- e. Current integration in use with other wagering operators
- f. The number of user accounts maintained
- g. Estimated market share within each jurisdiction

B.4 SPORTS WAGERING EXPERTISE – TECHNICAL FEATURES & OPERATION OF PLATFORM
(Category 3 Applicants Only)

Provide a thorough description of the applicant's expertise in sports wagering and how it would be applicable in the Commonwealth. This should include the following:

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- a. Overview of technical standards, features, and operation of the platform
- b. List of all current certifications or approvals from certified independent test labs and jurisdictions
- c. Plan for continuous support, maintenance, and change management of the platform
- d. Outline the features of the platform designed to support the customers
- e. Sample wagering menu the Applicant intends to offer, *pending approval from the Commission*
- f. Description of Applicant's proposed ability to commence mobile sports wagering on the platform
- g. How the Applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- h. Outline any technology to be used or features offered that the applicant believes sets their platform apart from those of (potential) other applicants

SECTION C: ECONOMIC IMPACT ON THE COMMONWEALTH

C.1 EMPLOYMENT OPPORTUNITIES WITHIN THE COMMONWEALTH

Provide a thorough description of the employment opportunities that will be offered if the applicant is approved for licensure by the Commission. This should include the following:

- a. The number of current full-time and part-time employees within the Commonwealth
- b. The number of current work locations within the Commonwealth
- c. The number of proposed full-time and part-time positions that will be created within the Commonwealth
- d. The title, job description, salary, and benefits information for each of the proposed positions
- e. The training that will be required and made available for all proposed positions
- f. The number of proposed work locations that will be created within the Commonwealth
- g. Description of plans for workforce development opportunities for Applicant's staff within the Commonwealth
- h. Outline the strategy for focusing on job opportunities and training in areas and demographics with high unemployment and/or underemployment

C.2 PROJECTED REVENUE

Provide studies and projections for gross sports wagering revenue for each of the first five years of wagering operations on a best, average, and worst, case basis. The studies and information provided should include:

- a. Projected figures for sports wagering revenue and methodology used to arrive at these projections
- b. Projected figures for any non-sports wagering revenue and methodology used to arrive at these projections
- c. Projected figures for all tax revenue to the Commonwealth and methodology used to arrive at these projections
- d. Profitability of sports wagering operation (in-person & mobile) in other jurisdictions where the applicant is licensed
- e. History of operating performance versus revenue projections for the last five years for other jurisdictions where the platform is licensed – *includes documentation outlining the applicant's record of success or failure in meeting the performance objectives*
- f. Description of methods to ensure that revenues are maximized within the Commonwealth
- g. Description of plans to compete with other nearby jurisdictions and to market to Massachusetts patrons

C.3 CONSTRUCTION – GAMING ESTABLISHMENTS (for Category 1 Applicants Only)

Provide a thorough description of the location of the proposed sports wagering operation. This should include the following:

- a. A detailed timeline of construction
- b. Proposed location within the gaming establishment, including plans for the construction of a new section within the gaming floor and/or any potential additions to the facility
- c. Approximate square footage of the sports wagering area
- d. Secure location for storing funds issued by a cage, to be used in the operation, including all security measures and procedures

- e. Proposed security and surveillance of the sports wagering area and operation and how the applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- f. Reasonable measures the applicant will take to ensure the safety and security of all employees and patrons of any sports wagering related events
- g. Accessibility of patrons to the proposed sports wagering area, including all means of entry and exit, including handicapped access, and the volume of traffic that can be sustained
- h. Number and location(s) of ticket window(s)
- i. Number and location(s) of wagering kiosk(s)
- j. Location and display format for all wagers, available to the public
- k. Location of posting of house rules
- l. *If applicable* – description regarding any proposal of providing food, beverages, and other concessions to patrons

C.4 CONSTRUCTION – LIVE HORSE RACING/SIMULCASTING FACILITY (Category 2 Applicants Only)

Provide a thorough description of the location of the proposed sports wagering operation. This should include the following:

- a. Location of proposed sports wagering operation (*address*)
- b. A detailed timeline of construction
- c. Proposed location of sports wagering area within the facility, including plans for the construction of a new section and/or any potential additions to the facility
- d. Approximate square footage of the sports wagering area
- e. Secure location for storing funds issued by a cage, to be used in the operation, including all security measures and procedures
- f. Proposed security and surveillance of the sports wagering area and operation and how the applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- g. Reasonable measures the applicant will take to ensure the safety and security of all employees and patrons of any sports wagering-related events
- h. Accessibility of patrons to the proposed sports wagering area, including all means of entry and exit, including handicapped access, and the volume of traffic that can be sustained
- i. Number and location(s) of ticket window(s)
- j. Number and location(s) of wagering kiosk(s)
- k. Location and display format for all wagers, available to the public
- l. Location of posting of house rules
- m. *If applicable* – description regarding any proposal of providing food, beverages, and other concessions to patrons

Capital Investment

In accordance with G.L. c.23N, §3, Category 2 licensees shall make a capital investment of not less than \$7,500,000.00 within 3 years after receiving a sports wagering license, which the applicant must agree to expend.

Please provide a thorough description, including the following:

- n. How the applicant proposes to realize the required capital investment
- o. The financial commitments and guarantees the applicant is prepared to provide the Commission
- p. How the applicant will ensure that the project is completed, the license conditions are fulfilled, and sufficient working capital is available to allow operation in the promised fashion
- q. Any mitigation measures the applicant will take to reduce any impact on the local community

C.5 COMMUNITY ENGAGEMENT

Provide a thorough description of how the Applicant will contribute to economic & business development, tourism & community relations, and the promotion of charitable causes in the Commonwealth. Including:

- a. Creating partnerships for any community, economic development, and tourism opportunities with local or regional entities including but not limited to the Massachusetts Office of Business Development, Chambers of Commerce, Regional Tourism Councils, and the Massachusetts Marketing Partnership
- b. Plans, measures, and steps the applicant intends to take to avoid any negative impact on the revenues currently generated by the Massachusetts State Lottery, including cross-marketing strategies and increasing ticket sales
- c. Promoting local businesses, including restaurants, hotels, and retail outlets
- d. Cross-marketing with live entertainment venues and/or attractions
- e. Supporting any community enhancements being incorporated at the local level
- f. Highlighting unique business and marketing strategies to draw new revenues from new customers

SECTION D: DIVERSITY, EQUITY, & INCLUSION

D.1 DIVERSITY, EQUITY, & INCLUSION – WORKFORCE

Provide a thorough description of the applicant's willingness to foster racial, ethnic, and gender diversity, equity, and inclusion, within their workforce, both at the corporate level and the proposed entity within the Commonwealth. The information must include:

- a. Applicant's current diversity, equity, and inclusion team – *please include the name and title of those individuals currently identified as part of the diversity, equity, and inclusion staff team, as well as a copy of their location on the applicant's organizational chart*
- b. Applicant's workforce diversity, equity, and inclusion policy
- c. Workforce demographics, demonstrating the applicant's current workforce diversity
- d. Efforts to be made to cultivate workforce diversity, equity, and inclusion by identifying, recruiting, and hiring minorities, women, persons with disabilities, and veterans
- e. Memberships and/or intentions for joining any local, regional, state, and/or national organizations committed to the development and promotion of diversity, equity, and inclusion initiatives

D.2 DIVERSITY, EQUITY, & INCLUSION - SUPPLIER SPEND

Provide a thorough description of the Applicant's overall and specific goals, applicable to the total dollar amount of contracts, for the utilization of:

- a. Minority-owned business enterprises
- b. Women-owned business enterprises
- c. Veteran-owned business enterprises

Please include how each of these enterprise groups will participate as:

- Contractors in the design and/or building of the sports wagering platform
- Vendors in the execution, maintenance, and/or support of the sports wagering platform
- Vendors in the provision of goods and services

D.3 DIVERSITY, EQUITY, & INCLUSION – CORPORATE STRUCTURE

Provide a thorough description of the Applicant's commitment to diversity, equity, and inclusion initiatives in the Commonwealth. This should include:

- a. The makeup of the Applicant's ownership, leadership, and governance structure, – *including minorities, women, and veterans in positions of leadership throughout the corporate structure*
- a. How the Applicant intends to create joint ventures with corporate partners and/or partnerships with local or regional entities, including but not limited to programs, non-profit organizations, and agencies, dedicated to establishing a welcoming and inclusive experience for all patrons, users, and employees in the Commonwealth

SECTION E: RESPONSIBLE GAMING

E.1 RESPONSIBLE GAMING POLICIES

Referencing the following documents:

- [MGC Responsible Gaming Framework](#)
- [Applying Principles of the Massachusetts Responsible Gaming Framework to Sports Wagering Policy & Practice](#)
- [GameSense Logic Model](#)
- [Responsible Gaming Considerations for Gambling Advertising](#)

Provide a proposed responsible gaming plan draft that, at a minimum, incorporates policies and tactics for the following key strategies:

- a. Commitment to corporate social responsibility
- b. Support positive play
- c. Promote public health and safety
- d. Ensure responsible advertising and marketing
- e. Manage high-risk financial transactions
- f. Engage the community
- g. Commitment to improvement and reporting

E.2 ADVERTISING & PROMOTIONAL PLANS

Provide a thorough description of the Applicant's ability to demonstrate the advertising, marketing, and promotional efforts to be made in the Commonwealth. Information should include:

- a. Estimated marketing budget in the Commonwealth
- b. Promotion and player loyalty programs
- c. Advertising plans – *must include information for any third-party marketing firm applicant plans to partner with for advertising in the Commonwealth*
- d. Measures to ensure that marketing reaches the target audience and not underage or vulnerable populations
- e. Player acquisition models – *specify minimum age to participate*
- f. Plans to incorporate responsible gaming and problem gambling information
- g. Strategies for converting those customers wagering via unlicensed or illegal means to wagering legally in the Commonwealth
- h. Examples of marketing, advertising, and promotional materials/activities recently used in other jurisdictions

E.3 HISTORY OF DEMONSTRATED COMMITMENT

Provide a thorough description of the policies and procedures that the applicant has adopted to:

- a. Promote responsible gaming within the gaming establishment or mobile application and in the community
- b. Assist patrons and users that are experiencing gambling-related harm
- c. Cooperate and support any government or regulatory agencies to promote responsible gaming and/or mitigate gambling-related harm
- d. List any membership or partnership with an agency or organization whose mission is in whole, or part, dedicated to responsible gaming or problem gambling
- e. List any awards or recognition the applicant has received, related to efforts to promote responsible gaming, or mitigating gambling-related harms
- f. List any fines, violations, citations, and/or corrective action required by the applicant in response to insufficient or improper policies, procedures, operations, advertising/marketing, and/or any other business related to sports wagering or other gambling enterprises

SECTION F: TECHNOLOGY

F.1 GEOFENCING

Provide a thorough description of how the applicant will ensure that authorized users placing online sports wagers on their platform are geographically located in the Commonwealth of Massachusetts. This information must include:

- a. Which geolocation system(s) will be utilized to reasonably detect the physical location of an authorized user attempting to place a wager on the platform
- b. How the system will:
 1. Accurately detect the physical location of an authorized user attempting to access or place a wager on the platform through accurate location data sources (Wi-Fi, GSM, GPS)
 2. Block or deny unauthorized attempts to access the platform, or place a wager, from outside of the Commonwealth
 3. Update the IP address and physical location if they change while the user is active on the platform
 4. Identify attempts to circumvent the requirement to be physically located in the Commonwealth
- c. How the applicant will log information received from the system
- d. How the applicant will report the information received from the system to the Commission

F.2 KNOW YOUR CUSTOMER

Provide a thorough description of how the Applicant will ensure the verification of information provided by users opening a new account on the platform.

1. Ensure the integrity of the user's account information
2. Ensure the integrity of a user's device if it indicates tampering or suspicious activity
3. Notify the applicant of potential risks or fraudulent activity

F.3 TECHNOLOGICAL EXPERTISE AND RELIABILITY

Provide a thorough description of how the Applicant will ensure the security, sustainability, and reliability of the following items:

- a. Wager acceptance
- b. Systems for monitoring structured wagers, real-time data feed, and any unusual or suspicious wagering activity
- c. Description, location, and periodic testing of servers
- d. Security of servers, applications, and communications networks
- e. Security of patron personal and wagering information
- f. Integrity monitoring and reporting, including any current affiliations related to integrity monitoring

SECTION G: SUITABILITY

G.1 SUITABILITY – CORPORATE INTEGRITY

Applicants must also complete and submit the following documents, before any suitability investigations or background checks will commence:

- [Massachusetts Gaming Commission Business Entity Disclosure Form](#)
- a. Joint Venture Agreements for the implementation of a sports wagering operation:
 1. Other Applicants
 2. Businesses
 3. Contractors
 4. Vendors

G.2 SUITABILITY - INDIVIDUAL QUALIFIER INTEGRITY

Any Key Persons or Employees associated with an applicant must also complete and submit the following documents, before any suitability investigations or background checks will commence:

- [Massachusetts Gaming Commission Multi-Jurisdictional Personal History Disclosure Form](#)

- [Massachusetts Gaming Commission Supplemental Form](#)

G.3 FINANCIAL STABILITY & INTEGRITY

Please provide the following documents, for the last five (5) fiscal years and through the date of the application:

- Documentation demonstrating the financing structure and plan for the proposal, including all sources of capital. *Please include current capital commitments, as well as plan and timing for meeting future capital needs*
- A detailed budget of the proposal cost, including any construction, design, legal and professional, consulting, and all other developmental fees. *Also identify all other pre-launch costs, including training, marketing, and initial startup capital*
- An analysis, including best, worst, and average case scenarios, that demonstrates the applicant's plan and capacity for accommodating steep downturns in revenues, and provides examples of those plans and strategies that have been successful in other jurisdictions
- What are the Applicant's annual liquidity, leverage, and profitability ratios, including current ratio, debt-to-equity ratio, and gross/net margin ratios?
- Information pertaining to contracts, loan agreements, and/or commitments that the applicant has breached or defaulted on during the last ten years. *Provide information for any lawsuit, administrative proceeding, or another proceeding that occurred as a result of the breach or default*
- A description of any administrative or judicial proceeding, during the last ten years, in which the applicant or any entity that owns 5%, or greater share, was found to have violated a statute or regulation governing its operation
- Any bankruptcy filings made, or proceedings commenced, for any entities owned or controlled by the applicant and any entity owning a 5% or greater share of the applicant
- Any financing amounts or ownership interests that are anticipated to come from minorities, women, and/or disadvantaged businesses. *If the applicant, or any portion of the applicant, is a public company, it is not necessary to list shareholders*
- Examples and/or narratives that substantiate the applicant's understanding of and experience with Internal Controls.

G.4 COMPLIANCE

Provide the following information on whether the applicant or its Key Persons has ever:

- Been employed by the Massachusetts Gaming Commission
- Possessed a gaming license (casino, video gaming, charitable games, lottery, pari-mutuel, sports wagering, etc.) issued by any jurisdiction – *if so, please provide a copy of each license*
- Held or holds a direct, indirect, or attributed interest in any business that intends to apply for a license with the Commonwealth
- Withdrawn a gaming license application, in any jurisdiction – *if so, please submit a detailed description of each withdrawal*
- Been denied a gaming-related license or finding of suitability, in any jurisdiction – *if so, submit a detailed statement describing the denial and/or related findings*
- Had a gaming license suspended, in any jurisdiction – *if so, include a detailed statement regarding each suspension*
- Had a gaming license revoked, in any jurisdiction, or has had disciplinary action initiated to revoke a license – *if so, submit a detailed description of each revocation or action initiated*
- Had a gaming license non-renewed or considered for non-renewal, in any jurisdiction – *if so, provide a detailed description of the circumstances*
- Been found unsuitable gaming license non-renewed or considered for non-renewal, in any jurisdiction – *if so, provide a detailed description of the circumstances*

Applicant: Bally's Interactive, LLC

SIGNATURE FORMS

Applicant: Bally's Interactive, LLC

VERIFICATION AND AUTHENTICATION

The applicant, **Bally's Interactive, LLC**, hereby authorizes the Commission, the Executive Director of the Commission, the Investigations and Enforcement Bureau, and or their respective designees to take all necessary and reasonable steps to verify and authenticate any information or materials submitted in conjunction with this application and agrees to fully cooperate in such an inquiry. Further, the applicant is aware that if any of the responses to any question in this application are determined to be false, or if they are misleading, the application may be denied. The applicant acknowledges its continuing duty to provide updated information and or promptly notify the Commission of any changes to the information or materials, of which it becomes aware or should be aware, that were provided in response to any question in this application.

Aditya Dhandhanian

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

Applicant: Bally's Interactive, LLC

ATTESTATION

I, Aditya Dhandhanian, on behalf of Bally's Interactive, LLC hereby swear or affirm under the pains and penalties of perjury that the information contained in this Application form and all materials accompanying said form are true and accurate to the best of my knowledge and understanding; that I have reviewed the information contained in the Application form for accuracy; that I read and understand the questions and responses on the Application form; that any document accompanying this Application that is not an original document is a true copy of the original document; that I have read and understood all applicable provisions of 205 CMR and G.L. c.23N; that the applicant agrees to all terms, conditions, and obligations made applicable to all applicants for a sports wagering operator license; that in the event that the applicant is awarded an operator license it agrees to all obligations, terms, and conditions imposed upon a successful applicant; and that I am authorized to submit this application on behalf of the applicant.

Aditya Dhandhanian

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

Applicant: Bally's Interactive, LLC

WAIVER OF LIABILITY

Aditya Dhandhanian

hereby holds the Commonwealth of Massachusetts and its instrumentalities and agents, including but not limited to the Massachusetts Gaming Commission and its agents, representatives and employees harmless, both individually and collectively, from any and all claims of liability for damages of whatever kind, resulting at any time from any disclosure or publication of information acquired during the application process or the use of any information provided in furtherance of this application.

Aditya Dhandhanian

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

**APPLICATION FOR CATEGORY 1, 2, & 3
SPORTS WAGERING OPERATOR LICENSE**



APPLICANT NAME: Bally's Interactive, LLC

Applicant: Bally's Interactive, LLC

INSTRUCTIONS

When using this application please use the tab on the side to attach all sections requiring submissions. Each attachment should be named for its corresponding section (see (c) under Electronic Application for greater detail). Please make sure to fill out all sections where prompted. If a field does not apply please place N/A. The application must be filled out in its entirety to be accepted by the Massachusetts Gaming Commission.

General Information

This *Application For Category 1, 2, & 3 Sports Wagering Operator License* form (the form itself “Application Form”, and along with all attachments “application”) was designed by the Massachusetts Gaming Commission (“Commission”) as a vehicle for each applicant to demonstrate that it has thought broadly and creatively about creating a sports wagering operation in Massachusetts that will provide a significant and lasting benefit to the Commonwealth of Massachusetts and will deliver an overall experience that both offers an exceptional sports wagering experience and includes significant responsible gaming and consumer protection measures.

The application must be completed in accordance with these instructions. In accordance, any discrepancies may be taken into consideration by the Commission when evaluating the application.

To the extent that an applicant is a newly formed entity or to date has been a largely non-operational entity, any information required to be provided relative to past performance or general practice shall, at a minimum, be provided in relation to the primary controlling and/or operating entity of the proposed sports wagering operator and/or its significant business units.

If an applicant is unable to comply with or respond to any part of the application, it may apply for a waiver or variance from the Commission in accordance with **205 CMR 102.03(4) {update reg info when available}** in advance of the filing deadline.

All communications, including general questions and application inquiries, should be directed to the Executive Director or Commission staff.

How to submit a general question and/or application inquiry:

1. Please go to: <https://massgaming.com/about/sports-wagering-in-massachusetts/applications-for-sports-wagering-licenses/>
2. Select “Inquiry Regarding Sports Wagering Application” from the Reason for Submitting Form drop down menu
3. Complete all of the required fields
4. Click “Submit.”

A Commission representative will respond to each inquiry in a timely manner. ***At no time during the application process should any applicant, agent of the applicant, qualifier, or another associated individual contact or attempt to contact a Commissioner directly.***

This Application Form does not constitute an offer of any nature or kind to any applicant or its agents. The Commission is under no obligation to issue a license to any of the applicants. By submitting an Application, the applicant is deemed to agree to all of the terms of this process.

To the extent that anything contained in this application is inconsistent with any other guidance or policy-related document issued by the Commission in the past, this application shall control. To the extent that anything contained in this application is inconsistent with any provision of 205 CMR or G.L. c.23N, the governing law shall control.

Terms used in the application shall be given their most logical, plain meaning in the context of the application. The Commission reserves the right to amend or clarify this application at any time prior to the deadline for the submission of applications.

For each Application, all of the Commission’s costs and expenses of the administrative proceedings pursuant shall be borne by the applicant. All such costs and expenses shall be assessed to the applicant and collected by the Commission.

Applicant: Bally's Interactive, LLC

The Commission will utilize its website, www.massgaming.com, to provide notices of hearings, a notice of amendment or clarification of the Application Form, general updates, and general information relative to the application process.

Please be advised that any portion of this Application Form and any associated requests for information or documents may be changed at any time.

Applicant: Bally's Interactive, LLC

Non-Refundable Processing Fee

Pursuant to G.L. c. 23N, § 7(a), an applicant for an operator license shall pay to the commission a nonrefundable processing fee of \$200,000 for the costs associated with the processing of the application and investigation of the applicant; provided, however, if the costs of the investigation exceed the initial application fee, the applicant shall pay the additional amount to the commission not more than 30 days after notification of insufficient fees or the application shall be rejected.

Applicants may pay the \$200,000.00 processing fee via wire transfer, certified check, or cashier's check. Wiring information may be obtained by contacting:

Douglas O'Donnell
Revenue Manager
(617) 979-8425

Checks must be made out to the Massachusetts Gaming Commission and mailed to:

Massachusetts Gaming Commission
c/o Revenue Division
101 Federal Street, 12th Floor
Boston, MA 02110

Applicant: Bally's Interactive, LLC

Completing the Application

The application is divided into seven primary sections, each section containing questions relating to that section. The applicant should answer each question fully. While a cross-reference to other sections within the application may be included as part of an answer to a particular question, a cross-reference may not serve as the entire answer to any particular question. Please make sure to include the name of the applicant in the provided space at the top of the page for each question. If the answering of any question requires an attachment, please see below.

Format: Answers to questions should be formatted in the “Times New Roman” font, with a font size of 12.

Attachments: Where an applicant may wish to attach a document in response or to supplement its written response, or another exhibit of any nature, it may attach such documents and/or exhibits as set forth in the instructions for “[Electronic Application Format](#).” All attachments must be named and listed for the corresponding question. If the same attachment is responsive to multiple questions within the application, a copy of the attachment should be attached to each question, not just cross-referenced.

Every question must be answered completely. If a question or portion thereof is not applicable, enter “N/A” into the appropriate space on the application.

Applicants for Category 1 Sports Wagering Licenses and Category 2 Sports Wagering Licenses may refer the Bureau and Commission to prior application forms submitted to the Commission by the Applicant or previous information otherwise obtained by the Bureau or Commission regarding the Applicant.

Applicant: Bally's Interactive, LLC

Submission of Materials

The Application must be submitted by the application deadline. The deadline for **all applications (Category 1, 2 & 3) is Monday, November 21, 2022, at 2 p.m.** The Commission shall have no obligation to accept or review an application submitted after the established deadline.

How to Submit an MGC Sports Wagering Operator License Application

Entities interested in applying for a Sports Wagering Operators License must request a link to the MGC Secure File Transfer Site prior to submitting their application form and any additional documents. This link will allow for the secure and confidential upload and storage of all application materials.

How to Request a Link to the MGC Secure File Transfer Site:

Please Note: All link requests must be received no later than one week before the application deadline (November 14, 2022).

1. Please go to: <https://massgaming.com/about/sports-wagering-in-massachusetts/applications-for-sports-wagering-licenses/>
2. Select "Request Secure Link to Submit Completed Sports Wagering Application" from the Reason for Submitting Form drop down menu
3. Complete all of the required fields
4. Click "Submit."

A Commission representative will provide the requested link and additional instructions on uploading the application materials securely via email. The information will be sent in two emails, with the link being in the first email and the password sent separately in the second email, for security purposes.

Electronic Application Format

When the electronic version of the application materials is submitted via the MGC Secure File Transfer Site and uploaded to the Commission's server, the applicant must abide by the following:

- (a) The applicant must submit this original completed Application Form that has not been printed, signed, and scanned, but with all answers electronically filled in, all attachments identified, and all necessary boxes checked. This version is being required so that it may be searched electronically by the Commission during the evaluation process. This document must be in PDF format.
- (b) The applicant must also submit this completed Application Form with all answers electronically filled in, all attachments identified, all necessary boxes checked, and all required signatures affixed. This version is identical to the document described in (a) above, but it should also be printed, signed, and scanned. This scanned document must be in PDF format.
- (c) The applicant must submit each attachment as its own electronic file. No electronic file should contain more than one document. Each attachment should be in PDF format unless otherwise required. The file names of all of the attachments must be named strictly in accordance with the following rules:
 - The first portion of the filename must contain the section number and subsection of the question followed by a hyphen, then and the attachment number for that particular question with a leading zero for numbers under 10 (e.g. "B1-b-##").
 - The file name should then contain the descriptive name of the attachment, in at most 20 characters.
 - The name of the attachment must not contain the name of the applicant.
 - The final portion of the filename should be the extension, such as ".pdf" or ".xls".
 - The file name should correspond to the list of attachments on the Application Form.
 - If the Applicant believes the attachment to be confidential, in whole or in part (i.e.- exempt from disclosure under the Public Records Law), then the filename must have the word "CONFIDENTIAL" in all capital letters placed directly before the file extension. Failure to include this label may result in the public release of the document.

Although a PDF version of each attachment is required, in certain cases providing an alternative file format may be helpful to the Commission in reaching its decision. For example, where the applicant is required to submit tables of calculations, such as a revenue projection, it should be submitted in spreadsheet format so that the Commission may numerically analyze this information. The applicant may also, although not required, provide other documents such as videos, interactive documents, or physical models. These types of documents do not readily lend themselves to conversion into PDF format. For these documents, the applicant should provide both the document in original format, and a PDF file describing the existence of such a document within the applicant's application materials. The file name of the alternate format, if it is in fact a computer-readable file, and the filename of the PDF format of the attachment should be identical, excluding the file extension.

No electronically submitted document to the Commission may be password protected. The individual documents should not be encrypted separately.

Any attachments containing a table of calculations, such as a revenue projection, should be included in the electronic submission in a spreadsheet format, preferably Microsoft Excel ".xls" files.

Applicant: Bally's Interactive, LLC

The following is an example of select files of a properly organized application:

B2-a-01 Additional Sports Wagering Licensure Information.pdf

B2-a-02 Additional Sports Wagering Jurisdiction Information.pdf

C2-a-01 Revenue Projections CONFIDENTIAL.pdf

C2-b-01 Revenue Projections CONFIDENTIAL.xls

Application.pdf

Signed Application.pdf

Applicant: Bally's Interactive, LLC

Public Records

Pursuant to G.L. c. 23N, §6(i), “[a]pplications for operator licenses shall be public records” Applicants should be mindful of this prior to submission of an Application. However, the law also provides “that trade secrets, competitively-sensitive or other proprietary information provided in the course of an application for an operator license under [chapter 23N], the disclosure of which would place the applicant at a competitive disadvantage, may be withheld from disclosure under [the Massachusetts public records law].”

To help inform applicants of the Commission’s intentions, a guide has been attached at the end of the Application advising which answers and attachments submitted with this form will be considered to presumptively meet the exception to the public records law and withheld from public disclosure. There is also space for an applicant to request exempt treatment of a specific document identified in the Application. **FAILURE TO FOLLOW THE INSTRUCTIONS PROVIDED IN THE GUIDE MAY RESULT IN PUBLIC RELEASE OF THE DOCUMENTS.**

Please note, though the Commission will use its best efforts to protect any information it deems subject to an exemption, final appeals are adjudicated by the [Secretary of the Commonwealth](#) in accordance with G.L. c.66, §10.

Applicant: Bally's Interactive, LLC

Checklist

Complete this checklist prior to submitting any materials to the Commission.

- The applicant has answered all of the questions in this Application Form that it was required to respond to
- Any question requiring an attachment has the attachment noted on the Application Form
- The applicant properly named all the files
- The applicant has properly organized all of the attachments
- No files have been password protected
- The applicant has signed all required pages of this application
- The applicant has paid the \$200,000.00 non-refundable processing fee
- The applicant will update the Commission if there are any changes to the information presented in the Application or any of the attachments.

SECTION A: GENERAL INFORMATION

A.1 APPLICANT NAME

Bally's Interactive, LLC

Name

A.2 CATEGORY OF LICENSE APPLYING FOR (check one)

- Category 1 (In-Person Wagering at a Gaming Establishment)
 Category 2 (In-Person Wagering at a Live Horse Racing or Simulcasting Facility)
 Category 3 (Mobile Sports Wagering)

A.3 IF APPLYING FOR CATEGORY 3 (MOBILE SPORTS WAGERING) LICENSE, IS THIS APPLICATION TETHERED TO A CATEGORY 1 OR CATEGORY 2 APPLICATION (check one)

- No (Independent Application)
 Yes, Tethered to Category 1 or Category 2 Applicant (applicant name):

A.4 STATE/COUNTRY IN WHICH THE BUSINESS ENTITY IS INCORPORATED, ORGANIZED, FORMED, OR REGISTERED

Delaware

State/Province

USA

Country

A.5 IDENTIFY THE APPLICANT'S TYPE OF BUSINESS (check one)

- Limited Liability Company Partnership Other (please describe):
 C-Corporation Limited Partnership
 S-Corporation Trust
 Sole Proprietorship

A.7

A.6 APPLICANT LOCATION INFORMATION

100 Westminster Street

Number and Street Address

Providence, RI 02903

City, State, & Zip Code

4014758251

Phone Number

licensing@ballys.com

Email Address

https://www.ballys.com/home/default.aspx

Website

A.7 APPLICANT PRINCIPAL PLACE OF BUSINESS INFORMATION

100 Westminster Street

Number and Street Address

Providence, RI 02903

City, State, & Zip Code

licensing@ballys.com

Email Address

Applicant: Bally's Interactive, LLC

4014758251

Phone Number

A.7 PRIMARY CONTACT FOR THIS APPLICATION

Aditya Dhandhanian

Name

licensing@ballys.com

Email Address

Chief Operating Officer

Title

4014758251

Phone Number

SECTION B: SPORTS WAGERING EXPERIENCE & EXPERTISE

B.1 APPLICANT'S ABILITY TO OFFER SPORTS WAGERING IN THE COMMONWEALTH

Provide a thorough description of the applicant's ability to offer sports wagering in the Commonwealth. This should include the following:

- a. Background in sports wagering
- b. Experience and licensure in other jurisdictions with sports wagering
- c. Plans to offer the platform in coordination with other applicants or person
- d. Intention to limit participation in any allowable sports events

B.2 SPORTS WAGERING EXPERIENCE - DESCRIPTION OF SPORTS WAGERING OPERATION
(Category 1 & 2 Applicants Only)

Provide a thorough description of the sports wagering operation proposed for the Commonwealth. This should include the following:

- a. Description of the customer experience, including options, promotions, and offers
- b. Overview of wagering activity
- c. Estimated volume of wagering activity (*annually*)
- d. Estimated market share within each jurisdiction

B.3 SPORTS WAGERING EXPERIENCE - DESCRIPTION OF SPORTS WAGERING PLATFORM
(Category 3 Applicants Only)

Provide a thorough description of the sports wagering platform to be operated in the Commonwealth. This should include the following:

- a. Description of the customer experience, including options, promotions, and offers
- b. Overview of wagering activity
- c. Estimated volume of wagering activity (*annually*)
- d. Jurisdictions where the platform is currently licensed and operating
- e. Current integration in use with other wagering operators
- f. The number of user accounts maintained
- g. Estimated market share within each jurisdiction

B.4 SPORTS WAGERING EXPERTISE – TECHNICAL FEATURES & OPERATION OF PLATFORM
(Category 3 Applicants Only)

Provide a thorough description of the applicant's expertise in sports wagering and how it would be applicable in the Commonwealth. This should include the following:

- a. Overview of technical standards, features, and operation of the platform
- b. List of all current certifications or approvals from certified independent test labs and jurisdictions
- c. Plan for continuous support, maintenance, and change management of the platform
- d. Outline the features of the platform designed to support the customers
- e. Sample wagering menu the Applicant intends to offer, *pending approval from the Commission*
- f. Description of Applicant's proposed ability to commence mobile sports wagering on the platform
- g. How the Applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- h. Outline any technology to be used or features offered that the applicant believes sets their platform apart from those of (potential) other applicants

SECTION C: ECONOMIC IMPACT ON THE COMMONWEALTH

C.1 EMPLOYMENT OPPORTUNITIES WITHIN THE COMMONWEALTH

Provide a thorough description of the employment opportunities that will be offered if the applicant is approved for licensure by the Commission. This should include the following:

- a. The number of current full-time and part-time employees within the Commonwealth
- b. The number of current work locations within the Commonwealth
- c. The number of proposed full-time and part-time positions that will be created within the Commonwealth
- d. The title, job description, salary, and benefits information for each of the proposed positions
- e. The training that will be required and made available for all proposed positions
- f. The number of proposed work locations that will be created within the Commonwealth
- g. Description of plans for workforce development opportunities for Applicant's staff within the Commonwealth
- h. Outline the strategy for focusing on job opportunities and training in areas and demographics with high unemployment and/or underemployment

C.2 PROJECTED REVENUE

Provide studies and projections for gross sports wagering revenue for each of the first five years of wagering operations on a best, average, and worst, case basis. The studies and information provided should include:

- a. Projected figures for sports wagering revenue and methodology used to arrive at these projections
- b. Projected figures for any non-sports wagering revenue and methodology used to arrive at these projections
- c. Projected figures for all tax revenue to the Commonwealth and methodology used to arrive at these projections
- d. Profitability of sports wagering operation (in-person & mobile) in other jurisdictions where the applicant is licensed
- e. History of operating performance versus revenue projections for the last five years for other jurisdictions where the platform is licensed – *includes documentation outlining the applicant's record of success or failure in meeting the performance objectives*
- f. Description of methods to ensure that revenues are maximized within the Commonwealth
- g. Description of plans to compete with other nearby jurisdictions and to market to Massachusetts patrons

C.3 CONSTRUCTION – GAMING ESTABLISHMENTS (for Category 1 Applicants Only)

Provide a thorough description of the location of the proposed sports wagering operation. This should include the following:

- a. A detailed timeline of construction
- b. Proposed location within the gaming establishment, including plans for the construction of a new section within the gaming floor and/or any potential additions to the facility
- c. Approximate square footage of the sports wagering area
- d. Secure location for storing funds issued by a cage, to be used in the operation, including all security measures and procedures

- e. Proposed security and surveillance of the sports wagering area and operation and how the applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- f. Reasonable measures the applicant will take to ensure the safety and security of all employees and patrons of any sports wagering related events
- g. Accessibility of patrons to the proposed sports wagering area, including all means of entry and exit, including handicapped access, and the volume of traffic that can be sustained
- h. Number and location(s) of ticket window(s)
- i. Number and location(s) of wagering kiosk(s)
- j. Location and display format for all wagers, available to the public
- k. Location of posting of house rules
- l. *If applicable* – description regarding any proposal of providing food, beverages, and other concessions to patrons

C.4 CONSTRUCTION – LIVE HORSE RACING/SIMULCASTING FACILITY (Category 2 Applicants Only)

Provide a thorough description of the location of the proposed sports wagering operation. This should include the following:

- a. Location of proposed sports wagering operation (*address*)
- b. A detailed timeline of construction
- c. Proposed location of sports wagering area within the facility, including plans for the construction of a new section and/or any potential additions to the facility
- d. Approximate square footage of the sports wagering area
- e. Secure location for storing funds issued by a cage, to be used in the operation, including all security measures and procedures
- f. Proposed security and surveillance of the sports wagering area and operation and how the applicant intends to prevent wagering by prohibited persons, including underage persons, problem gamblers, employees, etc.
- g. Reasonable measures the applicant will take to ensure the safety and security of all employees and patrons of any sports wagering-related events
- h. Accessibility of patrons to the proposed sports wagering area, including all means of entry and exit, including handicapped access, and the volume of traffic that can be sustained
- i. Number and location(s) of ticket window(s)
- j. Number and location(s) of wagering kiosk(s)
- k. Location and display format for all wagers, available to the public
- l. Location of posting of house rules
- m. *If applicable* – description regarding any proposal of providing food, beverages, and other concessions to patrons

Capital Investment

In accordance with G.L. c.23N, §3, Category 2 licensees shall make a capital investment of not less than \$7,500,000.00 within 3 years after receiving a sports wagering license, which the applicant must agree to expend.

Please provide a thorough description, including the following:

- n. How the applicant proposes to realize the required capital investment
- o. The financial commitments and guarantees the applicant is prepared to provide the Commission
- p. How the applicant will ensure that the project is completed, the license conditions are fulfilled, and sufficient working capital is available to allow operation in the promised fashion
- q. Any mitigation measures the applicant will take to reduce any impact on the local community

C.5 COMMUNITY ENGAGEMENT

Provide a thorough description of how the Applicant will contribute to economic & business development, tourism & community relations, and the promotion of charitable causes in the Commonwealth. Including:

- a. Creating partnerships for any community, economic development, and tourism opportunities with local or regional entities including but not limited to the Massachusetts Office of Business Development, Chambers of Commerce, Regional Tourism Councils, and the Massachusetts Marketing Partnership
- b. Plans, measures, and steps the applicant intends to take to avoid any negative impact on the revenues currently generated by the Massachusetts State Lottery, including cross-marketing strategies and increasing ticket sales
- c. Promoting local businesses, including restaurants, hotels, and retail outlets
- d. Cross-marketing with live entertainment venues and/or attractions
- e. Supporting any community enhancements being incorporated at the local level
- f. Highlighting unique business and marketing strategies to draw new revenues from new customers

SECTION D: DIVERSITY, EQUITY, & INCLUSION

D.1 DIVERSITY, EQUITY, & INCLUSION – WORKFORCE

Provide a thorough description of the applicant's willingness to foster racial, ethnic, and gender diversity, equity, and inclusion, within their workforce, both at the corporate level and the proposed entity within the Commonwealth. The information must include:

- a. Applicant's current diversity, equity, and inclusion team – *please include the name and title of those individuals currently identified as part of the diversity, equity, and inclusion staff/team, as well as a copy of their location on the applicant's organizational chart*
- b. Applicant's workforce diversity, equity, and inclusion policy
- c. Workforce demographics, demonstrating the applicant's current workforce diversity
- d. Efforts to be made to cultivate workforce diversity, equity, and inclusion by identifying, recruiting, and hiring minorities, women, persons with disabilities, and veterans
- e. Memberships and/or intentions for joining any local, regional, state, and/or national organizations committed to the development and promotion of diversity, equity, and inclusion initiatives

D.2 DIVERSITY, EQUITY, & INCLUSION - SUPPLIER SPEND

Provide a thorough description of the Applicant's overall and specific goals, applicable to the total dollar amount of contracts, for the utilization of:

- a. Minority-owned business enterprises
- b. Women-owned business enterprises
- c. Veteran-owned business enterprises

Please include how each of these enterprise groups will participate as:

- Contractors in the design and/or building of the sports wagering platform
- Vendors in the execution, maintenance, and/or support of the sports wagering platform
- Vendors in the provision of goods and services

D.3 DIVERSITY, EQUITY, & INCLUSION – CORPORATE STRUCTURE

Provide a thorough description of the Applicant's commitment to diversity, equity, and inclusion initiatives in the Commonwealth. This should include:

- a. The makeup of the Applicant's ownership, leadership, and governance structure, – *including minorities, women, and veterans in positions of leadership throughout the corporate structure*
- a. How the Applicant intends to create joint ventures with corporate partners and/or partnerships with local or regional entities, including but not limited to programs, non-profit organizations, and agencies, dedicated to establishing a welcoming and inclusive experience for all patrons, users, and employees in the Commonwealth

SECTION E: RESPONSIBLE GAMING**E.1 RESPONSIBLE GAMING POLICIES**

Referencing the following documents:

- [MGC Responsible Gaming Framework](#)
- [Applying Principles of the Massachusetts Responsible Gaming Framework to Sports Wagering Policy & Practice](#)
- [GameSense Logic Model](#)
- [Responsible Gaming Considerations for Gambling Advertising](#)

Provide a proposed responsible gaming plan draft that, at a minimum, incorporates policies and tactics for the following key strategies:

- a. Commitment to corporate social responsibility
- b. Support positive play
- c. Promote public health and safety
- d. Ensure responsible advertising and marketing
- e. Manage high-risk financial transactions
- f. Engage the community
- g. Commitment to improvement and reporting

E.2 ADVERTISING & PROMOTIONAL PLANS

Provide a thorough description of the Applicant's ability to demonstrate the advertising, marketing, and promotional efforts to be made in the Commonwealth. Information should include:

- a. Estimated marketing budget in the Commonwealth
- b. Promotion and player loyalty programs
- c. Advertising plans – *must include information for any third-party marketing firm applicant plans to partner with for advertising in the Commonwealth*
- d. Measures to ensure that marketing reaches the target audience and not underage or vulnerable populations
- e. Player acquisition models – *specify minimum age to participate*
- f. Plans to incorporate responsible gaming and problem gambling information
- g. Strategies for converting those customers wagering via unlicensed or illegal means to wagering legally in the Commonwealth
- h. Examples of marketing, advertising, and promotional materials/activities recently used in other jurisdictions

E.3 HISTORY OF DEMONSTRATED COMMITMENT

Provide a thorough description of the policies and procedures that the applicant has adopted to:

- a. Promote responsible gaming within the gaming establishment or mobile application and in the community
- b. Assist patrons and users that are experiencing gambling-related harm
- c. Cooperate and support any government or regulatory agencies to promote responsible gaming and/or mitigate gambling-related harm
- d. List any membership or partnership with an agency or organization whose mission is in whole, or part, dedicated to responsible gaming or problem gambling
- e. List any awards or recognition the applicant has received, related to efforts to promote responsible gaming, or mitigating gambling-related harms
- f. List any fines, violations, citations, and/or corrective action required by the applicant in response to insufficient or improper policies, procedures, operations, advertising/marketing, and/or any other business related to sports wagering or other gambling enterprises

SECTION F: TECHNOLOGY**F.1 GEOFENCING**

Provide a thorough description of how the applicant will ensure that authorized users placing online sports wagers on their platform are geographically located in the Commonwealth of Massachusetts. This information must include:

- a. Which geolocation system(s) will be utilized to reasonably detect the physical location of an authorized user attempting to place a wager on the platform
- b. How the system will:
 1. Accurately detect the physical location of an authorized user attempting to access or place a wager on the platform through accurate location data sources (Wi-Fi, GSM, GPS)
 2. Block or deny unauthorized attempts to access the platform, or place a wager, from outside of the Commonwealth
 3. Update the IP address and physical location if they change while the user is active on the platform
 4. Identify attempts to circumvent the requirement to be physically located in the Commonwealth
- c. How the applicant will log information received from the system
- d. How the applicant will report the information received from the system to the Commission

F.2 KNOW YOUR CUSTOMER

Provide a thorough description of how the Applicant will ensure the verification of information provided by users opening a new account on the platform.

1. Ensure the integrity of the user's account information
2. Ensure the integrity of a user's device if it indicates tampering or suspicious activity
3. Notify the applicant of potential risks or fraudulent activity

F.3 TECHNOLOGICAL EXPERTISE AND RELIABILITY

Provide a thorough description of how the Applicant will ensure the security, sustainability, and reliability of the following items:

- a. Wager acceptance
- b. Systems for monitoring structured wagers, real-time data feed, and any unusual or suspicious wagering activity
- c. Description, location, and periodic testing of servers
- d. Security of servers, applications, and communications networks
- e. Security of patron personal and wagering information
- f. Integrity monitoring and reporting, including any current affiliations related to integrity monitoring

SECTION G: SUITABILITY

G.1 SUITABILITY – CORPORATE INTEGRITY

Applicants must also complete and submit the following documents, before any suitability investigations or background checks will commence:

- [Massachusetts Gaming Commission Business Entity Disclosure Form](#)
- a. Joint Venture Agreements for the implementation of a sports wagering operation:
 1. Other Applicants
 2. Businesses
 3. Contractors
 4. Vendors

G.2 SUITABILITY - INDIVIDUAL QUALIFIER INTEGRITY

Any Key Persons or Employees associated with an applicant must also complete and submit the following documents, before any suitability investigations or background checks will commence:

- [Massachusetts Gaming Commission Multi-Jurisdictional Personal History Disclosure Form](#)

- [Massachusetts Gaming Commission Supplemental Form](#)

G.3 FINANCIAL STABILITY & INTEGRITY

Please provide the following documents, for the last five (5) fiscal years and through the date of the application:

- Documentation demonstrating the financing structure and plan for the proposal, including all sources of capital. *Please include current capital commitments, as well as plan and timing for meeting future capital needs*
- A detailed budget of the proposal cost, including any construction, design, legal and professional, consulting, and all other developmental fees. *Also identify all other pre-launch costs, including training, marketing, and initial startup capital*
- An analysis, including best, worst, and average case scenarios, that demonstrates the applicant's plan and capacity for accommodating steep downturns in revenues, and provides examples of those plans and strategies that have been successful in other jurisdictions
- What are the Applicant's annual liquidity, leverage, and profitability ratios, including current ratio, debt-to-equity ratio, and gross/net margin ratios?
- Information pertaining to contracts, loan agreements, and/or commitments that the applicant has breached or defaulted on during the last ten years. *Provide information for any lawsuit, administrative proceeding, or another proceeding that occurred as a result of the breach or default*
- A description of any administrative or judicial proceeding, during the last ten years, in which the applicant or any entity that owns 5%, or greater share, was found to have violated a statute or regulation governing its operation
- Any bankruptcy filings made, or proceedings commenced, for any entities owned or controlled by the applicant and any entity owning a 5% or greater share of the applicant
- Any financing amounts or ownership interests that are anticipated to come from minorities, women, and/or disadvantaged businesses. *If the applicant, or any portion of the applicant, is a public company, it is not necessary to list shareholders*
- Examples and/or narratives that substantiate the applicant's understanding of and experience with Internal Controls.

G.4 COMPLIANCE

Provide the following information on whether the applicant or its Key Persons has ever:

- Been employed by the Massachusetts Gaming Commission
- Possessed a gaming license (casino, video gaming, charitable games, lottery, pari-mutuel, sports wagering, etc.) issued by any jurisdiction – *if so, please provide a copy of each license*
- Held or holds a direct, indirect, or attributed interest in any business that intends to apply for a license with the Commonwealth
- Withdrawn a gaming license application, in any jurisdiction – *if so, please submit a detailed description of each withdrawal*
- Been denied a gaming-related license or finding of suitability, in any jurisdiction – *if so, submit a detailed statement describing the denial and/or related findings*
- Had a gaming license suspended, in any jurisdiction – *if so, include a detailed statement regarding each suspension*
- Had a gaming license revoked, in any jurisdiction, or has had disciplinary action initiated to revoke a license – *if so, submit a detailed description of each revocation or action initiated*
- Had a gaming license non-renewed or considered for non-renewal, in any jurisdiction – *if so, provide a detailed description of the circumstances*
- Been found unsuitable gaming license non-renewed or considered for non-renewal, in any jurisdiction – *if so, provide a detailed description of the circumstances*

Applicant: Bally's Interactive, LLC

SIGNATURE FORMS

Applicant: Bally's Interactive, LLC

VERIFICATION AND AUTHENTICATION

The applicant, **Bally's Interactive, LLC**, hereby authorizes the Commission, the Executive Director of the Commission, the Investigations and Enforcement Bureau, and or their respective designees to take all necessary and reasonable steps to verify and authenticate any information or materials submitted in conjunction with this application and agrees to fully cooperate in such an inquiry. Further, the applicant is aware that if any of the responses to any question in this application are determined to be false, or if they are misleading, the application may be denied. The applicant acknowledges its continuing duty to provide updated information and or promptly notify the Commission of any changes to the information or materials, of which it becomes aware or should be aware, that were provided in response to any question in this application.

Aditya Dhandhania

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

Applicant: Bally's Interactive, LLC

ATTESTATION

I, Aditya Dhandhanian, on behalf of Bally's Interactive, LLC hereby swear or affirm under the pains and penalties of perjury that the information contained in this Application form and all materials accompanying said form are true and accurate to the best of my knowledge and understanding; that I have reviewed the information contained in the Application form for accuracy; that I read and understand the questions and responses on the Application form; that any document accompanying this Application that is not an original document is a true copy of the original document; that I have read and understood all applicable provisions of 205 CMR and G.L. c.23N; that the applicant agrees to all terms, conditions, and obligations made applicable to all applicants for a sports wagering operator license; that in the event that the applicant is awarded an operator license it agrees to all obligations, terms, and conditions imposed upon a successful applicant; and that I am authorized to submit this application on behalf of the applicant.

Aditya Dhandhanian

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

Applicant: Bally's Interactive, LLC

WAIVER OF LIABILITY

Aditya Dhandhanian

hereby holds the Commonwealth of Massachusetts and its instrumentalities and agents, including but not limited to the Massachusetts Gaming Commission and its agents, representatives and employees harmless, both individually and collectively, from any and all claims of liability for damages of whatever kind, resulting at any time from any disclosure or publication of information acquired during the application process or the use of any information provided in furtherance of this application.

Aditya Dhandhanian

Name of Authorized Individual

COO

Position with Applicant



Signature of Authorized Individual

11/15/22

Date

B.1 Applicants ability to offer Sports Wagering in the Commonwealth

Bally's Interactive has put together a platform that combines the expertise of a vertically integrated sports betting technology stack along with an industry leading i-Gaming platform:

- The Bet.Works sports betting platform, which is operational in four states, providing both mobile-only and omnichannel casino Operators with a product that comprises a proprietary technology stack, purpose-built for the US market.
- The Gamesys Group platform, a top tier iGaming platform with a 20-year track record of success in the industry through its customer-centric technology and iCasino experience

[REDACTED]

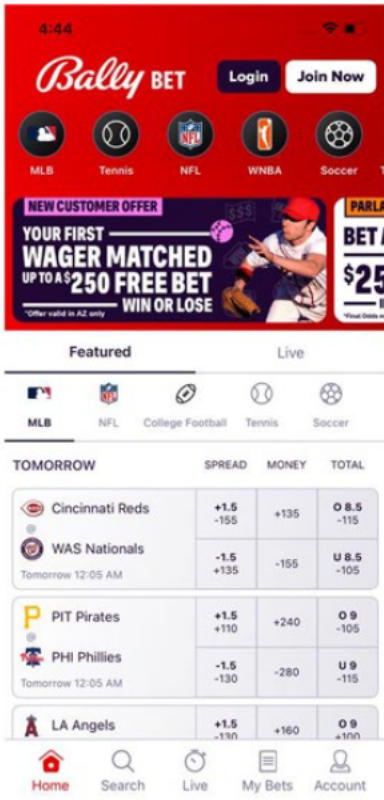
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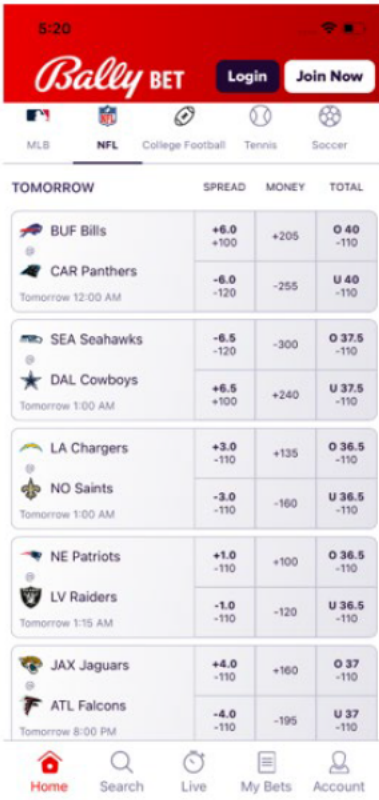
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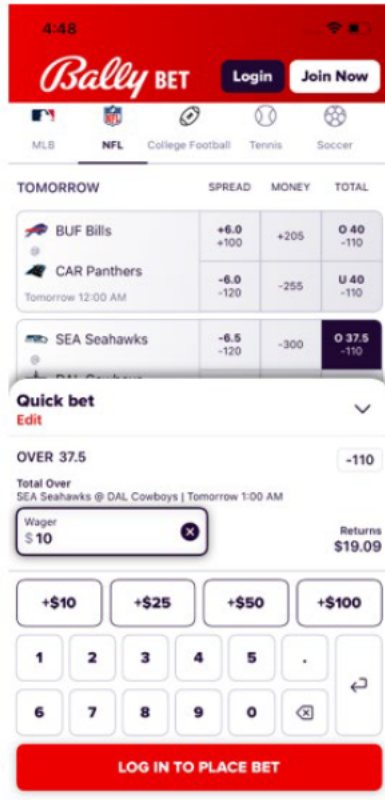
[REDACTED]



Bally Bet 2.0 Home



Bally Bet 2.0 NFL page



Bally Bet 2.0 Bet slip

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Bally's is keen to introduce this platform to the residents of Massachusetts.

Current jurisdictions

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Sports wagering integrity

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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License	License No.	Expiration	Description	Regulating Authority
[Redacted Content]				

License	License No.	Expiration	Description	Regulating Authority
[Redacted Content]				

License	License No.	Expiration	Description	Regulating Authority
[Redacted Content]				

License	License No.	Expiration	Description	Regulating Authority
[Redacted Content]				

License	License No.	Expiration	Description	Regulating Authority

B.3 Sports Wagering Experience – Description of Sports Wagering Platform

Player Registration and Account Management

The Bally Bet wagering platform will not accept wagers from individuals without a valid account, meaning that they must pass the Know Your Customer (KYC) flow to verify their identity and age at account registration. During the registration process patrons are required to provide personal details that are used to validate their identity including that their age is 21 years or older. The following fields are mandatory upon registration:

- a. First Name
- b. Last Name
- c. Email
- d. Phone Number
- e. Full Date of Birth
- f. Last 4 digits of SSN
- g. Address, City, State, ZIP
- h. Alias/Username
- i. Password (must be a minimum of 8 characters with at least 1 letter, 1 digit, and 1 special character on the US keyboard)



The patrons must specify a username and password in order to log in to their online account, with the following restrictions:

- The Alias/Username must be unique in the system.
- Password (must be a minimum of 8 characters with at least 1 letter, 1 digit, and 1 special character on the US keyboard)

The system checks the information provided against the prohibited players lists--both internal and external (relevant regulator self-exclusion policy). In addition, the information is sent to an approved KYC 3rd party provider to verify its veracity.



[REDACTED]

[REDACTED]

Responsible gambling tools

Bally Bet is committed to the principles behind responsible gaming and will enforce all current regulations required in Massachusetts Gaming. We block underage players or those on government, regulator and operator exclusion lists from registering and placing bets, and we employ cutting-edge identity verification services. Multiple screens on the mobile app and website provide links to responsible gaming resources.

[REDACTED]

- [REDACTED]

- [REDACTED]

- [REDACTED]

- [REDACTED]

- [REDACTED]

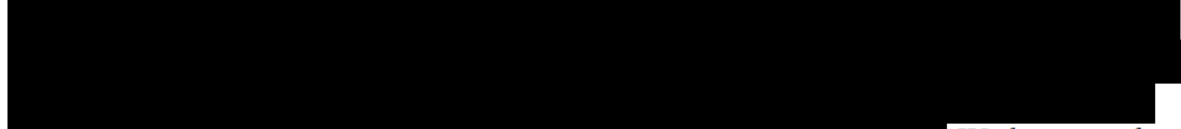
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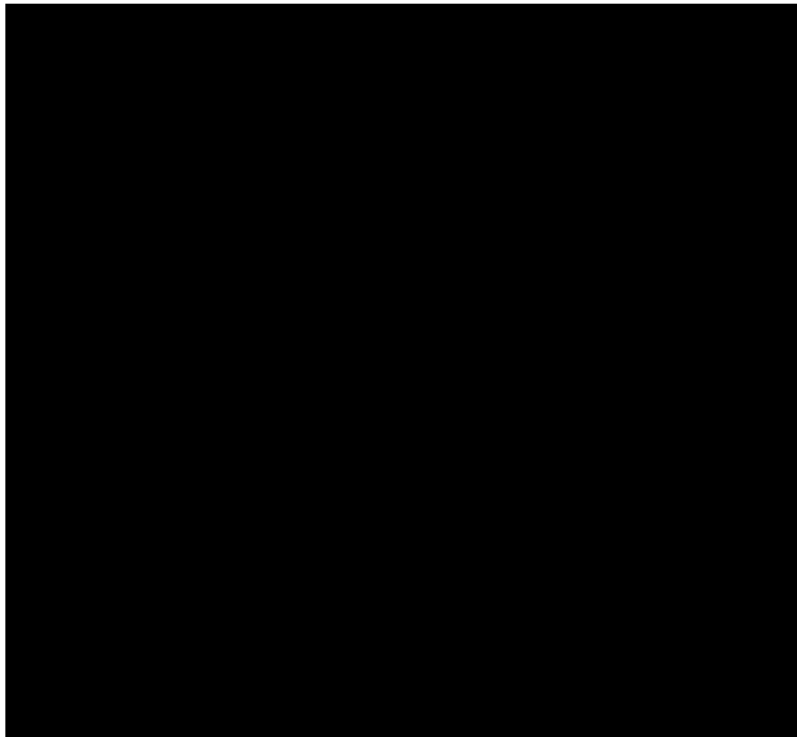
Player account management

Through the merging of Gamesys Group, Bally’s incorporated its world-class online gambling platform (Excite Platform) as a core component (PAM) for the new Bally Bet platform, leveraging on Gamesys’ 20 years’ worth of experience, as well as the 700strong engineering workforce, building highly performant, secure and platform.

The Excite Platform has been evolving for over 20 years and is now a mature and proven technology stack. Excite is continually under development and being upgraded to the latest industry standards and best practices



We boast market-leading iOS and Android app implementations delivering extremely strong player experience on mobile.



Excite Operator Ecosystem

The Operator Ecosystem consists of the minimal products required to provide a PAM. Its primary responsibilities include:

- Allowing players to register and authenticate themselves with the Operator
- Provide players with a gaming wallet that can be topped up via payment or bonuses and is used to wager on any real money games.

- Enforcement of any operator rules based on other Product key events through use enforcement of blocks e.g., KYC Status of a customer, AML status, Limits imposed, new T&Cs etc.

It will ensure that a player cannot make any cash/bonus transactions or even login when they have blocks in place.

Excite Geolocation

The Excite PAM is integrated with the industry standard, GeoComply, for geolocation checks. GeoComply is integrated with the mobile app (embedded via an SDK), standalone mobile app for mobile web, and the desktop web application via a desktop plugin that users must install. When a player chooses to make a sports wager, Geolocation check is performed. The check is performed in the background and will restrict the bet being placed until completed. The player will see a delay in the bet being placed until the check is completed. If the geolocation check fails, it will not place the bet.

Player dispute resolution

Patrons may communicate complaints via phone, email, and chat. The CS Manager will be notified and copied on all patron complaints and responses to ensure:

- [REDACTED]

If Bally Bet is unable to resolve a complaint, the Patron may contact the MGC. All Internet Dispute Forms filed with the MGC will be accompanied by a copy of the original complaint filed with Bally Bet and the response that led to the filing of the dispute form.

[REDACTED]

[REDACTED]

[REDACTED]

- [REDACTED]

[REDACTED]

[REDACTED]

Marketing, Branding and Promotions

The history of the Bally's brand is of significance as well as our recent mergers and acquisitions activity that has led to our ownership of 16 casinos in 11 states, with access to online sports betting licenses in 15 states.

In a 2021 study conducted by consultancy Interbrand, publishers of the annual Best Global Brands Report, respondents expressed a 77% awareness level and an 82% favourability rate for the Bally's brand. Unquestionably, Bally's has a storied past and a bright future.

Bally's will use an integrated approach to marketing and advertising in Massachusetts, understanding the expanded consumer touchpoints brought on by advancements in digital media. As we believe our gaming entertainment ecosystem will become the broadest and most comprehensive in the industry, our approach will be best-in-class and, as such, include restrictions on target audiences, outlets, and branding, while mandating the inclusion of responsible gaming in all marketing activities.

[REDACTED]

Advertisements will be tagged with responsible gaming messages and procedures will be implemented to ensure that promotions and advertising are not directed towards underage and excluded individuals.

[REDACTED]

[REDACTED]

CREATIVE EXAMPLES

Bally BET
SPORTSBOOK

NEW

NOW LIVE IN NEW YORK!
YOUR
\$20 FREE BET
IS WAITING*

DOWNLOAD NOW

Available on the **App Store** | GET IT ON **Google Play**

*Terms and conditions apply.



BET ON ALL YOUR FAVORITE SPORTS

21+

Bally BET | *McWing*

OFFICIAL BETTING PARTNER OF THE PHOENIX MERCURY

NEW CUSTOMERS GET A FIRST BET MATCH UP TO

\$250 WIN - OR - LOSE

DOWNLOAD NOW

Available on the **App Store** | GET IT ON **Google Play**

21+

[REDACTED]

[REDACTED]

[REDACTED]

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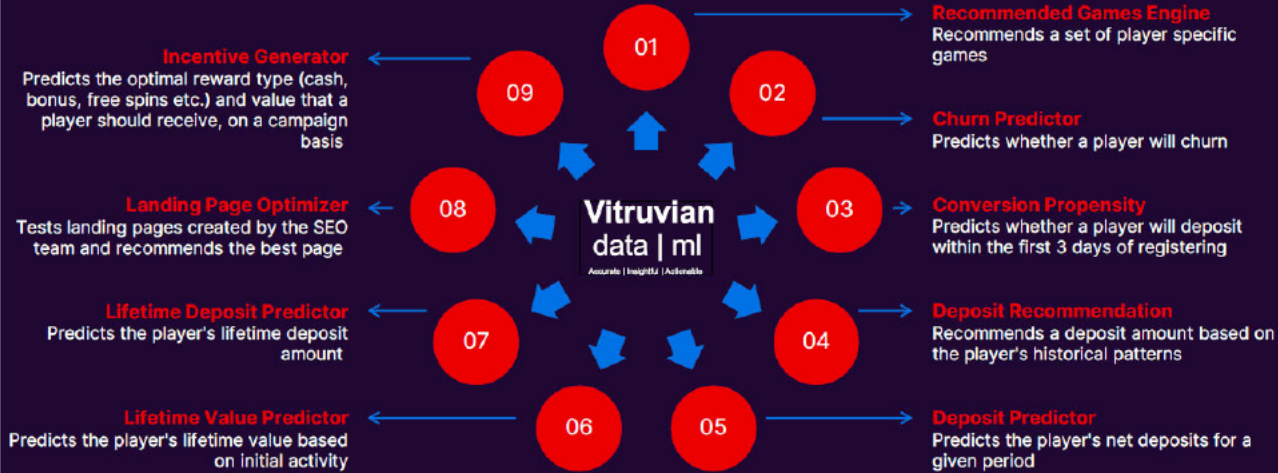
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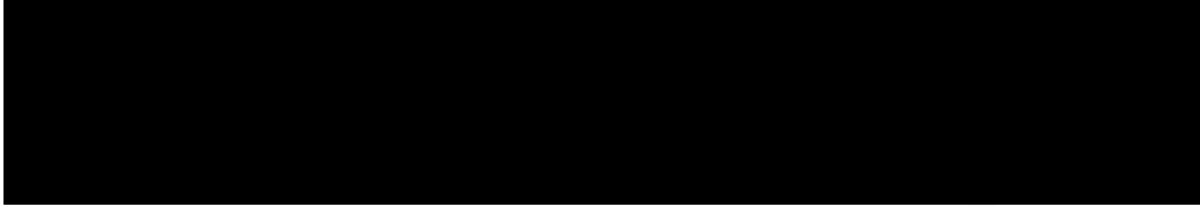


TECH STACK POWERING DATA DRIVEN CUSTOMER JOURNEYS



B.3.c Sports Wagering Experience – Estimated Wagering Activity (annually)

Based on scenarios shared in C.2 Projected Revenue, our revenue models have determined that Bally Bet projected handle could be as follows:



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B3.d. Jurisdictions where the platform is currently licensed and operating

Affiliated Entity	License	License No.	Regulating Authority
[Redacted Content]			

B.4 SPORTS WAGERING EXPERTISE – TECHNICAL FEATURES & OPERATION OF PLATFORM

Overview of technical standards, features, and operation of the platform

[REDACTED]

[REDACTED]

[REDACTED]

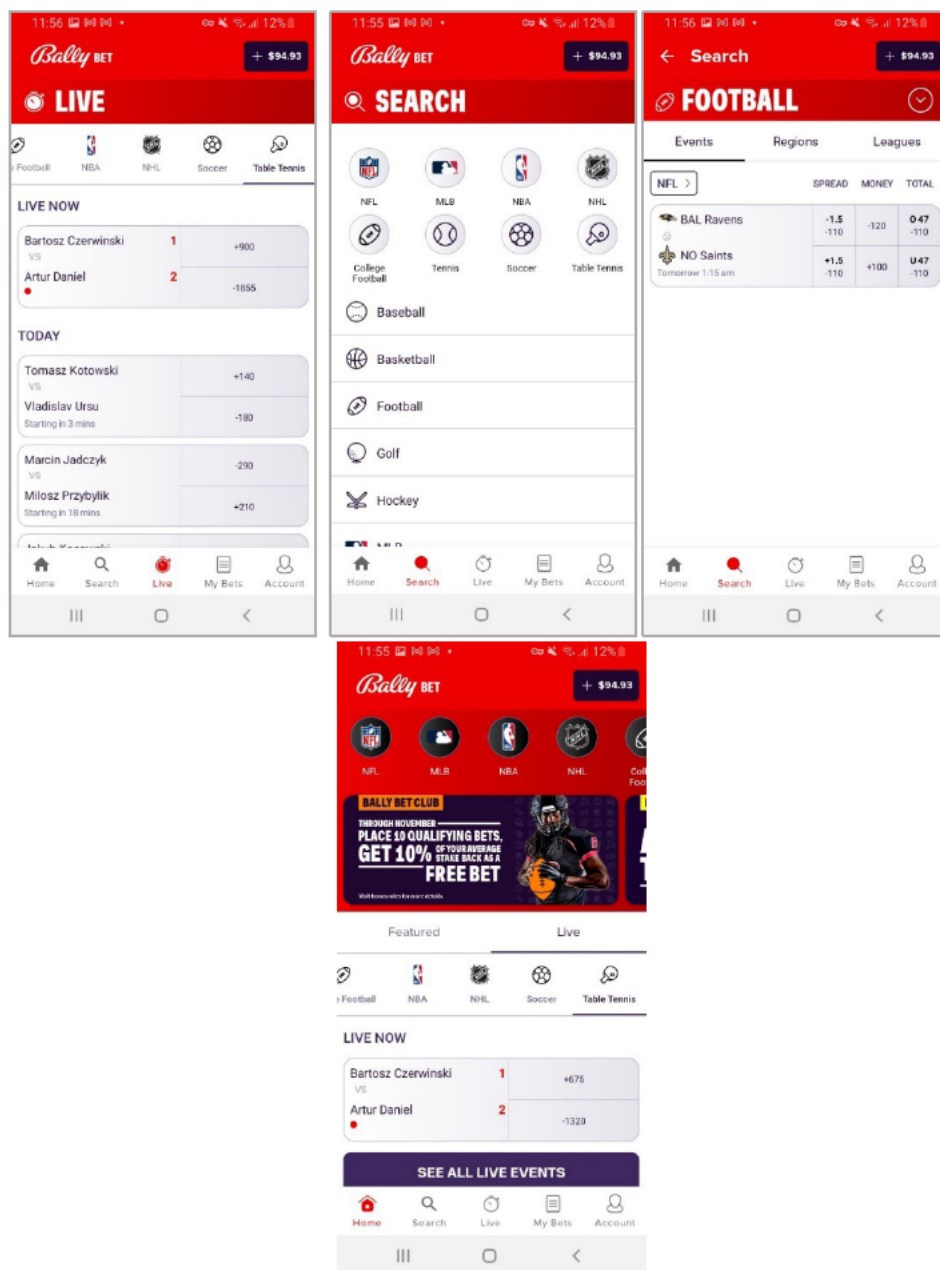
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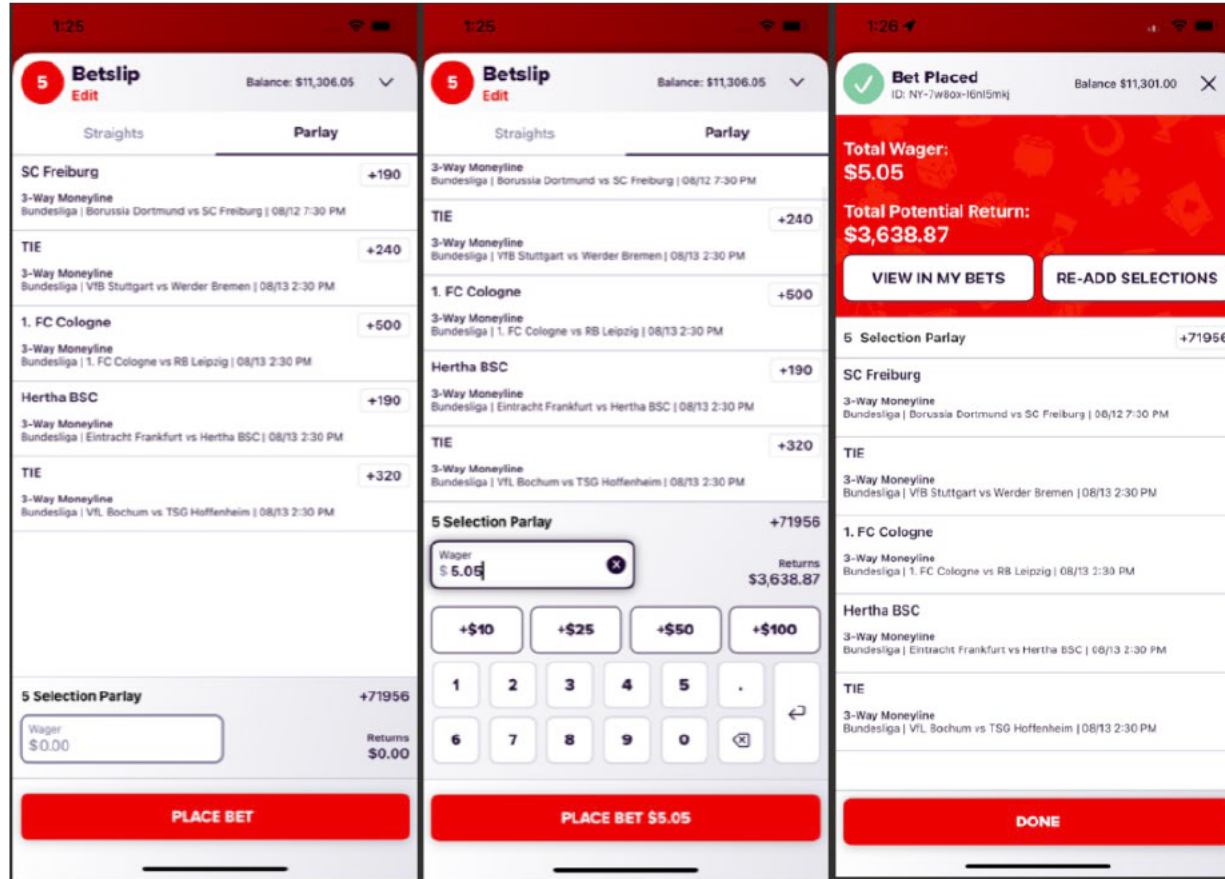
[REDACTED]

[REDACTED]

Sample wagering menu



Sample Betting slip



[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

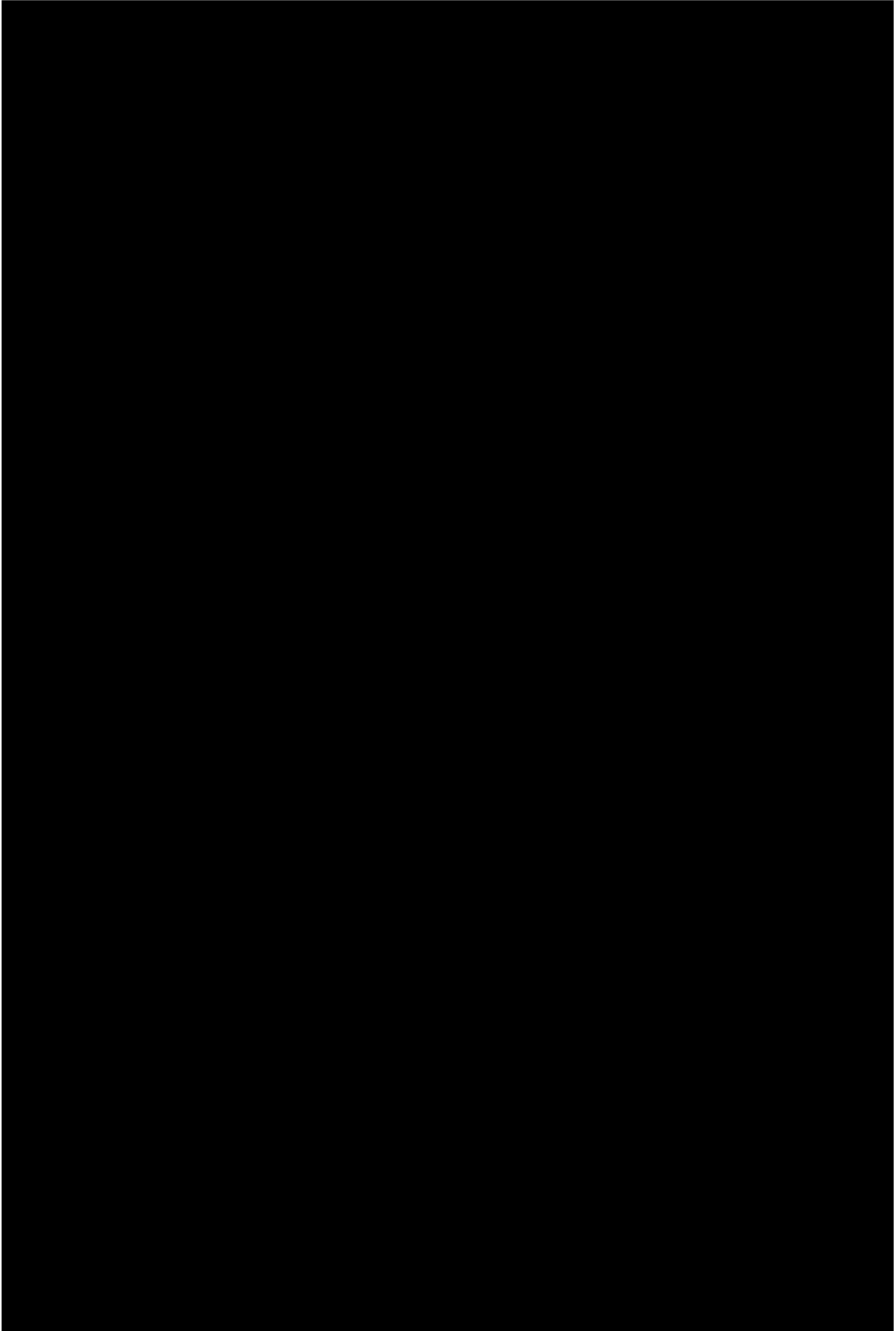
C1. Employment Opportunities Within the Commonwealth

[REDACTED]

[REDACTED]



Massachusetts 5 Year P&L Assumptions



Massachusetts 5 Year P&L Summary

Best Case Scenario



Massachusetts 5 Year P&L Summary

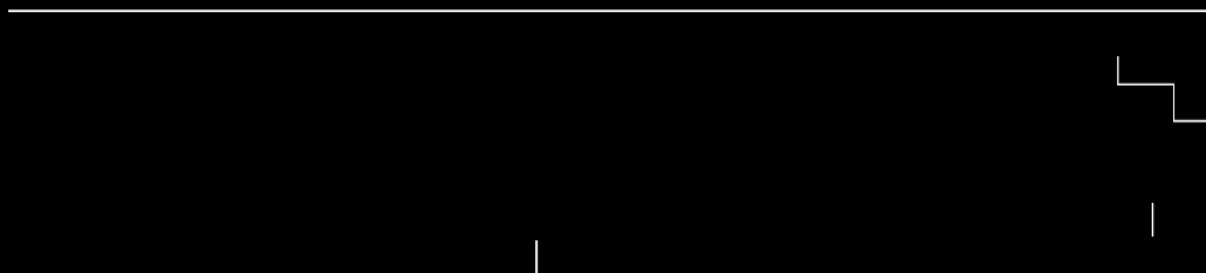
Average Scenario



Massachusetts 5 Year P&L Summary

Worst Case Scenario







SPORTS WAGERING OPERATOR CERTIFICATION REGARDING SUITABILITY OF APPLICANT AND QUALIFIER

The Investigations and Enforcement Bureau of the Massachusetts Gaming Commission requires that the Applicant and each Qualifier submit this Certification.

Section 1 FOR THE APPLICANT FOR OPERATOR LICENSE:

I, as the duly authorized representative of the Applicant for the Operator License, do hereby certify under the pains and penalties of perjury that to the best of my reasonable knowledge and belief, the Applicant and all of the individuals and entities designated as Qualifiers for the application are suitable to hold a license pursuant to M.G.L. c. 23N, §§ 5, 6, and 9(a), and 205 CMR.

Signature of Authorized Certifying Official:  Date: 11/17/2022
6AF65B7E63D4471...

Printed Name and Title: Aditya Dhandhanian- Chief Operating Officer

Name of Applicant for Operator License: Bally's Interactive, LLC

Section 2 FOR EACH QUALIFIER:

I understand that the Massachusetts Gaming Commission may deny an application for a Sports Wagering License or revoke a Sports Wagering License if the Applicant or Qualifier has willfully, knowingly, recklessly, or intentionally provided false or misleading information to the Commission.

I certify that to the best of my reasonable knowledge and belief, the Qualifier named below is suitable to hold a license pursuant to M.G.L. c. 23N, §§ 5, 6, and 9(a), and 205 CMR.

Signature of ^{Entity} Individual Qualifier:  Date: 11/17/2022
703758B6DFE0468...

Printed Name and Title: Craig L. Eaton, EVP and General Counsel

Name of Applicant for Operator License: Bally's Interactive, LLC

WE ARE BALLY'S

The goals underlying the Bally's Diversity Plan are to ensure equal access and to promote diversity, equity, and inclusion in a manner reflective of Bally's corporate culture and commitment to a diverse workforce and growing supplier base.

An environment that welcomes and includes diverse perspectives leads to success in business. This is not a new idea, but it is a good one. Smart companies know that to flourish in a competitive environment and global economy, all ideas must be on the table. Our mission is to advance inclusion in ways that embrace all people and to commit to equity, recognizing that we do not all start from the same place. Therefore, acknowledging the adjustments that are required to support individual success, partner investments and the elevation of socio-economic and environmental standards. At Bally's, we believe when inclusion and equity are in alignment with our company's purpose and values, diversity is an organic outcome. Our policies reflect these beliefs, and it drives our corporate culture.

Even as a new business entity, Bally's Corporation, recognizes the importance of aiming for the sort of success that our employees, our families, our investors, and our customers can be proud of. Success can be achieved in an environment that welcomes input from every employee and customer, regardless of age, race, color, religious creed, ancestry, sex (which includes sex assigned at birth; sexual orientation; gender identity, expression, and transition; and transgender identity), national origin, disability, veteran status, or any other protected characteristic.

Diversity, equity, and inclusion will be key components of the Company's business plan. Together, they are structural beams that will run throughout the architecture of the Company's entire business. To further facilitate an open and welcome environment for all, the Company is committed to diversity, equity, and inclusion, both internally with our employees and externally with our suppliers. The Company will carefully analyze its diversity practices, emphasizing initiatives that are customized for the communities or have been demonstrated as best practices across Bally's enterprise.

We also recognize the importance of developing and innovative approach to align with the legislative diversity goals of the state of Massachusetts.

KEY OBJECTIVES

The Company will strive to promote its Diversity, Equity, and Inclusion objectives with the central goal of equal opportunity and access in all aspects of the business by delivering on these core objectives to:

- Engage a diverse and inclusive workforce where distinct cultures, capabilities, genders, and ages are respected, and cultivated as a strength
- Solicit diverse business partners including investors that reflect the diversity of the surrounding communities
- Foster a diverse and inclusive work environment with policies, procedures, and systems that support and encourage the principles of diversity, equity, and inclusion

- Establish a higher quality of patron relations through better understanding of varying backgrounds, and presenting positive business practices
- Promote cooperation, collaboration, and team building amongst workforce members
- Enrich our surrounding communities through inclusion of all cultures

Workforce Development -- Meet the Ballyverse!

Diversity does not happen by chance and is intentional in all aspects of our business. In the best of companies, leadership starts at the top. Our Chairman of the Board, the Chief Executive Officer, and the President of our Interactive arm, all represent diverse segments of the population, and they shoulder the expressed values that advance diversity at Bally's. Our Ballyverse is growing and evolving with each acquisition and entry into new markets. Representation in our governance model where 4 out the 9 Directors are minorities (including women). Our recent statistics for our retail properties are 51% female. Minorities make up 50% of our employees across our footprint of 17 casinos across 11 states, and the employee mix is highly representative of each property and the market demographics. The leadership is invested in elevating our diversity numbers annually.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Professional development, management knowledge, and simple application of skills learned will foster the Company's objective of being the employer of choice in Massachusetts.

The Bally's corporate culture has also embraced the business and people goals of the LGBTQ+ community at our properties across North America and in the UK/EU. We recognize the value of leveraging a diverse talent pool not only amongst our employee base but also within our supplier base. Investment in these relationships creates a mutually beneficial business climate.

Community Engagement

Bally's Corporation is a global casino entertainment company with a growing presence including award-winning casinos and resorts, as well as a broad portfolio of digital sports betting and casino offerings. With approximately 10,500 employees spread in offices around the world, Bally's Corporation is one of the fastest-growing competitors in the industry. Company assets within the United States include 15 casinos, a horse racing track, and access to online sports betting licenses in 18 states.

[REDACTED]

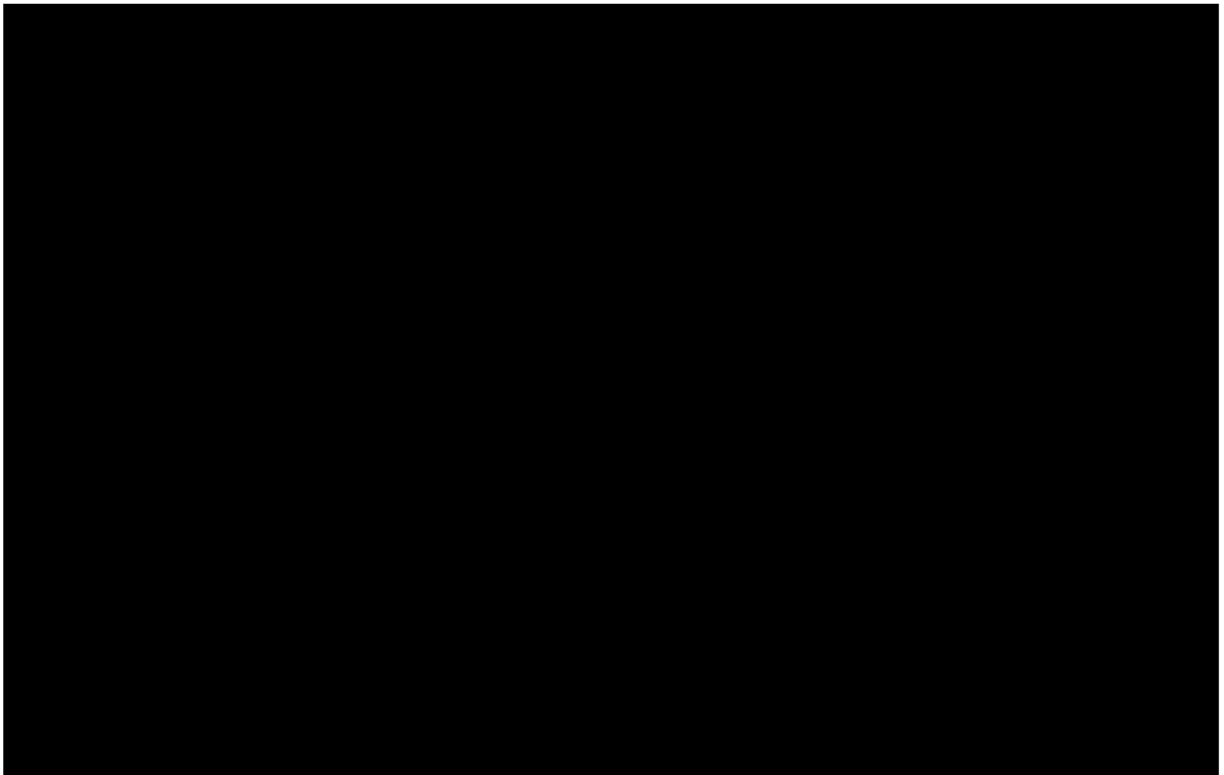
Our Interactive teams in the UK and North America are not only talented but diverse in their areas of expertise. This allows for innovative partnerships with contractors who support the design and build of the sports wagering platforms. This diversity of thought, coupled with varying cross-generational talent encourages an "open door" to vendors and suppliers. This is key in the development of our unique sports wagering platforms.

Diversity, Equity & Inclusion – Corporate Structure

Our Chairman of the Board, the Chief Executive Officer, and the President of our Interactive arm, all represent diverse segments of the population, and they shoulder the expressed values that advance diversity at Bally's.

Our **Ballyverse** is growing and evolving with each acquisition and entry into new markets. Representation in our governance model where 4 out the 9 Directors are minorities (including women). <https://www.ballys.com/about/corporate-governance>

Below illustrates the organizational structure of where the Diversity, Equity and Inclusion team is along with their office location.



ESG

Bally's has created an ESG Steering Committee to oversee and provide executive sponsorship for our corporate ESG strategy, goals and initiatives supporting our employees, community, and environment.

1. The Foundation

The Bally's Foundation is an independent charity organization funded by Bally's Corporation. The Foundation is our way of contributing to a cause which will touch so many of us over the course of our lives.

Issues of mental health have long been met with stigma and mistrust within our society, but we believe that change is on the horizon. We envisage a world in which mental health is treated with the same urgency and compassion as physical health – the Bally's Foundation is our way of striving towards that dream. Historically, the

Foundation's goal was to identify and support causes promoting mental wellness across the global community. The Bally's Foundation is the embodiment of our wish to build a kinder world. The Foundation operates as an independent charity; it is also inextricably linked with Bally's and its subsidiaries.

2. Responsible Gaming

Bally's is a member of the National Council on Problem Gambling. Our properties participate in Responsible Gaming programs provided by their respective regulators including "Self-Exclusion" programs. Certain Bally's properties have Responsible Gaming Champions that are provided additional training to support this initiative.

Responsible Gaming is a top priority for Bally's. The Company has a corporate policy which requires all employees to be trained on responsible gaming to ensure staff members are prepared to provide assistance to individuals who may be unable to keep their gambling at responsible levels. [REDACTED]

The International Center for Responsible Gaming (ICRG) recently received a \$600,000 donation from Bally's Corporation to support multi-year, cutting-edge scientific research on gambling among young adults and the usage and effectiveness of responsible gambling tools.

CONCLUSION

The Company desires for its workforce to collaborate as a team to develop a high-performing, diverse, and inclusive work environment reflective of its community. We strive to create a company culture where all ideas and all contributions are valued. Our commitment to making diversity, equity, and inclusion the foundation of our culture is driven not only from our desire to enhance the community, but also from its importance to maintaining a sound business strategy.

Bally's growth trajectory is on a fast track for market share in all facets of our technology company, and we are redefining the customer experience. Our external growth is only one component of the strategy in our efforts to become "a world class operator" -- with the desire to contribute nationally and globally to an inclusive economy. We hope that we can include Massachusetts and its citizens in our plans forward.

Bally's Interactive Responsible Gaming Policies, Advertising & Promotional Plans and History of Demonstrated Commitment

E.1 Bally's Interactive's Responsible Gaming Policies

- [REDACTED]
- [REDACTED]
- [REDACTED]
- Bally Bet's site and apps prominently display RG logos at the top, linking to resources for patrons to learn more about responsible gaming.
- A Responsible Gaming link is present in the footer of all website content pages
- A robust FAQ section of the site include a dedicated RG portion that educates players of both on-site/in-app capabilities as well as outside resources to manage their gambling.
- Bally's Interactive participate in educational awareness months in March and September, proactively reminding patrons to bet responsibly and providing them with education and resources to best navigate their gaming experiences.
- [REDACTED]
- [REDACTED]

- [REDACTED]
- Bally's Interactive promotes Responsible Gaming by way of participation in education initiatives both at a state and national level, this includes both sponsorship of key events as well as education proactively provided to the community. We advocate for responsible gaming during marketing communications, customer service communications, and when on-site/in-app.



- [REDACTED]

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Bally BET
SPORTSBOOK

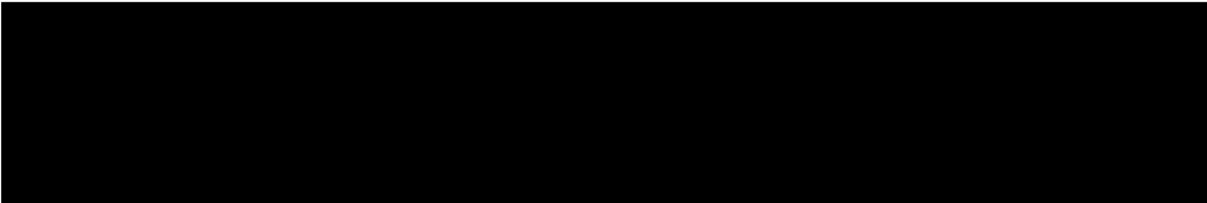
NOW LIVE IN NEW YORK!
YOUR
\$20 FREE BET
IS WAITING*

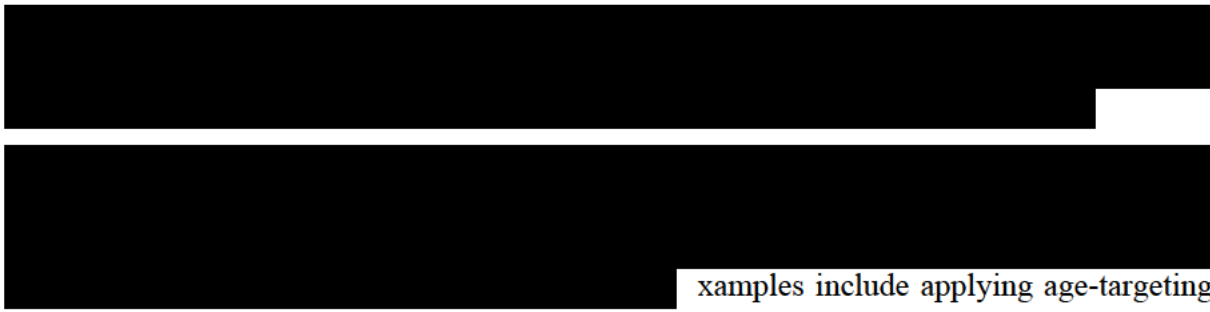
DOWNLOAD NOW  

NEW



*Terms and conditions apply.





Examples include applying age-targeting where applicable and ensuring that we apply robust site-list exclusions via our buying platforms to avoid appearing against content that could be seen as likely to appeal to minors.

All advertising creative displays prominent minimum age information. Alongside our age-targeting exclusions we are confident that risk of minors being exposed to our advertising is significantly minimized.



In granting a license to operate in Massachusetts, Bally's Interactive will continue its practice



E.3 Bally's Interactive's History of Demonstrated Commitment



- Bally's Interactive takes proactive steps to ensure the community is aware of our stance on Responsible Gaming by having multiple access points to information.
- Responsible Gaming information is displayed in, but not limited to the following areas/initiatives:
 - RG logo prevalent in-app/on-site at all times in the top menu
 - RG page located in the footer of all pages, containing:
 - Know your Limits
 - Playing responsibly with gaming limits
 - Getting Further Help
 - Self-Assessment Questions
 - Underage Gambling
 - Protecting Minors and Parental Controls
 - Account Access Controls
 - How Bally Bet keeps accounts secure
 - Account Disputes / Complaint Procedure
 - A robust FAQ/Help Center including RG articles about:
 - Self-Exclusion
 - Account Closures
 - Personal Limits
 - Account Time Outs
 - Terms and conditions


An example illustrated here from our sister casino site in New Jersey:
<https://nj.ballycasino.com/responsible-gaming>

- Bally's Interactive participates annually in March's Problem Gambling Awareness Month, presented by the National Council on Problem Gambling (NCPG), and the American Gaming Association's (AGA) Responsible Gaming Education month in September. [REDACTED]



<https://www.americangaming.org/event/rgem22/>

<https://www.ncpgambling.org/pgam/>

- Bally's Corporation donated \$600,000 to the International Center for Responsible Gaming (ICRG) to support multi-year, cutting-edge scientific research on gambling among young adults and the usage and effectiveness of responsible gambling tools. <https://www.icrg.org/press-room/press-release/archives/international-center-responsible-gaming-receives-600000-donation>
- 
- Bally's Corporation's continued partnerships with the NCPG as well as the AGA ensure we are among the industry leaders when it comes to proactively educate patrons about the harms associated with gambling and how to mitigate them.
- In the UK, Bally's Interactive is a Category A member of the Betting & Gambling Council (BGC), the standards body for the regulated UK betting and gaming industry, to drive high ethical standards, create a culture of safer betting and gaming and build public and institutional trust in our world class industry. This industry standards body develops codes to drive up standards, such as the code for the display of safer gambling information, safer game design, safer advertising (whistle to whistle ban, protecting youth on social media, age gating), single customer view. Additionally, several codes of conduct were released during the pandemic to ensure customers were protected during what was a most distressing time across the world. UKGC now reports historically low levels of problem gambling, sitting at just 0.3% in the UK in 2022.
- Within the UK Bally's Interactive, though its merger with Gamesys Group, was issued the highest-level award for adopting a wide range of safer gambling measures that go beyond the social responsibility provisions of their gambling license by GamCare in the UK. Gamesys further responsible gaming accolades include the 'socially responsible marketing campaign' winner at the EGR Marketing and Innovation Awards 2021, second place for EGR's Safer Gambling Operator of the Year in 2021, and EGR's Operator of the Year for 2021. Bally's is also an active participant in the UK's Safer Gambling Week an industry wide initiative in the UK where safer gambling is encouraged on site, in betting shops/casinos, and on social media.
- Bally's Corporation supports the UK's Safer Gambling Week. Industry wide initiative in the UK where safer gambling is encouraged on site, in betting shops/casinos, and on social media.

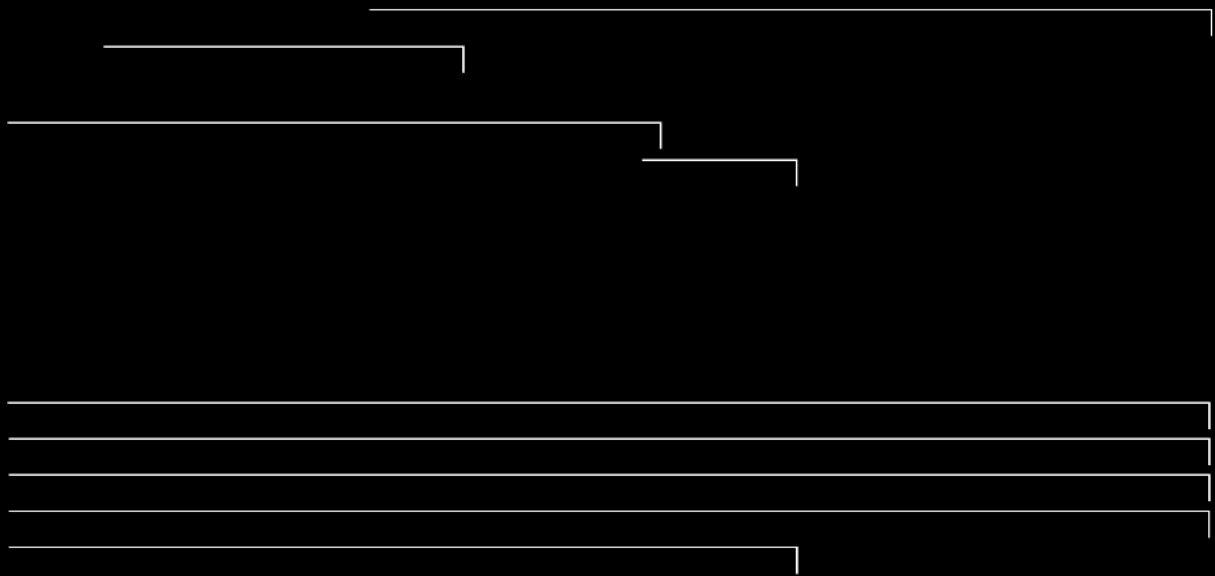


Fines, violations, or citations

Bally's Interactive have received 2 violations, in 2022

- Bally's Interactive was issued fines by the Indiana Gaming Commission (IGC) for \$1,500 when a media partner mistakenly aired a sports wagering promotion on its streaming service prior to Bally's Interactive receiving approval for the promotion from the IGC. In response the media partner agreed to provide Bally's Interactive with the planned streaming schedule along with the broadcast advertising schedule.
- IGC issued Bally's Interactive a \$500 fine for failing to timely notify the IGC of a position title change for a PD-1 license holder, a \$2,500 fine for multiple late notifications of employee terminations, a \$1,000 fine for the delayed submission of a self-exclusion reconciliation audit, and a \$1,625 for multiple discrepancies on the required self-exclusion audit. In response, Bally's Interactive hired a dedicated Licensing Analyst and worked with the IGC and Bally's Evansville Casino to enhance the self-exclusion reconciliation process.

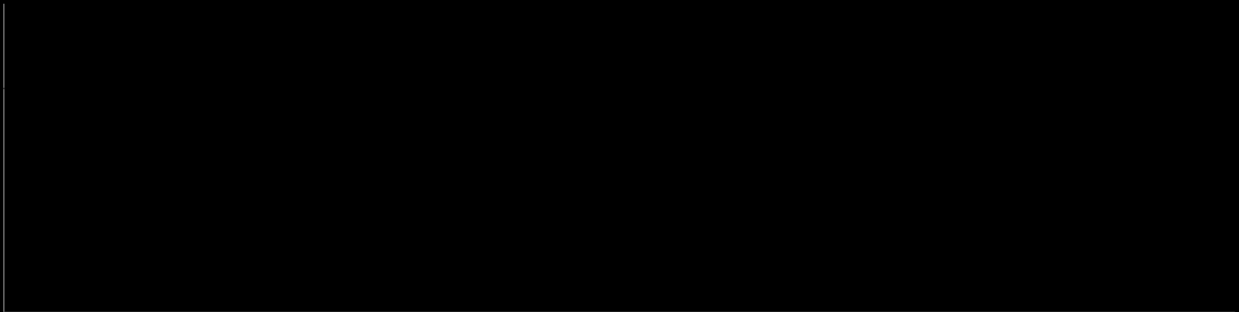
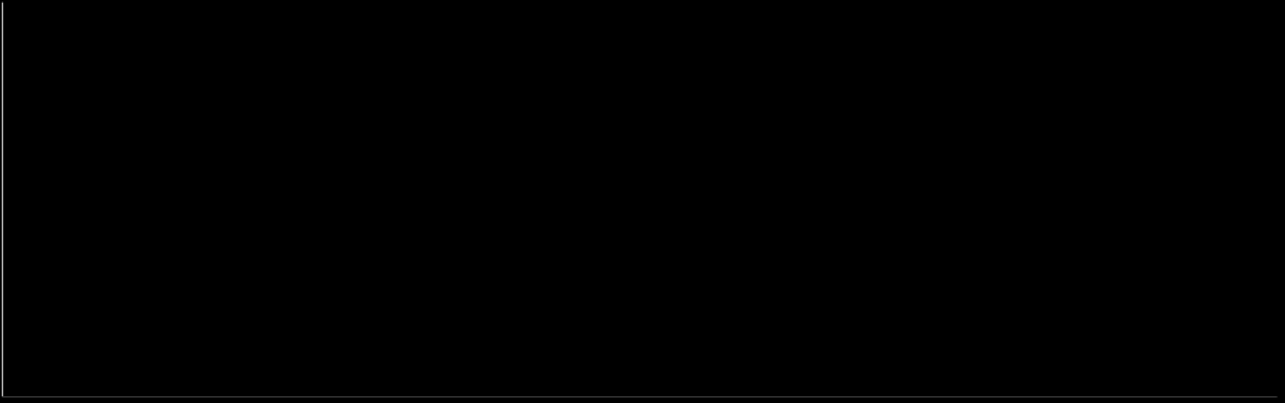
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Vertical line

Vertical line

Horizontal line





TECHNICAL ISSUES AND FRAUDULENT ACTIVITY

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Bally's Interactive Know Your Customer Processes & Procedures

F.2 Know Your Customer

The Bally Bet platform conducts identity verification [REDACTED] to authenticate each patron's identity and confirm that the patron is not:

- i. On any Office of Foreign Assets Control sanctions or Politically Exposed Persons lists,
- ii. Underage, or
- iii. Deceased.

If the patron is successfully verified, the patron is then screened [REDACTED]

[REDACTED] patrons who self-exclude will have all eligible funds in their account paid out to them in full within a reasonable amount of time. If a self-excluded patron does place a wager, the GF Team will report the patron's name, date of participation, amount of money forfeited, and any other actions taken, to the Massachusetts Gaming Commission within twenty-four hours of discovery.

The Bally Bet wagering platform will not accept wagers from individuals without a valid account, meaning that they must pass the Know Your Customer (KYC) flow to verify their identity and age at account registration. During the registration process patrons are required to provide personal details that are used to validate their identity including that their age is 21 years or older. The following fields are mandatory upon registration:

- a. First Name
- b. Last Name
- c. Email
- d. Phone Number
- e. Full Date of Birth
- f. Last 4 digits of SSN
- g. Address, City, State, ZIP
- h. Alias/Username
- i. Password (must be a minimum of 8 characters with at least 1 letter, 1 digit, and 1 special character on the US keyboard)

The information entered at registration is confirmed or rejected via the application programming interface (API). [REDACTED]

[REDACTED] In other words, it limits individuals to a single

account within Bally Bet. If a match is found, the registration attempt is aborted. In instances where a patron fails the automated registration process, such as when their age cannot be verified, they are able to manually verify themselves by submitting a government issued photo ID and photograph, along with any supplemental documentation requested. [REDACTED]

Patrons must provide a strong password that contains at least one letter, one number, and is at least eight characters long. Patrons are advised to not share their password with anyone else to ensure the account is only used by them. [REDACTED]

[REDACTED] As well, patrons can have an email notification sent for any password/security change, and for each login. [REDACTED]

Patrons may only have one account at a time. [REDACTED]

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F.3 TECHNOLOGICAL EXPERTISE AND RELIABILITY

Bally Interactive – Information Security Controls

1. Secure Connectivity and Storage

1.1.Data Transfer

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

service networks are also segregated from the production networks via additional virtual

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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- [REDACTED]
- [REDACTED]

Bally's Interactive IT ensures all the processes function on a 24x7x365 basis.

Various database/data failure scenarios can happen for which the above processes will ensure limited or no data loss.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

As part of Bally's Interactive standard security practices, as dictated by ISO [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

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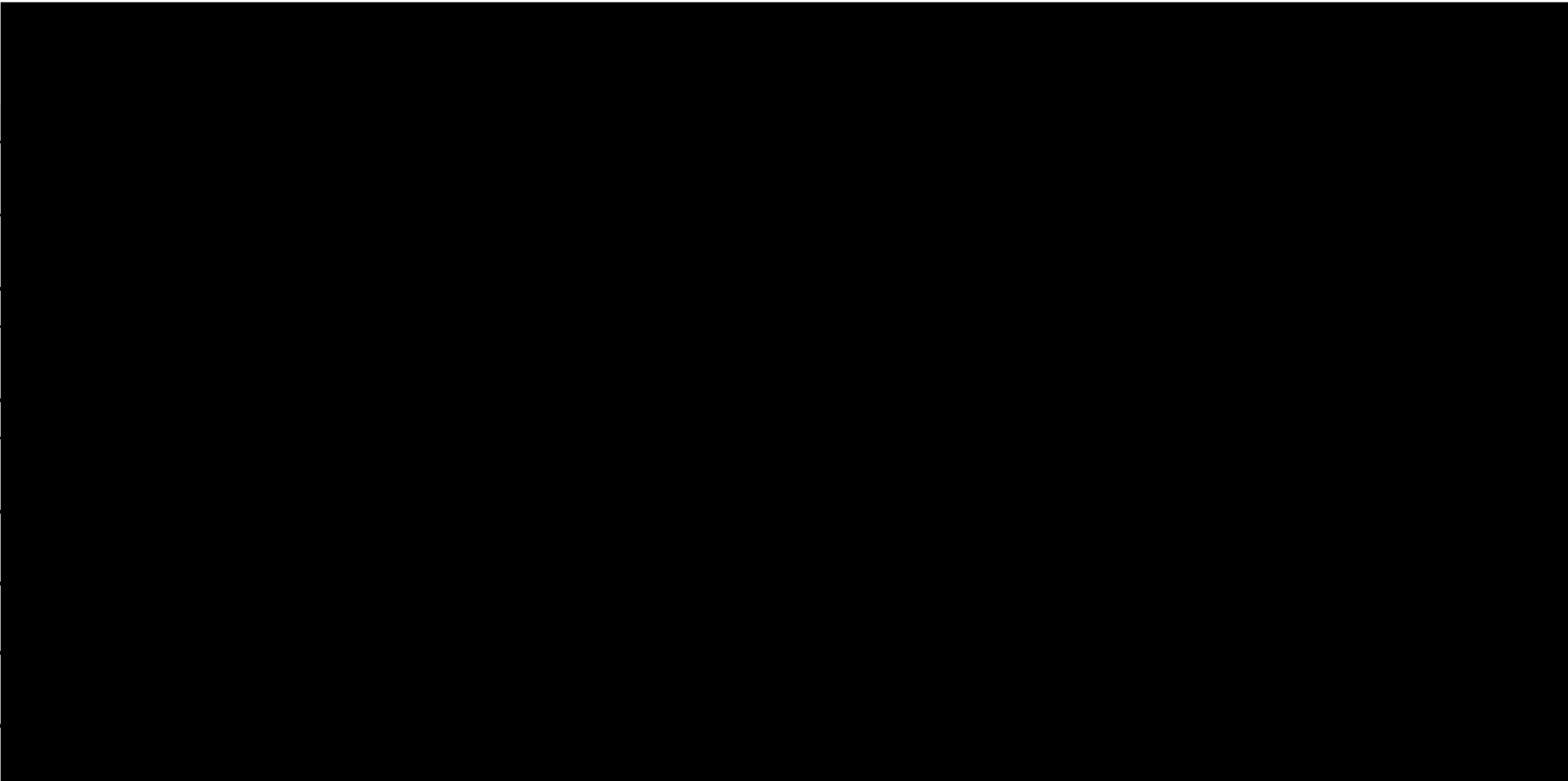
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G1- Suitability- Corporate Integrity

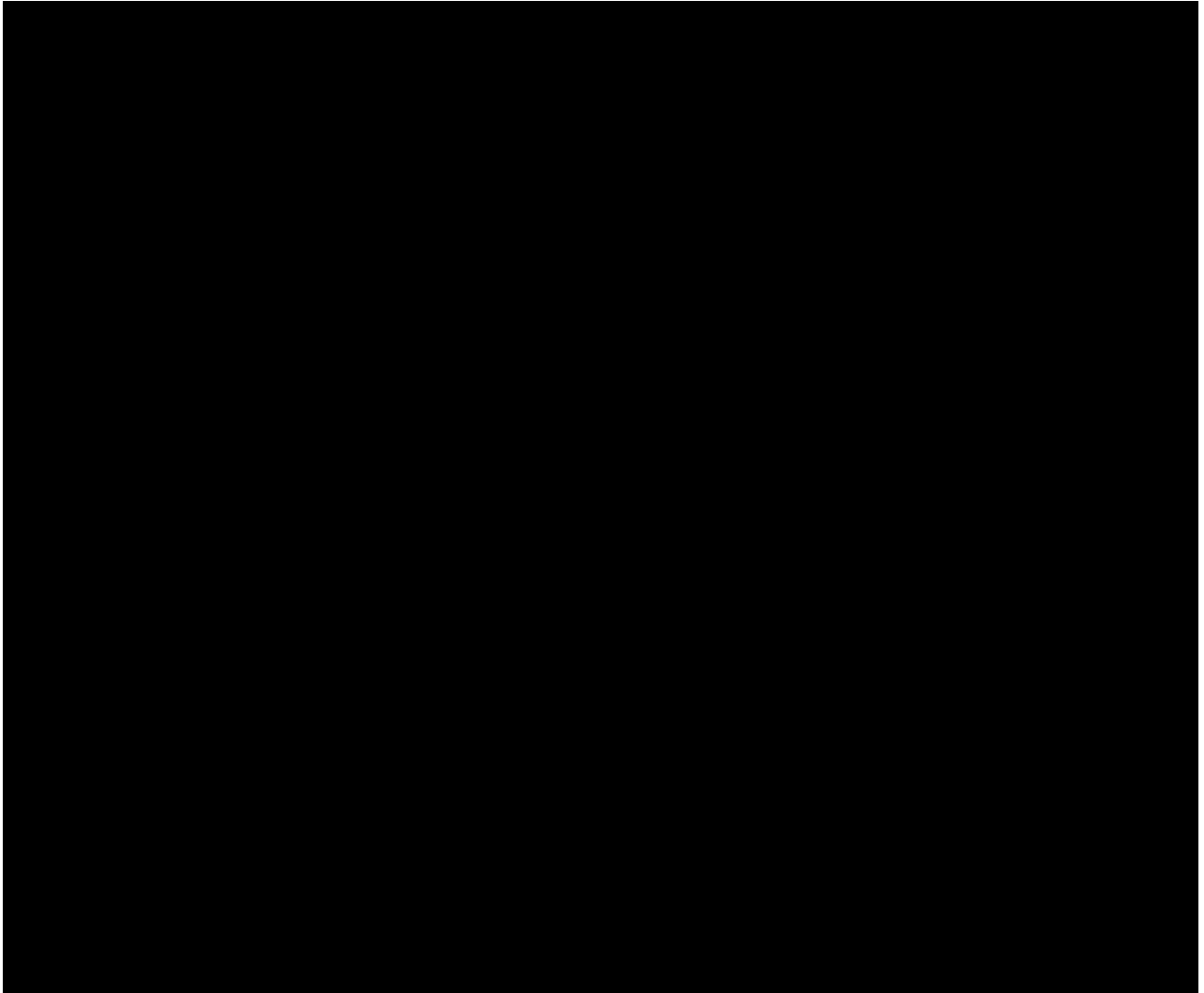


Notes
EXPIRES END OF 2022
EXPIRED



G.1- Suitability- Corporate Integrity

Providers



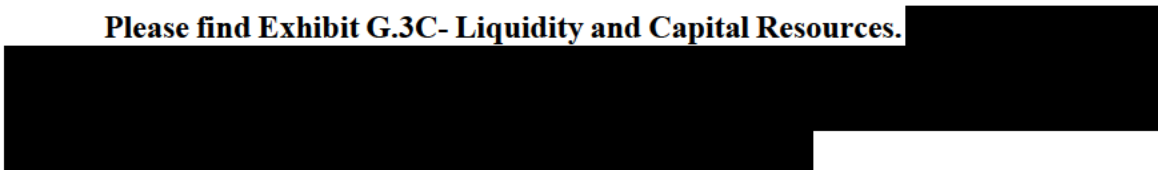


G.3 FINANCIAL STABILITY & INTEGRITY

Please provide the following documents, for the last five (5) fiscal years and through the date of the application:

- b. Documentation demonstrating the financing structure and plan for the proposal, including all sources of capital. *Please include current capital commitments, as well as plan and timing for meeting future capital needs-* N/A
- c. A detailed budget of the proposal cost, including any construction, design, legal and professional, consulting, and all other developmental fees. *Also identify all other pre-launch costs, including training, marketing, and initial startup capital*

Please find Exhibit G.3C- Liquidity and Capital Resources.



- d. An analysis, including best, worst, and average case scenarios, that demonstrates the applicant's plan and capacity for accommodating steep downturns in revenues, and provides examples of those plans and strategies that have been successful in other jurisdictions

Our parent company, Bally's Corporation, which Bally's Interactive, LLC has access to the capital necessary to fund the operations.

- e. What are the Applicant's annual liquidity, leverage, and profitability ratios, including current ratio, debt-to- equity ratio, and gross/net margin ratios?

Please find Exhibit G.3E-Bally's Ratios.

- f. Information pertaining to contracts, loan agreements, and/or commitments that the applicant has breached or defaulted on during the last ten years. *Provide information for any lawsuit, administrative proceeding, or another proceeding that occurred as a result of the breach or default-* Please



- g. A description of any administrative or judicial proceeding, during the last ten years, in which the applicant or any entity that owns 5%, or greater share, was found to have violated a statute or regulation governing its operation- N/A

- h. Any bankruptcy filings made, or proceedings commenced, for any entities owned or controlled by the applicant and any entity owning a 5% or greater share of the applicant-
N/A
- i. Any financing amounts or ownership interests that are anticipated to come from minorities, women, and/or disadvantaged businesses. *If the applicant, or any portion of the applicant, is a public company, it is not necessary to list shareholders – N/A*
- j. Examples and/or narratives that substantiate the applicant's understanding of and experience with Internal Controls.

Bally's Interactive has received approval for Internal Controls in multiple U.S. jurisdictions including Colorado, Indiana, New York and Arizona, New Jersey, Tennessee, and Virginia. The internal controls pertain to platform design and functionality, geolocation tools, operational processes for payment processing, fraud identification, and customer service, responsible gaming requirements, and the processing of state self-exclusion lists, ensuring compliance across all sectors. The business employs experienced personnel across all departments familiar with the principles of AML/BSA, responsible gaming indices and technical issues. The staff receives annual training on all of the above elements to keep knowledge current and any regulatory updates to business requirements are addressed with updated training and updated internal control submissions to regulatory bodies as needed.



G.3C Liquidity and Capital Resources

Overview

[REDACTED]

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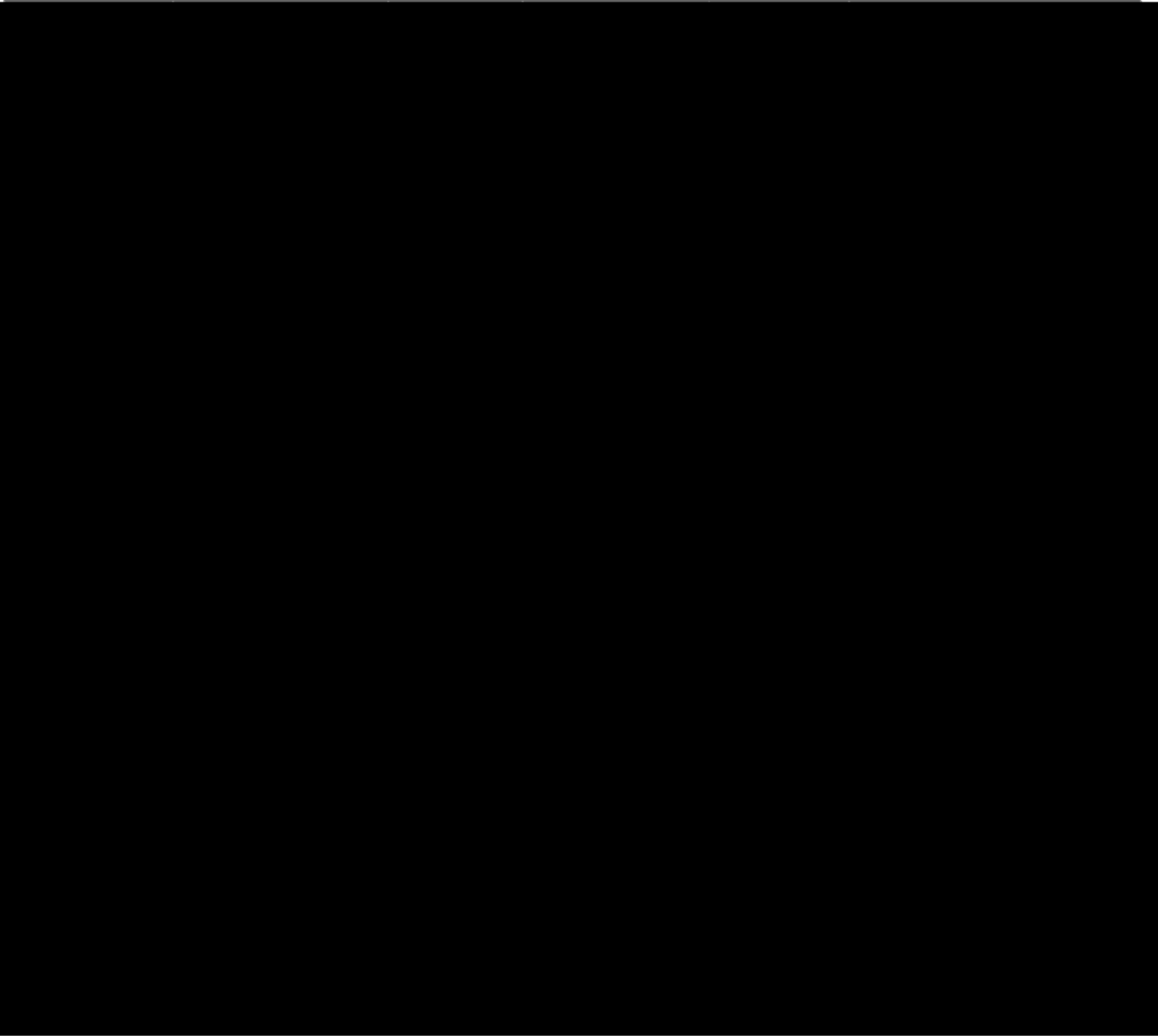
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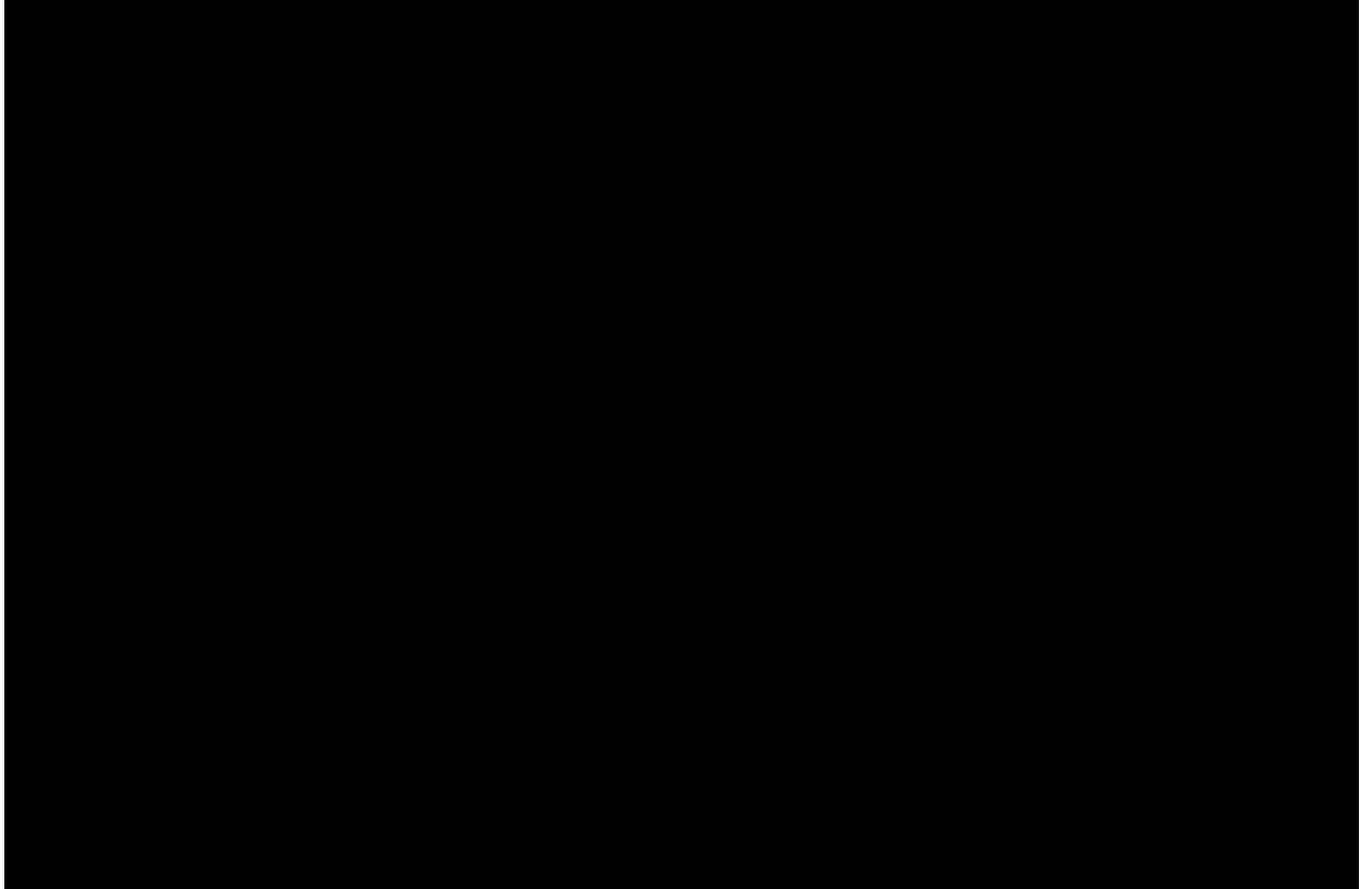
Bally's Interactive- Exhibit G4.C: Licenses

JURISDICTION	ENTITY	LICENSE APPROVED DATE	LICENSE TYPE	GO-LIVE DATE	NOTES
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Bally's Interactive, LLC- G.3F lawsuits pertaining to breach of contract





Bally's Interactive- Exhibit G4.C: Licenses

JURISDICTION	ENTITY	LICENSE APPROVED DATE	LICENSE TYPE	GO-LIVE DATE	NOTES
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