# MASSACHUSETTS GAMING COMMISSION




## BUSINESS ENTITY DISCLOSURE FORM

ENTITY:_____

# BUSINESS ENTITY DISCLOSURE FORM

**NAME OF ENTITY***

(DO NOT ABBREVIATE)

*Name as it appears on the certificate of incorporation, charter, by-laws or other official document.

D/B/A OR TRADE NAME(S)

**PERSON TO BE CONTACTED IN REFERENCE TO THIS APPLICATION**

Name Title

E-Mail Address Telephone: (Area code) Number FAX Number

**THE PRINCIPAL BUSINESS ADDRESS OF THE ENTITY**

Street Location (Number/Street) City State Zip

Country Telephone: (Area Code) Number FAX Number

Mailing address (if different) City State Zip

Web Site (URL)

Check the appropriate box:

| | |
|---|---|
| ☐ | This form is being submitted as an initial application for a sports wagering license. |
| ☐ | This form is being submitted as an application for the renewal of sports wagering license.<br>The current sports wagering license expires on: _____. |
| ☐ | The above named entity holds stock in _____,<br>which is an applicant for an initial sports wagering license or renewal. |
| ☐ | Other. Explain: |

## ITEM 1. FORMATION

A. Provide the date and place of formation.

Date: _____

Place of formation: _____

B. Persons Forming the Entity

Use Attachment 1B to provide the following information for each incorporator of the corporation, any partners (if a partnership), or members (if a limited liability corporation ("LLC")):

| NAME | LAST KNOWN ADDRESS | OCCUPATION(S) | DATE OF BIRTH |
|---|---|---|---|

## ITEM 2. OTHER NAMES AND ADDRESSES OF THE ENTITY

A. List all other names under which the entity has done business and give the approximate time periods during which these names were being used.

B. Use Attachment 2B to provide the following information about all other addresses presently used by the entity and all addresses from which the entity is presently doing business.

| NUMBER AND STREET | CITY | STATE | ZIP |
|---|---|---|---|

C. Use Attachment 2C to provide the following information on all addresses, other than those listed in Item 2B, which the entity held or from which it was conducting business during the last ten-year period, and give the approximate time periods during which such addresses were held.

| NUMBER AND STREET | CITY | STATE | ZIP | DATES | |
|---|---|---|---|---|---|
| | | | | FROM | TO: |

## ITEM 3. DESCRIPTION OF PRESENT BUSINESS

Provide as Attachment 3 a description of the business done and intended to be done by the entity and its parent, holding, subsidiary and intermediary entities and the general development of such business during the past five years, or such shorter period as the entity or its parent, subsidiary and intermediary entities may have been engaged in business. The description shall include information on matters such as the following:

A. Competitive conditions in the industry or industries involved and the competitive position of the entity, if known;

B. The principal products produced and services rendered by the entity and its parent, intermediary and subsidiary entities, the principal markets for said products or services and the methods of distribution;

C. The sources and availability of raw materials essential to the business of the entity; and

D. The importance to the business and the duration and effect of, all material patents, trademarks, licenses, franchises and concessions held.

In describing developments, provide information such as the following: the nature and results of any bankruptcy, receivership or similar proceedings with respect to the entity or its parent, intermediary or subsidiary entities; the nature and results of any other material reorganization, readjustment or succession of the entity or any of its subsidiaries; the acquisition or disposition of any material amount of assets otherwise than in the ordinary course of business; and any material changes in the mode of conducting the business.

## ITEM 4. DESCRIPTION OF FORMER BUSINESS

Provide as Attachment 4 a description of any former business, not listed in response to Item 3, which the entity or any parent, intermediary or subsidiary company engaged in during the last ten year period and the reasons for the cessation of such business. Also indicate the approximate time period during which each such business was conducted.

## ITEM 5. DIRECTORS AND TRUSTEES

Use Attachment 5 to provide the following information for each director and trustee of the corporation.

| NAME AND HOME ADDRESS | BUSINESS ADDRESS | DATES DIRECTORSHIP OR TRUSTEESHIP HELD | | OCCUPATION OR TITLE, POSITION OR ASSOCIATION WITH THE CORPORATION | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |

## ITEM 6. FORMER DIRECTORS AND TRUSTEES

Use Attachment 6 to provide the following information for each person, not listed in response to item 5, who held the position of director or trustee of the entity during the last ten years. If home address and/or DOB are unknown, please indicate as such

| NAME AND HOME ADDRESS | OCCUPATION & BUSINESS ADDRESS | DATES DIRECTORSHIP OR TRUSTEESHIP HELD | | DATE OF BIRTH | REASON FOR LEAVING |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |

## ITEM 7. OFFICERS

Use Attachment 7 to provide the following information for each officer of the entity. Officers include all persons serving as president, secretary, treasurer, chairman of the board, vice-president, general/corporate counsel or any such other officers as may be prescribed by the entity's governing documents.

| NAME AND HOME ADDRESS | OCCUPATION OR TITLE | DATES OFFICE HELD | | BUSINESS ADDRESS | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |

## ITEM 8. FORMER OFFICERS

Use Attachment 8 to provide the following information for each person, not listed in response to item 7, who was an officer of the entity during the last ten year period. Officers include all persons serving as president, secretary, treasurer, chairman of the board, vice-president or any such other offices as may be prescribed by the entity's governing documents. If home address and/or DOB is unknown, please indicate as such.

| NAME AND LAST KNOWN HOME ADDRESS | OFFICE HELD | DATES OFFICE HELD | | PRESENT OCCUPATION & BUSINESS ADDRESS | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |

## ITEM 9. COMPENSATION OF OFFICERS AND DIRECTORS

Use Attachment 9 to provide the following information regarding the amount of total annual compensation received during the last calendar year and the amount to be received during the subsequent calendar year by each director, trustee and officer of the entity, whether such compensation is in the form of salary, wages, commissions, fees, stock options, bonuses or otherwise.

| NAME | COMPENSATION FOR LAST COMPLETE CALENDAR YEAR | FORM OF COMPENSATION |
|---|---|---|
| | | |

## ITEM 10. COMPENSATION OVER $500,000

Use Attachment 10 to provide the following information for each person, other than those listed in response to Item 9, who currently receives, or who reasonably can be expected to receive within one calendar year from the date of this form, compensation as described in Item 9 that exceeds $500,000 per year.

| NAME | DATE OF BIRTH | BUSINESS ADDRESS | POSITION AND LENGTH OF TIME EMPLOYED WITH THE ENTITY | AMOUNT OF COMPENSATION |
|---|---|---|---|---|
| | | | | |

## ITEM 11. BONUS, PROFIT SHARING, PENSION, RETIREMENT, DEFERRED COMPENSATION & SIMILAR PLANS

Provide as Attachment 11 a description of all bonus, profit sharing, pension, retirement, deferred compensation and similar plans in existence or to be created by the entity. This description shall include, but not be limited to:

1. the title or name of the plan;
2. the identity and address of the trustee of the plan or the person administering such plan;
3. the material features of the plan;
4. the methods of financing the plan;
5. the identity of each class of person who is or will participate in the plan;
6. the approximate number of persons in each such class; and
7. the amounts distributed under the plan to each class of persons during the last fiscal year if the plan was in effect during that time.

Not Applicable ☐

## ITEM 12. STOCK/OWNERSHIP DESCRIPTION

Describe the nature, type, number of authorized and issued shares, terms, conditions, rights and privileges of all classes of voting, non-voting and other stock issued, or to be issued, or other similar indicia of ownership by the entity including the number of shares of each class of stock authorized or to be authorized and the number of shares of each class of stock outstanding (i.e., not held by or on behalf of the issuer) or other similar information applicable to other indicia of ownership as of this date.

If the rights of holders of any class of stock or other indicia of ownership may be modified otherwise than by a vote of a majority or more of the outstanding shares so affected, voting as a class, so state and explain briefly:

☐ Not Applicable

## ITEM 13. VOTING OWNERS

Use Attachment 13 to provide the following information for each person or entity of record holding or having a beneficial interest in any voting stock or other indicia of ownership issued by the entity. This information must be provided as of a date no more than 60 days prior to the date of this application. (NOTE: If the entity submitting this form is an applicant for a sports wagering license, or is a non-public holding or intermediary entity of such an applicant, then a completed PHD-MA and PHD-MA-SUPP or Business Entity Disclosure Form, as the case may be, must be filed for each person or entity holding or having a beneficial interest in the voting ownership of the entity unless the Commission has granted a waiver of the qualification requirements as to such person or entity. If the entity submitting this form is a publicly traded holding company of an applicant for a sports wagering license, then a completed PHD-MA and PHD-MA-SUPP or Business Entity Disclosure Form, as the case may be, must be filed for each person or entity holding or having a beneficial interest in the voting ownership of the entity unless the Commission has granted a waiver of the qualification requirement as to such persons or entity.)

| NAME AND HOME ADDRESS | DATE OF BIRTH | CLASS OF OWNERSHIP HELD | NUMBER OF SHARES HELD | % OF OUTSTANDING VOTING RIGHTS HELD |
|---|---|---|---|---|

## ITEM 14. NON-VOTING OWNERS

Use Attachment 14 to provide the following information for each person or entity of record holding or having a beneficial interest in any non-voting indicia of ownership issued by the entity. This information must be provided as of a date no more than sixty (60) days prior to the date of this application. (NOTE: If the entity submitting this form is an applicant for a sports wagering license, or is a non-public holding or intermediary entity of such an applicant, then a completed PHD-MA and PHD-MA-SUPP or Business Entity Disclosure Form, as the case may be, must be filed for each person or entity holding or having a beneficial interest in the non-voting ownership of the entity unless the Commission has granted a waiver of the qualification requirements as to such person or entity. If the entity submitting this form is a publicly traded holding company of an applicant for a sports wagering license, then a completed PHD-MA and PHD-MA-SUPP or Business Entity Disclosure Form, as the case may be, must be filed for each person or entity holding or having a beneficial interest in the non-voting ownership of the entity unless the Commission has granted a waiver of the qualification requirement as to such persons or entity.)

| NAME AND HOME ADDRESS | DATE OF BIRTH | CLASS OF NON-VOTING OWNERSHIP INTERESTS HELD | NUMBER OF OWNERSHIP INTERESTS HELD | % OF OUTSTANDING NON-VOTING RIGHTS HELD |
|---|---|---|---|---|
| | | | | |

## ITEM 15. DESCRIPTION OF LONG TERM DEBT

Provide as Attachment 15 a description of the nature, type, terms, covenants, conditions and priorities of all outstanding bonds, loans, mortgages, trust deeds, notes, debentures or other forms of indebtedness issued or executed (including loans made by owners), or to be issued or executed, by the entity, which mature more than one year from the date of issuance or which, by their terms, are renewable for a period of more than one year from the date of issuance (OR, in the space below provide a specific cross-reference to the applicable document(s) filed with this application that contain(s) all of the requested information.)

☐ Not Applicable

## ITEM 16. HOLDERS OF LONG TERM DEBT

Use Attachment 16 to provide the following information for each person or entity holding any outstanding bonds, loans, mortgages, trust deeds, notes, debentures or other forms of indebtedness executed or issued by the entity, which mature more than one year from the date of issuance or which, by their terms, are renewable for a period of more than one year from the date of issuance.

| NAME AND ADDRESS | DATE OF BIRTH | TYPE AND CLASS OF DEBT INSTRUMENT HELD | DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance) |
|---|---|---|---|
| | | | |

☐ Not Applicable

## ITEM 17. OTHER INDEBTEDNESS AND SECURITY DEVICES

Provide as Attachment 17 a description of the nature, type, terms, conditions and covenants of all outstanding loans, mortgages, trust deeds, pledges, lines of credit, or other evidence of indebtedness or security devices utilized by the entity other than those described in response to Items 15 and 16 (OR, in the space below provide a specific cross-reference to the applicable document(s) filed with this application that contain(s) all of the requested information.)

## ITEM 18. HOLDERS OF OTHER INDEBTEDNESS

Use Attachment 18 to provide the following information with respect to each holder of any outstanding loan, mortgage, trust deed, pledge or other evidence of indebtedness or security device described in response to Item 17.

| NAME AND ADDRESS | DATE OF BIRTH | TYPE OF DEBT INSTRUMENT HELD | DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance) |
|---|---|---|---|

☐ Not Applicable

## ITEM 19. SECURITIES OPTIONS

A. Provide as Attachment 19A a detailed description of any options existing or to be created with respect to securities issued by the entity which description shall include, but not be limited to the title and amount of securities subject to option, the year or years during which the options were or will be granted, the conditions under which the options were or will be granted, the consideration for granting the option and the year or years during which, and the terms under which, optionees became or will become, entitled to exercise the options, and when such options expire (OR include as Attachment 19A copies of any outstanding option plans or proxy statements that provide the requested information.) (NOTE: For the purpose of this application, option shall mean right, warrant or option to subscribe to or purchase any securities or other form of ownership issued by the entity.)

☐ Not Applicable

B. Use Attachment 19B to provide the following information regarding all persons holding the options described in Item 19A.

| NAME | BENEFICIAL OWNER'S ADDRESS | OPTIONS HELD | MARKET VALUE AT ISSUANCE |
|---|---|---|---|

## ITEM 20. FINANCIAL INSTITUTIONS

Use Attachment 20 to provide the following information with respect to each bank, savings and loan association or other financial institution, whether domestic or foreign, in which the entity has or has had an account over the last ten year period regardless of whether such account was held in the name of the entity, a nominee of the entity or was otherwise under the direct or indirect control of the entity.

| NAME AND ADDRESS | TYPE OF ACCOUNT(S) | ACCOUNT NUMBER(S) | TIME PERIOD ACCOUNT HELD | |
|---|---|---|---|---|
| | | | FROM: | TO: |

## ITEM 21. CONTRACTS AND SUPPLIERS

Use Attachment 21 to provide the following information with respect to all persons with whom the entity has contracts or agreements of $250,000 or more in value or from whom the entity has received $250,000 or more in goods or services in the past six months.

Employment contracts need only be listed if, by their terms, they exceed one year in duration.

## ITEM 22. OTHER OWNERSHIP INTERESTS HELD BY THE ENTITY

Use Attachment 22 to provide the following information about each entity in which the entity holds stock or other ownership interests:

| NAME AND ADDRESS OF ENTITY | TYPE OF OWNERSHIP HELD | PURCHASE PRICE PER INTEREST | NUMBER OF OWNERSHIP INTERESTS HELD | % OF OWNERSHIP IF MORE THAN 5% |
|---|---|---|---|---|

☐ Not Applicable

## ITEM 23. INSIDER TRANSACTIONS

Use Attachment 23 to provide the following information for each change that occurred within the last five (5) years preceding this application in the beneficial ownership of the equity of the entity on the part of any person who is indirectly or directly a beneficial owner of more than ten per cent (10%) of any class of interest in the entity or who is or was within that period a director or officer of the entity. [Include changes resulting from (a) gift, (b) purchase, (c) sale, (d) exercise of an option to purchase, (e) exercise of an option to sell, (f) grant or receipt of a put or (g) grant or receipt of a call.]

| DATE OF TRANSACTION | NATURE OF TRANSACTION | PARTIES TO TRANSACTION (INCLUDE POSITIONS) | NUMBER OF OWNERSHIP INTERESTS INVOLVED |
|---|---|---|---|

☐ Not Applicable

## ITEM 24. CRIMINAL HISTORY

The next question asks about any charges or offenses the entity or any of its directors, trustees or officers may have committed or had filed against them. Prior to answering this question, carefully review the definitions and instructions that follow.

DEFINITIONS: For purposes of this question:

A. “Charge” includes any indictment, complaint, information, summons, or other notice of the alleged commission of any “offense.”

B. “Offense” includes all felonies, crimes, high misdemeanors, disorderly persons offenses, and petty disorderly offenses.

INSTRUCTIONS:

1. Answer “yes” and provide all information to the best of your ability EVEN IF:

   A. The entity, its directors, trustees, or officers did not commit the offense charged;
   B. The charges were dismissed;
   C. The entity, its directors, trustees, or officers were not convicted; or
   D. The charges or offenses happened a long time ago.

2. Answer “no” IF:

   A. The records relating to the charges have been expunged or sealed by court order; **AND**
   B. Attached to this application is a copy of the expungement or sealing order labeled as Attachment 24.

Has the entity or any of its subsidiaries, directors, trustees or officers ever been arrested, indicted, charged with or convicted of a criminal or disorderly persons offense or been a party to or named as an unindicted co-conspirator in any criminal proceeding in this commonwealth or any other jurisdiction?

__ ☐ Yes ☐ No

If yes, use Attachment 24A to provide the following information for each indictment, charge or conviction:

| NAME OF CASE AND DOCKET NUMBER | NATURE OF CHARGE OR COMPLAINT | DATE OF CHARGE OR COMPLAINT | NAME AND ADDRESS OF LAW ENFORCEMENT AGENCY OR COURT INVOLVED | DISPOSITION (ACQUITTED, CONVICTED, DISMISSED, ETC.) | SENTENCE |
|---|---|---|---|---|---|
| | | | | | |

## ITEM 25. TESTIMONY, INVESTIGATIONS OR POLYGRAPHS

Has the entity, any of its subsidiaries, directors, trustees or officers ever been called to testify before, been the subject of an investigation conducted by, or requested to take a polygraph exam by any governmental agency, court, committee, grand jury or investigatory body (municipal, state, county, provincial, federal, national, etc.) other than in response to minor traffic related offenses?

☐ Yes ☐ No

If yes, use Attachment 25 to provide the following information about any such testimony, investigation or polygraph exam:

| NAME AND ADDRESS OF COURT OR OTHER AGENCY | NATURE OF PROCEEDINGS OR INVESTIGATION | WAS TESTIMONY GIVEN? | DATE ON WHICH TESTIMONY WAS GIVEN | APPROXIMATE TIME PERIOD OF INVESTIGATION |
|---|---|---|---|---|
| | | | | |

## ITEM 26.TESTIMONY, INVESTIGATIONS OR POLYGRAPH REFUSALS

Has the entity, or any of its subsidiaries, directors, trustees or officers ever refused to testify before, to answer a question asked by, or to take a polygraph exam administered by any governmental agency, court, committee, grand jury or investigatory body (municipal, state, county, provincial, federal, national, etc.)?

☐ Yes ☐ No

If yes, use Attachment 26 to provide the following information about any such testimony, investigation or polygraph refusal:

| NAME AND ADDRESS OF COURT OR OTHER AGENCY | NATURE OF PROCEEDINGS/ INVESTIGATION | DATE OF PROCEEDINGS/ INVESTIGATION | CIVIL OR CRIMINAL CONTEMPT CITATION? (SPECIFY) | DISPOSITION OF CONTEMPT CITATION |
|---|---|---|---|---|
| | | | | |

## ITEM 27. EXISTING LITIGATION

Provide as Attachment 27 a description of all existing civil litigation to which the entity, its parent or any subsidiary is presently a party whether in this commonwealth or in another jurisdiction. Do not include any litigation in which the damages may not reasonably be expected to exceed $250,000, or litigation in which damages may be expected to exceed $250,000, but which involve claims against the entity which are fully and completely covered under an insurance policy held by the entity with a licensed insurance carrier. This description must include the title and docket number of the litigation, the date of original filing, the name and location of the court before which it is pending, the identity of all parties to the litigation, a summary of the general nature of all claims being made and a summary of the status of the litigation (e.g., in discovery, motion to dismiss pending decision)

## ITEM 28. ANTITRUST, TRADE REGULATION & SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS

A. Has the entity ever had a judgment, order, consent decree or consent order pertaining to a violation or alleged violation of the federal antitrust, trade regulation or securities laws, or similar laws of any state, province or country entered against it?

☐ Yes ☐ No

B. In the past ten years, has the entity had a judgment, order, consent decree or consent order pertaining to any state or federal statute, regulation or code that resulted in a fine or penalty of $50,000 or more entered against it?

☐ Yes ☐ No

If yes to either question, use Attachment 28 to provide the following information for each judgment, order, consent decree or consent order:

| DATE OF OFFENSE | NATURE OF OFFENSE | TITLE OF CASE AND DOCKET NUMBER | NAME AND ADDRESS OF COURT OR AGENCY | NATURE OF JUDGMENT, DECREE OR ORDER | DATE ENTERED |
|---|---|---|---|---|---|

## ITEM 29. BANKRUPTCY OR INSOLVENCY PROCEEDINGS & APPOINTED RECEIVER, AGENT OR TRUSTEE

A. Has the entity, its parent or any intermediary entities had any petition under any provision of the Federal Bankruptcy Code or under any state insolvency law filed by or against it in the last ten year period?

☐ Yes ☐ No

B. Has the entity, its parent or any intermediary company sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law in the last ten year period?

☐ Yes ☐ No

If yes to either question, use Attachment 29A to provide the following information for each bankruptcy or insolvency proceeding:

| DATE PETITION FILED OR RELIEF | TITLE OF CASE AND DOCKET NUMBER | NAME AND ADDRESS OF COURT OR AGENCY | NATURE OF JUDGMENT OR RELIEF | DATE ENTERED |
|---|---|---|---|---|

## ITEM 29. BANKRUPTCY OR INSOLVENCY PROCEEDINGS & APPOINTED RECEIVER, AGENT OR TRUSTEE (Cont.)

C. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last ten year period by a court for the business or property of the entity or its parent, holding, intermediary or subsidiary entities?

☐ Yes ☐ No

If yes to any of the above questions, use Attachment 29C to provide the following information for each proceeding:

| NAME OF PERSON APPOINTED | DATE APPOINTED | COURT | REASON FOR APPOINTMENT |
|---|---|---|---|

## ITEM 30. LICENSES

A. Has the entity, its parent or any subsidiary ever applied in any jurisdiction for a license, permit or other authorization to participate in lawful gambling operations (including casino gaming, horse racing, dog racing, parimutuel operation, lottery, sports wagering , etc.)?

☐ Yes ☐ No

B. If yes, use Attachment 30B to provide the following information about each license, permit or other authorization applied for:

| NAME AND ADDRESS OF LICENSING AGENCY | DATE OF APPLICATION | DISPOSITION (GRANTED, DENIED, PENDING, WITHDRAWN) | TYPE OF WAGERING ACTIVITY | IF ISSUED, GIVE APPROPRIATE LICENSE, PERMIT OR OTHER SUCH NUMBER AND THE EXPIRATION DATE |
|---|---|---|---|---|

C. During the last ten year period, has the entity, its parent or any subsidiary ever had any license or certificate issued by a government agency in this commonwealth or any other jurisdiction, denied, suspended or revoked?

☐ Yes ☐ No

If yes, use Attachment 30C to provide the following information for each license or certificate denied, suspended or revoked:

| TYPE OF LICENSE OR CERTIFICATE | NAME AND LOCATION OF GOVERNMENTAL AGENCY | ACTION TAKEN | DATE | REASON FOR ACTION TAKEN |
|---|---|---|---|---|

D. Is the applicant or any parent or subsidiary company currently the subject of any pending disciplinary action in regards to any of the gaming-related licenses, permits, or authorizations identified in #30B?

☐ Yes ☐ No

E. Have any fines been assessed on the applicant, whether agreed upon by the licensee or imposed following adjudication, for the last 10-year period?

☐ Yes ☐ No

F. If you answered “Yes” to Question 30D or 30E, use Attachment 30F to provide the following information for any fines:

| TYPE OF LICENSE OR CERTIFICATE | NAME AND LOCATION OF GOVERNMENTAL AGENCY | ACTION TAKEN | DATE | REASON FOR ACTION TAKEN | IF FINE IMPOSED, WAS IT PAID TIMELY? |
|---|---|---|---|---|---|

## ITEM 31. CONTRIBUTIONS AND DISBURSEMENTS OF ENTITY

A. During the last ten year period, has the entity, its parent or any subsidiary, director, officer, or employee or any third party acting for or on behalf of the entity made any bribes or kickbacks or made any payments alleged to have been bribes or kickbacks to any employee, company or organization to obtain favorable treatment?

☐ Yes ☐ No

B. During the last ten year period, has the entity, its parent or any subsidiary, director, officer or employee or any third party acting for or on behalf of the entity made any bribes or kickbacks or made any payments alleged to have been bribes or kickbacks to any government official, domestic or foreign, to obtain favorable treatment?

☐ Yes ☐ No

C. During the last ten year period, has the entity, its parent company, any subsidiary or related entity or individual donated or loaned funds for the purpose of opposing or supporting any government, political party, candidate or committee, either domestic or foreign?

☐ Yes ☐ No

D. During the last ten year period, has the entity, its parent company, any subsidiary or related entity or individual donated or loaned property or any other thing of value for the purpose of opposing or supporting any government, political party, candidate or committee, either domestic or foreign?

☐ Yes ☐ No

E. During the last ten year period, did the entity, its parent or any subsidiary, make any loans, donations or other disbursements to directors, officers or employees for the purpose of reimbursing such individuals for political contributions, either foreign or domestic?

☐ Yes ☐ No

F. During the last ten year period, has the entity, its parent or any subsidiary maintained any bank account, domestic or foreign, not reflected on the entity's books or records?

☐ Yes ☐ No

G. During the last ten year period, has the entity, its parent or any subsidiary maintained any numbered account or any account in the name of a nominee for the entity?

☐ Yes ☐ No

H. List the names and addresses of any present or former directors, officers, employees or third parties who would have knowledge or information concerning the questions affirmatively answered under this item.

## ITEM 32. FINANCIAL STATEMENTS

A. Provide as Attachment 32A an audited financial statement which shall include but not be limited to an income statement, balance sheet, statement of sources and application of funds and all notes to such statements and related financial schedules, for the last fiscal year prepared in accordance with Regulation S-X under the Securities Act of 1933, the Securities Exchange Act of 1934, the Public Utility Holding Company Act of 1935, and the Investment Company Act of 1940.

B. Provide as Attachment 32B copies of all financial statements prepared in the last five years with respect to the entity and any exceptions taken to such statements by the independent auditor retained by the entity, and the management response thereto.

## ITEM 33. ANNUAL REPORTS

A. Provide as Attachment 33A a copy of all annual reports of the entity that were submitted to shareholders or other persons during the last five years.

B. In addition to the information required in Item 33A, an entity that is a registrant under the Securities Act of 1933 or the Securities Exchange Act of 1934 is to submit a copy of all annual reports prepared on Form 10K pursuant to Sections 13 or 15(d) of the Securities Exchange Act of 1934 and filed within the last five years. Identify these as Attachment 33B.

## ITEM 34. INTERIM REPORTS

Provide as Attachment 34 a copy of any report subsequent to your most recent year end prepared due to the occurrence of any of the following events: change in control of the entity, acquisition or disposition of assets, bankruptcy or receivership proceedings, changes in the entity's certifying accountant or other material events. If the entity is a registrant with the SEC, a copy of the most recent Form 8K filed with the SEC may be provided in response to this item.

## ITEM 35. PROXY AND INFORMATION STATEMENT

Provide as Attachment 35 a copy of the most recent definitive Proxy or Information Statement filed pursuant to Section 14 of the Securities Exchange Act of 1934.

## ITEM 36. REGISTRATION STATEMENT

Provide as Attachment 36 a copy of all Registration Statements filed in the last five years pursuant to the Securities Act of 1933.

## ITEM 37. REPORTS OF ACCOUNTANTS

Provide as Attachment 37 a copy of all reports and correspondence, other than those previously included in this application, submitted in the last five years by independent auditors for the entity which pertain to the issuance of financial statements, managerial advisory services, or internal control recommendations. Include the name, address and telephone number of the current outside auditor(s).

## ITEM 38. ARTICLES OF INCORPORATION, CHARTER, BY-LAWS

Provide as Attachment 38 a certified copy of the Articles of Incorporation, partnership and LLC agreement, Charter and By-Laws of the entity, or, if entity is in other than corporate form, all governing documents, with all amendments and proposed amendments to date.

## ITEM 39. ORGANIZATIONAL CHART

A. Provide as Attachment 39A a current ownership organizational chart of the entity, its parent entity and each subsidiary of the entity.

B. Provide as Attachment 39B a functional table of organization for the entity filing this Business Entity Disclosure Form including position descriptions and the names of persons holding such positions.

## ITEM 40. TAX RETURNS

Provide as Attachment 41 a copy of all federal IRS tax returns (or foreign equivalents) filed by the entity within the past five years, including, but not limited to, all 1120 Forms (U.S. Corporate Income Tax Return) and 1065 Forms (U.S. Return of Partnership Income. If you are providing forms in a foreign language, please include a translated copy.

## ITEM 41. BUSINESS ENTITY DISCLOSURE FORM – ATTACHMENTS

On the following chart indicate with a checkmark which attachments are included with this application. If an attachment is not applicable, indicate N/A. Please note that attachment numbers with an asterisk (*) are attachments you are to provide or create and do not contain corresponding charts.

| ATTACHMENT NUMBER | ATTACHMENT DESCRIPTION | √ IF ATTACHED | √ IF NOT APPLICABLE |
|---|---|---|---|
| 1B | Persons forming the entity | | |
| 2B | Other names and addresses of the entity (presently used) | | |
| 2B | Other names and addresses of the entity (past 10 years) | | |
| 3* | Description of business done and intended to be done | | |
| 4* | Description of any former business engaged in the last 10 years and the reasons for cessation of the business | | |
| 5 | Directors and trustees | | |
| 6 | Former directors and trustees | | |
| 7 | Officers | | |
| 8 | Former officers | | |
| 9 | Compensation of officers and directors | | |
| 10 | Compensation over $500,000 | | |
| 11* | Description of all bonus, profit sharing, pension, retirement, deferred compensation and similar plans | | |
| 13 | Voting owners | | |
| 14 | Non-voting owners | | |
| 15* | Description of long term debt | | |
| 16 | Holders of long term debt | | |
| 17* | Other indebted and security devices | | |
| 18 | Holders of other indebtedness | | |
| 19A* | Securities options - description | | |
| 19B | Persons holding securities options | | |
| 20 | Financial Institutions | | |
| 21 | Contracts and suppliers | | |

| | | | |
|---|---|---|---|
| 22 | Other ownership interests held by the entity | | |
| 23 | Insider transactions | | |

## ITEM 42 BUSINESS ENTITY DISCLOSURE FORM – ATTACHMENTS (Cont.)

| ATTACHMENT NUMBER | ATTACHMENT DESCRIPTION | √ IF ATTACHED | √ IF NOT APPLICABLE |
|---|---|---|---|
| 24* | Expungement or sealing orders | | |
| 24A | Criminal history | | |
| 25 | Testimony, investigations, or polygraphs | | |
| 26 | Testimony, investigations, or polygraph refusals | | |
| 27* | Existing litigation | | |
| 28 | Antitrust, trade regulations and securities judgements; statutory and regulatory violations | | |
| 29A | Bankruptcy or insolvency proceedings & appointed receiver agent or trustee (bankruptcy or insolvency) | | |
| 29C | Bankruptcy or insolvency proceedings & appointed receiver agent or trustee (appointed receiver, agent or trustee) | | |
| 30B | Licenses (Other gaming) | | |
| 30C | Licenses (Denied, suspended, or revoked) | | |
| 30F | Licenses (Fine imposed on gaming licenses) | | |
| 32A* | Audited financial statement for the last fiscal year | | |
| 32B* | Financial states for the last five years | | |
| 33A* | Annual reports for the last five years | | |
| 33B* | Annual reports prepared on the SEC's form 10K for the last five years | | |
| 34* | Copy(ies) of any interim reports | | |
| 35* | A copy of the last definitive Proxy or information statement (SEC) | | |
| 36* | A copy of all registration statements for the last five years filed in accordance with the Securities Act of 1933 | | |
| 37* | Copies of all other reports prepared in the last five years by independent auditors of the entity | | |
| 38* | Certified copies of the Articles of Incorporation, partnership or LLC agreement, Charter and By-laws, and all amendments and proposed amendments | | |
| 39A* | Current ownership table of organization | | |
| 39B* | Functional table of organization for entity filing this form, job descriptions, and names of employees | | |
| 40* | Copies of IRS forms 1120, 1065, or 941 (as applicable) filed with the IRS in the last five years | | |

## ITEM 43. AFFIDAVITS AND SIGNATURES

Pursuant to the regulations of the Commission, *205 C.M.R. 211.01(2)*, this form must be sworn to or affirmed, signed and dated before a person legally competent to take an oath or affirmation who shall himself or herself date the signature of the affiant and indicate the basis of his or her authority to take oaths and affirmations.

The documents on pages 22 through 25 are to be signed and notarized in accordance with the laws of the jurisdiction in which your documents are being signed and notarized. . The documents are:

AFFIDAVIT

RELEASE AUTHORIZATION

CONSENT TO INSPECTIONS, SEARCHES AND SEIZURES

WAIVER OF LIABILITY

The President or any officer of the entity authorized to affirm may complete the affidavit. The remaining documents are to be signed by the President or any officer of the entity authorized to affirm and sign the documents.

**AFFIDAVIT**

STATE OF _____:

SS:

COUNTY OF _____:

I, _____, the _____ of
(Name) (TITLE/POSITION)
the entity identified below, being duly sworn according to law, on my oath, depose and say that I make this statement on behalf of the entity, and that the above statements are true and correct to the best of my knowledge and belief, and that this statement is executed with the knowledge that any misrepresentation or failure to reveal information may be deemed sufficient cause for the refusal to issue, or the revocation of, a license. Further, that I am voluntarily submitting this statement and understand that misleading statements may subject me to criminal or other sanctions or punishment.

_____
NAME OF ENTITY

By _____
Signature

_____
Title

_____ _____
Date Accountant Preparing Form, if any

_____ _____
Date Attorney Preparing Form, if any

On this ___day of_____ 20__, before me, the undersigned notary public, personally appeared _____(name of document signer), proved to me through satisfactory evidence of identification which was _____, to be the person who signed the preceding or attached document in my presence, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of (his)(her) knowledge and belief.

_____
Notary Public
My Commission Expires: _____

# RELEASE AUTHORIZATION

To All Courts, Probation Departments, Selective Service Boards, Employers, Educational Institutions, Banks, Financial and Other Such Institutions, and all Governmental Agencies – federal, state and local, without exception, both foreign and domestic.

On behalf of _____,
(NAME OF ENTITY)

I, _____ have
(NAME OF PRESIDENT OR OFFICER)

authorized the Massachusetts Gaming Commission, its Investigations and Enforcement Bureau and its agents and representatives to conduct a full investigation into the background of said entity.

Therefore, you are hereby authorized to release any and all information pertaining to the said entity, documentary or otherwise, as requested by any employee, agent or representative of the Massachusetts Gaming Commission and its Investigations and Enforcement Bureau provided that he or she certifies to you that said entity has an application pending before the Massachusetts Gaming Commission or that said entity is presently a licensee or registrant required to be qualified under the provisions of Chapter 23N of the laws of the Commonwealth of Massachusetts.

This authorization shall supersede and countermand any prior request or authorization to the contrary.

A photostatic copy of this authorization will be considered as effective and valid as the original.

_____ _____
DATE SIGNATURE

On this ____day of _____ 20__, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.

_____
Notary Public
My Commission Expires: _____

# CONSENT TO INSPECTIONS, SEARCHES AND SEIZURES

On behalf of _____,
(NAME OF ENTITY)

I, _____ , hereby consent to all inspections, searches and
(NAME OF PRESIDENT OR OFFICER)

seizures and the supplying of handwriting exemplars as authorized by Chapter 23N of the laws of the Commonwealth of Massachusetts and by the rules and regulations of the Massachusetts Gaming Commission.

The said entity is aware of its right secured by the Constitution of the United States and by the Constitution of the Commonwealth of Massachusetts not to consent to such inspections, searches and seizures and I expressly waive and forego that right on behalf of said entity.

_____ _____
DATE SIGNATURE

On this ____day of _____ 20__, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.

_____
Notary Public
My Commission Expires: _____

# WAIVER OF LIABILITY

On behalf of _____,
(NAME OF ENTITY)

I,_____,
(NAME OF PRESIDENT OR OFFICER)

hereby waive liability as to the Commonwealth of Massachusetts and its instrumentalities and agents, for any damages resulting to the said entity from any disclosure or publication in any manner, other than a willfully unlawful disclosure or publication, of any material or information acquired during the licensing process or during any inquiries, investigations or hearings.

_____ _____
DATE SIGNATURE

On this ____day of _____ 20__, before me, the undersigned notary public, personally appeared _____ (name of document signer), proved to me through satisfactory evidence of identification, which was _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he)(she) signed it voluntarily for its stated purpose.

_____
Notary Public
My Commission Expires: _____

**ATTACHMENT 1B PERSONS FORMING THE ENTITY**

| NAME | LAST KNOWN ADDRESS | OCCUPATION(S) | DATE OF BIRTH |
|---|---|---|---|
| | | | |

**ATTACHMENT 2B OTHER NAMES AND ADDRESSES OF THE ENTITY (Presently Used)**

| NUMBER AND STREET | CITY | STATE | ZIP |
|---|---|---|---|
| | | | |

**ATTACHMENT 2C OTHER NAMES AND ADDRESSES OF THE ENTITY (Past 10 years)**

| NUMBER AND STREET | CITY | STATE | ZIP | DATES | |
|---|---|---|---|---|---|
| | | | | FROM: | TO: |
| | | | | | |

**ATTACHMENT 5 DIRECTORS AND TRUSTEES**

| NAME AND HOME ADDRESS | BUSINESS ADDRESS | DATES DIRECTORSHIP OR TRUSTEESHIP HELD | | OCCUPATION OR TITLE, POSITION OR ASSOCIATION WITH THE ENTITY | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |
| | | | | | |

**ATTACHMENT 6 FORMER DIRECTORS AND TRUSTEES**

| NAME AND HOME ADDRESS | OCCUPATION & BUSINESS ADDRESS | DATES DIRECTORSHIP OR TRUSTEESHIP HELD | | DATE OF BIRTH | REASON FOR LEAVING |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |
| | | | | | |

**ATTACHMENT 7 OFFICERS**

| NAME AND HOME ADDRESS | TITLE | DATES OFFICE HELD | | BUSINESS ADDRESS | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |
| | | | | | |

**ATTACHMENT 8 FORMER OFFICERS**

| NAME AND LAST KNOWN HOME ADDRESS | OFFICE HELD | DATES OFFICE HELD | | PRESENT OCCUPATION & BUSINESS ADDRESS | DATE OF BIRTH |
|---|---|---|---|---|---|
| | | FROM: | TO: | | |
| | | | | | |

**ATTACHMENT 9 COMPENSATION OF OFFICERS AND DIRECTORS**

| NAME | COMPENSATION LAST CALENDAR YEAR | COMPENSATION SUBSEQUENT CALENDAR YEAR | FORM OF COMPENSATION |
|---|---|---|---|
| | | | |

**ATTACHMENT 10 COMPENSATION OVER $500,000**

| NAME | DATE OF BIRTH | BUSINESS ADDRESS | POSITION AND LENGTH OF TIME EMPLOYED WITH THE ENTITY | AMOUNT OF COMPENSATION |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 13 VOTING OWNERS**

| NAME AND HOME ADDRESS | DATE OF BIRTH | CLASS OF VOTING OWNERSHIP HELD | NUMBER OF SHARES HELD | % OF OUTSTANDING VOTING STOCK HELD |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 14 NON-VOTING OWNERS**

| NAME AND HOME ADDRESS | DATE OF BIRTH | CLASS OF NON-VOTING OWNERSHIP HELD | NUMBER OF NON-VOTING OWNERSHIP INTERESTS HELD | % OF OUTSTANDING NON-VOTING OWNERSHIP INTEREST HELD |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 16 HOLDERS OF LONG TERM DEBT**

| NAME AND ADDRESS | DATE OF BIRTH | TYPE AND CLASS OF DEBT INSTRUMENT HELD | DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance) |
|---|---|---|---|
| | | | |

**ATTACHMENT 18 HOLDERS OF OTHER INDEBTEDNESS**

| NAME AND ADDRESS | DATE OF BIRTH | TYPE OF DEBT INSTRUMENT HELD | DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance) |
|---|---|---|---|
| | | | |

**ATTACHMENT 19B SECURITIES OPTIONS**

| NAME | BENEFICIAL OWNER'S ADDRESS | OPTIONS HELD | MARKET VALUE AT ISSUANCE |
|---|---|---|---|
| | | | |

**ATTACHMENT 20 FINANCIAL INSTITUTIONS**

| NAME AND ADDRESS | TYPE OF ACCOUNT(S) | ACCOUNT NUMBER(S) | TIME PERIOD ACCOUNT HELD | |
|---|---|---|---|---|
| | | | FROM: | TO: |
| | | | | |

**ATTACHMENT 21 CONTRACTS AND SUPPLIERS**

| NAME | ADDRESS | NATURE OF CONTRACT OR GOODS OR SERVICES SUPPLIED |
|---|---|---|
| | | |

**ATTACHMENT 22 OTHER OWNERSHIP INTERESTS HELD BY THE ENTITY**

| NAME AND ADDRESS OF COMPANY | TYPE OF INTEREST HELD | PURCHASE PRICE PER INTEREST | NUMBER OF INTERESTS HELD | % OF OWNERSHIP IF MORE THAN 5% |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 23 INSIDER TRANSACTIONS**

| DATE OF TRANSACTION | NATURE OF TRANSACTION | PARTIES TO TRANSACTION (INCLUDE POSITIONS) | NUMBER OF INTERESTS INVOLVED |
|---|---|---|---|
| | | | |

**ATTACHMENT 24A CRIMINAL HISTORY**

| NAME OF CASE AND DOCKET NUMBER | NATURE OF CHARGE OR COMPLAINT | DATE OF CHARGE OR COMPLAINT | NAME AND ADDRESS OF LAW ENFORCEMENT AGENCY OR COURT INVOLVED | DISPOSITION (ACQUITTED, CONVICTED, DISMISSED, ETC.) | SENTENCE |
|---|---|---|---|---|---|
| | | | | | |

**ATTACHMENT 25 TESTIMONY, INVESTIGATIONS OR POLYGRAPHS**

| NAME AND ADDRESS OF COURT OR OTHER AGENCY | NATURE OF PROCEEDINGS OR INVESTIGATION | WAS TESTIMONY GIVEN? | DATE ON WHICH TESTIMONY WAS GIVEN | APPROXIMATE TIME PERIOD OF INVESTIGATION |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 26 TESTIMONY, INVESTIGATION OR POLYGRAPH REFUSALS**

| NAME AND ADDRESS OF COURT OR OTHER AGENCY | NATURE OF PRECEEDINGS OR INVESTIGATION | DATE OF PROCEEDINGS OR INVESTIGATION | CIVIL OR CRIMINAL CONTEMPT CITATION? (SPECIFY) | DISPOSITION OF CONTEMPT CITATION |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 28 ANTITRUST, TRADE REGULATION AND SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS**

| DATE OF OFFENSE | NATURE OF OFFENSE | TITLE OF CASE AND DOCKET NUMBER | NAME AND ADDRESS OF COURT OR AGENCY | NATURE OF JUDGMENT, DECREE OR ORDER | DATE ENTERED |
|---|---|---|---|---|---|
| | | | | | |

**ATTACHMENT 29A BANKRUPTCY OR INSOLVENCY PROCEEDINGS & APPOINTED RECEIVER, AGENT OR TRUSTEE**

| DATE PETITION FILED OR RELIEF SOUGHT | TITLE OF CASE AND DOCKET NUMBER | NAME AND ADDRESS OF COURT OR AGENCY | NATURE OF JUDGMENT OR RELIEF | DATE ENTERED |
|---|---|---|---|---|
| | | | | |

## ATTACHMENT 29C  BANKRUPTCY OR INSOLVENCY PROCEEDINGS & APPOINTED RECEIVER, AGENT OR TRUSTEE

| NAME OF PERSON APPOINTED | DATE APPOINTED | COURT | REASON FOR APPOINTMENT |
|---|---|---|---|
| | | | |

**ATTACHMENT 30B LICENSES (Other gambling, gaming or sports wagering)**

| NAME AND ADDRESS OF LICENSING AGENCY | DATE OF APPLICATION | DISPOSITION (GRANTED, DENIED, PENDING) | TYPE OF WAGERING ACTIVITY | IF ISSUED, GIVE APPROPRIATE LICENSE, PERMIT OR OTHER SUCH NUMBER AND EXPIRATION DATE |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 30C LICENSES (Denied, suspended, or revoked)**

| TYPE OF LICENSE OR CERTIFICATE | NAME AND LOCATION OF GOVERNMENTAL AGENCY | ACTION TAKEN | DATE | REASON FOR ACTION TAKEN |
|---|---|---|---|---|
| | | | | |

**ATTACHMENT 30F LICENSES (Fines imposed on gaming licenses)**

| TYPE OF LICENSE OR CERTIFICATE | NAME AND LOCATION OF GOVERNMENTAL AGENCY | ACTION TAKEN | DATE | REASON FOR ACTION TAKEN |
|---|---|---|---|---|
| | | | | |