

ILLINOIS GAMING BOARD

160 N. LaSalle Street, Suite 300

Chicago, Illinois 60601-3103



ILLINOIS GAMBLING ACT & SPORTS WAGERING ACT INSTITUTIONAL INVESTOR DISCLOSURE FORM

Institutional Investor Name:

Address:

Mailing Address if different than above:

Business Phone: _____ Facsimile: _____

FEIN/Identification number: _____

Affiliated Licensee/Applicant:

Publicly Held Company in which the Institutional Investor holds interest:

Percentage of Direct and/or Indirect Ownership Interest in the Applicant/Licensee: _____

Please indicate below the type of license for which this Form is submitted (check all that apply):

- Owners License
 Organization Gaming License
 Master Sports Wagering License
 Management Services Provider License
 Tier 2 Official League Data Provider License
 Supplier's License –specify Casino/Riverboat Supplier Sports Wagering Supplier

Authorized Agent Name/Title:

(please print name/title)

Signature:

Date:

Email:

Contact Number:

INSTRUCTIONS

This form must be submitted by any Institutional Investor that acquires, individually or jointly, 10% or more (Illinois Gambling Act) or 5% or more (Sports Wagering Act), but less than 25% of any class of voting securities of a publicly-traded company that holds, or is applying for, an Owners, Organization Gaming, Master Sports Wagering, Management Service Provider, Tier 2 Official League Data Provider, or a Supplier's License with the Illinois Gaming Board (Board) or publicly-traded parent of such Applicant or licensed entity. If the Institutional Investor acquires, individually or jointly, more than 25% of any class of voting securities of a publicly-traded company or the parent company of one of the aforementioned Illinois Gaming Board Licensees/Applicants, it is required to submit a Business Entity Application Form.

WARNING

BY FILING THIS FORM, YOU ACCEPT ANY RISK OF ADVERSE PUBLIC NOTICE, EMBARRASSMENT, CRITICISM, OR OTHER ACTION, OR FINANCIAL LOSS WHICH MAY RESULT FROM ACTION TAKEN OR NOT TAKEN WITH RESPECT TO THE FORM AND ANY LICENSE APPLICATION, AND EXPRESSLY WAIVE ANY CLAIM FOR DAMAGES AS A RESULT THEREOF. INFORMATION NOT REQUESTED IN THIS FORM OR IN ADDITION TO THAT PROVIDED IN RESPONSE TO THIS FORM MAY BE REQUESTED.

This Form containing the information specified herein must be submitted to the Illinois Gaming Board within no more than 45 days after cumulatively acquiring 10% (Illinois Gambling Act) or 5% (Sports Wagering Act) or more, but less than 25% of any class of voting securities of the subject company.

This form is an official document. You should respond to the questions contained herein to the Best of your Knowledge after substantial inquiry. Do not misstate or omit any material fact(s) as each statement made herein is subject to verification. **ANY misrepresentation, failure to reveal information or omission is grounds for denial of a license application or a finding of unsuitability requiring economic disassociation. "A person who knowingly makes a false statement on an application is guilty of a Class A misdemeanor." 230 ILCS 10/9(f).**

You are under a continuing duty to disclose promptly any changes in the information provided in this form and additional information and materials submitted to the Illinois Gaming Board. The duty to make such additional disclosures shall continue throughout any period of licensure granted by the Illinois Gaming Board associated with this Institutional Investor Disclosure Form.

Read the entire Form before responding to the questions.

If a question does not apply to you, so state with "N/A." If space available is insufficient, continue on a separate sheet of paper and precede each answer by labeling the section to which it is responsive. You must initial each page, as provided in the upper right hand corner. By placing your initials on each page, you are attesting to the accuracy and completeness of the information contained on that page.

Complete and return an electronic copy of this form. All materials must be submitted to:

**Illinois Gaming Board
Attn: Licensing Unit
160 N. LaSalle Street, Suite 300
Chicago, Illinois 60601-3103**

IMPORTANT NOTICES

- **PERSONS FILING THIS FORM MUST ACCEPT ANY RISK OF ADVERSE PUBLIC NOTICE, EMBARRASSMENT, CRITICISM, OR OTHER ACTION OR FINANCIAL LOSS WHICH MAY RESULT FROM ACTION TAKEN WITH RESPECT TO THIS FORM, AND EXPRESSLY WAIVE ANY CLAIM FOR DAMAGES AS A RESULT THEREOF.**
- **INFORMATION NOT CALLED FOR IN THIS FORM OR IN ADDITION TO THAT PROVIDED IN RESPONSE TO THIS FORM MAY BE REQUESTED.**
- **PERSONS FILING THIS FORM SHALL PROVIDE ALL INFORMATION, DOCUMENTS, MATERIALS AND CERTIFICATIONS AT REGISTRANT'S SOLE EXPENSE AND COST.**
- **THE APPLICANT OR LICENSEE FOR WHICH THIS FORM IS BEING SUBMITTED MUST IMMEDIATELY NOTIFY THE ILLINOIS GAMING BOARD OF ANY CHANGES IN THE CONTENT OF THE FORM AND RELATED MATERIALS.**

DEFINITIONS

For the purpose of this form, the following terms shall have the following meanings:

Act: The Illinois Gambling Act and Sports Wagering Act.

Best of Knowledge: Registrant's knowledge after substantial inquiry.

Board: The Illinois Gaming Board.

Indirect Interest: Any interest in a Business Entity that is deemed to be held by the holder, not through the holder's actual holdings in the Business Entity, but through the holder's holdings in other Business Entities.

Management Services Provider License: A license issued to an entity who has contracted with a Master Sports Wagering Licensee to conduct its sports wagering operation in accordance with the provisions of the Sports Wagering Act and the rules of the Illinois Gaming Board.

Master Sports Wagering License: A license issued to an Owners Licensee, Organization Licensee, Sports Facility or Online Sports Wagering Operator to conduct sports wagering in accordance with the provisions of the Sports Wagering Act and the rules of the Illinois Gaming Board and Department of Lottery.

Organization Gaming License: A license issued by the Illinois Gaming Board under Section 7.7 of the Illinois Gambling Act authorizing gaming pursuant to that section, at an organization gaming facility.

Ownership Interest: Includes, but is not limited to, direct, indirect, beneficial or attributed interest, or holder of stock options, warrants or stock appreciation rights, or holder of any beneficial ownership interest in the Applicant for or holder of an Owners, Organization Gaming, Master Sports Wagering, Management Services Provider, Tier 2 Official League Data Provider or Supplier's License.

Owners License: A license issued by the Illinois Gaming Board to conduct riverboat or a casino gambling operation, but does not include an Organization Gaming License.

Publicly Held Company: A company that has filed a registration statement with the Securities and Exchange Commission.

Supplier: Either a Gaming Operations Manager, lessor of a Casino/Riverboat, Organization Gaming facility, or dock facilities, junketeer, or provider of Gaming Equipment, Gaming Equipment maintenance or repair services, or a provider of any goods or services to a Casino/Riverboat, or Organization Gaming Operation, or a person who sells or leases sports wagering equipment, systems, or other gaming items to conduct sports wagering and offer services related to the equipment or other gaming items and data to a master sports wagering licensee.

Tier 2 Official League Data Provider License: A license issued to a sports governing body or sports league, organization or association or vendor authorized by such sports governing body or sports league, organization or association to distribute or provide Tier 2 official league data to a Master Sports Wagering Licensee for Tier 2 sports wagers.

INSTITUTIONAL INVESTOR DISCLOSURE FORM

I, _____, being the duly authorized _____
 (Officer) (Title)
 of _____ being first duly sworn upon oath or
 (Institutional Investor)
 affirmation depose and state:

1. Check the applicable category below which indicates the Institutional Investor’s structure:
<input type="checkbox"/> A retirement fund administered by a public agency for the exclusive benefit of federal, state, or local public employees; <input type="checkbox"/> An investment company registered under Section 8 of the Investment Company Act of 1940; <input type="checkbox"/> A collective investment trust organized by a bank under Part 9 of the Rules of the Comptroller of the Currency; <input type="checkbox"/> A closed end investment trust registered with the United States Securities and Exchange Commission; <input type="checkbox"/> A chartered or licensed life insurance company or property and casualty insurance company; <input type="checkbox"/> A federal or state bank; <input type="checkbox"/> An investment advisor registered under the Investment Advisors Act of 1940; or <input type="checkbox"/> Such other person as the Illinois Gaming Board may determine for reasons consistent with the Act and Adopted Rules.
2. Describe the Institutional Investor’s business and state why the Institutional Investor is within the definition of “Institutional Investor” as set forth in the Adopted Rules. If additional space is needed, submit this information as Exhibit 2.
Explanation:
3. State the number held of publicly traded securities issued by the Applicant, Licensee, parent or subsidiary company of the Applicant or Licensee (the “Securities”). If additional space is needed, submit this information as Exhibit 3.
Explanation:
4. State the percentage held of the class of the Securities. If additional space is needed, submit this information as Exhibit 4.
Explanation:

5. Submit as Exhibit 5 a list with the names, addresses, telephone numbers and social security numbers of the officers and directors, or their equivalent, of the Institutional Investor. If additional space is needed, submit this information as Exhibit 5.

Name	Address	Telephone	Social Security Number	Title
				<input type="checkbox"/> Officer <input type="checkbox"/> Director
				<input type="checkbox"/> Officer <input type="checkbox"/> Director
				<input type="checkbox"/> Officer <input type="checkbox"/> Director
				<input type="checkbox"/> Officer <input type="checkbox"/> Director
				<input type="checkbox"/> Officer <input type="checkbox"/> Director

6. Has the Institutional Investor, Affiliate, officer or director been subject to any criminal or regulatory sanctions imposed during the preceding 10 years? *(as to a former officer or director, such information need be provided only to the extent that it relates to actions arising out of or during such person's tenure with the Institutional Investor or an Affiliated Entity)* Yes No If yes, provide complete details below. If additional space is needed, submit this information as Exhibit 6.

Explanation:

7. Has the Institutional Investor, Affiliate, officer or director been subject to any administrative or court proceedings filed by any regulatory agency during the preceding 5 years? *(as to a former officer or director, such information need be provided only to the extent that it relates to actions arising out of or during such person's tenure with the Institutional Investor or an Affiliated Entity)* Yes No If yes, provide complete details below. If additional space is needed, submit this information as Exhibit 7.

Explanation:

8. Please state whether the following is true, complete and accurate. If additional space is needed, submit this information as Exhibit 8(A), 8(B), 8(C), 8(D), 8(E), 8(F).

A. Institutional Investor certifies that it owns, holds, or controls the Securities in the ordinary course of business for investment purposes only. Yes No

B. Institutional Investor certifies that it does not exercise influence or control over the affairs of the issuer of the Securities. Yes No

C. Institutional Investor certifies that it does not intend to exercise influence or control over the affairs of the issuer of the Securities. Yes No

D. Institutional Investor certifies that it has no involvement in the business activities of any gaming related company or, if applicable, its publicly-traded parent. Yes No

E. Institutional Investor certifies that it has no intention of influencing or affecting the affairs of the gaming-related company or its publicly-traded parent. Yes No

F. Institutional Investor certifies that if it subsequently determines to exercise influence or control over the affairs of the issuer of the Securities, it shall provide not less than 30 days notice of such intent and shall file with the Illinois Gaming Board a Business Entity Application Form before taking any action that may influence or control the affairs of the issuer of the Securities. Yes No

9. Does Institutional Investor hold the Securities on behalf of its own accounts? Yes No If yes, provide complete details below. If additional space is needed, submit this information as Exhibit 9.

Explanation:

10. Does Institutional Investor hold the Securities on behalf of other accounts? Yes No If yes, provide complete details below. If additional space is needed, submit this information as Exhibit 10.

Explanation:

11. Does Institutional Investor have sole voting power as to the Securities held? Yes No If yes, provide complete details below. If more space is needed, submit a separate sheet of paper and as Exhibit 11.

Explanation:

12. Does any single account held by Institutional Investor own, control or vote more than 10% (Illinois Gambling Act) or 5% (Sports Wagering Act) of any class of the Securities? Yes No If yes, provide complete details below. If more space is needed, submit a separate sheet of paper and as Exhibit 12.

Explanation:

13. Institutional Investor certifies that it understands that this Institutional Investor Disclosure Form shall not be construed to preclude the Illinois Gaming Board from requiring Institutional Investor to submit a Business Entity Application Form if the Illinois Gaming Board determines that such submission is proper and in furtherance of the Illinois Gambling Act, Sports Wagering Act, Adopted Rules and the policies of the Illinois Gaming Board. Yes No

14. Institutional Investor agrees to be bound by and comply with the Illinois Gambling Act, Sports Wagering Act and Adopted Rules, to be subject to the jurisdiction of the courts of Illinois, and to consent to Illinois as the choice of forum in the event any dispute, question, or controversy arises regarding the Application or this Institutional Investor Disclosure Form. Yes No

15. Institutional Investor certifies that it acknowledges that it may be required to file additional information as the Illinois Gaming Board deems necessary. Yes No

16. Submit as Exhibit 16 the most recent copy of the Institutional Investor's Schedule 13D or 13G (and any amendments thereto) filed with the United States Securities and Exchange Commission concerning the Securities. **Note:** if the documentation required to be filed in response to Question 16 is available on a website maintained by the Securities and Exchange Commission, identify the document and where it can be accessed electronically. No documentation will be required to be filed in response to Question 16 if such access is identified and available on a website.

VERIFICATION

State of _____)
) ss
County of _____)

I, _____, being the duly authorized _____
(Officer) (Office)

of _____, and being first duly sworn upon oath or
(Name of Institutional Investor)

affirmation, depose and state:

“Undersigned swears and certifies under penalty of law that all answers and information provided in this Illinois Gambling Act & Sports Wagering Act Institutional Investor Disclosure Form and associated documents are true, correct and complete to the Best of its Knowledge. Undersigned acknowledges that any misrepresentation, failure to reveal information or omission is grounds for denial of a license and/or revocation of any license for which this form is submitted or with which this form is associated. Undersigned acknowledges that any misrepresentation, failure to reveal information or omission is grounds for the Illinois Gaming Board to require its disassociation with any licensee or person for which this form is submitted or with which this form is associated.”

Applicant:

By: _____
(Print Name)

(Signature)

Its: _____

SUBSCRIBED and SWORN to before me this

_____ day of _____, 20_____

Notary Public

Notary Public in and for the

County of _____

State of _____