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# Virginia Lottery

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600 East Main Street, Richmond, VA 23219

## PRINCIPAL ENTITY RENEWAL DISCLOSURE FORM

**Principal Entity:** \_\_\_\_\_

**Operation License Applicant:** \_\_\_\_\_

**SECTION D - PRINCIPAL ENTITY INFORMATION**

**D.1 NAME OF PRINCIPAL ENTITY**

\* As it is written on the Articles of Incorporation, By-Laws, Charter, partnership agreement or other official documents filed with a State or Federal Government.

Doing Business As (D/B/A) or Trade Name(s):  
N/A

**D.2 FORM OF ORGANIZATION**

Check one:  
 Sole Proprietorship     Partnership     Limited Partnership    C-Corporation     Limited Liability Company  
 S-Corporation     Trust     Other (Describe)

**D.3 POINT OF CONTACT INFORMATION**

Name		Title / Position within the company	
Email address	Telephone number	Fax number	

**D.4 PRINCIPAL ENTITY PRINCIPAL ADDRESS**

Address Line 1 (Street Location)

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Address Line 2

City	State	Zip Code
Country	Telephone Number	Fax Number

Mailing Address Address Line 1 – if different from above

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Address Line 2

City	State	Zip Code
Country	Telephone Number	Fax Number

Web Site Address

<b>D.5 INCORPORATION (If a Sole Proprietorship, provide an answer to the appropriate questions)</b>
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**(a) PRINCIPAL ENTITY'S INCORPORATION DOCUMENTS**

1) Business name as it appears on formation documents:

2) Place of Incorporation or other type of Formation:

3) Date of Formation:

**(b) INCORPORATORS / FOUNDERS**

Use **Exhibit 1(a)** to provide the Applicant's Incorporators/Founders. (Note: If a Sole Proprietorship, provide the appropriate information on the Exhibits.)

**(c) Virginia State Corporation Commission**

1) Is the Applicant registered to do business in Virginia:    Yes     No

2) If "Yes", please provide registration number: \_\_\_\_\_

**IMPORTANT:**

Submit a *.pdf* of the Principal Entity's 'Good Standing' status from the Virginia State Corporation Commission (VSCC). The exhibit should be uploaded and labeled as "**Certificate of Good Standing**". For further information, see **B.8**.

**(d) OTHER NAMES IN WHICH PRINCIPAL ENTITY HAS DONE BUSINESS**

Use **Exhibit 1(b)** to list all other names in which the Principal Entity has done business in the past three years and give the approximate time periods during which these names were being used. (**Note: If a Sole Proprietorship, provide the appropriate information on the Exhibits.**)

**(e) CURRENT ADDRESSES OF PRINCIPAL ENTITY**

Use **Exhibit 1(c)** to provide all the current addresses of the Principal Entity and all current addresses from which the Principal Entity is doing business. (**Note: If a Sole Proprietorship, provide the appropriate information on the Exhibits.**)

**(f) PREVIOUS ADDRESSES OF PRINCIPAL ENTITY**

Use **Exhibit 1(d)** to provide all addresses, other than those listed in **Exhibit 1(c)**, which Principal Entity has used or from which it was conducting business during the last three (3) year period, and list the approximate dates during which said addresses were held. (**Note: If a Sole Proprietorship, provide the appropriate information on the Exhibits**).

**(g) ALL BUSINESSES OPERATED BY THE PRINCIPAL ENTITY**

Use **Exhibit 1(e)** to provide a description of all businesses presently operated or intended to be operated by the Principal Entity and all former businesses operated by the Principal Entity in the past three (3) years.

**(h) RELATIONSHIP BETWEEN PRINCIPAL ENTITY AND THE GAMING LICENSEE**

Use **Exhibit 1(f)** to describe the relationship between the Principal Entity and the Applicant for the gaming license, and include any terms and conditions that affect ownership and control.

**D.6 DIRECTORS, PARTNERS, OFFICERS AND TRUSTEES**

Use **Exhibit 2** to provide information for each Director, Partner, Officer and Trustee of the Principal Entity. Include any Grantor or Beneficiary of a Trust that is required to be licensed as a Principal as defined in this Disclosure Form.

**D.7 OWNERS OF PRINCIPAL ENTITY**

Use **Exhibit 3** to provide each person who has a direct ownership interest in a gaming operation and all individuals and trusts who have a 5% or greater indirect ownership interest in a licensee applicant.

## D.8 CRIMINAL HISTORY

### IMPORTANT:

The Department will make inquiries to establish whether the individuals and subsidiaries listed in this application have had any involvement with law enforcement agencies. Failure to disclose any such involvement will be taken into account when assessing the Principal Entity's character, honesty and integrity.

Do you understand? Yes

This section asks about any arrests, offenses or charges against the Principal Entity or any of its Subsidiaries, Directors, Partners, Officers, Trustees or Owners.

Prior to answering this question, carefully review the DEFINITIONS and INSTRUCTIONS.

### DEFINITIONS – For purposes of this section **ONLY**:

- A. **ARREST:** includes any time that you were stopped by any law enforcement officer and advised that you were under arrest, detained, held for questioning or were requested by a law enforcement officer to come to a law enforcement office or facility and answer questions. "Arrest" also includes any circumstances in which you were taken into custody by any law enforcement officer, fingerprinted, detained in any jail or detention center, or otherwise been the subject of a court order to appear in a judicial proceeding in which you were accused of a crime or offense as defined in subsection C.
- B. **CHARGE:** includes any indictment, complaint, information, summons, or other notice of the alleged commission of any "offense."
- C. **OFFENSE:** includes all felonies, misdemeanors, gambling offenses and summary offenses that may have required you to appear before any municipal, state, or federal grand jury, court, or any other judicial tribunal except juvenile court. "Offense" also includes all driving-related charges or offenses which carry any period of incarceration

### INSTRUCTIONS for question below

1. Answer "**Yes**" and provide **all** information to the best of your ability **EVEN IF**:
  - A. You did not commit the offense charged;
  - B. The charges were dismissed or downgraded to a lesser charge;
  - C. You completed a pretrial intervention or other rehabilitation or diversionary program;
  - D. You were not convicted;
  - E. You did not serve any time in a correctional facility;
  - F. The charges or offenses happened a long time ago; or
  - G. You were not arrested for the charge.
2. Answer "**No**" if:
  - A. You have never been charged with or arrested for any crime or offense;
  - B. You were arrested or charged when you were under eighteen (18) years of age and your arrest or charge, including any sentence that a court imposed, was adjudicated entirely in juvenile court;
  - C. The records of the charge or arrest have been expunged pursuant to an order of court or otherwise sealed by a court of competent jurisdiction.

**Have you read and understood the definitions and instructions?**

**\* Question:**

Has the Applicant;

Have any of the Applicant's subsidiaries;

Have any of the Principal Employees, (Directors, Partners, Officers, Trustees, Owners) ever been indicted, arrested, charged with, or convicted of, a criminal offense or been a party to or named as an unindicted conspirator in any criminal proceeding in this state or any other jurisdiction?

If "Yes", use Exhibit 18 to provide information concerning criminal history.

YES NO

If "Yes", use **Exhibit 4** to provide information concerning criminal history.

### D.9 INVESTIGATIONS, TESTIMONY or POLYGRAPHS

- a. Has the Principal Entity, any of its subsidiaries, principals, directors, partners, 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

- b. If "Yes", use **Exhibit 5** to describe the investigations, testimony or polygraphs.

### D.10 EXISTING AND PAST LITIGATION

Use **Exhibit 6** to describe all existing civil litigation or any settled or closed legal action over the past three (3) years to which the Principal Entity, its parent, affiliate, holding or any subsidiary is or was a party whether in this state or in another jurisdiction. This description must include the title and docket number of the litigation, the name and location of the court before which it is pending, the identity of all parties to the litigation, the general nature of all claims being made and the nature of any judgments.

List the most recent litigation first.

### D.11 ANTITRUST, TRADE REGULATION & SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS

- a. Has the Principal 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 in the past 3 years?

YES NO

- b. In the past three years, has the Principal Entity been the subject of 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 \$10,000 or more?

YES NO

- c. If "yes" to either question, use **Exhibit 7** to provide the following information for each judgment, order, consent decree or consent order.

**D.12 BANKRUPTCY OR INSOLVENCY PROCEEDINGS**

a. Has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company 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 three year period?

YES NO

b. Has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law in the last three year period?

YES NO

c. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last three year period by a court for the business or property of the Principal Entity, or any affiliate, intermediary, subsidiary or holding companies?

YES NO

d. If “Yes”, to question ‘a’, ‘b’ or ‘c’, use **Exhibit 8** to provide detailed information for each bankruptcy or insolvency proceeding.

**D.13 LICENSES**

a. Has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company ever **applied** in any jurisdiction in the past 3 years, including but not limited to, any federal, state, local or Native American governments for a license, permit or other authorization to participate in lawful gambling operations (including slot machines, video lottery terminals, table gaming, horse racing, dog racing, pari-mutuel operation, sports betting, etc.)?

YES NO

b. Has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company ever had any license application, license, permit or other authorization issued by a government agency in this state or any other jurisdiction denied, suspended or revoked in last three year period?

YES NO

c. If “Yes”, use **Exhibit 9** to provide the following information for each license application, license, permit or other authorization applied for and license or certificate denied, suspended or revoked.

**D.14 CONTRIBUTIONS AND DISBURSEMENTS**

a. During the last three year period, has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company, director, officer, or employee or any third party acting for or on behalf of the corporation 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. Has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company, director, officer or employee or any third party acting for or on behalf of the corporation 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 in the last three year period?
- YES   NO
- c. In the last three (3) years, has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company maintained any bank account, domestic or foreign, not reflected on the Principal Entity's books or records?
- YES   NO
- d. During the last three year period, has the Principal Entity, or any affiliate, intermediary, subsidiary or holding company, maintained any numbered accounts or any account in the name of a nominee for the Principal Entity?
- YES   NO
- e. If "Yes", to question 'a', 'b', 'c' or 'd', use **Exhibit 10** to provide information for any present or former directors, officers, employees or third parties who would have knowledge or information concerning the questions above answered affirmatively.

#### **D.15      AUTHORIZATION FOR RELEASE OF INFORMATIONS**

Use **Exhibit 12** to authorize the Department to obtain information about Principal Entity in order to investigate the Application.

#### **D.16      AFFIDAVIT OF REPRESENTATIVE OF PRINCIPAL ENTITY**

Use **Exhibit 13** to provide the Department with an acknowledgment from an authorized representative of the Principal Entity that all information contained in this Disclosure Form is true, correct and not misleading.

#### **D.17      ACKNOWLEDGEMENT AND DISCLOSURE**

Use **Exhibit 14** to provide the Department with an acknowledgment of important details relating to the application process. This form also provides the Department with an acknowledgment of the Principal Entity's continuing obligations during the term of any license issued.



## SECTION E - EXHIBITS

### Principal Entity Disclosure Form Checklist

Use this checklist to indicate with an "X" that the exhibit is attached with this application. All attachments are **mandatory**. If a question, exhibit or addendum is not applicable, indicate "**Not Applicable**" and **state why it is not applicable in the exhibit**. If any item is missing or not filed according to these directions, the application will be considered incomplete and will not be processed.

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	PLACE "X" WHEN COMPLETED
None	Virginia SCC 'Certificate of Good Standing'	
1(a)	Incorporators/Founders	X
1(b)	Other Names and Addresses of Principal Entity	X
1(c)	Current Addresses of Principal Entity	X
1(d)	Previous Addresses of Principal Entity	X
1(e)	All Businesses Operated By The Principal Entity	X
1(f)	Relationship of Principal Entity and Sports Betting Applicant	X
2	Current Directors, Partners, Officers and Trustees	X
3	Owners of Principal Entity	X
4	Criminal History	X
5	Investigations, Testimony or Polygraphs	X
6	Existing and Past Litigation	X
7	Antitrust, Trade Regulations and Securities Judgements; Statutory and Regulatory Violations	X
8	Bankruptcy or Insolvency Proceedings	X
9	Licenses (Gaming and Non-Gaming)	X
10	Contributions and Disbursements	X
11	Required Attachments - Explanations	X
12	Authorization for Release of Information	
13	Affidavit of Representative of Principal Entity	
14	Acknowledgement and Disclosure	





Virginia Lottery | 600 E Main St. Richmond, VA 23219 | 804-692-7165 gaminglicensing@valottery.com

**AUTHORIZATION FOR RELEASE OF INFORMATION**

**TO:** \_\_\_\_\_

**FROM:** \_\_\_\_\_  
(Printed Name of Principal Entity Entity)

I am, or represent, a renewal principal entity of an applicant for a gaming license in the Commonwealth of Virginia.

The Department is required by law to conduct an investigation of an applicant for a gaming license. That investigation requires the Department to collect and evaluate information about the applicant’s principal entities. I irrevocably give consent to the Department, and persons authorized by the Department, to: (1) verify all information provided in the Disclosure Form; (2) conduct a background investigation of me, or the principal entity that I represent; and (3) have access to any and all information that I, or the principal entity that I represent, have provided to any other jurisdiction in the context of a gaming license investigation in that jurisdiction, as well as the information obtained by that other jurisdiction during the course of any investigation that it may have conducted about me or the principal entity that I represent.

By executing this Authorization, I authorize any of the following entities to release to the Department any and all information about me, or the principal entity renewal that I represent, that the Department requests: local, state or federal government unit; commercial or business enterprise; non-profit entity; individual; or any other public or private entity. The requested information may be released in written, verbal, electronic, or any other form.

With respect to any claims or liability arising from the release of the requested information to the Department, I expressly waive, release, discharge and forever hold harmless and agree to indemnify, the unit, entity, or individual that releases information to the Department under the authority of this Authorization.

A photo, facsimile, or electronic copy of this signed and dated Authorization shall be equally effective as an original.

_____	_____
Signature of Individual Completing Form	Date
_____	_____
Printed Name	Title

**NOTARY PUBLIC**

The undersigned, a Notary Public in and for the County of \_\_\_\_\_, in the State of \_\_\_\_\_, certifies that the above-named individual appeared in person, and before me, either known to me or satisfactorily proven to be the individual whose name subscribed to the within instrument and signed the Authorization and Notification.

This \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, and to which witness my hand and seal.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
Printed Name

**Stamp or Seal**

My commission expires \_\_\_\_\_, 20\_\_\_\_