

Associated Applicant Disclosure Licence/Registration Application

The Alberta Gaming and Liquor Commission (AGLC) will not approve a licence/registration except after a deliberate, intensive and thorough investigation of the applicant, including but not limited to the applicant's background, associates and finances. Full disclosure is required from the applicant and all associated persons.

The granting of a licence/registration is a privilege not a right. The burden of proving eligibility is at all times on the applicant for licence/registration.

A licence/registration is automatically cancelled on a sale, assignment or transfer that results in a change of control in the ownership structure (owner, financial interest, share structure) of the applicant or associated applicant.

Any proposed change of 5% or more control in the applicant must be approved by, and a due diligence investigation conducted by, the AGLC prior to any sale, assignment or transfer taking place.

Read the Instructions carefully – it contains important information that is required for the applicant and any associated persons to complete their portion of the application package.

The completed disclosure may be returned to the individual designated to complete the licence/registration application on the applicant's behalf. Associated Applicants may also return the disclosure directly to

Alberta Gaming and Liquor Commission
Audit Services Branch
50 Corriveau Avenue
St. Albert, Alberta, Canada T8N 3T5
Attention: Manager, Due Diligence

To maintain confidentiality, return all disclosures in a sealed envelope marked **“Personal & Confidential – TO BE OPENED BY ADDRESSEE ONLY”**.

For further information contact the Alberta Gaming and Liquor Commission at

Telephone: (780) 447-8819
Fax: (780) 447-8692
E-Mail duediligence@aglc.ca

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INSTRUCTIONS

A. TERMS / DEFINITIONS

1. **AGLC** – Alberta Gaming and Liquor Commission.
2. **Applicant** –
 - i. Person applying for a licence/registration.
 - ii. A reference to an applicant for a licence/registration, a licensee or a registrant
 - a) that is a partnership includes each partner, or
 - b) that is a corporation includes the officers and directors of the corporation.
3. **Applicant Disclosure** – To be completed by the applicant for a licence/registration.
4. **Application Package (Application)** – consists of a(n)
 - i. Applicant Disclosure,
 - ii. Associated Applicant Disclosure(s), and
 - iii. Personal Applicant Disclosure(s), or Personal Applicant Disclosure and Registration Application for Gaming Worker – Casino and Racing Entertainment Centre Disclosure.
5. **Arrest** – Includes any detaining, holding or taking into custody by any law enforcement authority to answer for the alleged performance of any offence.
6. **Associated Applicant** – Any corporate entity that has control over the applicant, and includes but is not limited to a corporate entity that is or will be a(n)
 - i. Owner,
 - ii. Partner (in a partnership),
 - iii. Parent or holding company,
 - iv. Promoter,
 - v. Shareholder directly or indirectly controlling 5% or more of the shares in the **Applicant**, or
 - vi. Any person with a direct or indirect financial interest of 5% or more in the **Applicant**.
7. **Associated Applicant Disclosure** – To be completed by an associated applicant.
8. **Associated Person(s)** –
 - i. Persons associated with each other, namely,
 - a) persons related to each other, or
 - b) persons not related to each other, but not dealing with each other at arm's length.
 - ii. One of the persons controls, directly or indirectly in any manner whatever, the other.
 - iii. Both persons are controlled, directly or indirectly in any manner whatever, by the same person or group of persons.
 - iv. Any person that has a financial interest in the applicant, the applicant's business or in the facility or premises to which a facility licence relates.
9. **Background Check** – See Due Diligence.
10. **Bingo Facility Licence** – A class B bingo facility licence is issued by the AGLC and authorizes a person to operate a class B bingo facility where authorized gaming activities may be conducted.
11. **Canadian Funds** – All funds stated in questions are in Canadian funds. All non-Canadian funds should be identified as to what currency they are.
12. **Casino-Director or Manager of Security** – Registered gaming worker; designated as a key employee position.
13. **Casino Facility Licence** – A licence issued by the AGLC that authorizes a person to operate a casino facility where authorized gaming activities may be conducted.
14. **Casino Manager** (or equivalent) –
 - i. Registered gaming worker; designated as a key employee position.
 - ii. Only one person employed by the casino facility licensee may hold this position. Duties are set out in Casino Terms & Conditions and Operating Guidelines.

15. Charge – Includes any indictment, complaint, information, summons or other notice of the alleged commission of any offence.

16. City – Includes but is not limited to a hamlet, village or town.

17. Contingent Liabilities – Liabilities that may, under certain conditions, become obligations of the person, but are not direct or assumed obligations on the date of the balance sheet.

18. Control –

- i. Power to direct.
- ii. A person has in relation to a corporation any direct or indirect influence which, if exercised, would result in control in fact of the corporation whether directly through the ownership structure, or indirectly through a trust, a contract, ownership of shares, stocks, equities or securities of another body corporate or otherwise.
- iii. The ability to appoint, elect or cause the appointment or election of a majority of the directors of the body corporate, whether or not that ability is exercised.
- iv. Any owner, shareholder or other person related to an associated applicant that has direct or indirect control of 5% or more of the **applicant**.
- v. The AGLC must be notified of any change in control of 5% or more in the applicant or an associated applicant.

19. Controlling Interest – The interest that a person has in any business entity when that person beneficially owns, directly or indirectly, or exercises control or direction over the entity.

20. Dependent(s) –

- i. A person who depends upon the personal applicant for maintenance.
- ii. A person to whom the personal applicant has an obligation to provide support.
 - a) Includes both adults and minors and any children, step-children and adopted children, or a person who resides with that child.

NOTE: Personal Applicants must provide financial disclosure for all dependents.

21. Director –

- i. Those individual(s) acting collectively to whom the duty of managing the general affairs of the company is delegated by the shareholders. Their duty is to conduct the business of the company for the greatest benefit of the shareholders.
- ii. Any individual acting in a capacity similar to that of director of a company.
- iii. A trustee, officer, member of an executive committee and any individual occupying a similar position.

22. Due Diligence Investigation –

- i. A background investigation conducted by the AGLC to determine the eligibility of an applicant for licence/registration to hold a licence/registration, or to continue to hold a licence/registration.
- ii. This includes but is not limited to an inquiry or investigation relating to the honesty and integrity, financial history or competence of
 - a) The applicant,
 - b) The associated applicant,
 - c) The personal applicant,
 - d) Any other person with connections to the applicant, the associated applicant and/or the personal applicant.

23. Facility Licence/Licensee – The bingo, casino or REC facility licence or licensee.

24. Financial Interest – Includes any direct, indirect or contingent interest

- i. Whether as owner, partial or otherwise, of an interest, beneficial owner, owner of shares or owner through trusteeship, investment or otherwise, or
- ii. In management, whether by management agreement, partnership agreement or other agreement, or
- iii. Because of having loaned or advanced or caused to be loaned or advanced money or any thing of value, with or without security, or

- iv. Any person related to an applicant or associated applicant that holds a direct or indirect financial interest of 5% or more in the **applicant**.

25. Games Manager Major / Games Manager Minor (Head) –

- i. Manager of the games area in the casino. Duties are set out in Terms & Conditions and Operating Guidelines.
- ii. Registered gaming worker; designated as a key employee position when responsible for all games managers employed by the licensed facility.

26. Gaming – Includes all types of gaming/gambling e.g., bingo, casino, raffle or lottery, gaming terminal/slot machine, junket operation, horse racing, dog racing, pari-mutuel operation, sports betting, internet gaming, and the distribution or manufacture of any type of gaming supply.

27. Gaming Supplier – Any entity that makes, sells, advertises or distributes gaming supplies either directly or indirectly to any licensed gaming facility and/or charity in Alberta.

NOTE: It is a contravention of the *Gaming and Liquor Act* (Alberta) to **make, sell, advertise or distribute** gaming supplies directly or indirectly in Alberta unless registered as a gaming supplier in Alberta.

28. Gaming Supplies – Supplies, equipment and devices designed to be used in a gaming activity, does not include normal office supplies.

NOTE: It is a contravention of the *Gaming and Liquor Act* (Alberta) to **purchase** gaming supplies for use in Alberta from a company that is not registered to deal in gaming supplies in Alberta.

29. Gaming Worker –

- i. Means a person who is paid to assist a gaming licensee in the conduct or management of a gaming activity, or a person who is paid to assist a facility licensee in the operation of a licensed facility.
- ii. A gaming worker may be required to be registered with the AGLC.

- iii. If the gaming worker is paid for their services through a corporate entity, this entity must be registered as a gaming worker supplier.

30. Gaming Worker Supplier –

- i. Any person that is paid directly or indirectly to provide gaming workers to assist a gaming licensee in the conduct or management of a gaming activity or in the operation of a gaming facility.
- ii. If a gaming worker is paid for their services through a separate corporate entity, this entity must be registered as a gaming worker supplier. Contact the AGLC for application forms.

31. Holding Company – A company the primary purpose of which is to own shares of one or more other companies.

32. Indian Band – means a band as defined in the *Indian Act* (Canada).

33. Indian Reserve – means a reserve as defined in the *Indian Act* (Canada).

34. Investor – A person that has a total equity percentage that is greater than zero.

35. Key Employee –

- i. Individual(s) that exercise influence or control over day to day operations or decision-making.
- ii. Individuals employed in senior management positions such as CEO, CFO, controller, internal general counsel, senior compliance officers, or any other individual who performs functions for a company similar to those normally performed by an individual occupying any of these offices.
- iii. For a facility licensee, this includes facility staff that are designated as key employees, and may include but is not limited to
 - a) Head Games Manager
 - b) Casino Manager
 - c) Casino Slot Manager
 - d) REC Slot Manager
 - e) Casino-Director or Manager of Security

- f) REC-Director or Manager of Security
 - iv. Any other person holding a position as determined by the AGLC.
- 36. Licence/Registration** – Includes an agreement, permit, certificate, finding of suitability, qualification or other authorization issued under the laws of a jurisdiction other than Alberta that, in the AGLC’s opinion, is similar to a licence/ registration under the *Gaming and Liquor Act* (Alberta).
- 37. Married** –
- i. Includes common-law or other similar relationships.
 - ii. An individual connected to a personal applicant by virtue of a relationship of interdependence as defined in the *Adult Interdependent Relationships Act* (Alberta).
- 38. Offence** – Includes all offences, regardless of the seriousness, under any Federal, Provincial or Municipal statute, or violations of probation or any other court order.
- 39. Officer** –
- i. An individual employed in connection with the administration and management of a department.
 - ii. The chairman and vice-chairman of the board of directors, the president, vice-president, secretary, assistant secretary, treasurer, assistant treasurer, general manager and any other individual designated an officer by by-law or resolution of the directors, and any other individual who performs functions for a company similar to those normally performed by an individual occupying any of those offices.
 - iii. The chairman, president, vice-president, secretary, treasurer, comptroller, general counsel, general manager, managing director or any other individual who performs functions for a corporation similar to those normally performed by an individual occupying any such office.
- 40. Owner** – Majority shareholder, controlling shareholder, general partner, senior partner and proprietor.

- 41. Parent Company** – A company that controls another company.
- 42. Partner** (in a partnership) – A member of a partnership.
- 43. Partner** – A reference to a partner of an individual includes a man or woman who although not legally married to the individual, has lived and cohabited with the individual as their partner. Includes a spouse, common-law spouse or individual connected to the personal applicant by virtue of an adult interdependent relationship.
- NOTE:** All personal applicants are required to provide disclosure of their partner’s financial and criminal history. Criminal record checks and financial checks will be conducted on all partners.
- 44. Person(s)** – Extends beyond the individual and includes public bodies, corporations, partnerships, business ventures, societies, companies, or any other business entity.
- 45. Personal Applicant** - Individual completing the Personal Applicant Disclosure or Personal Applicant Disclosure and Registration Application for Gaming Worker – Casino and Racing Entertainment Centre Disclosure, that has control over, or a financial interest in, the applicant or an associated applicant, including but not limited to any individual that is or will be a(n)
- i. Owner,
 - ii. Partner (in a partnership),
 - iii. Promoter,
 - iv. Shareholder directly or indirectly controlling 5% or more of the shares in the **applicant**,
 - v. Any individual with a direct or indirect financial interest of 5% or more in the **applicant**,
 - vi. Director,
 - vii. Officer,
 - viii. Key employee,
 - ix. Registered Gaming Worker designated as a key employee.

- 46. Personal Applicant Disclosure or Personal Applicant Disclosure and Registration Application for Gaming Worker – Casino and Racing Entertainment Centre Disclosure** (Personal Applicant Disclosure) – to be completed by the personal applicant.
- 47. Postal Code** – Includes but is not limited to Zip Code (United States) or equivalent.
- 48. Pro Forma** – In order to observe proper form.
- 49. Promoter** – Any person who
- i. Acting alone or in concert with one or more other persons, directly or indirectly takes the initiative in founding, organizing or substantially reorganizing a business; or
 - ii. In connection with the founding, organization or substantial reorganization of the business, directly or indirectly receives, in consideration of services or property or both, 5% or more of a class of shares or 5% or more of the proceeds from the sale of a class of shares.
- 50. Province** – Includes but is not limited to a state, county or equivalent.
- 51. Race Track** – means a facility used primarily for horse racing regulated under the *Horse Racing Alberta Act*.
- 52. REC** – Racing entertainment centre associated to a racetrack facility licensed by the Alberta Racing Corporation and authorizes the operation of a facility
- i. That is located in a grandstand adjoining a race track, and
 - ii. In which a provincial lottery may be conducted.
- 53. REC-Director or Manager of Security** – Registered gaming worker; designated as a key employee position.
- 54. Registered Gaming Worker** –
- i. Means a person registered with the AGLC and who assists a facility licensee in the operation of a licensed facility.
 - ii. A facility owner, shareholder, investor, etc. may be registered as a gaming worker.
 - iii. No person may act as a gaming worker unless registered by the AGLC.
 - iv. A registered gaming worker must be
 - a) At least 18 years of age.
 - b) A Canadian citizen or landed immigrant, or a citizen of a foreign country who has received a work visa from federal authorities to work as a gaming worker.
 - c) If the registered gaming worker is paid for their services through a corporate entity, this entity must be registered as a gaming worker supplier.
- 55. Relative** – In respect of one individual, means any other individual who is connected to that individual
- i. by blood relationship,
 - ii. by marriage,
 - iii. by virtue of an adult interdependent relationship, or
 - iv. by adoption.
- 56. Shareholder** –
- i. Someone who holds shares in a company.
 - ii. A subscriber to or holder of stock in a company.
 - iii. A shareholder of a corporation and includes a member of a corporation or other person entitled to receive payment of a dividend or to a share in a distribution on the winding-up of the corporation.
 - iv. One who has a proportionate interest in its [a corporation's] assets and is entitled to take part in its control and receive its dividends.
 - v. A shareholder in an associated applicant that directly or indirectly controls 5% or more of the shares in the **applicant**.
- 57. Slot Manager** –
- i. Responsible for the supervision of the slot operation. Duties are set out in Terms and Conditions.
 - ii. Registered gaming worker; may be designated as a key employee position.
- 58. Social Insurance Number** – Includes but is not limited to a social security number or other similar unique identifying number.

- 59. Subsidiary Company** – A company which is controlled by another (parent) company, either directly or indirectly.
- 60. True Copy** - A photocopy of the original signed by the following to certify that it is a true copy of the original
- i. Applicant Disclosure** – the president/owner that is signing the disclosure.
 - ii. Associated Applicant Disclosure** – the president/owner that is signing the disclosure.
 - iii. Personal Applicant Disclosure or Personal Applicant Disclosure and Registration Application for Gaming Worker – Casino and Racing Entertainment Centre Disclosure** – the personal applicant.
- 61. Trust** – A trust arises whenever a person controls property for the benefit of others (beneficiaries) in such a way that the benefit of the property accrues not to the trustee, but to the beneficiaries.
- 62. Unanimous Shareholder Agreement** – A written agreement to which all the shareholders of a corporation are or are deemed to be parties, whether or not any other person is also a party, or a written declaration by a person who is the beneficial owner of all the issued shares of a corporation.
- 63. VGER** – VLT gaming entertainment room.

B. DEPOSIT

1. The applicant is responsible to pay all costs associated to the due diligence investigation.

C. DISTRIBUTING THE APPLICATION PACKAGE

1. The application package, including individual disclosure forms, is available in a “Microsoft Word” or “Adobe Acrobat” format. Contact Investigations by telephone or e-mail to request a copy. Please stipulate which format is being requested.
2. It is the Applicant’s responsibility to ensure that
 - i.** All associated applicants and personal applicants are provided sufficient copies of the appropriate disclosure forms, and

- ii.** All disclosure forms are completed in full and submitted to the AGLC **prior to the date requested.**

D. COMPLETING THE DISCLOSURE APPLICATIONS.

1. Associated applicants are only required to complete **one** disclosure form, even though it may be related to both the applicant and a second associated applicant(s) – for example, if the person is a shareholder in both the applicant and an associated applicant
 - i.** Identify on page 1 “Personal Information” or “Associated Applicant Identity” the applicant and all associated applicants involved.
 - ii.** If a question is applicable to the applicant and one or more associated applicants, answers and information must be provided for all associated persons. Additional space may be required.
2. The AGLC may request disclosure from other persons associated to the applicant.
3. An answer must be provided for every question – do not leave blank spaces.
 - i.** If a question does not apply, write “Does not Apply” or “N/A”.
 - ii.** If there is nothing to disclose, write “None”.
 - iii.** Ensure the appropriate box is checked ()
 - a) First disclosure: provide all **current** and **historical** information and documents requested.
 - b) Subsequent disclosures: provide all **current** information and documents requested; and information and documents that were changed or amended since the last disclosure. Documents provided as part of a previous disclosure are not required.
4. All disclosures must be legible – type or print clearly. Illegible disclosures will be returned.
5. The disclosure may not be modified in any way. Modified disclosures will be returned.
6. If insufficient space is provided either make additional copies of the page, or use additional paper and attach it to the appropriate page.

7. All attachments must be clearly labelled as “Attachment 1, Attachment 2, Attachment 3,” etc. The attachment number must then be noted **in the space provided beside** the applicable question.
8. All attachments that are not originals must be a true copy of the original, and be signed by the appropriate individual.
9. The individual designated to complete the Associated Applicant Disclosure must complete the “Company Representative Statutory Declaration” declaring that the information provided is true, accurate and complete, and that all requested documents are provided.
10. The associated applicant’s president or owner must sign/initial as follows
 - i. Initial and date each page using blue ink (to differentiate between a copy and the original) to verify all statements made are accurate, all material facts are included, and all requested information and documents are provided.
 - ii. Sign the “Associated Applicant Owner or President Statutory Declaration”. The Declaration must be witnessed by an individual authorized to take declarations.
 - iii. Sign the “Consent to Release Information”.
11. Keep a copy of the disclosure for your records. You may be contacted for further information, documentation or clarification.
12. Return the completed disclosure package in its entirety (all pages with the exception of these instructions pages) marked **“Personal & Confidential – For AGLC Use ONLY”**.
The disclosure may be returned to either the designated individual completing the application for licence registration on behalf of the applicant for a licence/registration, or directly to the AGLC.
13. Incomplete disclosures will be returned to the appropriate individual for completion.

E. DENIAL, CANCELLATION OF A LICENCE OR REGISTRATION

1. The AGLC may refuse to issue or cancel a licence/registration if the applicant or any

associated person (including but not limited to an owner, investor, shareholder, director, officer, key employee, or partner of any owner, investor, shareholder, director, officer, key employee or other person associated to the applicant)

- i. Is a person who has not acted or may not act in accordance with the law, with honesty and integrity or in the public interest, having regard to the past conduct of the person.
- ii. Is a person whose character, financial history or competence would be a detriment to the integrity or lawful conduct of gaming activities in Alberta.
- iii. Fails to pass a records check.
- iv. Has within the five years prior to the submission of the application contravened
 - a) the *Gaming and Liquor Act* or *Regulation* (Alberta), or
 - b) a condition imposed on a licence or registration issued or made under the *Gaming and Liquor Act* (Alberta).
- v. Is a person whose background, reputation and associations may result in adverse publicity for the gaming industry in Alberta.
- vi. Fails to meet any deadlines for submission of the deposit, disclosures, information or other documents to the AGLC.
- vii. Fails to complete all disclosures in full, modifies any question on a disclosure, makes statements that are not accurate or does not disclose all material facts.
- viii. Fails to initial each page or sign the disclosure where required.
- ix. Fails to disclose all persons associated to the applicant, or all persons associated to the applicant that are required or requested to complete a disclosure application do not do so.
- x. Buys, sells, purchases or distributes gaming supplies from a person that is not registered with the AGLC.
- xi. Fails to notify the AGLC of any change in ownership, financial interest, share structure, or a change to any individual director, officer or key employee in the associated applicant.

2. A licence/registration is automatically cancelled on a sale, assignment or transfer that results in a change of control in the ownership structure (owner, financial interest, share structure) of the applicant or associated applicant.

Any proposed change of 5% or more must be approved by, and a due diligence investigation conducted by, the AGLC prior to any sale, assignment or transfer taking place.

F. IMPORTANT INFORMATION

1. All information and documents provided as part of this application package
 - i. Become the property of the AGLC and will not be returned.
 - ii. Are confidential and will be treated as such.
 - iii. Are for the AGLC's use to determine the applicant's eligibility for a licence/registration.
 - iv. Will be verified through an investigative process – further information, documentation or clarification may be requested.
 - v. May be shared or exchanged with other agencies in order to evaluate the applicant's eligibility for a licence/registration.

G. FREEDOM OF INFORMATION AND PROTECTION OF PRIVACY ACT (ALBERTA) (FOIP)

1. The information collected in this application is used in determining the eligibility of the applicant for licence/registration.
2. The specific legal authority for the collection of this information is the *Gaming and Liquor Act* (Alberta) and the *Gaming and Liquor Regulation* (Alberta) and FOIP Section 33 (c).
3. All application packages shall be kept confidential and shall only be released in accordance with the
 - i. Consent to Release Information.
 - ii. *Freedom of Information and Protection of Privacy Act* (FOIP Act) (Alberta).
4. The FOIP Act defines personal information as "recorded information about an identifiable individual", such as the individual's
 - i. Name, address or telephone number.
 - ii. Age, gender, marital or family status.
 - iii. Any identifying number or other symbol.
 - iv. Financial, criminal or employment history.
5. Inquiries regarding the collection of this information should be directed to

Manager of Due Diligence
Alberta Gaming and Liquor Commission
50 Corriveau Avenue
St. Albert, Alberta, Canada T8N 3T5
Telephone: (780) 447-8819
Fax: (780) 447-8914

ASSOCIATED APPLICANT IDENTITY

1. **Associated applicant's** full legal name _____

2. This Associated Applicant Disclosure is being completed on behalf of the following **Applicant for Licence/Registration** – provide full legal name of **Applicant**.

3. If the associated applicant is related to other associated persons completing an Associated Applicant Disclosure (i.e., this associated applicant is an owner/shareholder/investor in both the applicant and a second associated applicant) this associated applicant is only required to complete **one** Associated Applicant Disclosure.
– Provide the full legal name of the second **Associated Applicant**

4. Business Address Street _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ E-Mail _____
Fax () _____ Website _____

5. Legal Street _____
City _____ Province _____
Country _____ Postal Code _____

6. Mailing Address Street/Box # _____
City _____ Province _____
Country _____ Postal Code _____

7. Corporate Head Office Street _____
City _____ Province _____
Country _____ Postal Code _____

8. Company Representative to contact regarding this disclosure
Name _____
Position _____ Birth Date _____
Mailing Address _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ E-Mail _____
Fax () _____

9. Company Attorney – Internal

Attorney Name _____
Mailing Address _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ Fax () _____

10. Company Attorney – External

Attorney Name _____
Firm Name _____
Mailing Address _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ Fax () _____

11. Company Accountant – Internal

Accountant Name _____
Mailing Address _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ Fax () _____

12. Company Accountant – External

Accountant Name _____
Firm Name _____
Mailing Address _____
City _____ Province _____
Country _____ Postal Code _____
Telephone () _____ Fax () _____

13. Is the associated applicant known by any other name?

No Yes, list all names _____

14. Provide a general description of the nature of the associated applicant’s business.

Associated Applicant Identify – Continued

15. Associated applicant is a Corporation
 Partnership
 Limited Liability Company
 Other – specify _____

1. Provide a certified true copy of the appropriate document(s) below. If a document does not exist, check (☑) “Does not Exist”. **Check (☑) one:**
 First disclosure: provide all **current** documents.
 Subsequent disclosure: provide documents that have changed or were amended, or were not provided with a previous disclosure. Note any changes since last disclosure.

| | Document Attached? | | Attachment # | Does Not Exist |
|---|-----------------------------|------------------------------|--------------|--------------------------|
| i. Certificate and Articles of Incorporation | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |
| ii. Memorandum of Association | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |
| iii. Unanimous Shareholders Agreement | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |
| iv. Partnership Agreement | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |
| v. Registration under Canada Corporations Act | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |
| vi. Other – specify _____ | <input type="checkbox"/> No | <input type="checkbox"/> Yes | _____ | <input type="checkbox"/> |

CORPORATE STRUCTURE

16. Has the associated applicant's ownership structure changed?

- First disclosure: Within the last five (5) calendar years? Attach a copy of the share register, partnership unit register or joint venture agreement.
- Subsequent disclosure: Since your last disclosure? Attach a copy of the share register, partnership unit register or joint venture agreement that has been changed or amended, or not provided with your last disclosure..... Attachment(s) # _____
- No Yes, provide details

17. Provide a description of the share/unit structure, including the rights and privileges for each different class of share/unit. Indicate if the shares/units are subject to any restrictions under any agreement either jointly or severally.

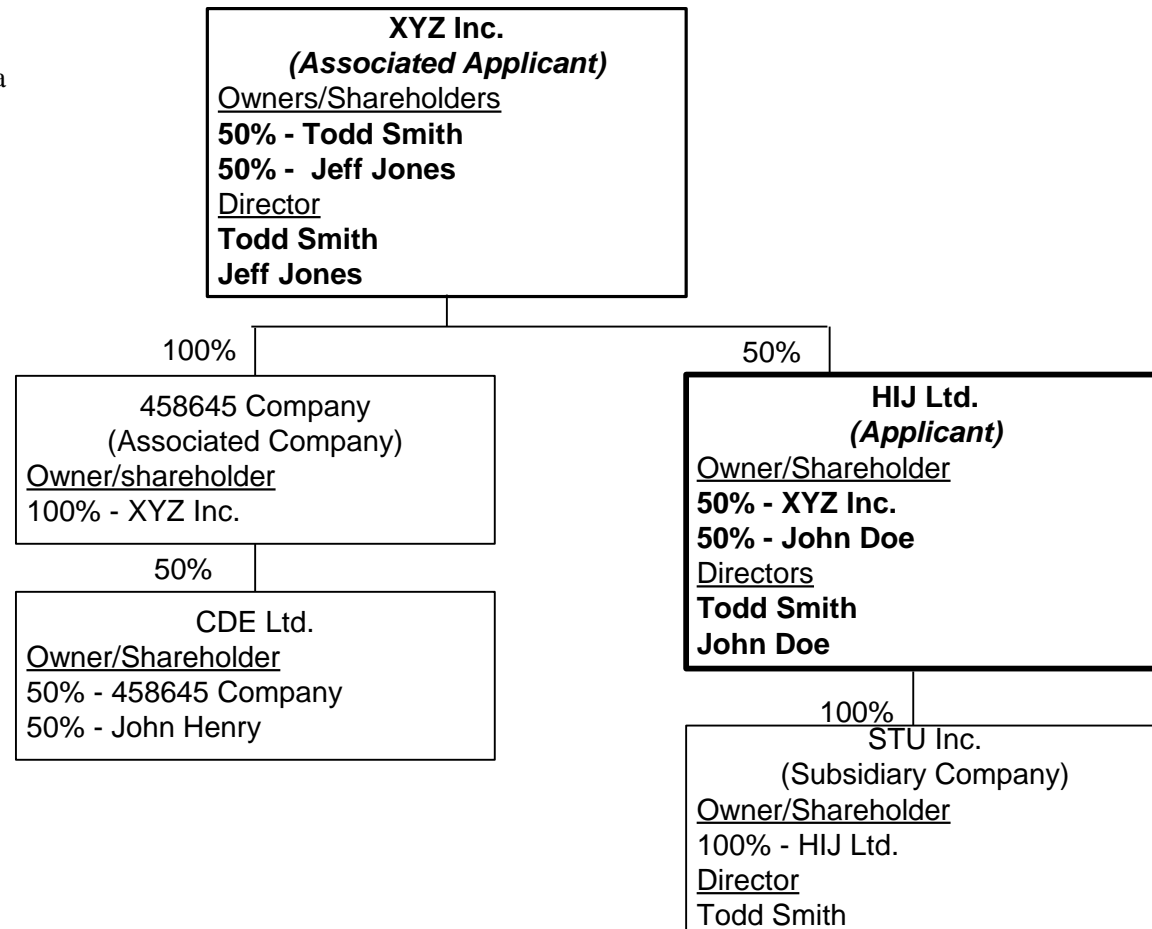
- First disclosure: Provide a **current** description. Attach a copy of all agreements.
- Subsequent disclosure: Note any changes since last disclosure. Attach a copy of all agreements that have been changed or amended since last disclosure; or were not provided with your last disclosure.

| Share/Unit Type | Terms | Rights & Privileges/Restrictions | Agreement Attachment # |
|-----------------|-------|----------------------------------|------------------------|
| | | | |

18. Attach a **current ownership** chart showing all direct and indirect ownership relationships to the associated applicant (see example below). Indicate percentage of ownership for each person and include

- i.** The applicant and the associated applicant,
- ii.** The associated applicant’s owners, investors, promoters, parent or holding companies and shareholders – for publicly traded companies only, identify shareholders where requested on following pages,
- iii.** Associated applicant’s subsidiary companies,
- iv.** Other associated persons. Attachment(s) # _____

NOTE: All highlighted persons must complete a Disclosure.
Further Disclosures may be required.



Corporate Structure - Continued

- 19.** List all the associated applicant’s **current** owners, investors, promoters, parent or holding companies, shareholders and partners (in a partnership),
- i.** For each individual provide full name, position (association); for all other persons provide full company name and relationship.
 - ii.** Indicate investment for each person. Full details of investment and gaming involvement to be provided on disclosures.
 - iii.** For shareholders/partners, indicate number and percentage of share holdings/units held by each.
 - iv.** The appropriate disclosures must be provided by all owners, investors, promoters, parent or holding companies, shareholders and partners that as a result of their ownership, share holding, investment, etc in the **associated applicant** control 5% or more of the **applicant**. However, all must be listed and disclosures may be required at a later date.
 - v.** Note any changes from a previous disclosure.

| Individual/Person Name | Position or Relationship | Actual Cost of Acquisition | Actual Value of Acquisition | % of Ownership | Number of Shares/Units Held and % | Gaming Involvement (Yes/No) |
|------------------------|--------------------------|----------------------------|-----------------------------|----------------|-----------------------------------|-----------------------------|
| | | | | | | |

- 20.** List all **current** directors and officers in the associated applicant

Corporate Structure - Continued

- i.** Provide full name, position or relationship, and the individual and position each director and officer reports to.
- ii.** Personal Disclosures must be provided.
- iii.** Note any changes from previous disclosures.

| Name | Position or Relationship | Individual and Position Reporting to | Gaming Involvement (Yes/No) |
|------|--------------------------|--------------------------------------|--------------------------------|
| | | | |

21. Total current number of employees – **associated applicant** _____

22. Attach a **current** organizational chart showing the reporting structure and all key employees.

23. List all **current** key employees, provide

- i. Full name and position for each.
- ii. Individual and their position that each key employee reports to.
- iii. Disclosures must be provided for all individuals listed.
- iv. Note changes from previous disclosures.

| Name | Position or Relationship | Individual and Position Reporting to | Gaming Involvement (Yes/No) |
|------|--------------------------|--------------------------------------|-----------------------------|
| | | | |

Corporate Structure - Continued

24. List all other persons **currently** associated to the associated applicant. Include all subsidiary companies and those the associated applicant has a financial, organizational or managerial interest in.

- i.** Provide full name, contact name and telephone number.
- ii.** Disclosures may be requested at a later date.
- iii.** Provide details as to the relationship and the nature and extent of any financial, organizational or managerial interest.
- iv.** Note any changes from previous disclosure.

| Name | Relationship | Contact Name & Telephone Number | Gaming Involvement (Yes/No) |
|------|--------------|---------------------------------|--------------------------------|
| | | | |

ASSOCIATED APPLICANT'S ASSOCIATION WITH APPLICANT AND/OR OTHER ASSOCIATED PERSON(S)

25. Is/will the associated applicant be an owner, investor, partner (in a partnership), promoter or shareholder in the applicant and/or other associated applicant(s)?
 No Yes, state the following. Indicate ownership/investment for any other associated applicant with an asterisk (*). Not any changes made since last disclosure.

| (*) | Amount invested / to be invested. | # and % of shares/units held / to be held | Class (voting, non-voting, preferred) | How was/will the investment be made (shareholder loan, purchase of shares/units) | Source of investment (personal savings, loan or investment) and repayment plan. Attach a copy of all agreements, documents and financial records for each transaction. |
|-----|-----------------------------------|---|---------------------------------------|--|--|
| | | | | | |

Association with Applicant and/or Other Associated Persons

26. Will the associated applicant’s interest in either the applicant or a second associated applicant be assigned, pledged or sold either in whole or in part?

- No Yes, provide the following. Indicate with an asterisk (*) if for a second associated applicant.
 - First disclosure: attach a copy of all agreements, documents and financial records.
 - Subsequent disclosure: Attach amended agreements, documents and financial records, or those not report or provide don a previous disclosure. Note any changes since last disclosure

| (*) | Person(s) name. | Contact Name (if applicable) and Mailing Address | Telephone # | Agreements, documents, financial records Attachment # |
|-----|-----------------|--|-------------|---|
| | | | | |

BUSINESS LOCATION

27. Attach a **current** Capital Asset Schedule (depreciation schedule) from both the general ledger and the accountant's working papers.Attachment(s) # _____

28. List all properties the associated applicant **currently** owns, rents or leases

- First disclosure:
 - i. If mortgaged, provide details of the terms of the mortgage and attach a copy of all agreements/contracts.
 - ii. If owned attach a copy of the Certificate of Title.
 - iii. If rented or leased, provide a copy of the rental/lease agreement.
 - iv. If on an Indian Reserve, describe fully the business arrangement for the property.
- Subsequent disclosure: Attach a copy of any documents that have changed or were amended, or were not provided with a previous disclosure. Note any changes from a previous disclosure.

| Property Location (address & legal description) | Property Type (head office, warehouse, distribution facility, etc.) | Owner or Leased | Name, Contact Name & Telephone Number of Mortgage Holder/Property Owner. Provide details of mortgage, lease, etc. | Agreement, Contract, Title Attachment(s) # |
|--|---|-----------------|---|--|
| | | | | |

GAMING LICENCES

29. Has the applicant **ever** made application for or held any gaming licence/registration to participate in any form or type of gaming related operation in any **other** jurisdiction? Do not include publicly-traded corporations in which less than 5% of stock is held.

- No Yes – **Check (☑) one**
 First disclosure: list all applications ever made or held.
 Subsequent disclosure: list all **current** applications made or held; list any made or held since last disclosure; or not reported on previous disclosures. Note any changes from previous disclosure.

| Name & Address of Regulatory Agency | Contact Name & Telephone Number | Licence / Registration Type | Date Licensed & Status | Details |
|-------------------------------------|---------------------------------|-----------------------------|------------------------|---------|
| | | | | |

CRIMINAL / LITIGATION / DISCIPLINARY INFORMATION

IMPORTANT INFORMATION: Failure to provide full disclosure will be taken into account in assessing the **associated applicant's** character, honesty and integrity and may result in the **applicant** being denied a licence/registration.

- A.** An applicant may not be eligible for licence/registration if the character, financial history or competence of the applicant or any associated person (including but not limited to an owner, shareholder, director, officer, key employee, or partner of any individual shareholder, director, officer or key employee) poses a threat to the integrity of gaming.
- B.** Enquiries will be made to determine if the applicant or any associated person has ever been charged with or convicted of, or is subject to pending charges for a criminal, regulatory, civil or other statutory offence.
- C.** The applicant and all associated persons must provide full disclosure of all criminal and civil proceedings on the appropriate Disclosures.
- D.** Failure to disclose any such involvement will be taken into account when assessing the applicant's eligibility for licence/registration.
- E.** The particulars of any offence or claim and the sentence or penalty imposed will be reviewed to determine whether a conviction or charge affects the applicant's eligibility for licence/registration.
- F. INSTRUCTIONS**
- 1.** Answer **"Yes"** and provide all information **even if**
 - i.** The charges were dismissed or subsequently downgraded to a lesser charge.
 - ii.** The associated applicant was not convicted.If answering **yes** ensure you check () the appropriate box and list all incidents as requested.
 - 2.** Answer **"No"** if any records relating to a charge or conviction have been expunged or otherwise officially sealed by a court or government agency.

Criminal / Litigation / Disciplinary Information

30. Has the **associated applicant** ever been investigated for, charged with or convicted of a criminal offence or other violation of any statute, regulation or code?

- No Yes – **Check (☑) one**
- First disclosure: list all investigations, charges and convictions.
 - Subsequent disclosure: list all investigations, charges and convictions since last disclosure; and those not reported on last disclosure.
Note any changes from previous disclosure.

| Date | Reason for Investigation, Charge or Conviction | Disposition and Sentence | Enforcement Agency Name and Location |
|------|--|--------------------------|--------------------------------------|
| | | | |

Criminal / Litigation / Disciplinary Information

31. Has the associated applicant ever had any gaming licence/registration denied, suspended, revoked or made subject to any sanctions?

- No Yes – **Check (☑) one**
 - First disclosure: list all denials, suspensions, revocations and sanctions.
 - Subsequent disclosure: list all denials, suspensions, revocations and sanctions since last disclosure, and those not reported on last disclosure. Note any changes from previous disclosure.

| Type of Licence/Registration | Name of Licensing Agency and Contact Name and Telephone Number | Date of and Reason(s) for Denial, Suspension, Revocation or Condition |
|------------------------------|--|---|
| | | |

Criminal / Litigation / Disciplinary Information

32. Has the associated applicant ever been the subject of any order, judgement or decree of any court of competent jurisdiction or any order of an administrative agency, board or body, permanently or temporarily enjoining or prohibiting it from or otherwise limiting its participation in any type of business, practice or authority?

- No Yes – **Check (☑) one**
- First disclosure: list all orders, judgements or decrees.
 - Subsequent disclosure: list all orders, judgements or decrees since last disclosure, and those not reported on last disclosure. Note any changes from previous disclosure.

| Date of Order, Judgement or Decree | Docket/File Number | Details | Issuing Court and Location |
|------------------------------------|--------------------|---------|----------------------------|
| | | | |

FINANCIAL INFORMATION

- INSTRUCTIONS**
1. **Where requested**, check (☑) either first disclosure, or subsequent disclosure and provide the information and documents as requested.
 2. Ensure all questions are answered, and all documents are provided.
-

33. Financial statements

- First disclosure: attach financial statements for the last five (5) years.
- Subsequent disclosure: attach the latest financial statement, and those not provided with a previous disclosure. Attachment(s) # _____

34. Attach the most recent year to date in-house financial statements. Include aged accounts receivable and accounts payable listings, detailed transactions between inter-company accounts for all companies, and detailed expense schedules including management fees and executive remuneration. Provide pro-forma financial statements for the current fiscal year. Attachment(s) # _____

35. Attach copies of completed income tax returns for each jurisdiction in which the associated applicant is required to file. Include all schedules, information slips and assessment/reassessment notices.

- First disclosure: attach returns filed for the last five (5) years.
- Subsequent disclosure: attach the last return filed, and those not provided with a previous disclosure. Attachment(s) # _____

36. Corporate Tax Account Number (BNS) _____

37. If the associated applicant is operating in jurisdictions outside of Canada or the United States, provide a credit bureau report completed within the last month for each jurisdiction. Attachment # _____

38. Is the associated applicant a publicly-traded company?

No Yes, provide

i. A copy of the latest stock report. Attachment # _____

ii. Attach a **current** copy of filings with Corporate Security (if applicable). Attachment # _____

iii. Current value of stock as of (date) _____

iv. Stock Symbol _____

v. Traded on _____

vi. Are stocks traded over the counter? No Yes

39. Stock offerings offered to the public or otherwise.

- First disclosure: list all current stock offerings and those made in the last five years. Attach most recent copy of record of outstanding stock certificates.
- Subsequent disclosure: list all current stock offerings; and those not reported on a previous disclosure. Attach most recent copy of record of outstanding stock certificates.

| Stock | Terms | Date | Attachment # |
|-------|-------|------|--------------|
| | | | |

Financial Information - Continued

40. Has the associated applicant ever been a defendant in any civil action or lawsuit involving collection matters, debt matters, bankruptcy, insolvency or liquidation under any bankruptcy, insolvency or similar law?

- No Yes – **Check (☑) one**
- First disclosure: list all civil actions or lawsuits.
 - Subsequent disclosure: list all **current** civil actions or lawsuits, and those not reported on a previous disclosure. Note any changes from previous disclosure.

| Date Filed | Docket/Case Number | Name and Location of Court | Amount Involved | Name and Address of Trustee |
|------------|--------------------|----------------------------|-----------------|-----------------------------|
| | | | | |

41. Has any subsidiary in which the associated applicant held a 5% or greater ownership interest ever been adjudicated bankrupt, or filed a petition for any type of bankruptcy or insolvency under any bankruptcy, insolvency or similar law?

- No Yes – **Check (☑) one**
- First disclosure: list all adjudications or filings.
 - Subsequent disclosure: list all **current** adjudications or filings, and those not reported on a previous disclosure. Note any changes from previous disclosure.

| Date Filed | Docket/Case Number | Name and Location of Court | Name & Address of Filing Party | Name and Address of Trustee Contact Name and Telephone Number |
|------------|--------------------|----------------------------|--------------------------------|--|
| | | | | |

Financial Information - Continued

42. Has the associated applicant or any person(s) associated to the associated applicant entered into any type of gaming management or service contract or agreement with respect to any gaming activity

- No Yes – **Check (☑) one**
 - First disclosure: list all contracts or agreements for the last five (5) years.
 - Subsequent disclosure: list all **current** contracts or agreements, and contracts or agreements not reported on a previous disclosure. Note any changes from previous disclosure.

| Name | Relationship, if any, to applicant | Contract | Amount Paid | Purpose | Terms | Attachment # |
|------|------------------------------------|----------|-------------|---------|-------|--------------|
| | | | | | | |

43. Does the associated applicant **currently** owe any funds to any jurisdiction for fines, penalties and licensing and/or investigative purposes?

- No Yes provide the following. Note any changes since last disclosure.

| Name of Regulatory Agency | Contact Name and Telephone Number | Amount Owing | Details |
|---------------------------|-----------------------------------|--------------|---------|
| | | | |

**COMPANY REPRESENTATIVE
STATUTORY DECLARATION**

COMPANY REPRESENTATIVE COMPLETING ASSOCIATED APPLICANT DISCLOSURE

Name _____ Position _____
Address _____ Telephone () _____
City _____ Province _____ Fax () _____
Country _____ Postal Code _____ E-Mail _____

I, _____
(*PRINT Company Representative Name*)

DO SOLEMNLY DECLARE THAT

1. I have prepared this disclosure on behalf of _____
of the associated applicant.
2. I have provided an answer to every question on this disclosure.
3. The information provided is true, accurate and complete to the best of my knowledge, and all
required disclosures and other documentation have been provided.
4. Any document accompanying this Disclosure that is not an original document is a true copy of
the original document.

I MAKE this solemn declaration conscientiously believing it to be true and knowing that it is of the same force
and effect as if made under oath.

Declared before me at _____ in the province of _____
this _____ day of _____, A.D., 20 _____

Company Representative Signature

Notary Public, Justice of the Peace,
Commissioner for Oaths,
Or Other Individual Authorized to take Declarations

My Appointment Expires

**ASSOCIATED APPLICANT OWNER OR PRESIDENT
STATUTORY DECLARATION**

Associated Applicant Full Legal Name _____

I, _____ (*Associated Applicant Owner or President*)

of the city of _____ in the province of _____

do solemnly declare that

1. I have read this Associated Applicant Disclosure for Licence/Registration Application and have verified all information contained in it.
2. I have personally initialled and dated each page of this Associated Applicant Disclosure declaring that the information provided is true, accurate and complete to the best of my knowledge.

I make this solemn declaration conscientiously believing it to be true and knowing that it is of the same force and effect as if made under oath.

Declared before me at _____ in the province of _____

this _____ day of _____, A.D., 20 _____

Associated Applicant Owner or President's Signature

Notary Public, Justice of the Peace,
Commissioner for Oaths,
Or Other Individual Authorized to take Declarations

My Appointment Expires

CONSENT TO RELEASE INFORMATION

Associated Applicant's Name _____

The Alberta Gaming and Liquor Commission (the "AGLC") is required to conduct background checks and collect information to determine the eligibility of Applicants for licences and registrations pursuant to the *Gaming and Liquor Act*, R.S.A. 2000, c.G-1. This consent form will allow the AGLC to verify and investigate the information provided by the Associated Applicant in the associated applicant disclosure application form. The AGLC is required under the *Freedom of Information and Protection of Privacy Act*, R.S.A. 2000, c.F-25 to protect the confidentiality of personal information and to use and disclose the information only for the purpose for which it was collected.

1. I hereby authorize the AGLC to verify all information provided in the associated applicant disclosure form to which this consent form is attached (the "Associated Applicant Disclosure").
2. I executed the Associated Applicant Disclosure with the knowledge that it is an official document and that failure to disclose or provide complete and accurate information on any portion of it may result in the Applicant being rejected for licence/registration by the AGLC. I am further aware that later discovery of an omission or misrepresentation may be grounds for any licence/registration to be suspended or revoked.
3. For the purposes of this Consent to Release Information, I acknowledge that the Associated Applicant has, or has had, an interest in any company or person if it currently has or has previously had any interest by way of ownership, financial or management.
4. I authorize the AGLC to share or exchange the information I have provided only with those persons listed in clause 5, 6 or 7 below and only for the purposes of verifying or confirming the accuracy of the information.
5. I hereby authorize and request the following persons to whom this consent form is presented,
 - i) Canadian Customs and Revenue Agency, or the United States Internal Revenue Service, or other equivalent foreign taxing authority;
 - ii) any financial institutions, foreign or domestic, including banks, credit unions, trust companies, investment dealers or brokerage houses; or
 - iii) credit reporting agencies, foreign or domestic,

to release information to the AGLC and permit the AGLC to review and obtain copies of any and all documents, records or correspondence, including but not limited to, past loan information, notes signed or co-signed by me, account records of any type, passbooks, safety deposit records, and general ledger folios or entries, that are, or may be relevant to verifying my total income, sources of income, assets and liabilities.

Consent to Release Information – Continued

6. I hereby authorize and request the following persons to whom this consent form is presented,

- i) any law enforcement agency, police service or sheriff's office, foreign or domestic;
- ii) any gaming commission, or other regulatory, licensing or administrative body foreign or domestic; or
- iii) any federal, provincial, state, or municipal government, foreign or domestic,

to release information to the AGLC and permit the AGLC to review and obtain copies of any and all documents, records or correspondence, that are, or may be relevant to determining the Applicant's eligibility for a licence/registration, or whether or not the Associated Applicant may be a detriment to the integrity or lawful conduct of gaming activities, by verifying whether or not

- iv) The Associated Applicant has acted, or is alleged to have acted, or any company in which the Associated Applicant has an interest in has acted, or is alleged to have acted in any manner not in accordance with federal, provincial, state, or municipal law;
- v) Any kind of gaming or facility licence of which the Associated Applicant held an interest in was refused, cancelled or suspended in any other jurisdiction;
- vi) The Associated Applicant, or any licensee of which the Associated Applicant held an interest in, received any fines or other sanctions in another jurisdiction pursuant to any gaming, securities, financial or criminal legislation or policy; or
- vii) The Associated Applicant has connections, business or personal, with other individuals or corporations who may have acted, or who are alleged to have acted in any manner not in accordance with federal, provincial, state or municipal law or who have been subject to any investigations referred to in vi) above.

7. I hereby authorize and request all law enforcement agencies, foreign or domestic, to whom this consent form is presented having documents relating to or concerning the Associated Applicant to permit the AGLC to conduct a criminal records check, and obtain, review and copy any such documents.

8. I acknowledge that the Associated Applicant shall not be entitled to make any claim against a party to whom this consent form is presented in respect of the release of information or documents in good faith to the AGLC.

Dated this _____ day of _____, A.D., 20 _____

Company Owner or President Signature

PRINTED Title