



# Pennsylvania Gaming Control Board

## **LICENSEE'S NOTIFICATION OF PROPOSED TRANSFER OF INTEREST FORM**

## **CHANGE IN OWNERSHIP OR CONTROL OF SLOT MACHINE LICENSEE**

PURSUANT TO 4 PA. C. S. §1328(A)(1)(RELATING TO CHANGE IN OWNERSHIP OR CONTROL OF SLOT MACHINE LICENSEE) AND PENNSYLVANIA GAMING CONTROL BOARD (BOARD) REGULATIONS, A SLOT MACHINE LICENSEE SHALL NOTIFY THE BOARD PRIOR TO OR IMMEDIATELY UPON BECOMING AWARE OF ANY PROPOSED OR CONTEMPLATED CHANGE IN OWNERSHIP OF THE SLOT MACHINE LICENSEE BY A PERSON OR GROUP OF PERSONS ACTING IN CONCERT WHICH INVOLVES ANY OF THE FOLLOWING:

- (1) MORE THAN 5% OF A SLOT MACHINE LICENSEE'S SECURITIES OR OTHER OWNERSHIP INTERESTS.
- (2) MORE THAN 5% OF THE SECURITIES OR OTHER OWNERSHIP INTERESTS OF A CORPORATION OR OTHER FORM OF BUSINESS ENTITY THAT OWNS, DIRECTLY OR INDIRECTLY, AT LEAST 20% OF THE VOTING OR OTHER SECURITIES OR OTHER OWNERSHIP INTEREST OF THE SLOT MACHINE LICENSEE.
- (3) THE SALE, OTHER THAN IN THE NORMAL COURSE OF BUSINESS, OF A SLOT MACHINE LICENSEE'S ASSETS.
- (4) ANY OTHER TRANSACTION OR OCCURRENCE DEEMED BY THE BOARD TO BE RELEVANT TO LICENSE QUALIFICATIONS.

PURSUANT TO 4 PA. C. S. §1328(A)(2) (RELATING TO CHANGE IN OWNERSHIP OR CONTROL OF SLOT MACHINE LICENSEE), NOTICE TO THE BOARD AND BOARD APPROVAL SHALL BE REQUIRED PRIOR TO COMPLETION OF ANY PROPOSED CHANGE OF OWNERSHIP OF A SLOT MACHINE LICENSEE THAT MEETS THE CRITERIA SET FORTH IN THE PENNSYLVANIA RACE HORSE DEVELOPMENT AND GAMING ACT AND BOARD REGULATIONS.

## **CHANGE IN OWNERSHIP OR CONTROL OF OTHER LICENSEES**

AN ENTITY SEEKING TO ACQUIRE A DIRECT OR INDIRECT OWNERSHIP INTEREST OF 20% OR GREATER IN A LICENSED ENTITY MUST SUBMIT THIS FORM 30 DAYS PRIOR TO ACQUIRING THE OWNERSHIP INTEREST.

## **INSTRUCTIONS**

1. COMPLETE THE LICENSEE'S NOTIFICATION OF PROPOSED TRANSFER OF INTEREST FORM FOR EACH PERSON ACQUIRING AN INTEREST IN A LICENSEE. BE SURE TO SUBMIT ALL APPROPRIATE SUPPORTING DOCUMENTATION SUCH AS THE PURCHASE AGREEMENT, CLOSING DOCUMENTS, STOCK CERTIFICATES, ETC., WITH A SUMMARY OF THE TRANSACTION. ALSO, INCLUDE DOCUMENTATION PROVIDING THE BASIS FOR THE VALUATION OF THE INTEREST BEING TRANSFERRED.
2. ADDITIONAL INFORMATION MAY BE REQUIRED AFTER REVIEW OF YOUR NOTIFICATION. IN ADDITION, YOU ARE REQUIRED TO PROVIDE THE BOARD WITH ANY UPDATES, MODIFICATIONS, AND CHANGES AFFECTING YOUR NOTIFICATION.
3. PERSONS SEEKING TO ACQUIRE AN INTEREST IN A LICENSEE MUST FILE A PETITION WITH THE BOARD REQUESTING APPROVAL OF THE TRANSFER OF INTEREST, UNLESS ADVISED BY BOARD STAFF THAT A PETITION WILL NOT BE REQUIRED. APPROVAL IS REQUIRED PRIOR TO THE COMPLETION OF ANY PROPOSED OR CONTEMPLATED CHANGE OF OWNERSHIP
4. SUBMIT THE FORM TO: PENNSYLVANIA GAMING CONTROL BOARD, BUREAU OF LICENSING, 303 WALNUT STREET, FIFTH FLOOR, COMMONWEALTH TOWER, HARRISBURG, PENNSYLVANIA 17101.

**NAME OF LICENSEE:**

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NAME OF PERSON(S) TRANSFERRING INTEREST IN THE ABOVE NAMED LICENSEE (IF THE PERSON IS AN ENTITY, PROVIDE THE NAME OF THE ENTITY AS IT APPEARS ON THE CERTIFICATE OF INCORPORATION, CHARTER, BY-LAWS, PARTNERSHIP AGREEMENT, OPERATING AGREEMENT, OR OTHER OFFICIAL DOCUMENT. INCLUDE DBA OR TRADE NAME).

<b>NAME</b>	<b>ADDRESS</b>	<b>% OF CURRENT INTEREST IN LICENSEE</b>	<b>% OF INTEREST BEING TRANSFERRED</b>	<b>% OF INTEREST HELD AFTER TRANSFER</b>
NAME	ADDRESS:	%	%	%
NAME	ADDRESS:	%	%	%
NAME	ADDRESS:	%	%	%

**NAME OF ACQUIRER(S):**

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NAME OF PERSON(S) ACQUIRING AN INTEREST IN THE ABOVE NAMED LICENSEE. (IF THE PERSON IS AN ENTITY, PROVIDE THE NAME OF THE ENTITY AS IT APPEARS ON THE CERTIFICATE OF INCORPORATION, CHARTER, BY-LAWS, PARTNERSHIP AGREEMENT, OPERATING AGREEMENT, OR OTHER OFFICIAL DOCUMENT. INCLUDE DBA OR TRADE NAME).

<b>NAME</b>	<b>ADDRESS</b>	<b>%OF CURRENT INTEREST IN LICENSEE</b>	<b>%OF INTEREST ACQUIRED</b>	<b>%OF INTEREST HELD AFTER ACQUISITION</b>
NAME:	ADDRESS:	%	%	%
NAME:	ADDRESS:	%	%	%
NAME:	ADDRESS:	%	%	%

**VERIFICATION**

\_\_\_\_\_, THE AUTHORIZED REPRESENTATIVE, HEREBY CONFIRMS AND STATES THE FOLLOWING:

I AM THE INDIVIDUAL RESPONSIBLE FOR SUBMITTING THIS LICENSEE'S NOTIFICATION OF PROPOSED TRANSFER OF INTEREST FORM AND I HAVE FULL AUTHORITY TO EXECUTE THIS NOTIFICATION FORM.

TO THE BEST OF THE AUTHORIZED REPRESENTATIVE'S KNOWLEDGE AND BELIEF, THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT AND THERE IS NO MISREPRESENTATION, FALSIFICATION OR OMISSION IN THIS APPLICATION. FURTHER, THE AUTHORIZED REPRESENTATIVE IS AWARE THAT ANY FALSE OR MISLEADING STATEMENT OR OMITTED INFORMATION WILL BE CAUSE FOR REJECTION OR REVOCATION OF A LICENSE AND MAY BE SUBJECT TO CRIMINAL PENALTIES UNDER 18 PA.C.S.A §§ 4902, 4903 AND 4904.

\_\_\_\_\_  
NAME

\_\_\_\_\_  
TITLE

\_\_\_\_\_  
DATE

\_\_\_\_\_  
SIGNATURE OF AUTHORIZED REPRESENTATIVE