



Pennsylvania Gaming Control Board

INSTITUTIONAL INVESTOR NOTICE OF OWNERSHIP FORM

PLEASE READ ALL INSTRUCTIONS CAREFULLY. AS PART OF THE INVESTIGATORY PROCESS YOU MAY BE ASKED TO SUPPLY ADDITIONAL DOCUMENTS OR INFORMATION.

INSTRUCTIONS

PENNSYLVANIA GAMING IS GOVERNED BY THE ACT OF OCTOBER 30, 2017 (P.L. 419, No. 42), AMENDING AND EXPANDING THE ACT OF JULY 5, 2004 (P.L. 572, No. 71), KNOWN COLLECTIVELY AS THE PENNSYLVANIA RACE HORSE DEVELOPMENT AND GAMING ACT (THE "ACT") AND 58 PA. CODE PART VII, GAMING CONTROL BOARD (THE "REGULATIONS").

THE PURPOSE OF THIS NOTICE IS TO INFORM THE PENNSYLVANIA GAMING CONTROL BOARD (THE "BOARD") OF INSTITUTIONAL INVESTORS THAT ARE PASSIVE INVESTORS IN A PUBLICLY TRADED HOLDING COMPANY OF A LICENSEE.

INSTITUTIONAL INVESTOR IS DEFINED IN 4 PA.C.S. § 1103 AS "ANY RETIREMENT FUND ADMINISTERED BY A PUBLIC AGENCY FOR THE EXCLUSIVE BENEFIT OF FEDERAL, STATE OR LOCAL PUBLIC EMPLOYEES, INVESTMENT COMPANY REGISTERED UNDER THE INVESTMENT COMPANY ACT OF 1940 (54 STAT. 789, 15 U.S.C. § 80A-1 ET SEQ.), COLLECTIVE INVESTMENT TRUST ORGANIZED BY BANKS UNDER PART NINE OF THE RULES OF THE COMPTROLLER OF THE CURRENCY, CLOSED END INVESTMENT TRUST, CHARTERED OR LICENSED LIFE INSURANCE COMPANY OR PROPERTY AND CASUALTY INSURANCE COMPANY, BANKING AND OTHER CHARTERED OR LICENSED LENDING INSTITUTION, INVESTMENT ADVISOR REGISTERED UNDER THE INVESTMENT ADVISORS ACT OF 1940 (54 STAT. 847, 15 U.S.C. § 80B-1 ET SEQ.), AND SUCH OTHER PERSONS AS THE [PENNSYLVANIA GAMING CONTROL] BOARD MAY DETERMINE..." INCLUDING THOSE REGISTERED IN ANY FOREIGN JURISDICTION AND REGULATED PURSUANT TO A STATUTE OF ANY FOREIGN JURISDICTION THAT THE BOARD DETERMINES TO BE SUBSTANTIALLY SIMILAR TO EITHER OR BOTH OF THE AFOREMENTIONED STATUTES.

SLOT MACHINE OR MANAGEMENT COMPANY

AN INSTITUTIONAL INVESTOR MAY FILE AN INSTITUTIONAL INVESTOR NOTICE OF OWNERSHIP FORM WITH THE BUREAU OF LICENSING IN LIEU OF APPLYING FOR PRINCIPAL LICENSURE IF THE INSTITUTIONAL INVESTOR OWNS OR BENEFICIALLY OWNS MORE THAN 5% BUT LESS THAN 10% OF THE OUTSTANDING VOTING SECURITIES OF A PUBLICLY TRADED CORPORATION THAT IS A PRINCIPAL AFFILIATE OF A SLOT MACHINE OR MANAGEMENT COMPANY LICENSEE AND HAS FILED AND REMAINS ELIGIBLE TO FILE A STATEMENT OF BENEFICIAL OWNERSHIP ON SCHEDULE 13G WITH THE SEC AS A RESULT OF THE INSTITUTIONAL INVESTOR'S OWNERSHIP INTEREST IN THE PUBLICLY TRADED CORPORATION. IN ADDITION TO COMPLETING THE INSTITUTIONAL INVESTOR NOTICE OF OWNERSHIP FORM, IF THE INSTITUTIONAL INVESTOR IS ACQUIRING MORE THAN 10% BUT LESS THAN 20% OF THE OUTSTANDING VOTING SECURITIES OF A PUBLICLY TRADED CORPORATION THAT IS A PRINCIPAL AFFILIATE OF A SLOT MACHINE OR MANAGEMENT COMPANY LICENSEE, THE INSTITUTIONAL INVESTOR SHALL PROMPTLY PROVIDE INFORMATION REQUESTED BY THE BUREAU OF INVESTIGATIONS AND ENFORCEMENT RELATING TO THE INSTITUTIONAL INVESTOR, ITS OPERATIONS AND SOURCES OF FUNDS. 58 PA. CODE § 433A.5(A)(2).

MANUFACTURER, MANUFACTURER DESIGNEE OR SUPPLIER

AN INSTITUTIONAL INVESTOR MAY FILE AN INSTITUTIONAL INVESTOR NOTICE OF OWNERSHIP FORM WITH THE BUREAU OF LICENSING IN LIEU OF APPLYING FOR PRINCIPAL LICENSURE IF THE INSTITUTIONAL INVESTOR OWNS OR BENEFICIALLY OWNS MORE THAN 5% BUT LESS THAN 20% OF THE OUTSTANDING VOTING SECURITIES OF A PUBLICLY TRADED CORPORATION THAT IS A PRINCIPAL AFFILIATE OF A MANUFACTURER, MANUFACTURER DESIGNEE OR SUPPLIER, LICENSEE/APPLICANT AND HAS FILED AND REMAINS ELIGIBLE TO FILE A STATEMENT OF BENEFICIAL OWNERSHIP ON SCHEDULE 13G WITH THE SEC AS A RESULT OF THE INSTITUTIONAL INVESTOR'S OWNERSHIP INTEREST IN THE PUBLICLY TRADED CORPORATION. 58 PA. CODE § 433A.5(A)(1).

COMPLETING THIS FORM:

1. THIS FORM SHOULD BE COMPLETED BY AN INSTITUTIONAL INVESTOR THAT IS A PASSIVE INVESTOR IN THE PUBLICLY TRADED SECURITIES OF A PRINCIPAL AFFILIATE OF A LICENSEE.
2. YOU MUST MAKE ACCURATE STATEMENTS AND INCLUDE ALL FACTS. ANY MISREPRESENTATION, FALSIFICATION OR OMISSION MAY BE SUBJECT TO CRIMINAL PENALTIES UNDER 18 PA C.S.A. §§ 4902, 4903, AND 4904.

3. ALL ENTRIES ON THIS FORM, EXCEPT INITIALS AND SIGNATURES, MUST BE TYPED OR PRINTED IN BLOCK LETTERING USING DARK INK. IF YOUR FORM IS NOT LEGIBLE, IT WILL NOT BE ACCEPTED.
4. IF YOU MAKE ANY MODIFICATION TO THE PRE-PRINTED QUESTIONS OR INFORMATION CONTAINED IN THIS FORM, YOUR FORM WILL BE REJECTED. ONCE YOUR FORM IS SUBMITTED, IT BECOMES THE PROPERTY OF THE BOARD AND WILL NOT BE RETURNED.
5. THIS NOTIFICATION CONTAINING ALL PAGES SHOULD BE SENT ELECTRONICALLY TO THE BUREAU OF LICENSING. PLEASE CONTACT THE BUREAU OF LICENSING FOR ELECTRONIC SUBMISSION INSTRUCTIONS.
6. RETAIN A COMPLETED COPY OF THIS FORM FOR YOUR OWN RECORDS.
7. A SEPARATE FORM MUST BE COMPLETED FOR EACH PENNSYLVANIA LICENSEE IN WHICH THE INSTITUTIONAL INVESTOR HOLDS AN OWNERSHIP INTEREST.

FEES:

THERE IS NO FEE ASSOCIATED WITH THE FILING OF THIS NOTIFICATION.

INSTITUTIONAL INVESTOR'S NAME			
BUSINESS NAME AS IT APPEARS ON THE INSTITUTIONAL INVESTOR'S CERTIFICATE OF INCORPORATION, CHARTER, BYLAWS, PARTNERSHIP AGREEMENT OR OTHER OFFICIAL DOCUMENTS (SPELL OUT COMPLETE NAME, DO NOT USE ABBREVIATIONS).			
TRADE NAME(S) AND DOING BUSINESS As ("DBA") NAMES			
CONTACT NAME			
FIRST NAME	MIDDLE NAME	LAST NAME	SUFFIX (JR., SR., ETC.)
TITLE		INDIVIDUAL EMAIL ADDRESS	
PHONE NUMBER		FAX NUMBER	
INSTITUTIONAL INVESTOR'S MAIN ADDRESS			
ADDRESS LINE 1			
CITY	STATE/PROVINCE	POSTAL CODE	
COUNTRY	EMAIL ADDRESS		
PHONE NUMBER		FAX NUMBER	
U.S. SECURITIES AND EXCHANGE COMMISSION (SEC) FILINGS			
HAS THE INSTITUTIONAL INVESTOR COMPLETING THIS FORM FILED AND REMAINS ELIGIBLE TO FILE A STATEMENT OF BENEFICIAL OWNERSHIP ON SCHEDULE 13G WITH THE SEC? <input type="checkbox"/> YES <input type="checkbox"/> NO			
IF YES, ATTACH TO THIS NOTICE A COPY OF THE MOST RECENT SCHEDULE 13G FILED WITH THE SEC.			
NOTE: IF THE INSTITUTIONAL INVESTOR IS UNABLE TO FILE A SCHEDULE 13G WITH THE SEC BECAUSE THE PRINCIPAL AFFILIATE IS A FOREIGN, PUBLICLY TRADED CORPORATION WITHOUT A SERIES OF SECURITIES REGISTERED WITH THE SEC, THEN THE INSTITUTIONAL INVESTOR SHOULD ATTACH THE COMPARABLE FORM FROM THE FOREIGN JURISDICTION. 58 PA. CODE § 433A.5(c). IF THERE IS NO COMPARABLE FORM, ATTACH AN EXPLANATION WITH SUPPORTING DOCUMENTATION TO SUPPORT WHY THE COMPANY IS A QUALIFIED INSTITUTIONAL INVESTOR.			
OWNERSHIP			
NAME OF PENNSYLVANIA APPLICANT/LICENSEE THE INSTITUTIONAL INVESTOR HOLDS AN OWNERSHIP IN THROUGH A PRINCIPAL AFFILIATE			PERCENTAGE OF ANTICIPATED OR CURRENT OWNERSHIP:

VERIFICATION

THE INSTITUTIONAL INVESTOR'S AUTHORIZED SIGNATORY VERIFIES THAT THE INFORMATION PROVIDED HEREIN IS TRUE AND CORRECT TO THE BEST OF HIS OR HER KNOWLEDGE, INFORMATION AND BELIEF AND THAT THERE IS NO MISREPRESENTATION, FALSIFICATION OR OMISSION IN THIS FORM. FURTHER, THE INSTITUTIONAL INVESTOR'S AUTHORIZED SIGNATORY IS AWARE THAT ANY FALSE OR MISLEADING STATEMENT OR OMITTED INFORMATION MAY BE SUBJECT TO CRIMINAL PENALTIES UNDER 18 PA C.S.A. §§ 4902, 4903, AND 4904.

VERIFICATION DATE ____/____/20____

PRINT NAME OF INSTITUTIONAL INVESTOR'S AUTHORIZED SIGNATORY AND TITLE

SIGNATURE OF INSTITUTIONAL INVESTOR'S AUTHORIZED SIGNATORY

Passive Investor Affirmation

The Chief Executive Officer, or authorized signatory, of the Institutional Investor that files an Institutional Investor Notice of Ownership Form required under 58 Pa.Code §433a.5(a) or (d) shall submit to the Bureau of Licensing the following affirmation:

I _____, hereby state subject to the penalties of 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities) that I am authorized to act on behalf of _____ (name of institutional investor) and am an authorized signatory of same. I affirm that the facts and information set forth in this affirmation are true and correct to the best of my knowledge, information and belief. I further affirm that the securities listed above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect. In addition, I affirm that the company will continue to hold the acquired securities as a passive investor. If the company changes its investment purpose to a non-passive investor status, I acknowledge that the company will notify the Bureau of Licensing within 2 days of filing the Schedule 13D with the SEC or the corresponding form with a securities regulator that has jurisdiction over the foreign, publicly traded securities. Within 30 days of filing such notice with the Bureau of Licensing, the institutional investor agrees to submit an application for licensure as a principal in accordance with the Act and the Board's regulations.

Signature and Title

Date

Printed Name and Title of Signatory authorized
to sign for entity stated above