

**TENNESSEE SPORTS WAGERING
COUNCIL**

**SPORTS GAMING
BUSINESS ENTITY DISCLOSURE FORM
FOR
VENDORS**

DATE OF COMPLETION

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Last updated
4/9/24

INITIALS _____

BUSINESS ENTITY DISCLOSURE FORM

Sports Gaming Vendor Registration

Every question on this Sports Wagering Council (SWC) Business Entity Disclosure Form must be answered completely, accurately, and legibly. If a question is not applicable, indicate by replying, "N/A" or "Does Not Apply." Only respond to a question with "Unknown" if substantial effort is made to obtain the response and the answer is still unknown. If the response space to a question is insufficient or if additional details are necessary to adequately respond to the question, attach an additional page that clearly references the question being answered.

If this form, the Business Entity Disclosure Form, or any other form or document required or requested to be submitted as part of the application is not legible or incomplete, the application will be deemed **incomplete** and returned to the applicant. Any portion of an application that is incomplete and not corrected within five (5) days of notice sent to the email address or telephone number on file constitutes an **incomplete** application and will be returned to the applicant. It is the burden of the applicant to notify the SWC of any change in email address or telephone number. Further, the applicant is required to report any change in the information provided herein to the SWC while the application is pending.

Once a complete application is submitted and accepted as complete, it cannot be withdrawn without approval of the SWC.

Applications are confidential pursuant to Tennessee law, except as necessary in the administration of the Sports Gaming Act or policies, rules, or regulations promulgated thereunder by the SWC or pursuant to a lawful court order. Nevertheless, an applicant, licensee, or registrant waives any liability of the State of Tennessee, the SWC, or any representatives, agents, or employees thereof for any damages resulting from the disclosure or publication in any matter, except if made willfully and unlawfully. Any application form, document, or information provided to the SWC as part of the application remains the property of the SWC and will not be returned to the applicant.

Upon submitting this form, you certify that you have responded truthfully and have not made **ANY MISREPRESENTATION, MISLEADING STATEMENT, OR OMISSION, OR FAILED TO STATE A MATERIAL FACT** in this form or any other form, document, or submission of information that is part of the application. Such action may be cause for denial of the application or grounds for disciplinary action upon discovery that such action was taken during the application process.

Type of Vendor Business:

List all Tennessee Operators with whom you do business, with whom you plan to do business, and what service(s) you provide or plan to provide to each Operator (attach additional pages as necessary):

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BUSINESS NAME:

FULL LEGAL NAME OF BUSINESS ENTITY (Name as it appears on the Certificate of Incorporation, charter, bylaws, partnership agreement, formation documents or other official origination document)

D/B/A or Trade Name(s) (if applicable; and, if so, is it registered with the Tennessee Secretary of State?)

PERSON TO BE CONTACTED IN REFERENCE TO THESE FORMS:

Name and Title

Daytime Telephone Number (including Area Code)

Cell Number with Area Code (if different)

E-Mail Address

If different than above, please provide the name, title, and e-mail address of the appropriate person to be added to the SWC compliance e-mail list:

PRINCIPAL BUSINESS ADDRESS OF THE BUSINESS ENTITY:

Number Street City State Zip Code

MAILING ADDRESS, *if different* (P.O. Box, City, State, Zip Code)

BUSINESS TELEPHONE NUMBER (including area code and country code if outside the U.S.) Fax Number (if available)

BUSINESS WEBSITE (URL)

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For purposes of this application, "business entity" shall be defined to include any corporation, limited liability company, association, operation, firm, partnership, trust, or other form of business organization, as well as any sole proprietor or natural person.

1. OTHER NAMES AND ADDRESSES OF THE BUSINESS ENTITY

(a) List all other names under which the business entity has done business and give approximate time periods during which such names were being used:

(b) State all other addresses presently used by the business entity and all addresses from which the business entity is presently doing business. Attach additional pages as necessary.

NUMBER AND STREET	CITY	STATE	ZIP CODE

(c) State all addresses, other than those listed above, which the business entity held or from which it was conducting business during the last 3-year period, and give the approximate time periods during which such addresses were used. Attached additional pages as necessary.

NUMBER AND STREET	CITY	STATE	ZIP CODE	DATES	
				FROM	TO

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2. DESCRIPTION OF BUSINESS ENTITY

(a) Specify the business form of this business entity (e.g., corporation (public or private), limited liability company, partnership, trust, joint venture, sole proprietorship, or other):

(b) State of incorporation/organization: _____

Date of incorporation/organization:

(c) If the business entity is publicly traded, please indicate below on which exchange its stock is traded and under what symbol.

(d) Provide below the business entity's federal Employer Identification Number (EIN #):

EIN # ____ - ____ - ____ - ____ - ____ - ____ - ____ - ____

3. ESTIMATED ECONOMIC BENEFIT

Provide the estimated economic benefit to the State of Tennessee of the proposed Registration. The estimate may include, but not be limited to, the following: projected amount of annualized gross revenue; estimated new capital investment for the project; and/or scientific or market research performed by the applicant or its contractors.

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4. KEY PERSONNEL

Attach a list of all Key Personnel, defined by Tenn. Code Ann. § 4-49-102 as "individuals who have the power to exercise significant influence over sports wagering in this state and who are associated with the applicant for licensure or registration as: (i) A principal owner of more than five percent (5%) of the applicant; (ii) A partner of the applicant, voting member on the board of directors of the applicant, or an officer of the applicant, as those terms are defined in title 48 or 61, as applicable; or (iii) An employee of the applicant who principally oversees wagering activity, risk management, platform management, or integrity monitoring." NOTE: IF YOU ARE APPLYING FOR A VENDOR REGISTRATION, THE MULTIJURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM AND TENNESSEE SPORTS WAGERING COUNCIL SUPPLEMENTAL PERSONAL HISTORY DISCLOSURE FORM MUST BE COMPLETED BY EACH KEY PERSONNEL.

Please note, under SWC Rule 1350-01-.05(4): "[A]n Applicant shall notify the Council of all changes to its Key Personnel within three (3) business days of the change. An Applicant shall complete all Key Personnel disclosures, including a statement as to any conflict of interest that may exist due to the changes in Key Personnel, within thirty (30) days of the change." Further, SWC Rule 1350-01-.07(14) provides: "Licensees and Registrants shall report, within three (3) business days of the change, any information relating to: (a) The name, home address, and date of birth of any new Key Personnel; (b) Potential purchase or sale, transfer, assignment, gift or donation, or other disposal or acquisition of 5% or more ownership of a Licensee or Vendor; (c) The resignation, termination, removal, or departure of any Key Personnel of a Licensee or Vendor; and (d) All other information or circumstances which are deemed to be reportable under these Rules."

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5. BUSINESS ENTITY LONG-TERM DEBT

Provide as an attachment a clear and concise summary of the nature, type, terms, conditions, covenants, and priorities of all outstanding bonds, loans, mortgages, trust deeds, notes, pledges, lines of credit, debentures, or other forms of indebtedness issued or executed (including loans made by owners), or to be issued or executed by the business entity, which mature more than one year from the date of issuance or which, by their terms, are renewable for a period of more than one year from the date of issuance. The summary shall include the name and address of the holder of debt, type and class of debt instrument, and original amount of current balance of debt. Copies of agreements may be required to be submitted upon request.

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6. The next question asks about any charges or offenses the business entity may have committed. Prior to answering this question, carefully review the definitions and instructions which follow.

- (a) For purposes of this question:
 "Charge" includes any indictment, complaint, information, summons, or other notice of the alleged commission of any "offense."
 "Offense" includes all felonies, high misdemeanors, gross misdemeanors, misdemeanors, or other violation of criminal, regulatory, or other law or regulation in which a violation could result in a fine and term of imprisonment of any length.
- (b) For purposes of this question:
 Answer "Yes" and provide all information to the best of the business entity's ability, EVEN IF:
 1. The business entity did not commit the offense charge;
 2. The charges were dismissed;
 3. The business entity was not convicted; or
 4. The charges or offenses happened a long time ago.

Answer "Yes" EVEN IF the records relating to the charges have been expunged, sealed by court order, or subject to diversion or deferral.

Has the business entity, its parent, or holding, intermediary, or subsidiary companies (whether or not wholly owned), ever been indicted, charged with or convicted of any crime or offense, or been a party to or named as an unindicted co-conspirator in any criminal proceeding, in the State of Tennessee or any other jurisdiction?

Yes No

If Yes, complete the following chart and attach a summary explanation of the nature, reason, and circumstances for the charge and the outcome and current status. Attach additional pages as necessary.

NAME OF PARTY	NATURE OF CHARGE OR COMPLAINT (I.E., ORIGINAL VIOLATION/ CHARGE)	DATE OF CHARGE OR COMPLAINT	NAME AND LOCATION OF LAW ENFORCEMENT AGENCY OR COURT INVOLVED	DISPOSITION (ACQUITTED, CONVICTED, DISMISSED, ETC., INCLUDING ANY REDUCED CHARGE)	SENTENCE/ FINE, INCLUDING STATUS OF PENALTY

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7. REGULATORY VIOLATIONS

In the past 10 years, has the business entity had a judgment, order, consent decree, or consent order pertaining to a violation, or alleged violation, of any state, local, or federal statute, regulation, or code (or foreign equivalent) that resulted in a penalty or fine entered against it, excluding those listed in Question 13?

Yes No

If you answered YES to either question, provide the following information for each judgment, order, consent decree, or consent order. Attach additional pages as necessary.

DATE OF OFFENSE	NATURE OF OFFENSE	TITLE OF CASE AND DOCKET NUMBER	NAME AND ADDRESS OF COURT OR AGENCY	NATURE OF JUDGMENT, DECREE OR ORDER	DATE ENTERED

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8. BANKRUPTCY/INSOLVENCY PROCEEDINGS AND APPOINTED RECEIVER, AGENT, OR TRUSTEE

(a) Has the business entity, its parent, holding, intermediary, or subsidiary (whether or not wholly owned) company, had any petition under any provision of the Federal Bankruptcy Act or under any state insolvency law (or foreign equivalent) filed by or against it?

Yes No

(b) Has the business entity, its parent, holding, intermediary, or subsidiary (whether or not wholly owned) company, sought relief under any provision of the Federal Bankruptcy Act or under any state insolvency law (or foreign equivalent)?

Yes No

(c) Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer, been appointed by a court for the business or property of the business entity or its parent, holding, intermediary, or subsidiary (whether or not wholly owned) companies?

Yes No

If any response is "Yes," provide as an attachment a summary, as applicable, type of proceeding or appointment, location of proceeding or appointment, court name, reason for action, date of filing or appointment, and disposition and status.

9. EXISTING LITIGATION

Provide an attachment describing all existing and active civil litigation at equity or law to which the business entity, its parent, holding, intermediary, or any subsidiary (whether or not wholly owned) company is presently a party in any jurisdiction. You do not need to include cases in the ordinary course of business for monetary damages in controversy of less than \$100,000 or claims in the ordinary course of business that are expected to be fully and completely covered under an insurance carrier. The description shall 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 current status of the matter.

10. DISCIPLINARY PROCEEDINGS, NON-ROUTINE INVESTIGATIONS, AND OTHER GOVERNMENT ACTIONS

Provide an attachment describing all disciplinary actions; government or law enforcement subpoenas; non-routine government investigations or audits; cease and desist letters; attorney general or government legal opinions concerning business entity activities currently or within the past ten (10) years against the business entity, its parent, holding, intermediary, or any subsidiary (whether or not wholly owned) company in any jurisdiction. The description shall include the type of proceeding, activity, or action; the governmental or law enforcement agency initiating the matter; the subject matter of the proceeding, activity, or action; and the current status of the matter. If the disciplinary action was issued by a gaming regulatory body, please provide a copy of any written order, agreement, etc.

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11. LICENSES

- (a) During the last 10-year period, has the business entity, its parent, holding, intermediary or subsidiary (whether or not wholly owned) company ever had any application for a license, license, registration, permit, certificate, or other approval by a government agency, in the State of Tennessee or any other jurisdiction, denied, suspended, limited or restricted, or revoked?

Yes No

If the answer is "Yes," provide a clear and concise summary of the type of application, license, registration, permit, certificate, or approval; the date of the application or issuance date of the license, registration, permit, certificate, or approval; the agency taking action; the type of action taken; the date action was taken; and the reason(s) given for the action.

- (b) Provide a list of all licenses, registrations, permits, etc. that the business entity, its parent, holding, intermediary, or subsidiary (whether or not wholly owned) company have (including casino gaming, horse racing, dog racing, pari-mutuel, lottery, sports betting, daily fantasy sports, etc.)?

Include the name and location of the licensing or governmental agency, the type of license, registration, permit, etc., and the date of expiration.

12. Provide the following documentation:

- Articles of incorporation, organization, or other legal formation documents with the jurisdiction where company was formed, and any amendments thereto;
- Copy of bylaws, shareholder agreement, operating agreement, partnership agreement, trust agreement, or other governing documentation of the business entity;
- Complete organizational structure of applicant identifying owners, officers/directors, managers, general partners, trustees, and key personnel, including for any parent, holding, intermediary, affiliated, associated, or subsidiary business entities; and
- Financial statements under SWC Rules 1350-01-.05(2)(g) and 1350-01-.07(3)(b).

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AFFIDAVIT

STATE OF _____:

SS:

COUNTY OF _____:

I, _____, hereby acknowledge that I am aware that the
(Name)

Sports Wagering Council ("SWC") may deny a registration to any applicant that supplies information to the SWC which is untrue or misleading as to a material fact pertaining to the qualification criteria.

Further I, _____, hereby swear (or affirm) that the foregoing
(Name)
statements made by me on behalf of _____
(Name of Business Entity)

are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Further, I _____, hereby certify that the entity is aware of the
(Name)
attached notice and acknowledges and accepts the entirety of its contents.

(Signature)

(Type, Stamp, or Print Name)

(Title or Position)

SUBSCRIBED AND SWORN TO BEFORE ME
THIS _____ DAY OF _____, _____

(NOTARY PUBLIC SEAL/STAMP)

Signature of Notary Public

Commission Expiration Date: _____

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NOTICE

1. Information supplied to the SWC, agents, representatives, contractors, or employees thereof, or otherwise obtained, is confidential and shall not be revealed, except in the course of the necessary administration of the Tennessee Sports Gaming Act ("Act"), other laws of the State of Tennessee, or upon the lawful order of a court of competent jurisdiction, or with the approval of the Attorney General, to a duly-authorized law enforcement agency. Nevertheless, an applicant or registrant waives any liability of the SWC, State of Tennessee, and each of their members, agents, contractors, and employees in their individual and representative capacities, for any damages resulting from any disclosure or publication, in any manner.

2. An applicant for, or holder of, a registration under the Act is subject to investigations as authorized by the Act and by the rules of the SWC.

3. The vendor registration fee is not refundable. SWC Rule 1350-01-.05(6) provides: "Once an Application for a ... Registration is submitted, it cannot be withdrawn without approval of the Council. If the withdrawal is approved, ... registration fees ... or any other fees or costs related to the application or renewal will not be refunded."

Receipt of Notice Acknowledged on Behalf of: _____

(Date)

(Signature)

(Type, Stamp or Print Name)

(Title or Position)

DATE OF COMPLETION
