

13:69A-5.6A Business Entity Disclosure Form; Multi-Jurisdictional Business Form/New Jersey Supplemental Form--Resubmission

(a) Pursuant to *N.J.S.A. 5:12-87.1*, qualifying entities are required to submit documentation demonstrating their continued fitness for licensure at least every five years. In submitting their license retention documentation, business entities should follow the same document submission procedure set forth in *N.J.A.C. 13:69A-5.6* or ***N.J.A.C. 5.6C and N.J.A.C. 5.6D, as applicable***, for initial licensure, taking into account the following exceptions, as applicable. If any of the following documentation has been submitted to the Division prior to the filing by the business entity of its five-year BED-Resubmission, such documentation can be omitted from the Resubmission so long as it references what documentation was submitted during the intervening five-year period with relevant time frames:

1. Annual reports to shareholders or Form 10K filings in accordance with *N.J.A.C. 13:69A-5.6(a)29* or ***N.J.A.C. 13:69A-5.6C(a)25, as applicable***, and 13:69C-8.6 and 8.7;

2. Annual financial statements along with exceptions taken by an independent auditor and the business entity's response in accordance with *N.J.A.C. 13:69A-5.6(a)29* or ***N.J.A.C. 13:69A-5.6C(a)25, as applicable***, and 13:69C-8.4(b);

3. Registration Statements filed in accordance with the Securities Act of 1933 in accordance with *N.J.A.C. 13:69A-5.6(a)29* or ***N.J.A.C. 13:69A-5.6D(a)20, as applicable***, and 13:69C-8.6;

4. Any other documentation from an independent auditor relating to the business entity's financial statements, managerial advisory services or internal controls that have not otherwise been submitted to the Division in accordance with *N.J.A.C. 13:69A-5.6(a)29* or ***N.J.A.C. 13:69A-5.6C(a)25, as applicable***, and 13:69C-8.4(d);

5. Copies of the business entity's applicable Federal Tax Returns in accordance with *N.J.A.C. 13:69A-5.6(a)32* through 34 or ***N.J.A.C. 13:69A-5.6C(a)25, as applicable***, and *N.J.A.C. 13:69C-8.5*;

6. – 10. (No change.)

13:69A-5.6C Multi-Jurisdictional Business Form--Casino Company; Casino Holding and Intermediary Company; Service industry Enterprise

(a) A Multi-Jurisdictional Business Form (MJBF) shall be in a format adopted by the Division and prescribed by the International Association of Gaming Regulators and may require the applicant to provide the following information:

1. The name and registered business address of the applicant, and all addresses where principal activities of the applicant are conducted;

2. The name, phone number, website and e-mail address of a primary and alternate person to be contacted in reference to the application;

3. The date and place of incorporation or formation, type of business entity and business registration or incorporation number;

4. A description of the company purpose and background and a copy of the company's business plan and copies of the following documents and any amendments thereto:

- i. certificate of incorporation;**
- ii. constitution or memorandum of association;**
- iii. articles of association;**
- iv. trust documents (including type of trust, trust beneficiaries and trust deed); or**
- v. any other formation documents;**

5. A description of the applicant's history and activities, all trading names and trademarks under which the applicant, its holding company and subsidiaries have operated for the last several years, and the dates of use;

6. A description of applications by the applicant, its parent, or any subsidiary for a license or permit issued by a government agency charged with regulating gambling or other regulated activities not related to games of chance;

7. Details of all companies related to the applicant as intermediary, holding and subsidiary companies, including, but not limited to:

- i. the entity registration number;**
- ii. the place, country and date of incorporation;**
- iii. a description of the business, including principal products, services, markets and methods of distribution; and**
- iv. a current corporate structure chart depicting the relationships of all related companies;**

8. A description of any former business the applicant and its related companies was engaged in during the last 10-year period and the reason for cessation of such business, including relevant timeframes;

9. All addresses where the applicant has been registered or conducted business for the past 10 years with relevant timeframes;

10. The full name and date of birth of each current director, secretary, principal executive officer, executive officer and senior management personnel;

11. The name, title, address, and date and country of birth of former officers, directors, partners, trustees and company secretaries, and the dates such position was held during the last 10 years and reason for leaving;

12. The name and address of the applicant's auditors and accountants, the dates such position was held during the last 10 years, and details of any investigations conducted regarding misconduct;

13. The name and address of legal consultants, advisers, or solicitors engaged during the last 10-year period and a description of the services rendered, including relevant timeframes;

14. A description of any joint venture arrangement between the applicant and any other company regarding the development, ownership, management, or operation of any casino, gaming, wagering, junket, gaming machine manufacturer/supplier or test service provider during the last 10-year period, including the name of the joint venture entity and relevant timeframes;

15. A description of the nature, type, number of shares and average value per share of all classes of securities or other ownership interests issued by the applicant including voting rights;

16. The name, address and principal activities of all branch offices not identified elsewhere on the application;

17. The name and address of all persons with whom the business entity has contracts or agreements of \$250,000 or more in value or who have supplied goods and services having a value of \$250,000 or more within a recent timeframe, and the nature of such contract or the goods and service provided;

18. The name of any person or company acting on the applicant's behalf, including lobbyists, in this jurisdiction, i.e. the State of New Jersey or, elsewhere, and the nature of that representation;

19. As to the last 10 year-period, set forth whether the applicant, its parent, or any subsidiary, director, officer, employee or any third party acting for or on behalf of the business entity has made or received any bribes or kickbacks or made or received payments alleged to have been bribes or kickbacks to any employee, company, organization or government or public official, foreign or domestic, to obtain favorable treatment or to obtain a competitive advantage, and if so, the following information is to be provided:

- i. the name of the offering party;**
- ii. the name of the receiving party;**
- iii. details of the transaction;**
- iv. total amount of the bribe or kickback; and**
- v. date of the transaction;**

20. As to the last 10-year period, set forth whether the applicant, its parent, or any subsidiary, related company, director, officer, employee or any third party acting for or on behalf of the applicant has performed any of the following transactions and if so, the name of the offering and receiving party and details of the transaction, including total amount and date:

- i. donated or loaned the business entity's funds, property or anything of value for the purpose of opposing or supporting any government, political party, candidate or committee either foreign or domestic; or**
- ii. made any loans, donations or disbursements to any of its directors, officers, employees or third parties for the purpose of making political contributions or reimbursing such individuals for political contributions either foreign or domestic;**

21. As to the last 10-year period, set forth whether the applicant, its parent, or any subsidiary maintained a bank account, either domestic or foreign, not reflected on the books or records of the business entity, and if so, the name of the company, the name, place and country of the bank, the account number and type, and details of the account;

22. The following information for each account held in the name of a nominee for the business entity for the last 10 years:

- i. the name and address of the bank, savings and loan or other financial institution whether foreign or domestic;**
- ii. the type of account;**
- iii. the account number;**
- iv. details of the account; and**
- v. account holder name;**

23. The names and addresses of any current or former directors, officers, employees or third parties who would have knowledge or information concerning (a)19 through 22 above;

24. A copy of any applicant credit ratings published by companies such as Dun & Bradstreet, Standard & Poors, Moody's, or Fitch, and a copy of the applicant's credit or analyst report;

25. A copy of each of the following:

- i. all of applicant's audited and/or published financial statements prepared in the last 5 years, including, but not limited to, income statements, balance sheets, statements of sources, and applications of funds, including notes to the accounts and any exceptions taken to such statements by an independent auditor retained by the applicant and the management response thereto;**
- ii. all unaudited financial statements prepared in the last 5 years if entity does not normally have its financial statements audited;**

- iii. interim financial statements if the current year audited statements are unavailable;
- iv. annual reports of the applicant for the last 5 years; and
- v. annual tax returns for the last 5 years which were provided to the local, federal or foreign regulators;

26. The name and address of any persons, companies or institutions from which the applicant has current loans or has obtained loans for the past 5 years, the date, amount and purpose of the loan, and copies of all loan and finance agreements;

27. The names of individuals who are being compensated more than \$250,000, including the amount of compensation for the last fiscal year and the form of compensation;

28. The bank name, account number, branch, and authorized signatories for all bank or other financial institution accounts held by the applicant for the last 10 years;

29. The name of each casino, gaming, betting or similar company in which the applicant or any of its related companies holds securities or other investments, including loans, warrants, debts and equity holdings, and the details of those investments;

30. Provide the following, if requested:

- i. income tax returns, including confirmation by tax authorities that the applicant has complied with tax laws;
- ii. minutes of shareholders and directors meetings;
- iii. information relevant to published financial statements; and
- iv. authorization to release any other information reasonably required by the Division;

31. The name of any person that has or will have an interest in the ownership or other beneficial interest of the relevant gaming business which is registered under the applicant's name and details of that interest;

32. The name of any party holding a debt to be repaid by the applicant or that has forgiven a debt of \$100,000 or greater for the past 5 years, the date of the debt/forgiveness, and the amount of the debt;

33. A description of any insurance claims in the amount of \$500,000 or greater made by the applicant in the last 5 years, including the date and amount of the claim;

34. Details of any bonus, profit sharing, pension, retirement, deferred compensation and similar plans operated by the applicant, including the name, address and specifications of the plan and trustee;

35. If the applicant or its related companies are publically listed:

- i. the name of any securities exchanges on which the applicant is listed;

- ii. copies of announcements to any stock exchange by the applicant, its parent company or its related companies for the past 5 years; and
- iii. names of regulatory authorities for the applicant, including, but not limited to law enforcement, gaming and financial regulators;

36. A description of any criminal, administrative and investigatory proceedings in any jurisdiction, involving the business entity and each director, trustee or officer, including the name of case and docket number, the date and nature of charge or complaint, the name and address of the law enforcement agency involved, and the disposition and sentence, for each of the following:

- i. Any indictment, charge or conviction for any criminal or disorderly persons offense; and
- ii. any criminal proceeding in which such person has been a party or has been named as an unindicted co-conspirator;

37. A description of existing civil litigation in any jurisdiction, to which the business entity, its parent or any subsidiary is a party, if damages are reasonably expected to exceed \$100,000, except for claims covered by an insurance policy, including the title and docket number, name and location of the court, the parties, and the general nature of the claims;

38. The name of the company and details of the inquiry, including the approximate dates of the investigation, if the applicant or any of its related companies have been the subject of derogatory findings arising out of a royal commission, judicial inquiry or other governmental inquiry;

39. The title of the case and docket number, date filed, name and address of court or agency, and the nature of judgment or relief and the date entered, for each bankruptcy or insolvency petition filed by or against the applicant or its related companies in the last 10-year period;

40. The name of the company and date and details of each charge brought against the applicant or its related companies or officers of the applicant or its related companies as a result of an administrator, receiver, or liquidator being appointed;

41. The name of the company, date and details of any agreement or arrangement which the applicant or its related companies has entered into with its creditors to forestall receivership, liquidation, or insolvency;

42. The name of the company, date and details of any appointment of an administrator, receiver, manager, liquidator or provisional liquidator to the applicant or its related companies due to insolvency;

43. A description of any investigation or issuance of show cause notices, consent notices, consent agreements, fines and other disciplinary actions by any casino, gaming or betting regulatory body conducted or issued due to the insolvency of the applicant or a related company, including the date and outcome of any such investigation or issuance of notices;

44. Copies of all quarterly, semi-annual or annual reports prepared for submission to government agencies in the last 10-year period;

45. Copies of any legally-required reports submitted to government agencies in relation to any debt or equity offerings in a recent period, excluding those provided in response to other questions on the application;

46. The name of an applicant or any related company which has been fined, suspended or reprimanded for breaches of any stock exchange listing rules, including dates, details, judgment, order, consent decree or consent order pertaining to violation or alleged violation of federal antitrust, trade regulation, securities laws or similar laws, in any jurisdiction; and

47. The name and address of the court or other agency, the date, nature and disposition of the proceedings and investigation, whether a civil or contempt citation was issued, and the disposition of the contempt citation, if the business entity or any of its subsidiaries, directors, trustees or officers ever refused to testify before, to answer a question asked by, or to take a polygraph exam administered by any governmental agency, court, committee, royal commission, charging body, grand jury or investigatory body, including, but not limited to, municipal, state, county, province, federal and national bodies.

13:69A-5.6D New Jersey Supplemental Form to the Multi-Jurisdictional Business Form--Casino Company; Casino Holding and Intermediary Company; CasinoService Industry Enterprise

(a) A New Jersey Supplemental Form to the Multi-Jurisdictional Business Form shall be in a format prescribed by the Division and may require the applicant to provide the following information:

1. The home and mobile phone numbers of a primary and alternate person to be contacted in reference to the application;

2. The terms, conditions, rights and privileges of all classes of voting, nonvoting and security or other ownership interest issued, and the number of outstanding shares, and an explanation if the right of holders of any class of security may be modified otherwise than by a vote of a majority or more of the outstanding shares so affected, voting as a class;

3. A description of the nature, type, terms, covenants, conditions and priorities of all outstanding bonds, loans, mortgages, notes, debentures, or other forms of indebtedness issued or executed, including loans made by shareholders, 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;

4. The names, positions and amount of compensation for individuals being compensated between \$150,000 and \$250,000;

5. The bank name, account number, branch, and authorized signatories for all bank or other financial institution accounts, whether foreign or domestic, held by the business entity, any nominee of the business entity, or entity under the indirect control of the business entity for the last 10 years;

6. The name and address of each company in which the business entity holds securities or other ownership interest, type of securities or other ownership interest held, purchase price per share or interest, number of shares held, and percentage of ownership, if more than 5%;

7. The name and address, date of birth, type and debt class of debt instrument held, original amount of debt and current balance of debt for each person or entity holding any outstanding bonds, mortgages, trust deeds, notes, debentures, or other forms of indebtedness, regardless of amount, executed or issued 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;

8. For bonus, profit sharing, pension, retirement, deferred compensation and similar plans operated by the applicant, provide material features and methods of financing the plan, classes of participants, approximate number of persons in each class and amounts distributed to each class of persons during the last fiscal year;

9. The name of the person appointed, the court, and the reason for appointment of any administrator, receiver, manager, liquidator or provisional liquidator appointed to the applicant or its related companies due to insolvency;

10. Copies of the following documents:

- i. annual reports of the business entity that were submitted to shareholders or other persons during the last 5 years if not already submitted in response to the Multi-Jurisdictional Business Form;**
- ii. the last quarterly, unaudited financial statements prepared by or for the business entity; and**
- iii. any current report prepared due to the occurrence of the following events: change in control of the business entity; acquisition or disposition of assets; bankruptcy or receivership proceedings; changes in the business entity's certifying accountant or other material events;**

11. All addresses from which the business entity is or will be conducting any business, as part of an agreement with a casino hotel;

12. The name, last known address, occupation(s) and date of birth of each incorporator or founding person of the business entity;

13. The annual compensation of each officer, director or trustee of the business entity and form of compensation for the last calendar year and the amount to be received during the subsequent calendar year;

14. The name, home address and date of birth of each shareholder, the class held, number of shares held and the percentage of outstanding nonvoting securities or other ownership interest held;

15. A description of the nature, type, terms, conditions and covenants of any other outstanding evidence of indebtedness or security device utilized by the business entity;

16. The name, address and date of formation or birth of each person holding the debt or security devices in (a)15 above, the type of debt instrument held, the original debt amount and current balance;

17. A description of the nature, type, terms and conditions of all securities options issued by the applicant, including the title and amount of securities subject to option;

18. The name and address of each option holder in (a)17 above, the options held, and the market value at the time of issuance;

19. Information regarding any transaction within the last 5 years involving a change in the beneficial ownership of the business entity's equity securities on the part of any current or former director, officer or beneficial owner of more than 10% of any class of equity security, including the date and nature of the transaction, the parties to the transaction, including positions, and the names of the securities involved;

20. Copies of the following documents:

- i. the last definitive Proxy or Information Statement filed pursuant to any securities laws;**
- ii. all Registration Statements filed in the last 5 years pursuant to any securities laws; and**
- iii. all reports and correspondence, submitted in the last 5 years by independent auditors for the business entity, which pertain to the issuance of financial statements, managerial advisory services, or internal control recommendations, including the name, address and telephone number of the current outside auditor(s).**

(b) In addition to the information in (a) above, a completed New Jersey Supplemental Form to the Multi-Jurisdictional Business Form may include the following documents, which shall be dated and signed by the president, chief executive officer, partner, general partner or sole proprietor, and notarized:

- 1. An affidavit of truth;**
- 2. A Release Authorization directing all courts, probation departments, selective service boards, employers, educational institutions, banks, financial and other institutions and all governmental agencies Federal, state and local, both foreign and domestic, to release any and all information pertaining to the business entity as requested by the Division;**
- 3. Consent to inspection, searches and seizures and the supplying of handwriting exemplars, in accordance with N.J.S.A. 5:12-80c; and**

4. A waiver of liability as to the State and its instrumentalities and agents for any damages resulting to the business entity from any disclosure or publication of information acquired during the license or investigation process, in accordance with N.J.S.A. 5:12-80b.

13:69A-8.2 Filing

(a) The Director, or such members of the Division staff as the Director may designate, shall determine the date of filing as to each application and resubmission papers received and shall cause to be endorsed thereon the date of such filing. No application or resubmission papers shall be deemed filed until the applicant, licensee or registrant shall satisfy the Director or the Director's designee:

1. (No change.)

2. That all appropriate application, registration, and business entity disclosure **or multi-jurisdictional business disclosure and accompanying New Jersey supplemental, as applicable**, personal history disclosure and qualifier entity disclosure forms have been properly completed and presented;

3. – 5. (No change.)

13:69A-5.11B Personal History Disclosure Form 2 – Outside Directors of Holding and Intermediary Companies of Casino Service Industry Enterprises

(a) A Personal History Disclosure Form 2 (or PHD-2) shall be in a format prescribed by the Division and may require the applicant to provide the following information:

1. **Name, including maiden name and any aliases or nicknames;**
2. **Date of birth;**
3. **Physical description;**
4. **Current address and telephone number, and residence history for the past 5 years;**
5. **Social security number, or the reason why the applicant does not have that number, which information shall be utilized solely for tax administration as provided under 42 U.S.C. § 405(c)(2)(C)(i) and N.J.S.A. 54:50-25 and for child support enforcement as provided under 42 U.S.C. § 666(a)(13) and N.J.S.A. 2A:17-56.60;**
6. **Citizenship, and if applicable, resident alien status, including any**

employment authorization and expiration date, country of which the applicant is a citizen, place of birth, port of entry to the United States, and name and address of sponsor(s) upon the applicant's arrival;

7. Marital history;

8. Employment history, including any gaming-related employment, for the past 5 years;

9. Education and training;

10. Record of military service;

11. Licenses and other approvals held by or applied for by the applicant in this State or any other jurisdiction, including:

i. Any license, permit, approval or registration required to participate in any lawful gambling operation;

ii. Any denial, suspension or revocation by a government agency of a license, permit or certification; and

iii. Motor vehicle registrations and operator licenses and any revocation or suspension thereof;

13. Civil, criminal and investigatory proceedings in any jurisdiction, as follows:

i. Arrests, charges or offenses committed by the applicant;

ii. Any appearance before, investigation by or request to take a polygraph examination by any governmental agency, court, committee, grand jury or investigatory body; and

iii. Lawsuits to which the applicant was or is a party in the past 10 years;

14. All governmental financial liens or judgments, including state tax liens, delinquent child support obligations, defaulted student loans, unemployment judgments, unpaid motor vehicle surcharges, welfare judgments, etc.

15. Financial data, as follows:

i. Any business in which the applicant has held an ownership interest for the past 10 years;

ii. Bank accounts and safe deposit boxes;

iii. **Judgments or petitions for bankruptcy or insolvency concerning the applicant, including a copy of the bankruptcy petition and discharge, if granted, and any such judgment or petition concerning any business entity in which the applicant held a five percent or greater interest, other than a publicly traded corporation, in the past 20 years or in which the applicant served as an officer or director; and**

iv. **Any garnishment or attachment of wages, charging order or voluntary wage execution, during the past 10-year period including the amount, court, nature of the obligation and the holder of the obligation.**

(b) In addition to the information in (a) above, a completed PHD-2 may include the following:

- 1. The name, address, occupation and phone number of persons who can attest to the applicant's good character and reputation;**
- 2. A signed, dated and notarized certification of truth; and**
- 3. A signed, dated and notarized Release Authorization which shall direct all courts, probation departments, selective service boards, employers, educational institutions, banks, financial and other institutions and all governmental agencies to release any and all information pertaining to the applicant as requested by the Division.**

13:69C-5.3 Materials required to be submitted in connection with a casino license

(a) The investigative materials required to be submitted in connection with a casino license shall include, without limitation, the following information, which shall be completed and submitted in accordance with the requirements of the Act and the rules of the Division and any instructions included with the materials:

1. **A Business Entity Disclosure Form (BED) as set forth in *N.J.A.C. 13:69A-5.6* or a Multi-Jurisdictional Business Form (MJBF) and New Jersey Supplemental Form as set forth in *N.J.A.C. 13:69A-5.6C* and *N.J.A.C. 13:69-5.6D*, as applicable, for each of the following:**

i. – iii. (No change.)

2. – 9. (No change.)

(b) (No change.)

13:69C-5B.1 Qualification of financial backers and others delineated in N.J.S.A. 5:12-85.1e

(a) Notwithstanding any other rule to the contrary, financial backers and others delineated in N.J.S.A. 5:12-85.1e that are required to be qualified shall submit the following documentation and information to the Division:

1. – 11. (No change.)

12. Any other information that the Division may direct, including, but not limited to, the submission of a Business Entity Disclosure Form **or a Multi-Jurisdictional Business Form (MJBF) and New Jersey Supplemental Form**, if the circumstances should so warrant.

13:69C-11.1 Continuing casino licensure

(a) Subject to the provisions of this subchapter, casino licenses issued pursuant to *N.J.S.A. 5:12-87* shall remain in full force and effect if:

1. (No change.)

2. The Director issues a summary report to the Commission that no information exists sufficient to warrant revocation, suspension, limitation, or conditioning of such license.

(b) (No change.)

(c) The documentation and information to be submitted to the Division shall consist of, but is not limited to:

1. The Business Entity Disclosure (BED) Resubmission forms **or Multi-Jurisdictional Business Form (MJBF) and New Jersey Supplemental Form, as applicable**, required by *N.J.A.C. 13:69A-5.6A* for a casino license;

2. – 9. (No change.)

(d) – (e) (No change.)