



BUSINESS HISTORY DISCLOSURE FORM

Business History Disclosure

1. This application shall be completed by any non-natural person who holds or intends to hold an interest of 5% or more in the applicant, licensee or registrant or is otherwise invited to file an application by the Free State Gambling and Liquor Authority.
2. Please read every question carefully before answering. Answer every question in full. If you fail to answer any questions or give incomplete answers, this form may be returned.
3. If a question does not apply to you, write N/A (for 'Not Applicable') in the space provided. If there is nothing to disclose about a particular question, write 'None' in the space provided.
4. All entries on this form, except initials or signatures, must be typed and neatly printed in black ink. On completion, each page of this form must be signed in full in the space provided at the bottom of that page.
5. Sign each page of this form in the space provided, once you have checked the answers and are sure they are complete and correct.
6. If you need additional space to answer any question, please use the blank pages provided at the end of this form. Be sure to indicate the number of the question you are answering on the attachment page.
7. Any reference in this form to 'the Company' shall be deemed to be a reference to the enterprise, company, close corporation or trust in respect of which this form is completed and any reference to "the applicant" shall be deemed to be a reference to an applicant for a licence or registration in which the company holds or intends to hold a direct or indirect financial interest of 5% or more.
8. One copy of this form and the annexures thereto must be submitted with the original.

IMPORTANT NOTICE

1. You must immediately notify the Free State Gambling and Liquor Authority of any change of address. All notices regarding this application will be sent to the address that you provide on this form.
2. Information supplied to the Board, or otherwise obtained by it, is confidential and may not be revealed except, in the course of administering the Act, upon the lawful order of a court of competent jurisdiction. Nevertheless, an applicant or a licence holder waives any liability of the Free State Gambling and Liquor Authority, its instrumentalities and its agents, for any damages resulting from any disclosure or publication in any manner, other than a wilfully unlawful disclosure or publication.
3. False, incomplete or misleading information may lead to disqualification.

SIGNATURE: _____

COMPANY RELEASE AUTHORISATION

(‘Company’ includes any corporate body, trust or partnership)

TO : All courts, banks, financial and other institutions, credit bureaux, law enforcement agencies, tax authorities, all government agencies, without exception, both foreign and domestic and to whomsoever else this authorisation may be duly presented.

FROM : _____

Name Of Company

Registration Number or other Identification Number

Contact Person

Telephone No

Cell Phone No

As a requirement of being involved in an application for a Manufacturer/Maintenance/Supplier licence in the Free State Province, South Africa, the above-named company agrees to allow the agents and the employees of the Free State Gambling and Liquor Authority (‘the Board’) and the South African Police Services to conduct a full investigation into the background of the company.

The company HEREBY AUTHORISES the Chief Executive Officer of the Board and the Free State Regional Commissioner of Police (‘the Commissioner’) or any person authorised by an original letter of authority signed by either of them (‘an authorised delegate’) to make such enquiries as they deem necessary, and to have access to, inspect and obtain copies of:

- (a) any credit report, other report, legal or commercial information derived from those reports that has any bearing on the company's credit worthiness, credit history, credit standing or credit capacity;
- (b) any loan information, bank account records, safe deposit box records and bank statements pertaining to the company;

SIGNATURE: _____

- (c) any records relating to investigations of the operations or activities of the company conducted by any domestic or foreign police force, crime investigation agency, corporate regulatory agency or any gambling regulatory body;
- (d) any court records relating to any present or past civil or criminal court proceedings to which the company is party, or accused respectively; and
- (e) any other document, record or correspondence pertaining to the company.

You are HEREBY AUTHORISED to release to the Chief Executive Officer of the Board or the Commissioner or an authorised delegate, all information requested by any of them, documentary or otherwise, pertaining to the company.

SIGNATURE OF AUTHORISED REPRESENTATIVE

This authorisation shall supersede and countermand any prior request or authorisation to the contrary. A certified photocopy of this authorisation will be considered as effective and as valid as the original.

SIGNED AT _____ ON THIS THE _____ DAY OF
_____ 20_____

CHAIRPERSON

SECRETARY

Name (Print)

Name (Print)

SIGNATURE: _____

CERTIFICATION OF COMPANY DECLARATION

I, _____ (full name of the declarant) of the
following address _____

Certify that:

1. I am the Chairperson/Chief Executive Officer/duly authorised person* representing the company identified in question 1 of the attached company declaration.
2. I have personally completed the attached company declaration or have supplied all the information required.
3. To the best of my knowledge and belief, the information supplied in the attached company declaration is true and correct in every detail and all information required to complete the attached company declaration has been disclosed.
4. The company undertakes to provide the Free State Gambling and Liquor Authority ("the Board") with such further information, explanations or documentation as may be required by the Board to complete its investigation.

Signed at _____ on the _____ day

of _____ 20 _____

Signature

Name (Print)

Signature of witness

Name (Print)

*Delete which ever is not applicable.

SIGNATURE: _____

Note: This certification must be accompanied by a Board resolution authorising the signatory to execute same.

SIGNATURE: _____

COMPANY DECLARATION

1. Full name of the company

- 1(a) Trading name of the company

2. Previous names of the company

- 2(a) All previous trading names of the company, registration number and place of incorporation

3. Registered office of the company

4. Physical business address of the company

5. Postal address of the company

6. Telephone number _____
7. Telefax number _____

SIGNATURE: _____

8. Date of incorporation of the company_____
9. Place of incorporation _____
10. Company registration number (Attach certificate of incorporation)

11. Is the company a wholly or partly owned subsidiary of another company?

SIGNATURE: _____

11(a) Give details of all holding, subsidiary and associate entities of the company:

| Name of company | Registration number and place of incorporation | Nature of business | Relationship to applicant e.g. holding co, co-subsidiary, associate etc. | % Shareholding in the applicant |
|-----------------|--|--------------------|--|---------------------------------|
| | | | | |

NOTE: A corporate "family tree" diagram detailing the relationship of the company to all subsidiary, associate and the holding entity must accompany the application.

11(b) On an attachment page, describe the business done and intended to be done by the company and its parent, holding, subsidiary and associate/intermediary companies and the general development of that business during the last five (5) years.

11(c) Describe the former business of the entities in 11(b) above.

12. Names, addresses and shareholdings of shareholders holding an effective 5% or more of the issued share capital of the company:

| Name | ID number | Address | Shareholding | % |
|------|-----------|---------|--------------|---|
| | | | | |

SIGNATURE: _____

| | | | | |
|--|--|--|--|--|
| | | | | |
|--|--|--|--|--|

12(b) Number of other shareholders _____

12 (c) Qualifiers

Note 1: A personal history disclosure form or business history disclosure form (as the case may be) must be completed by -

- A. Any natural or legal person who holds or intends to hold a direct financial interest of 5% or more in the applicant for a licence or registration or any natural or legal person who has the power to exercise significant influence over the business of the applicant.
- B. Any person who will act as principal for the applicant, including management companies and casino operators.
- C. Any other person the board, in its discretion orders to file such a form if it appears that such persons should be qualified in order to effect the purposes of the Free State Gambling and Racing Act and Regulations.

Note 2: All companies (as broadly defined) which hold a 5% or greater indirect financial interest in the applicant and in respect of which no business history details form have been submitted, shall declare by way of an affidavit, signed by a person duly authorised thereto by the applicant in the presence of a commissioner of oaths, that none of those companies acts as principal for the applicant nor has the power to exercise, whether by way of determination of policy or by way of any intervention or involvement in the management of the applicant or otherwise, a significant influence over the business of the applicant. Furthermore, the applicant shall certify in such affidavit that none of the companies concerned is disqualified for the grant of licence in terms of the Act.

13. Names and addresses of any lenders, mortgagers or others providing finance, and the terms under which they have undertaken to provide funding in respect of this application (attach copies of agreements):

| Name | Address | Account/ Ref No | Type of facility | Amount of facility | % Of Total finance | Repayment period | Repayment terms |
|------|---------|--------------------|------------------------|--------------------------|--------------------------|---------------------|--------------------|
| | | | | | | | |

SIGNATURE: _____

| | | | | | | | |
|--|--|--|--|--|--|--|--|
| | | | | | | | |
|--|--|--|--|--|--|--|--|

13 (b) Contracts and suppliers

Provide the information indicated in the table below in respect of all persons with whom the company has contracts or agreements valued at R200 000 or more, or from whom the company has received R200 000 or more in goods or services in the past six months.

| NAME OF CONTRACTOR/ SUPPLIER | ADDRESS | NATURE OF CONTRACT OR GOODS OR SERVICES SUPPLIED | VALUE OF CONTRACT |
|---------------------------------|---------|--|-------------------|
| | | | |
| | | | |
| | | | |
| | | | |

- 14(a) Has the company or any other entities named in this application, or any director or officer of such company, ever been convicted of an offence?

If "yes" please give details i.e. court at which convicted, date of conviction, offence and penalty:

- 14(b) Has the company, its owners, officers, directors or any of its related entities ever been indicted, charged with or convicted of a criminal or disorderly persons offence or been a party or named as an indicated co-accused or co-conspirator in any criminal proceedings in the Republic of South Africa or any other jurisdiction?_____

SIGNATURE: _____

- 14(c) Has the company ever had a judgement, consent, decree or consent order pertaining to a violation or alleged violation of trade regulations or securities laws, or similar laws of any country, entered against it?

If "yes" please give details:

15. Is there any reason to believe that a prosecution against the company or any of the named companies, directors or officers may be pending?

SIGNATURE: _____

If "yes" please give details:

16. Details of any civil action taken by or against the company during the past five years for amounts exceeding R100 000:

17. Details of any civil action pending by or against the company for amounts exceeding R100 000:

18. In the last ten (10) years, has the company ever had any licence or certificate issued by a government agency in the Republic of South Africa or any other jurisdiction, denied, suspended or revoked? _____

If "yes" please give details:

19. Has the company or any holding or subsidiary or associated entity ever been, or is it currently being investigated by any statutory or government body in the Republic or any other country. _____

If "yes" please give details below:

Statutory body / Department

Address

SIGNATURE: _____

20. Name and address of the company auditors as well as the Company Secretary:

| |
|----------------|
| Name |
| Address |
| |
| |
| |
| Contact Person |
| Telephone |
| |

NOTE: if change in auditors or the company secretary took place during the last five years, also supply details of previous auditors/company secretary as well as the reasons for the change.

21. Names and address and contact person of the company's attorneys / legal advisors over the last five years:

| |
|--|
| |
| |
| |

22. Details of all bank accounts, including foreign accounts, held by the company at any time during the last five years:

| Bank | Account Number | Address | Contact name |
|------|----------------|---------|--------------|
| | | | |

SIGNATURE: _____

23. Details of directors, officers and senior management personnel of the company:

| Name | Address | Identity number | Date of birth | Place of birth | Position held |
|------|---------|-----------------|---------------|----------------|---------------|
| | | | | | |

23(a) Provide as an appendix hereto, an organisational chart of the company which includes management position descriptions and the names of persons holding such positions, including all governance structures, (e.g. audit committee, compliance committee, etc).

23(b) Provide full details of any current or prior association by any of the above named persons with the ownership, administration or management of a gambling-related business.

24. Details of directors who have ceased to hold office during the last five years:

| Name | Address | Identity Number | Date of Birth | Place of Birth | Reason for resignation |
|------|---------|-----------------|---------------|----------------|------------------------|
| | | | | | |

SIGNATURE: _____

SIGNATURE: _____

25. Does the company have any interest, financial or otherwise, in any other company or with any person or business, or has the company ever provided any financial assistance or other support to any other company, person, business, association or other body, involved with the ownership, administration or management of a gambling related business?

If "yes" provide full details:

SIGNATURE: _____

The following information must accompany this form:

1. Copies of the audited financial statements of the company or any of its holding/subsidiary/associated entities for the last three (3) years.
 - If the company does not normally have its financial statements audited, attach as an appendix to this form all unaudited financial statements prepared in the last three (3) years. (If the company has neither audited nor unaudited financial statements prepared, please note this).
 - Attach, as an appendix to this form, a copy of all annual reports of the company which have been submitted to shareholders, partners or other persons over the last three (3) years.
 - Submit, as an appendix to this application, a copy of all quarterly financial statements prepared by or for the company, if any, since the last annual report noted above.
2. Submit, as an appendix to this form, a copy of all reports and correspondence, other than those previously included in this application, submitted in the last three (3) years by external auditors for the company, which pertain to the issue of financial statements, managerial advisory services, internal control recommendations or non-compliance with any regulatory issues.
3. Submit, as an appendix to this form, a copy of all reports prepared following the occurrence of any of the following events: Change in control of the company, acquisition or disposal of assets, insolvency, or receivership proceedings, changes in the company's external auditors and/or company secretary (stating the reasons in the case of the latter changes) or other material events.
4. Details of any substantial change in the financial position of the company since the last audited financial statements.
5. Details of any judicial manager, liquidator or provisional liquidator appointed to the company or any of its holding/subsidiary/associated entities or of any winding-up application in respect of the mentioned entities.
6. Details of any application by the company or any of its holding/subsidiary/associated entities for a gambling related licence anywhere in the world, and the outcome of such application.
7. Details of any gambling- related licenses currently or previously held by the company anywhere in the world.
8. A list of the company 's debtors as at the date of the latest audited financial statements, for all amounts exceeding R100 000. (APPLICANT COMPANY ONLY)
9. A list of the company's creditors as at the date of the latest audited financial statements, for all amounts exceeding R100 000. (APPLICANT COMPANY ONLY)

SIGNATURE: _____

10. Full details of any persons, companies or institution from which the company has current loans or has obtained funds on loan during the last three years.
11. Details of any joint venture arrangement between the company and any other party, of current standing or in the past three years.
12. Details of the number, value and classes of share capital including voting rights, both authorised and issued.
13. A list of shareholders holding an effective 5% or more of the issued share capital of the applicant reflecting name, address and number of shares held.
14. Details of all relevant tax registration details:
 - Income tax Registration Number;
 - VAT Registration Number;
 - PAYE Registration Number; and
 - Regional Services Council levy registration number
 - Skill development levy registration number.
15. A valid tax clearance certificate from the South African Revenue Services must be attached as well as copies of all tax returns and assessments of the company for the last three (3) tax years.
16. A copy of the memorandum and articles of association, certificate of incorporation and all amendments thereto. Particulars of directors (CM29), the charter, by-laws, partnership agreements, trust agreements and shareholder agreements, including all amendments thereto.
17. Describe all existing bonuses, profit-sharing, pension, retirement, deferred remuneration and similar plans, or those to be created by the company. The description must include, but not be limited to:
 - A. Title or name of the plan.
 - B. Identify and address of the trustee of the plan or the person administering such plan.
 - C. Material features of the plan.
 - D. Methods of financing the plan.
 - E. Identity of each class of person who is participating or will participate in the plan.
 - F. Approximate number of persons in each class.
 - G. Amounts distributed under the plan to each class of persons during the last fiscal year, if the plan was in effect during that period of time.

SIGNATURE: _____

AFFIDAVIT

I, _____, do hereby make oath and say that:

1. I am duly authorised to make this declaration on behalf of _____.
2. I am aware that the Board may refuse a licence to any applicant that supplies information to the Board which is untrue, misleading or incomplete as to a material fact pertaining to the qualification criteria.
3. The particulars contained herein are to the best of my knowledge and belief true and correct in every detail, and I have fully disclosed the information required in completing this form.

SIGNATURE OF DEPONENT

I certify that:

The deponent has acknowledged that:

1. He/she knows and understands the contents of this declaration;
2. He/she has no objection to taking the prescribed oath; and
3. He/she considers the prescribed oath to be binding on his/her conscience.

This declaration was sworn to/affirmed* before me at _____ on this _____ day of _____.

COMMISSIONER OF OATHS

* Delete what is not applicable

Note: This affidavit must be accompanied by a Board resolution authorising the signatory to execute same.

SIGNATURE: _____

ATTACHMENT PAGE

[illegible]

SIGNATURE: _____