

Company probity form—Confidential

Applicant for approved ID scanning systems

Liquor Act 1992 s. 173EQ • V1 Oct 2014



Queensland
Government

To be supplied in conjunction with **Form 52** Application for an approved operators approval

Office use only

Org no.

Lic no.

Instructions

Please complete in BLOCK letters. If you need help completing this form contact the Office of Liquor and Gaming Regulation (OLGR) on 13 QGOV (13 74 68).

Note: this form is to be fully completed and all required documents attached. Incomplete forms will be returned.

Warning

Applicants and other persons completing this form should be aware that action may be taken should information be supplied that is false, misleading or incomplete in a material particular. Persons who submit false or misleading information may be prosecuted and fined. Where a licence is issued and it is subsequently found that full disclosures had not been made in relation to the licensee or its associates or that false or misleading information had been provided, show cause action may be taken. That action would determine whether the licence should be cancelled or suspended.

Part A—Directions for completion

1. This form must be completed by the principal executive officer or an authorised person with the relevant knowledge (of which this authority has been minuted).
2. If a question does not apply, write 'N/A'.
3. If there is nothing to disclose in reply to a particular question write 'nil'.
4. If there is insufficient space to answer a question, attach a page with the company name (in BLOCK capitals) and relevant section number above the additional written information.
5. Each page of this form and any additional attachment pages should be signed by the person completing the form.
6. This form is to be completed in the English language. Any required documents not in English are to have a certified English translation appended.
7. Documents or other information sought from authorities in Australia may not be applicable to a company which has been incorporated in another country or which originates from a company located overseas. In such cases the documents/ equivalent information should be obtained from the relevant authority of that country.
8. **Note:** a reference to a company includes a person.
9. Persons completing this form may be interviewed by officers of OLGR on one or more occasions. If you are to be interviewed, the place and form of the interview will be at the discretion of OLGR. All persons to be interviewed are required to bear their own cost of travel and accommodation, if applicable.
10. Persons completing this form should be aware that probity investigations will not commence until required information is provided. In addition, probity investigation may be suspended where additional information sought is not provided in a timely manner.

Section 1

Entity to which this form relates

Company name (if acting as trustee, include trust name)

.....

Applicant name

Signature (authorised officer).....

Part B—Company details provided with attachments

Section 2

Attachments which must accompany form

- Brief history of the company.
(This should include details of the original purpose and business of the company, the names of the founders and what funds were initially injected and by whom.)
- Statement of company records* to be prepared and signed by a Certified Practising Accountant (CPA) or a qualified company auditor. This statement should:
 - certify that the company’s records are up to date and, where applicable, in agreement with Australian Securities and Investments Commission (ASIC) records (or equivalent). Company records include share registers, company constitution or equivalent, register of directors, secretaries and managers, minutes of company meetings, financial reports, annual returns
 - identify tax returns due and outstanding.
- Flow-chart supported by written text explaining the corporate structure in which the company exists.
(Details should include the shareholding, the principal business and the names and addresses of the directors of each company within the corporate structure.)
- List of companies in which any company identified in the corporate structure flow-chart holds greater or is able to exert influence over greater than 15% of the issued share capital (if none, advise accordingly).
- Description of the largest 20 shareholders of the company.
(Details should show the full name of each shareholder and the relevant number and percentage of shares held.)
- Copy of the current company constitution or equivalent.
- Copies of the certificate of incorporation and each certificate of change of name of company.
- Copies of the financial statements for the company and any holding company, for the last two years. Copies of audited accounts should be provided, if applicable.
- Copy of the annual reports of the company for the last two years, if applicable. If not applicable, provide reasons.
- If company is acting as a trustee, copy of the trust deed including any deed of variation.

Part C—Company information provided by written answers

Section 3

Company details

Full name of company as currently incorporated

.....

Other names the company has been known by

.....

Registered office address

Principal business address

Suburb State Postcode

No. of years at this address

Postal address.....

Suburb State Postcode

Business phone After hours phone

Mobile Email

Preferred contact person

Signature (authorised officer).....

Section 4
Incorporation details

Incorporation date / /

Incorporation place

Australian Company No. (or specified equivalent)

Paid up capital \$.....

Name of ultimate holding entity of company

Section 5
Current officeholders

Provide details of each current director, company secretary, chief executive officer and any other officeholder (including members of the management board/supervisory board/any other body, by whatever name called)

Name	Position	Address	Birthplace	DOB

Section 6
Past officeholders

Provide details of each previous director and other officeholders who have ceased to hold office during the past five years

Name	Last known residential address	Cessation date

Signature (authorised officer).....

Section 7
Other company details

Apart from those identified in **Sections 5–6** and the 20 largest shareholders (**Section 2** attachment), does any person/organisation either directly/indirectly have a controlling interest/significant influence in the company? (This may include, but is not limited to, a finance provider.)

- No
- Yes—provide details
-
-

Does the company have any other company/person acting on its behalf in Australia/overseas?

- No
- Yes—provide details
-
-

List all trading names and trademarks under which the company, its holding company and subsidiaries of the holding company operate:

.....

.....

.....

Is the company a trustee of any trust?

- No
- Yes—provide details
-
-

Is the company or the ultimate holding entity of the company listed on the Australian Securities Exchange (ASX) or overseas equivalent?

- No
- Yes—has the listed company ever been fined, suspended or reprimanded for breaches of the ASX (or overseas equivalent) listing rules?
 - No—go to **Section 8**
 - Yes—provide details
 -
 -

Signature (authorised officer).....

Section 8

Arrests, detention and litigation

Disclosure of a conviction/charge under Queensland law for both the company and the individual is not limited by any time frame. The *Criminal Law (Rehabilitation of Offenders) Act 1986* of Queensland does not apply as Acts administered by OLGR are exempt.

Matters arising under Federal law/non-Queensland jurisdictions laws may entitle you to rights of non-disclosure. Seek your own legal advice if you have concerns. If you do seek entitlement to non-disclosure, supply an attachment stating the reasons why and copies of the relevant legislation.

Law enforcement agency includes but is not limited to State/Federal/Overseas Agencies such as Police Services, Crime Authorities, Crime Commissions, Commissions against Corruption, Securities and Investments Commissions, Customs Services, Taxation Offices, Competition and Consumer Commissions and Gaming Authorities.

Has the company/holding company/subsidiary company, in Australia/elsewhere been:

- convicted of an offence? No Yes
- investigated by a law enforcement agency? No Yes
- summoned before a court to answer any offence? No Yes

If yes, provide full details.....

.....
.....

Has any office holder/employee of the company, acting in that capacity, in Australia/elsewhere:

- been convicted of an offence? No Yes
- been investigated by a law enforcement agency? No Yes
- been charged by a law enforcement agency? No Yes
- been summoned before a court to answer any offence whatsoever? No Yes
- had any charge proven without the recording of a conviction? No Yes
- had civil proceedings instituted against them? No Yes

If yes, provide full details.....

.....
.....

Has the company/holding company/subsidiary company been investigated by any government authority, i.e. by any State or Commonwealth authority or department (or by any overseas equivalent)?

- No
- Yes—provide details

.....

Has the company/holding company/subsidiary company had civil proceedings against it and is there any significant litigation currently in progress or pending?

- No
- Yes—provide details

.....

Has the company/holding company/subsidiary company ever had any licence, certificate, authority or approval issued by a government agency in Australia or elsewhere relating to the conduct of gaming or any other business terminated, denied, suspended or revoked?

- No
- Yes—provide details

.....

Has the company ever been the subject of any allegation which has resulted in action in the form of financial penalty/settlement (in/out of court) or remedial/disciplinary action? Please include all matters whether subject to court proceedings or not.

- No—go to **Section 9**
- Yes—provide details

.....

.....

Signature (authorised officer).....

Section 9

Financial details

All amounts to be shown in Australian dollars (AUD\$)

Provide details of any persons/companies/institutions from which the company has current loans or has obtained funds on loan during the last five years:

Lender name	Amount borrowed AUD\$	Purpose of loan	Commencement date	Final repayment date	Secured/unsecured

Is there any relationship between the company and the lender?

No

Yes—provide details

.....

Has there been any material change to the financial situation of the company or its holding company since the last accounts for the company were made up which could impact upon the company's operations?

No

Yes—provide details

.....

Has the company/holding company/subsidiary company:

- been placed into liquidation/receivership/scheme of arrangement/ under other formal insolvency administration? No Yes
- had an agent for the mortgagee appointed? No Yes
- had an investigation into company affairs authorised under the ASIC, its predecessors or equivalent overseas body? No Yes

If yes, please provide details:

Type of proceedings

Commencement date / /

Company name

Trustee/administrator/liquidator/receiver manager name

Phone

Detail circumstances leading to proceedings (include pending arrangements) and a copy of the external administrator's report should be attached if available

.....

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Signature (authorised officer).....

Section 9 cont/...
Financial details

Are there any outstanding claims/litigation which could adversely affect the financial viability of the company?

No

Yes—provide details

.....

.....

If applying for a licence, is the licence to be placed as collateral against any indebtedness?

No

Yes—provide details

.....

.....

Is the company/holding company/subsidiary company up-to-date with taxation lodgements?

Yes

No—provide details

.....

.....

Is/has the company/holding company/subsidiary company/director of any of these being/been investigated by any taxation authority in any country?

No—go to **Section 10**

Yes—provide details

.....

.....

.....

Section 10
Gaming involvement

Has the company/holding company/related body corporate, ever been associated with the ownership/administration/management of:

- a casino
- keno or lottery operations
- interactive gambling
- race wagering/sports wagering operations (including bookmaking)
- club/hotel/tavern
- the manufacture/assembling/selling/distributing/importing/supplying/repairing/operation of gaming machines/in-line machines/lucky envelope machines/other amusement devices
- a licensed monitoring operator.

No

Yes—provide details

.....

.....

.....

.....

continued over page

continued over page

Signature (authorised officer).....

<p>Section 10 cont/... Gaming involvement</p>	<p>Has the company/holding company/related body corporate had any interest (financial or otherwise) in any other company/any person/business that is involved with the ownership, administration or management of the above bullet list?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes—provide details</p> <p>.....</p> <p>.....</p> <p>Has the company/holding company/related body corporate been subject to a probity investigation by any law enforcement authority or government regulator?</p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes—provide investigation details including the authority name, purpose and date.....</p> <p>.....</p> <p>.....</p> <p>Has the company/holding company/related body corporate provided any financial assistance/other support to any other organisation/person with the ownership, administration or management of the above bullet list?</p> <p><input type="checkbox"/> No—go to Section 11</p> <p><input type="checkbox"/> Yes—provide details</p> <p>.....</p> <p>.....</p>
<p>Section 11 Influences, conflict of interest and disqualified persons</p> <p>OLGR must be advised of any matter which could be seen as having a potential undue/improper influence on the conduct/outcome of a probity investigation or an application for a licence/approval. Disclosures must also be made of persons with a potential conflict of interest or who may be classified as disqualified persons.</p>	<p>Are you aware of any person/shareholder associated with the company who is/is the spouse of/child of:</p> <ul style="list-style-type: none"> • a Member of the Legislative Assembly (Queensland) • a staff member of a Member of the Legislative Assembly (Queensland) • a councillor of a local government in Queensland? <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes—provide details</p> <p>.....</p> <p>.....</p> <p>Has the company/director/employee/company shareholder/other person or organisation acting on behalf of the company, been involved in any lobbying, meetings, discussions or negotiations with any government official in regard to this probity investigation or, if applicable, this or any other application for a gaming licence?</p> <p><input type="checkbox"/> No—go to Section 12</p> <p><input type="checkbox"/> Yes—provide details of the official’s name, name of persons acting on behalf of the company and the date and nature of any lobbying, meetings, discussion or negotiations held.....</p> <p>.....</p> <p>.....</p> <p>.....</p>
<p>Signature (authorised officer).....</p>	

Section 12
Signed certificate

I,
(name of authorised person)

hereby declare that I:

hold the position of
in
(company name)

and am duly authorised to complete this form (authority to complete should be minuted).

certify that the particulars contained herein and all matters accompanying this form are true and correct in every detail and fully disclose the information required to complete this form

Signed at Date / /
D D M M Y Y Y Y

Signature

In presence of
(witness signature)

Witness name

Witness address

Suburb State Postcode

Phone

Section 13
Acknowledgement and undertaking

The company undertakes to supply the following information if requested to do so:

- copies of income tax returns and tax assessments
- copies of minutes of shareholder and director meetings
- explanations relevant to the published financial statements
- copies of the company's shareholder register.

The company notes and acknowledges that the information requested in this *Company probity form* may not satisfy the probity requirements of OLGR and that further information may be requested.

Signature (authorised officer).....

Section 14

Authority for release of information

.....
(company name)

of
(company address)

from this point referred to as *the Company*:

1. acknowledges that the *Liquor Act 1992* ('the Act') authorises the Minister responsible for the Act to cause to be made investigations about the Company for the purposes of determining the Company's suitability for the purposes of the Act
2. authorises the responsible Minister and any person conducting any investigations or enquires on behalf of the responsible Minister for the purposes of the Act, including any OLGR officer (*Authorised Person*), to obtain any information and make any investigations or enquiries which relate to the Company and may be relevant to any of the purposes of the Act, in any jurisdiction
3. authorises an officer of the Australian Taxation Office (ATO), the manager or other principal officer of any branch or office of a bank or financial institution in any jurisdiction to whom a copy of this authority is presented to allow any Authorised Person to inspect and obtain copies of, or to release to any Authorised Person, any record, document or other information of any kind in written, electronic or any other form, which relates to the Company and is held by the ATO, bank or financial institution
4. authorises any officer of any police service, law enforcement agency or regulatory body in any jurisdiction to whom a copy of this authority is presented to release to any Authorised Person any information or official record of any kind in written, electronic or any other form, which relates to the Company and is held by the police service, agency or body, including any information relating to the criminal history of the Company
5. The Company will at all times sufficiently indemnify those officers referred to in 3 and 4 above and the Authorised Person and keep such officers and the Authorised Person indemnified against all liability in respect of the supply or disclosure in accordance with the Act or as otherwise required by law, of the information, and against all actions, suits, proceedings, claims, demands, costs and expenses whatsoever which may be taken against such officers and the Authorised Person or incurred or become payable by such officers or the Authorised Person in respect thereof.

Signed by authorised person/s of the company as below:

Name of authorised person

Position

Signature of authorised person

Date / /
D D M M Y Y Y Y

Name of authorised person

Position

Signature of authorised person

Date / /
D D M M Y Y Y Y

Signature (authorised officer).....

<p>Section 15</p> <p>Checklist</p> <p>The following documents must be provided</p> <p>To be signed by the person identified in Section 14</p>	<p>Complete the following checklist. If the checklist is incomplete you must advise when the outstanding matters will be submitted and expect delays in the processing of this form.</p> <p>I hereby certify I have:</p> <p><input type="checkbox"/> read the directions for completion (Part A)</p> <p><input type="checkbox"/> signed each page of the form</p> <p><input type="checkbox"/> answered all questions in writing</p> <p><input type="checkbox"/> answered all questions completely</p> <p><input type="checkbox"/> completed and signed Sections 12 and 14 of this form.</p> <p>I have attached the following:</p> <p><input type="checkbox"/> a brief history of the company</p> <p><input type="checkbox"/> a statement of company records</p> <p><input type="checkbox"/> a corporate structure flow-chart with explanatory text</p> <p><input type="checkbox"/> a description of the largest 20 shareholders</p> <p><input type="checkbox"/> a copy of the company's constitution or equivalent</p> <p><input type="checkbox"/> a copy of the certificate of incorporation and any certificate of change of name</p> <p><input type="checkbox"/> copies of the financial statements for the last two years</p> <p><input type="checkbox"/> copies of the annual reports for the last two years</p> <p>Name of authorised person</p> <p>Signature of authorised person</p>
<p>Section 16</p> <p>Lodgement of form and supporting material</p>	<p>Seal this form and attachments in an envelope marked:</p> <p>Private and confidential</p> <p>Attn: Executive Director</p> <p>Office of Liquor and Gaming Regulation</p> <p>By mail:</p> <p>Office of Liquor and Gaming Regulation</p> <p>Locked Bag 180</p> <p>CITY EAST QLD 4002</p> <p>In person:</p> <p>Office of Liquor and Gaming Regulation</p> <p>Upper Plaza, 33 Charlotte Street</p> <p>BRISBANE QLD 4000</p>
<p>Signature (authorised officer).....</p>	

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OLGR is collecting your personal information in order to assess your suitability in accordance with the requirements under the *Liquor Act 1992 s. 173EQ*. OLGR may disclose your personal information to the prescribed entities listed in the schedules of the acts administered by OLGR or as otherwise required by law.