

Company probity form—Confidential

Casino Control Act 1982 ss. 20, 30; Charitable and Non-Profit Gaming Act 1999 s. 48; Gaming Machine Act 1991 ss. 57, 112, 113, 120, 122, 200, 201; Interactive Gambling (Player Protection) Act 1998 ss. 35, 36; Keno Act 1996 s. 18; Liquor Act 1992 s. 107E; Lotteries Act 1997 ss. 14, 15; Wagering Act 1998 ss. 13, 14 • V3 April 2020



Queensland
Government

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 suitability investigations will not commence until required information is provided. In addition, suitability 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)

.....

This form has been submitted for the purpose of

.....

(e.g. application for suppliers licence under the *Gaming Machine Act 1991*)

Gaming applicant/licensee name

.....

Signature

Part B—Company details provided with attachments

Section 2

Attachments which must accompany form

- ☐ Brief history of the company (not required if a current licensee).
(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).
- ☐ Copy of a historical company search, obtained within 14 days of this form being lodged.
- ☐ 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 five years. Copies of audited accounts should be provided, if applicable.
- ☐ Copy of the annual reports of the company for the last five years, if applicable. If not applicable, provide reasons.
- ☐ Copy of the company's chart of accounts
- ☐ 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

Section 4 Incorporation details	Incorporation date <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> 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) <table border="1" data-bbox="347 546 1527 1209"> <thead> <tr> <th data-bbox="347 546 635 600">Name</th> <th data-bbox="635 546 775 600">Position</th> <th data-bbox="775 546 1200 600">Address</th> <th data-bbox="1200 546 1358 600">Birthplace</th> <th data-bbox="1358 546 1527 600">DOB</th> </tr> </thead> <tbody> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr> </tbody> </table>					Name	Position	Address	Birthplace	DOB																																																		
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 <table border="1" data-bbox="347 1312 1527 1973"> <thead> <tr> <th data-bbox="347 1312 635 1366">Name</th> <th data-bbox="635 1312 1200 1366">Last known residential address</th> <th data-bbox="1200 1312 1527 1366">Cessation date</th> </tr> </thead> <tbody> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table>					Name	Last known residential address	Cessation date																																																				
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Signature																																																												

Section 7
Other company details

Detail your company share structure in the table below:

Share type	Number	Rights/entitlement attached

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

☐ Yes—provide details

.....

.....

Are there any foreign government investors where the aggregate interest of foreign government investors from one country is 5 percent or more (directly or via a fund)?

☐ No—go to Section 8

☐ Yes—provide details including identities of investors and details of their interests

.....

.....

.....

Signature

Section 8 Company auditor and external accountants details	List details for each company auditor and external accountant engaged over the last five years:		
	Firm/company	Address	Engagement period
		To your knowledge while engaged by the company did such auditors or external accountants become subject to investigation for any reason? <input type="checkbox"/> No—go to Section 9 <input type="checkbox"/> Yes—provide details	
Section 9 Legal advisers, solicitors and consultants details	List details of any legal advisers, solicitors and/or consultants engaged over the last five years:		
	Firm/company	Address	Engagement period & capacity
Section 10 Company history	Commencing with the current state and country and working backwards, list all the states and countries in which the company has conducted business over the last 20 years:		
	State and country	Dates business conducted	
		From	To
Signature			

Section 11

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? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • investigated by a law enforcement agency? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • summoned before a court to answer any offence? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • subject of disciplinary action? | <input type="checkbox"/> No | <input type="checkbox"/> 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? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • been investigated by a law enforcement agency? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • been charged by a law enforcement agency? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • been summoned before a court to answer any offence whatsoever? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • had any charge proven without the recording of a conviction? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • had civil proceedings instituted against them? | <input type="checkbox"/> No | <input type="checkbox"/> Yes |
| • been subject of disciplinary action relating to gaming? | <input type="checkbox"/> No | <input type="checkbox"/> 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 12**

☐ Yes—provide details

.....

Signature

Section 12**Financial details**

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

continued over page

Has the company received a credit rating?

☐ No

☐ Yes—provide details

.....

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	Commence-ment 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

.....

List the following details of all bank accounts operated by the company:

Account name	Purpose	Bank, branch and country	Account no.

List the following details for each investment which currently represents greater than 5% of the company's total assets:

Investment description	Related entity Yes/No	% of total assets

Signature

Section 12

Financial details

continued from previous

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 //
D D M M Y Y Y Y

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

.....
.....

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 13**

☐ Yes—provide details

.....
.....

.....

Signature

Section 13
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

.....
.....
.....

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?

☐ No

☐ Yes—provide details

.....
.....
.....

Has the company/holding company/related body corporate ever applied for any gambling industry licence, approval, authorisation or registration ?

☐ No

☐ Yes—provide application details including the authority name, purpose and date

.....
.....

Has the company/holding company/related body corporate been subject to a suitability investigation or disciplinary action by any law enforcement authority or government regulator?

☐ No

☐ Yes—provide investigation details including the authority name, purpose and date.....

.....
.....
.....

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?

☐ No—go to **Section 14**

☐ Yes—provide details

.....
.....

Signature

<div>Section 14</div> <div>Influences, conflict of interest and disqualified persons</div>	<p>OLGR must be advised of any matter which could be seen as having a potential undue or improper influence on the conduct or outcome of a suitability investigation or an application for a licence. 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, or who is the spouse or 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? <div><input type="checkbox"/> No</div> <div><input type="checkbox"/> Yes—provide details</div> <div>.....</div> <div>.....</div> <div>.....</div> <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 suitability investigation or, if applicable, this or any other application for a gaming licence?</p> <div><input type="checkbox"/> No—go to Section 15</div> <div><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.....</div> <div>.....</div> <div>.....</div> <div>.....</div> <div>.....</div>
<div>Signature</div>	

<p>Section 15</p> <p>Signed certificate</p>	<p>I, (name of authorised person)</p> <p>hereby declare that I:</p> <p><input type="checkbox"/> hold the position of in (company name)</p> <p>and am duly authorised to complete this form (authority to complete should be minuted).</p> <p><input type="checkbox"/> 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.</p> <p>Signed at Date <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> / <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> D D M M Y Y Y Y</p> <p>Signature</p> <p>In presence of (witness signature)</p> <p>Witness name</p> <p>Witness address</p> <p>Suburb State <input type="text"/> <input type="text"/> <input type="text"/> Postcode <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/></p> <p>Phone</p>
<p>Section 16</p> <p>Acknowledgement and undertaking</p>	<p>The company undertakes to supply the following information if requested to do so:</p> <ul style="list-style-type: none"> • 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. <p>The company notes and acknowledges that the information requested in this <i>Company probity form</i> may not satisfy the probity requirements of OLGR and that further information may be requested.</p>
<p>Signature</p>	

Section 17

Authority for release of information

.....
(company name)

of
(company address)

from this point referred to as *the Company*, grant an authority on the following terms:

1. Acknowledges that the *Casino Control Act 1982*, the *Gaming Machine Act 1991*, the *Interactive Gambling (Player Protection) Act 1998*, the *Keno Act 1996*, the *Liquor Act 1992*; the *Lotteries Act 1997* and/or the *Wagering Act 1998* ('the Acts') authorises the Minister responsible for these acts and/or the Commissioner for Liquor and Gaming (Commissioner) or the Chief Executive to cause to be made investigations about the Company for the purposes of determining the Company's suitability for the purposes of the Acts.
2. The Company authorises any person conducting any investigations or enquires on behalf of the responsible Minister and/or the Commissioner or Chief Executive, for the purposes of the Acts, 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. The Company 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. The Company 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 Acts 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

<p>Section 18</p> <p>Checklist</p> <p>The following documents must be provided</p> <p>To be signed by the person identified in Section 15</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 15 and 17 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 five years</p> <p><input type="checkbox"/> copies of the annual reports for the last five years</p> <p><input type="checkbox"/> a copy of the chart of accounts.</p> <p>Name of authorised person</p> <p>Signature of authorised person</p>
<p>Section 19</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 Email: OLGRProbit@justice.qld.gov.au</p> <p>By mail:</p> <p>Office of Liquor and Gaming Regulation Locked Bag 180 CITY EAST QLD 4002</p> <p>In person:</p> <p>Office of Liquor and Gaming Regulation Upper Plaza, 33 Charlotte Street BRISBANE QLD 4000</p>
<p>Signature</p>	

OLGR is collecting your personal information in order to assess your suitability in accordance with the requirements under one or more of the following Acts administered by OLGR: *Casino Control Act 1982* ss. 20, 30; *Charitable and Non-Profit Gaming Act 1999* s. 48; *Gaming Machine Act 1991* ss. 57, 112, 113, 120, 122, 200, 201; *Interactive Gambling (Player Protection) Act 1998* ss. 35, 36; *Keno Act 1996* s. 18; *Liquor Act 1992* s. 107E; *Lotteries Act 1997* ss. 14, 15; or *Wagering Act 1998* ss. 13, 14. 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.