

OHIO CASINO CONTROL COMMISSION

RESOLUTION 2013-14

CONSIDERATION OF THE APPLICATIONS OF SPIELO INTERNATIONAL USA, LLC, AND SPIELO INTERNATIONAL CANADA ULC FOR GAMING-RELATED VENDOR LICENSES

WHEREAS, Article XV, Section 6(C)(4) of the Ohio Constitution created the Ohio Casino Control Commission (“Commission”) to ensure the integrity of casino gaming by, among other things, licensing and regulating all gaming authorized by Article XV, Section 6(C) of the Ohio Constitution;

WHEREAS, R.C. 3772.09(A) prohibits, among others, any gaming-related vendor or key employee thereof from conducting or participating in conducting casino gaming without first being licensed by the Commission;

WHEREAS, R.C. 3772.10(B) requires, among others, gaming-related vendors and key employees thereof seeking licensure under R.C. Chapter 3772 to establish their suitability by clear and convincing evidence;

WHEREAS, R.C. 3772.12(A) and Ohio Adm. Code 3772-6-02(A) require any gaming-related vendor seeking licensure to submit, under oath, a Gaming-Related Vendor License Application;

WHEREAS, R.C. 3772.121 and Ohio Adm. Code 3772-6 authorize the Commission to issue gaming-related vendor licenses to applicants after the Commission determines that the applicants are eligible for licensure and have paid all applicable fees;

WHEREAS, a gaming-related vendor license applicant is eligible for licensure upon meeting the following criteria:

- (A) Submission of a true and complete Gaming-Related Vendor License Application, as required by R.C. 3772.10(C) and 3772.12(A) and Ohio Adm. Code 3772-6-02(A);
- (B) Payment of the nonrefundable application fee of \$10,000.00, as required by R.C. 3772.17(C) and Ohio Adm. Code 3772-6-03(A), and all fees necessary to cover the costs of the background investigation in excess of the application fee set forth by Ohio Adm. Code 3772-6-03(A), if any;
- (C) Submission, on a form provided by the Commission, of two sets of the applicant’s fingerprints, as required by R.C. 3772.121(A)(3), if applicable;

- (D) Reimbursement of the costs for the criminal records check, as required by R.C. 3772.07 and 3772.121(A)(2), if applicable;
- (E) Not having been convicted of or pled guilty or no contest to a disqualifying offense, as defined by R.C. 3772.07 and required by R.C. 3772.07 and 3772.10(C)(1); and
- (F) Otherwise is suitable for licensure, as required by R.C. 3772.10(B) and (C);

WHEREAS, R.C. 3772.03(D)(5) mandates that the Commission adopt rules prescribing the minimum amount of insurance that must be maintained by, among others, gaming-related vendors;

WHEREAS, Ohio Adm. Code 3772-7-01(A) requires, among others, gaming-related vendor licensees to obtain and maintain the following types of insurance in minimum amounts determined by the Commission:

- (A) Liability;
- (B) Casualty;
- (C) Fire;
- (D) Theft;
- (E) Worker's compensation; and
- (F) Any other type of insurance the Commission deems necessary to ensure the licensee is adequately insured;

WHEREAS, R.C. 3772.13(B) and Ohio Adm. Code 3772-5-02(A) require any gaming-related vendor key employee seeking licensure to submit a Key Employee License Application;

WHEREAS, R.C. 3772.13 and A.C. 3772-5 authorize the Commission to issue key employee licenses to applicants after the Commission determines that the applicants are eligible for licensure and have paid all applicable fees;

WHEREAS, a key employee license applicant is eligible for licensure upon meeting the following criteria:

- (A) Being at least 21 years of age, as required by R.C. 3772.13(C);
- (B) Submission of a true and complete Key Employee License Application, as required by R.C. 3772.10(C) and 3772.131(D) and Ohio Adm. Code 3772-6-02(A);

- (C) Submission, on a form provided by the Commission, of two sets of the applicant's fingerprints and a photograph, as required by R.C. 3772.13(E);
- (D) Payment of the nonrefundable application fee of \$2,000.00, as required by R.C. 3772.13(E) and 3772.17(D) and Ohio Adm. Code 3772-5-03(A), and all fees necessary to cover the cost of the background investigation in excess of the application fee set forth by Ohio Adm. Code 3772-5-03(A), if any;
- (E) Reimbursement of the costs for the background check, including the criminal records check, as required by R.C. 3772.07 and 3772.13(E);
- (F) Not having been convicted of or pled guilty or no contest to a disqualifying offense, as defined by R.C. 3772.07 and required by R.C. 3772.07 and 3772.10(C)(1); and
- (G) Otherwise is suitable for licensure, as required by R.C. 3772.10(B) and (C);

WHEREAS, on or about January 6, 2012, Spielo International USA, LLC ("Spielo USA") and Spielo International Canada ULC ("Spielo Canada") submitted applications for licensure as gaming-related vendors to the Commission in accordance with R.C. 3772.12(A) and Ohio Adm. Code 3772-6-02(A);

WHEREAS, Spielo USA and Spielo Canada paid the nonrefundable application fees, as required by R.C. 3772.17(C) and Ohio Adm. Code 3772-6-03(A);

WHEREAS, Spielo USA and Spielo Canada submitted to the Commission information and materials (summaries of which are attached as Exhibit A) necessary to demonstrate that they have obtained and maintain all of the requisite types of insurance and the amounts of each type;

WHEREAS, the owners, officers, directors, and key employees of Spielo USA and Spielo Canada, who appear on the attached list marked Exhibit B, ("Spielo USA and Spielo Canada Key Employees") submitted their applications for licensure as key employees to the Commission in accordance with R.C. 3772.13(B) and Ohio Adm. Code 3772-5-02(A);

WHEREAS, with respect to the Spielo USA and Spielo Canada Key Employees, the nonrefundable application fees have been paid, as required by R.C. 3772.13(E) and 3772.17(D) and Ohio Adm. Code 3772-5-03(A), and the Commission has been reimbursed for the costs of the criminal records checks, in accordance with and as required by R.C. 3772.07 and 3772.13(E);

WHEREAS, Lottomatica Group S.p.A., De Agostini S.p.A., DeA Partecipazioni S.p.A., and B&D Holding di Marco Drago e. C. S.a.P.A. ("Holding Companies")

submitted the required information and documentation as holding companies of Spielo USA and Spielo Canada to the Commission;

WHEREAS, the owners, officer, directors and key employees of the Holding Companies who appear on Exhibit B, (“Holding Companies Key Employees”) submitted their applications for licensure as key employees to the Commission;

WHEREAS, with respect to the Holding Companies Key Employees, the nonrefundable application fees have been paid, as required by R.C. 3772.13(E) and 3772.17(D) and Ohio Adm. Code 3772-5-03(A), and the Commission has been reimbursed for the costs of the criminal records checks, in accordance with and as required by R.C. 3772.07 and 3772.13(E);

WHEREAS, Spectrum Gaming Group and the Commission’s Division of Investigations reviewed the submitted gaming-related vendor applications, materials and information, and conducted thorough suitability investigations of Spielo USA, Spielo Canada, the Holding Companies, and their Key Employees;

WHEREAS, Spectrum filed a report with the Commission, dated July 16, 2012, captioned *In the Matter of the Applications of Spielo International USA LLC and Spielo International Canada ULC for Gaming-Related Vendor Licenses*; and the Commission’s Division of Investigations filed a report with the Commission, dated May 23, 2013, captioned *Investigative Report on the Application of Spielo International USA LLC and Spielo International Canada ULC for a Gaming-Related Vendor License*;

WHEREAS, both reports conclude that based upon the investigation no derogatory information that adversely impacts upon the suitability of Spielo USA, Spielo Canada, the Holding Companies, or their Key Employees was uncovered and that Spielo USA and Spielo Canada are qualified to be approved as gaming-related vendors subject to certain conditions;

WHEREAS, the Commission’s Division of Investigations recommends that the Commission grant gaming-related vendor licenses to Spielo USA and Spielo Canada subject to the following conditions:

- (A) Spielo USA and Spielo Canada shall report any changes in their management, ownership, or stockholdings to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (B) Spielo USA and Spielo Canada shall report any loans, debt incurred, or any other significant financial matters to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (C) Spielo USA and Spielo Canada shall pay all fees required by the Commission, including the following:

- (1) The cost of the background investigation that exceeded the application fee set forth by Ohio Adm. Code 3772-6-03(A), as required by R.C. 3772.17(C) and Ohio Adm. Code 3772-6-03(B), if any; and
 - (2) A nonrefundable license fee of \$15,000.00 per license, as required by R.C. 3772.121(A)(2) and 3772.17(C) and Ohio Adm. Code 3772-6-03(C); and
- (D) Spielo USA and Spielo Canada's Compliance Committee shall notify the Executive Director of the Commission no later than 30 days from when the Compliance Committee conducts any due diligence efforts, takes any action, or makes any recommendations concerning current or future business;

WHEREAS, the Commission has considered both investigative reports and heard from representatives of Spielo USA and Spielo Canada at its public meeting on June 19, 2013.

NOW, THEREFORE, BE IT RESOLVED, by the Commission that Spielo USA and Spielo Canada's applications for licensure are **APPROVED** and Spielo USA and Spielo Canada are hereby **LICENSED** for a period not to exceed three years, effective today, as gaming-related vendors subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder and the following conditions:

- (A) Spielo USA and Spielo Canada shall report any changes in their management, ownership, or stockholdings to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (B) Spielo USA and Spielo Canada shall report any loans, debt incurred, or any other significant financial matters to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (C) Spielo USA and Spielo Canada shall pay all fees required by the Commission, including the following:
 - (1) The cost of the background investigation that exceeded the application fee set forth by Ohio Adm. Code 3772-6-03(A), as required by R.C. 3772.17(C) and Ohio Adm. Code 3772-6-03(B), if any; and
 - (2) A nonrefundable license fee of \$15,000.00 per license, as required by R.C. 3772.121(A)(2) and 3772.17(C) and Ohio Adm. Code 3772-6-03(C); and
- (D) Spielo USA and Spielo Canada's Compliance Committee shall notify the Executive Director of the Commission no later than 30 days from when the Compliance Committee conducts any due diligence efforts,

takes any action, or makes any recommendations concerning current or future business.

BE IT FURTHER RESOLVED, that Spielo USA and Spielo Canada's insurances, including the amounts for each type, are **APPROVED**.

BE IT FURTHER RESOLVED, that the Key Employee License Applications of the natural persons contained on Exhibit B are **APPROVED** and those persons are hereby **LICENSED** for a period not to exceed three years, effective today, as key employees, subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder and the payment of all fees required by the Commission, including the following:

- (A) The cost of any key employee background investigation that exceeded the application fee set forth by Ohio Adm. Code 3772-5-03(A), as required by R.C. 3772.17(D) and Ohio Adm. Code 3772-5-03(B); and
- (B) A nonrefundable license fee of \$500.00 per key employee license, as required by R.C. 3772.17(D) and Ohio Adm. Code 3772-5-03(C).

BE IT FURTHER RESOLVED, that Resolution 2013-14 does not in any way affect, negate, or otherwise absolve Spielo USA, Spielo Canada, the Holding Companies, or their key employees from their duties to update information in accordance with Ohio Adm. Code 3772-6-04 and Ohio Adm. Code 3772-5-04, as applicable.

BE IT FURTHER RESOLVED, that Resolution 2013-14 does not restrict or limit the Commission's future exercise of authority and discretion with respect to imposing additional conditions or taking further action upon Spielo USA, Spielo Canada, the Holding Companies, or their Key Employees under R.C. Chapter 3772 and the rules adopted thereunder.

Adopted: June 19, 2013

Exhibit A
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**Spielo International USA, LLC and Spielo
International Canada ULC**

Types of Insurance	Coverage
Commercial General Liability	\$2,000,000
Workers Compensation & Employers' Liability	\$1,000,000
Commercial Property (All Risk Property including Fire & Theft on Real & Personal Property)	Replacement cost

Exhibit B
Resolution 2013-14

1. Lino Benassi
2. Alberto Boroli
3. Andrea Boroli
4. Chiara Boroli
5. Marco Boroli
6. Paolo Boroli
7. Pietro Boroli
8. Walter Bugno
9. Donatella Busso
10. Paolo Ceretti
11. Alberto Dessy
12. Giorgio Drago
13. Marco Drago
14. Roberto Drago
15. Victor Duarte
16. Carlo Ferrari Ardicini
17. John Pacconi
18. Jaymin Patel
19. Lorenzo Pellicoli
20. Marco Sala
21. Paolo Tacchini
22. Alberto Toffoletto
23. Gianmario Tondato da Ruos
24. Anthony Lavaz Watson