OHIO CASINO CONTROL COMMISSION

RESOLUTION 2022-12

CONSIDERATION OF THE APPLICATIONS OF INTERBLOCK USA L.C. AND INTERBLOCK LUXURY GAMING PRODUCTS D.D. FOR NEW GAMING-RELATED VENDOR LICENSES

WHEREAS, Article XV, Section 6(C) of the Ohio Constitution created the Ohio Casino Control Commission (“Commission”) to ensure the integrity of casino gaming;

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

WHEREAS, R.C. 3772.10 requires any gaming-related vendor and key employee seeking licensure under R.C. Chapter 3772 to establish their suitability by clear and convincing evidence;

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

WHEREAS, R.C. 3772.121 and Ohio Adm.Code Chapter 3772-6 authorize the Commission to grant a gaming-related vendor license after the Commission determines that an applicant is eligible for licensure and has paid all applicable fees;

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

(A) Submission of a true and complete Vendor Application, as required by R.C. 3772.10 and 3772.12 and Ohio Adm.Code 3772-6-02;

(B) Payment of the nonrefundable application fee of $10,000 and all fees necessary to cover the costs of the background investigation in excess of the application fee, if any, as required by R.C. 3772.121 and 3772.17 and Ohio Adm.Code 3772-6-03;

(C) Submission, on a form provided by the Commission, of two sets of the applicant’s fingerprints, as required by R.C. 3772.121, if applicable;

(D) Reimbursement of the costs for the criminal-records check, as required by R.C. 3772.07 and 3772.17, if applicable;

(E) Not having been convicted of or pled guilty or no contest to a disqualifying offense, as defined and prohibited by R.C. 3772.07 and 3772.10, and as determined by the Commission under R.C. 9.79; and

(F) Otherwise being suitable for licensure, as required by R.C. 3772.10.
**WHEREAS**, R.C. 3772.03 mandates that the Commission adopt rules prescribing the minimum amount of insurance that must be maintained by a gaming-related vendor;

**WHEREAS**, Ohio Adm.Code 3772-7-01 requires a gaming-related vendor to obtain and maintain the following types of insurance in minimum amounts determined by the Commission:

(A) Liability;

(B) Casualty;

(C) Property;

(D) Worker’s compensation; and

(E) Any other type of insurance the Commission deems necessary to ensure the licensee is adequately insured;

**WHEREAS**, Interblock USA L.C. (“Interblock USA”) and Interblock Luxury Gaming Products d.d. (“Interblock”) (collectively, “Vendors”) submitted Vendor Applications to obtain new licenses and paid the nonrefundable application fees;

**WHEREAS**, the Vendors submitted 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**, IBOCM VoteCo (“Holding Company”) submitted information and documentation as a post-transaction holding company of the Vendors;

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

(A) Being at least 21 years of age, as required by R.C. 3772.13;

(B) Submission of a true and complete Key Employee License Application (“Key Application”), as required by R.C. 3772.10 and 3772.13 and Ohio Adm.Code 3772-5-02;

(C) Submission, on a form provided by the Commission, of two sets of fingerprints and a photograph, as required by R.C. 3772.07 and 3772.13;

(D) Payment of the nonrefundable application fee of $2,000 and all fees necessary to cover the cost of the background investigation in excess of the application fee, if any, as required by R.C. 3772.13 and 3772.17 and Ohio Adm.Code 3772-5-03;

(E) Reimbursement of the costs for the background check, including the criminal-records check, as required by R.C. 3772.07 and 3772.13;
(F) Not having been convicted of or pled guilty or no contest to a disqualifying offense, as defined and prohibited by R.C. 3772.07 and R.C. 3772.10, and as determined by the Commission under R.C. 9.79; and

(G) Otherwise being suitable for licensure, as required by R.C. 3772.10;

WHEREAS, the three individuals listed on the attached Exhibit B (“Key Employees”) submitted Key Applications to obtain licensure and their nonrefundable application and criminal-background fees have been paid;

WHEREAS, the Commission’s Division of Licensing and Investigations (“Division”) reviewed the Vendor and Key Applications and other materials and information and conducted thorough suitability investigations of the Vendors, Holding Company, and Key Employees;

WHEREAS, the Division has filed a report, dated April 13, 2022, captioned Investigative Report on the Applications of Interblock USA L.C. & Interblock Luxury Gaming Products d.d. for New Gaming-Related Vendor Licenses (“Report”);

WHEREAS, the Report concludes that the Division’s investigations did not uncover any material derogatory information that adversely impacts the suitability of the Vendors, Holding Company, or Key Employees and that the Vendors and Key Employees are eligible for licensure;

WHEREAS, based on this conclusion, the Division recommends that the Commission grant the Vendors’ and Key Employees’ licenses; and

WHEREAS, the Commission has reviewed the Report and considered the matter at its public meeting on April 20, 2022.

NOW, THEREFORE, BE IT RESOLVED by the Commission that the Vendors’ types and minimum amounts of insurance are APPROVED.

BE IT FURTHER RESOLVED that the Vendors and Key Employees are SUITABLE and ELIGIBLE for licensure.

BE IT FURTHER RESOLVED that Interblock USA’s and Interblock’s Vendor Applications are APPROVED and their new gaming-related vendor licenses are GRANTED for a period not to exceed 3 years, subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder and the following conditions:

(A) As a condition precedent to licensure, the Vendors and the Holding company must close the transaction related to the proposed equity-purchase transaction in a substantially similar form and without any material or substantial changes to the terms or documentation provided in support thereof, as determined by the Commission, no later than June 15, 2022, and provide executed copies of all related documents within 10 days of their execution; if the transaction closes in a
substantially different form or with one or more material or substantial changes, as determined by the Commission, or does not close by June 15, 2022, approval thereof is null and void, unless further approved by the Commission;

(B) The Vendors and the Holding Company must report to the Commission any changes in management, ownership, stockholdings, or to a voting or proxy agreement, as applicable;

(B) The Vendors and the Holding Company must report to the Commission any loans, debt incurred, or any other significant financial matters;

(C) The Vendors shall pay all fees required by the Commission, including the following:

(1) Any cost of the background investigation that exceeded the application fee; and

(2) A nonrefundable license fee of $15,000, per license; and

(D) Interblock’s Compliance Committee shall notify the Commission’s Executive Director no later than 30 days from the date in which the Committee conducts any due diligence efforts, takes any action, or makes any recommendations concerning current or future business.

BE IT FURTHER RESOLVED that the Key Applications are APPROVED and the Key Employees’ licenses are GRANTED for a period not to exceed three years, subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder, including payment of the following fees, for each of them:

(A) The cost of the background investigation that exceeded the application and criminal-background fees, if any; and

(B) A nonrefundable license fee of $500.

BE IT FURTHER RESOLVED that Resolution 2022-12 does not in any way affect, negate, or otherwise absolve the Vendors, the Holding Company, or the Key Employees from their duties to update information in accordance with Ohio Adm.Code 3772-6-04 and 3772-5-04.

BE IT FURTHER RESOLVED that Resolution 2022-12 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 the Vendors, the Holding Company, or the Key Employees under R.C. Chapter 3772 and the rules adopted thereunder.

Adopted: April 20, 2022
Exhibit A
Resolution 2022-12

Interblock USA L.C. and Interblock Luxury Gaming Products d.d.

<table>
<thead>
<tr>
<th>Types of Insurance Policies</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Commercial General Liability</td>
<td>$2,000,000</td>
</tr>
<tr>
<td>Umbrella Liability</td>
<td>$4,000,000</td>
</tr>
<tr>
<td>Workers Compensation and Employers’ Liability</td>
<td>$1,000,000</td>
</tr>
<tr>
<td>Property</td>
<td>$27,000,000</td>
</tr>
<tr>
<td>General Third Party Liability Product Liability</td>
<td>€3,500,000</td>
</tr>
<tr>
<td>Property – Construction facilities</td>
<td>€5,163,424,07</td>
</tr>
<tr>
<td>Property – Technical and trade equipment</td>
<td>€800,000</td>
</tr>
<tr>
<td>Property – Stocks</td>
<td>€13,080,000</td>
</tr>
<tr>
<td>Property – Additional cleaning costs</td>
<td>€100,000</td>
</tr>
</tbody>
</table>

Interblock d.d. participates in Slovenia’s government-run workers’ compensation insurance program
Exhibit B
Resolution 2022-12

1. Jordon Kruse
2. David Quick
3. Matthew Wilson