

GAMING SUPPLIER TERMS AND CONDITIONS

1.0. DEFINITIONS

“**Act**” means *The Gaming Control Act*;

“**Association of persons**” means an unincorporated body of persons which has a separate and distinct legal status from its members;

“**Business entity**” means a proprietorship, a partnership, a limited partnership, or a body corporate, but does not include the Corporation;

“**Commission**” means the Gaming Control Commission created by the Act;

“**Corporation**” means the Manitoba Lotteries Corporation constituted under *The Manitoba Lotteries Corporation Act*;

“**Executive Director**” means the Executive Director of the Commission appointed under the Act;

“**Inspector**” means an inspector appointed by the Commission under the Act;

“**Licence**” means a licence authorizing the conduct and management of a lottery scheme that is issued under Section 12 or 57 of the Act;

“**Licence holder**” means the holder of a licence issued under the Act;

“**Licensing authority**” means a municipality or a First Nation Gaming Commission authorized to issue a licence for the conduct and management of a lottery scheme;

“**Lottery scheme**” means a lottery scheme within the meaning of the *Criminal Code* (Canada);

“**Principal**” means:

- (a) in the case of a corporation, its directors and officers,
- (b) in the case of a partnership, all partners,
- (c) in the case of a limited partnership, the individual general partner or the partners of a partnership general partner,
- (d) in the case of an association of persons, the persons who direct the affairs of the association;

“**Registrant**” means a person, business entity or association of persons registered under the Act;

“**Supplier**” means a business entity or association of persons that

- (a) makes, sells, advertises or distributes gaming supplies, or

- (b) provides a gaming service, directly or indirectly, to the Corporation or to a licensing authority, gaming operator or licence holder.

2.0 GENERAL

- 2.1 Registration is not transferable or assignable without the prior written consent of the Commission.
- 2.2 Registration as a supplier does not guarantee a contractual arrangement with the Corporation, a licence holder, a charitable organization or a licensing authority.
- 2.3 No proprietary rights accrue with registration.
- 2.4 The Executive Director may, at anytime, add, vary, repeal or substitute terms and conditions of registration.
- 2.5 The period of registration shall be in effect only for the period as stated on the registration certificate.
- 2.6 The registrant shall not promote or participate in any unsanctioned gaming.

3.0 CHANGE OF OWNERSHIP

- 3.1 The registrant must notify the Commission not less than 10 days before the effective date of any of the following transactions:
 - (a) any sale, assignment or transfer of 5% or more of the shares or units of the registrant or any entity which directly or indirectly controls the registrant;
 - (b) any sale, assignment or transfer which results in a change in direct or indirect control of the registrant;
 - (c) any sale, assignment or transfer of assets of the registrant through which the activities authorized by the registration are carried out.
- 3.2 The registrant understands that the Executive Director must assess the impact of the transaction on the registration and, having done so, may maintain, modify, or cancel the registration.

4.0 CONSEQUENTIAL REPORTING

- 4.1 The registrant shall immediately notify the Commission in writing of:
- (a) any change of the registrant's name;
 - (b) any change of the registrant's permanent address;
 - (c) any change of the registrant's address for service;
 - (d) any suspension or cancellation of any registrations or licences issued to the registrant by any other jurisdiction;
 - (e) the charge or conviction of the registrant or of any of the principals of the registrant of any offence under the *Criminal Code* (Canada), or any comparable legislation;
 - (f) the charge or conviction of the registrant or any principals of the registrant of any offence under the *Competition Act* (Canada), or any comparable legislation;
 - (g) the bankruptcy of the registrant, or the filing of any proposal under the *Bankruptcy and Insolvency Act* (Canada), the *Companies' Creditors Arrangement Act* (Canada), or any comparable legislation, or the appointment of a receiver of the registrant's property.
- 4.2 The registrant shall immediately give written notice to the Commission of a suspension, cancellation or any disciplinary actions or sanctions (including fines) issued to it by any regulatory body.
- 4.3 The registrant shall provide the Executive Director with any information it possesses that may be material to
- (a) the honesty and integrity of a licence holder or registrant; or
 - (b) ensuring the technical integrity of a lottery scheme.
- 4.4 If the registrant considers that an offence has occurred under the Act or under a provision of the *Criminal Code* (Canada) that is relevant to a lottery scheme, it must notify the Commission immediately.
- 4.5 The registrant shall provide such further information relating to it and its principals as required by the Commission.

5.0 INSPECTION

- 5.1 The registrant shall, on demand, deliver to the MGCC a randomly selected representative

sample of the product supplied or intended to be supplied, at the registrant's expense.

- 5.2 No registrant shall obstruct, hinder, or make a false or misleading statement to an inspector who is carrying out his or her duties or functions under the Act.
- 5.3 Every registrant shall give a Commission inspector all reasonable assistance to enable the inspector to carry out his or her duties and shall furnish the inspector with any information the inspector requires.

6.0 COMPLIANCE

- 6.1 The registrant shall comply with any order made by the Executive Director of the Commission.
- 6.2 If any order made by the Executive Director is not complied with within the specified time, the Executive Director can suspend or cancel the registration.
- 6.3 Every registrant can appeal an order made under Section 32, Part 8.1, or Part 11 of the Act.
- 6.4 The appeal hearing must be held in accordance with Part 7 of the Act following which the Commission may uphold, vary or cancel the order of the Executive Director or impose a fine not to exceed \$100,000.

7.0 OFFENCES

- 7.1 Knowingly furnishing false information in the application for registration as a gaming supplier constitutes an offence under the Act.
- 7.2 The registrant must comply with all Terms and Conditions as required under Section 15(2) of the Act; any contravention constitutes an offence under the Act.
- 7.3 When the registrant commits an offence under the Act, the principal of the business entity or association of persons who authorized, permitted or acquiesced in the commission of the offence is also guilty of the offence.
- 7.4 Every registrant who is guilty of an offence is liable, on summary conviction, to a fine of not more than \$250,000.00.