

MISSOURI GAMING COMMISSION
COMMISSION RESOLUTION NO. 22-031
REGARDING WAIVER OF LICENSURE
FOR INSTITUTIONAL INVESTOR

May 25, 2022

WHEREAS, Capital Research and Management Company (“CRMC”), (“Petitioner”), through CRMC’s three equity divisions: Capital Research Global Investors (“CRGI”), Capital World Investors (“CWI”) and Capital International Investors (“CII”), has requested a waiver of licensure under 11 CSR 45-4.020 as an institutional investor; and

WHEREAS, Petitioner has stated that it may acquire interests in Gaming and Leisure Properties, Inc., a Missouri licensee, of more than ten percent (10%) but not more than twenty percent (20%); and

WHEREAS, Petitioner has affirmed that it may acquire these interests for investment purposes only and not for the purposes of causing directly or indirectly changes in the management, policies or operations of said licensee, and that Petitioner has no involvement in the business activities of any licensee in which it holds or may acquire interest or any intention of influencing or affecting the affairs of any licensee with the stock that it now owns or may in the future acquire; and

WHEREAS, Petitioner has affirmed that in the event Petitioner subsequently develops an intention of controlling or participating in the management of any licensee, Petitioner will notify the Commission of said changes and refrain from participating in management or exercising such control until approved by the Missouri Gaming Commission; and

WHEREAS, Petitioner has complied and affirmed its willingness to conform to all disclosures and notices required by 11 CSR 45-4.

NOW, THEREFORE, BE IT RESOLVED, that the Missouri Gaming Commission grants Capital Research and Management Company’s request to waive licensure requirements required under 11 CSR 45-4.020 for up to and including twenty percent (20%) ownership in Gaming and Leisure Properties, Inc.

BE IT FURTHER RESOLVED that the granting of this waiver in no way prevents the Missouri Gaming Commission at some future date, with or without cause, from requiring Capital Research and Management Company, to apply for and obtain licensure pursuant to 11 CSR 45-4. In such an event, failure to obtain licensure could result in Capital Research and Management Company being required to divest all or part of their interest in a licensee or the loss of the licensee’s ability to do business in Missouri.

BE IT FURTHER RESOLVED that this waiver is for a period of two (2) years from the date of this Resolution, and it will be necessary for Capital Research and Management Company ("CRMC"), through CRMC's three equity divisions: Capital Research Global Investors ("CRGI"), Capital World Investors ("CWI") and Capital International Investors ("CII"), to reapply for a waiver on or before sixty (60) days prior to the expiration of this waiver.

SO ADOPTED.



Mike Leara
Chairman
Missouri Gaming Commission



Missouri Gaming Commission REQUEST OF WAIVER FOR LICENSURE OF INSTITUTIONAL INVESTOR

(Pursuant to 11 CSR 45-4.020)

Capital Research and Management Company ("CRMC"). The shares are managed through CRMC's three equity divisions: Capital Research Global Investors ("CRGI"), Capital World Investors ("CWI") and Capital International Investors ("CII"). See Appendix A for further details.

Name of Individual / Entity Holding Interest: _____

Business Address: 333 South Hope Street, Los Angeles, CA, 90071

(To enter another row in below table, press **tab** key.)

| Entity (Licensee or Applicant) in which interest is held | % of Interest held | Publicly Traded | Privately Held |
|--|--------------------|-----------------|----------------|
| Gaming and Leisure Properties, Inc. | 17.05* | X | |
| | | | |
| | | | |
| | | | |

*Of the 17.05%, the percentage of outstanding shares managed by each of CRMC's divisions as of December 31, 2021:
 - CWI: 7.91% of outstanding shares. Of CWI's total shares managed, The Income Fund of America ("IFA") held 5.62% of outstanding shares. IFA is a mutual fund managed by CRMC and is registered under the Investment Company Act of 1940.
 - CII: 7.71% of outstanding shares.
 - CRGI: 1.43% of outstanding shares.

A holder of any direct or indirect legal or beneficial publicly traded interest of five percent (5%) or more, or privately held interest of one percent (1%) or more, in a Missouri gaming licensee or applicant, is required to obtain a key person or key person business entity license from the Missouri Gaming Commission.

A holder may, however, be exempted from the licensure requirements if such interest is held for passive investment purposes only. Individuals or entities holding up to twenty percent (20%) interest in a licensee or applicant may be exempted by the Commission for one or multiple licenses or applicants. Exemptions shall be for a period of two (2) years unless renewed. Ownership of 20% or more in a licensee or applicant requires licensure by the Commission.

Waiver applications shall be submitted to the Missouri Gaming Commission's Jefferson City office, P.O. Box 1847, Jefferson City, Missouri 65102 or emailed to mgcmail@mgc.dps.mo.gov.

REQUEST OF WAIVER – The individual or entity named above, as holder of such interest hereby applies in writing certifying under oath as follows:

- a) The acquired interest is for passive investment purposes only;
- b) Holder does not and will not have any involvement in the management activities of the entity in which interest is acquired;
- c) Holder has no intention of controlling the entity in which interest is acquired, regardless of additional stock that may be acquired;
- d) The holder will within ten (10) days notify the Commission of any purchase of stock in the entity which causes the total holding of the entity's outstanding stock to exceed 20%;
- e) That in the event an intention of controlling or participating in the management of the entity in which interest is acquired or held subsequently develops, holder shall notify the Commission of said change and refrain from participating in management or exercising such control until approved for licensure by the Commission.



Request of Waiver for Licensure of Institutional Investor (Pursuant to 11 CSR 45-4.020)

If the applicant for waiver is an individual, then the home and business address, occupation, employer, and title shall be provided.

- Home Address: _____
- Business Address: _____
- Occupation: _____
- Employer: _____
- Title: _____

If the applicant for a waiver is a business entity, then it shall provide the following:

- Type of entity (corporation, partnership, limited partnership, LLC, LLP, etc.):
CRMC is a corporation incorporated in the State of Delaware. The shares are managed through CRMC's three equity divisions: CRGI, CWI and CII.
- State of charter Delaware
- The names and addresses (both home and business) must be included for the following officers;
(I) chief executive officer; (II) chief financial officer; (III) chief operating officer;
(IV) managing partner; (V) general partners; (VI) members of the board of directors; and
(VII) the registered agent.

Check all that apply (Use page 3 for information on additional officers)

Name and title: Please see enclosed, list of CRMC's directors and officers

Request of Waiver for Licensure of Institutional Investor (Pursuant to 11 CSR 45-4.020)

This page is used to include additional information.

Name and title: Please see enclosed, list of CRMC's directors and officers

Home address:

Business address:

Name and title: _____

Home address:

Business address:

Name and title: _____

Home address:

Business address:

Name and title: _____

Home address:

Business address:

Name and title: _____

Home address:

Request of Waiver for Licensure of Institutional Investor (Pursuant to 11 CSR 45-4.020)

Business address:

[Empty rectangular box for business address]

I, the undersigned, in my capacity as Secretary with

CRMC attest that the foregoing information is accurate, and that nothing in the granting of this waiver shall prohibit the Commission, at a future date, in its sole discretion, with or without cause, from requiring any owner of any interest in a license from becoming licensed by the Commission or to divest itself of stock

ownership.

Signature: [Handwritten Signature] Date: 4/6/22

Notary: See below Date: 4/6/22

Affix seal:

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the instrument to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles
On April 6 2022 before me, REBECCA SWENSON, Notary Public
(Date) (Here Insert Name and Title of the Officer)
personally appeared Donald Rolfe
(Name(s) of Signer(s))

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: [Handwritten Signature] (Seal)
(Signature of Notary Public)



Appendix A

Capital Research and Management Company ("CRMC") is a registered investment adviser with the United States Securities and Exchange Commission ("SEC"). CRMC manages equity assets through three equity investment divisions. The three equity divisions, Capital World Investors, Capital Research Global Investors and Capital International Investors, make independent investment and proxy voting decisions and do not act in concert. Each investment division has been accorded a separate filing status for purposes of filing Schedule 13G Reports with the SEC. The process for maintaining informational barriers between the investment divisions is audited annually by an independent audit firm. Neither CRMC nor any of its affiliates own shares of Gaming and Leisure Properties, Inc. for its own account. Rather, the shares reported are owned by funds and accounts under the discretionary investment management of the three equity divisions of CRMC.

Appendix B

Set out below is a list of person who collectively may have significant influence over CRMC:

Directors & Officers of CRMC

| Title | Name |
|---|-----------------------|
| Chairman & Director | Carl M. Kawaja |
| Vice Chairman & Director | Michael C. Gitlin |
| Vice Chair & President & Director | Joanna F. Jonsson |
| Chief Executive Officer & Director | Robert W. Lovelace |
| Senior Vice President & Chief Financial Officer & Director | Canise M. Arredondo |
| Senior Vice President & Chief Operating Officer - Investment Group & Director | William H. Waesche Jr |
| Senior Vice President & Chief Legal Officer & Director | Reginald D. Hedgebeth |
| Treasurer & Director | Carmelo Spinella |
| Director | Timothy D. Armour |
| Director | Pramod Atluri |
| Director | Aline Avzaradel |
| Director | L. Alfonso Barroso |
| Director | David J. Betanzos |
| Director | Walter R. Burkley |
| Director | Maddi L. Dessner |
| Director | Charles E. Ellwein |
| Director | Heather M. Lord |
| Director | Simon Mendelson |
| Director | Andrei M. Muresianu |
| Director | Matthew P. O'Connor |
| Director | Lisa B. Thompson |
| Director | Michael J. Triessl |
| Director | Alan J. Wilson |
| Director | Marta Zarraga Urquijo |
| Senior Vice President | Peter D. Stutsman |
| Chief Compliance Officer | Herbert Y. Poon |
| Secretary | Donald H. Rolfe |