

MISSOURI GAMING COMMISSION
COMMISSION RESOLUTION NO. 22-021
REGARDING WAIVER OF LICENSURE
FOR INSTITUTIONAL INVESTOR

April 27, 2022

WHEREAS, Oaktree Special Situations Fund II (Cayman) Holdings, L.P., Oaktree Fund GP 1A, Ltd., OCM Luxembourg Baccarat Bidco S.a.r.l., OCM Luxembourg Baccarat Holdco S.a.r.l., OCM Luxembourg Baccarat Midco S.a.r.l., OCM Luxembourg SSF II S.a.r.l., and OCM SSF II 1B Holdings, L.P., (collectively, "Oaktree Entities"), have requested a waiver of licensure under 11 CSR 45-4.020 as an institutional investor; and

WHEREAS, the Oaktree Entities have stated that they may acquire 100% of the non-voting equity in INTERBLOCK, D.D., AND INTERBLOCK USA L.C., (collectively, "Interblock"), a Missouri licensee; and

WHEREAS, the Oaktree Entities have affirmed that they 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 the Oaktree Entities have no involvement in the business activities of any licensee in which they hold or may acquire interest or any intention of influencing or affecting the affairs of any licensee with the stock that they now own or may in the future acquire; and

WHEREAS, the Oaktree Entities have affirmed that in the event the Oaktree Entities subsequently develops an intention of controlling or participating in the management of any licensee, the Oaktree Entities 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, the Oaktree Entities have 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 the Oaktree Entities request to waive licensure requirements required under 11 CSR 45-4.020 for 100% of the non-voting equity ownership in Interblock.

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 the Oaktree Entities to apply for and obtain licensure pursuant to 11 CSR 45-4. In such an event, failure to obtain licensure could result in the Oaktree Entities 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 the Oaktree Entities, 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