

New York State Liquor Authority
Holding Corporation Stipulation-For Publicly Traded Corporations Only

Serial Number: _____

Applicant Name: _____

The undersigned, with intent and knowledge that the New York State Liquor Authority will rely thereon, hereby represents and agrees as follows:

1. The names and addresses of all holding corporations directly or indirectly connected with the applicant, and of their principal officers, all directors and all stockholders (if ten or more, list only the name and addresses of all stockholders holding ten percent or more of the corporate stock) and the amount of their corporate stockholdings, as such data is recorded in the books of the applicant, the said holding corporations, the registrar of the corporate stock, or otherwise known to the undersigned are listed on the attached schedule.
2. The licensee and its holding corporations certify that no stockholder holds ten percent or more of its stock. (Cross out if not applicable.)
3. The licensee shall notify the New York State Liquor Authority within ten days following a change in its principal officers and/or directors and identify such persons and file the appropriate application for approval of Corporate Change with the New York State Liquor Authority within ten days after such change.

The holding corporations shall notify the New York State Liquor Authority within ten days following a change in its principal officers and/or directors and identify such persons and file the appropriate questionnaire, Form 804.1 (Parent Holding Corporation Questionnaire) for approval of such corporate change with the New York State Liquor Authority within ten days after such change.

4. The licensee and its holding corporations shall notify the New York State Liquor Authority of any change in stockholdings which would give any person (as defined in Section 3, subdivision 22 of the Alcoholic Beverage Control Law) ten percent or more of its corporate stock and identify such person; and the licensee and its holding corporations shall file with the New York State Liquor Authority the appropriate questionnaire, Form 804.1 (Parent Holding Corporation Questionnaire) for approval of said change within ten days of such change involving a change in stockholdings as aforesaid.
5. The licensee and its holding corporations acknowledge that the New York State Liquor Authority would disapprove any application for approval of corporate change by the licensee and/or its holding corporations and such officer, director or stockholder. If such officer, director or stockholder does not divest himself of such office and/or the appropriate questionnaire completed by the holding corporations, and/or stock interest within fifteen days of such notification the New York State Liquor Authority may consider such corporate change to be a nullity and take such action as it deems proper to suspend, cancel, revoke or refuse to renew the license issued herein.
6. The undersigned knows the disqualifications and prohibited interests contained in the Alcoholic Beverage Control Law, and represents that the approval of this application, or the issuance of the license sought, will not conflict with or violate any of such provisions of law, particularly Sections 101, 126 and 128 relating to distillers and wholesalers; Sections 63.5, 79.2, 105.16, 105.17, 126 and 128 relating to off-premises retail licensees, and Sections 106.13, 106.14, 126 and 128 relating to on-premise licensees and this representation is made as to each of the aforementioned corporations, officers, directors and stockholders with the same force and effect as if each was the applicant herein.
7. If this application is granted, any breach or failure to comply with this agreement, or any of its representations, terms or conditions, by the licensee corporation or any of the holding corporations, their officers, directors, or stockholders, shall constitute good and sufficient cause for the revocations, cancellation, suspension or recall of any and all license held by the applicant as well as for the non-renewal thereof.
8. That all the representations and agreements herein contained are made to the best information, knowledge and belief of the undersigned and shall be deemed continuing during the current license period and all renewals of the license.
9. Each of the aforesaid holding corporations, their officers, directors and stockholders aforementioned, have been notified of the contents of this instrument.

Applicant Corporation: _____

Authorized Officer: _____

Date: _____

(Principal Officers are the President, Senior or Executive Vice President, Secretary and Treasurer.)