

THE CASINO ACT 1986

CASINO LICENCE

Approved by Tynwald *18th January 2000*

Coming into force *1st February 2000*

1. **Interpretation**

1.1 In this Licence -

“the Act” means the Casino Act 1986;

“the Board” means the Isle of Man Gaming Control Commissioners;

“the casino” means the premises comprising the Hilton Hotel and Casino (formerly known as the Stakis Hotel and Casino), Central Promenade, Douglas, shown edged red on the plan annexed to this Licence;

“the Licensee” means **HILTON HOTEL & CASINO (ISLE OF MAN) LIMITED** whose registered office is at Hilton Hotel & Casino (Isle of Man), Central Promenade, Douglas

1.2 The Interpretation Act 1976 applies to this Licence as it applies to a public document (within the meaning of that Act).

2. **Grant of licence**

2.1 In exercise of the powers conferred by section 3 of the Casino Act 1986, and of all other enabling powers, the Council of Ministers hereby **GRANTS** to the Licensee a licence authorising the playing of prescribed games at the casino, subject to section 21 of the Act and subject to the following provisions hereof.

2.2 This Licence shall come into force on 1st February 2000 and shall expire in accordance with section 5(1) of the Act.

3. Rooms to be used as gaming rooms or for supply of liquor

3.1 Subject to the provisions of the Act, the rooms forming part of the casino and shown edged blue and marked "Gaming Room" on the said plan may be used as gaming rooms.

3.2 Subject to the provisions of the Act and the Licensing Act 1995 -

- (a) the rooms specified in clause 3.1; and
- (b) the rooms forming part of the casino and shown edged green on the said plan, may be used for the sale or supply of intoxicating liquor.

4. Facilities etc. to be provided by Licensee

4.1 The Licensee shall provide at the casino -

- (a) an hotel with not less than 135 bedrooms and associated dining rooms;
- (b) not less than 2 gaming rooms;
- (c) not less than 2 public bars or 1 public bar and 1 Bistro/Bar (elsewhere than in the gaming rooms) for the sale and consumption of intoxicating liquor;
- (d) parking for not less than 100 cars.

5. Conditions

5.1 This Licence is subject to the following conditions (being the conditions required by section 4(3) of the Act):

5.1.1 The Licensee shall pay to the Treasury on the grant hereof an annual fee of the greater of the following amounts, namely £250,000.00 and a sum calculated as follows:

$$£250,000.00 \times \frac{A}{B}$$

where A = the last Isle of Man Retail Price Index published before the commencement of this Licence

B = the last Isle of Man Retail Price Index published before the 31st January 2000

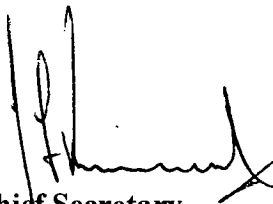
5.1.2 The Licensee shall notify the Board of any change in the beneficial ownership of any relevant share capital in the Licensee.

5.1.3 No person shall be appointed to be a director of the Licensee unless the Board is satisfied that he is a person of integrity;

- 5.1.4 The Licensee shall, whenever required by the Board, provide such information as the Board may require to satisfy the Board -
- (a) as to the profitability of the Licensee's business carried on at the casino;
 - (b) that the Licensee continues to have adequate financial means available to operate the casino.
- 5.1.5 No structural alteration or extension of the casino shall be carried out without the consent of the Board.
- 5.1.6 No part of the casino other than a room specified in clause 3.1 or 3.2 shall be used as a gaming room or, as the case may be, for the sale or supply of intoxicating liquor.
- 5.1.7 The whole of the casino shall remain in the occupation and under the control of the Licensee.
- 5.1.8 The Licensee shall continue to provide at the casino the facilities and amenities specified in clause 4.1
- 5.2 This Licence is subject to the following additional conditions:
- 5.2.1 The Licensee shall maintain accounting systems approved by the Board and shall conform with such internal and external accounting practices as the Board may require.
 - 5.2.2 The Licensee shall as soon as practicable and in any case not later than 6 months after the end of every accounting year deliver to the Board a copy of its accounts in the form required by the Companies Act 1982 certified by an auditor qualified under section 14 of that Act.
 - 5.2.3 The Licensee shall maintain and operate closed-circuit television cameras at such places within the casino as the Board may require and shall allow the accountant and inspectors appointed under section 2(2) of the Act to use them at such times as the Board may require.
 - 5.2.4 The Licensee shall notify the Board of any charge or incumbrance (including any charge arising by operation of law) on any assets of the Licensee within 14 days of the same being created.
 - 5.2.5 The Licensee shall not issue any relevant share capital without first notifying the Board of the nature and amount thereof and the person who it is intended shall be the beneficial owner thereof when issued.


5.2.6 The Licensee shall not reduce its net worth (calculated in such manner as the Board may direct) below £5,000,000.00 without the prior consent of the Board.


DATED 7th January 2000

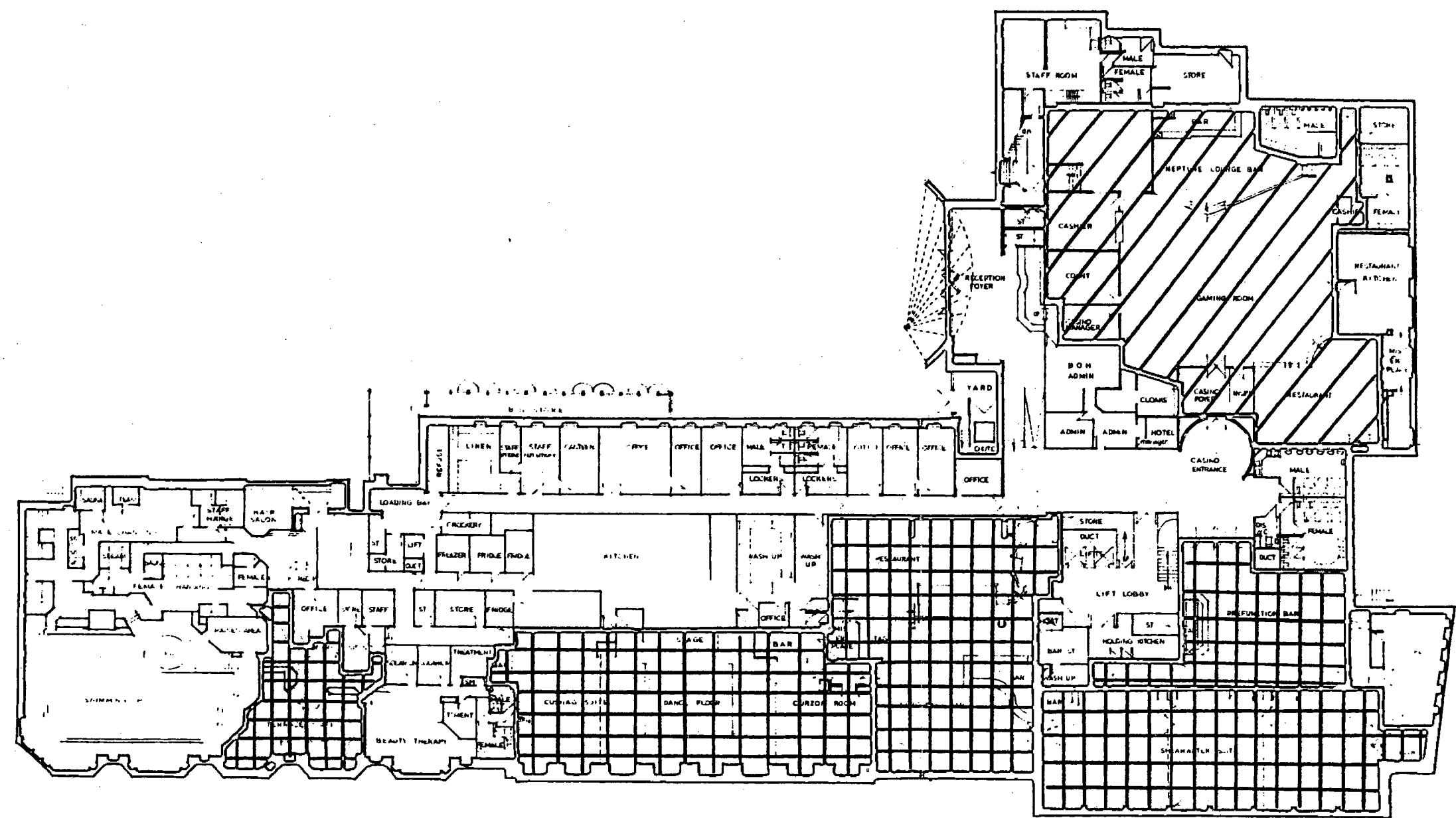

Chief Secretary

This copy of the plan is reproduced at one quarter of the size of the original and the colours on the original have not been shown.

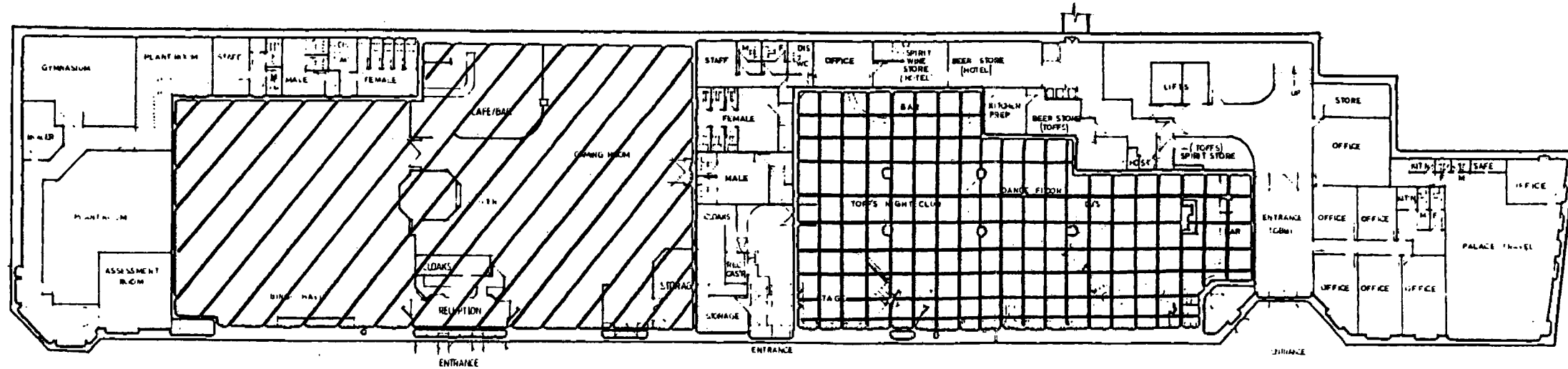
(1) The premises edged red on the original are defined in the licence as being the casino and are the whole of the premises shown on the plan.

(2) The rooms edged blue on the original, which are the gaming rooms, are shown marked . They are the rooms used for gaming under the existing licence.

(3) The rooms edged green on the original which may be used for the sale or supply of intoxicating liquor are shown marked . They are the rooms used for this purpose under the existing licence.



FIRST FLOOR PLAN



GROUND FLOOR PLAN

Copy of Plan attached to Casino Licence dated 7th January 2000

