Rank Group

Form of Proxy for AGM

1 2 3 5 — 0 0 2 — 1

I/We the above named being (a) holder(s) of Ordinary shares of The Rank Group Plc hereby appoint

or failing him/her, the chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Tuesday 27 April 2004 and at any adjournment thereof.

Resolutions

		For	Against
1.	To receive the Report of the Directors and the audited Accounts for the year ended 31 December 2003		
2.	To approve the Directors' Remuneration Report for the year ended 31 December 2003		
3.	To declare a final dividend of 9.3p on the Ordinary shares		
4.	To re-appoint Peter Jarvis as a Director		
5.	To re-appoint Alun Cathcart as a Director		
6.	To re-appoint PricewaterhouseCoopers LLP as Auditors		
7.	To authorise the Directors to agree the Auditors' remuneration		
8.	To authorise the Directors to allot Ordinary shares		
9.	To authorise the Directors to disapply pre-emption rights		
10.	To authorise the Company to make market purchases of its Ordinary shares		
11.	To authorise the Directors to declare scrip dividends		

Date Signature

Notes

1. You are entitled to appoint a proxy of your own choice, who need not be a member of the Company, by inserting the name and address of such a proxy in the space provided. Should this space be left blank, the proxy will be exercised by the chairman of the meeting.
2. Please indicate how you wish your vote to be cast by placing an 'X' in the spaces provided above. The resolutions are as indicated in the notice of meeting sent to shareholders on 26 March 2004. Except as indicated by you, the proxy will exercise his or her discretion both as to voting and whether or not to abstain from voting on all resolutions or any other business at the meeting.
3. In the case of a corporation, the form of proxy must be either under its common seal or under the hand of an officer or agent duly authorised in writing.
4. In the case of joint holders, only one need sign. If the person signing is not the first named holder it will be helpful to give the name of the first named.
5. To be valid this form must be completed, signed and deposited, together with any authority under which it is signed or a notarially certified copy of the authority, with the Company's registrars, Lloyds TSB Registrars, The Causeway, Worthing BN99 6AY, not less than 48 hours before the time appointed for holding the meeting.

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Attendance card for AGM

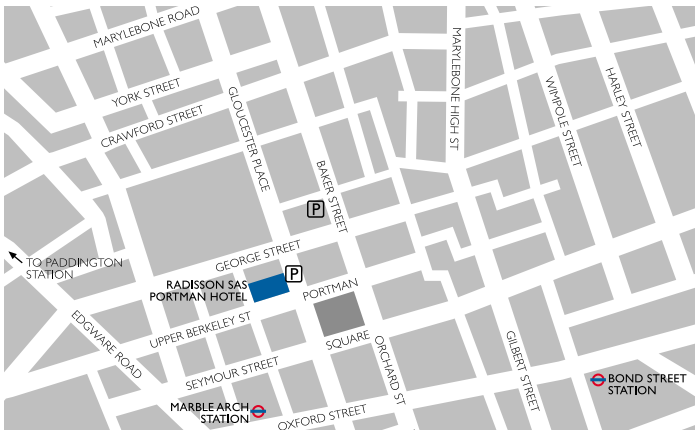
The Annual General Meeting will be held at the Radisson SAS Portman Hotel, 22 Portman Square, London W1H 7BG at 11.30am on Tuesday 27 April 2004 (see map overleaf). If you wish to attend the meeting please bring this card with you and hand it in on arrival. This will facilitate entry to the meeting.

If you are an ordinary shareholder and are unable to attend, you are entitled to appoint a proxy to attend and vote on your behalf. In this case, please detach the form of proxy, complete it as indicated in the notes and return it to the Company's registrars. No postage is required if posted in the United Kingdom.

RESPONSE LICENCE No.
SEA7147

Lloyds TSB Registrars
The Causeway
WORTHING
BN99 6AY

Rank Group

Radisson SAS Portman Hotel
22 Portman Square
London W1H 7BG

Annual General Meeting Venue