



1235-010-0

Shareholder's name(s):

+ \_\_\_\_\_ +

Reference number

Card ID

Account number

**PLEASE READ THE NOTES OPPOSITE CAREFULLY BEFORE COMPLETING THIS FORM.**

You can submit your proxy instructions electronically at [www.sharevote.co.uk](http://www.sharevote.co.uk) using the above numbers.

I/We, the undersigned, being a member of The Rank Group Plc ("Rank"), hereby appoint the Chairman of the meeting or

as my/our proxy, to attend and, on a poll, to vote on my/our behalf at the extraordinary general meeting ("EGM") of Rank to be held on 8 January 2007 at 10.00 a.m. and at any adjournment thereof. The proxy will vote on the resolutions below as I have indicated. The proxy will vote at his or her discretion, or abstain from voting on the resolutions, if no instruction is given regarding the resolutions and on any other business transacted at the meeting.

Please indicate how you wish your proxy to vote by marking the appropriate boxes in ink like this:

Resolution	For	Against	Abstain
Approval of the disposal of the Hard Rock business	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Approval of the share consolidation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**The resolutions are recommended to you by the board.**

To be valid, this form must be received no later than 10.00 a.m. on 6 January 2007. (See note 7 in the enclosed Notice of EGM in the case of an adjournment or deferred poll.)

Once completed, please detach and post this form. You may, if you prefer, return this card in a sealed envelope to the address shown on the reverse of this form.

Please mark this box if signing on behalf of the shareholder as power of attorney, receiver or third party. The authority under which the proxy form is signed, or an office or certified copy thereof, must be deposited with this form.

In the case of joint holders, any one holder may sign the form.

Signature:

Date:

+ \_\_\_\_\_ +

**If you plan to attend the EGM, please bring this slip with you and keep it until the end of the meeting.**  
 This slip shows that you are entitled to attend the EGM, to be held at Statesman House, Stafferton Way, Maidenhead, Berkshire SL6 1AY on Monday 8 January 2007 at 10.00 a.m. Please bring it with you to allow convenient entry into the meeting. The doors to the meeting room will be open from 9.00 a.m.



**NOTES:**

1. If you cannot attend the EGM but wish to vote on the resolutions, you are entitled to appoint someone else, a 'proxy', to attend and vote in the event of a poll. A proxy need not be a Rank shareholder. A proxy must vote as you have instructed and cannot vote on a show of hands.
2. If you wish to submit your proxy appointment electronically, please visit [www.sharevote.co.uk](http://www.sharevote.co.uk) where full instructions on how to do so are given. If you return paper and electronic proxy instructions, those received last by the registrar before the latest time for receipt of proxies will take precedence. You are advised to read the terms and conditions of use carefully. Electronic communication facilities are available to all shareholders and those who use them will not be disadvantaged.
3. CREST members may appoint a proxy or proxies electronically via Lloyds TSB Registrars (ID 7RA01). Messages transmitted through CREST must be lodged no later than 10.00 a.m. on 6 January 2007.
4. You can choose a proxy other than the Chairman of the meeting by crossing out 'Chairman of the meeting' and writing another proxy's name and address in the space provided. You may appoint more than one proxy.
5. A corporation's form of proxy must be executed under its common seal, or under the hand of its officers or attorney, duly authorised in writing.
6. Even if you complete and return a proxy form, you may still attend and vote in person.

RESPONSE LICENCE No.  
SEA 7100



Lloyds TSB Registrars  
The Causeway  
WORTHING  
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