

Attendance card for AGM

The Annual General Meeting will be held at the Plaisterers Hall, No 1 London Wall, London, EC2Y 5JU at 11.30am on Wednesday 26 April 2006 (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.

Form of Proxy for AGM

Shareholder's name(s):

1 2 3 5 - 0 0 8 - 3

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Reference number

Card ID

Account number

PLEASE READ THE NOTES BELOW CAREFULLY BEFORE COMPLETING THIS FORM. You can submit your proxy instructions electronically at www.sharevote.co.uk using the above numbers.

I/We, the undersigned, being (a) member(s) of The Rank Group Plc, 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 Annual General Meeting of Rank to be held on Wednesday 26 April 2006 at 11.30am and at any adjournment thereof. The proxy will vote on the resolution below as I/we have indicated.

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

Resolutions	For	Against	Abstain	For	Against	Abstain
1. To receive the report of the Directors and the audited Accounts for the year ended 31 December 2005.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report for the year ended 31 December 2005.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend of 10.3p per Ordinary share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Alun Cathcart as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Peter Gill as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint John Warren as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Ian Burke as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-appoint Bill Shannon as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To authorise the Directors to agree the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To subdivide and re-designate the unissued Convertible Preference Shares as Ordinary shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To cancel the unissued Dollar Preference shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To authorise the Directors to allot relevant securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to disapply pre-emption rights.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To authorise the Company to make market purchases of its Ordinary shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To authorise the Company to offer a scrip dividend alternative.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. To authorise the Company to make EU political donations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18. To adopt new Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To be valid, this form must be received no later than Monday 24 April 2006 at 11.30am. 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.

Date

Signature

Notes

- 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.
- Except as indicated by you, the proxy will exercise his or her discretion both as to voting or whether or not to abstain from voting on all resolutions or any other business at the meeting.
- A corporation's form of proxy must be executed under its common seal, or under the hand of its officer or attorney, duly authorised in writing.
- In the case of joint holders any one holder may sign the form.

- If you wish to submit your proxy appointment electronically, please visit www.sharevote.co.uk, where full instructions on how to do so are given. If you return paper and electronic 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.
- 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 Monday 24 April 2006 at 11.30am.
- Even if you complete and return a proxy form, you may still attend in person.

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The Plaisterers Hall
No 1 London Wall
London, EC2Y 5JU

Meeting Venue for AGM



RESPONSE LICENCE No.
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