

GAMING VC HOLDINGS S.A., in liquidation

Société Anonyme

Registered office: L-1931 Luxembourg, 13-15, Avenue de la Liberté

R.C.S. Luxembourg: B 104.348

**FORM OF PROXY
TO
THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
GAMING VC HOLDINGS S.A.
TO BE HELD ON 21 DECEMBER 2010 AT 10.30 a.m. AT THE REGISTERED OFFICE**

Form of proxy for completion by holders of shares in the share capital of Gaming VC Holdings S.A., in liquidation, a Luxembourg *société anonyme* with registered office at L-1931 Luxembourg, 13-15, Avenue de la Liberté and registered with the Luxembourg Register of Commerce and Companies (**RCS**) under number B 104.348 (the **Company**) in respect of the Annual General Meeting of the shareholders of the Company to be held on Tuesday 21 December 2010 at 10.30 a.m. (the **Meeting**) at the registered office of the Company.

I/ We (the undersigned)

of
(Please insert full name(s) and (registered) address(es) in BLOCK CAPITALS)

Being a holder of shares in the Company hereby appoints any employee of the Company's Registrar, ATC Corporate Services (Luxembourg) S.A., as my/our proxy to vote or to appoint the chairman of the Meeting as my/out proxy to vote for me/us and on my/our behalf at the Meeting to be held on the above date (and at any adjournment thereof) in respect of the resolutions proposed for adoption at the Meeting, as indicated in the boxes for each item in the agenda below.

PLEASE TICK ONE BOX IN RESPECT OF EACH RESOLUTION ONLY

PROPOSED AGENDA AND RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1. Presentation of the report of the liquidation auditor (<i>commissaire à la liquidation</i>)			
2. Discharge to KPMG ADVISORY, a Luxembourg private limited liability company (<i>société à responsabilité limitée</i>) with registered office at 9, Allée Sheffer, L-2520 Luxembourg and registered with the Luxembourg Register of Commerce and Companies under number B 50.597 as liquidator of the Company for all its duties during, and in connection with, the voluntary liquidation (<i>liquidation volontaire</i>) of the Company			
3. Discharge to Grant Thornton Lux Audit S.A., a Luxembourg public limited liability company (<i>société anonyme</i>) having its registered office at 83 Pafbruch, L-8308 Capellen and registered with the Luxembourg Register of Commerce and Companies under number B 43.298 as liquidation auditor			

(<i>commissaire à la liquidation</i>) of the Company for all its duties during, and in connection with, the voluntary liquidation (<i>liquidation volontaire</i>) of the Company			
4. Decision to close the liquidation of the Company			
5. Decision of the place where the Company's corporate documents and books will be kept during the period of time required by the law			
6. Powers of attorney			
7. Miscellaneous			

Signature: Date:

Notes to the Form of Proxy:

1. To be effective, this form of proxy, completed, and signed (and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority), must be delivered to any employee of the Company's Registrar, ATC Corporate Services (Luxembourg) S.A., *Société Anonyme*, L-1931 Luxembourg, 13-15, Avenue de la Liberté by no later than 48 hours before the time appointed for holding the Meeting or any adjourned meeting.
2. Any alterations made to voting directions on the form of proxy should be initialled.
3. In the case of a corporation this proxy should be given under its Common Seal or under the hand of an officer or attorney duly authorised in writing.

4. On the receipt of this form duly signed, you will be deemed to have authorised any employee of ATC Corporate Services (Luxembourg) S.A. to vote, or to abstain from voting, as specified, on in absence of any direction, as ATC Corporate Services (Luxembourg) S.A. thinks fit.