

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

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In the Matter of  
ONEX CORPORATION  
(Registration)

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ORDER OF REGISTRATION

THIS MATTER came on for hearing before the State Gaming Control Board ("Board") on November 3, 2010 and the Nevada Gaming Commission ("Commission") on November 18, 2010, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;  
IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE  
RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:
  - a. The applications of Onex Corporation for (i) registration as a publicly traded corporation, (ii) a finding of suitability as a person having a material relationship to Tropicana Las Vegas Hotel and Casino, Inc., (iii) a finding of suitability as a shareholder of OMI Partnership Holdings, Ltd., (iv) a finding of suitability as a shareholder of Oncap Holding Corporation, (v) a finding of suitability as a shareholder of Onex Capital Corporation, (vi) a finding of suitability as a shareholder of OMI Quebec, Inc. and (vii) a finding of suitability as the sole shareholder of 2241835 Ontario, Inc.,
  - b. The application of Gerald Wilfred Schwartz for a finding of suitability as a shareholder and controlling shareholder of Onex Corporation,

c. The applications of Oncan Canadian Holdings, Ltd for (i) registration as an intermediary company and (ii) a finding of suitability as a shareholder of Oncap Holding Corporation,

d. The applications of Oncap Holding Corporation for (i) registration as an intermediary company and (ii) a finding of suitability as a shareholder of Onex Capital Corporation,

e. The applications of OMI Partnership Holdings Subco, Ltd for (i) registration as an intermediary company and (ii) a finding of suitability as a shareholder of OMI Quebec, Inc.,

f. The applications of Onex Capital Corporation for (i) registration as an intermediary company, (ii) a finding of suitability as a shareholder of OMI Quebec, Inc. and (iii) a finding of suitability as a shareholder of OMI Partnership Holdings, Ltd,

g. The applications of OMI Quebec, Inc. for (i) registration as an intermediary company (ii) a finding of suitability as a shareholder of Onex Capital Corporation and (iii) a finding of suitability as a shareholder OMI Partnership Holdings, Ltd,

h. The applications of 2241835 Ontario, Inc. for (i) registration as an intermediary company and (ii) a finding of suitability as a shareholder of OMI Partnership Holdings, Ltd,

i. The applications of OMI Partnership Holdings, Ltd for (i) registration as an intermediary company, (ii) a finding of suitability as the sole shareholder of 1381280 Ontario, Inc. (iii) a finding of suitability as the sole shareholder of OMI Partnership Holding Subco Limited, (iv) finding of suitability as the sole limited partner of OMI Management U.S. Limited Partnership, (v) a finding of suitability as a shareholder of OMI Quebec, Inc. and (vi) a continuous approval to issue or redeem securities to or from entities directly or indirectly controlled by Onex Corporation,

j. The applications of 1381280 Ontario, Inc. for (i) registration as an intermediary company and (ii) a finding of suitability as the sole general partner of OMI Management U.S. Limited Partnership,

k. The applications of OMI Management U.S. Limited Partnership for (i) registration as an intermediary company and (ii) licensure as a 50% limited partner of Trilliant Management, LP, and

l. The application of Trilliant Management, LP for licensure as a key employee of Tropicana Las Vegas, Inc.

2. THAT Onex Corporation is registered as a publicly traded corporation, is found suitable as a person having a material relationship to Tropicana Las Vegas Hotel and Casino, Inc., is found suitable as a shareholder of OMI Partnership Holdings, Ltd., Oncap Holding Corporation, Onex Capital Corporation and OMI Quebec, Inc., and is found suitable as the sole shareholder of 2241835 Ontario, Inc.

3. THAT Gerald Wilfred Schwartz is found suitable as a shareholder and controlling shareholder of Onex Corporation.

4. THAT Tropicana Las Vegas, Inc., dba Tropicana Las Vegas, is licensed to conduct nonrestricted gaming operations at 3801 Las Vegas Blvd S, Las Vegas, Nevada, and is approved to share in the revenue from the race book and sports pool operated by Cantor G & W (Nevada), L.P. at Tropicana Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

5. THAT Tropicana Las Vegas, Inc., is licensed as a manufacturer and a distributor, subject to such conditions or limitations as may be imposed by the Commission.

6. THAT Trilliant Management, LP is licensed as a key employee of Tropicana Las Vegas, Inc. dba Tropicana Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

7. THAT Oncan Canadian Holdings, Ltd is registered as an intermediary company and is found suitable as a shareholder of Oncap Holding Corporation.

8. THAT Oncap Holding Corporation is registered as an intermediary company and is found suitable as a shareholder of Onex Capital Corporation.

9. THAT OMI Partnership Holdings Subco, Ltd is registered as an intermediary company and is found suitable as a shareholder of OMI Quebec, Inc.

10. THAT Onex Capital Corporation is registered as an intermediary company and is found suitable as a shareholder of OMI Quebec, Inc., and OMI Partnership Holdings, Ltd.

11. THAT OMI Quebec, Inc. is registered as an intermediary company and is found suitable as a shareholder of Onex Capital Corporation and OMI Partnership Holdings, Ltd.

12. THAT 2241835 Ontario, Inc. is registered as an intermediary company and is found suitable as a shareholder of OMI Partnership Holdings, Ltd.

13. THAT OMI Partnership Holdings, Ltd. is registered as an intermediary company, is found suitable as the sole shareholder of 1381280 Ontario, Inc. and OMI Partnership Holding Subco Limited, is found suitable as the sole limited partner of OMI Management U.S. Limited Partnership, is found suitable as a shareholder of OMI Quebec, Inc, and is granted a continuous approval to issue or redeem securities to or from entities directly or indirectly controlled by Onex Corporation subject to the following conditions:

a. All issuances or redemptions of securities must be administratively approved by the Chairman of the Board or his designee prior to the conclusion of each such issuance or redemption,

b. Administrative approval is contingent upon providing documentation to the Board at least thirty (30) days prior to any proposed issuance or redemption of securities. Documentation shall include a report of the shares and percentage of interest proposed to be issued or redeemed, the names of the issuer and issuee, the relationship of the issuer and issuee to Onex Corporation, and any such other information as the Board may require.

14. THAT 1381280 Ontario, Inc. is registered as an intermediary company and is found suitable as the sole general partner of OMI Management U.S. Limited Partnership.

15. THAT OMI Management U.S. Limited Partnership is registered as an intermediary company and is licensed as a 50% limited partner of Trilliant Management LP.

16. THAT in addition to the requirements imposed by NRS 463.639(2), Onex Corporation shall provide the Board, within 10 days of receipt, a true copy of all statements regarding ownership of Onex Corporation securities filed with the Toronto Stock Exchange ("TSX"), the Ontario Securities Commission ("OSC") or any other exchange or agency that regulates the sales of Onex Corporation's securities.

17. THAT pursuant to NRS 463.625, the Commission hereby orders that in lieu of complying with the provisions of NRS 463.639(2)(a), that Onex Corporation shall annually, within 140 days after the close of each fiscal year, provide the Board with a profit and loss statement and a balance sheet, which may be those filed by Onex Corporation with or furnished by it to the TSX, the OSC or any other exchange or agency that regulates the sales of Onex Corporation's securities and shall provide the Board with a copy of its federal tax returns upon its request.

18. THAT in addition to the requirements of NGC Regulation 16.330, and pursuant to NGC Regulation 16.330(6), Onex Corporation shall provide to the Board the following:

a. A copy of all material documents filed by Onex Corporation with the TSX, the OSC, and any other agency or exchange which regulates the sale of its securities within 10 business days of its filing. These material documents include, but are not limited to, filings which are similar in nature and purpose to those filed by a domestic publicly traded corporation with the Securities and Exchange Commission ("SEC"), such as registration statements, proxy statements, information statements, annual and quarterly reports to stockholders, statements reflecting beneficial ownership, or any report involving insider trading, self-dealing, related third party transactions, fraud, market manipulations, short-swing profits, or margin accounts, which such

documents may be filed pursuant to the Securities Act (Ontario), the TSX Company Manual or other applicable statutes or regulations;

b. A copy of all press releases issued by Onex Corporation or a licensed subsidiary thereof, faxed or emailed to the Corporate Securities Division in Carson City, Nevada, at or before the time of release, to be followed by the filing of a hard copy of any such press release within 5 calendar days after its release;

c. Within 10 days of receipt, a true copy of all material documents received from any national or regional securities exchange. In addition, Onex Corporation shall immediately advise the Board of any inquiries or investigations undertaken by any national or regional securities exchange or any other such agency which regulates the sales of Onex Corporation securities; and

d. Within 5 calendar days of the request (oral or written) by the Board and/or the Corporate Securities Division for any additional information which may be required to effectively and adequately investigate, monitor and regulate Onex Corporation, its subsidiaries and its business and gaming activities.

19. THAT if Onex Corporation conducts an offering of securities that is a “public offering” pursuant to the rules and requirements of the TSX, the OSC or any other exchange or agency that regulates the sales of Onex Corporation’s securities, as applicable, and if the securities or the proceeds from the sale thereof are intended to be used for any of the purposes set forth in NGC Regulation 16.110(2) then Onex Corporation shall comply with the provisions of NGC Regulations 16.100, 16.110, 16.115, 16.125, 16.130 and 16.140, as applicable.

20. THAT before any proxy or information statement subject to the rules and requirements of the TSX, the OSC or any other exchange or agency that regulates the sales of Onex Corporation’s securities, as applicable, is sent to the holders of the voting securities of Onex Corporation which includes a discussion of the nature and scope of, and procedures under, the Nevada Gaming Control Act (the “Act”), and Commission Regulations (the “Regulations”), such proxy statement or information statement must be approved by the Board. A proxy statement or

information statement is deemed to have been approved if it has been filed with the Board for at least 10 days and the Board has not issued a stop order during such period.

21. THAT Onex Corporation shall, at least annually, notify its security holders that (i) the Chairman of the Board will be advised of any person who, individually or jointly or in concert with others, acquires, directly or indirectly, beneficial ownership of 10% or more of the Subordinate Voting Shares of Onex Corporation and (ii) each person, who, individually or jointly or in concert with others, acquires, directly or indirectly, beneficial ownership of 20% or more of the Subordinate Voting Shares of Onex Corporation is obligated to apply to the Commission for a finding of suitability within 30 days after the Chairman of the Board mails written notice. Should an Event of Change occur (as defined in the Articles of Incorporation of Onex Corporation), the provisions of this Paragraph 21 shall be deemed null and void, and Onex Corporation shall comply with the provisions of NRS 463.643(1) through NRS 463.643(4) as they relate to the beneficial ownership of securities of Onex Corporation.

22. THAT pursuant to NRS 463.643(5), (i) upon Onex Corporation receiving notification or otherwise becoming aware, it shall report to the Chairman of the Board each person who, individually or jointly or in concert with others, acquires, directly or indirectly, beneficial ownership of 10% or more of the Subordinate Voting Shares of Onex Corporation and (ii) each person, who, individually or jointly or in concert with others, acquires, directly or indirectly, beneficial ownership of 20% or more of the Subordinate Voting Shares of Onex Corporation shall apply to the Commission for a finding of suitability within 30 days after the Chairman of the Board mails written notice, provided however, that nothing in this Paragraph 22 shall limit the ability of the Chairman of the Board to require an application for a finding of suitability of any beneficial owner of voting securities, non-voting securities or debt securities of Onex Corporation, regardless of the amount of such securities beneficially owned. Should an Event of Change occur (as defined in the Articles of Incorporation of Onex Corporation), the provisions of this Paragraph 22 shall be deemed null

and void, and Onex Corporation shall comply with the provisions of NRS 463.643(1) through NRS 463.643(4) as they relate to the beneficial ownership of securities of Onex Corporation.

23. THAT Onex Corporation shall, within 6 months of the effective date of this Order of Registration, and at least annually thereafter, notify its security holders of the nature and scope of, and procedures under, the Act and Regulations, in a written form approved by the Chairman of the Board, or his designee.

24. THAT Onex Corporation shall fund and maintain with the Board a revolving fund in the amount of \$50,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration and any amendments thereto. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring and investigative review of all activities of Onex Corporation and its affiliated companies.

25. THAT Trilliant Gaming Nevada, Inc. shall not, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP or Onex Armenco Gaming XI, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP or Onex Armenco Gaming XI, LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is a wholly-owned direct or indirect subsidiary or a direct or indirect controlled affiliate of Onex Corporation and/or amongst any of the foregoing listed entities may be made without approval, conditioned that

such transaction be reported by the transferor to the Board within thirty (30) days of its consummation together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any such other information as the Board may require.

26. THAT Onex Partners III Gaming I LP and Onex US Principals LP shall not, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in Onex Armenco Gaming I, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of Onex Armenco Gaming I LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is a wholly-owned direct or indirect subsidiary or a direct or indirect controlled affiliate of Onex Corporation may be made without approval, conditioned that such transaction be reported by the transferor to the Board within thirty (30) days of its consummation together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any such other information as the Board may require.

27. THAT none of Onex Partners III Gaming II through VII, LP or Onex Partners III Gaming XI, LP shall, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in any of Onex Armenco Gaming II through VII, LP or Onex Armenco Gaming XI, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of any of Onex Armenco Gaming II through VII, LP or Onex Armenco Gaming XI, LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is a wholly-owned direct or indirect subsidiary or a direct or indirect controlled affiliate of Onex Corporation may be made without approval, conditioned that such transaction be reported by the transferor to the Board within thirty (30) days of its consummation together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any such other information as the Board may require.

28. THAT Onex Partners III Gaming IX, LP shall not, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in Onex Armenco Gaming IX, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of Onex Armenco Gaming IX, LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is a wholly-owned direct or indirect subsidiary or a direct or indirect controlled affiliate of Onex Corporation may be made without approval, conditioned that such transaction be reported by the transferor to the Board within thirty (30) days of its consummation together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any such other information as the Board may require.

29. THAT OGH LP shall not, without the prior approval of the Commission, sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in Onex Armenco Gaming X, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of Onex Armenco Gaming X, LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is a wholly-owned direct or indirect subsidiary or a direct or indirect controlled affiliate of Onex Corporation may be made without approval, conditioned that such transaction be reported by the transferor to the Board within thirty (30) days of its consummation together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any such other information as the Board may require.

30. THAT Armenco Holdings, LLC and the Yemenidjian Living Trust shall not, without the prior approval of the Commission sell, assign, transfer, pledge or otherwise dispose of any direct or indirect interest in Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP or Onex Armenco Gaming XI, LP held by it, or any other security held by it that is convertible or exchangeable into such interest of Onex Armenco Gaming I, LP, Onex

Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP or Onex Armenco Gaming XI, LP, provided however, that the sale, assignment, transfer, pledge or other disposition of such interests to any entity that is directly or indirectly owned or controlled by Alejandro Yemenidjian may be made without approval, conditioned that such transaction be reported to the Board within thirty (30) days of its consummation, together with a report of the date of the transaction, the percentage of interest transferred, the name of the transferee and any other such information as the Board may require.

31. THAT Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP, Onex Armenco Gaming XI, LP, Onex Partners III Gaming I, LP, Onex Partners III Gaming II, LP, Onex Partners III Gaming III, LP, Onex Partners III Gaming IV, LP, Onex Partners III Gaming V, LP, Onex Partners III Gaming VI, LP, Onex Partners III Gaming VII, LP, Onex Partners III Gaming IX, LP, Onex US Principals LP, OGH LP, Onex Partners III Select Gaming Holdings, LP, Onex Partners III Gaming GP LP, OGH I LP, 1597257 Ontario, Inc., Onex Partners III Gaming Holdings I LP, Onex Partners LLC, Onex US Principals II LLC, Onex US Principals II LP, Onex US Principals GP LLC, Onex Partners III International Gaming Holdings II, LP, Onex Partners III International Gaming Holdings III, LP, Onex Partners III International Gaming Holdings IV, LP, Onex Partners III International Gaming Holdings V, LP, Onex Partners III International Gaming Holdings VI, LP, Onex Partners III International Gaming Holdings VII, LP, Onex Partners III International Gaming Holdings IX, LP, Onex Partners III International Gaming Holdings XI, LP, Onex Partners GP Inc., Onex Partners III International Gaming Holdings IXB LP, Onex Partners III Select International Gaming Holdings LP, Orange Capital Partners Executive Investco LLC or Onex American Holdings II LLC shall, within 30 days of such change, report to the Board the addition of any new investor or partner. Such report shall include the name, date of birth, social

security number and any other such information as the Board may require on the new investor or partner. If the new investor or partner is an entity rather than a natural person, such report shall include either the names, dates of birth, social security numbers and any other such information as the Board may require on the officers and directors of the new investor or partner, and, if applicable, any person holding, directly or indirectly, more than five percent (5%) voting or economic interest in the prospective investor or partner, or the identification information found in the subscription materials provided by such new member or partner and any other such information as the Board may require. The Commission may require, upon the recommendation of the Board, any partner of Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP, Onex Armenco Gaming XI, LP, Onex Partners III Gaming I, LP, Onex Partners III Gaming II, LP, Onex Partners III Gaming III, LP, Onex Partners III Gaming IV, LP, Onex Partners III Gaming V, LP, Onex Partners III Gaming VI, LP, Onex Partners III Gaming VII, LP, Onex Partners III Gaming IX, LP, Onex US Principals LP, OGH LP, Onex Partners III Select Gaming Holdings, LP, Onex Partners III Gaming GP LP, OGH I LP, 1597257 Ontario, Inc., Onex Partners III Gaming Holdings I LP, Onex Partners LLC, Onex US Principals II LLC, Onex US Principals II LP, Onex US Principals GP LLC, Onex Partners III International Gaming Holdings II, LP, Onex Partners III International Gaming Holdings III, LP, Onex Partners III International Gaming Holdings IV, LP, Onex Partners III International Gaming Holdings V, LP, Onex Partners III International Gaming Holdings VI, LP, Onex Partners III International Gaming Holdings VII, LP, Onex Partners III International Gaming Holdings IX, LP, Onex Partners III International Gaming Holdings XI, LP, Onex Partners GP Inc., Onex Partners III International Gaming Holdings IXB LP, Onex Partners III Select International Gaming Holdings LP, Orange Capital Partners Executive Investco LLC or Onex American Holdings II LLC to file an application for licensure or a finding of

suitability. The failure of such investor or partner to file an application may be grounds for a finding of unsuitability and subject the investor or partner to mandatory divestiture of the relevant interest.

32. THAT Onex Armenco Gaming I, LP, Onex Armenco Gaming II, LP, Onex Armenco Gaming III, LP, Onex Armenco Gaming IV, LP, Onex Armenco Gaming V, LP, Onex Armenco Gaming VI, LP, Onex Armenco Gaming VII, LP, Onex Armenco Gaming IX, LP, Onex Armenco Gaming X, LP, Onex Armenco Gaming XI, LP, Onex Partners III Gaming I, LP, Onex Partners III Gaming II, LP, Onex Partners III Gaming III, LP, Onex Partners III Gaming IV, LP, Onex Partners III Gaming V, LP, Onex Partners III Gaming VI, LP, Onex Partners III Gaming VII, LP, Onex Partners III Gaming IX, LP, Onex Partners III Gaming XI, Onex US Principals LP, OGH LP, Onex Partners III Select Gaming Holdings LP, Onex Partners III Gaming GP LP, OGH I LP, 1597257 Ontario, Inc., Onex Partners III Gaming Holdings I LP, Onex Partners LLC, Onex US Principals II LLC, Onex US Principals II LP, Onex US Principals GP LLC, Onex Partners III International Gaming Holdings II, LP, Onex Partners III International Gaming Holdings III, LP, Onex Partners III International Gaming Holdings IV, LP, Onex Partners III International Gaming Holdings V, LP, Onex Partners III International Gaming Holdings VI, LP, Onex Partners III International Gaming Holdings VII, LP, Onex Partners III International Gaming Holdings IX, LP, Onex Partners III International Gaming Holdings XI, LP, Onex Partners GP Inc., Onex Partners III International Gaming Holdings IXB LP, Onex Partners III Select International Gaming Holdings LP, Orange Capital Partners Executive Investco LLC or Onex American Holdings II LLC each shall quarterly provide to the Board a list of all holders of all classes of securities, including, but not limited to, common stock, membership interests, partnership interests, or other such securities.

33. THAT, subject to the provisions of Paragraph's twenty-five (25) through thirty-two (32) of this Order of Registration, pursuant to NRS 463.625, Onex Corporation is exempted from compliance with NRS 463.585 through 463.615, inclusive, and shall instead comply with NRS 463.635, 463.637, 463.639(1)(a) and (2), and NRS 463.641 through 463.645, inclusive, and all

other provisions of the Act that apply to publicly traded corporations registered with the Commission.

34. THAT, subject to the provisions of Paragraph's twenty-five (25) through thirty-two (32) of this Order of Registration, Onex Corporation is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16, and all other Regulations that apply to publicly traded corporations registered with the Commission.

35. THAT the Commission hereby expressly finds that: (i) pursuant to NRS 463.627(2), the business activities of Onex Corporation are regulated in a manner which will prevent those activities from posing any threat to the control of gaming in the State of Nevada, and (ii) Onex Corporation is regulated in a manner which protects the investors and the State of Nevada and that the Canadian regulatory system complies with the factors set forth in NRS 463.633.

36. THAT the Commission hereby expressly finds that the exemptions and conditions herein are consistent with the State policy set forth in NRS 463.0129 and 463.489.

ENTERED at Las Vegas Nevada, this 18<sup>th</sup> day of November 2010.