

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
ANCHOR GAMING
(Delayed Public Offering)

ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on June 9, 1999, and before the Nevada Gaming Commission ("Commission") on June 24, 1999, at Carson City, 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 Anchor Gaming for approval of a continuous or delayed public offering by it or any affiliated company wholly-owned by it which is or would thereby become a publicly traded corporation ("Affiliate") and for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Anchor Coin and Powerhouse Technologies, Inc. pursuant to a

public offering made by Anchor Gaming or Affiliate(s), under the continuous or delayed public offering approval;

b. The application of Anchor Coin for approval to guarantee securities issued by, and to hypothecate assets to secure the payment or performance of any obligations evidenced by, securities issued by Anchor Gaming or Affiliate(s), under the continuous or delayed public offering approval;

c. The applications of Powerhouse Technologies, Inc. for approval to (i) guarantee securities issued by, Anchor Gaming or Affiliate(s), under the continuous or delayed public offering approval, and (ii) place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Video Lottery Consultants, Inc. and VLC of Nevada, Inc. pursuant to a public offering made by Anchor Gaming or Affiliate(s) under the continuous or delayed public offering approval.; and

d. The applications of Video Lottery Consultants, Inc. and VLC of Nevada, Inc. for approval to guarantee securities issued by, and to hypothecate assets to secure the payment or performance of any obligations evidenced by, securities issued by Anchor Gaming or Affiliate(s), under the continuous or delayed public offering approval.

2. THAT for a period of two years Anchor Gaming and Affiliate(s) are hereby granted approval, pursuant to NGC Regulation 16.115, to make public offerings, subject to the provisions of Paragraph 10 and to the following conditions:

a. That at all times during the two year period, Anchor Gaming and Affiliate(s), shall timely file all reports required by Section 13 or Section 15(d) of the Securities Exchange Act of 1934, as amended;