

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

THE APPLICATION OF MAGNA INTERNATIONAL INC.,
MI ENTERTAINMENT CORP., SANTA ANITA
COMPANIES, INC. AND LOS ANGELES TURF CLUB,
INCORPORATED FOR APPROVAL TO SHARE IN
THE REVENUE FROM THE CONDUCT OF OFF-TRACK
PARI-MUTUEL WAGERING

ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on December 8, 1999, and before the Nevada Gaming Commission ("Commission") on December 16, 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 Magna International Inc.; MI Entertainment Corp. and Santa Anita Companies, Inc. each for approval to share in the revenue from the conduct of off-track pari-mutuel race wagering; and

b. The application of Los Angeles Turf Club, Incorporated for an amendment to its Order to reflect its new ownership structure.

2. THAT Magna International Inc., MI Entertainment Corp., Santa Anita Companies, Inc. and Los Angeles Turf Club, Incorporated are each granted approval to share in the revenue from the conduct of off-track pari-mutuel race wagering, said approval conditioned as follows:

a. That the affiliated corporations of Magna International Inc., MI Entertainment Corp., Santa Anita Companies, Inc. and Los Angeles Turf Club, Incorporated, shall comply with the provisions of NRS 463.639(1) and NGC Regulation 16.330, and shall also comply with any requests for additional reporting requirements made by the Board.

b. That the following information shall be reported to the Board, in writing, within 30 days after the end of the quarter concerning the occurrence or absence of the following:

(1) Any changes in Magna International Inc.'s, MI Entertainment Corp.'s, Santa Anita Companies, Inc.'s and Los Angeles Turf Club, Incorporated's officers, directors, or key personnel directly or indirectly engaged in the active administration or supervision of the gaming operations conducted at Santa Anita Park racetrack and related facilities who earn \$50,000 or more annually.

(2) All gaming related complaints, investigations into alleged misconduct, orders to show cause, and disciplinary actions instituted by, presided over, or in connection with the California Horse Racing Board, the Securities and Exchange Commission or any gaming regulatory agency, involving Magna International Inc., MI Entertainment Corp., Los Angeles Turf Club, Incorporated or their officers, directors, owners, agents or employees thereof.

(3) All arrests made of Magna International Inc., MI Entertainment Corp., Santa Anita Companies, Inc. and Los Angeles Turf Club, Incorporated officers, directors, owners, agents or employees and their patrons involving gaming misconduct or felony charges in the State of California. The report shall include: the name, position, charge, arresting agency and a brief description of the event.

(4) Any known gaming cheating or theft wherein an arrest is not made.

(5) A copy of the application for licensure to conduct horse racing, and any exhibits or attachments thereto, as provided to the California Horse Racing Board.

c. THAT no agreements approved pursuant to NGC Regulation 26A shall be changed, altered, modified or amended without the prior administrative approval of the Chairman of the Board or his designee. If the Chairman of the Board or his designee determines that any proposed change, alteration, modification or amendment is substantial, then the approval of the Commission shall be required.

d. That Magna International Inc., MI Entertainment Corp., Santa Anita Companies, Inc. and Los Angeles Turf Club, Incorporated shall fund and maintain with the State Gaming Control Board a revolving fund in the total amount of \$5,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order. 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 reviews of the activities of Magna International Inc., MI Entertainment Corp., Santa Anita Companies, Inc. and Los Angeles Turf Club, Incorporated and their controlled affiliates.

ENTERED at Carson City, Nevada, this 16th day of December 1999.