

RESOLUTION 1998-15

A RESOLUTION CONCERNING THE ISSUANCE OF CONVERTIBLE PREFERRED STOCK BY ARGOSY GAMING COMPANY

The Indiana Gaming Commission adopts the following resolution pursuant to authority granted to it under IC 4-33 and pursuant to 68 IAC 1-2-6.

The following factors have been considered by the Commission:

1. Pursuant to IC 4-33-4-21, the Commission must approve any transfer, sale or purchase of a Riverboat Owner's License. Further, the Commission must review proposed public financing to ensure that the Riverboat Owner's License is not leased, hypothecated, or money is not borrowed or loaned against the Riverboat Owner's License.
2. Pursuant to a Confidential Private Placement Memorandum and a final term sheet dated April 21, 1998, Argosy Gaming Company seeks permission to issue up to \$16 million in Convertible Preferred Stock. The Convertible Preferred Stock matures in seven years. Argosy Gaming Company is the sole general partner of the Indiana Gaming Company, L.P. which holds a riverboat license for Lawrenceburg, Dearborn County, Indiana.

NOW, THEREFORE, BE IT RESOLVED BY THE INDIANA GAMING COMMISSION, THAT THE FOLLOWING RESOLUTION IS ADOPTED:

SECTION 1. SCOPE.

This resolution applies to Argosy Gaming Company, and Indiana Gaming Company, L.P.

SECTION 2. DEFINITIONS.

The definitions set forth in IC 4-33-2 and 68 IAC apply to this resolution.

SECTION 3. ACTION ON REQUEST FOR APPROVAL OF ISSUANCE OF CONVERTIBLE PREFERRED STOCK

The request for the approval of the issuance of Convertible Preferred Stock which is to be issued by Argosy Gaming Company, under terms that are substantially the same as the terms outlined in the final term sheet including an amount of up to \$16 million is hereby:

APPROVED
APPROVED OR DENIED

subject to a review and approval of the terms of the respective Private Placement Memorandum and associated documents by the Commission staff.

Adoption of this resolution and the approval of the issuance of Convertible Preferred Stock by Argosy Gaming Company does not in any way constitute a waiver of the Commission's authority and ability to approve or disapprove any future changes in the ownership of the Riverboat Owner's License, or assets incident thereto which may occur in the event of a default or at the option to convert the preferred stock to common stock. Pursuant to 68 IAC 5-1, should an entity acquire five percent (5%) or more of the beneficial interest in a riverboat licensee, the entity must apply for a finding of suitability with the Commission within forty-five (45) days after acquiring the beneficial interest.

SECTION 4. EFFECTIVE DATE.

This resolution is effective immediately.

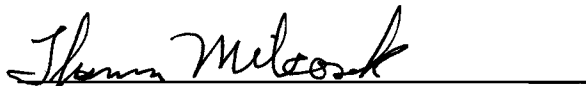
ADOPTED THIS THE 6th DAY OF MAY, 1998:

THE INDIANA GAMING COMMISSION:



Donald R. Vowels, Chair

ATTEST:



Tom Milcarek, Secretary