

**SKYCITY ENTERTAINMENT GROUP LIMITED
FOURTEENTH ANNUAL MEETING held at the
SKYCITY AUCKLAND CONVENTION CENTRE,
FEDERAL STREET AUCKLAND, on 31 OCTOBER 2008
commencing at 10.00am**

PRESENT

R H McGeoch (Chairperson)
P D Cullinane
J L Freeman
P L Reddy
D T Spring
E Toime
W R Trotter
N B Morrison (CEO)
P A Treacy (Secretary)

Approximately 700 members and others

Opening of Meeting

The chairman opened the meeting after announcing that it had been duly convened and constituted and that a quorum was present.

The chairman welcomed shareholders and capital noteholders to the meeting.

Notice of Meeting

The chairman referred to the Notice of Meeting which had been mailed to shareholders and capital noteholders.

Agenda of Meeting

The chairman introduced the agenda for the meeting and outlined the voting procedures, and in particular that voting at this meeting would be by way of poll.

Chairman's Address

Mr Rod McGeoch delivered the Chairman's address.

CEO's Address

Mr Nigel Morrison delivered the CEO's address.

Questions

The meeting was opened for questions about the business.

A number of questions were asked by those attending the meeting and were responded to by the Chairman and the Chief Executive.

Questions and comments raised at the meeting related to level of director remuneration, the role of marketing and various operational matters.

Formal Resolutions

The resolutions were introduced and moved by the chairman. The director standing for re-election (Sir Dryden Spring) and directors for election (Peter Cullinane and Jane Freeman) addressed the meeting on their election. Each resolution was open for discussion. The chairman put the following resolutions, with voting by way of poll.

1. Re-Election of Director: Sir Dryden Spring

The chairman moved that the company re-elects Sir Dryden Spring as a director.

The resolution was passed with 153,997,234 votes for and 1,163,665 against.

2. Election of Director: Peter Cullinane

The chairman moved that the company elects Peter Cullinane as a director.

The resolution was passed with 154,129,051 votes for and 261,160 against.

3. Election of Director: Jane Freeman

The chairman moved that the company elects Jane Freeman as a director.

The resolution was passed with 154,791,308 votes for and 386,552 against.

4. Issue of Share Rights to Nigel Morrison

The chairman moved that the company approve the issue by directors to Nigel Morrison, Chief Executive Officer of the company, on or before 30 October 2011 an aggregate of up to 2,000,000 share rights under the Long-Term Incentive Plan.

The resolution was passed with 141,652,617 votes for and 12,712,846 against.

5. Increase in Directors' Fees

The chairman moved that the company approves an increase in directors' fees from \$750,000 per annum plus GST (if any) to \$950,000 per annum plus GST (if any) and outlined how the fee pool would be allocated, the fee increase to be effective from 1 July 2008.

The resolution was passed with 136,601,359 votes for and 17,465,330 against.

6. Remuneration of the Auditor

The chairman moved that the directors be authorised to fix the fees and expenses of the auditor for the current year.

The resolution was passed with 154,194,394 votes for and 256,390 against.

Closing

Shareholders were invited to join the directors for tea, coffee and light snacks.

The meeting closed at 11.35am.