

## **RESOLUTION 1998-31**

### **A RESOLUTION CONCERNING THE REQUEST OF ROMAN HOLDING CORP. OF INDIANA TO TRANSFER ITS OWNERSHIP INTEREST IN RDI/CAESARS RIVERBOAT CASINO, LLC TO STARWOOD HOTELS & RESORTS WORLDWIDE, INC.**

The Indiana Gaming Commission (“Commission”) adopts the following resolution pursuant to the 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. Fifty percent (50%) of the equity interests in RDI/Caesars Riverboat Casino, LLC is owned by Roman Holding Corporation of Indiana. One hundred percent (100%) of the issued and outstanding shares of Roman Holding Corporation of Indiana are held by Caesars World, Inc. One hundred percent (100%) of the issued and outstanding shares of Caesars World, Inc. are held by ITT Sheraton Corporation. One hundred percent (100%) of the issued and outstanding shares of ITT Corporation are held by Starwood Hotels & Resorts Worldwide, Inc.
2. The Indiana State Police, Riverboat Investigative Unit has completed a background investigation of Starwood Hotels & Resorts Worldwide, Inc., and has determined that Starwood Hotels & Resorts Worldwide, Inc. is suitable to hold an ownership interest in the riverboat owner’s license to be issued to RDI/Caesars Riverboat Casino, LLC.
3. If approved by the Commission, the new and accurate ownership of Roman Holding Corporation of Indiana will be as shown in Exhibit “A” attached hereto and made a part of this RESOLUTION.

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

#### **SECTION 1. SCOPE.**

This resolution applies to RDI/Casesars Riverboat Casino, LLC and Starwood Hotels & Resorts Worldwide, Inc.

#### **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 TRANSFER OF OWNERSHIP INTERESTS.**

The Commission hereby:

GRANTS  
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GRANTS OR DENIES

the application of Starwood Hotels & Resorts Worldwide, Inc. for the acquisition of fifty percent (50%) of the ownership interest in RDI/Caesars Riverboat Casino, LLC through the acquisition of ITT Corporation and its subsidiaries, including, in descending order, ITT Sheraton Corporation, Caesars World, Inc. and Roman Holding Corporation of Indiana.

**SECTION 4. EFFECTIVE DATE.**

This RESOLUTION is effective immediately.

**ADOPTED THIS THE 16<sup>th</sup> DAY OF NOVEMBER 1998:**

**THE INDIANA GAMING COMMISISON:**

  
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Donald R. Vowels, Chair

**ATTEST:**

  
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Thomas Milcarek, Secretary