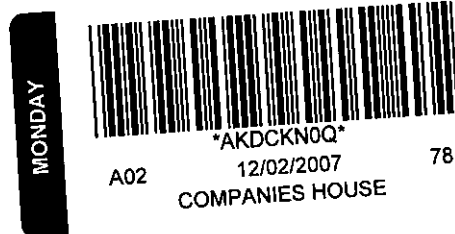


Honeyframe Cashmaster Limited

Directors' Report and financial statements

Registered Number 3802418

30 June 2006



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Directors' Report

The directors present their report, together with the financial statements for the 12 months ended 30th June 2006.

Principal activity and business review

The Company has not traded during the current or prior period.

Directors

The directors who held office during the period were as follows:

| | |
|------------|------------------------------|
| P Roden | (Resigned 16 December, 2005) |
| R L Saxton | (Resigned 12 July, 2006) |
| M D Lerner | |
| R Haddrill | |

No rights to subscribe for shares in, or debentures of, the Company were granted to any of the directors or their immediate families, or exercised by them during the financial period.

Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company and of the profit or loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Auditors

No auditors' report will be included so long as the Company remains dormant.

By order of the Board.



MD Lerner
Director

1 Lock Flight Buildings
Wheatlea Industrial Estate
Wheatlea Road
Wigan WN3 6XP

Registered number 3802418/ 10 October 2006

Profit and Loss Account

for the 12 months ended 30 June 2006

During the current and previous financial period the Company did not trade and received no income and incurred no expenditure. Consequently in both periods it made neither a profit nor a loss.

Statement of Total Recognised Gains and Losses

for the 12 months ended 30 June 2006

The profit and loss account includes the only gains and losses of the Company for the current and prior period.

Balance Sheet
as at 30 June 2006

| | <i>Note</i> | 2006 £000 | 2005 £000 |
|-----------------------------------|-------------|----------------------------|----------------------------|
| Net Assets | | - | - |
| | | <hr/> | <hr/> |
| Capital and Reserves | | | |
| Called up share capital | 3 | - | - |
| Profit and Loss Account | | - | - |
| | | <hr/> | <hr/> |
| Equity Shareholders' Funds | | - | - |
| | | <hr/> | <hr/> |

For the period ended 30 June 2006 the Company was entitled to exemption under Section 249AA(1) of the Companies Act 1985. No members have required the Company to obtain an audit of its accounts for the period in question in accordance with Section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the Company keeps accounting records which comply with Section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial period in accordance with Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors on 10 October 2006 and were signed on its behalf by:

x 

MD Lerner
 Director

Notes to the Financial Statements

1 Statement of Accounting Policies

The following accounting policies have been applied consistently in dealing with items which are considered material to the financial statements.

Basis of Preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

The Company is exempt from the requirement of Financial Reporting Standard Number 1 to prepare a cash flow statement.

2 Staff Numbers and Costs

The only persons employed by the Company during the period were the directors, none of whom received any remuneration from the Company (2005: £nil).

3 Called up Share Capital

| | 2006 £000 | 2005 £000 |
|---|--------------|--------------|
| Authorised | | |
| 1,000 ordinary shares of £1 each | 1 | 1 |
| | <hr/> | <hr/> |
| Allotted, called up and fully paid | | |
| Ordinary shares of £1 each | - | - |
| | <hr/> | <hr/> |

4 Ultimate Parent Company

The ultimate parent Company is Bally Technologies Incorporated (formerly Alliance Gaming Corporation), a Company registered in the United States of America. The consolidated financial statements of Bally Technologies Incorporated are available to the public and may be obtained from:

6601 South Bermuda Road
 Las Vegas
 Nevada 89119
 USA