

ISLE OF CAPRI CASINOS, INC.
NOMINATING COMMITTEE CHARTER

Organization

This charter governs the operations of the Nominating Committee.

All members of the Nominating Committee must satisfy the independence requirements established by the NASD for issuers of securities traded on The Nasdaq Stock Market, as such requirements are interpreted by the Board in its business judgment. The Board shall appoint, and may remove, members of the Nominating Committee and the Committee's Chairman.

Statement of Policy

The Nominating Committee of the Board of Directors shall assist the Board in identifying individuals qualified to become Board members, and recommend to the Board the nominees for election as directors at the next annual meeting of shareholders.

Responsibilities and Processes

To assist it in the conduct of its responsibilities, the Nominating Committee, to the extent it deems necessary or appropriate, may consult with management, may seek advice and assistance from company employees or others, and may retain legal counsel and search firms. The Nominating Committee has the sole authority to retain and terminate any search firm used to identify director candidates and has the sole authority to approve such firm's fees and other terms of retention.

The Nominating Committee shall report to the Board, as appropriate. The Nominating Committee may delegate any of its responsibilities and duties to one or more members of the Nominating Committee, except to the extent such delegation would be inconsistent with the requirements of the Securities Exchange Act of 1934 or the listing rules of The Nasdaq Stock Market.

The Nominating Committee shall:

- Develop general criteria for the selection of and qualifications desirable in members of the Board;
- Assist the Board in identifying and attracting candidates qualified to become Board members and annually recommend to the Board the nominees for election as directors who meet the Company's directorship qualification criteria and any other requirements established by this Committee and, from time to time, recommend persons to fill vacancies on the Board; and
- Review annually the qualifications, requirements, membership, structure and performance of committees of the Board, including the Nominating Committee,

and make recommendations to the Board regarding committee memberships and chairmanship and other matters, as appropriate.

ADOPTED BY THE BOARD OF DIRECTORS: October 8, 2004