

**Wells Fargo Securities  
5<sup>th</sup> Annual Boston Gaming Forum  
Boston, MA**

Prepared For: Investor Relations (NASDAQ: CHDN)

*November 17, 2016*

Bill Carstanjen, Chief Executive Officer  
Marcia Dall, EVP and Chief Financial Officer  
Mike Anderson, VP Finance & IR / Treasurer

## Forward-Looking Statements

Information set forth in this news release contains various “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. The Private Securities Litigation Reform Act of 1995 (the “Act”) provides certain “safe harbor” provisions for forward-looking statements. All forward-looking statements made in this press release are made pursuant to the Act.

The reader is cautioned that such forward-looking statements are based on information available at the time and/or management’s good faith belief with respect to future events, and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in the statements. Forward-looking statements speak only as of the date the statement was made. We assume no obligation to update forward-looking information to reflect actual results, changes in assumptions or changes in other factors affecting forward-looking information. Forward-looking statements are typically identified by the use of terms such as “anticipate,” “believe,” “could,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “predict,” “project,” “seek,” “should,” “will,” and similar words, although some forward-looking statements are expressed differently.

Although we believe that the expectations reflected in such forward-looking statements are reasonable, we can give no assurance that such expectations will prove to be correct. Important factors that could cause actual results to differ materially from expectations include: the effect of global economic conditions, a decrease in consumers’ discretionary income; additional or increased taxes and fees; restrictions in our debt facilities limiting our flexibility to operate our business; inability to identify and complete acquisition, expansion or divestiture projects on time, on budget or as planned; difficulty in integrating recent or future acquisitions into our operations; legalization of online real money gaming in the United States, and our ability to capitalize on and predict such legalization; adverse infringement of the intellectual property of others; unauthorized disclosure of our source code; loss of key personnel; catastrophic events and system failures disrupting our operations; work stoppages and labor issues; failure to comply with regulations and other legal obligations relating to receiving, processing, storing and using person information; security breaches and other security risks related to our technology, personal information, and proprietary information; inability to respond to rapid technological changes in a timely manner; payment-related risks, such as chargebacks for fraudulent credit card use; compliance with Foreign Corrupt Practices Act or applicable money-laundering regulations; public perceptions of integrity or other lack of confidence in our business; changes in the regulatory environment of our racing operations; unfavorable economic trends in the horseracing industry; increased competition in the horseracing business; declining popularity in horseracing; seasonal fluctuations in our horseracing business due to geographic concentration of our operations; difficulty in attracting sufficient number of horses and trainers for full field horseraces; weather conditions affecting our ability to conduct live racing; inability to negotiate agreements with industry constituents, including horsemen and other racetracks; personal injury litigation related to injuries occurring at our racetracks; general risks related to real estate ownership, including fluctuations in market values; the inability of our totalisator company, United Tote, to maintain its processes accurately, keep its technology current or maintain its significant customers; changes in regulatory environment related to casino regulations; increased competition in our casino business; geographic concentration in our casino business; development and expansion of casinos is costly and susceptible to delays, cost overruns and other uncertainties; concentration and evolution of slot machine manufacturing and other technology conditions would impose additional costs; changes in regulatory environment for our advanced deposit wagering business; uncertainty and changes in the legal landscape relating to our advanced deposit wagering business; failing to comply with laws requiring us to block access to certain individuals could result in penalties or impairment in our ability to offer advanced deposit wagering; inability to retain current customers or attract new customers to our advanced deposit wagering business; increase in competition in the advanced deposit wagering business; operating in an evolving and highly competitive market related to our Big Fish Games; inability to maintain relationships with third party mobile platforms related to our Big Fish Games; financial volatility quarter-to-quarter relating to our Big Fish Games; failure to develop and publish mobile games that achieve market acceptance; slower than expected growth in use of smartphone and tablet devices to facilitate game platforms; inability to secure new or ongoing content from third party development partners on favorable terms; programming errors or flaws or other technical difficulties, diminishing our customers’ experience; inability to protect our intellectual property; retaining quality personnel; and “cheating” programs, scam offers, black-markets and other actions by third parties that seek to exploit our games and players may affect our reputation and harm our operating results; and the impact of natural and other disasters on our operations and our ability to obtain insurance recoveries in respect of such losses (including losses related to business interruption).

## Use of Non-GAAP Financial Measures

Our consolidated financial statements have prepared in conformity with U.S. generally accepted accounting principles (“U.S. GAAP”). We also use a non-GAAP measure, Adjusted EBITDA, to evaluate our business results. Adjusted EBITDA is defined as earnings before interest, taxes, depreciation and amortization, adjusted for the following:

Adjusted EBITDA includes:

- Changes in Big Fish Games deferred revenue;
- 50% of EBITDA of our joint venture, MVG;
- 25% of EBITDA of our SCH equity investment; and
- Intercompany revenue and expense totals that are eliminated in the Condensed Consolidated Statements of Comprehensive Income

Adjusted EBITDA excludes:

- Big Fish Games adjustments which include:
  - Acquisition-related charges, including the change in fair value of the Big Fish Games earnout and deferred consideration liability recorded each reporting period; and
  - Transaction expense, including legal, accounting, and other deal-related expense
- Stock-based compensation expense;
- Calder exit costs; and
- Other charges and recoveries

We use Adjusted EBITDA as a key performance measure of the results of operations for purposes of evaluating performance internally and believe that the use of this measure enables management and investors to evaluate and compare, from period to period, our operating performance in a meaningful and consistent manner. Adjusted EBITDA is a supplemental measure of our performance that is not required by or presented in accordance with GAAP and should not be considered as an alternative to, or more meaningful than, net income (as determined in accordance with GAAP) as a measure of our operating results.

## Today's presenters

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**Bill Carstanjen, Chief Executive Officer**



**Marcia Dall, EVP & Chief Financial Officer**



**Mike Anderson, VP Finance & IR / Treasurer**

## Key investment highlights

1

### Industry-leading business model with iconic assets

- ❑ Iconic Kentucky Derby brand continues to set all-time records
- ❑ ~8,600 gaming positions in six states<sup>1</sup> and 10 off-track betting facilities (OTBs)
- ❑ TwinSpires is the largest<sup>2</sup> legal online wagering platform for horseracing in the U.S.
- ❑ Big Fish Games positions us at forefront of a rapidly growing mobile games industry

2

### Strong organic and external growth opportunities

- ❑ Kentucky Derby – new premium seating, sponsors, long-term TV contract thru 2025, presenting sponsor contract thru 2020 and pricing drive growth
- ❑ Continue to drive cost efficiencies in our regional gaming portfolio while selectively looking to execute incremental acquisitions and / or investments
- ❑ Further expansion into other forms of social and I-gaming through tuck-in acquisitions and / or as states liberalize laws
- ❑ Options on gaming expansion at existing properties in Illinois and Kentucky

3

### Conservative balance sheet and strong liquidity

- ❑ Strong balance sheet backstopped with valuable real estate in Illinois and Florida
- ❑ Disciplined maintenance capital spending combined with strong free cash flow generation
- ❑ Modest gross leverage of ~2.7x<sup>3</sup>, net leverage of ~2.5x<sup>3</sup>
- ❑ Borrowing capacity of \$348<sup>4</sup> million under our revolving credit facility

4

### Proven management team

- ❑ Diverse backgrounds with multi-industry, technology and international experience
- ❑ Successful track record of integrating new businesses
- ❑ Proven record of disciplined capital allocation, earnings growth and outsized shareholder return

<sup>1</sup> Includes Miami Valley Gaming ("MVG"), 50% owned Ohio joint venture and Saratoga Casino Hotel ("Saratoga"), 25% owned New York equity investment

<sup>2</sup> Based on annual / quarterly figures released by Oregon Racing Commission for last twelve months ("LTM") 9/30/16

<sup>3</sup> Based on last twelve months ("LTM") Adjusted EBITDA as of 9/30/16

<sup>4</sup> As of 9/30/16

## Year-to-date 2016 Highlights

- **CDI reported strong financial results in 2016**
  - ✓ Record net revenues reported in each of the first three quarters of 2016
  - ✓ Record Adj. EBITDA in Q1 and Q2 2016
  - ✓ \$81.3 million Net Income YTD, up 41% over prior year
  - ✓ \$4.79 diluted EPS YTD, up \$1.53 or 47% over prior year
- **Iconic Kentucky Derby continues to set all-time records**
  - ✓ \$5.2 million increase in Adjusted EBITDA over 2016
  - ✓ \$41 million increase in Adjusted EBITDA since 2009
  - ✓ Announced \$16 million capital improvement project to modernize 2<sup>nd</sup> floor clubhouse at Churchill Downs Racetrack
- **Productivity initiatives, Oxford growth and Saratoga and MVG investments drove 13% increase in Casinos Adj. EBITDA**
  - ✓ Announced \$25 million hotel investment at Oxford Maine casino
  - ✓ Closed on sale of 61 acres of excess land at Calder for \$26.5 million
- **Strong topline growth drove 14% increase in TwinSpires Adj. EBITDA**
- **Big Fish revenue and bookings up 23% and 13%, respectively**
- **Approved annual cash dividend of \$1.32 per share, 15% increase over prior year and sixth consecutive year of increases**
- **CDI strengthened its financial position**
  - ✓ Repurchased 121,858 shares at a total cost of \$15 million YTD through Q3
  - ✓ Total leverage at 2.7X reflecting strength of free cash flow

## Agenda

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- ☐ **Company Overview and Growth**

- ☐ Financial Profile

**Churchill is an industry-leading entertainment company with iconic, high growth assets**



**Racing** ... namesake, Churchill Downs hosts the longest continuously held annual sporting event in the U.S., **The Kentucky Derby**



**Casinos** ... seven casinos<sup>1</sup> & three hotels with approx. 8,600 gaming positions<sup>2</sup> located in six different states



**TwinSpires** ... the largest<sup>3</sup>, legal online wagering platform for horseracing in the U.S., **TwinSpires.com**



**Big Fish Games** ... one of the world's largest producers and distributors of mobile casual games

<sup>1</sup> Includes MVG, 50% owned Ohio joint venture and Saratoga, 25% owned New York equity investment

<sup>2</sup> Includes MVG and Saratoga video lottery terminals. Includes slots, video poker and table games

<sup>3</sup> Based on annual / quarterly figures released by Oregon Racing Commission for LTM 9/30/16

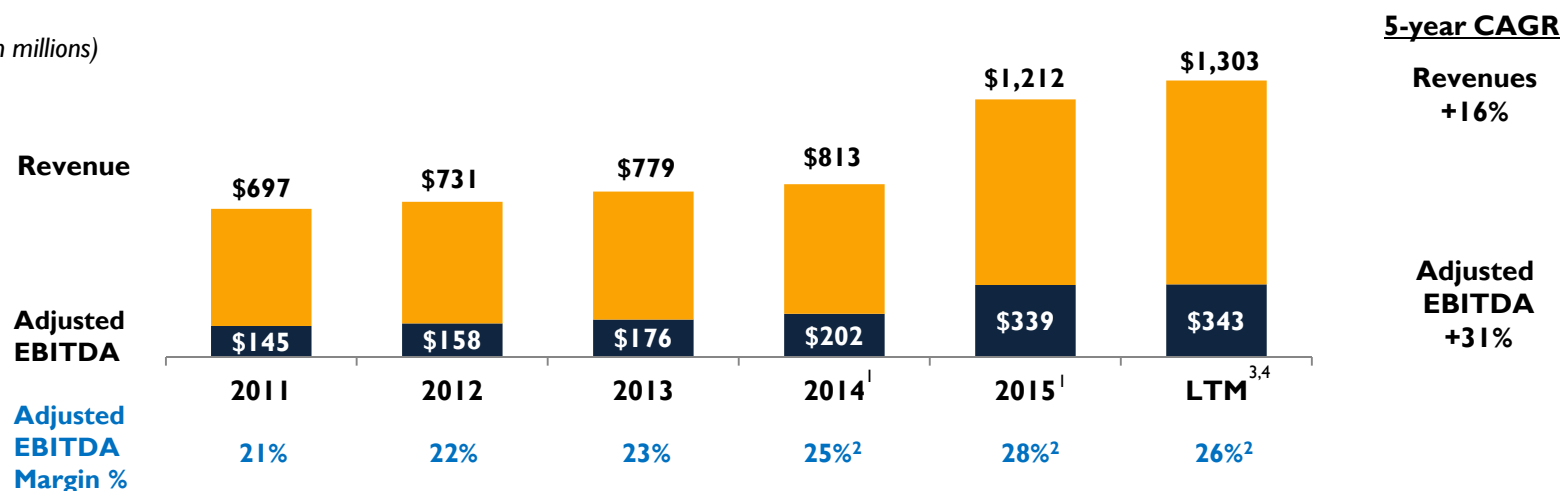
## Churchill Downs has established a national footprint and growing global online platform



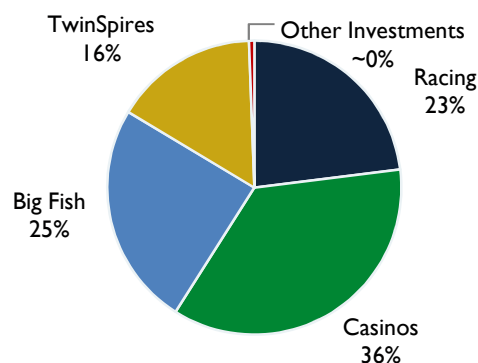
Note: TwinSpires allows residents of 40 states to register and place online horseracing bets

## Evolving combination of industry-leading business segments drives growth and margin expansion

(\$ in millions)



### LTM<sup>3</sup> Adj. EBITDA by business unit



CDI has consistently grown top-line revenues over the past 5 years through

- ✓ Kentucky Derby and TwinSpires organic growth
- ✓ The Big Fish Games acquisition
- ✓ Regional gaming acquisitions and greenfield developments

Adj. EBITDA and Adj. EBITDA margins have expanded significantly over the same timeframe

<sup>1</sup> In 2014 and 2015 figures, Adj. EBITDA includes 50% share of MVGR's operating income. In 2015 figures, Adj. EBITDA includes 25% share of Saratoga Casino and Raceway's operating income. MVGR and Saratoga Casino & Raceway's net revenues are not consolidated

<sup>2</sup> Our Adjusted EBITDA margins are 24%, 27% and 24% for 2014, 2015 and LTM, respectively, when MVG and Saratoga's share are excluded from the Adj. EBITDA figure

<sup>3</sup> For LTM period ended 9/30/16

<sup>4</sup> Beginning in 2016, Adj. EBITDA includes 25% share of Saratoga's and 50% share of MVG's Adj. EBITDA

### Churchill Downs Racetrack is an iconic and irreplaceable asset

#### Churchill Downs Racetrack is a national historic landmark

- 147 acres in Louisville, Kentucky
- Home of the Kentucky Derby and Kentucky Oaks since 1875
- 142 consecutive years of iconic KY Derby, the longest consecutive annual sporting event in U.S. history and first leg of Triple Crown series

#### Kentucky Derby Week continues to set records

- Derby Week in 2016 delivered a 7<sup>th</sup> consecutive year of record Adjusted EBITDA, an increase of \$41 million over 2009
- Derby Week attendance of 376,980 represented the 2<sup>nd</sup> consecutive record year
- Derby Week all sources wagering of \$267 million represented the 2<sup>nd</sup> consecutive all-time high

#### NBC ratings for the Kentucky Derby continue to hit high marks.

- The NBC Kentucky Derby telecast posted a 9.0 or better overnight rating for 10 consecutive years
- 2016 was the 4<sup>th</sup> consecutive year that coverage averaged more than 15 million viewers
- In 2016 Kentucky Derby International NBC coverage expanded to 248 territories, a 28% increase

#### Long-term Contracts with flagship partners increase Derby economics

- 10 year Television Rights contract with NBC through 2025
- 5 year agreement with Yum! brands as Presenting Sponsor through 2020
- Other top sponsors include Longines (Kentucky Oaks Presenter), Woodford Reserve, Dodge Ram, Stella Artois and I4 Hands Vineyards



**RAM**

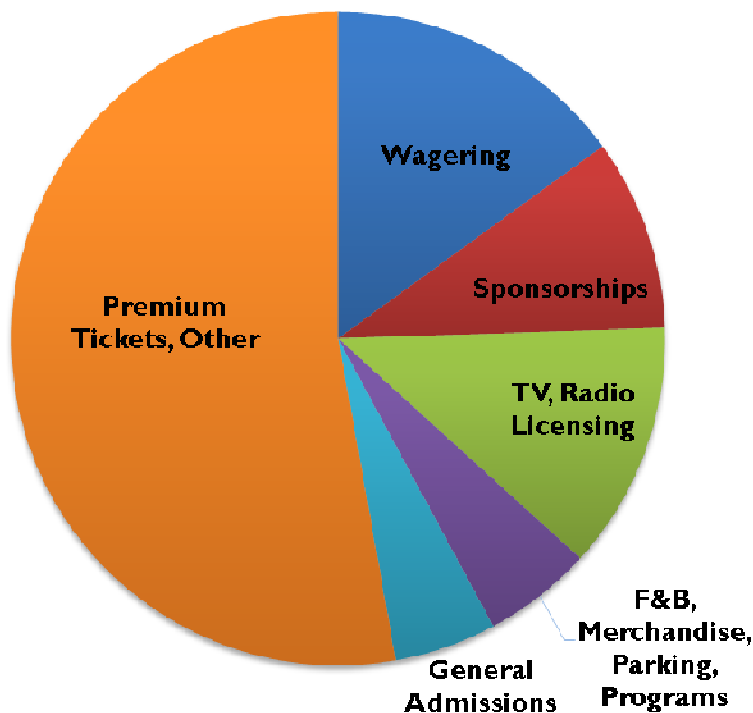


**CHURCHILL DOWNS**  
KENTUCKY

### Diversified sources of profitability creates long-term growth trajectory

*A significant portion of Derby Week Profits happen before the event takes place*

**Sources of Derby Week Profitability**  
(Illustrative Approximations)



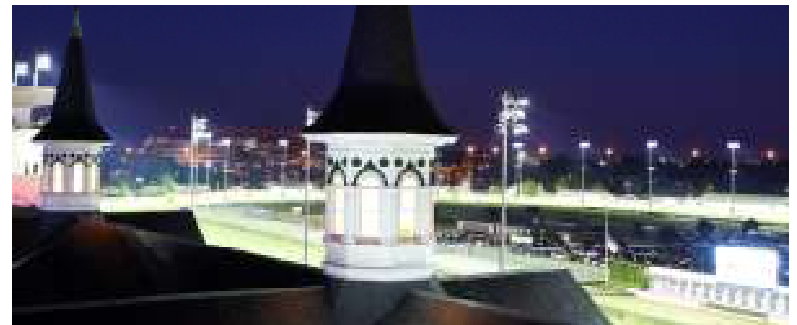
Illustrative approximations of profitability based on actual 2016 results

- ❑ Premium tickets are the largest contributor to profitability with ~ 57,000 reserved seats
  - Over a third of reserved seats are under multi-year contracts with staggered expirations of typically 3-7 years through personal seat licenses, a partnership with Quint Experiences, Permanent Suites and Mansion seating
  - Remaining reserved seats are sold in advance of the event, typically early in the year
  - ROI cap-ex spending adds improvements, new premium areas and seats
  - Demand for premium tickets continues to exceed supply
- ❑ Wagering profits can be impacted by the weather and the strength of the field. Despite average industry declines of (2)% annually, Derby Week handle has increased at a 2% CAGR since 2010

### CDI continues to invest in the iconic home of The Kentucky Derby

#### Capital investment at Churchill Downs Racetrack has led to an enhanced experience and improved economics

- Over \$70 million in major capital improvements over the last 7 years
  - 2016 – Turf Club, Stakes room and other premium / high-end seating areas modernization, new premium seats
  - 2015 – New Winners Circle & Courtyard Suites
  - 2014 – World's Largest 4K Ultra-High Definition Video Board, New Grandstand Terrace and Rooftop Garden
  - 2013 – The Mansion, Parlay and Media Center
  - 2012 – Plaza Balcony and Plaza Courtyard
  - 2010 – Permanent Lighting System for Main Track & Turf Course
- CD Racetrack recently announced a \$16 million capital improvement project to modernize / upgrade 2<sup>nd</sup> floor clubhouse
  - Scheduled to be completed prior to 2017 Derby & Oaks
  - New structures include Elite Gold Room, The Loft at Aristides Lounge, small number of new balcony seats
  - Will vastly improve venue circulation for 13,000 guests, upgrade food and beverage offerings, restrooms and other amenities



### Racing business includes 3 additional Thoroughbred Racetracks

*Each CDI racetrack has history and importance in their respective communities*

Arlington is located on valuable land and is an attractive potential gaming option

Calder leases racing operations to a third party and operates gaming facilities in an attractive location. Recently sold 61 acres of excess land for \$26.5 million reducing overall racing footprint

Fair Grounds is a central part of New Orleans city life, hosting the Jazz Festival and operating an on-site slot facility

#### Arlington International Racecourse



- 336 acres in western Chicago suburb, Arlington Heights
- Operates 11 OTB's
- 20 minutes from O'Hare airport
- Metra commuter train stop on property - easy access to other suburbs & Chicago
- Rich history with the "Arlington Million"

#### Calder Race Course



- 170 acres in Miami Gardens, FL with convenient access off FL Turnpike
- Recent sale of 61 acres previously used for racing
- Sits adjacent to Hard Rock Stadium – home of the NFL's Miami Dolphins
- The Stronach Group leases racing operations through 2020, driving improved Racing Ops profitability

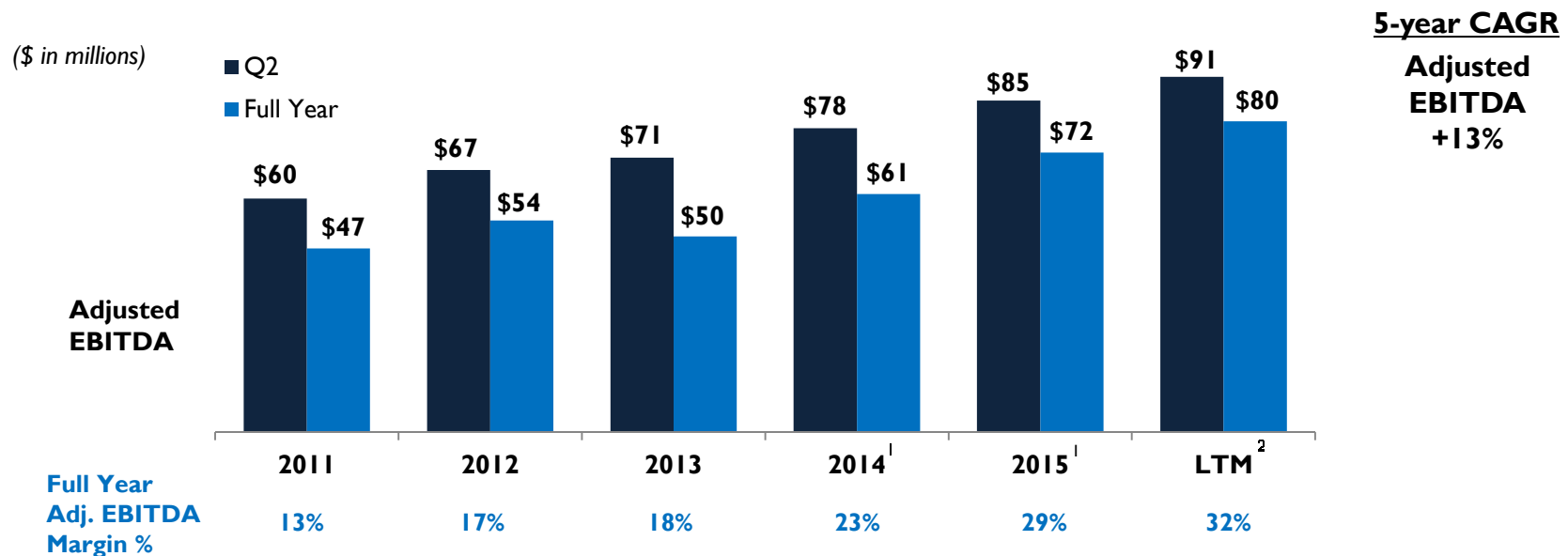
#### Fair Grounds Race Course



- 145 acres in New Orleans
- Network of 11 Off-Track Betting (OTB's) facilities
- Video poker machines (VSI) in 10 of the OTB's
- Home of the "Louisiana Derby"
- New Orleans Jazz Festival host since 1972

## Racing / Kentucky Derby – Segment Overview

**Adjusted EBITDA continues to grow, with margins improving on the back of Kentucky Derby strength**



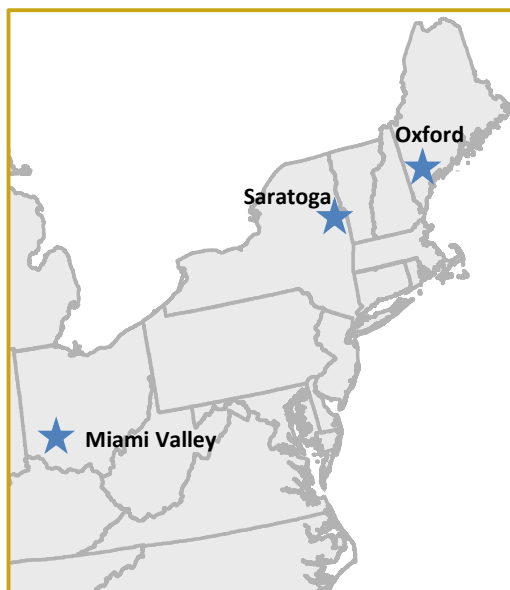
- Our racetracks produced handle of over \$1.1 billion over LTM<sup>2</sup>, ~10% of total U.S. industry handle
- Despite declines in handle and Racing revenue, Adj. EBITDA and Adj. EBITDA margins have improved as a result of Derby week growth and cost reductions
- In July 2014, we began leasing our Florida racing operations to The Stronach Group (“TSG”). TSG will operate the required number of live racing events, bear all the costs of the racing operations and provide Calder with rental income through December 2020

<sup>1</sup> Beginning in July 2014, Adj. EBITDA was impacted by the leasing of Racing Ops at Calder (FL)

<sup>2</sup> For LTM period ended 9/30/16

### Three of our seven casinos are in the northeast / midwest

*Consists of ~4,200 slots / video lottery terminals, 28 tables in three states*



#### Oxford Casino



- Purchased in July 2013
- Located in Oxford, ME
- 855 slot machines, 28 table games
- Announced plans for new \$25 million, 100+ room hotel, expanded gaming floor to be complete summer / fall 2017



#### Saratoga Casino & Raceway



- Purchased 25% stake in Oct 2015
- Located in Saratoga Springs, NY
- 1,681 video lottery terminals
- Casino operations managed by CDI
- New \$40 million hotel, multi-purpose facility and Morton's Steakhouse opened in 2016



#### Miami Valley Gaming



- Opened in December 2013
- Located in Lebanon, OH (North of Cincinnati, south of Dayton)
- 1,712 video lottery terminals
- Joint venture (50/50) with Delaware North
- Consistently top 3 in OH market for VLT gross win, #1 in Cincinnati market



### Four of our seven casinos are in the southeast

Consists of ~3,100 slots / video lottery terminals, 30 tables, 185 hotel rooms and 815 video poker machines in three states



#### Harlow's Casino Resort & Spa



- Purchased in December 2010
- Located in Greenville, MS
- 747 slot Machines, 15 table games
- 105-room attached hotel
- #1 in gaming market share in Greenville



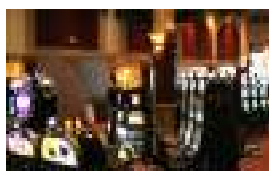
#### Riverwalk Casino Hotel



- Purchased in October 2012
- Located in Vicksburg, MS
- 644 slot machines, 15 table games
- Five-story, 80-room attached hotel
- Consistently #2 in gaming market share in Vicksburg and newest property in market



#### Fair Grounds Slots & Video Poker (VSI)



- Slots facility opened in October 2008
- Located in New Orleans, LA
- 620 slot machines at FG Slots
- VSI operates ~800 Video Poker Machines in 10 Off-Track Betting facilities across southeast LA (11 OTB's in total)



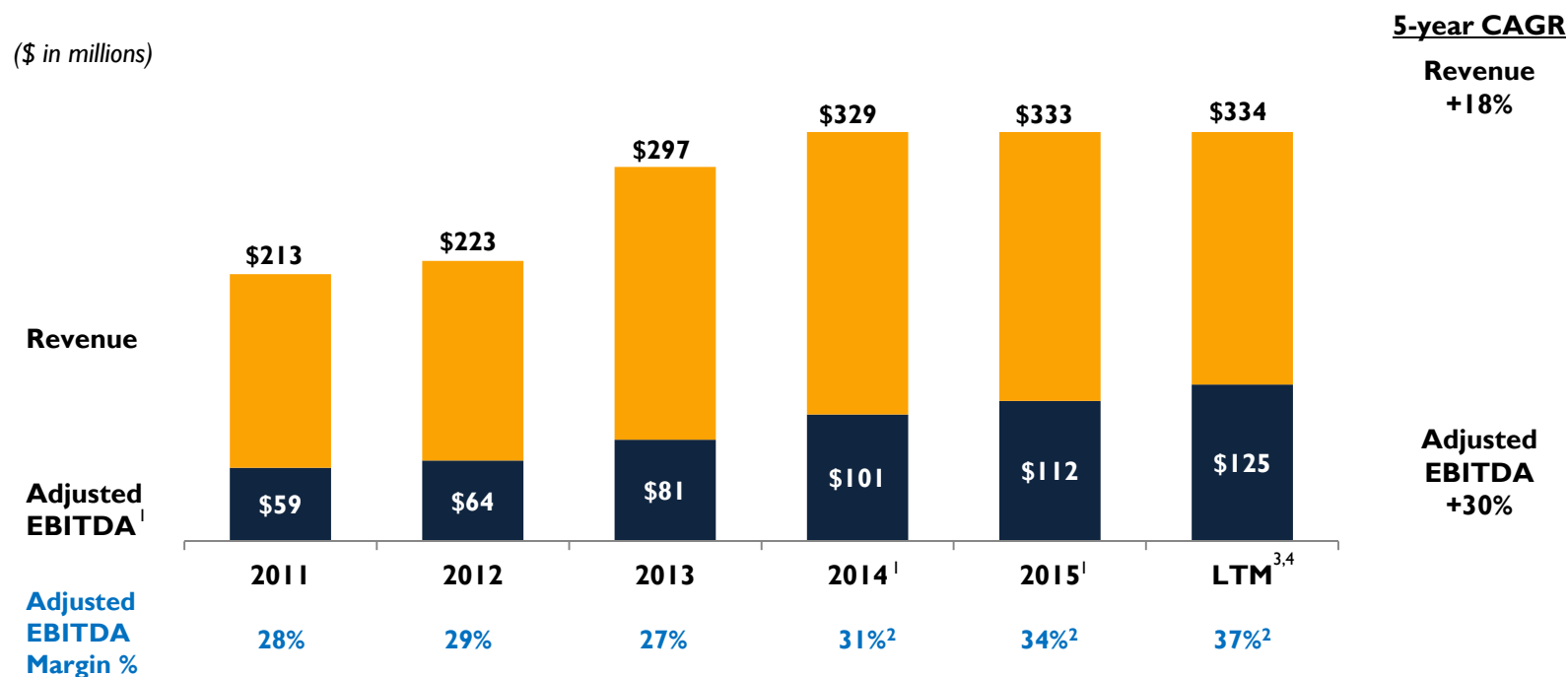
#### Calder Casino



- Opened in January 2010
- Located in Miami Gardens, FL, near Sun Life Stadium
- Convenient location off FL Turnpike
- 1,083 slot machines
- Among top 3 in slots market share for South FL pari-mutuel gaming facilities



## Casinos have performed well, growing through development and acquisition



CDI has been a very selective acquirer of gaming assets over the past 6 years

- These acquisitions have more than doubled our revenue from this segment
- Cost efficiencies have resulted in significant margin expansion over this period

<sup>1</sup> In 2014 and 2015 figures, Adj. EBITDA includes 50% share of MVGR's operating income. In 2015 figures, Adj. EBITDA includes 25% share of Saratoga Casino and Raceway's operating income. MVGR and Saratoga Casino & Raceway's net revenues are not consolidated

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<sup>3</sup> For LTM period ended 9/30/16

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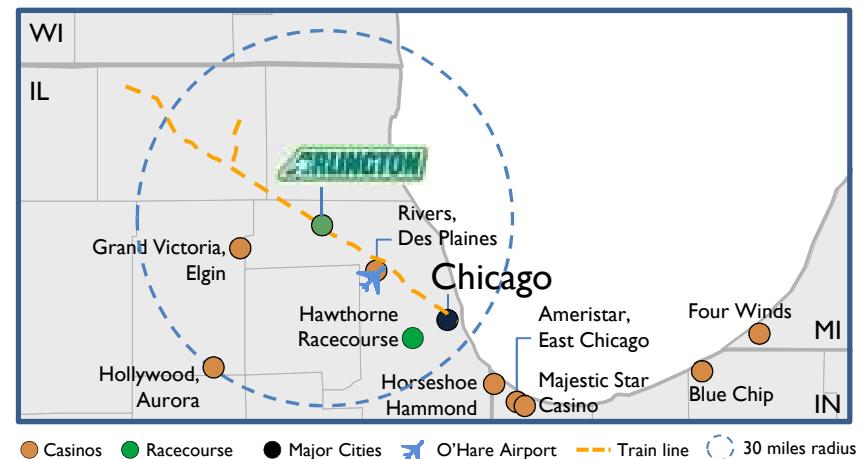
## Gaming expansion in IL or KY could provide significant upside opportunity

*Valuable real estate in IL provides back-stop to gaming option, KY Derby subsidizes rest of KY racing*

### Illinois

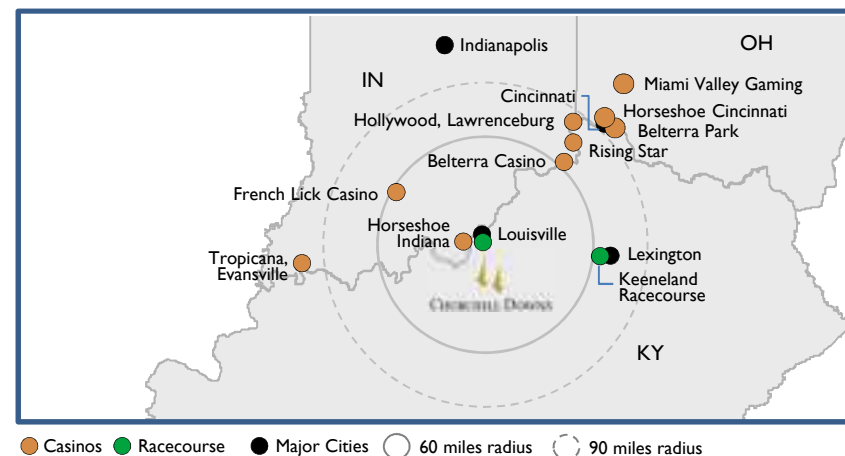
- Attractive location – Arlington Heights is a suburb of Chicago, the commercial hub of the Midwest and 3<sup>rd</sup> largest metro area in U.S. (population of 2.7 million)
- Two House bills were filed in Spring 2015 and remain viable for consideration until the end of the 2016 legislative session, although not likely to be called / discussed in November veto session
- Legislature is expected to continue to discuss expanded gaming as a solution to large state budget deficits

### Regional overview – IL & KY



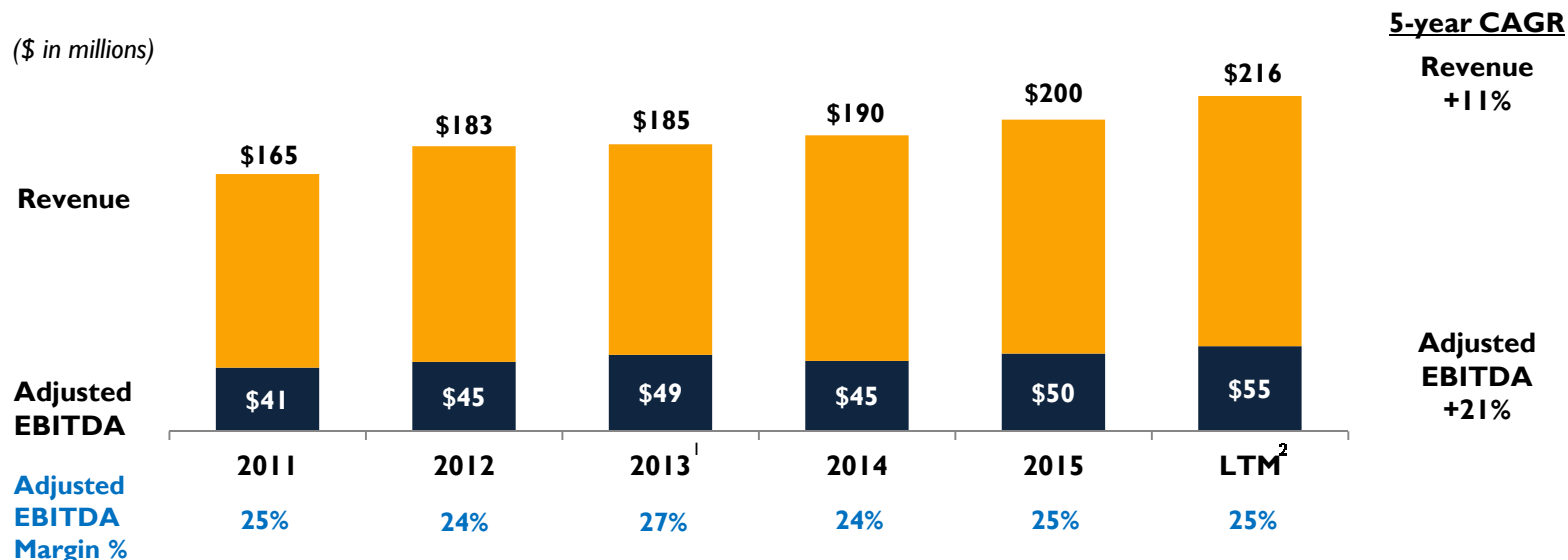
### Kentucky

- Current governor is not supportive of gaming expansion
- Kentucky General Assembly must pass a Constitutional Amendment
- An amendment allowing gaming expansion was filed during 2016, but was not considered
- Gaming expansion could be the topic of discussion in future legislative sessions, although less likely in the near term as Republicans have taken control of House and Senate and are less gaming-friendly historically than Democratic party



## TwinSpires is the premier mobile & online wagering business for U.S. horseracing

- TwinSpires accepts mobile and online wagers from residents of 40 U.S. states on races from over 250 racetracks globally 365 days a year
- Originally launched in 2007, TwinSpires has grown to be the leading legal betting company in the U.S. having processed ~\$1.2 billion of wagers on an LTM<sup>2</sup> basis
- TwinSpires is the official betting partner of the Kentucky Derby and the Breeders Cup World Championships



<sup>1</sup> In 1H 2013, TwinSpires stopped taking wagers from Illinois residents until June 2013 when Illinois resident wagering resumed with passage of new law. In September 2013, TwinSpires stopped taking wagers from Texas residents after court ruling upheld a Texas law requiring all wagering to take place at racetracks

<sup>2</sup> For LTM period ended 9/30/16

## TwinSpires growth drivers create strong catalyst for future growth

*Organic growth coupled with shift in wagering channel leads to growth that outpaces industry trends*

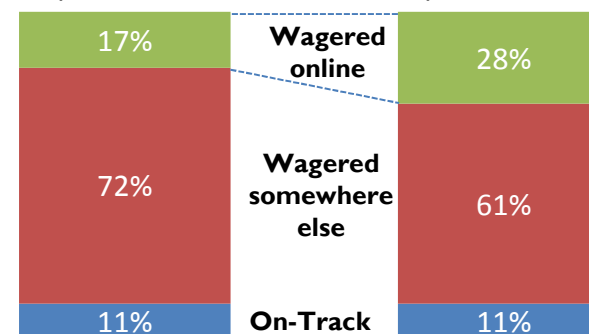
### Shift to mobile and online wagering

- Customer wagering behavior shifting
- Online wagering channel continues to grow shifting away from “off-track”



### U.S. Pari-Mutuel Wagering by Channel

\$10.8 billion      \$10.8 billion



2011

LTM<sup>2</sup>

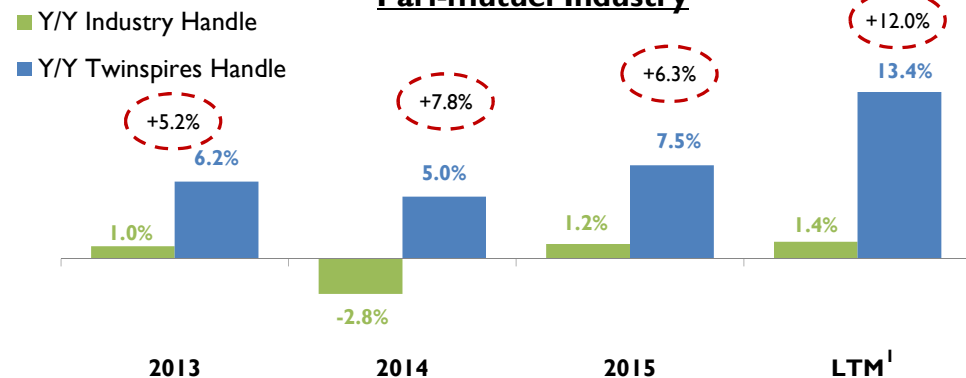
### Effective customer acquisition

- Acquiring new pari-mutuel players

### Increased retention efforts

### Reactivating inactive players

### TwinSpires Handle Growth<sup>1</sup> Vs. U.S. Pari-mutuel Industry



Source: Online (ADW) handle from Oregon Racing Commission and SEC filings, Industry: The Jockey Club, equibase.com, TwinSpires growth from SEC Filings

<sup>1</sup> Excludes impact of Illinois and Texas handle loss, actual reported results show 3.3% increase Y/Y in 2014 and 1.0% in 2013

<sup>2</sup> For LTM period ended 9/30/16

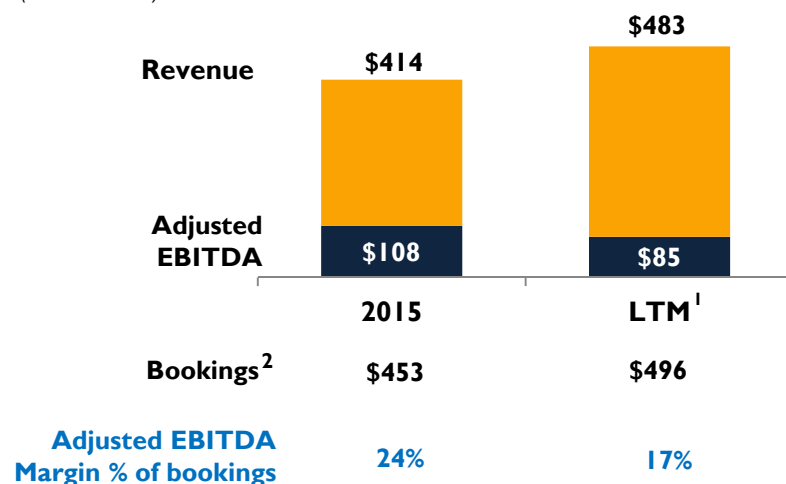
## Big Fish Games is part of growing mobile and online gaming market

*One of the world's largest producers and distributors of mobile casual games*

- ❑ Big Fish Games is a diversified mobile / online gaming company with game titles across multiple genres and three main segments
- ❑ Big Fish delivers a steady flow of new games through six in-house studios and a large, high quality, lower cost third party developer network
- ❑ Big Fish Games has distributed more than 2.6 billion games from a growing library of unique games to customers in 150 countries



(\$ in millions)



### Strategic growth focus ...

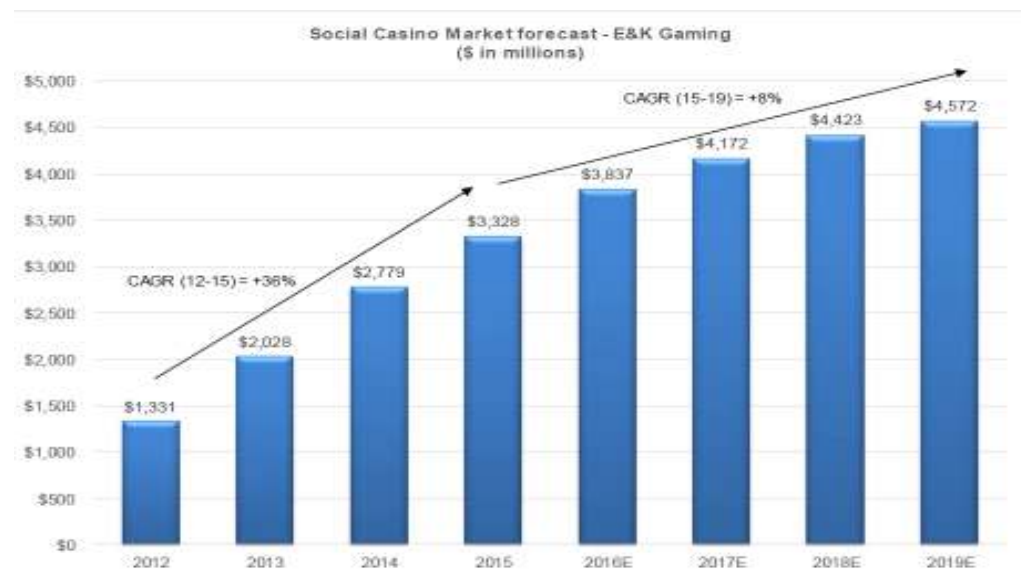
- Remain leader in social casino genre
  - New slot app development
  - Leverage customer base to lower cost per install
- Create portfolio of F2P casual game annuities
  - More measured UA spend in early stages
- Leverage analytics to lower user acquisition cost
- Sustain premium game portfolio
- Selectively utilize ad revenue to enhance profitability
- Strategic investments in mid-core and virtual reality games

<sup>1</sup> For LTM period ended 9/30/16

<sup>2</sup> Bookings is a non-GAAP financial measure equal to the revenue recognized plus the change in deferred revenue for the periods presented. This non-GAAP measure may differ from other companies' definition of this measure, and it should not be considered a substitute for, or superior to, any other measure provided in accordance with GAAP

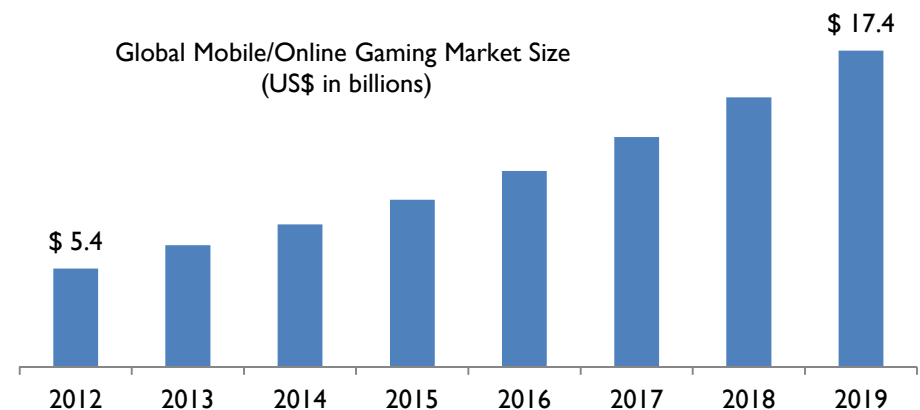
## Mobile gaming market continues to grow

- ❑ Global mobile and online gaming revenue growth expected to continue
  - Social Casino is one of the largest genres of mobile and online games
  - Eilers & Krejcik Gaming, an independent research firm covering the market for free-to-play gaming, forecasts worldwide social casino revenues at **\$4.6 billion in 2019**



Source: Eilers & Krejcik Gaming, LLC

- ❑ Big Fish Games...
  - is currently the #8 top-grossing mobile publisher (both iOS and Android combined) **in the U.S.**<sup>1</sup>
  - is the #4 top-grossing casino app on iOS **in the U.S.**<sup>1</sup>



Source: Transparency Market Research

<sup>1</sup> According to App Annie as of October 2016

## Big Fish is a diversified games company offering multiple game products

### Social Casino F2P



Big Fish  
Casino

Jackpot  
City Slots



Vegas Party  
Slots

### Casual & Mid-Core F2P



Gummy Drop!



Cascade



Sir Match-a-Lot



Dungeon Boss



Sunken Secrets



Fairway Solitaire



Fairway Solitaire Blast

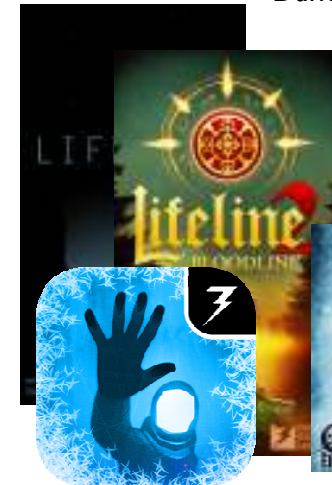
### Premium Paid



Mystery Case  
Files



Dark Parables



Lifeline series



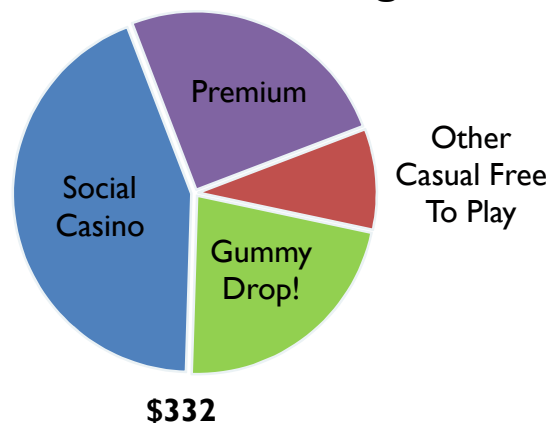
CHURCHILL DOWNS  
CORPORATION

## Bookings growth has continued

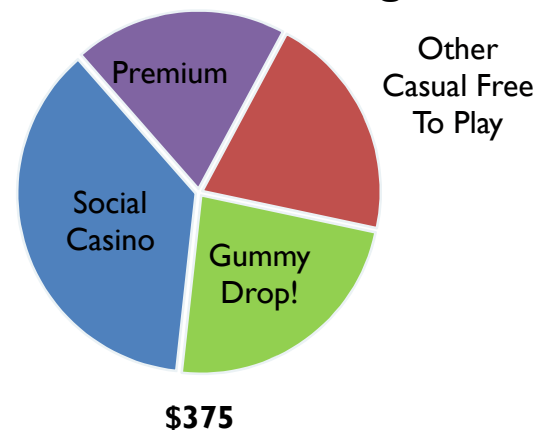
*Rapid increase in Casual and Mid-Core Free-to-Play far outpaces Premium and Social Casino declines*

	For Fiscal Year Ended December 31,			
	2014 <sup>1</sup>	2015	% Change	LTM <sup>2</sup>
<b>Bookings</b>				
Social Casino	\$ 157	\$ 193	23%	\$ 186
Casual and Mid-Core Free-to-Play	38	150	295%	212
Premium	141	110	(22%)	98
Total Bookings	\$ 336	\$ 453	35%	\$ 496

**3Q '15 YTD Bookings<sup>3</sup>**



**3Q '16 YTD Bookings<sup>3</sup>**



<sup>1</sup> Big Fish Games bookings for the period ended December 31, 2014 are only included in the consolidated financial results from acquisition date on December 16, 2014 forward. Bookings results for 2014 are included for comparative purposes only

<sup>2</sup> For LTM period ended 9/30/16

<sup>3</sup> Charts are illustrative approximations of breakdown of year-to-date bookings by segment, including a breakout of Gummy Drop!, for the 9 month periods ended 9/30/16 and 9/30/15

## Agenda

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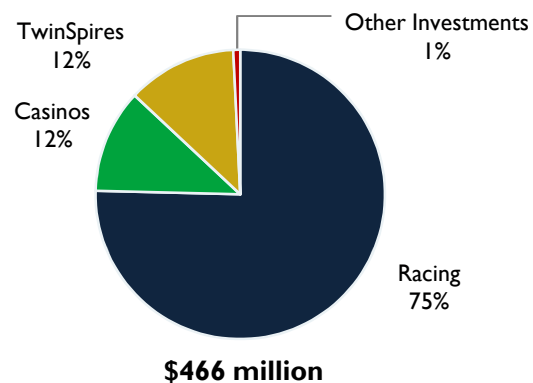
☐ Company Overview and Growth

☒ **Financial Profile**

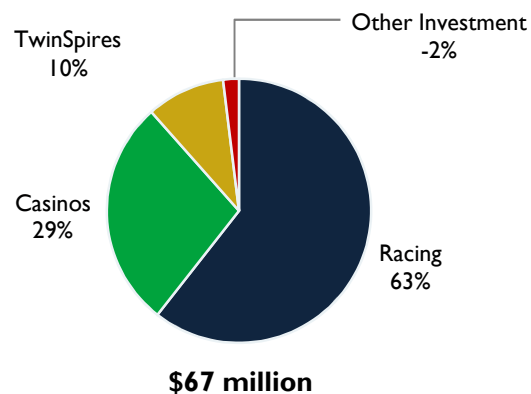
## Our business portfolio has evolved over time...

2008

### Net revenue by business unit



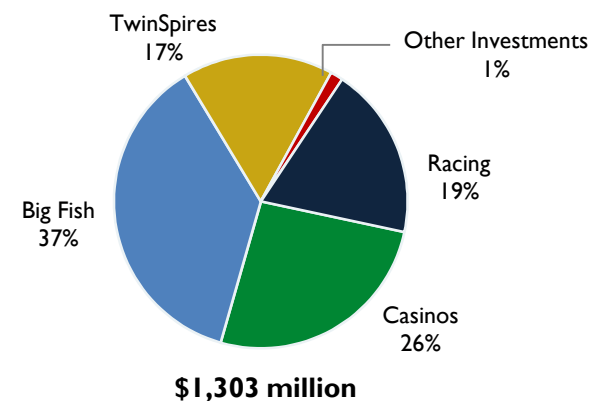
### Adj. EBITDA by business unit



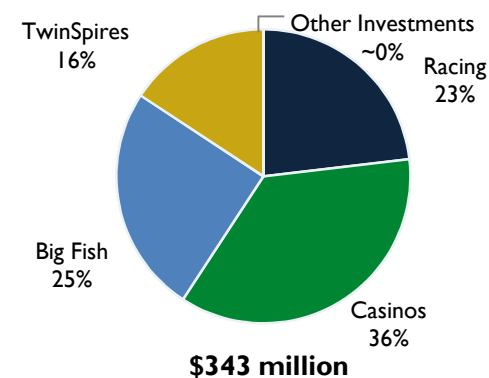
Source: Company filings

LTM<sup>1</sup>

### Net revenue by business unit



### Adj. EBITDA by business unit

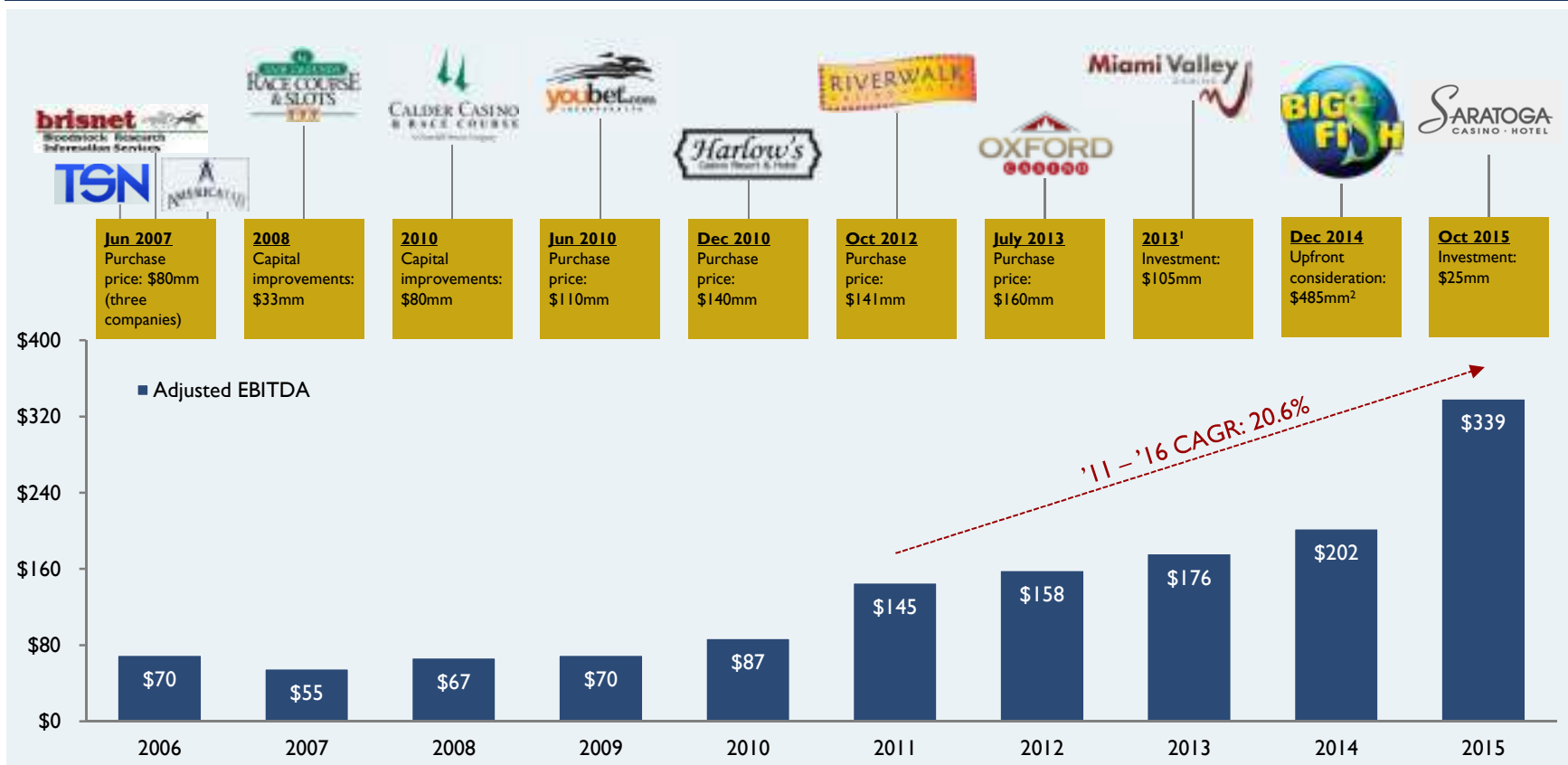


<sup>1</sup> For LTM period ended 9/30/16

**CHURCHILL DOWNS**  
CORPORATE

... through a highly selective series of successful acquisitions

## Acquisition history



Source: Company filings

<sup>1</sup> Miami Valley Gaming investment reflects 50% of the joint venture cost of \$210 million with Delaware North Companies

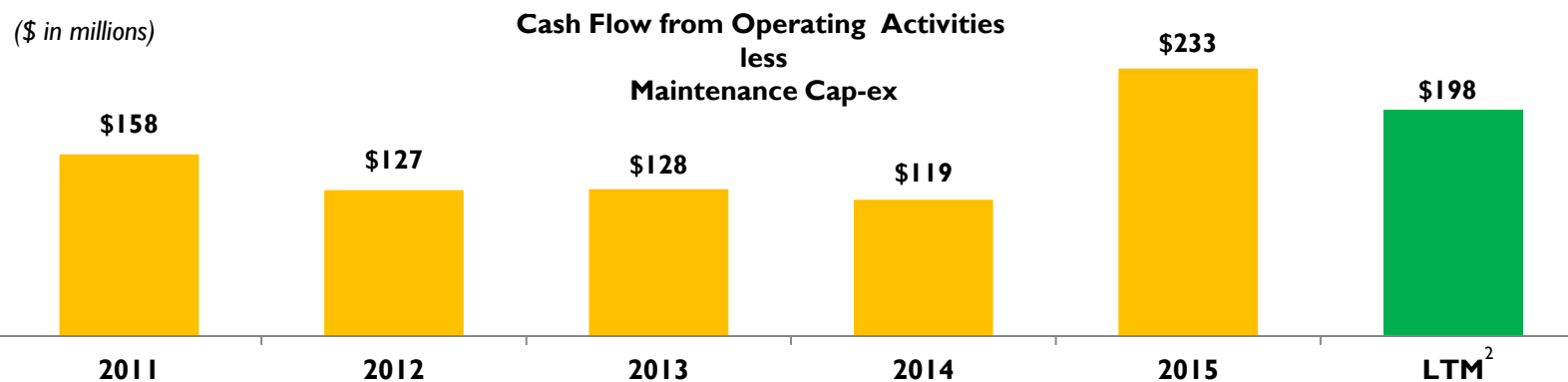
<sup>2</sup> Total consideration for Big Fish Games was \$835 million including earnout

## Strong financial policies & pristine balance sheet

- ✓ Free cash flow and leverage
  - Disciplined maintenance capital spending
  - Cash from operations used for debt repayment, accretive acquisitions, dividends and share repurchases
  - \$150 million share repurchase program in place, \$15 million in share repurchases executed YTD
- ✓ Balance sheet
  - Maintain appropriate levels of operating cash on hand to run brick-and-mortar casino gaming and racing operations plus significant availability under secured revolving credit facility
  - Modest gross leverage of ~2.7x, net leverage of ~2.5x
  - Borrowing capacity of \$348 million under our revolving credit facility
- ✓ M&A and investment criteria
  - Modest spending on existing businesses to expand offerings in higher margin segments
  - Greenfield development spending based on “incremental ROI” philosophy
  - Pursue strategically important opportunities that generate significantly accretive free cash flow per share
- ✓ Distribution policy
  - Dividends are considered annually by the Board based on the health of the Company and are expected to remain at nominal levels for the foreseeable future
  - Raised annual dividend by 15% to \$1.32 per share in November 2016 (to be paid in Jan 2017)
- ✓ General
  - Maintain broad and expedient access to the capital markets
  - Engage in open and active dialogue with rating agencies and high yield investors

## CDI generates significant free cash flow

*Big Fish Games acquisition added significant free cash flow, maintained modest leverage profile*



### Other Key Financial Metrics

	2011	2012	2013	2014	2015
Total debt	\$128	\$210	\$369	\$770	\$789 <sup>1</sup>
Net leverage ratio	0.9x	1.3x	2.1x	3.8x	2.4x
Maintenance cap-ex	\$15	\$17	\$17	\$23	\$31
Dividends declared (per share)	\$0.60	\$0.72	\$0.87	\$1.00	\$1.15

Note: Debt / Adjusted EBITDA metrics shown do not include pro-forma credit for acquisitions

<sup>1</sup> Excludes Big Fish earnout, deferred payments and letters of credit

<sup>2</sup> For LTM period ended 9/30/16

## Experienced, proven management team

### Bill Carstanjen, Chief Executive Officer



- ❑ Named CDI's 12<sup>th</sup> CEO in Aug 2014
- ❑ Served as COO since 2009, President & COO since March 2011, with CDI for ~11 years total
- ❑ Formerly with GE Capital
- ❑ M&A background with Cravath, Swaine & Moore LLP and GE
- ❑ Previously led legal and development teams
- ❑ Columbia Law School

### Bill Mudd, President & COO



- ❑ Named Chief Operating Officer in Sept 2015, named President in Aug 2014
- ❑ Previously served as CFO since 2007
- ❑ Leads operations and IT teams
- ❑ 15 year multi-industry, multi-business background with GE
- ❑ International experience
- ❑ Former Captain in the U.S. Army Reserves
- ❑ B.A. in Mathematics; M.B.A

### Paul Thelen, President of Big Fish Games



- ❑ Big Fish Games Founder and CEO, 2002
- ❑ Technology-focused background with IBM, MarketWare, Mercer Management Consulting and RealNetworks
- ❑ Led numerous internet-related new product development and analytic-based marketing teams
- ❑ B.S. in Electrical Engineering and Stanford MBA

### Marcia Dall, EVP & CFO

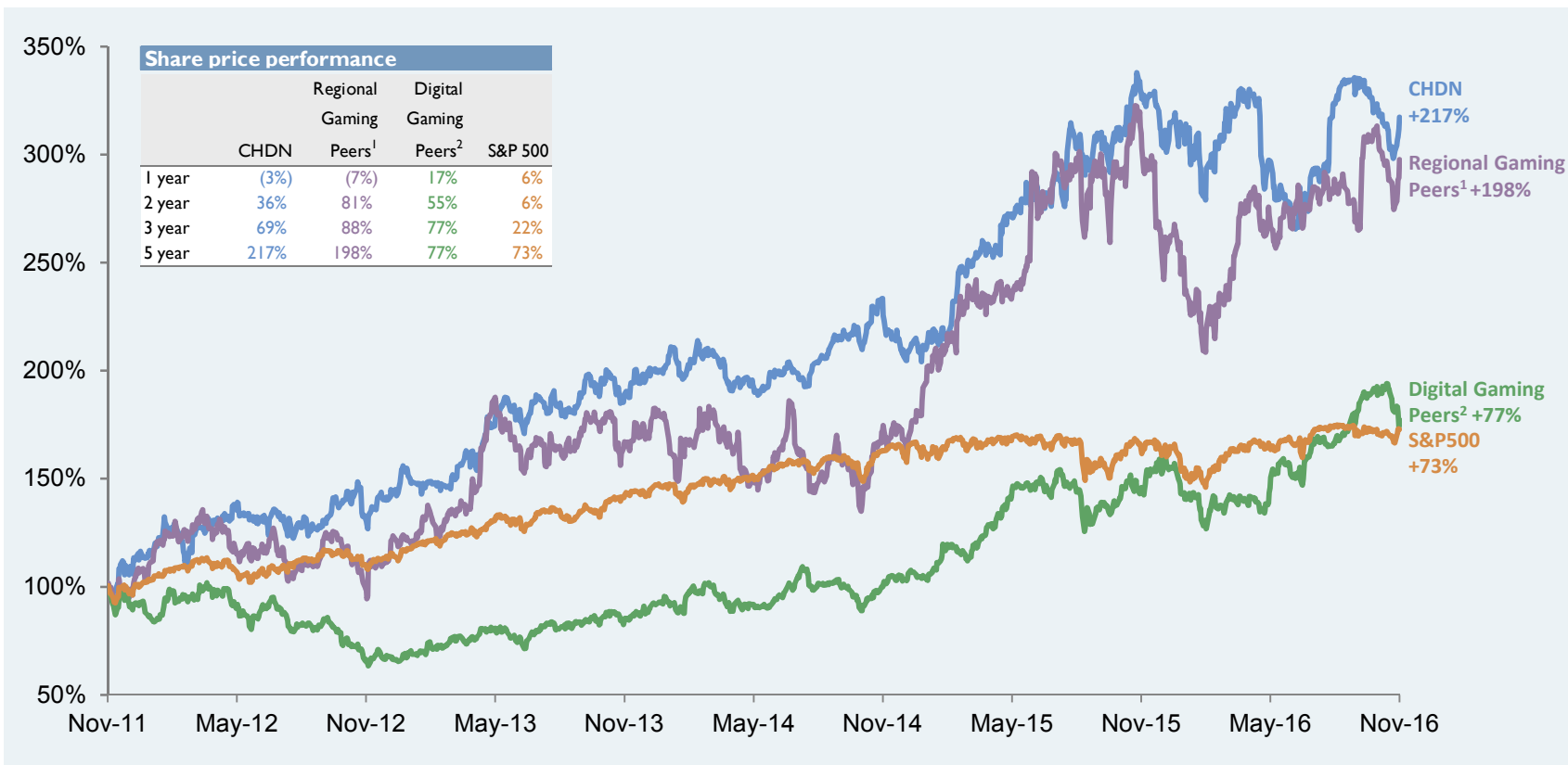


- ❑ Named Chief Financial Officer effective Oct 2015
- ❑ Leads finance, accounting, FP&A, treasury, risk management, IR and capital management
- ❑ 30+ year multi-industry background
- ❑ Formerly with GE in various finance and operations positions over 20+ year tenure
- ❑ B.S. in Accounting; Masters of Management; CPA

## Outsized shareholder return over time

*Churchill Downs has outperformed both gaming peers and the broader market over the past 5 years*

### Churchill Downs share price performance versus peers



Source: Factset market data as of 11/11/2016

<sup>1</sup> Regional gaming peers include Boyd Gaming (BYD), Isle of Capri Casinos (ISLE), Penn National Gaming (PENN); data is calculated as a straight average of the group

<sup>2</sup> Digital gaming peers include Activision (ATVI), DeNA (2432-JP), Electronic Arts (EA), Gree (3632-JP), Glu Mobile (GLUU), NCsoft (036570-KR), NetEase (NTES), Nexon (3659-JP), Zynga (ZNGA); data is calculated as a straight average of the group