



CHURCHILL DOWNS

INCORPORATED

JP Morgan U.S. All Stars Conference
London

September 17-18, 2019

Forward-Looking Statements

Information set forth in this presentation contains various “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 (the “Act”), which provides certain “safe harbor” provisions. All forward-looking statements made in this presentation are made pursuant to the Act. 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 following: the effect of economic conditions on our consumers' confidence and discretionary spending or our access to credit; additional or increased taxes and fees; public perceptions or lack of confidence in the integrity of our business; loss of key or highly skilled personnel; restrictions in our debt facilities limiting our flexibility to operate our business; general risks related to real estate ownership, including fluctuations in market values and environmental regulations; catastrophic events and system failures disrupting our operations; online security risk, including cyber-security breaches; inability to recover under our insurance policies for damages sustained at our properties in the event of inclement weather and casualty events; increases in insurance costs and inability to obtain similar insurance coverage in the future; 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; number of people attending and wagering on live horse races; inability to respond to rapid technological changes in a timely manner; inadvertent infringement of the intellectual property of others; inability to protect our own intellectual property rights; payment-related risks, such as risk associated with fraudulent credit card and debit card use; compliance with the Foreign Corrupt Practices Act or applicable money-laundering regulations; work stoppages and labor issues; difficulty in attracting a sufficient number of horses and trainers for full field horseraces; inability to negotiate agreements with industry constituents, including horsemen and other racetracks; personal injury litigation related to injuries occurring at our racetracks; our inability to utilize and provide totalisator services; weather conditions affecting our ability to conduct live racing; increased competition in the horseracing business; changes in the regulatory environment of our racing operations; changes in regulatory environment of our online horseracing business; increase in competition in our online horseracing; uncertainty and changes in the legal landscape relating to our online wagering business; legalization of online sports betting and iGaming in the United States and our ability to predict and capitalize on any such legalization; inability to expand our sports betting operations and effectively compete; failure to comply with laws requiring us to block access to certain individuals could result in penalties or impairment with respect to our mobile and online wagering products; increased competition in our casino business; changes in regulatory environment of our casino business; costs, delays, and other uncertainties relating to the development and expansion of casinos; and concentration and evolution of slot machine manufacturing and other technology conditions that could impose additional costs.





Company Overview and the Case for Investing

CDI is an industry-leading entertainment company with iconic, diversified assets

\$ in millions	TTM June 30, 2019		Description
	Adj. EBITDA		
Segment	\$	% of total	
Churchill Downs	\$124	32%	Churchill Downs Racetrack (“CDRT”) <ul style="list-style-type: none"> Home of <i>The Kentucky Derby</i> Derby City Gaming (“DCG”)
Online Wagering	\$76	19%	TwinSpires <ul style="list-style-type: none"> Largest¹ online wagering platform for horseracing in U.S. Online Sports Betting and iGaming
Gaming	\$223	56%	Gaming <ul style="list-style-type: none"> 7 owned casinos with 3 hotels 2 casino joint ventures Located in 8 states ~11,000 slot machines/VLTs ~200 table games
Corporate/Other	\$(28)	(7)%	<ul style="list-style-type: none"> Arlington, United Tote, Corporate
Total	\$395	100%	

¹ Based on an annual and quarterly basis per figures released by Oregon Racing Commission for 6/30/19 4

Case for Investing

The Kentucky Derby

- An iconic and irreplaceable asset delivering consistent high margin growth and generating significant free cash flow over the long-term
- Unique and evolving guest experiences and expanded offerings provide consistent organic growth
- Future capital investments provide significant ongoing growth of our marquee asset
- Growing international engagement through our Japan and Europe Roads to the Derby

Diverse organic growth opportunities with disciplined investment spending

- *The Kentucky Derby* – capital investments enhance already unparalleled guest experience
- Online Wagering / TwinSpires – organic growth driven by best-in-class racing content access and data driven marketing strategy that capitalizes on major race dates including *The Kentucky Derby*
- Gaming – multiple, smaller bets in various geographies provide for solid growth
- Expansion into historical racing machines provides new organic growth
- Potential Sports Betting / iGaming expansion as states pass new laws

Strong balance sheet and financial performance

- Strong free cash flow generation with disciplined maintenance capital spending
- Conservatively levered with capacity to pursue strategic options including reinvestment in organic growth, M&A activity, dividends, and share repurchases

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 and earnings growth





Churchill Downs Segment

Overview

Churchill Downs Racetrack



- Home of *The Kentucky Derby*
- Longest continuously held annual sporting event in the **United States**

DERBY CITY
G A M I N G

- Historical racing machine facility
- 1,000 machines
- Operates under CDRT's pari-mutuel racing license at its ancillary training facility in Louisville, KY

The Kentucky Derby utilizes the mystique and magic of Churchill Downs to create unique experiences for our guests

Historic Americana



Sophisticated Luxury



Contagious Excitement



The Kentucky Derby - By The Numbers

- The economic impact made on the Louisville area over Derby Weekend ➡ \$356 million¹
- Mint Juleps served over Derby Weekend ➡ 127,000
- First leg of the Triple Crown ➡ only 13 Triple Crown winners since inception

¹ From the Destination International and Tourism Economics Event Impact Calculator (EEI)

The Lead Up to *The Kentucky Derby*

Month Long Celebration Leading Up to Derby Week

Through various non-affiliated organizations, spring kicks off with a month of events celebrating *The Kentucky Derby*

Thunder Over Louisville

The largest annual fireworks display in North America



Kentucky Derby Festival Marathon

A Boston Marathon qualifying race which runs through CDRT



Great Balloon Race

A beloved family tradition, color fills the Louisville sky to signal that Derby is near



Kentucky Museum of Art & Craft Couture

The fashion kickoff attracts worldwide artist participation

The Fillies Derby Ball

The spin of a wheel determines who will preside as Queen among the festivities



Derby Divas

The Kentucky Oaks charitable partner event has raised over \$1.5 million for breast health



Unique Derby Week Experiences

Experiences at CDRT



Derby attendees have the opportunity to include unique experiences at CDRT with their ticket packages, such as:

- Tours of the Paddock area
- Backstretch Tour at Dawn at Churchill Downs

Derby Week Nightlife

Taste of Derby

An evening of fine cuisine served by chefs from stops along the Road to the Kentucky Derby; the event raises funds for Dare to Care Food Bank

Official Derby Events

Celebrities and other notable guests attend the many charitable nightlife events Derby Week has to offer; these events benefit local charities and feature performances by top artists

- The Trifecta Gala
- Barnstable Brown Gala
- Unbridled Eve
- Fillies & Lillies



3rd Party Experiences



Guests have the opportunity to package other 3rd party tours with their official Derby ticket packages, including:

- Private Horse Farm Tours
- Bourbon Distillery Tours
- Mint Julep Sunset Social



The Lead Up to The Kentucky Derby

Derby Week

Saturday: Opening Night

Derby Week kicks off with artistic displays and performances during the first night of racing



Tuesday: Champions Day

Fans can meet legendary jockeys and trainers, gain industry expert insights into Derby Week betting, and support thoroughbred aftercare

Thursday: Thurby

A day celebrating the best of Kentucky including culture, fare, and racing with attendance of ~40,000



Friday: Kentucky Oaks

America's premier race for 3-year old fillies and the fourth highest attended horse race in the United States at ~115,000

Saturday: The Kentucky Derby

The most prestigious event in racing draws attendance of ~150,000-170,000 and crowns a new Triple Crown hopeful each year

Corporate Engagement

CDI has partnered with the Derby Diversity & Business Summit (DDBS) for Derby Week 2020

- The goal is to connect diverse owned businesses and promote diversity within the executive workforce and supply chain
- Elite business leaders will participate in executive development seminars, panel discussions, and networking opportunities while enjoying Derby Week



2019 Derby Week Results

2019 Kentucky Derby Week – Another Record Year with Adjusted EBITDA growth of \$5.4 million from 2018

Handle

- All-sources handle for Opening Night (April 27) through Derby Day (May 4) set a new record of \$343.0 million, up 10% from the previous record of \$311.2 million in 2018
 - Includes \$4.1 million of handle wagered in Japan - the first year *The Kentucky Derby* has ever been offered for wagering in Japan
- Wagering from all-sources on the Derby Day program totaled \$250.9 million, up 11% from the previous record of \$225.7 million in 2018
- TwinSpires recorded \$48.4 million in handle on Derby Day 2019, up 20% from 2018

Attendance

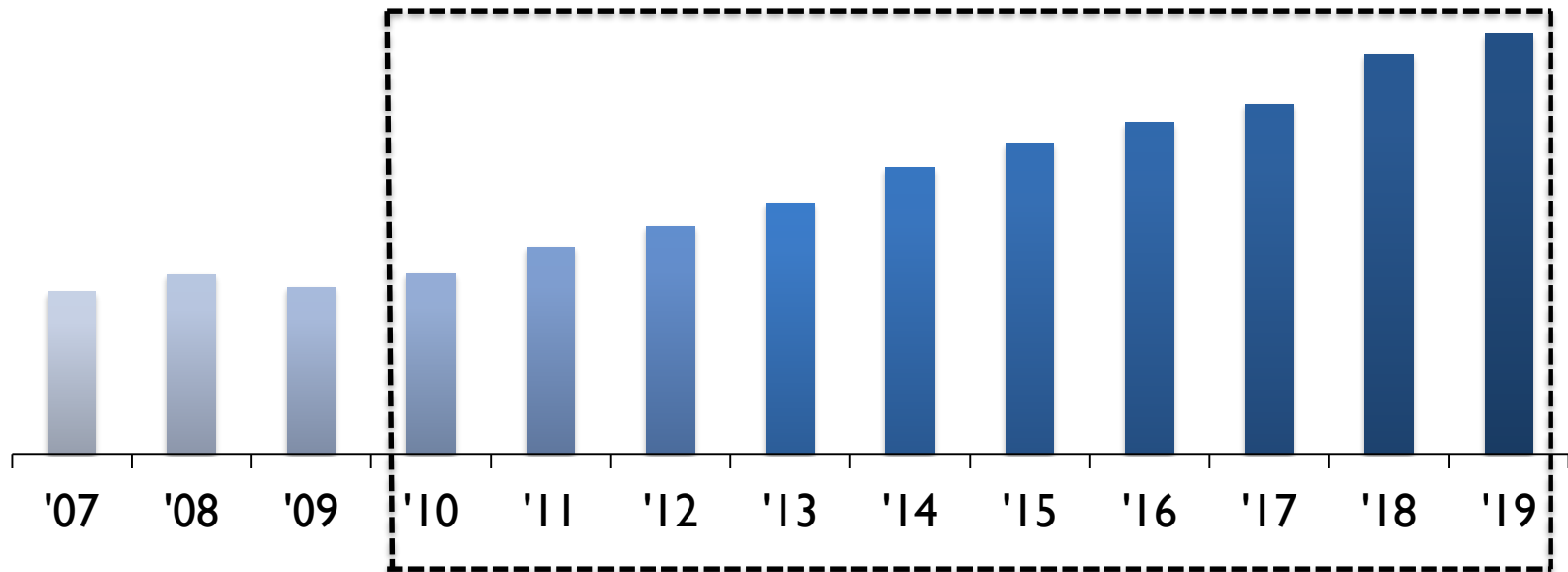
- Derby Day attendance totaled 150,729, down 4% compared to 2018
 - The threat of an all-day rain forecast impacted 2019 attendance
 - Attendance has ranged between 150,000 and 170,000 over the past 5 years
- Derby Week attendance totaled 360,237, down 4% compared to 2018
 - Attendance has ranged between 349,000 and 376,000 over the past 5 years

Television Ratings

- *The 2019 Kentucky Derby* on NBC delivered a 10.9/25¹ overnight rating, the highest for *The Kentucky Derby* since 1992
- 18.5 million peak viewership of the NBC telecast of *The 2019 Kentucky Derby*

¹ 10.9% of all television-equipped households tuned in to *The Kentucky Derby* and among those households watching TV at the time, 25% of those households watched *The Kentucky Derby*

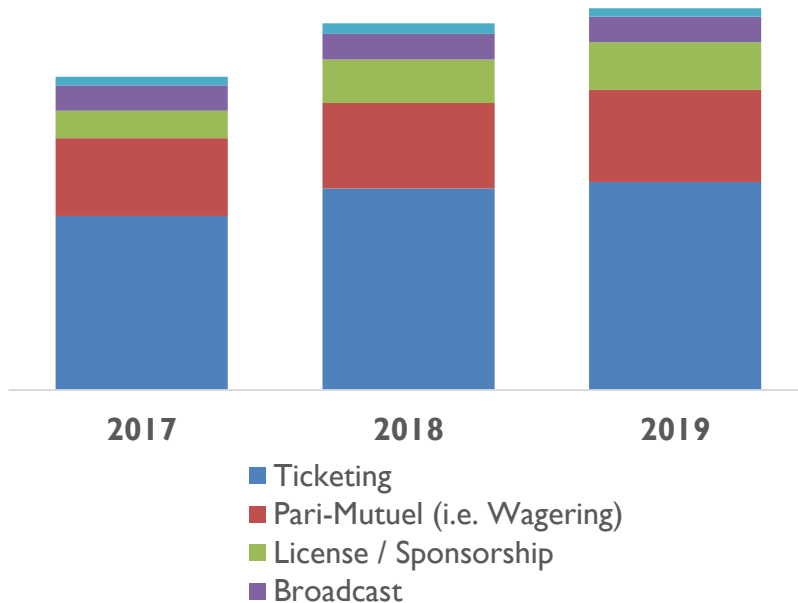
**The Kentucky Derby Week has delivered
10 consecutive years of record Adjusted EBITDA**



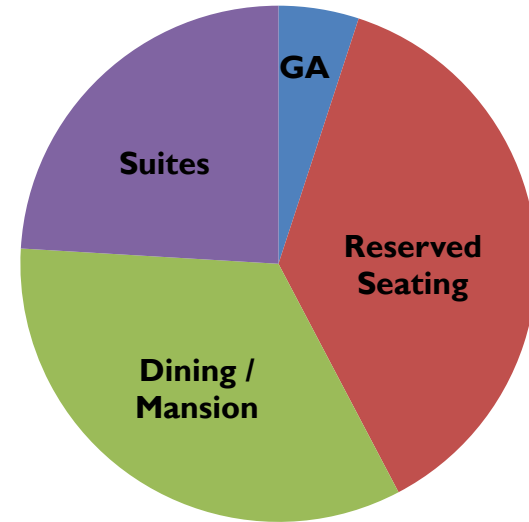
**Derby is a recession resistant asset as demonstrated
by Adjusted EBITDA performance for '07 to '09**

The Kentucky Derby - Sources of Growth and Profitability

Derby Week Revenue
5-year CAGR for Revenue Growth → 10.4%



Ticketing Revenue



Premium seats (~60,000) are largest contributor to revenue

- Over a third of reserved seats are under non-cancellable contracts with staggered expirations of typically 3-7 years through personal seat licenses, suite contracts, and other agreements
- Remaining reserved seats are sold in advance of the event, typically early in the year
- Demand for premium tickets continues to exceed supply

The Kentucky Derby Growth Strategy

A Premier International Sporting / Entertainment Event

Leverage unique experiences and make strategic capital investments

- Enhance guest experience to enable pricing differentiation for ~60,000 reserved seats
- Expand Derby Week offerings and attractions
- Execute capital investments to enable segmentation of ~110,000 guests who do not have a reserved seat

Attract additional sponsorships

Expand European Road to Derby and Japan Road to Derby

Nearly \$190 million in Major Capital Improvements since 2010



Future Build-Out of Facility Supports Long-Term Growth

Announced Projects



Potential Future Projects

- Additional 1st Turn seating
- Premium renovations
- Improved paddock
- Grandstand amenities
- Infield seating

Hotel and HRM Facility at CDRT

Hotel demand driven by:

- Derby Week
- Three live racing meets in the Spring and Fall with 70+ dates

Close proximity to major points of interest

- Less than 3 miles to Louisville International Airport
 - ~4 million passengers in 2018¹
- ~1 mile from the University of Louisville's football and baseball stadiums
 - Capacity of 65,000 and 4,000, respectively
- ~1 mile from Interstate 65, a major North-South highway
 - Average daily traffic of ~170,000²
- ~4 miles from Downtown Louisville

DCG results prove the market is growing with excess demand for additional HRMs

The new expansion will include:

- Suites facing the track
- More permanent premium seating
- A historical racing machine facility as well as other complementary amenities

Further details will be announced on our third quarter earnings call



¹ As reported by Louisville International Airport

² Annual Average Daily Traffic per Kentucky Transportation Cabinet

Multi-year sponsorships with staggered renewals support long-term growth strategy

Sponsorship Economics and Growth

- Vast majority of sponsorship revenue dollars are typically contractually committed six months in advance of Derby Week
- Building relationships with new sponsors to further grow sponsorship revenue

Examples of Continuing Partnerships



Examples of New 2019 Partnerships



Three unique Roads to the Derby for a horse to qualify in one of 20 coveted Derby starting positions

United States	Japan	European
<p>Horses compete for a Derby starting position through 35 races from September through April</p>	<p>Started in 2016 Horses compete for one Derby starting position through four Japanese races starting in November</p>	<p>Started in 2018 Horses compete for one Derby starting position through seven European races from September to April</p>
Growth Potential		
<p>New customers for the Derby Additional wagering Provides extended marketing opportunity for sponsors</p>		

Derby City Gaming

\$65 million investment, 85,000 square foot historical racing machine facility... contributed \$8.8 million of Adjusted EBITDA in 2Q'19

1,000 historical racing machines

Décor pays homage to Churchill Downs Racetrack's deep history in horse racing

Center bar with large format televisions, two food venues, and outdoor gaming patio

CDI partnered with Ainsworth Game Technology to build world's most advanced historical racing machines



Background on Historical Racing Machines in Kentucky

In 2010, Kentucky’s Horse Racing Commission (“KHRC”) enacted regulations to permit wagering on historical horse races on historical racing machine (“HRM”) terminals in Kentucky

- Permitted to have an HRM facility if awarded one of 9 horseracing licenses in Kentucky

In 2014, the Kentucky Supreme Court held the KHRC’s regulations authorizing wagering on historical racing to be valid and lawful

In October 2018, Kentucky state circuit court judge ruled that Exacta Systems HRM’s qualify as pari-mutuel wagering and are legal in Kentucky

Four HRM facilities currently exist in Kentucky

- Kentucky Downs opened the state’s first HRM facility in Sept. 2011
- Ellis Park opened an HRM facility in 2012
- Red Mile, a joint venture owned by Keeneland and Red Mile, opened an HRM facility in 2015
- Derby City Gaming, owned by Churchill Downs, opened on Sept. 14, 2018 in Louisville, KY

What is a Historical Racing Machine?

A historical horse racing machine is a gaming device that uses a pari-mutuel math model to approximate the gaming experience of Class II and Class III machines

Gross Commission / Day / Machine ¹				
Kentucky Historical Racing Machine Facilities	TTM August 2018	TTM August 2019	% Change	# of Machines as of August '19
Ellis Park	\$ 104	\$ 124	19.6%	179
Red Mile	\$ 65	\$ 78	20.6%	938
Kentucky Downs	\$ 221	\$ 279	26.1%	753

Gross Commission / Day / Machine ¹												
Property	2018				2019							
	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May	Jun.	Jul.	Aug.
Derby City Gaming	\$ 138	\$ 157	\$ 179	\$ 198	\$ 203	\$ 284	\$ 311	\$ 284	\$ 280	\$ 273	\$ 274	\$ 290

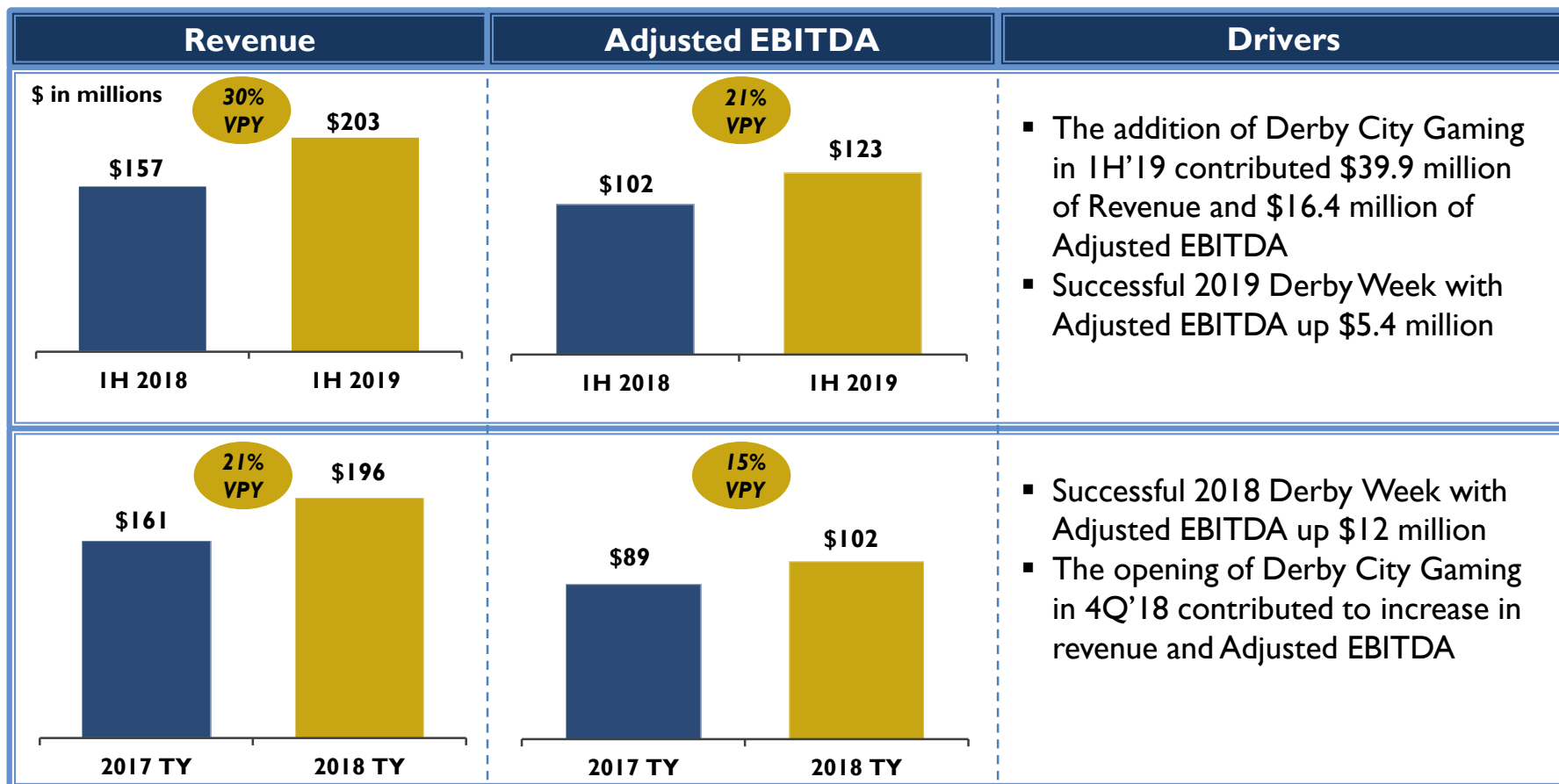
Nearest casino to Derby City Gaming is Horseshoe Southern Indiana

- ~ 30 to 40 minutes away from Derby City Gaming
- ~1,570 Class III slot machines
- TTM August 2019 Gross Win / Day / Machine² of \$292

¹ Based on Kentucky Horse Racing Commission Monthly Wagering Report for August 2019; Derby City Gaming includes September 2018 (which includes partial month of September, Derby City's Grand Opening was on 9/14/2018).

² Based on Indiana Gaming Commission Monthly Gaming Revenue Report for August 2019

Financial Overview







Online Wagering Segment

Overview

TwinSpires



- Largest¹, online horseracing wagering platform in the U.S.
- Linkage to *The Kentucky Derby* is a key advantage

Online Sports Betting and iGaming



- Active in New Jersey
- Plan to launch in Pennsylvania in 2H'19
- Strong geographic footprint in key states for expansion

¹ Based on an annual and quarterly basis per figures released by Oregon Racing Commission for 6/30/19

TwinSpires.com

BET ANYWHERE, ANYTIME
Bet on racetracks all around the world.



TOP RACING DATA
Leading source of online data



SIMPLE, FAST WAGERING
Place multiple bets at a time



LIVE STREAMING



BET LIKE A PRO
Get the inside edge with leading handicapping information



EARN CASH
Earn cash bonuses to bet on the races



TwinSpires delivers handicapping data, live race video, and best in class betting

Overview

Launched in 2007

Official mobile betting partner of:

- *The Kentucky Derby*
- Churchill Downs Racetrack

Benefits from CDI ownership of:

- United Tote - provides totalisator services
- Brisnet - provides historical handicapping data



2018 Key metrics

\$ in millions	2018	VPY %
TwinSpires Handle¹	\$1,390	8%
Revenue	\$292	14%
Adjusted EBITDA	\$79	13%

¹ TwinSpires handle excludes Velocity

Multiple brands leverage infrastructure



TwinSpires' strategic advantages

Linkage to *The Kentucky Derby* and the other Triple Crown / Breeders' Cup events



- Inexpensively acquire new customers each year with an affinity for horseracing
- Access to premier content because of ownership of *The Kentucky Derby*

Business intelligence analytics



- Utilize analytics on customer behavior to drive efficient customer acquisition, retention and activation

Customer relationships



- Differentiate VIP relationships to build loyalty and retention
- Unique ability to create once in a lifetime experiences at *The Kentucky Derby*

Management team

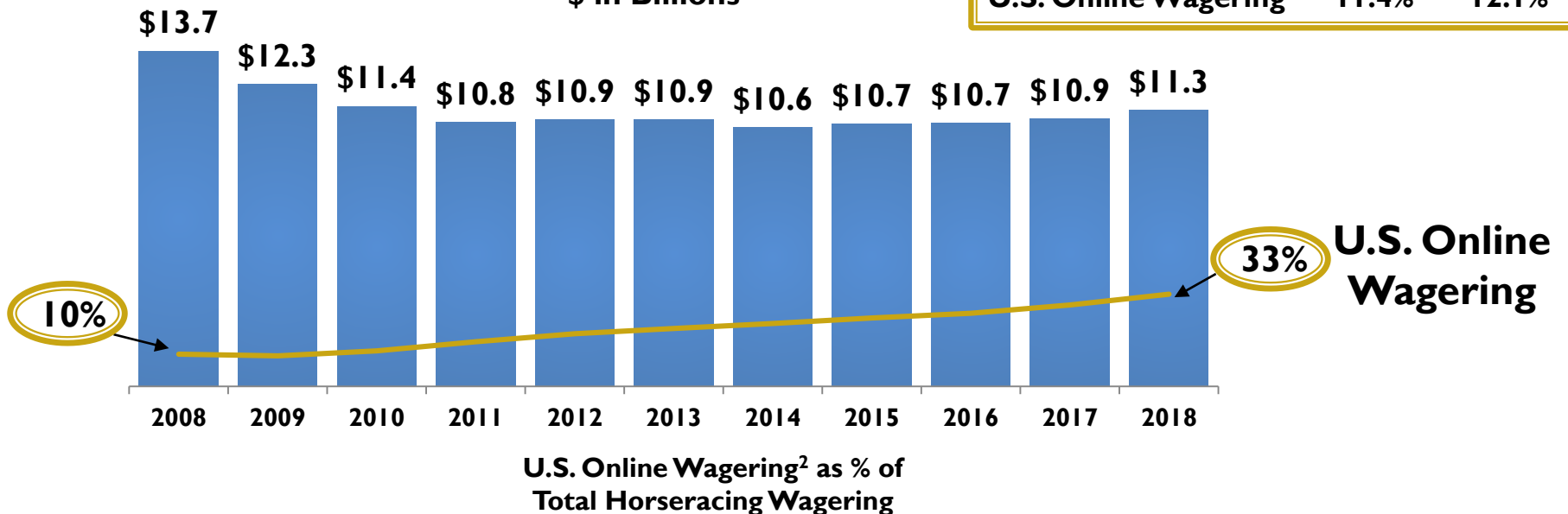


- Significant online wagering experience in Europe and U.S.
- Deep technology expertise throughout core team
- Team's experience positions us well for growth in online sports betting and iGaming markets

Online horseracing wagering has potential for additional market penetration

**Total Horseracing Wagering¹
in the United States
\$ in Billions**

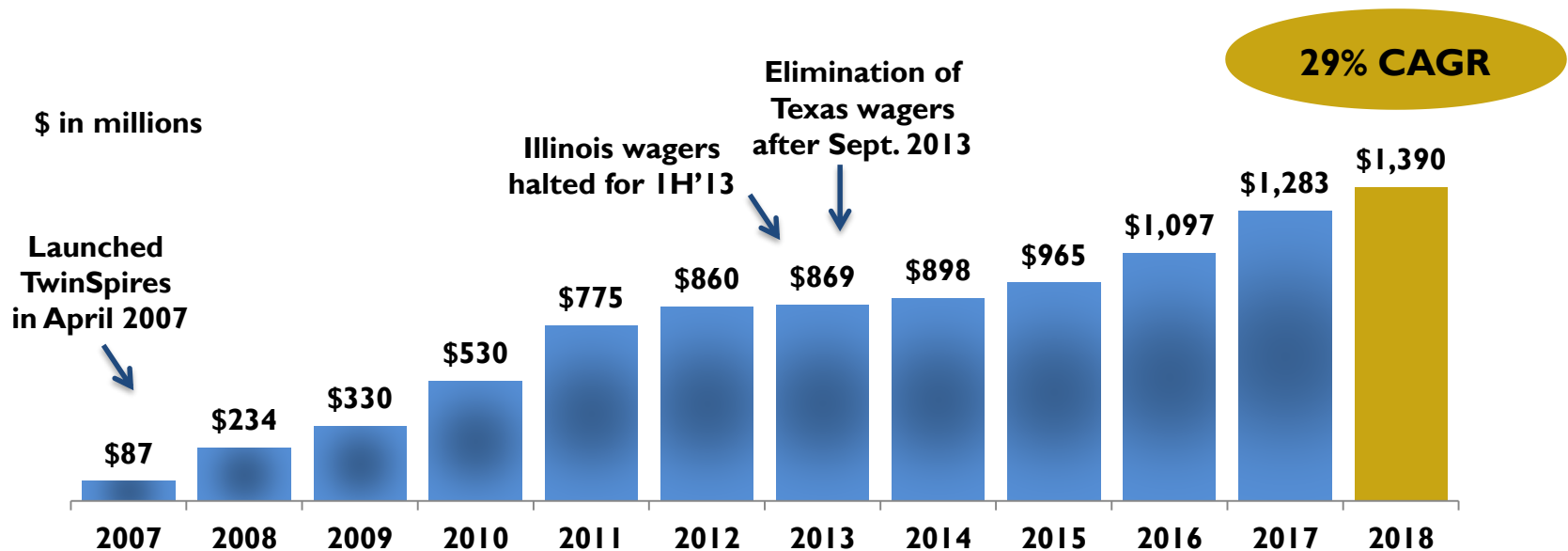
U.S Horseracing	CAGR	
	2008-15	2016-18
Total Wagering	(3.5)%	2.4%
U.S. Online Wagering	11.4%	12.1%



¹ Source: Equibase

² Online Wagering excludes Velocity

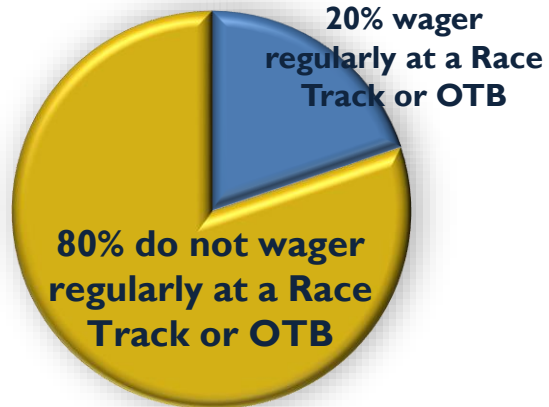
TwinSpires handle¹ has grown significantly over the past decade



¹ TwinSpires handle excludes Velocity

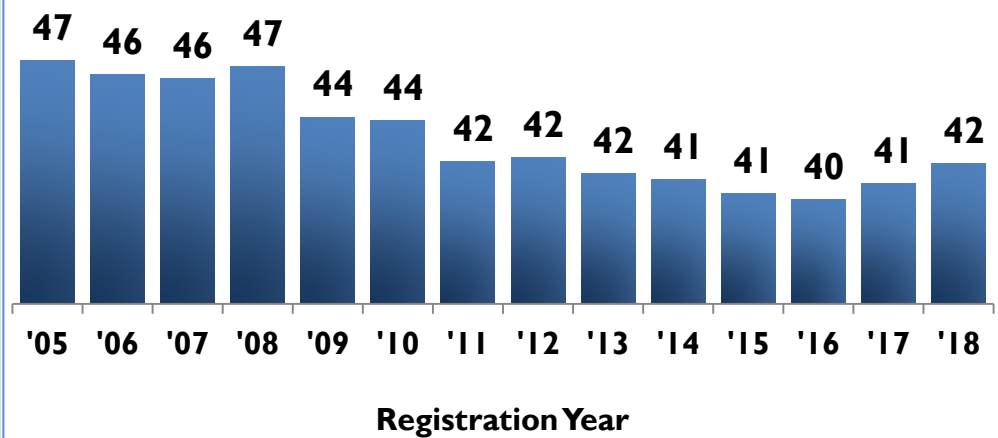
We are attracting new fans and younger fans to horseracing

New Fans



Based on survey of August 2017 new customers

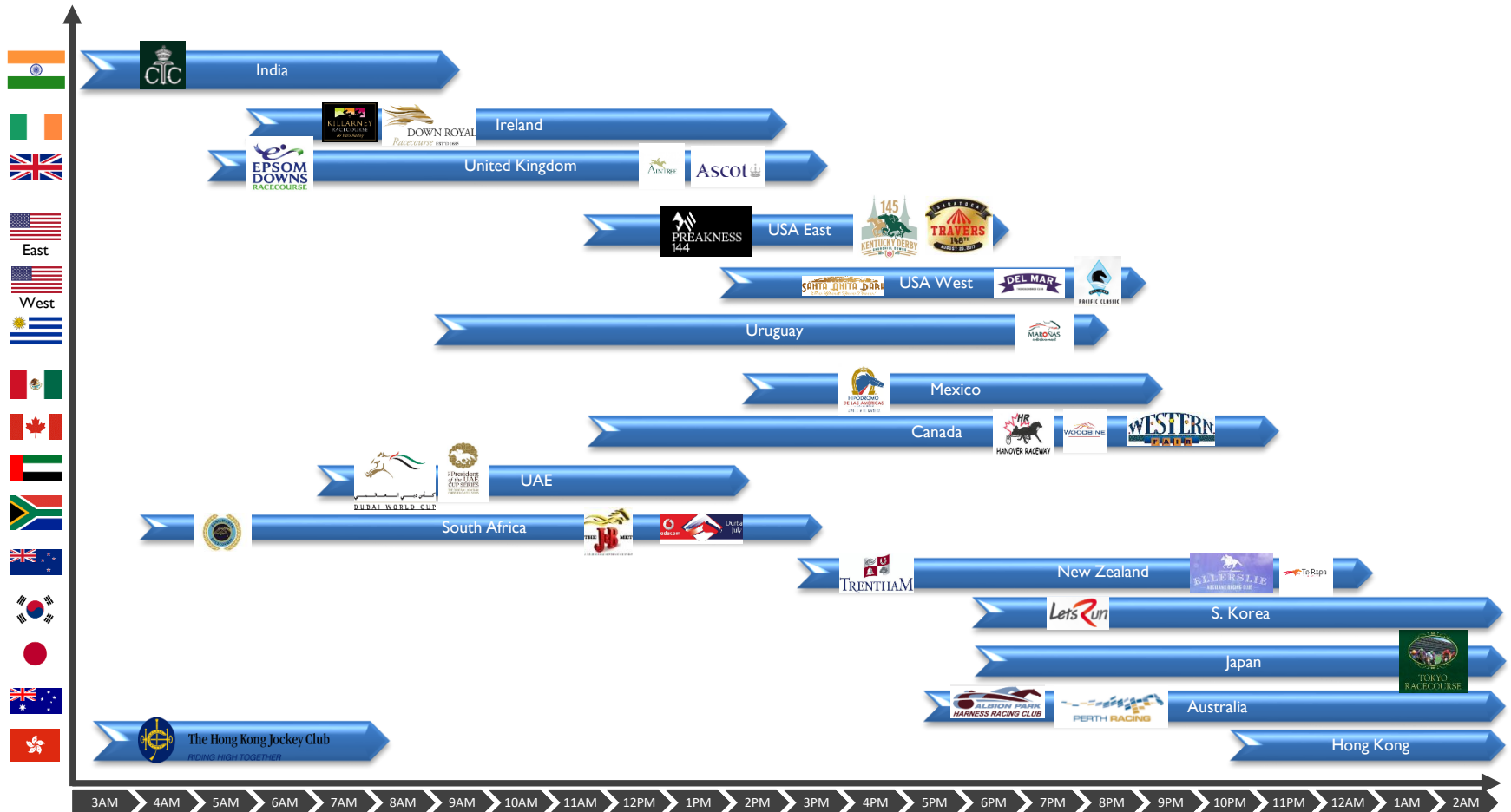
Median New Player Age



TwinSpires offers betting on ~203,000 races at 350 racetracks 365 days a year



TwinSpires offers betting 24/7 from 14 countries



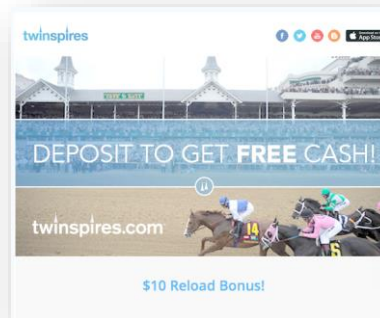
Hours in EST

We leverage data to drive user acquisition, retention, and activation

User Acquisition



User Retention



User Activation



We have the unique ability to create once in a lifetime experiences at *The Kentucky Derby*

Winner's Toasts



Trophy Presentations



VIP Events



Behind-the-Scene Tours



Sports Betting / iGaming Opportunity

In May 2018, the Supreme Court repealed the Professional and Amateur Sports Protection Act of 1992 (“PASPA”) – effectively allowing sports betting in the U.S. on professional and amateur sports, subject to state regulation

- PASPA had effectively outlawed sports betting in the U.S. except for in Nevada, Oregon, Delaware, and Montana
- New Jersey was the leader in challenging PASPA

Typical State process to enable sports wagering:

- Enact state legislation
- State governing body implements regulations
- Eligible companies and key suppliers obtain state gaming licenses and technology certifications, as required

Current Status	# of states	
	Sports Betting ¹	iGaming ²
Authorized But Not Yet Operational	6	0
Operational	13	5

¹ Per Eilers & Krejcik Gaming U.S Sports Betting Market Monitor for September 2019

² Per Eilers & Krejcik Gaming U.S Online Casino Tracker for August 2019

Sports Betting / iGaming Opportunity

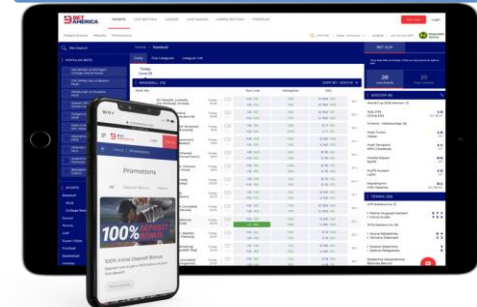
CDI leveraging BetAmerica brand for sports betting and iGaming



Retail¹



Online



- Leverage our expertise as the largest online horse race wagering business in the U.S.
- SBTech platform provides industry leading technology platform
 - Integrated sports betting and iGaming products
 - SBTech provides odds and risk management services

¹ Results for Retail Sports Betting are included in the Gaming Segment

Sports Betting and iGaming – Near-term Opportunities

Near-term retail and online BetAmerica sports betting and iGaming operations					
State	Adult Population ¹ (million)	CDI Property or 3 rd Party Agreement	Type	CDI Sports Betting	CDI iGaming
Mississippi	~2.2	Harlow's and Riverwalk Casinos ²	Retail Only	Aug. 2018	N/A
New Jersey	~6.8	Agreement with Golden Nugget Atlantic City for Sports Betting & iGaming skin	Online Only	Launched 1Q'19	Launched 1Q'19
Pennsylvania	~9.7	Presque Isle Downs & Casino in Erie, PA	Retail and Online	Retail Launched 3Q'19 Online 2H'19	2H'19
Illinois	~9.5	Rivers Joint Venture ³ and Arlington International Racecourse and OTBs	Retail and Online	TBD	TBD
Indiana	~4.8	Agreement with Rising Star Casino Resort for Sports Betting	Retail and Online	TBD	TBD

¹ Population Distribution by Age by The Henry J. Kaiser Family Foundation, 2016

² Retail betting results at Harlow's and Riverwalk Casinos are reported in the Gaming Segment

³ Rivers Des Plaines will operate sports betting under their brand BetRivers

Future Expansion of Sports Betting and iGaming

CDI is well positioned in key states if sports betting and iGaming are approved

State	Adult Population ¹ (million)	CDI Property or 3 rd Party Agreement
California	~29.4	Card room agreement to offer online poker if legislation is approved
Florida	~16.2	Calder Casino
New York	~15.1	Agreement with Saratoga Casino Holdings for rights to online sports betting & iGaming until 2033
Ohio	~8.6	Miami Valley Gaming Joint Venture
Tennessee	~5.0	Open market access
Maryland	~4.5	The Casino at Ocean Downs
Colorado	~4.2	Agreement with Full House Resorts for rights to online sports betting in Colorado and retail sports betting at Bronco Billy's Casino and Hotel; Agreement with Saratoga Casino Holdings for rights to online sports betting & iGaming until 2033
Louisiana	~3.4	Fair Grounds Slots and VSI and Fair Grounds Race Course
Kentucky	~3.3	Churchill Downs Racetrack and Derby City Gaming
Maine	~1.0	Oxford Casino
Washington, D.C.	~0.5	Open market access

¹ Population Distribution by Age by The Henry J. Kaiser Family Foundation, 2017

Financial Overview

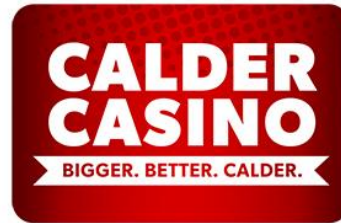
Revenue	Adjusted EBITDA	Drivers																		
<p>\$ in millions</p> <table border="1"> <tr> <th>Period</th> <th>Revenue (\$ millions)</th> <th>Change (VPY)</th> </tr> <tr> <td>IH 2018</td> <td>\$157</td> <td>-</td> </tr> <tr> <td>IH 2019</td> <td>\$159</td> <td>1%</td> </tr> </table>	Period	Revenue (\$ millions)	Change (VPY)	IH 2018	\$157	-	IH 2019	\$159	1%	<table border="1"> <tr> <th>Period</th> <th>Adjusted EBITDA (\$ millions)</th> <th>Change (VPY)</th> </tr> <tr> <td>IH 2018</td> <td>\$42</td> <td>-</td> </tr> <tr> <td>IH 2019</td> <td>\$39</td> <td>(8)%</td> </tr> </table>	Period	Adjusted EBITDA (\$ millions)	Change (VPY)	IH 2018	\$42	-	IH 2019	\$39	(8)%	<ul style="list-style-type: none"> Handle grew 2.3% in IH'19 <ul style="list-style-type: none"> Industry was down 3.2% Online Sports Betting and iGaming operations decreased Adjusted EBITDA by ~ \$3 million in IH'19
Period	Revenue (\$ millions)	Change (VPY)																		
IH 2018	\$157	-																		
IH 2019	\$159	1%																		
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Period	Revenue (\$ millions)	Change (VPY)																		
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Gaming Segment

Regional Gaming Properties



We are a leader in brick-and-mortar casino gaming with ~11,000 slot machines and VLTs and ~200 table games in eight states

Diverse portfolio of gaming properties

Overview

Ten casinos and three hotels in eight states

- Seven wholly owned, two joint ventures, and one management contract
- Local brands and community connection
- Smaller bets in diverse geographic and economic environments

Retail self service BetAmerica Sportbooks opened at two Mississippi properties in August 2018 as well as Presque Isle Downs & Casino in July 2019

2018 Key metrics

\$ in millions	<u>2018</u>	<u>VPY %</u>
Revenue	\$450	15%
Adjusted EBITDA	\$174	17%
Wholly owned casino margin¹	33.2%	170 pts

Industry leading margins for wholly owned casinos

¹ Excludes corporate overhead, Ocean Downs, joint ventures, and racetracks

Our gaming properties' strategic advantages

Local approach



- Unique brands and marketing strategies
- Menus and offerings reflect local tastes
- Promotions catered to local customer base
- Loyal player base

Business intelligence analytics



- Utilize analytics on customer behavior to optimize customer trips and casino / food & beverage offerings

Leverage corporate gaming expertise



- Gaming floor layout and game mix optimized
- Central slot purchasing to leverage size
- Disciplined reporting and communication strategy
- Central marketing resource facilitates shared best practices

Regional property gaming leaders



- Significant overall gaming experience
- Stable executive leadership maintains local market focus

Florida and Louisiana Casinos & Video Poker

Calder Casino – Miami Gardens, Florida

- Property:
 - Located in Miami Gardens, FL, near Hard Rock Stadium (home of the Miami Dolphins)
 - Gaming facility opened in Jan. 2010
 - 170 acres of land with casino and racetrack
 - ~1,150 slot machines
- Agreement with The Stronach Group to operate and manage Calder's racetrack and live horseracing under Calder's racing permits until Dec. 31, 2020
- In Nov. 2016, we sold 61 acres of excess real estate at Calder for \$434k per acre¹
- Expanded smoking patio opened May 2018
- Jai Alai permit received in Feb. 2018 and began play in May 2019



Fair Grounds Slots & Video Poker - Louisiana

- Property:
 - Racetrack and slots facility located in New Orleans, LA
 - Slots facility opened in Oct. 2008
 - ~620 slot machines



- Fair Grounds operates 14 OTB's across southeast LA of which 12 have ~940 video poker machines



¹ Excluding real estate commissions paid

Maine and Maryland Casinos

Oxford Casino – Oxford, Maine

- Property:
 - Located in Oxford, Maine
 - ~940 slot machines, 30 table games and 2 dining facilities
 - 97 acres of land
- Purchased in July 2013
- In Nov. 2017, opened new \$25 million expansion
 - Attached 107-room hotel
 - Expanded gaming floor to add 100 slot machines
 - Added new pub restaurant



The Casino at Ocean Downs – Berlin, Maryland

- Property:
 - Located near Ocean City
 - Casino opened in 2010
 - Harness racetrack opened in 1949
 - ~900 video lottery terminals and 18 table games
- Ownership history
 - Purchased 50% equity stake in Jan. 2017
 - Acquired remaining 50% equity stake in Aug. 2018 through swap of 25% ownership interest in Saratoga New York and Colorado with Saratoga Casino Holdings
- Realized an effective 10 percentage point tax reduction starting Aug. 2017 by purchasing slot machines from the State of Maryland
- Added 10 table games and 100VLTs in Dec. 2017 and an additional 8 tables in July 2018



Mississippi Casinos

Harlow's Casino Resort & Spa

Property:

- Located in Greenville, Mississippi
- Facility opened in 2007
- ~730 slot machines, 15 table games
- 4 dining facilities
- 105-room attached hotel
- Located on ~85 acres of leased land

Purchased in Dec. 2010

Opened retail BetAmerica Sportsbook in Aug. 2018

- 39 self-service betting terminals
- 21 big screen displays broadcasting over 100 different HD channels of sporting events and information

Harlow's
Casino Resort & Spa



Riverwalk Casino Hotel

Property:

- Located in Vicksburg, Mississippi
- Facility opened in 2008
- ~650 slot machines, 16 table games
- 2 dining areas
- 80-room attached hotel
- 22 acres of land

Purchased in Oct. 2012

Opened retail BetAmerica Sportsbook in Aug. 2018

- 38 self-service betting terminals
- 55 big screen displays broadcasting over 100 different HD channels of sporting events and information

RIVERWALK
CASINO • HOTEL



Pennsylvania Casinos

Presque Isle Casino

- Property:
 - Located in Erie, Pennsylvania
 - ~1,600 slot machines, 32 table games and a 7 table poker room in 153,400 sq. ft. facility
 - ~100 live thoroughbred race dates each year
 - Located on ~270 acres of land
- Purchased in January 2019 for \$179 million
- Opened retail BetAmerica Sportsbook in July 2019
 - 50 state-of-the-art self-service betting terminals located throughout the casino floor



Lady Luck Nemacolin

- Property:
 - Located in Farmington, PA
 - ~1 mile from Nemacolin Woodlands Resort's main entrance
 - ~ 600 slot machines, 27 table games and a casual dining restaurant and lounge
- Paid \$100,000 in March 2019 for:
 - Management agreement to operate casino until July 2023
 - All fixed assets (e.g. slot machines and table games)
 - Paid a \$1 million payment in 2Q'19 to the PA Gaming Control Board to lift the \$10 per visit access fee for customers



Casino Joint Ventures

Two of our casinos are joint ventures

Miami Valley Gaming (50% Equity Investment)

- Opened in December 2013
- Located in Lebanon, OH (North of Cincinnati, south of Dayton)
- ~1,930 video lottery terminals
- Joint venture (50/50) with Delaware North
- Added smoking patio, high limit area, and expanded gaming in 4Q'17



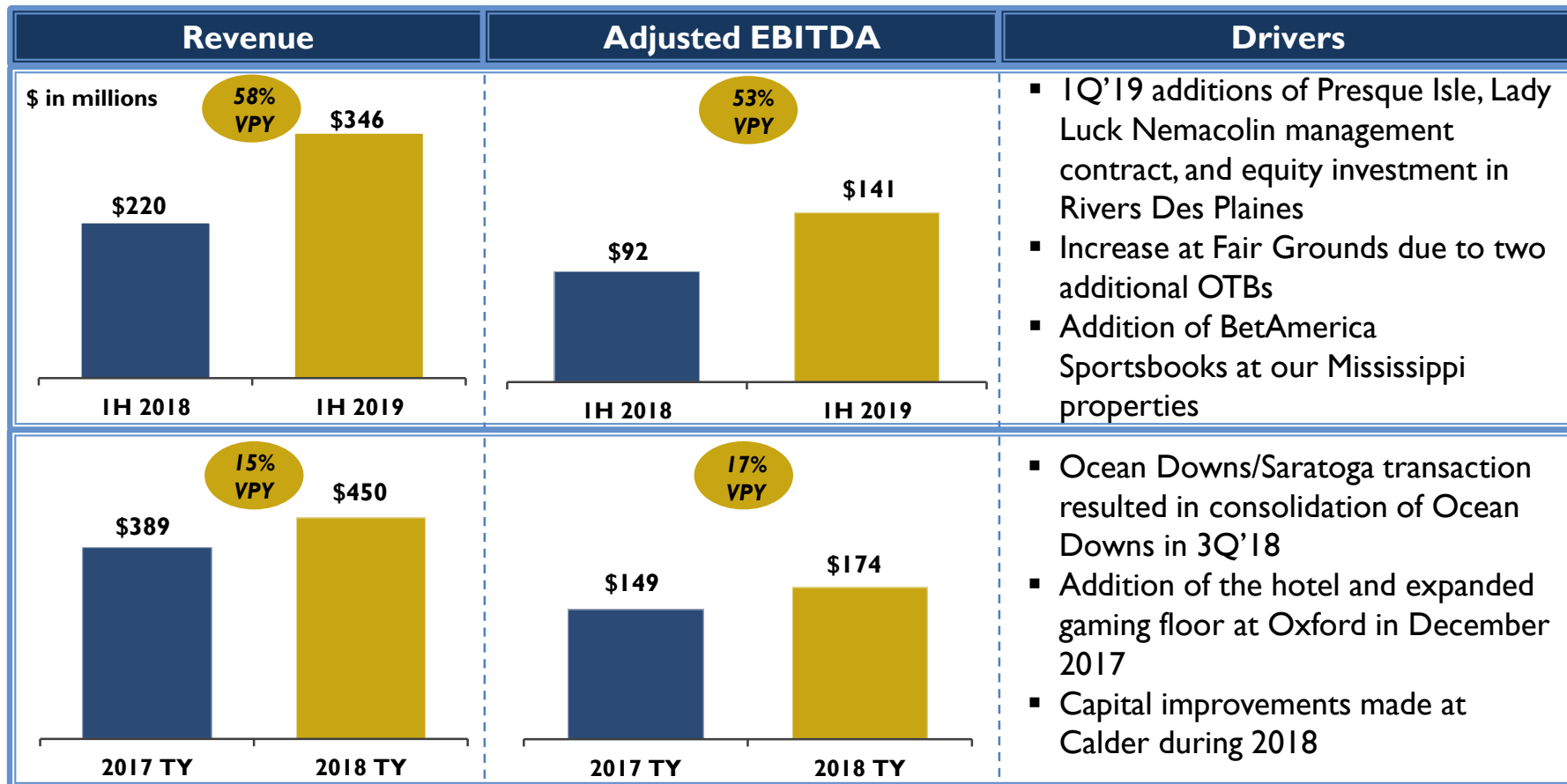
Rivers Casino Des Plaines (61% Equity Investment)

- Opened in July 2011
- CDI invested \$407 million for 61% equity investment on March 5, 2019
- Located in Des Plaines, IL
- ~980 slot machines and ~58 table games¹
- Joint venture with High Plains Gaming, LLC, an affiliate of Rush Street Gaming, LLC
- Favorably positioned for online sports betting / iGaming upside



¹ For purposes of statutory requirements, slot machines are counted as 0.9 positions and table games are determined based on type of game (Craps tables have 10 positions, all others have 5 positions).

Financial Overview







Additional Growth Opportunities

Oak Grove, Kentucky

Located off of Highway 24 on the Kentucky – Tennessee state border

- Major East/West roadway connecting from Southern Illinois, through Nashville, and ending in Chattanooga, Tennessee

~55 miles from Nashville, Tennessee

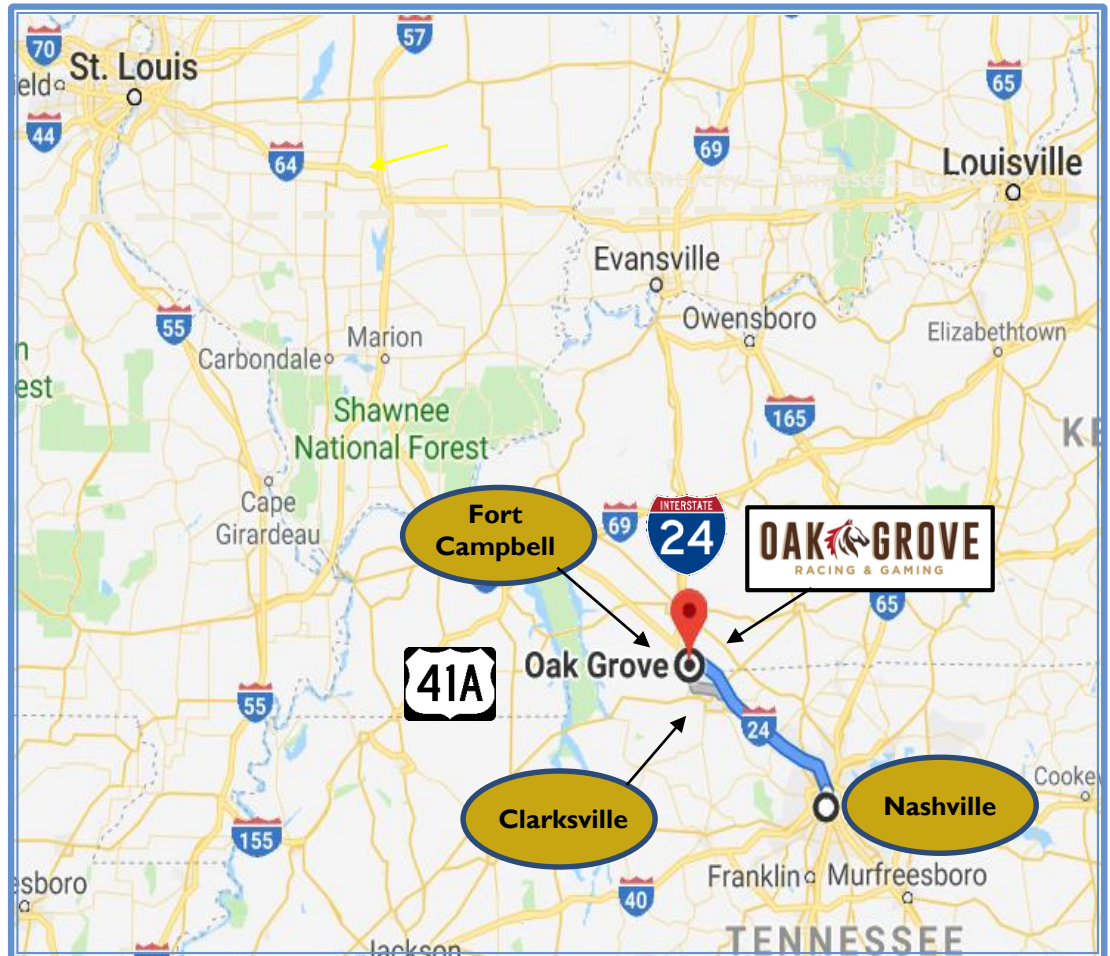
- Population of ~670,000 - 24th largest city in the U.S.
- Ranked the 7th fastest growing city in 2018 by Forbes based on both population and job growth
- Tennessee does not offer legal retail gaming options

~3 miles from Fort Campbell

- The second largest military base in the United States with population of over 200,000

~11 miles from Clarksville, Tennessee

- Population of ~150,000 – 5th largest city in Tennessee



Oak Grove Racing & Gaming

Building new \$200 million property in a joint venture owned by CDI (95% owner) and Keeneland Association Inc. (5% owner)

- Racetrack and enclosed grandstand / multi-purpose space
- Will run 12 harness racing dates in October / November 2019
- HRM facility which will open Summer of 2020 with ~1,200 machines
 - Have approval to increase to 1,500 machines
 - Plan to introduce new game titles with second supplier of HRMs
- 125-room hotel with event center and dining options which will open Summer of 2020
- 3,000 person capacity amphitheater and state-of-the art equestrian center including indoor arena



New Latonia Racing & Gaming

CDI has applied for an additional racing license in Kentucky, with plans to build a ~\$200 million live and historical racing facility in Northern Kentucky

- Application filed with the KHRC requesting to host a winter Thoroughbred racing meet
 - Meet to be held at CDRT in January through March and in December 2020
 - Racing would take place at the proposed New Latonia facility in future years upon completion
- Phase One:
 - Up to \$150 million racetrack and HRM facility featuring up to 1,500 machines
- Phase Two:
 - May include the addition of a ~\$50 million hotel



Illinois Gaming Expansion and Sports Betting Legalization

Rivers Casino Des Plaines

- Requested 800 additional positions (increase from 1,200 to 2,000)
 - Current building can accommodate ~ 200-250 additional positions in the near term, pending approval from the Illinois Gaming Board
 - Rivers will invest additional capital to expand the existing building to accommodate the balance of the machines
- Will be requesting sports betting license
- Privilege tax rate on table games will be reduced from a maximum of 50% down to 15% for the first \$25 million annual adjusted gross receipts received on table games, and 20% of annual adjusted gross receipts in excess of \$25 million
 - The new rates will go into effect on the date that the first new casino begins operations

Rush Street Gaming and CDI have jointly submitted a bid for the new Waukegan casino

- Proposed 1,625-gaming-seat facility that will also operate in-casino and online sports betting
- Would create over 1,200 permanent jobs and contribute over \$150 million annually into the local economy

CDI has announced that Arlington Racecourse has declined to apply for gaming license

- Will conduct horse racing in 2020 and 2021 and also apply for a sports betting license for retail and online sportsbook for Arlington Racecourse and three OTBs
- Will explore longer-term alternatives, including moving the racing license to another community in the Chicagoland area or elsewhere in the state

We have demonstrated M&A is a core discipline of our team

Typical M&A Target Screen

Regional casino assets with future growth potential
Well positioned competitively – existing gaming and future gaming expansion
Strategic growth potential into sports betting and iGaming
Accretive to free cash flow and earnings per share with returns above cost of capital

And, we have shown our ability to be a disciplined seller of assets

**Calder Race Course
Land Sale**

Sold 61 acres of excess land for \$26.5 million or \$434k per acre¹
Used like-kind-exchange to permanently defer \$14 million of gain on sale through purchase of property at Churchill Downs

Big Fish Games

Purchased for \$835 million² Dec. 2014
Sold for \$990 million² Jan. 2018
> 50% levered IRR

**Saratoga – New York
and Colorado**

Swapped 25% equity ownership in Saratoga – New York and Colorado for remaining 50% equity ownership in Ocean Downs Casino
Retained rights to online sports betting and iGaming if regulation allows in the future

¹ Excluding real estate commissions paid

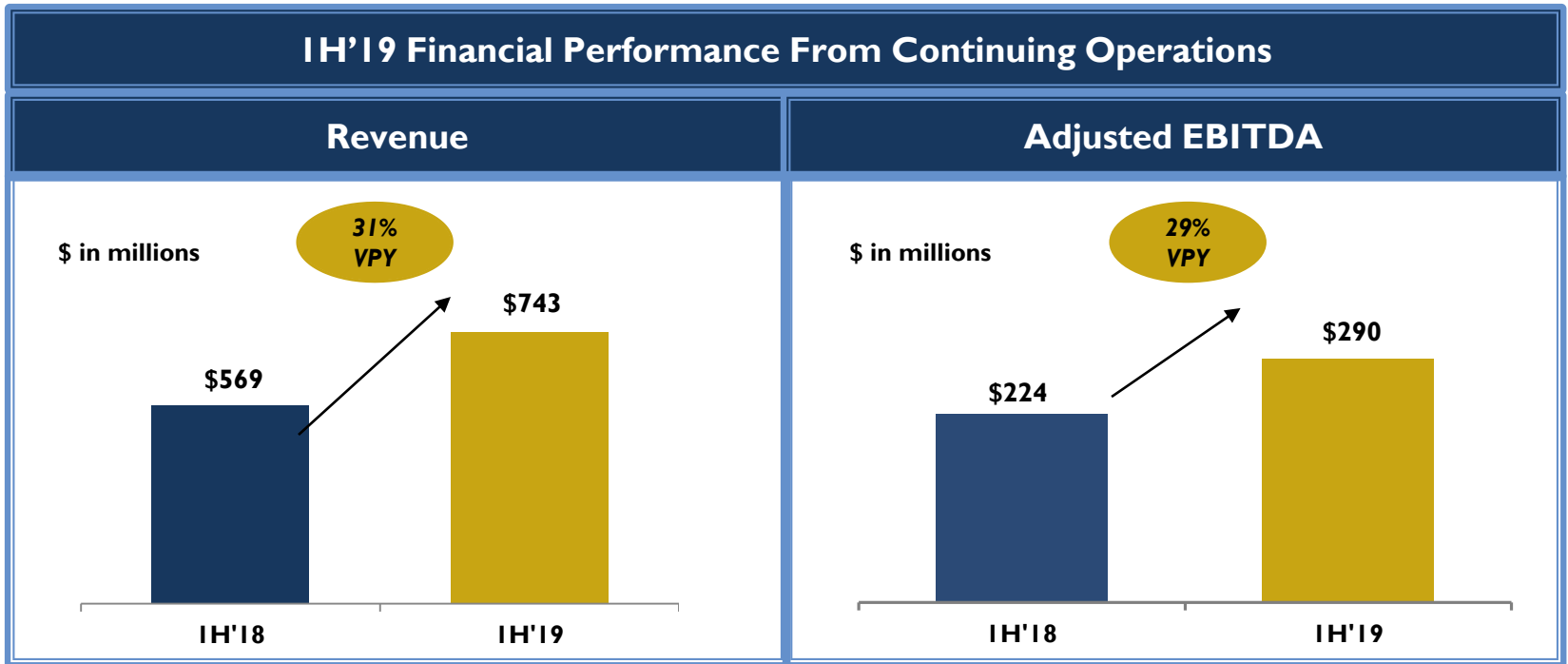
² Gross, prior to settlement of working capital adjustments and transaction costs





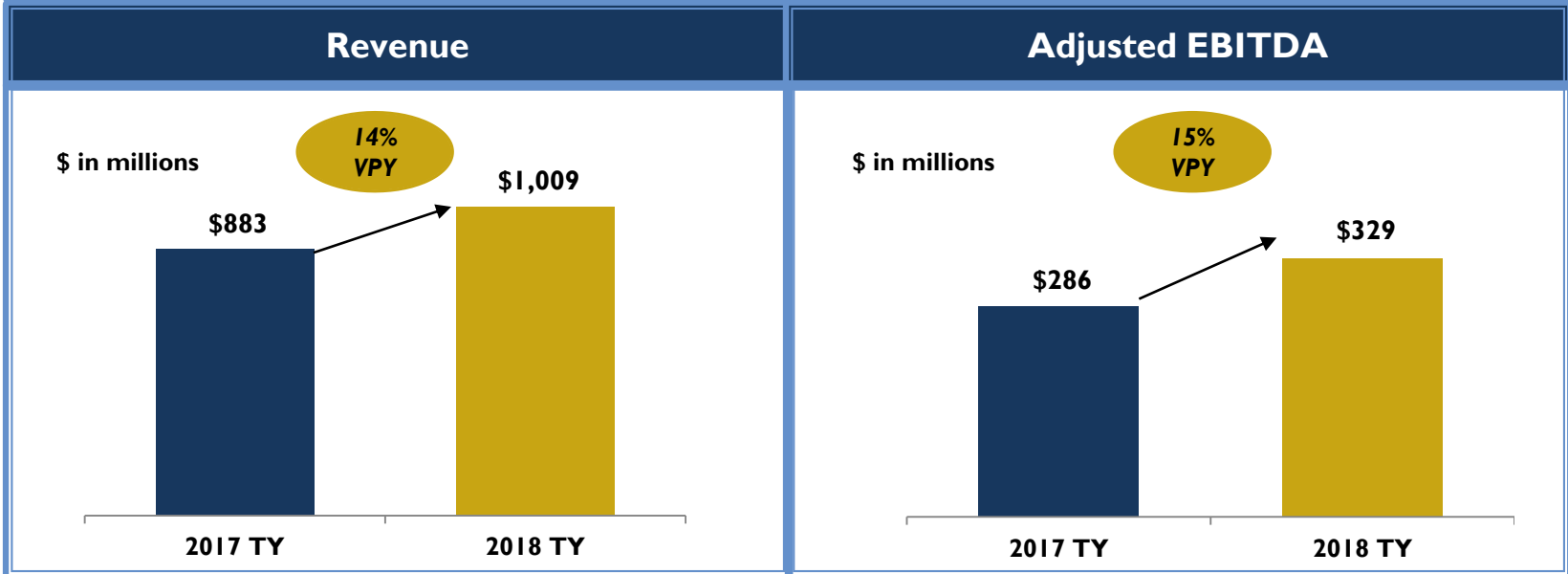
Financial Highlights and Insights

Strong growth driven by Derby City Gaming, Derby Week, organic growth, and strategic acquisitions



Double-digit growth driven by investment in *The Kentucky Derby*, and organic growth from TwinSpires and the Gaming Segment

2018 Financial Performance From Continuing Operations



Capital management philosophy based on creating long-term shareholder value

Maintain broad and expedient access to the capital markets

- Ideal target is 3.0x-4.0x net leverage ... willing to go higher for a strategic investment

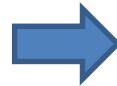
Engage in open and active dialogue with rating agencies and institutional investors

Investments focused on creating long-term shareholder value

- Invest in organic investments to expand offerings in high growth areas with returns above cost of capital
- Pursue strategic acquisitions
- Dividends are considered annually by the Board of Directors based on the health of the Company
- Opportunistic share repurchases dependent upon free cash flow generation, leverage levels and other investment opportunities to grow the business

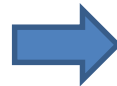
2019 Projected Capital Investments as of 6/30/19

Maintenance Capital



\$45 – 55 million

Project Capital



\$110 – 130 million

- **Oak Grove**
- **Churchill Downs Racetrack**
- **Calder Jai Alai**

Capacity for Future Investments

- **2.9x Pro forma TTM Net Leverage as of June 30, 2019**
- **Significant balance sheet flexibility**
- **\$700 million undrawn credit facility**
- **Demonstrated ability to access debt markets with attractive rates / terms**

Churchill Downs investments provide strong returns creating long-term shareholder value

The Mansion



Return Profile

Built in 2013
\$4.6 million investment
< 3 year payback

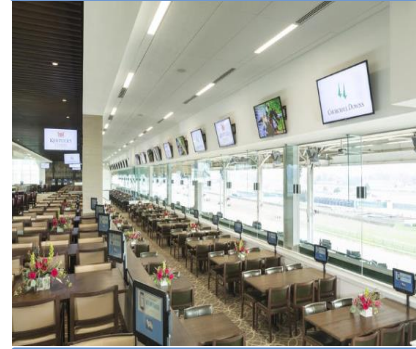
Winner's Circle Suites and Courtyard



Return Profile

Built in 2015
\$4.3 million investment
< 5 year payback

Turf Club / Stakes Room



Return Profile

Renovated in 2016
\$18.4 million investment
< 5 year payback

Derby City Gaming



Return Profile

Opened Sep. 2018
\$65 million investment
< 3 year payback

Targeted casino investments enhance existing properties and provide favorable returns

Ocean Downs Expansion



Return Profile

Opened Dec. 2017
 \$18 million investment
 < 3 year payback

Ocean Downs Slot Floor Purchase



Return Profile

Purchased Aug. 2017
 \$13 million investment
 < 2 year payback

Oxford Hotel & Floor Expansion



Return Profile

Opened Nov. 2017
 \$27 million investment
 < 6 year payback

Miami Valley Gaming Expansion



Return Profile

Opened Oct. 2017
 \$5 million investment
 < 2 year payback

CDI has returned over \$1 billion of capital to shareholders over the last 5 years

Dividends

- 2019 dividend paid was the 8th consecutive increase in the dividend per share
- \$104 million paid to shareholders in dividends over the last 5 years

Share Repurchases

- **Returned \$956 million to shareholders through share repurchases over the last 5 years**
 - Includes \$500 million repurchased with a portion of the Big Fish Games sale proceeds through a Dutch Auction in February 2018
- **\$300 million share repurchase program authorized on October 30, 2018**
 - \$43 million repurchased in 1H'19
 - \$225 million of capacity remaining at June 30, 2019

Reflects our commitment to effectively return capital to shareholders unless there are more attractive growth opportunities

Board of Directors approved a 3-for-1 Stock Split and proportionate increase in the number of authorized shares

Key Dates

Record Date – January 11, 2019

Distribution Date – January 25, 2019

Trade at new post-split price – January 28, 2019

Rationale

- **Enable CDI's stock to be more accessible to investors**
- **Potentially increase the transparency and liquidity of CDI's stock**
- **We believe in CDI's long-term growth prospects**





Appendix

Bill Carstanjen Chief Executive Officer

- Chief Executive Officer since Aug. 2014; Director since 2015
- President and COO, Mar. 2011 – Aug. 2014; COO, Jan. 2009 – Mar. 2011
- EVP, General Counsel & Chief Development Officer, July 2005 – Jan. 2009
- Former Executive of GE
- Began career as attorney with Cravath, Swaine, & Moore LLP in NYC
- Columbia Law School

Bill Mudd President & Chief Operating Officer

- Chief Operating Officer since Sept. 2015
- President and Chief Financial Officer, Aug. 2014 – Oct. 2015
- Chief Financial Officer from Oct. 2007 to Aug. 2014
- 15 year multi-industry, multi-business background with GE
- Former Captain in the U.S. Army Reserves
- B.A. in Mathematics from Bellarmine University; MBA

Marcia Dall EVP & Chief Financial Officer

- Chief Financial Officer since Oct. 2015
- Public company Chief Financial Officer for Erie Insurance Group / Erie Indemnity (Nasdaq: ERIE), Mar. 2009 to Oct. 2015
- 20+ year tenure with GE / GE Capital in finance / operational leadership roles
- B.S. in Accounting – Indiana University; MBA – Kellogg School of Management at Northwestern University; CPA

Definition of Non-GAAP Financial Measures

The Company uses non-GAAP measures, including EBITDA (earnings before interest, taxes, depreciation and amortization) and Adjusted EBITDA, as key performance measures of the results of the operations for purposes of evaluating performance internally. We believe that the use of Adjusted EBITDA as a key performance measure of results of operations enables management and investors to evaluate and compare from period to period our operating performance in a meaningful and consistent manner. Our chief operating decision maker utilizes Adjusted EBITDA to evaluate segment performance, develop strategy and allocate resources. Adjusted EBITDA is a supplemental measure of our performance that is not required by, or presented in accordance with, GAAP. Adjusted EBITDA should not be considered as an alternative to, or more meaningful than, net income or operating income (as determined in accordance with GAAP) as a measure of our operating results, as an alternative to cash flows from operating activities as a measure of liquidity, or as an alternative to any other measure provided in accordance with GAAP. Our calculation of Adjusted EBITDA may be different from the calculation used by other companies and, therefore, comparability may be limited.

Adjusted EBITDA is defined as earnings before interest, taxes, depreciation and amortization, adjusted for the following:

Adjusted EBITDA includes our portion of the EBITDA from our equity investments.

Adjusted EBITDA excludes:

- Transaction expense, net which includes:
 - Acquisition and disposition related charges, including fair value adjustments related to earnouts and deferred payments
 - Calder Racing exit costs; and
 - Other transaction expense, including legal, accounting and other deal-related expense;
- Stock-based compensation expense;
- Midwest Gaming's impact on our investments in unconsolidated affiliates from:
 - The impact of changes in fair value of interest rate swaps; and
 - Recapitalization and transaction costs;
- Asset impairments;
- Gain on Ocean Downs/Saratoga Transaction;
- Loss on extinguishment of debt;
- Pre-opening expense; and
- Other charges, recoveries and expenses

Reconciliation from GAAP to Non-GAAP Financial Measures

Reconciliation of Comprehensive Income to Adjusted EBITDA

<i>(in millions)</i>	Year Ended December 31,	Six Months Ended June 30,	
	2018	2019	2018
Comprehensive income	\$ 353.2	\$ 118.7	\$ 285.3
Foreign currency translation, net of tax	(0.6)	-	(0.6)
Change in pension benefits, net of tax	0.2	-	0.4
Net income	<u>352.8</u>	<u>118.7</u>	<u>285.1</u>
Loss (income) from discontinued operations, net of tax	(170.2)	1.5	(167.8)
Income from continuing operations, net of tax	182.6	120.2	117.3
Additions:			
Depreciation and amortization	63.6	42.3	29.1
Interest expense	40.1	33.1	19.3
Income tax provision	51.3	45.1	35.4
EBITDA	<u>\$ 337.6</u>	<u>\$ 240.7</u>	<u>\$ 201.1</u>
Adjustments to EBITDA:			
Selling, general and administrative:			
Stock-based compensation expense	\$ 17.7	\$ 12.1	\$ 9.2
Other charges	(0.6)	0.5	-
Pre-opening expense	4.8	2.2	1.3
Transaction expense, net	10.3	4.1	3.5
Other income, expense:			
Interest, depreciation and amortization expense related to equity investments	13.9	13.2	8.6
Changes in fair value of Midwest Gaming's interest rate swaps	-	12.2	-
Midwest Gaming's recapitalization and transactions costs	-	4.7	-
Gain on Ocean Downs/ Saratoga transaction	(54.9)	-	-
Other	-	(0.1)	-
Total adjustments to EBITDA	<u>(8.8)</u>	<u>48.9</u>	<u>22.6</u>
Adjusted EBITDA	<u>\$ 328.8</u>	<u>\$ 289.6</u>	<u>\$ 223.7</u>
Adjusted EBITDA by segment:			
Churchill Downs	\$ 102.3	\$ 123.3	\$ 101.9
Online Wagering	79.0	39.1	42.3
Gaming	174.1	140.9	92.1
Total segment Adjusted EBITDA	<u>355.4</u>	<u>303.3</u>	<u>236.3</u>
All Other	(26.6)	(13.7)	(12.6)
Total Adjusted EBITDA	<u>\$ 328.8</u>	<u>\$ 289.6</u>	<u>\$ 223.7</u>