Driving sustainable growth for Thoroughbred racing and breeding



Selected Exhibits
August 2011

Sources of Insight

- Regression analysis on 600,000+ races spanning 11 years
- Developed a model of the industry and its likely evolution
- 150+ interviews with industry stakeholders
- 1,800 current and potential fans surveyed
- 30+ in-depth fan interviews
- 920 Thoroughbred owners surveyed
- 200+ interviews with regulators and opinion leaders

Executive summary

The core values of racing are still powerful, but we are losing the battle for new bettors and new fans. Serious intervention is required to stabilize the fan base and position the industry to resume growth.

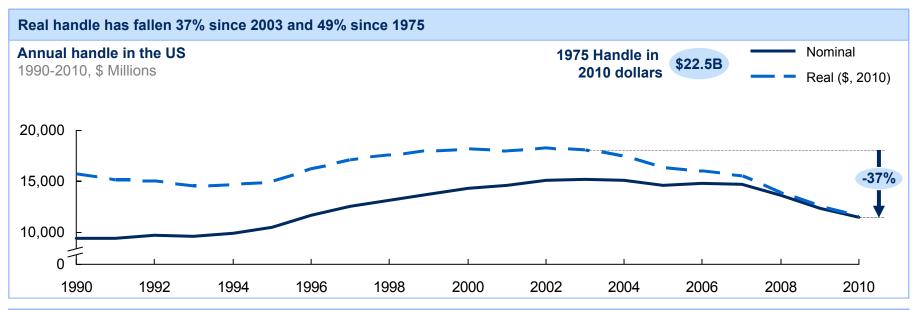
- Without new growth strategies, Thoroughbred racing handle will decline 25% in the next decade. The number of viable tracks will decline by 27%. The losses of an owner will grow 50% and the foal crop will decline by at least 9%.
- Despite many laudable innovations, Thoroughbred racing has failed to keep up with rising competition from other forms of gambling, sports, and entertainment. Racing has a serious brand problem, a diluted product and insufficient distribution. Only 22% of the general public has a positive impression of the sport, and only 46% of fans would recommend racing to others.
- Now is the moment to turn this around, with disruptions in other professional sports and in online gambling creating a unique window for action. Racing must:
 - Refocus on the best racing through television, integrity reforms, and elevating the best product
 - Retain the core bettor by innovating wagering and providing an integrated on-track and off-track wagering platform through a track integrated ADW. Enhance the ownership experience through additional tools and transparency
 - Reinvest in new fans through simplified betting, social games, and promoting innovations in on-track experiences and new-look OTBs

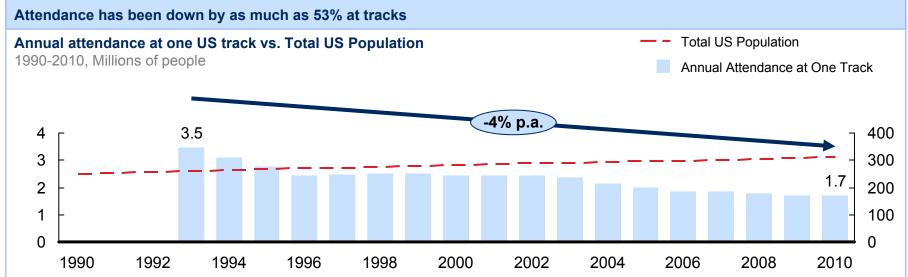
Industry outlook – baseline or momentum view

Without new growth strategies, we project that Thoroughbred racing handle in 2020 will be down 44% from its 2003 peak and down 25% from 2010

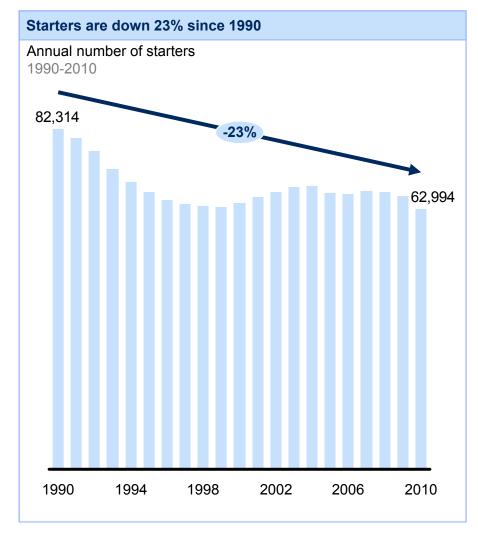
- All major metrics have been declining: real handle is down 37% from its peak in 2003; the number of starters is down 23% since 1990, and race days are down 14% from 2000
- Although handle per race of GI and GII races has grown by 23% over the past 10 years, they are only a small proportion of total races (0.53% of the 2010 races). The vast majority of races are struggling. The largest group (claimers), have seen a handle decline of 4% since 2000
- Racing is experiencing a shrinking share of wallet from a shrinking fan base:
 - From our research, the average age of a fan today is 51 (vs. 43 for football and baseball, 35 for basketball, and 46 for poker). Approximately 2% of fans die each year, and the average age will increase by 6 years by 2020
 - Over the past 12 months, 5% of fans 'lapsed' (i.e., stopped following the sport) and only 3% of racing fans are new to the sport in the last 12 months
 - Existing fans are wagering less on the sport: 16% of racing fans say that they bet less now on the sport than they did one year ago (vs. 9% who say they bet more). The poor economic environment was the top reason (57%), followed by worries of losing too much money (23%), and concerns about past-posting (12%)
- The situation could be even worse than the scenario outlined above:
 - An acceleration of the negative feedback loop between foal crops, starters and handle could lead to further declines
 - There is a risk that other forms of distribution collapse (e.g., greyhound tracks, net importer Thoroughbred tracks) and that fans who attend those venues are not recovered by other distribution outlets

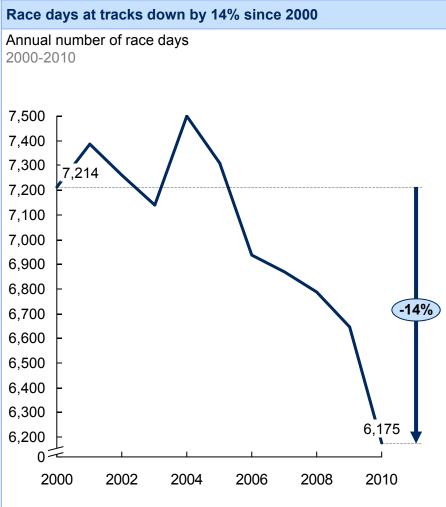
Demand for the sport is down...



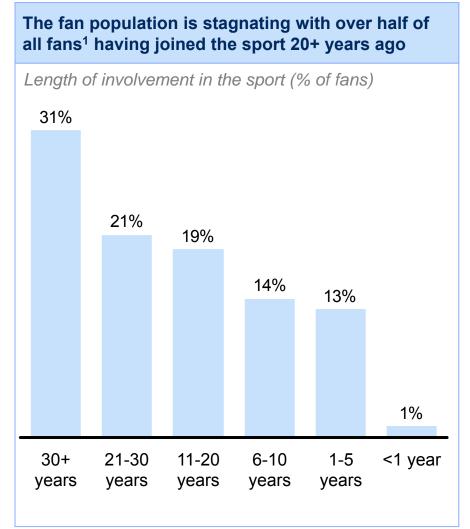


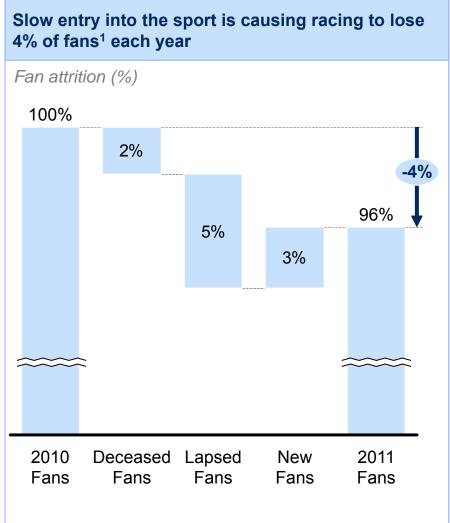
...supply has contracted...





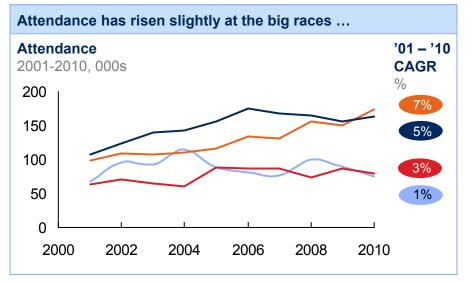
...and the core fan base is shrinking





¹ A fan is defined as an individual who bets on or attends a Thoroughbred race at least 3 times per year

While the big events are resilient...

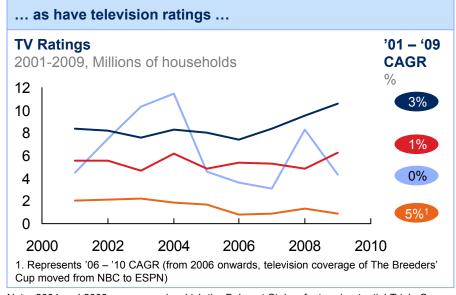


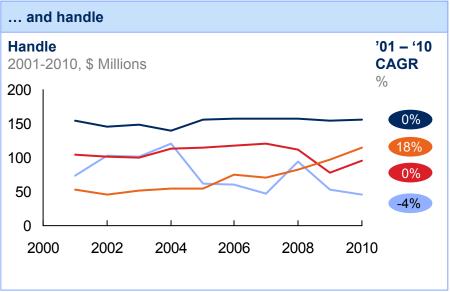


Preakness Stakes

Breeders' Cup

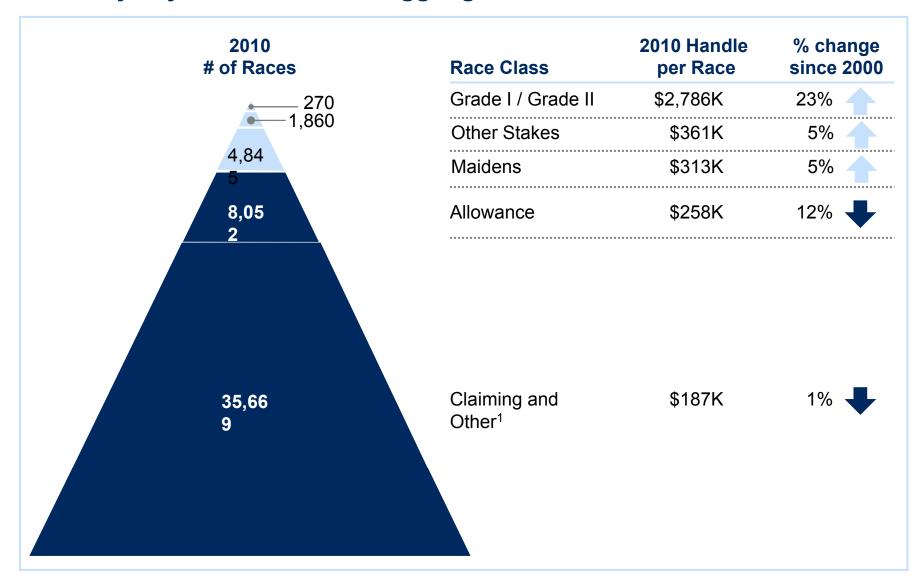
Kentucky Derby





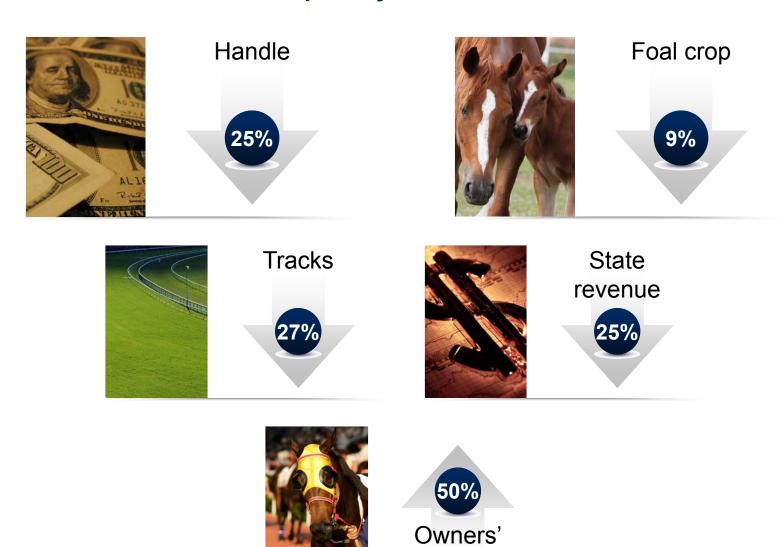
Note: 2004 and 2008 were years in which the Belmont Stakes featured potential Triple Crown winners, hence explaining the high variance of Belmont data between 2001-2010; Additionally, in 2007, The Breeders' Cup expanded to a two-day format, which is the likely reason for the rise in attendance and handle in recent years

...the majority of events are struggling



¹ Includes Waiver Claiming and Match races. All Claiming races (i.e., not including 'Other') have declined by 4% during this period

Projected Economics of the sport by 2020



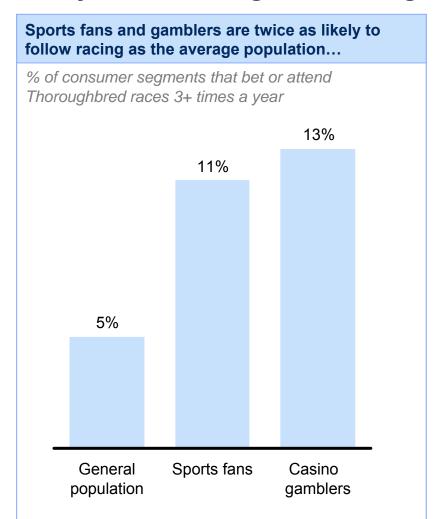
losses

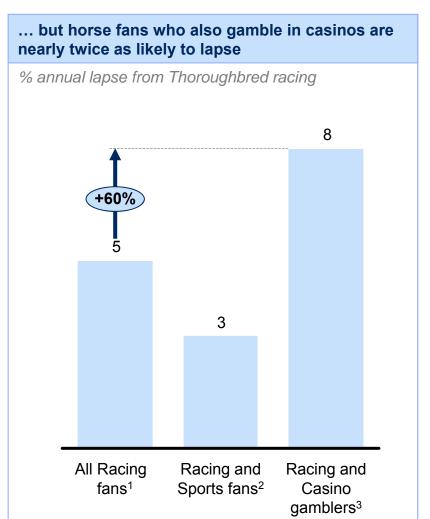
Main issues facing racing

- Competition from Other Forms of Gambling
- Brand Perception
- Dilution of the Best Racing
- 4 Fan Experience

5 Fragmented Distribution

1 Competition from other gambling options appears to be pulling fans away from Thoroughbred racing





¹ A fan is defined as an individual who bets on or attends a Thoroughbred race at least 3 times per year

3 Defined as a person who bets or attends a Thoroughbred race at least 3 times per year and also gambles in a casino at least 3 times per year

SOURCE: 2011 Jockey Club Consumer Research (N=1800)

² Defined as a person who bets or attends a Thoroughbred race at least 3 times per year and also attends or bets on other professional sporting events at least 3 times per year

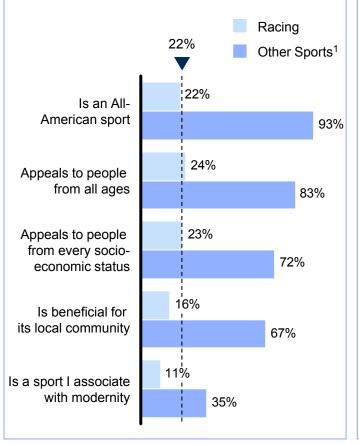
2 Thoroughbred racing struggles against a strong negative public perception

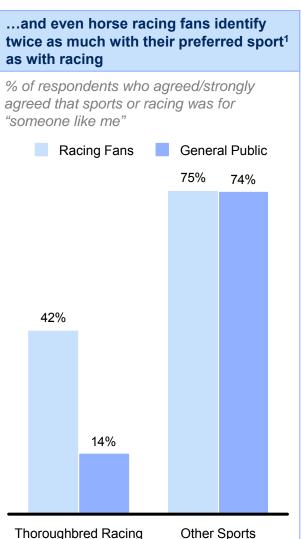
Despite recent safety initiatives conducted by the sport...

- Equine Injury Database (2008)
 - Collects incident data from 85 racetracks, representing over 90% of racing days in North America
- Racing Medication and Testing Consortium (2001)
 - Develops, promotes and coordinates policies, research and education programs designed to promote equine and rider safety
- Thoroughbred Safety Committee (2008)
 - Formed to review every facet of equine health and to recommend actions the industry can take to improve the health and safety of Thoroughbreds
- NTRA safety and integrity alliance (2008)
 - Establishes standards and practices to promote safety and integrity in Thoroughbred racing

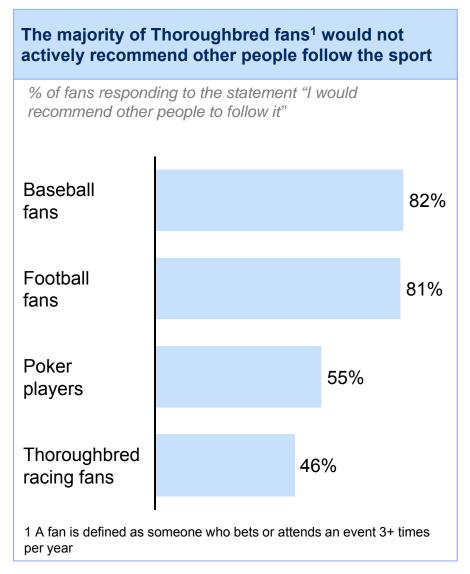
...only 22% of the general public has a positive impression of Thoroughbred racing...

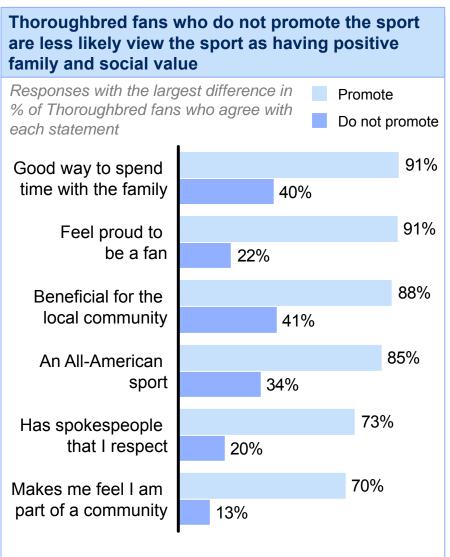
% of respondents from the general population who agree/strongly agree with the following statements



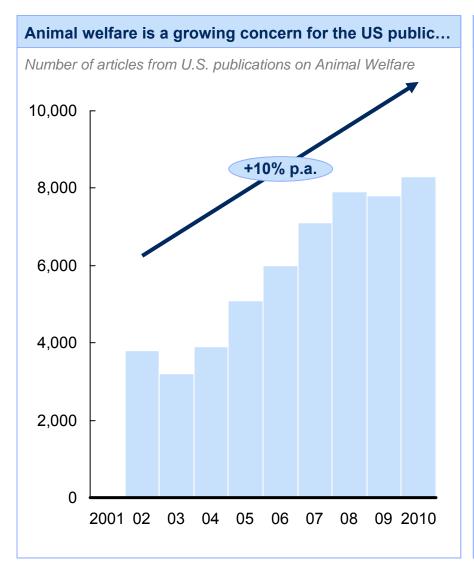


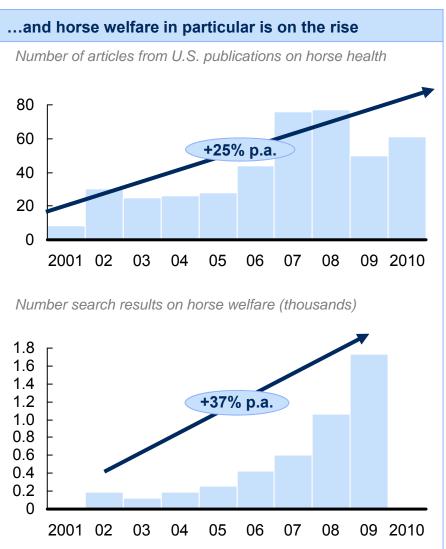
2 Just 46% of current fans would recommend their friends follow Thoroughbred racing





2 Animal welfare is a growing concern for the US public...



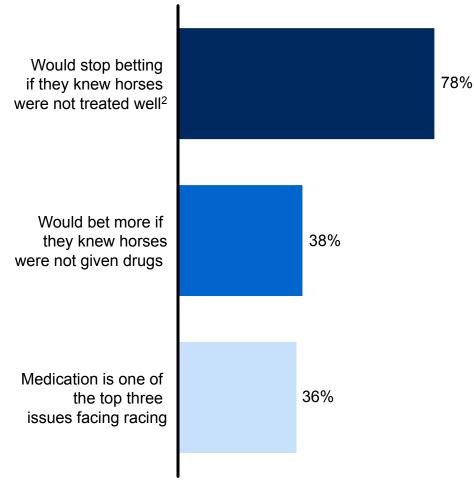


SOURCE: Factiva, Google News | 14

2 ...and concerns over animal safety/welfare and medication are consistent themes in consumer and stakeholder research



% of horse racing fans¹ who agree (to any degree) with each statement



Stakeholder interviews (2011)

- Medication of horses was highlighted as an issue adversely affecting Thoroughbred racing in 78% of stakeholder interviews
 - 50% believed inconsistent regulation hurt field size
 - 25% felt medication issues adversely impacted wagering among fans

HANA Survey (2009)

- 59% reported they were "extremely concerned" with illegal use of medication and drugs
- Stiffer penalties for drug positives was voted as the #2 policy issue behind lower takeout rates

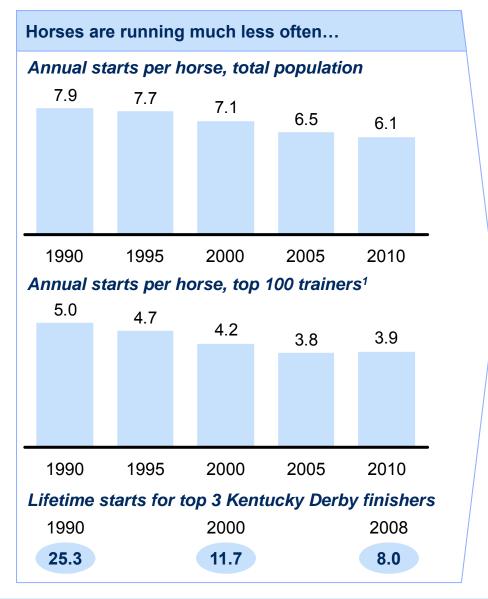
NTRA Survey (2008)

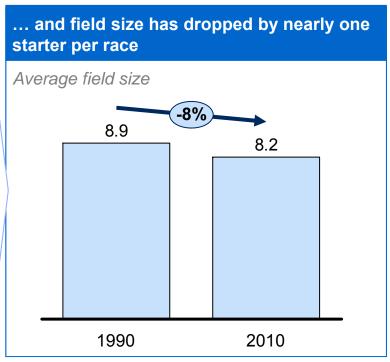
- Top three concerns among Thoroughbred fans:
 - Health and safety of the horses
 - Performance enhancing drugs
 - Therapeutic overages

SOURCE: 2011 Jockey Club Consumer Research (N=1800), HANA, NTRA

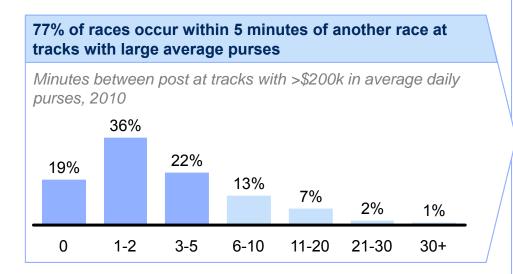
¹ Fan is defined as someone who bets or attends a Thoroughbred race 3+ times per year

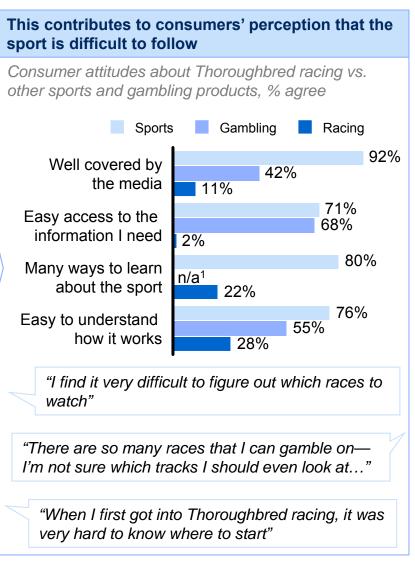
3 Horses are starting less, and shorter fields are on the rise





3 There is a large number of overlapping races, contributing heavily to fan confusion





¹ Consumers were not asked if they believed there were many ways to learn about gambling

3 Uncoordinated scheduling of races costs tracks significant handle...

There is a large number of race meets on any given day, particularly during summer weekends ...

Number of race meets per day/month, 2010

	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Μ	6	6	7	8	14	12	14	11	16	14	9	7
Tu	5	5	6	9	12	15	14	12	10	11	8	5
W	9	9	11	12	10	13	11	14	13	14	13	10
Th	11	10	12	9	14	18	17	19	13	12	12	11
F	16	16	20	22	28	36	34	33	27	20	19	13
Sa	17	17	23	27	36	43	41	38	34	28	22	14
Su	12	12	17	18	27	33	33	29	26	19	14	12





...especially for Grade I and Grade II Stakes



On April 4, 2009, Oaklawn, Keeneland and Aqueduct each featured a Grade I Stakes race within a period of 22 minutes

	Oaklawn	Keenelan	Aqueduct
Post Time	4:57 PM	d 5:05 PM	5:19 PM
F: 110:	 _	•	2
Field Size	5	9	8
Purse	\$500,000	\$400,000	\$750,000
Handle	\$963K	\$1.50M	\$2.38M
Handle	\$963K	\$1.50M	\$2.38M

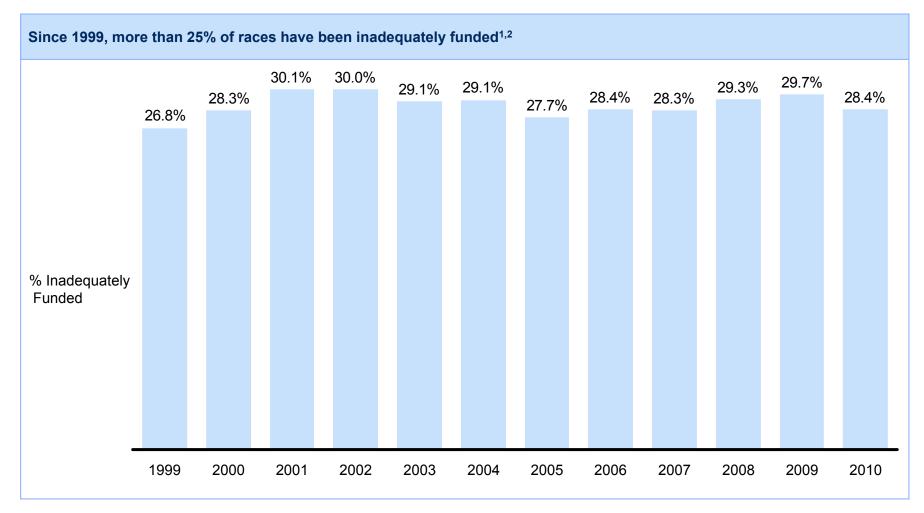
Our predictive model suggests if these tracks were to have scheduled the races more effectively, handle could have been 4-9% higher

New Post Tim	e 4:57 PM	5:15 PM	5:31 PM		
New Handle	\$1.01M	\$1.63M	\$2.49M		
% change in handle	+4.4%	+9.2%	+4.6%		
nanuie	Keeneland would benefit most from this new sched- uling, since it faces competition from two stakes races				

In 2010 alone, there were 30% of Grade I and Grade II stakes races that occurred within 15 minutes of a similar race; if these overlaps were eliminated it could generate an additional \$4.7M (+5%) in Grade I & II handle

Regression controls: Race Type, Track, Year, Season, Racino vs. non-Racino, Weekday vs. Weekend

A large number of races are inadequately funded ...



¹ An inadequately funded race is one in which the live handle contribution from all sources to the tracks and purse account is less than the purse paid out to horsemen 2 Contribution is assumed to be 16.62% of handle, representing total takeout on live races net of taxes, fees to state wagering boards, and other miscellaneous expenses; this is the upper bound of contribution, since actual contribution likely to be lower due to host fees from off-track and ADW wagering (~7.18%, blended) Note: All figures exclude racino tracks and all races on the days of the Breeders' Cup, the Kentucky Derby, the Preakness Stakes, and the Belmont Stakes

3 ... and 49% of race days do not generate enough handle to adequately fund purses and the cost of running the day



¹ An inadequately funded day is one in which the live handle contribution from all sources to the purse account and the track (16.62% of handle) is less than the purse paid out to horsemen and the cost of the day

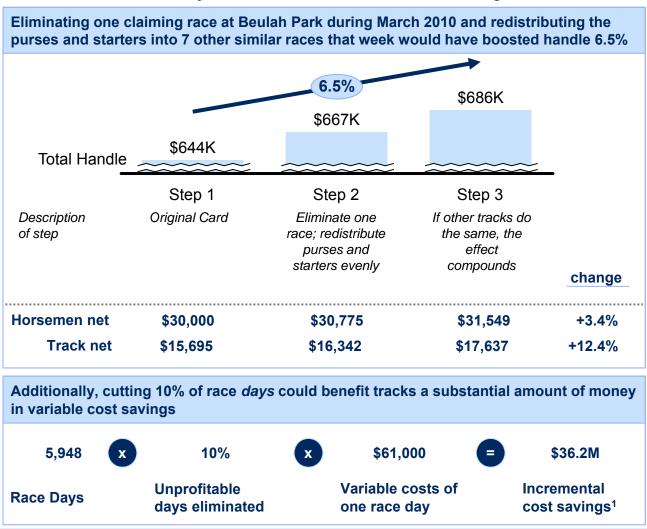
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³ Assumes cost of a race day is \$62,000 in 2010 (inflation-adjusted 2.25% p.a. for earlier years)

Note: All figures exclude racino tracks and all races on the days of the Breeders' Cup, the Kentucky Derby, the Preakness Stakes, and the Belmont Stakes

3 Consolidation of races and race days could be beneficial for tracks and horsemen

We built a predictive model based on data from over 600,000 races over 11 years; controlling for track, race type, state, year, season, racino vs. non-racino, and weekdays vs. weekends, we can draw the following conclusions ...



The case of Monmouth's 2010 Elite summer meet shows that fewer race days can actually drive up handle

In 2010, Monmouth held an "Elite" summer meet, with fewer race days, higher purses and larger field sizes

Elite Meet Figures¹

	2009	2010	Δ
Summer race days	93	49	(47%)
Races per day	10	12	+20%
verage field ize	7.4	9.3	+26%
asino purse nhancements	\$11 M	\$14 M	+27%
verage purse er day	\$350K	\$782K	+123%
otal purses	\$32.5M	\$38.3M	+18%

This resulted in a huge increase in handle, boosting
revenues and decreasing Monmouth's annual losses

Elite Meet Figures¹

	2009	2010	Δ
Handle	\$180.9 M	\$392.8 M	+117%
Revenue	\$15.7 M	\$24.8 M	+58%

Annual Figures					
	2009	2010	Δ		
Handle	\$293M	\$477M	+63%		
Revenue	\$39 M	\$45 M	+15%		
Op. Expense	\$48 M	\$51 M	+5%		
Profit	(\$9 M)	(\$6 M)	+33%		

Monmouth's Elite summer meet cut summer race days by 47% and boosted purses by 123%, which caused field size to jump 26%, handle to increase 117% and revenue to climb 58%

If Monmouth had been able to negotiate higher host fees, the financial benefits of the Elite summer meet would have been even greater

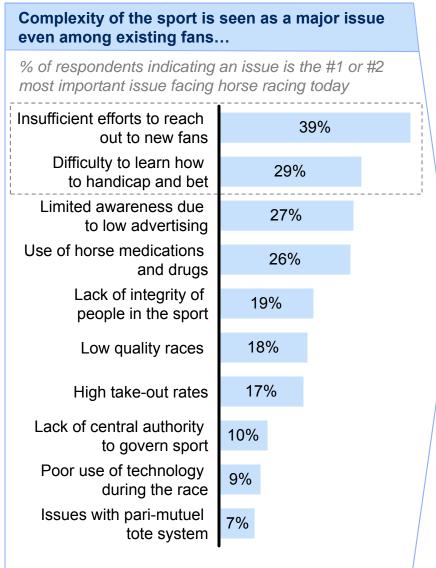
^{1 2010} Elite meet days vs. comparable 49 days in the summer of 2009

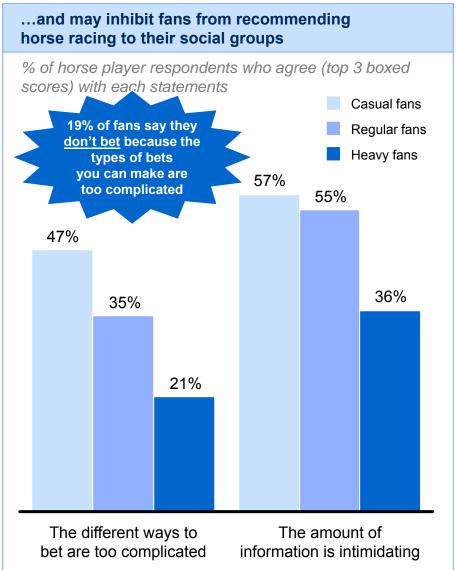
4 High takeout is a very important concern for serious betters



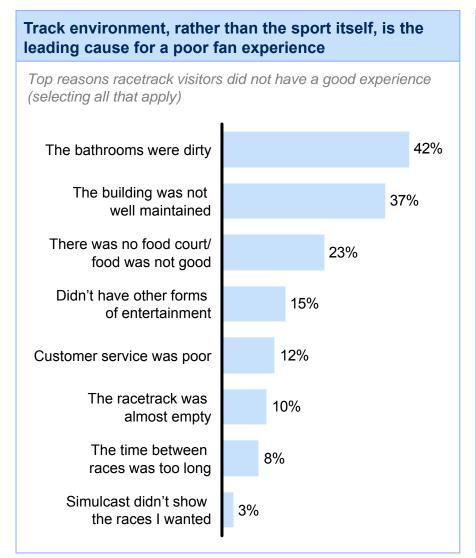
Rebates and rewards offer a targeted set of pricing levers to address the concerns of core bettors, an approach that has proven effective in other forms of gambling

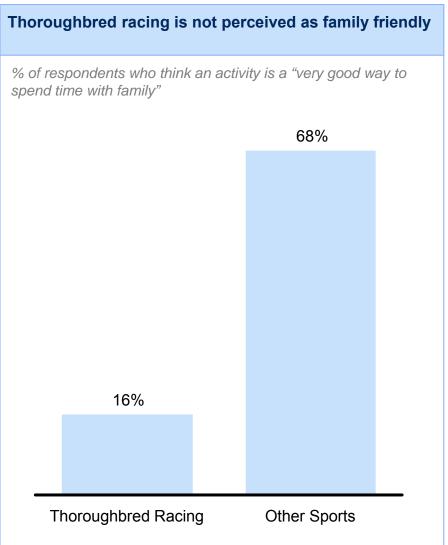
4 Existing fans feel racing is inaccessible to new fans due to its complexity



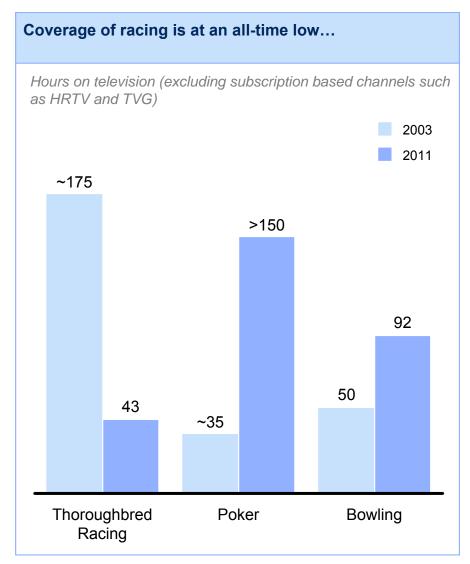


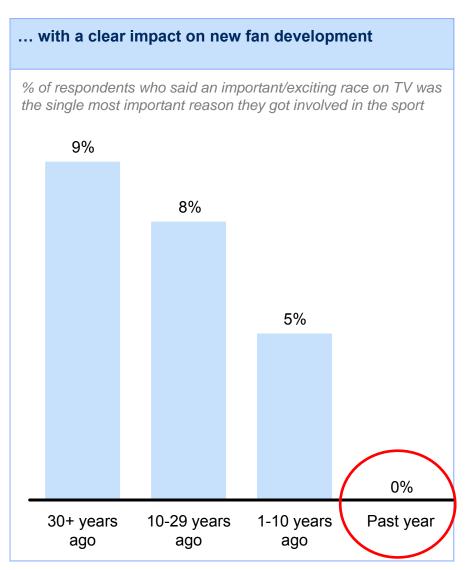
4 The on-track experience can undermine new fan development and be unappealing to families





Low television exposure is hurting fan development

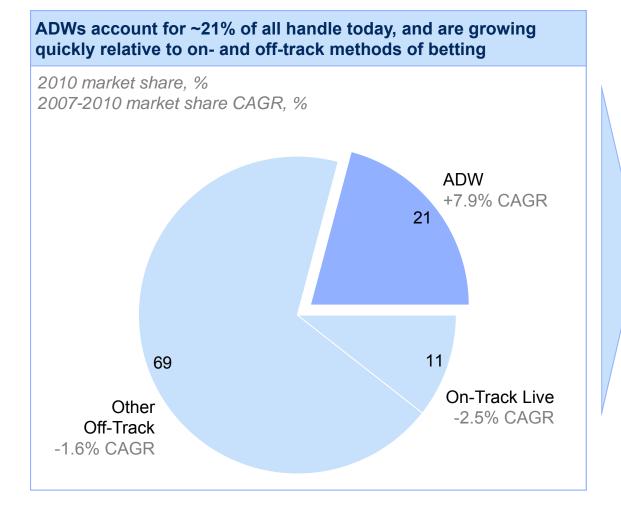




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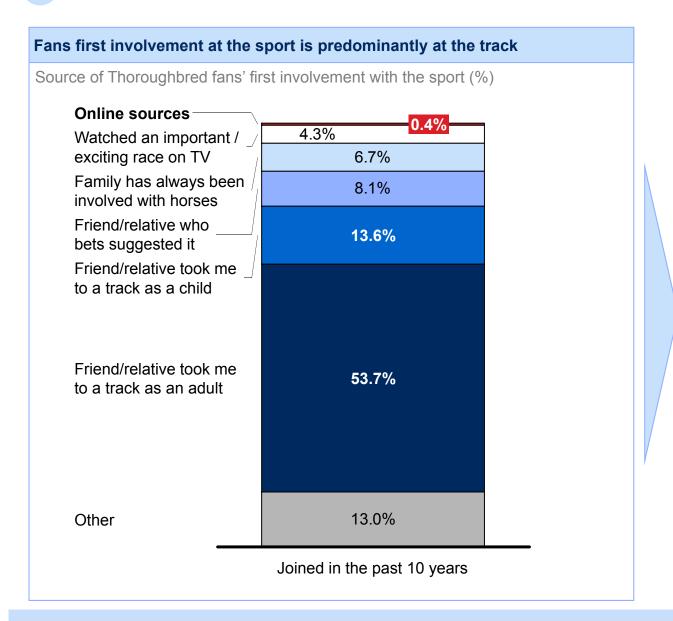
Note: 9% of fans who joined in the past year indicated that they were motivated to join by a movie (likely Secretariat) SOURCE: 2011 Jockey Club Consumer Research (N=1800), Press articles

5 ADWs have grown to ~20% of handle and are likely to get bigger



If ADWs grow consistently as a % of total handle, by 2020, they will account for 44% of all handle

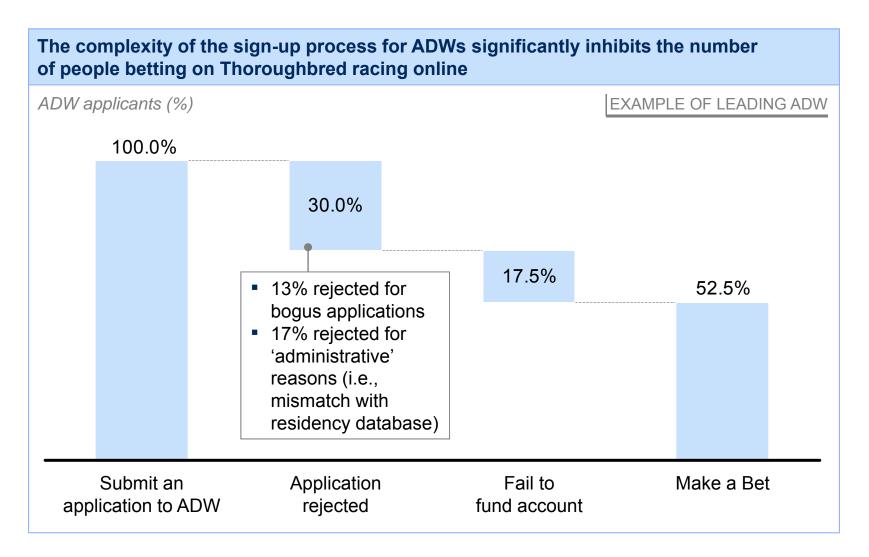
5 ADWs are not attracting new fans to the sport...



Key distribution channels are not acting as sources of new fan development

- Less than 1% of fans say they first became involved because of online sources
- Less than 1% of fans say they first became involved through off-track betting locations

5 ...in part because the ADW sign-up experience can be daunting: only 53% of people who submit an ADW application end up making a bet



SOURCE: Leading ADW 30