

Gaming Market Update

FALL 2020

Houlihan Lokey Gaming Industry Market Update

Dear Clients and Friends,

We are pleased to present our gaming industry update for fall 2020. We hope that you and your families remain safe and healthy. We have continued adapting to this fluid market and are busy helping our clients navigate financing, M&A, and other strategic alternatives. Please reach out to any of us if you would like to connect or brainstorm regarding any current needs or sector topics.

We have included industry insights, select recent transaction announcements, and a public markets overview to help you stay ahead in our dynamic industry. We hope you find this update to be informative and that it serves as a valuable resource to you in staying abreast of the market. We look forward to staying in touch.

Kind regards,



Steven Cramer
Managing Director
TMT Group
SCramer@HL.com
310.712.6527

Houlihan Lokey Gaming Team



Roy Kabla
Managing Director
Global Co-Head of TMT
RKabla@HL.com
212.497.4193



Chris Hebble
Managing Director
Capital Markets
CHebble@HL.com
310.788.5204



David Sola

Managing Director

Corporate Finance

DSola@HL.com

+44 (0) 20 7747 7575



Jennifer Muller
Managing Director
Financial Advisory
JMuller@HL.com
415.273.3634

Gaming Subsectors Covered

Land-Based Casino Gaming

Online Casino Gaming

Sports Betting

Distributed Gaming

Gaming Equipment Suppliers

Gaming Technology Suppliers

Cash Management and Fintech

Leisure and Entertainment

Market Insights and Observations

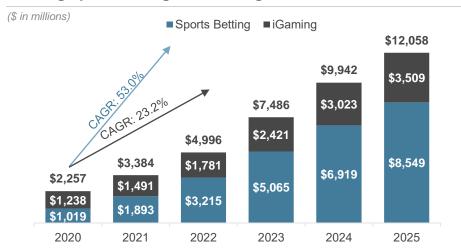
Despite continued uncertainty around the impact of COVID-19 on the economy and global travel, casino gaming is once again proving its resilience and finding new avenues for growth.

Despite capacity restrictions and other limitations related to COVID-19, U.S. commercial and tribal casinos have reopened to strong initial demand after being effectively shut down since mid-March. At the same time, iGaming and sports betting have seen an acceleration in revenue growth and adoption across the country. Below are a number of trends we have identified that are driving the current environment.

- Regional and local gaming is bouncing back strongly: Since reopening, regional and local casinos are seeing a strong increase in cash flow on a year-over-year basis as a result of increased spend per visit and improved margins. The demand is largely driven by younger customers with limited entertainment alternatives and an increase in disposable income from government stimulus payments. Operators have reduced amenities and right-sized their labor force to address reduced volumes, which has significantly improved operating cost structure. Although labor and marketing costs are expected to rise as volumes and competition return, much of the margin expansion is expected to remain permanent, fueling cash flow growth as a vaccine gets closer to reality. Gaming markets dependent on air travel and the convention business, such as the Las Vegas Strip, will likely take longer to recover, though operators are reopening Strip casinos at a faster-than-expected pace.
- 2 Sports betting and iGaming growth is accelerating: Changing consumer behavior as more people game from home, as well the impact of COVID-19 on state budgets, is accelerating the growth of iGaming and sports betting in the United States. iGaming, which is now legal in six states, is expected to grow more than 100% to \$1.2 billion by 2020 and to \$3.5 billion by 2025. Sports betting is now legal in 24 states, and volume is rapidly picking up with the restart of the NFL and NBA. Sports betting is expected to generate \$1.0 billion in revenue this year, growing to \$8.5 billion by 2025.

State budgets are expected to remain under pressure due to COVID-19 restrictions, with budget shortfalls expected to be more than \$125 billion over the next 12 months. This will leave states looking for additional revenue, which should accelerate further legalization of iGaming and sports betting. Casino operators and online gaming companies continue to move aggressively to gain share in the rapidly growing market, with the early first movers—including DraftKings, FanDuel, BetMGM, Caesars, and Rush Street Gaming—soon to be challenged by newer entrants such as Penn/Barstool.

Growing Sports Betting and iGaming TAM



Source: Wall Street Research.

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Market Insights and Observations (cont.)

- 3 Hyperlocal gaming is proving attractiveness of business model: Slot route operators that manage video gaming terminals (VGTs) at bars, restaurants, convenience stores, and truck stops have been the strongest performers post reopening, due to convenience and customers with flush pocketbooks. VGT operators have shown their ability to adapt quickly to local ordinances, and concerns about local establishments being unable to survive the pandemic appear overblown. The largest distributed gaming markets—including Nevada, Montana, and Illinois—are seeing strong revenue growth, with Illinois reporting a 24% year-over-year increase in revenue in July and Louisiana reporting a 26% year-over-year increase at truck stops. Access to high-frequency local visitors, combined with a lower cost structure, should drive higher margins and faster recovery than casino operators. In addition, the VGT market is expected to grow as more states explore legalizing VGTs as an additional avenue for tax revenue.
- The gaming credit markets have improved lockstep with the overall credit market as borrowing rates—driven by tightening credit spreads—have dropped to near or below pre-pandemic levels for the largest and best capitalized issuers. Record issuance in the HY market has made it attractive to large issuers while the syndicated loan market continues to improve. Smaller and less well-capitalized issuers have shifted their attention to private lenders who are open for business but seeking higher yields. Meanwhile, gaming equities have strongly recovered from the steep March drop, though many companies are still well off their 52-week highs. Large-cap and regional operators have strongly bounced back, with Caesars and Penn up more than tenfold from their pandemic lows, driven by the improved operating environment as well as expectations around the iGaming and sports betting opportunity.
- (5) M&A activity is expected to continue for online gaming and sports, with more SPAC deals anticipated: Companies are increasingly turning to SPACs as an alternative to a traditional IPO or sale. iGaming and sports betting companies are attractive targets for SPACs, given the massive U.S. market opportunity as well as compelling economics for both B2C and B2B providers. The successful acquisition of DraftKings by Double Eagle, which has traded up more than fourfold since closing, was followed by the announced acquisition of Golden Nugget Online Gaming by Landcadia Holdings II and the announced acquisition of Rush Street Interactive by dMY Technology, both at approximately 6x forward revenue multiples. More acquisitions of iGaming and sports betting companies by SPACs are expected. In addition, the successful acquisition of Accel Entertainment by TPG PACE could spur additional SPAC transactions in distributed gaming.
- Casino operator and supplier M&A activity is expected to pick up as uncertainty around timing and recovery of cash flow subsides: M&A activity for operators and suppliers is expected to pick up as a result of the strength of the financial markets and continued reduced uncertainty around COVID-19's impact on financial performance. Land-based operator and supplier transactions have been limited since COVID-19 and driven primarily by liquidity needs and/or regulatory requirements from the Eldorado/Caesars transaction, which closed in June following a successful \$7+ billion capital raise and FTC approval. Caesars is required as part of the approval to divest three Indiana casinos (Tropicana Evansville, Caesars Southern Indiana, and Horseshoe Hammond), which should generate strong buyer interest. Caesars is also expected to sell one or two additional Strip casinos later this year or early next year.

Source: Wall Street Research.

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1,500+ Employees

23 Locations

~45% Employee-Owned

~\$4 Billion
Market Cap

More Than \$1 Billion Annual Revenue

> No Debt

Corporate Finance

1	19 M&A Advisory Rankings U.S. Transactions	Deals
1	Houlihan Lokey	184
2	Goldman Sachs & Co	167
3	JP Morgan	141
4	Morgan Stanley	122
5	Evercore Partners	112
Sour	ce: Refinitiv (formerly known as Thomson Reuters)	

No. 1 U.S. M&A Advisor

Top 10 Global M&A Advisor

Leading Capital Markets Advisor

Financial Restructuring

	l 9 Global Distressed Debt & Bank structuring Rankings	ruptcy										
Advisor Deals												
1	Houlihan Lokey	76										
2	PJT Partners Inc	43										
3	Moelis & Co	36										
4	Lazard	29										
5	5 AlixPartners 19											
Sour	Source: Refinitiv (formerly known as Thomson Reuters)											

No. 1 Global Restructuring Advisor

1,000+ Transactions Completed Valued at More Than \$2.5 Trillion Collectively

Financial and Valuation Advisory

	00 to 2019 Global M&A Fairness visory Rankings									
	Advisor	Deals								
1	Houlihan Lokey	1,057								
2	JP Morgan	929								
3	Duff & Phelps	734								
4	Morgan Stanley	621								
5 Bank of America Merrill Lynch 612										
Refinitiv (formerly known as Thomson Reuters). Announced or completed transactions.										

No. 1 Global M&A Fairness Opinion Advisor Over the Past 20 Years

1,000+ Annual Valuation Engagements

Select Recent Gaming Transactions













Leading Advisor Across the Gaming and Leisure Sector

Our Gaming team has deep domain expertise and long-standing relationships, which allows us to provide superior execution for our clients.

Land-Based Casino Operators













Online Gaming and Sports Betting













Leisure and Entertainment













Recent Market Activity

Credit Market Transactions

Issuer	Structure	Amount	Price	YTM	Rating
ELDORADO RESORTS	Sr. Unsec. Notes 7y NC-3	\$1,800M	100.0	8.13%	CCC+
ELDORADO RESORTS	Sr. Unsec. Notes 5y NC-2	\$3,400M	100.0	6.25%	В
SCIENTIFIC GAMES	Senior notes 5y NC-2	\$550M	100.0	8.63%	B-
IGT	Sr. Sec. Notes 8.5y NC-3.5	\$750M	100.0	5.25%	ВВ
MGM GROWTH	Sr. Unsec. Notes	\$800M	100.0	4.63%	BB-
ARISTÕĒRAT	Term Loan 1L due 2024	\$500M	98.0	5.37%	BB+
BOYER	Senior Notes due 2025	\$600M	100.0	8.63%	B-
PENN NATIONAL GAMING, INC.	Sr. Unsec. Cvt. Notes due 2026 ⁽³⁾	\$300M	100.0	2.75%	В
TRWH Twist River Worldwide Haldings, Inc.	Term Loan 1L due 2026	\$275M	97.0	10.38%	B+
MGM RESORT	Sr. Unsec. Notes 5y NC-2	\$750M	100.0	6.75%	BB-
195	Term Loan 1L due 2024	\$95M	97.0	16.12%	В
EVERI	Term Loan 1L due 2024	\$125M	98.0	13.20%	B+
GOLDEN NUGGET	Term Loan 1L due 2023	\$300M	96.0	15.70%	B-
Wynn LAI VECAS.	Sr. Unsec. Notes 5y NC-2	\$600M	100.0	7.75%	BB-

Equity Market Transactions

Issuer	Offer Type	Amount ⁽¹⁾	Price ⁽²⁾	Shares				
SINCITY ENTERTAMENT GROUP	Follow-On Offering	\$115.8M	\$1.61	72.0M				
SINCITY ENTERTANGENT GROUP	Follow-On Offering	\$32.6M	\$1.55	21.0M				
ORAFT KINGS	Follow-On Offering	\$1,600.0M	\$40.00	40.0M				
William HILL SPORTS BOOK	Follow-On Offering	\$280.3M	\$1.60	174.9M				
ELDORADO RESORTS	Follow-On Offering	\$702.0M	\$702.0M \$39.00					
Flutter	Follow-On Offering	\$1,003.0M	\$124.66	8.0M				
PENN NATIONAL GAMING, INC.	Follow-On Offering	\$300.0M	\$18.00	16.7M				
ORAFT KINGS	Initial Public Offering	\$626.2M	\$14.00	44.7M				
GAN [®]	Initial Public Offering	\$54.2M	\$8.50	6.4M				

Sources: S&P Capital IQ, Wall Street Research, company filings, press releases.

⁽¹⁾ Gross transaction value in U.S. dollars.

⁽²⁾ Prices are converted into U.S. dollars.

⁽³⁾ Concurrently sold 16.67 million shares at \$18.00 per share for a grossing offering amount of \$300 million.

Recent Market Activity (cont.)

M&A Transactions

(\$ in millions)

Online Gaming/Sports Betting

Gaming Operators

Target















Acquirer









\$1,744⁽¹⁾



\$37.8





NM

EBITDA	
Purchase Price	

NM NM NM
\$2,700.0 \$1,780.0 \$745.0

\$1,000.0(2)

\$155.0

\$25.0

\$11.9

\$307.5

Multiple

 $4.5x^{(3)}$

 $5.6x^{(3)}$

6.1x⁽³⁾

N/A

4.1x

2.1x

NM

Sources: S&P Capital IQ, Wall Street Research, company filings.

- (1) Reflects EBITDAR.
- (2) Reflects 12% stake.
- (3) EV/2021 revenue.
- (4) Houlihan Lokey is advising Landcadia transaction committee on the acquisition of Golden Nugget Online Gaming.

Public Gaming Company Trading Metrics

Las Vegas/Macau Operators

(\$ in millions)								EBITDA		E	V/EBITDA	
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Las Vegas Sands	\$51.91	\$74.29	69.9%	\$3,016	\$39,648	\$51,416	\$5,076	\$3,734	\$4,697	10.1x	13.8x	10.9x
MGM Resorts	22.73	34.64	65.6%	4,836	11,212	31,668	3,016	1,740	2,730	10.5	18.2	11.6
Wynn Resorts	82.11	153.41	53.5%	3,798	8,794	17,391	1,625	1,090	1,568	10.7	16.0	11.1
	Top Quartile		67.8%	\$4,317	\$25,430	\$41,542	\$4,046	\$2,737	\$3,713	10.6x	17.1x	11.3x
	Mean		63.0%	3,883	19,885	33,492	3,239	2,188	2,998	10.4	16.0	11.2
	Median		65.6%	3,798	11,212	31,668	3,016	1,740	2,730	10.5	16.0	11.1
	First Quartile		59.6%	3,407	10,003	24,529	2,321	1,415	2,149	10.3	14.9	11.0

Large-Cap Regional Operators

(\$ in millions)								EBITDA		E	V/EBITDA	
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Caesars Entertainment	\$50.11	\$70.74	70.8%	\$2,663	\$8,059	\$28,484	\$3,087	\$2,336	\$2,974	9.2x	12.2x	9.6x
Penn National Gaming	59.19	65.79	90.0%	1,244	8,105	18,120	1,605	1,428	1,573	11.3	12.7	11.5
Boyd Gaming	27.88	36.22	77.0%	1,308	3,105	7,644	897	798	857	8.5	9.6	8.9
Churchill Downs	163.32	183.34	89.1%	649	6,346	8,013	451	602	689	17.8	13.3	11.6
Red Rock Resorts	17.15	27.91	61.4%	270	1,211	4,430	509	332	400	8.7	13.3	11.1
	Top Quartile Mean Median		89.1% 77.7% 77.0%	\$1,308 1,227 1,244	\$8,059 5,365 6,346	\$18,120 13,338 8,013	\$1,605 1,310 897	\$1,428 1,099 798	\$1,573 1,299 857	9.7x 9.4 9.0	12.9x 12.0 12.4	11.2x 10.3 10.3
REITs	First Quartile		70.8%	649	3,105	7,644	509	602	689	8.7	11.5	9.4

(\$ in millions)								EBITDA		E\	//EBITDA		
<u>Company</u>	Stock Price	<u>52-Wk</u> <u>High</u>	% of 52-Wk <u>High</u>	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	<u>2019</u>	<u>2021E</u>	<u>2022E</u>	<u>2019</u>	<u>2021</u>	2022	<u>Dividend</u> <u>Yield</u>
VICI	\$24.06	\$28.75	83.7%	\$1,681	\$12,840	\$16,947	\$1,144	\$1,299	\$1,310	14.8x	13.0x	12.9x	4.9%
GLPI	37.51	50.99	73.6%	74	8,171	13,755	1,040	1,022	1,025	13.2	13.5	13.4	7.1%
MGM Growth	28.23	34.37	82.1%	726	8,567	12,243	923	978	998	13.3	12.5	12.3	6.7%
	Top Quartile		82.9%	\$1,203	\$10,703	\$15,351	\$1,092	\$1,161	\$1,168	14.0x	13.3x	13.2x	6.9%
	Mean		79.8%	827	9,859	14,315	1,036	1,100	1,111	13.8	13.0	12.9	6.3%
	Median		82.1%	726	8,567	13,755	1,040	1,022	1,025	13.3	13.0	12.9	6.7%
	First Quartile		77.8%	400	8,369	12,999	982	1,000	1,012	13.2	12.8	12.6	5.8%

Sources: S&P Capital IQ, Wall Street Research, company filings.

Public Gaming Company Trading Metrics (cont.)

Mid-Cap Operators

(\$ in millions)								EBITDA		E	EV/EBITDA	
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Great Canadian	\$19.34	\$34.75	55.7%	\$366	\$1,064	\$2,456	\$430	\$292	\$333	5.7x	8.4x	7.4x
Twin River Worldwide	22.94	30.45	75.3%	176	699	1,792	183	185	206	9.8	9.7	8.7
Golden Entertainment	12.47	21.67	57.5%	86	351	1,578	184	160	186	8.6	9.9	8.5
Monarch Casino & Resort	44.41	57.57	77.1%	38	808	1,002	62	83	94	16.2	12.1	10.6
	Top Quartile		75.8%	\$224	\$872	\$1,958	\$246	\$212	\$238	11.4x	10.4x	9.2x
	Mean		66.4%	167	730	1,707	215	180	205	10.1	10.0	8.8
	Median		66.4%	131	753	1,685	184	172	196	9.2	9.8	8.6
	1st Quartile		57.1%	74	612	1,434	153	141	163	7.8	9.4	8.2

Small-Cap Operators

(\$ in millions)								EBITDA		E,	V/EBITDA	
Company	Stock Price	<u>52-Wk</u> 2 High	<u>6 of 52-Wk</u> <u>High</u>	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Century Casinos	\$6.02	\$8.97	67.1%	\$52	\$178	\$637	\$79	\$88	\$93	8.1x	7.2x	6.8x
Full House Resorts	1.96	3.99	49.1%	21	53	143	16	20	24	9.0	7.2	5.9
	Top Quartile		62.6%	\$44	\$147	\$514	\$63	\$71	\$76	8.8x	7.2x	6.6x
	Mean		58.1%	37	116	390	47	54	59	8.5	7.2	6.4
	Median		58.1%	37	116	390	47	54	59	8.5	7.2	6.4
	First Quartile		53.6%	29	84	267	32	37	42	8.3	7.2	6.1

Route Operators

(\$ in millions)								EBITDA		E	V/EBITDA	
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise <u>Value</u>	2019	2021E	2022E	<u> 2019</u>	2021	2022
Accel Entertainment	\$12.77	\$13.85	92.2%	\$149	\$1,134	\$1,384	\$80	\$94	\$114	17.4x	14.7x	12.2x
	Top Quartile Mean Median First Quartile		92.2% 92.2% 92.2% 92.2%	\$149 149 149 149	\$1,134 1,134 1,134 1,134	\$1,384 1,384 1,384 1,384	\$80 80 80 80	\$94 94 94 94	\$114 114 114 114	17.4x 17.4 17.4 17.4	14.7x 14.7 14.7 14.7	12.2x 12.2 12.2 12.2

Public Gaming Company Trading Metrics (cont.)

Large-Cap Equipment and Technology

(\$ in millions)							EBITDA			EV/EBITDA		
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Aristocrat Leisure	\$20.73	\$27.82	74.5%	\$539	\$13,237	\$14,866	\$1,075	\$1,429	\$1,699	13.8x	10.4x	8.7x
Scientific Games	18.97	31.63	60.0%	790	1,797	10,270	1,334	1,154	1,334	7.7	8.9	7.7
IGT	11.48	16.25	70.6%	1,530	2,352	10,199	1,713	1,444	1,578	6.0	7.1	6.5
	Top Quartile		72.6%	\$1,160	\$7,795	\$12,568	\$1,524	\$1,437	\$1,639	10.8x	9.7x	8.2x
	Mean Median		68.4% 70.6%	953 790	5,795 2,352	11,778 10,270	1,374 1,334	1,342 1,429	1,537 1,578	9.2 7.7	8.8 8.9	7.6 7.7
	First Quartile		65.3%	664	2,074	10,234	1,204	1,291	1,456	6.8	8.0	7.1

Small-Cap Equipment and Technology

(\$ in millions)								EBITDA		EV	/EBITDA	
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Playtech	\$4.84	\$5.65	85.6%	\$754	\$1,439	\$1,884	\$304	\$408	\$445	6.2x	4.6x	4.2x
Everi Holdings	7.49	14.88	50.3%	257	640	1,543	253	237	262	6.1	6.5	5.9
Intralot	0.16	0.58	27.3%	155	23	714	138	129	152	5.2	5.6	4.7
PlayAGS	3.76	12.99	28.9%	113	134	671	146	98	115	4.6	6.9	5.8
Inspired Entertainment	3.19	7.86	40.6%	75	73	293	49	72	78	6.0	4.1	3.8
Ainsworth	0.26	0.61	42.0%	18	87	110	23	28	39	4.8	3.9	2.9
	Top Quartile		48.3%	\$232	\$514	\$1,336	\$226	\$210	\$234	6.1x	6.3x	5.5x
	Mean		45.8%	229	400	869	152	162	182	5.5	5.3	4.5
	Median		41.3%	134	110	693	142	113	134	5.6	5.1	4.5
	First Quartile		31.8%	84	77	388	71	78	87	4.9	4.2	3.9

Public Gaming Company Trading Metrics (cont.)

European Online Gaming and Sports Betting

(\$ in millions)								EBITDA		EV/EBITDA		
Company	Stock Price	<u>52-Wk</u> High	. —	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	2019	2021	2022
Flutter	\$150.19	\$165.02	91.0%	\$974	\$23,231	\$25,801	\$501	\$1,598	\$1,929	NM	16.1x	13.4x
GVC Holdings	11.17	12.23	91.3%	581	6,535	9,125	1,008	1,148	1,248	9.1	7.9	7.3
William Hill	2.50	2.64	94.6%	858	2,625	2,708	355	336	359	7.6	8.1	7.5
Kindred Group	7.12	8.20	86.8%	214	1,615	1,692	169	226 ⁽¹⁾	224 ⁽¹⁾	10.0	7.5	7.6
Betsson	7.81	9.11	85.7%	105	1,068	1,113	140	167	173	7.9	6.7	6.4
888 Holdings	2.47	2.61	94.4%	100	909	864	92	102	110	9.4	8.5	7.9
	Top Quartile		93.6%	\$789	\$5,558	\$7,521	\$464	\$945	\$1,026	9.4x	8.1x	7.6x
	Mean		90.7%	472	5,997	6,884	377	596	674	8.8	7.7	7.3
	Median		91.2%	398	2,120	2,200	262	281	292	9.1	7.9	7.5
	First Quartile		87.9%	133	1,205	1,258	147	182	186	7.9	7.5	7.3

U.S.-Focused Online Gaming and Sports Betting

(\$ in millions)								Revenue		EV/Revenue			
Company	Stock Price	<u>52-Wk</u> High	% of 52-Wk High	Cash and ST Inv	Equity Mkt Cap	Enterprise Value	2019	2021E	2022E	<u> 2019</u>	2021	2022	
DraftKings	\$41.46	\$44.79	92.6%	\$136	\$13,105	\$13,106	\$432	\$700	\$978	30.3x	18.7x	13.4x	
PointsBet	7.95	11.93	66.6%	158	1,238	1,087	29	87	143	38.1	12.6	7.6	
Landcadia	17.74	19.28	92.0%	90	1,212	1,272	55	122	172	23.0	10.4	7.4	
GAN	18.95	28.95	65.5%	64	593	530	30	52	68	17.7	10.1	7.8	
	Top Quartile		92.2%	\$141	\$4,205	\$4,230	\$150	\$267	\$374	21.6x	11.5x	7.7x	
	Mean		79.2%	112	4,037	3,998	136	240	340	20.3	11.0	7.6	
	Median		79.3%	113	1,225	1,179	43	104	158	20.3	10.4	7.6	
	First Quartile		66.3%	83	1,057	948	30	78	125	19.0	10.3	7.5	

PointsBet 2019 excluded from summary metrics as an outlier. Trading multiples are based on share price, company presentations, and broker future earnings estimates as of September 11, 2020.

(1) No new post-COVID-19 estimates published; assumes 20% discount to 2021E pre-COVID-19 estimates and 10% discount to 2022E pre-COVID-19 estimates.

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