

# DraftKings Merger with SBTech and Diamond Eagle 

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## I. Qualitative Analysis

## Industry

| Overview | Revenue | Opportunities |
| :---: | :---: | :---: |
| The sports betting market is projected to witness considerable growth primarily on account of the inclination of the governments of numerous countries towards the legalization of sports betting. Furthermore, the rising penetration of various legal online platforms in some countries is also further supplementing the sports betting market growth in the near future. | 1. Player Entrance Fees | In the immediate term, we will see sports betting and online gaming serve as vehicles for human connection. Functionalities such as peer-to-peer wagering, competitive video gaming, and social casino play, as well as loyalty programs that resemble those of airlines and hotel chains, may serve as conduits for the breaking of this trend. |

## Major Players

## Recent Deals

"Flutter Entertainment, the parent company of Paddy Power Betfair and FanDuel, has announced the completion of its acquisition of and merger with The Stars Group (TSG)." - May 2020
"William Hill US Buys CG Tech, Ponders Caesars Deal" - Sept 2020

DraftKings
$\rightarrow$
Overview

| Founded in 2012 by Jason Robins, Matthew Kalish, |
| :--- |
| and Paul Liberman, gained notoriety via |
| partnerships and acquisitions within the gaming and |
| fantasy sports industry |

## Financials

Strong balance sheet with $\$ 2.5$ billion in assets and only $\$ 3.25 \mathrm{M}$ in liabilities points to future growth
-
Reported \$323M in Revenue for the fiscal year of 2019, recorded a net loss of \$143M.
Competitors/Market Share

SB Tech
Overview

| Founded in 2007, CEO is Richard Carter, Based in |
| :--- |
| Douglas, Isle of Man, Originally privately held but |
| merging with DraftKings to become Public. |

Financials

- Revenue $\$ 108.4$ M before 2019 merger
- Increased headcount and exits from dot.com markets led to much lower profit
- Revenue-related outgoings were the largest expense at $\$ 60.6$
 M, up 20.2\%, attributed to IT infrastructure
- \$190,000 income expense
- Operating profit of $\$ 6.5 \mathrm{M}$, down $76.6 \%$ year-on-year


Acquisition by DraftKings will diversify revenues giving DraftKings access to B2B and B2C capacities

With extensive operations in many parts of Europe and in Israel, SBTech's platforms will allow DraftKings to expand while growing its presence domestically

## Diamond Eagle

## Overview

| Overview | Financials |
| :---: | :--- |

Publicly traded special purpose acquisition company founded by Harry Sloan and Jeff Sagansky in 2019

Diamond Eagle is the $5^{\text {th }}$ blank check company founded by Sagansky, and raised $\$ 350$ million when it went public in mid-2019, and merged with DraftKings

## Performance

Diamond Eagle (DEACU) went public on May 10, 2019, trading at $\$ 10$ per share. Official confirmation of the DraftKings deal on December 23 caused a much bigger and more sudden jump, with share values rising $12 \%$ to a peak of $\$ 11.85$ before settling back down.

## Financials

Net income = Gross income - expenses roughly 479,411 as of March 31, 2020
\$304 million in Class A common stock with $\$ 400$ million currently held in the trust account

Stock price is at an estimated $\$ 19.37$ with roughly 40.00 M shares outstanding and a. market cap of 857.50 M market cap

## Merger Analysis

Strategic Rationale

| "The first vertically integrated sports |
| :--- |
| betting and online gambling operator |
| based in the US" |


| Strong cost synergies will materialize |
| :--- |
| largely due to owning its own platform |
| for investing - SBTech |


| It will allow DraftKings a degree |
| :--- |
| of customization that it might find |
| difficult when using software provided |
| by a fully independent third party |


| Due to the emphasis on cost synergies, |
| :--- |

it's much easier to predict the outcome
and future of this type of M\&A deal

| Internal |
| :---: |
| Cannibalization of <br> iGaming revenue <br> when the sports <br> season resumes and <br> thus hurt revenue <br> recovery rates |
| If Covid-19 <br> continues to persist, <br> sports betting <br> revenue recovery <br> may be slow, with <br> profits failing to <br> materialize |
| Online gaming is <br> subject to regulatory <br> approval from the <br> different U.S. states, <br> and is a source of <br> uncertainty and risk <br> to revenues |
| Upcoming recession <br> may hurt consumer <br> discretionary <br> spending and <br> switch expenditure <br> away from <br> gambling to non- <br> cyclical products |

II. Quantitative Analysis

Annotated Stock Chart

Significant increase in
tech-related stocks during the pandemic which led to its peak in October

> After DraftKings stock went public in April 2020 there was a steady increase in their stock.


## Income Statement Assumptions

| Income Statement Drivers | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| Revenue Drivers |  |  |  |  |  |  |  |  |  |  |  |
| Revenue | 582.1 | 832.5 | 1,148.8 | 1,539.4 | 2,001.2 | 2,501.5 | 3,126.9 | 3,752.2 | 4,315.1 | 4,746.6 | 4,983.9 |
| \% Growth | 80.0\% | 43.0\% | 38.0\% | 34.0\% | 30.0\% | 25.0\% | 25.0\% | 20.0\% | 15.0\% | 10.0\% | 5.0\% |
| Expense Drivers |  |  |  |  |  |  |  |  |  |  |  |
| Cost of Sales COS \% Revenue | 262.0 | 194.8 | 268.8 | 360.2 | 468.2 | 585.3 | 731.6 | 877.9 | 1,009.6 | 1,110.5 | 1,166.1 |
|  | 45.0\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% | 23.4\% |
| Research \& Development R\&D \% Revenue | 157.2 | 117.5 | 162.2 | 186.6 | 202.5 | 203.1 | 191.4 | 229.7 | 264.1 | 290.5 | 305.1 |
|  | 27.0\% | 14.1\% | 14.1\% | 12.1\% | 10.1\% | 8.1\% | 6.1\% | 6.1\% | 6.1\% | 6.1\% | 6.1\% |
| SG\&A <br> SG\&A \% Revenue | 510.3 | 663.1 | 823.2 | 979.9 | 1,113.8 | 1,192.2 | 1,240.1 | 1,488.1 | 1,711.3 | 1,882.4 | 1,976.5 |
|  | 87.7\% | 79.7\% | 71.7\% | 63.7\% | 55.7\% | 47.7\% | 39.7\% | 39.7\% | 39.7\% | 39.7\% | 39.7\% |
| Interest Income/(Expense) | (7.5) | - | (3.9) | - | - | - | - | - | - | - | - |
| Tax Rate | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% | 21.0\% |

## Projected Income Statement

| Income Statement | Projected |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | FY20 |  | FY21 |  | FY22 |  | FY23 |  | FY24 |  | FY25 |  | FY26 |  | FY27 |  | FY28 |  | FY29 |  | FY30 |  |
| Revenue | \$ | 582.1 | \$ | 832.5 | \$ | 1,148.8 | \$ | 1,539.4 | \$ | 2,001.2 | \$ | 2,501.5 | \$ | 3,126.9 | \$ | 3,752.2 | \$ | 4,315.1 | \$ | 4,746.6 | \$ | 4,983.9 |
| Cost of Sales |  | 262.0 |  | 194.8 |  | 268.8 |  | 360.2 |  | 468.2 |  | 585.3 |  | 731.6 |  | 877.9 |  | 1,009.6 |  | 1,110.5 |  | 1,166.1 |
| Research \& Development |  | 157.2 |  | 117.5 |  | 162.2 |  | 186.6 |  | 202.5 |  | 203.1 |  | 191.4 |  | 229.7 |  | 264.1 |  | 290.5 |  | 305.1 |
| SG\&A |  | 510.3 |  | 663.1 |  | 823.2 |  | 979.9 |  | 1,113.8 |  | 1,192.2 |  | 1,240.1 |  | 1,488.1 |  | 1,711.3 |  | 1,882.4 |  | 1,976.5 |
| Operating Income |  | (347.3) |  | (143.0) |  | (105.4) |  | 12.7 |  | 216.6 |  | 520.9 |  | 963.8 |  | 1,156.6 |  | 1,330.1 |  | 1,463.1 |  | 1,536.3 |
| Net Interest Income/ (Expense) |  | (7.5) |  | - |  | (3.9) |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |
| Other Income/(Loss) |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |  | - |
| Pretax Income |  | (354.8) |  | (143.0) |  | (109.3) |  | 12.7 |  | 216.6 |  | 520.9 |  | 963.8 |  | 1,156.6 |  | 1,330.1 |  | 1,463.1 |  | 1,536.3 |
| Income Taxes/(Rebate) |  | (74.5) |  | (30.0) |  | (22.9) |  | 2.7 |  | 45.5 |  | 109.4 |  | 202.4 |  | 242.9 |  | 279.3 |  | 307.3 |  | 322.6 |
| Net Income |  | (280.3) |  | (113.0) |  | (86.3) |  | 10.0 |  | 171.1 |  | 411.5 |  | 761.4 |  | 913.7 |  | 1,050.8 |  | 1,155.9 |  | 1,213.7 |

## Balance Sheet Assumptions

|  | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Balance Sheet Drivers | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| Receivables \% Revenue | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% | 0.0\% |
| Prepaid Expenses \% SG\&A | 7.1\% | 7.3\% | 7.5\% | 7.7\% | 7.9\% | 8.1\% | 8.3\% | 8.5\% | 8.7\% | 8.9\% | 9.1\% |
| Other Current Assets \% Revenue | 8.2\% | 7.9\% | 7.4\% | 7.8\% | 7.7\% | 7.7\% | 7.7\% | 7.7\% | 7.7\% | 7.7\% | 7.7\% |
| Accounts Payable \% COS | 27.0\% | 26.0\% | 25.0\% | 24.0\% | 23.0\% | 22.0\% | 21.0\% | 20.0\% | 19.0\% | 18.0\% | 17.0\% |
| Accrued Expenses \% SG\&A | 22.9\% | 24.9\% | 26.9\% | 28.9\% | 30.9\% | 32.9\% | 34.9\% | 36.9\% | 38.9\% | 40.9\% | 42.9\% |
| Other Liabilities \% Total OpEx | 50.3\% | 50.3\% | 49.4\% | 50.0\% | 49.9\% | 49.7\% | 49.8\% | 49.8\% | 49.8\% | 49.8\% | 49.8\% |

## Projected Balance Sheet

| Balance Sheet | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| Assets |  |  |  |  |  |  |  |  |  |  |  |
| Current Assets: |  |  |  |  |  |  |  |  |  |  |  |
| Cash \& Equivalents | 111.2 | 100.0 | 113.5 | 248.2 | 520.3 | 978.4 | 1,740.8 | 2,838.2 | 4,064.6 | 5,371.3 | 6,695.5 |
| Accounts Receivables | - | - | - | - | - | - | - | - | - | - | - |
| Prepaid Expenses | 36.4 | 48.7 | 62.0 | 75.8 | 88.4 | 97.0 | 103.4 | 127.0 | 149.5 | 168.2 | 180.6 |
| Other Current Assets | 47.6 | 65.9 | 85.1 | 120.6 | 154.5 | 191.5 | 241.9 | 289.1 | 332.2 | 366.1 | 384.0 |
| Total Current Assets | 195.2 | 214.5 | 260.6 | 444.7 | 763.2 | 1,266.9 | 2,086.1 | 3,254.3 | 4,546.3 | 5,905.6 | 7,260.1 |
| Property, Plant \& Equipment | 51.0 | 80.9 | 120.4 | 168.9 | 228.9 | 298.3 | 381.7 | 474.8 | 571.3 | 663.2 | 741.1 |
| Goodwill | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 | 4.7 |
| Intangible Assets | 15.5 | 7.4 | 3.7 | 1.9 | 1.0 | 0.6 | 0.3 | 0.2 | 0.1 | 0.1 | 0.1 |
| Other | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 | 5.0 |
| Total Assets | 271.4 | 312.5 | 394.4 | 625.1 | 1,002.7 | 1,575.5 | 2,477.8 | 3,738.9 | 5,127.4 | 6,578.5 | 8,010.9 |

Liabilities and Equity

| Current liabilities: |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Total Payables | 70.8 | 50.7 | 67.2 | 86.5 | 107.8 | 128.9 | 153.8 | 175.7 | 192.0 | 200.1 | 198.4 |
| Accrued Expenses | 116.7 | 164.9 | 221.1 | 282.9 | 343.8 | 391.8 | 432.3 | 548.6 | 665.1 | 769.2 | 847.2 |
| Other Current Liabilities | 335.4 | 392.3 | 486.4 | 582.7 | 656.3 | 693.8 | 713.5 | 855.5 | 983.6 | 1,082.4 | 1,136.3 |
| Total Current Liabilities | 522.9 | 607.8 | 774.8 | 952.1 | 1,107.8 | 1,214.4 | 1,299.6 | 1,579.8 | 1,840.6 | 2,051.7 | 2,182.0 |
| Total Debt | - | 38.7 | - | - | - | - | - | - | - | - | - |
| Other Non Current Liabilities | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 | 56.9 |
| Total Liabilities | 579.7 | 703.5 | 831.7 | 1,008.9 | 1,164.7 | 1,271.3 | 1,356.4 | 1,636.7 | 1,897.5 | 2,108.6 | 2,238.8 |
| Total Equity | (308.3) | (390.9) | (437.3) | (383.8) | (161.9) | 304.2 | 1,121.4 | 2,102.2 | 3,229.9 | 4,469.9 | 5,772.0 |
| Total Liabilities and Equity | 271.4 | 312.5 | 394.4 | 625.1 | 1,002.7 | 1,575.5 | 2,477.8 | 3,738.9 | 5,127.4 | 6,578.5 | 8,010.9 |

## Cash Flow Statement Assumptions

|  | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Cash Flow Statement Drivers | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| Depreciation \% Previous Year PP\&E | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% | 29.3\% |
| Amortization \% Previous Year Intangible Assets | 54.3\% | 52.3\% | 50.3\% | 48.3\% | 46.3\% | 44.3\% | 42.3\% | 40.3\% | 38.3\% | 36.3\% | 34.3\% |
| SBC \% SG\&A | 3.7\% | 4.3\% | 4.6\% | 4.2\% | 4.4\% | 4.4\% | 4.3\% | 4.4\% | 4.4\% | 4.4\% | 4.4\% |
| CapEx \% Revenue | (5.6\%) | (5.4\%) | (5.5\%) | (5.4\%) | (5.5\%) | (5.5\%) | (5.5\%) | (5.5\%) | (5.5\%) | (5.5\%) | (5.5\%) |

## Projected Cashflow Statement

$\xrightarrow[\text { Cormell Investment Banking Club }]{\sim}$


Debt Schedule

| Debt Schedule | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| Min Cash | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| Actual Liquidity before additional funding | 186.29 | 61.26 | 152.22 | 248.22 | 520.27 | 978.40 | 1,740.77 | 2,838.20 | 4,064.55 | 5,371.29 | 6,695.47 |
| Borrowing Required | - | 38.7 | - | - | - | - | - | - | - | - | - |
| Cash Flow Available for Revolver Repayment | 186.3 | - | 52.2 | 134.7 | 272.0 | 458.1 | 762.4 | 1,097.4 | 1,226.4 | 1,306.7 | 1,324.2 |
| Debt Drawn | 75.1 | - | 38.7 | - | - | - | - | - | - | - | - |
| (+) Debt Borrowing Required | - | 38.7 | - | - | - | - | - | - | - | - | - |
| (-) Debt Repayment | (75.1) | - | (38.7) | - | - | - | - | - | - | - | - |
| Debt Drawn Ending | - | 38.7 | - | - | - | - | - | - | - | - | - |
| Interest Rates |  |  |  |  |  |  |  |  |  |  |  |
| Historical Interest Rates |  |  |  |  |  |  |  |  |  |  |  |
| Subordinated Notes Rate | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% | 10.0\% |
| Interest Expense | 7.5 | - | 3.9 | - | - | - | - | - | - | - |  |

## Discounted Cash Flow

| DCF Analysis | Projected |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 | FY26 | FY27 | FY28 | FY29 | FY30 |
| EBITDA | (321.3) | (119.9) | (78.0) | 49.7 | 267.0 | 588.4 | 1,051.5 | 1,268.6 | 1,469.3 | 1,630.5 | 1,730.6 |
| NOPAT | (274.4) | (113.0) | (83.3) | 10.0 | 171.1 | 411.5 | 761.4 | 913.7 | 1,050.8 | 1,155.9 | 1,213.7 |
| Unlevered Free Cash Flow (UFCF) | (35.7) | (43.5) | 74.7 | 173.3 | 329.9 | 539.6 | 877.2 | 1,235.0 | 1,385.0 | 1,481.7 | 1,507.9 |
| Unlevered FCF Growth Rate | (50.3\%) | 22.0\% | (271.8\%) | 131.8\% | 90.4\% | 63.6\% | 62.6\% | 40.8\% | 12.1\% | 7.0\% | 1.8\% |
| Discount Period | 0.10 | 1.10 | 2.10 | 3.10 | 4.10 | 5.10 | 6.10 | 7.10 | 8.10 | 9.10 | 10.10 |
| Discount Period - Mid Year Convention | 0.05 | 0.60 | 1.60 | 2.60 | 3.60 | 4.60 | 5.60 | 6.60 | 7.60 | 8.60 | 9.60 |
| Present Value of Free Cash Flows | (35.4) | (40.2) | 60.7 | 123.6 | 206.6 | 296.9 | 423.8 | 524.1 | 516.2 | 485.0 | 433.5 |

## DCF - Implied Share Price

$\xrightarrow[\text { Cornell Investment Banking Club }]{\longrightarrow}$

Terminal Value - Perpetuity Growth Method:


| Terminal Value - Multiples Method: |  |  |
| :---: | :---: | :---: |
| Baseline Terminal EBITDA Multiple: |  | 8.0 x |
| Baseline Terminal Value: |  | 13,837.7 |
| Implied Terminal FCF Growth Rate: |  | 2.0\% |
| (+) PV of Terminal Value: |  | 3,728.2 |
| (+) Sum of PV of Free Cash Flows: |  | 2,994.8 |
| Implied Enterprise Value: |  | 6,723.0 |
| \% of Implied EV from Terminal Value: |  | 55.5\% |
| (+) Cash \& Cash-Equivalents: |  | 1,140.9 |
| (+) Equity Investments: |  |  |
| (+) Other Non-Core Assets, Net: |  | - |
| (+) Net Operating Losses: |  | - |
| (-) Total Debt \& Capital Leases: |  | - |
| (-) Preferred Stock: |  | - |
| (-) Noncontrolling Interests: |  | - |
| (-) Unfunded Pension Obligations: |  | - |
| (-) Restructuring \& Other Liabilities: |  | - |
| Implied Equity Value: |  | 7,863.88 |
| Diluted Shares Outstanding: |  | 391.714 |
| Implied Share Price from DCF: | \$ | 20.08 |
| Premium / (Discount) to Current: |  | (58.4\%) |

## Sensitivity Analysis

| Terminal FCF Growth Rate (Gordon Growth Method) | Weighted Average Cost of Capital (WACC): |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 10.00\% |  | 11.00\% |  | 12.00\% |  | 13.00\% |  | 13.86\% |  | 14.00\% |  | 15.00\% |  | 16.00\% |  | 17.00\% |  |
|  | $\begin{aligned} & (1.0 \%) \\ & (0.5 \%) \end{aligned}$ | \$ | 26.50 |  | \$ 23.69 | \$ | 21.35 | \$ | 19.38 | \$ | 17.93 | \$ | 17.71 | \$ | 16.28 |  | \$ 15.03 | \$ | \$ 13.95 |
|  |  |  | 27.23 |  | 24.25 |  | 21.80 |  | 19.74 |  | 18.23 |  | 18.00 |  | 16.51 |  | 15.22 |  | 14.11 |
|  | 0.0\% |  | 28.04 |  | 24.87 |  | 22.28 |  | 20.12 |  | 18.54 |  | 18.31 |  | 16.76 |  | 15.43 |  | 14.27 |
|  | 0.5\% |  | 28.93 |  | 25.55 |  | 22.81 |  | 20.54 |  | 18.88 |  | 18.64 |  | 17.02 |  | 15.64 |  | 14.45 |
|  | 1.0\% |  | 29.92 |  | 26.30 |  | 23.38 |  | 20.99 |  | 19.25 |  | 18.99 |  | 17.31 |  | 15.87 |  | 14.64 |
|  | 1.5\% |  | 31.03 |  | 27.13 |  | 24.01 |  | 21.47 |  | 19.65 |  | 19.37 |  | 17.61 |  | 16.12 |  | 14.84 |
|  | 2.0\% |  | 32.28 |  | 28.04 |  | 24.70 |  | 22.00 |  | 20.08 |  | 19.79 |  | 17.94 |  | 16.39 |  | 15.06 |
|  | 2.5\% |  | 33.69 |  | 29.07 |  | 25.47 |  | 22.59 |  | 20.54 |  | 20.24 |  | 18.30 |  | 16.67 |  | 15.29 |
|  | 3.0\% |  | 35.30 |  | 30.22 |  | 26.31 |  | 23.23 |  | 21.05 |  | 20.73 |  | 18.68 |  | 16.98 |  | 15.53 |


|  | Weighted Average Cost of Capital (WACC): |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 10.00\% |  | 11.00\% |  | 12.00\% |  | 13.00\% |  | 13.86\% |  | 14.00\% |  | 15.00\% |  | 16.00\% |  | 17.00\% |  |
|  | $6.00 \text { x }$ | \$ | 22.74 | \$ | 21.26 | \$ | 19.91 | \$ | 18.68 | \$ | 17.70 | \$ | 17.55 | \$ | 16.51 |  | 15.56 | \$ | \$ 14.69 |
|  |  |  | 23.59 |  | 22.03 |  | 20.62 |  | 19.32 |  | 18.29 |  | 18.13 |  | 17.05 | \$ | 16.05 |  | 15.14 |
|  | 7.00 x |  | 24.43 |  | 22.80 |  | 21.32 |  | 19.96 |  | 18.89 |  | 18.72 |  | 17.59 |  | 16.55 |  | 15.59 |
| Terminal EV / EBITDA Multiple | 7.50 x |  | 25.27 |  | 23.57 |  | 22.02 |  | 20.61 |  | 19.49 |  | 19.31 |  | 18.12 |  | 17.04 |  | 16.04 |
| (Terminal Value Calculated Using | 8.00 x |  | 26.12 |  | 24.34 |  | 22.73 |  | 21.25 |  | 20.08 |  | 19.90 |  | 18.66 |  | 17.53 |  | 16.49 |
| the Multiples Method): | 8.50 x |  | 26.96 |  | 25.11 |  | 23.43 |  | 21.89 |  | 20.68 |  | 20.49 |  | 19.20 |  | 18.02 |  | 16.95 |
|  | 9.00 x |  | 27.80 |  | 25.88 |  | 24.13 |  | 22.53 |  | 21.27 |  | 21.07 |  | 19.74 |  | 18.52 |  | 17.40 |
|  | 9.50 x |  | 28.65 |  | 26.65 |  | 24.83 |  | 23.18 |  | 21.87 |  | 21.66 |  | 20.28 |  | 19.01 |  | 17.85 |
|  | 10.00 x |  | 29.49 |  | 27.42 |  | 25.54 |  | 23.82 |  | 22.46 |  | 22.25 |  | 20.82 |  | 19.50 |  | 18.30 |

## Comparable Companies Analysis

| Company Name | Share Price | Total Enterprise Value | LTM Revenues | LTM EBITDA | EBIT | EV/Revenues | EV/EBITDA | EV/EBIT | Price/Earnings |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | (\$/share) | (\$M) | (\$M) | (\$M) | (\$M) | (x) | (x) | (x) | (x) |
| Comparables |  |  |  |  |  |  |  |  |  |
| Everi Holdings Inc. |  |  |  |  |  |  |  |  |  |
|  | 10.85 | 1,842 | 409 | 161 | 13 | 4.50x | 11.42x | 143.94x- |  |
| Scientific Games Corporation |  |  |  |  |  |  |  |  |  |
|  | 38.83 | 12,279 | 2,825 | 672 | \$ 228 | 4.35x | 18.27x | 53.86x- |  |
| Accel Entertainment |  |  |  |  |  |  |  |  |  |
|  | 10.87 | 1,195 | 363 |  | \$ (10) | 3.29x | 35.76x | -118.27x- |  |
| Penn National Gaming, Inc. |  |  |  |  |  |  |  |  |  |
|  | 72.38 | 20,614 | 3,893 | 653 | \$ 280 | 5.30x | 31.56x | 73.60x- |  |
| MGM Resorts International |  |  |  |  |  |  |  |  |  |
|  | 28.39 | 34,525 | 6,601 | (235) | \$ $(1,478)$ | 5.23x | -147.04x | -23.36x | 9.868 |
| Wynn Resorts |  |  |  |  |  |  |  |  |  |
|  | 100.40 | 19,698 | 3,063 | (138) | \$ (842) | 6.43 x | -142.33x | -23.41x- |  |
| Mean |  |  |  |  |  | 4.85x | -32.06x | 17.73x | 9.86x |
| Median |  |  |  |  |  | 4.87x | 14.85x | 15.25x | 9.86x |
| Min |  |  |  |  |  | 3.29 x | -147.04x | -118.27x | $9.86 \times$ |
| Max |  |  |  |  |  | 6.43 x | 35.76x | 143.94x | $9.86 x$ |
| 25th Percentile |  |  |  |  |  | 3.68x | -118.29x | -84.89x | 9.868 |
| 75 th Percentile |  |  |  |  |  | 6.04x | 30.53x | 112.38x | 9.86 x |

## Precedent Transactions Analysis

## Precedent Transactions Analysis



## Precedent Transactions Analysis

Implied Share Price

\$(40.00)

## Valuation Football Field



