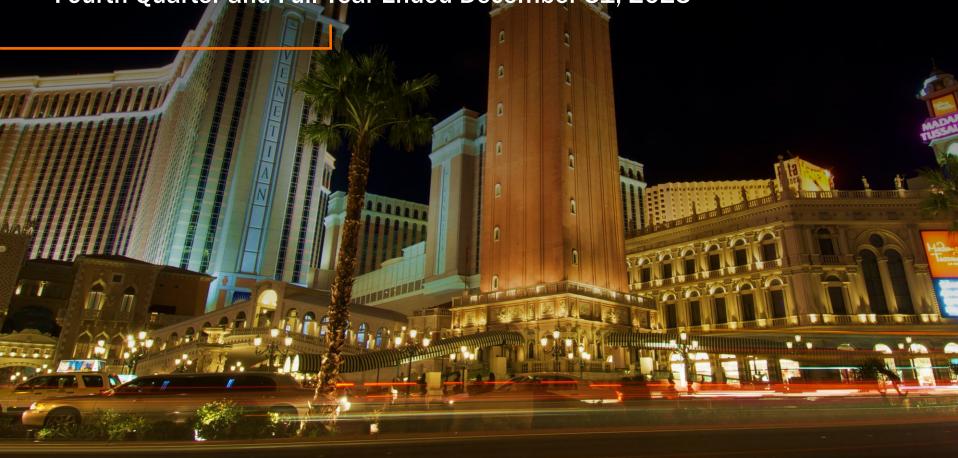


# INVEST IN THE EXPERIENCE

# **Supplemental Financial & Operating Data**

Fourth Quarter and Full Year Ended December 31, 2023



## **DISCLAIMERS**

#### Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the federal securities laws. You can identify these statements by our use of the words "anticipates," "estimates," "expects," "expects," "quidance," "intends," "blans," "projects," and similar expressions that do not relate to historical matters. All statements of historical fact are forward-looking statements. You should exercise caution in interpreting and relying on forward-looking statements because they involve known and unknown risks, uncertainties, and other factors which are, in some cases, beyond the Company's control and could materially affect actual results, performance, or achievements. Among those risks, uncertainties and other factors are: the impact of changes in general economic conditions and market developments, including inflation, interest rates, supply chain disruptions, consumer confidence levels, changes in consumer spending, unemployment levels and depressed real estate prices resulting from the severity and duration of any downturn in the U.S. or global economy; the impact of increased interest rates on us, including our ability to successfully pursue investments in, and acquisitions of, additional properties and to obtain debt financing for such investments at attractive interest rates, or at all; risks associated with our pending and recently closed transactions, including our ability or failure to realize the anticipated benefits thereof: our dependence on our tenants at our properties and their affiliates that serve as guarantors of the lease payments and the negative consequences any material adverse effect on their respective businesses could have on us: the possibility that our pending and any future transactions may not be consummated on the terms or timeframes contemplated, or at all, including our ability to obtain the financing necessary to complete any acquisitions on the terms we expect in a timely manner, or at all, the ability of the parties to satisfy the conditions set forth in the definitive transaction documents, including the receipt of, or delays in obtaining, governmental and regulatory approvals and consents required to consummate the pending transactions, or other delays or impediments to completing the transactions; the anticipated benefits of certain arrangements with certain tenants relating to our funding of "same store" capital improvements in exchange for increased rent pursuant to the terms of our agreements with such tenants, which we refer to as the Partner Property Growth Fund; our ability to exercise our purchase rights under our put-call agreements, right of first refusal agreements and right of first offer agreements; our borrowers' ability to repay their outstanding loan obligations to us; our dependence on the gaming industry; our ability to pursue our business and growth strategies may be limited by the requirement that we distribute 90% of our REIT taxable income in order to qualify for taxation as a REIT and that we distribute 100% of our REIT taxable income in order to avoid current entity-level U.S. federal income taxes; the impact of extensive regulation from gaming and other regulatory authorities; the ability of our tenants to obtain and maintain regulatory approvals in connection with the operation of our properties, or the imposition of conditions to such regulatory approvals; the possibility that our tenants may choose not to renew their respective lease agreements following the initial or subsequent terms of the leases; restrictions on our ability to sell our properties subject to the lease agreements; our tenants and any quarantors' historical results may not be a reliable indicator of their future results; our substantial amount of indebtedness and ability to service, refinance and otherwise fulfill our obligations under such indebtedness; our historical financial information may not be reliable indicators of our future results of operations, financial condition and cash flows; our inability to successfully pursue investments in, and acquisitions of, additional properties; the possibility that we identify significant environmental, tax, legal or other issues, including additional costs or liabilities, that materially and adversely impact the value of assets acquired or secured as collateral (or other benefits we expect to receive) in any of our pending or recently completed transactions: the impact of changes to the U.S. federal income tax laws: the possibility of adverse tax consequences as a result of our pending or recently completed transactions, including tax protection agreements to which we are a party; increased volatility in our stock price, including as a result of our pending or recently completed transactions; our inability to maintain our qualification for taxation as a REIT; the impact of climate change, natural disasters, war, political and public health conditions or uncertainty or civil unrest, violence or terrorist activities or threats on our properties and changes in economic conditions or heightened travel security and health measures instituted in response to these events; the loss of the services of key personnel; the inability to attract, retain and motivate employees; the costs and liabilities associated with environmental compliance; failure to establish and maintain an effective system of integrated internal controls; our reliance on distributions received from our subsidiaries, including VICI Properties OP LLC ("VICI OP"), to make distributions to our stockholders: the potential impact on the amount of our cash distributions if we were to sell any of our properties in the future; our ability to continue to make distributions to holders of our common stock or maintain anticipated levels of distributions over time; and competition for transaction opportunities, including from other REITs, investment companies, private equity firms and hedge funds, sovereign funds, lenders, gaming companies and other investors that may have greater resources and access to capital and a lower cost of capital or different investment parameters than us.

Although the Company believes that in making such forward-looking statements its expectations are based upon reasonable assumptions, such statements may be influenced by factors that could cause actual outcomes and results to be materially different from those projected. The Company cannot assure you that the assumptions upon which these statements are based will prove to have been correct. Additional important factors that may affect the Company's business, results of operations and financial position are described from time to time in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, Quarterly Reports on Form 10-Q and the Company's other filings with the Securities and Exchange Commission. The Company does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise, except as may be required by applicable law.

#### Tenant, Borrower and Other Company Information

The Company makes no representation as to the accuracy or completeness of the information regarding its tenants, including Bowlero Corp. ("Bowlero"), Caesars Entertainment, Inc. ("Caesars"), Century Casinos, Inc. ("Century Casinos"), Chelsea Piers in New York City ("Chelsea Piers"), Cherokee Nation Entertainment, L.L.C. ("CNE"), the Eastern Band of Cherokee Indians ("EBC!"), Foundation Gaming and Entertainment LLC ("Foundation Gaming"), Seminole Hard Rock Entertainment, Inc. ("Pen LC ("JACK Entertainment"), PENN Entertainment, Inc. ("Pen Entertainment"), PENN Entertainment"), PENN Entertainment"), PENN Entertainment"), PENN Entertainment, Inc. ("Pen Entertainment, Inc. ("Pen Entertainment"), PENN Entertainment, Inc. ("Pen Ente

#### Market and Industry Data and Trademark Information

This presentation may contain estimates and information concerning the Company's industry, including market position, rent growth, corporate governance, and other analyses of the Company's peers, that are based on industry publications, reports and peer company public filings. This information involves a number of assumptions and limitations, and you are cautioned not to rely on or give undue weight to this information. The Company has not independently verified the accuracy or completeness of the data contained in these industry publications, reports or filings. The industry in which the Company operates is subject to a high degree of uncertainty and risk due to a variety of factors, including those described in the "Risk Factors" section of the Company's public filings with the SEC. The brands operated at our properties are trademarks of their respective owners. None of these owners nor any of their respective officers, directors, agents or employees have approved any disclosure contained in this presentation or are responsible or liable for the content of this presentation.

#### **Non-GAAP Financial Measures**

This presentation includes reference to Funds From Operations ("FFO"), FFO per share, Adjusted Funds From Operations ("AFFO"), AFFO per share, and Adjusted EBITDA, which are not required by, or presented in accordance with, generally accepted accounting principles in the United States ("GAAP"). These are non-GAAP financial measures and should not be construed as alternatives to net income or as an indicator of operating performance (as determined in accordance with GAAP). We believe FFO, FFO per share, AFFO, AFFO per share and Adjusted EBITDA provide a meaningful perspective of the underlying operating performance of our business. For additional information regarding these non-GAAP financial measures see "Definitions of Non-GAAP Financial Measures" included in the Appendix at the end of this presentation.

#### Financial Data

Financial information provided herein is as of December 31, 2023 unless otherwise indicated.



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## CORPORATE OVERVIEW

VICI Properties Inc. is an S&P 500® experiential real estate investment trust that owns one of the largest portfolios of market-leading gaming, hospitality and entertainment destinations, including Caesars Palace Las Vegas, MGM Grand and the Venetian Resort Las Vegas, three of the most iconic entertainment facilities on the Las Vegas Strip. VICI Properties owns 93 experiential assets across a geographically diverse portfolio consisting of 54 gaming properties and 39 other experiential properties across the United States and Canada. The portfolio is comprised of approximately 127 million square feet and features approximately 60,300 hotel rooms and over 500 restaurants, bars, nightclubs and sportsbooks. Its properties are occupied by industry-leading gaming, leisure and hospitality operators under long-term, triplenet lease agreements. VICI Properties has a growing array of real estate and financing partnerships with leading operators in other experiential sectors, including Bowlero, Cabot, Canyon Ranch, Chelsea Piers, Great Wolf Resorts, Homefield, and Kalahari Resorts. VICI Properties also owns four championship golf courses and 33 acres of undeveloped and underdeveloped land adjacent to the Las Vegas Strip. VICI Properties' goal is to create the highest quality and most productive experiential real estate portfolio through a strategy of partnering with the highest quality experiential place makers and operators. For additional information, please visit www.viciproperties.com.

#### **Senior Management**

#### **Edward Pitoniak**

Chief Executive Officer & Director

#### John Payne

President & Chief Operating Officer

#### David Kieske

Executive Vice President, Chief Financial Officer & Treasurer

#### Samantha Gallagher

Executive Vice President, General Counsel & Secretary

#### Gabriel Wasserman

Senior Vice President, Chief Accounting Officer

#### Kellan Florio

Senior Vice President, Chief Investment Officer

#### **Moira McCloskey**

Senior Vice President, Capital Markets

#### **Board of Directors**

#### James Abrahamson\*

Director. Chairman of the Board

#### Diana Cantor\*

Director, Audit Committee Chair

#### Monica Douglas\*

Director

#### Elizabeth Holland\*

Director, Nominating & Governance Committee Chair

#### Craig Macnab\*

Director, Compensation Committee Chair

#### **Edward Pitoniak**

Director, Chief Executive Officer

#### Michael Rumbolz\*

Director

#### **Contact Information**

#### Corporate Headquarters - VICI Properties Inc.

535 Madison Avenue, 20<sup>th</sup> Floor New York, New York 10022 (646) 949-4631

#### **Public Markets Detail**

Ticker: VICI Exchange: NYSE

#### Transfer Agent - Computershare

7530 Lucerne Drive, Suite 305 Cleveland, OH 44130 (800) 962-4284

www.computershare.com

#### Website

www.viciproperties.com

#### LinkedIn

www.linkedin.com/company/vici-properties-inc

#### **Investor Relations**

investors@viciproperties.com

Note: \* Denotes independent director

## **PORTFOLIO & FINANCIAL HIGHLIGHTS**

(\$ amounts in thousands, except share, per share, portfolio and property data)

#### **Portfolio Highlights**



**54** Gaming Properties

39 Other Experiential Properties

4 Golf Courses



13 Tenants with 80% of Rent from Publicly Traded Tenants



26 States & 1 Canadian Province



33 Acres of Undeveloped and Underdeveloped Land around the Las Vegas Strip



**41.6** Year Weighted Average Lease Term as of December 31, 2023<sup>(2)</sup>



100% Occupancy Rate

### Financial Highlights as of December 31, 2023

		Three Mont	ths Ended	
_	Dec. 31, 2023	Sept. 30, 2023	Jun. 30, 2023	Mar. 31, 2023
Net Income Per Common Share				
Basic	\$0.72	\$0.55	\$0.69	\$0.52
Diluted	\$0.72	\$0.55	\$0.69	\$0.52
Funds From Operations Per Common Share (1)				
Basic	\$0.72	\$0.55	\$0.69	\$0.52
Diluted	\$0.72	\$0.55	\$0.69	\$0.52
Adjusted Funds From Operations Per Common Share <sup>(1)</sup>				
Basic	\$0.55	\$0.54	\$0.54	\$0.53
Diluted	\$0.55	\$0.54	\$0.54	\$0.53
Net Income Attributable to Common Stockholders	\$747,769	\$556,329	\$690,702	\$518,740
Adjusted EBITDA Attributable to Common Stockholders (1)	\$749,550	\$726,406	\$723,414	\$710,302
Annualized Dividend Per Share	\$1.66	\$1.66	\$1.56	\$1.56
Dividend Yield at Period End	5.2%	5.7%	5.0%	4.8%

#### **Summary Capitalization**

Shares Outstanding	1,042,702,763
Third-Party Partnership Units Outstanding	13,054,659
Share Price	\$31.88
Equity Market Capitalization	\$33,657,547
Total Debt	\$17,123,804
Cash & Cash Equivalents	\$522,574
Total Enterprise Value	\$50,258,777
LQA Net Leverage Ratio <sup>(3)</sup>	5.5x

#### Credit Ratings

<u>Moody's</u>	<u>S&amp;P</u>	<u>Fitch</u>
Ba1 / Stable Outlook	BBB- / Stable Outlook	BBB- / Stable Outlook

(1) See "Non-GAAP Financial Measures" on page 30-11 of this presentation for reconciliations and "Definitions of Non-GAAP Financial Measures" on page 28 of this presentation for the definitions of these Non-GAAP Financial Measures. (2) Inclusive of all tenant renewal options based on annualized cash rent. (3) LQA Net Leverage defined as Total Debt less Cash & Cash Equivalents divided by last quarter annualized ("LQA") Adjusted EBITDA for the quarter ended December 31, 2023. See page 16 for more information and reconciliations on this metric. LTM Net Leverage for the period ended December 31, 2023 was 5.7x.

## **CONSOLIDATED BALANCE SHEETS**

	Dece	December 31, 2023		mber 31, 2022
Assets				
Real estate portfolio:				
Investments in leases - sales-type, net	\$	23,015,931	\$	17,172,325
Investments in leases - financing receivables, net		18,211,102		16,740,770
Investments in loans and securities, net		1,144,177		685,793
Investment in unconsolidated affiliate		_		1,460,775
Land		150,727		153,560
Cash and cash equivalents		522,574		208,933
Short-term investments		_		217,342
Other assets		1,015,330		936,328
Total assets	\$	44,059,841	\$	37,575,826
Liabilities				
Debt, net	\$	16,724,125	\$	13,739,675
Accrued expenses and deferred revenue	·	227,241		213,388
Dividends and distributions payable		437,599		380,178
Other liabilities		1,013,102		952,472
Total liabilities		18,402,067		15,285,713
Stockholders' equity		, ,		
Common stock, \$0.01 par value, 1,350,000,000 shares authorized and 1,042,702,763 and 963,096,563 shares issued and outstanding at December 31, 2023 and December 31, 2022, respectively		10,427		9,631
Preferred stock, \$0.01 par value, 50,000,000 shares authorized and no shares outstanding at December 31, 2023 and December		_		_
Additional paid-in capital		24,125,872		21,645,499
Accumulated other comprehensive income		153,870		185,353
Retained earnings		965,762		93,154
Total VICI stockholders' equity	·	25,255,931		21,933,637
Non-controlling interests		401,843		356,476
Total stockholders' equity		25,657,774		22,290,113
Total liabilities and stockholders' equity	\$	44,059,841	\$	37,575,826

# **CONSOLIDATED BALANCE SHEETS – QUARTERLY**

(\$ amounts in thousands)

	December 31, 2023 Se		September 30, 2023		June 30, 2023		arch 31, 2023
Assets							
Real estate portfolio:							
Investments in leases - sales-type, net	\$	23,015,931	\$ 22,889,98	34 \$	22,655,164	\$	22,579,820
Investments in leases - financing receivables, net		18,211,102	17,337,66	55	17,144,528		17,051,187
Investments in loans and securities, net		1,144,177	973,2	7	627,259		886,524
Investment in unconsolidated affiliate		_	-	_	_		_
Land		150,727	150,72	27	150,727		153,560
Cash and cash equivalents		522,574	510,88	84	738,793		247,673
Short-term investments		_	-	_	_		_
Other assets		1,015,330	969,67	'2	934,139		934,049
Total assets	\$	44,059,841	\$ 42,832,14	9 \$	42,250,610	\$	41,852,813
Liabilities							
Debt, net	\$	16,724,125	\$ 16,692,72	28 \$	16,624,197	\$	16,606,240
Accrued expenses and deferred revenue		227,241	222,43	80	210,534		221,283
Dividends and distributions payable		437,599	426,86	31	397,480		396,212
Other liabilities		1,013,102	954,44	8	933,824		954,543
Total liabilities		18,402,067	18,296,46	7	18,166,035		18,178,278
Stockholders' equity							
Common stock		10,427	10,16	8	10,074		10,042
Preferred stock		_	-	_	_		_
Additional paid-in capital		24,125,872	23,316,14	10	23,014,913		22,910,509
Accumulated other comprehensive income		153,870	186,24	1	173,670		170,441
Retained earnings		965,762	652,40	)2	518,059		220,254
Total VICI stockholders' equity		25,255,931	24,164,95	51	23,716,716		23,311,246
Non-controlling interests		401,843	370,73	31	367,859		363,289
Total stockholders' equity		25,657,774	24,535,68	32	24,084,575		23,674,535
Total liabilities and stockholders' equity	\$	44,059,841	\$ 42,832,14	9 \$	42,250,610	\$	41,852,813



# **CONSOLIDATED STATEMENT OF OPERATIONS**

	-	Three Months End 2023	ecember 31, 2022	Year Ended December 3			ber 31, 2022	
Revenues	-							
Income from sales-type leases	\$	506,217	\$	386,293	\$	1,980,178	\$	1,464,245
Income from lease financing receivables, loans and securities		396,813		355,685		1,519,516		1,041,229
Other income		18,283		17,818		73,326		59,629
Golf revenues		10,552		10,110		38,968		35,594
Total revenues		931,865		769,906		3,611,988		2,600,697
Operating expenses								
General and administrative		15,256		15,029		59,603		48,340
Depreciation		1,586		811		4,298		3,182
Other expenses		18,283		17,818		73,326		59,629
Golf expenses		8,215		6,272		27,089		22,602
Change in allowance for credit losses (1)		(63,295)		(30,965)		102,824		834,494
Transaction and acquisition expenses		4,632		3,287		8,017		22,653
Total operating expenses		(15,323)		12,252		275,157		990,900
Income from unconsolidated affiliate		_		21,916		1,280		59,769
Interest expense		(205,175)		(169,329)		(818,056)		(539,953
Interest income		7,776		5,633		23,970		9,530
Other gains		161		_		4,456		_
Income before income taxes		749,950		615,874		2,548,481		1,139,143
Benefit from (provision for) income taxes		9,771		(1,032)		6,141		(2,876
Net income		759,721		614,842		2,554,622		1,136,267
Less: Net income attributable to non-controlling interests		(11,952)		(10,789)		(41,082)		(18,632
Net income attributable to common stockholders	\$	747,769	\$	604,053	\$	2,513,540	\$	1,117,635
Net income per common share								
Basic	\$	0.72	\$	0.63	\$	2.48	\$	1.27
Diluted	\$	0.72	\$	0.63	\$	2.47	\$	1.27
Weighted average number of shares of common stock outstanding								
Basic		1,036,702,399		962,580,619		1,014,513,195		877,508,388
Diluted		1,037,834,052		965,299,406		1,015,776,697		879,675,845
Impact to net income related to non-cash change in allowance for credit losses - CECL <sup>(1)</sup>	\$	63,295	\$	30,965	\$	(102,824)	\$	(834,494
Per share impact related to non-cash change in allowance for credit losses - CECL	_		_				_	
Basic	\$	0.06	\$	0.03	\$	(0.10)		(0.95
Diluted	\$	0.06	\$	0.03	\$	(0.10)	\$	(0.95

<sup>(1)</sup> Refer to Note 5 - Allowance for Credit Losses within our Annual Report on Form 10-K for the year ended December 31, 2023.



# **CONSOLIDATED STATEMENT OF OPERATIONS – QUARTERLY**

				Three Mo	nths	Ended			
	Dec	ember 31, 2023	Sep	tember 30, 2023		June 30, 2023	M	larch 31, 2023	
Revenues	'								
Income from sales-type leases	\$	506,217	\$	500,212	\$	495,355	\$	478,394	
Income from lease financing receivables, loans and securities		396,813		378,502		373,132		371,069	
Other income		18,283		18,179		18,525		18,339	
Golf revenues		10,552		7,425		11,146		9,845	
Total revenues		931,865		904,318		898,158		877,647	
Operating expenses									
General and administrative		15,256		14,422		14,920		15,005	
Depreciation		1,586		1,011		887		814	
Other expenses		18,283		18,179		18,525		18,339	
Golf expenses		8,215		6,332		6,590		5,952	
Change in allowance for credit losses (1)		(63,295)		95,997		(41,355)		111,477	
Transaction and acquisition expenses		4,632		3,566		777		(958	
Total operating expenses		(15,323)		139,507		344		150,629	
Income from unconsolidated affiliate		_		_		_		1,280	
Interest expense		(205,175)		(204,927)		(203,594)		(204,360	
Interest income		7,776		7,341		5,806		3,047	
Other gains (losses)		161		(1,122)		3,454		1,963	
Income before income taxes		749,950		566,103		703,480		528,948	
Benefit from (provision for) income taxes		9,771		(644)		(1,899)		(1,087	
Net income		759,721		565,459		701,581		527,861	
Less: Net income attributable to non-controlling interests		(11,952)		(9,130)		(10,879)		(9,121	
Net income attributable to common stockholders	\$	747,769	\$	556,329	\$	690,702	\$	518,740	
Net income per common share									
Basic	\$	0.72	\$	0.55	\$	0.69	\$	0.52	
Diluted	\$	0.72	\$	0.55	\$	0.69	\$	0.52	
Weighted average number of shares of common stock outstanding									
Basic		1,036,702,399		1,012,986,784		1,006,893,810		1,001,526,645	
Diluted		1,037,834,052		1,013,589,640		1,007,968,422		1,003,831,325	
Impact to net income related to non-cash change in allowance for credit losses - CECL <sup>(1)</sup>	\$	63,295	\$	(95,997)	\$	41,355	\$	(111,477	
Per share impact related to non-cash change in allowance for credit losses - CECL	•	-	-	, , ,	-	•	-	, ,	
Basic	\$	0.06	\$	(0.09)	\$	0.04	\$	(0.11	
Diluted	\$	0.06	\$	(0.09)		0.04	\$	(0.11	

<sup>(1)</sup> Refer to Note 5 - Allowance for Credit Losses within our Annual Report on Form 10-K for the year ended December 31, 2023.



## **NON-GAAP FINANCIAL MEASURES**

	٦							December 31,	
		2023		2022		2023		2022	
Net income attributable to common stockholders	\$	747,769	\$	604,053	\$	2,513,540	\$	1,117,635	
Real estate depreciation		_		<del></del>					
Joint venture depreciation and non-controlling interest adjustments		<u> </u>		10,093		1,426		27,146	
Funds From Operations (FFO) attributable to common stockholders <sup>(1)</sup>		747,769		614,146		2,514,966		1,144,781	
Non-cash leasing and financing adjustments		(131,800)		(107, 109)		(515,488)		(337,631)	
Non-cash change in allowance for credit losses		(63,295)		(30,965)		102,824		834,494	
Non-cash stock-based compensation		4,019		3,627		15,536		12,986	
Transaction and acquisition expenses		4,632		3,287		8,017		22,653	
Amortization of debt issuance costs and original issue discount		16,807		10,301		70,452		48,595	
Other depreciation		1,299		780		3,741		3,060	
Capital expenditures		(1,080)		(709)		(2,842)		(1,802)	
Gain on extinguishment of debt and interest rate swap settlements		_		_		_		(5,405)	
Other gains (2)		(161)		_		(4,456)		_	
Deferred income tax benefit		(10,426)		_		(10,426)		_	
Joint venture non-cash adjustments and non-controlling interest adjustments		2,650		(5,759)		4,716		(27,930)	
Adjusted Funds From Operations (AFFO) attributable to common stockholders <sup>(1)</sup>		570,414		487,599		2,187,040		1,693,801	
Interest expense, net		180,592		153,395		723,634		487,233	
Income tax expense		655		1,032		4,285		2,876	
Joint venture adjustments and non-controlling interest adjustments		(2,111)		11,568		(5,287)		30,755	
Adjusted EBITDA attributable to common stockholders <sup>(1)</sup>	\$	749,550	\$	653,594	\$	2,909,672	\$	2,214,665	
Net income per common share									
Basic	\$	0.72	\$	0.63	\$	2.48	\$	1.27	
Diluted	\$	0.72		0.63	\$	2.47	\$	1.27	
FFO per common share	*	02	•	0.00	•		•		
Basic	\$	0.72	\$	0.64	\$	2.48	\$	1.30	
Diluted	\$	0.72	\$	0.64	\$	2.48	\$	1.30	
AFFO per common share	•	52	*	0.0 .	Ψ	20	Ψ		
Basic	\$	0.55	\$	0.51	\$	2.16	\$	1.93	
Diluted	\$	0.55	\$	0.51	\$	2.15	\$	1.93	
Weighted average number of shares of common stock outstanding									
Basic		1,036,702,399		962,580,619		1,014,513,195		877,508,388	
Diluted		1,037,834,052		965,299,406		1,015,776,697		879,675,845	

<sup>(1)</sup> See definitions of Non-GAAP Financial Measures on page 28 of this presentation. (2) Represents non-cash foreign currency remeasurement adjustments and gain on sale of land.



# NON-GAAP FINANCIAL MEASURES - QUARTERLY

		Three Months Ended								
	Dec	ember 31, 2023	Sept	tember 30, 2023	June 30,	2023	М	larch 31, 2023		
Net income attributable to common stockholders	\$	747,769	\$	556,329	\$	690,702	\$	518,740		
Real estate depreciation		_		_		_		_		
Joint venture depreciation and non-controlling interest adjustments				<u> </u>		_		1,426		
Funds From Operations (FFO) attributable to common stockholders <sup>(1)</sup>		747,769		556,329		690,702		520,166		
Non-cash leasing and financing adjustments		(131,800)		(131,344)	(	(129,510)		(122,834)		
Non-cash change in allowance for credit losses		(63,295)		95,997		(41,355)		111,477		
Non-cash stock-based compensation		4,019		4,019		4,031		3,467		
Transaction and acquisition expenses		4,632		3,566		777		(958)		
Amortization of debt issuance costs and original issue discount		16,807		17,283		16,680		19,682		
Other depreciation		1,299		833		826		783		
Capital expenditures		(1,080)		(444)		(330)		(988)		
Other (gains) losses <sup>(2)</sup>		(161)		1,122		(3,454)		(1,963)		
Deferred income tax benefit		(10,426)		_		_		_		
Joint venture non-cash adjustments and non-controlling interest adjustments		2,650		253		2,040		(227)		
Adjusted Funds From Operations (AFFO) attributable to common stockholders <sup>(1)</sup>		570,414		547,614		540,407		528,605		
Interest expense, net		180,592		180,303		181,108		181,631		
Income tax expense		655		644		1,899		1,087		
Joint venture adjustments and non-controlling interest adjustments		(2,111)		(2,155)		_		(1,021)		
Adjusted EBITDA attributable to common stockholders <sup>(1)</sup>	\$	749,550	\$	726,406	\$	723,414	\$	710,302		
Not income nor common chara										
Net income per common share Basic	\$	0.72	\$	0.55	\$	0.69	\$	0.52		
Diluted	\$	0.72	\$	0.55	\$	0.69	\$	0.52		
FFO per common share	Ψ	0.72	Ψ	0.55	Ψ	0.03	Ψ	0.32		
Basic	\$	0.72	\$	0.55	\$	0.69	\$	0.52		
Diluted	\$	0.72	\$	0.55	\$	0.69	\$	0.52		
AFFO per common share	Ψ	0.72	Ψ	0.00	Ψ	0.00	Ψ	0.02		
Basic	\$	0.55	\$	0.54	\$	0.54	\$	0.53		
Diluted	\$	0.55	\$	0.54		0.54	-	0.53		
Weighted average number of shares of common stock outstanding	Ψ	3.00	Ψ	3.04	Ψ	0.01	Ψ	3.00		
Basic		1,036,702,399		1,012,986,784	1,006	893,810		1,001,526,645		
Diluted		1,037,834,052		1,013,589,640		968,422		1,003,831,325		

<sup>(1)</sup> See definitions of Non-GAAP Financial Measures on page 28 of this presentation. (2) Represents non-cash foreign currency remeasurement adjustments and gain on sale of land.



## **REVENUE DETAIL**

(\$ amounts in thousands)

		ree Months End	ded Dec	ember 31, 2022	Year Ended	Decem	ber 31, 2022
Contractual income from sales-type leases	·						
Caesars Regional Master Lease (excluding Harrah's NOLA, AC, and Laughlin) & Joliet Lease	\$	136,067	\$	129,544	\$ 534,923	\$	497,731
Caesars Las Vegas Master Lease		116,076		110,932	456,933		427,600
MGM Grand/Mandalay Bay Lease		77,468		_	302,326		_
The Venetian Resort Las Vegas Lease		64,375		62,500	256,250		212,798
PENN Greektown Lease		13,214		12,830	52,215		51,320
Hard Rock Cincinnati Lease		11,541		11,176	45,069		44,206
EBCI Southern Indiana Lease		8,370		8,247	33,152		32,663
Century Master Lease (excluding Century Canadian Portfolio)		10,740		6,376	34,210		25,504
PENN Margaritaville Lease		6,615		5,953	26,239		23,784
Income from sales-type leases non-cash adjustment (1)		61,751		38,735	238,861		148,639
Income from sales-type leases		506,217		386,293	1,980,178		1,464,245
Contractual income from lease financing receivables							
MGM Master Lease		186,150		211,855	744,733		574,967
Harrah's NOLA, AC, and Laughlin <sup>(2)</sup>		43,974		41,866	172,872		160,855
JACK Entertainment Master Lease		17,511		17,251	69,956		68,442
Hard Rock Mirage Lease		22,500		3,145	90,000		3,145
CNE Gold Strike Lease		10,000		_	35,000		_
Foundation Master Lease		6,063		652	24,252		652
PURE Master Lease		3,996		_	15,909		_
Century Canadian Portfolio <sup>(3)</sup>		3,176		_	4,063		_
Bowlero Master Lease		6,371		_	6,371		_
Chelsea Piers Lease		903		_	903		_
Income from lease financing receivables non-cash adjustment (1)		70,072		68,379	276,697		188,993
Income from lease financing receivables		370,716		343,148	1,440,756		997,054
Contractual interest income							
Senior secured notes		2,399		_	7,246		_
Senior secured loans		7,607		9,801	28,002		37,524
Mezzanine loans & preferred equity		16,114		2,741	43,582		6,651
Income from loans non-cash adjustment (1)		(23)		(5)	(70)		-
Income from loans and securities		26,097		12,537	78,760		44,175
Income from lease financing receivables, loans and securities		396,813		355,685	1,519,516		1,041,229
Other income		18,283		17,818	73,326		59,629
Golf revenues		10,552		10,110	38,968		35,594
Total revenues	\$	931,865	\$	769,906	\$ 3,611,988	\$	2,600,697

<sup>(1)</sup> Amounts represent non-cash adjustments to recognize revenue on an effective interest basis in accordance with GAAP. (2) Assets are part of the Caesars Regional Master Lease. (3) Assets are part of the Century Master Lease.



# **REVENUE DETAIL – QUARTERLY**

(\$ amounts in thousands)

					nths Ended			
	Decem	ber 31, 2023	Septem	ber 30, 2023	June 30, 2023	Ma	rch 31, 2023	
Contractual income from sales-type leases	_							
Caesars Regional Master Lease (excluding Harrah's NOLA, AC, and Laughlin) & Joliet Lease	\$	136,067	\$	132,952		\$	132,952	
Caesars Las Vegas Master Lease		116,076		113,619	113,619		113,619	
MGM Grand/Mandalay Bay Lease		77,468		77,468	77,468		69,922	
The Venetian Resort Las Vegas Lease		64,375		64,375	64,375		63,125	
PENN Greektown Lease		13,214		13,214	12,957		12,830	
Hard Rock Cincinnati Lease		11,541		11,176	11,176		11,176	
EBCI Southern Indiana Lease		8,370		8,288	8,247		8,247	
Century Master Lease (excluding Century Canadian Portfolio)		10,740		9,740	6,865		6,865	
PENN Margaritaville Lease		6,615		6,615	6,615		6,394	
Income from sales-type leases non-cash adjustment (1)		61,751		62,765	61,081		53,264	
Income from sales-type leases		506,217		500,212	495,355		478,394	
Contractual income from lease financing receivables								
MGM Master Lease		186,150		186,150	184,933		187,500	
Harrah's NOLA, AC, and Laughlin <sup>(2)</sup>		43,974		42,966	42,966		42,966	
JACK Entertainment Master Lease		17,511		17,511	17,511		17,423	
Hard Rock Mirage Lease		22,500		22,500	22,500		22,500	
CNE Gold Strike Lease		10,000		10,000	10,000		5,000	
Foundation Master Lease		6,063		6,063	6,063		6,063	
PURE Master Lease		3,996		4,054	4,050		3,809	
Century Canadian Portfolio <sup>(3)</sup>		3,176		887	· —		_	
Bowlero Master Lease		6,371		_	_		_	
Chelsea Piers Lease		903		_	_		_	
Income from lease financing receivables non-cash adjustment (1)		70,072		68,586	68,462		69,577	
Income from lease financing receivables		370,716		358,717	356,485		354,838	
Contractual interest income	_							
Senior secured notes		2,399		2,344	2.395		108	
Senior secured loans		7,607		4,565	5,566		10,264	
Mezzanine loans & preferred equity		16,114		12,883	8,719		5,866	
Income from loans non-cash adjustment (1)		(23)		(7)	(33)		(7)	
Income from loans and securities		26,097		19.785	16.647		16,231	
Income from lease financing receivables, loans and securities		396,813		378,502	373,132		371,069	
Other income		18,283		18,179	18,525		18,339	
Golf revenues		10,552		7,425	11,146		9,845	
Total revenues	\$	931,865	\$	904,318		\$	877,647	

<sup>(1)</sup> Amounts represent non-cash adjustments to recognize revenue on an effective interest basis in accordance with GAAP. (2) Assets are part of the Caesars Regional Master Lease. (3) Assets are part of the Century Master Lease.



# ANNUALIZED CONTRACTUAL RENT AND INCOME FROM LOANS

(\$ amounts in millions USD)

	Assets Per Lease	Tenant	Annualized Rent as of February 2024
Annualized Contractual Rent			-
MGM Master Lease	11	MGM Resorts International	\$744.6
Caesars Regional Master Lease & Joliet Lease	16	Caesars Entertainment	728.4
Caesars Las Vegas Master Lease	2	Caesars Entertainment	469.2
MGM Grand/Mandalay Bay Master Lease	2	MGM Resorts International	309.9
The Venetian Resort Las Vegas Lease	1	Venetian Las Vegas Tenant	257.5
Hard Rock Mirage Lease	1	Hard Rock Entertainment	91.8
JACK Entertainment Master Lease	2	JACK Entertainment	71.1
Century Master Lease <sup>(1)</sup>	8	Century Casinos	56.9
PENN Greektown Lease	1	PENN Entertainment	52.9
Hard Rock Cincinnati Lease	1	Hard Rock Entertainment	46.2
CNE Gold Strike Lease	1	Cherokee Nation Entertainment	40.0
EBCI Southern Indiana Lease	1	Eastern Band of Cherokee Indians	33.5
Bowlero Master Lease	38	Bowlero	31.6
PENN Margaritaville Lease	1	PENN Entertainment	26.8
Foundation Gaming Master Lease	2	Foundation Gaming	24.5
Chelsea Piers Lease	1	Chelsea Piers	24.0
PURE Canadian Master Lease <sup>(1)</sup>	4	PURE Canadian Gaming	16.7
Totals	93		\$3,025.5

#### **Partnerships with 13 Tenants**



Caesars	40%
MGM	35%
Venetian	9%
Hard Rock	4%
PENN	3%
JACK	2%
Century Casinos <sup>(1)</sup>	2%
Cherokee Nation	1%
EBCI	1%
Bowlero	1%
Foundation	<1%
Chelsea Piers	<1%
PURE Canadian <sup>(1)</sup>	<1%

	Total Commitments	Principal Balance as of December 31, 2023	Blended Interest Rate	Annualized Income from Loans
Annualized Contractual Income from Loans and Securities				
Senior Secured Notes	\$85.0	\$85.0	11.0%	\$9.4
Senior Secured Loans	868.6	392.2	7.3%	28.6
Mezzanine Loans & Preferred Equity	977.7	698.9	9.8%	68.3
Totals	\$1,931.3	\$1,176.1	9.0%	\$106.3

Total Annualized Contractual Rent and Income from Loans and Securities	\$3,131.8

(1) Includes rent or a portion of rent collected in CAD, assuming an exchange rate of C\$1:00:US\$0.76 as of December 31, 2023.



## **2024 GUIDANCE**

(\$ amounts in millions, except per share data)

The Company is providing preliminary AFFO guidance for the full year 2024. In determining AFFO, the Company adjusts for certain items that are otherwise included in determining net income attributable to common stockholders, the most comparable GAAP financial measure. In reliance on the exemption provided by applicable rules, the Company does not provide guidance for GAAP net income, the most comparable GAAP financial measure, or a reconciliation of 2023 AFFO to GAAP net income because we are unable to predict with reasonable certainty the amount of the change in non-cash allowance for credit losses under ASU No. 2016-13 - Financial Instruments—Credit Losses (Topic 326) ("ASC 326") for a future period. The non-cash change in allowance for credit losses under ASC 326 with respect to a future period is dependent upon future events that are entirely outside of the Company's control and may not be reliably predicted, including its tenants' respective financial performance, fluctuations in the trading price of their common stock, credit ratings and outlook (each to the extent applicable), as well as broader macroeconomic performance. Based on past results and as disclosed in the Company's historical financial results, the impact of these adjustments could be material, individually or in the aggregate, to the Company's reported GAAP results. For more information, see "Non-GAAP Financial Measures" on page 28 of this presentation.

The Company estimates AFFO for the year ending December 31, 2024 will be between \$2,320 million and \$2,355 million, or between \$2.22 and \$2.25 per diluted common share. Guidance does not include the impact on operating results from any possible or pending future acquisitions or dispositions, capital markets activity, or other non-recurring transactions.

The following is a summary of the Company's full-year 2024 guidance:

2024 Guidance					
For the Year Ending December 31, 2024:	Low	High			
Estimated Adjusted Funds From Operations (AFFO)	\$2,320.0	\$2,355.0			
Estimated Adjusted Funds From Operations (AFFO) per common diluted share	\$2.22	\$2.25			
Estimated Weighted Average Common Share Count at Year End (in millions)	1,046.0	1,046.0			

The above per share estimates reflect the dilutive effect of the 22,856,855 shares pending under the Q4 2023 and Q1 2024 ATM forward sale agreements as calculated under the treasury stock method. VICI partnership units held by third parties are reflected as non-controlling interests and the income allocable to them is deducted from net income to arrive at net income attributable to common stockholders and AFFO; accordingly, guidance represents AFFO per share attributable to common stockholders based solely on outstanding shares of VICI common stock.

The estimates set forth above reflect management's view of current and future market conditions, including assumptions with respect to the earnings impact of the events referenced in this presentation. The estimates set forth above may be subject to fluctuations as a result of several factors and there can be no assurance that the Company's actual results will not differ materially from the estimates set forth above.

## CAPITALIZATION & KEY CREDIT METRICS - AS OF DEC. 31, 2023

Capitalization	
Shares Outstanding	1,042,702,763
Third-Party Partnership Units Outstanding <sup>(1)</sup>	13,054,659
Share Price	\$31.88
Equity Market Capitalization	\$33,657,547
Revolving Credit Facility <sup>(2)</sup>	173,804
Senior Unsecured Notes	13,950,000
CMBS Debt	3,000,000
Total Debt	\$17,123,804
Total Market Capitalization	\$50,781,351
Less: Cash & Cash Equivalents	522,574
Total Enterprise Value	\$50,258,777

Total Liquidity	
Revolving Credit Facility Capacity	\$2,326,196
Outstanding Forward Sale Agreement Proceeds <sup>(4)</sup>	382,192
Cash & Cash Equivalents	522,574
Total Liquidity	\$3,230,962

Investment Grade Bond Covenants	Thresholds	Actuals
Total Net Debt to Adjusted Total Assets	< 60%	39%
Senior Secured Net Debt to Adjusted Total Assets	< 40%	7%
Interest Coverage Ratio	> 1.5x	3.6x
Total Unencumbered Assets to Unsecured Debt	> 150%	273%

VICI Issuer Credit Ratings	
Moody's: Ba1 / Stable Outlook	
S&P: BBB- / Stable Outlook	
Fitch: BBB- / Stable Outlook	

Q4'23 LQA Net Leverage	
Q4'23 Adj. EBITDA <sup>(3)</sup>	\$749,550
Annualized Q4'23 Adj. EBITDA	2,998,200
Net Debt	16,601,230
LQA Net Leverage Ratio	5.5x

<sup>(1)</sup> MGM and Bowlero hold third-party partnership units, which may be redeemed for cash or, at VICl's election, shares of common stock. (2) Revolver draws denominated in CAD and GBP, shown here in USD, refer to footnote 5 on slide 17 for additional information. (3) See "Non-GAAP Financial Measures" on page 28 of this presentation for the reconciliations, and "Definitions of Non-GAAP Financial Measures" on page 28 of this presentation for the definitions of these Non-GAAP Financial Measures. (4) Estimated based on the forward sale price calculated as of December 31, 2023, and total amount of shares available for settlement under the Q4 2023 ATM Forward Sale Agreements. Subsequent to year end, in January 2024, VICl offered an additional 9,662,116 shares on a forward basis for additional estimated proceeds of \$302.4 million upon settlement of the Q1 2024 forward sale agreements based on the initial forward sale price. Upon completion of this subsequent event, the Company had approximately \$3.5 billion in liquidity.

## **DEBT DETAIL**

(\$ amounts in thousands USD)

			Effective Rate	As of December 31, 2023		
Debt	Maturity Date	Coupon Rate		Face Value	% of Total Debt	Carrying Value <sup>(1</sup>
Senior Unsecured Debt <sup>(2)</sup>						
\$2.5Bn Revolving Credit Facility						
Borrowings in USD	3/31/2027 <sup>(3)</sup>	SOFR+1.05%(4)	6.505%(5)	-	-	-
Borrowings in CAD	3/31/2027 <sup>(3)</sup>	CDOR+1.05%(4)	6.495%(5)	\$162,346	0.9%	\$162,346
Borrowings in GBP	3/31/2027(3)	SONIA+1.05%(4)	6.247%(5)	\$11,458	0.1%	\$11,458
2024 Bond Maturity						
5.625% Notes <sup>(6)</sup>	5/1/2024	5.625%	5.625%	\$1,050,000	6.1%	\$1,051,279
2025 Bond Maturities						
3.500% Notes	2/15/2025	3.500%	3.500%	\$750,000	4.4%	\$747,364
4.375% Notes	5/15/2025	4.375%	4.375%	\$500,000	2.9%	\$497,864
4.625% Notes <sup>(6)</sup>	6/15/2025	4.625%	4.625%	\$800,000	4.7%	\$790,641
2026 Bond Maturities						
4.500% Notes(6)	9/1/2026	4.500%	4.500%	\$500,000	2.9%	\$486,521
4.250% Notes	12/1/2026	4.250%	4.250%	\$1,250,000	7.3%	\$1,241,678
2027 Bond Maturities						
5.750% Notes <sup>(6)</sup>	2/1/2027	5.750%	5.750%	\$750,000	4.4%	\$756,800
3.750% Notes	2/15/2027	3.750%	3.750%	\$750,000	4.4%	\$744,762
2028 Bond Maturities						
4.500% Notes <sup>(6)</sup>	1/15/2028	4.500%	4.500%	\$350,000	2.0%	\$339,689
4.750% Notes	2/15/2028	4.750%	4.516% <sup>(7)</sup>	\$1,250,000	7.3%	\$1,239,594
2029 Bond Maturities						
3.875% Notes <sup>(6)</sup>	2/15/2029	3.875%	3.875%	\$750,000	4.4%	\$691,692
4.625% Notes	12/1/2029	4.625%	4.625%	\$1,000,000	5.8%	\$990,531
2030 Bond Maturities						
4.950% Notes	2/15/2030	4.950%	4.541%(7)	\$1,000,000	5.8%	\$989,347
4.125% Notes	8/15/2030	4.125%	4.125%	\$1,000,000	5.8%	\$990,111
2032 Bond Maturity						
5.125% Notes	5/15/2032	5.125%	3.980%(7)	\$1,500,000	8.8%	\$1,482,836
2052 Bond Maturity						
5.625% Notes	5/15/2052	5.625%	5.625%	\$750,000	4.4%	\$735,854
Total Unsecured Debt	-	-	-	\$14,123,804	82.5%	\$13,950,367
CMBS Debt	3/5/2032	3.558%	3.558%	\$3,000,000	17.5%	\$2,773,758
Weighted Average / Total as of Year End		4.49%	4.35%(5)(7)	\$17,123,804	100.0%	\$16,724,125
Fixed Rate Debt Outstanding				99.0%		
Weighted Average Years to Maturity				5.9 Years		

(1) Carrying value shown net of unamortized original issue discount and unamortized debt issuance costs. (2) Holders of the senior notes, as well as the trustee under the governing indentures and the administrative agent and lenders under VICl's Credit Agreement, benefit from a limited pledge of the equity of VICl Properties L.P. ("VICl LP"). Refer to Note 7 - Debt within our Annual Report on Form 10-K for the year ended December 31, 2023. (3) Maturity date shown inclusive of applicable extension options. (4) Facility fees based on applicable total commitments (0.15%-0.375% depending on VICl LP's ratings). (5) Based on one-month SOFR of 5.355%, one-month CDOR of 5.445%, and one-month SONIA of 5.197% as of December 29, 2023. SOFR and SONIA-based rate includes a credit spread adjustment. (6) Issued in exchange for senior notes originally issued by MGM Growth Properties Operating Partnership LP ("MGP OP") pursuant to the related exchange offers, which settled on April 29, 2022 in connection with the closing of the MGP acquisition. Principal amounts listed include unexchanged MGP OP notes which remain outstanding, totaling \$90.0 million in the aggregate. (7) Represents the contractual interest rates adjusted to account for the impact of the forward-starting interest rate swaps and treasury locks. Refer to Note 8 – Derivatives within our Annual Report on Form 10-K for the year ended December 31, 2023.

## **GEOGRAPHIC DIVERSIFICATION**

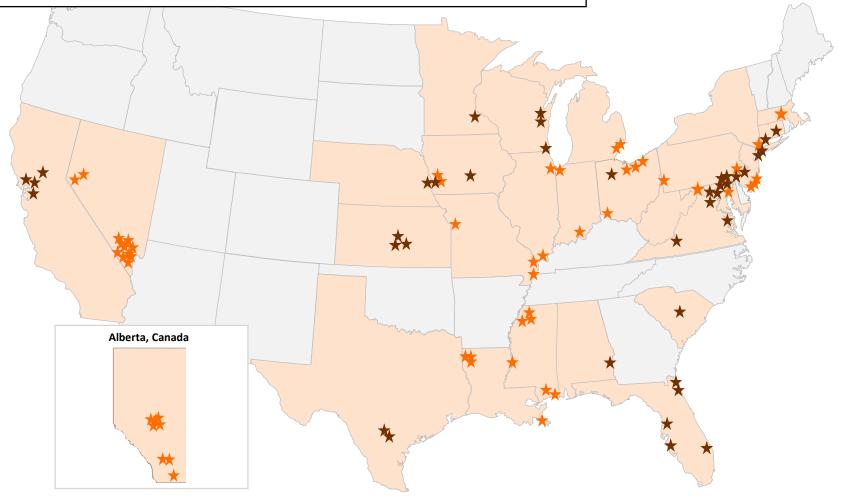


Gaming: 15 States and 1 Canadian Province (53% Regional, 46% Las Vegas, 1% International)(1)

Other Experiential: 17 States (6 of Which Also Include Gaming)

★ Gaming

★ Other Experiential



(1) Based on annualized contractual rent as of February 2024.



## **SUMMARY OF CURRENT LEASE TERMS**

	MGM Master Lease	Caesars Regional Master Lease and Joliet Lease <sup>(1)</sup>	Caesars Las Vegas Master Lease <sup>(1)</sup>	MGM Grand/Mandalay Bay Master Lease
Tenant	MGM Resorts International	Caesars Entertainment	Caesars Entertainment	MGM Resorts International
Annual Cash Rent as of February 2024	\$744.6 million	\$728.4 million <sup>(2)</sup>	\$469.2 million	\$309.9 million
Current Lease Year	May 1, 2023 – Apr. 30, 2024 Lease Year 2	Nov. 1, 2023 – Oct. 31, 2024 Lease Year 7	Nov. 1, 2023 – Oct. 31, 2024 Lease Year 7	Mar. 1, 2023 – Feb. 29, 2024 Lease Year 4
Annual Escalator	2% in years 2-10 >2% / change in CPI thereafter (capped at 3%)	>2% / change in CPI	>2% / change in CPI <sup>(3)</sup>	2% in years 2-15 >2% / change in CPI thereafter (capped at 3%)
Coverage Floor	None	None	None	None
Rent Adjustment	None	Year 8: 70% Base / 30% Variable Year 11 & 16: 80% Base / 20% Variable	Year 8, 11 & 16: 80% Base / 20% Variable	None
Variable Rent Adjustment Mechanic	None	4% of revenue increase/decrease Year 8: Avg. of years 5-7 less avg. of years 0-2 Year 11: Avg. of years 8-10 less avg. of years 5-7 Year 16: Avg. of years 13-15 less avg. of years 8-10	4% of revenue increase/decrease Year 8: Avg. of years 5-7 less avg. of years 0-2 Year 11: Avg. of years 8-10 less avg. of years 5-7 Year 16: Avg. of years 13-15 less avg. of years 8-10	None
Term	25-year initial term with three 10-year renewal options	18-year initial term with fo	ur 5-year renewal options	30-year initial term with two 10-year renewal options
Guarantor	MGM Resorts International	Caesars Entertainment, Inc.	Caesars Entertainment, Inc.	MGM Resorts International
Capex	Minimum of 1% of net revenues	Minimum of 1% of net revenue annually, with rolling three-year minimum (allocated among Caesars Palace and regional properties)	Minimum of 1% of net revenue annually (Caesars Palace and Harrah's Las Vegas), with rolling three-year minimum (allocated among Caesars Palace and regional properties)	Minimum of 3.5% of net revenues based on 5-year rolling test (subject to minimum 2.5% for each property); 1.5% monthly reserves

<sup>(1)</sup> The Caesars Regional Master Lease and Joliet Lease consists of 16 Caesars properties leased from VICI and the Caesars Las Vegas Master Lease consists of Caesars Palace Las Vegas and Harrah's Las Vegas. (2) Cash rent amounts are presented prior to accounting for the portion of rent payable to the 20% JV partner, current annual cash rent is \$718.2 million. (3) Annual rent escalation does not apply to \$35 million of annual rent attributable to the Octavius Tower at Caesars Palace Las Vegas.



# **SUMMARY OF CURRENT LEASE TERMS (CONTINUED)**

	The Venetian Resort Las Vegas Lease	Hard Rock Mirage Lease	JACK Entertainment Master Lease	Century Master Lease
Tenant	Affiliate of funds managed by affiliates of Apollo Global Management, Inc.	Hard Rock Entertainment	JACK Entertainment	Century Casinos
Annual Cash Rent as of February 2024	\$257.5 million	\$91.8 million	\$71.1 million	\$56.9 million <sup>(1)</sup>
Current Lease Year	Mar. 1, 2023 – Feb. 29, 2024 Lease Year 2	Jan. 1, 2024 – Dec. 31, 2024 Lease Year 2	Feb. 1, 2024 – Jan. 31, 2025 Lease Year 5	Jan. 1, 2024 – Dec. 31, 2024 Lease Year 5
Annual Escalator	>2% / change in CPI (capped at 3%)	2% in years 2-10 >2% / change in CPI thereafter (capped at 3%)	1.5% in years 4-6 >1.5% / change in CPI thereafter (capped at 2.5%)	>1.25% / change in CPI (Century Canadian Portfolio escalation based on Canadian CPI and capped at 2.5%)
Coverage Floor	None	None	None	None
Rent Adjustment	None	None	None	None
Variable Rent Adjustment Mechanic	None	None	None	None
Term	30-year initial term with two 10-year renewal options	25-year initial term with three 10-year renewal options	20-year initial term with three 5-year renewal options	24-year term with three 5-year renewal options
Guarantor	Affiliate of funds managed by affiliates of Apollo Global Management, Inc.	Seminole Hard Rock Entertainment, Inc. and Seminole Hard Rock International, LLC	Rock Ohio Ventures LLC and JACK Investment Co., LLC	Century Casinos, Inc.
Capex	Minimum of 2% of net revenues annually (exclusive of gaming equipment) on a rolling three-year basis with ramp up	Minimum of 1% of net revenues	Minimum of 1% of net revenues beginning January 1, 2025, based on a rolling three-year basis	Minimum of 1% of net revenues on a rolling three-year basis for each individual facility; 1% of Net Revenues per fiscal year for the facilities collectively

<sup>(1)</sup> Assumes an exchange rate of C\$1:00:US\$0.76 as of December 31, 2023.



# **SUMMARY OF CURRENT LEASE TERMS (CONTINUED)**

	PENN Greektown Lease	Hard Rock Cincinnati Lease	CNE Gold Strike Lease	EBCI Southern Indiana Lease
Tenant	PENN Entertainment	Hard Rock Entertainment	Cherokee Nation Entertainment	Eastern Band of Cherokee Indians
Annual Cash Rent as of February 2024	\$52.9 million	\$46.2 million	\$40.0 million	\$33.5 million
Current Lease Year	Jun. 1, 2023 – May 31, 2024 Lease Year 5	Oct. 1, 2023 – Sept. 30, 2024 Lease Year 5	May 1, 2023 – Apr. 30, 2024 Lease Year 2	Sept. 1, 2023 – Aug. 31, 2024 Lease Year 3
Annual Escalator	2% for Building Base Rent (\$42.8 million)	>2.0% / change in CPI <sup>(1)</sup>	2% in years 2-10 >2% / change in CPI thereafter (capped at 3%)	1.5% in years 2-5 >2% / change in CPI thereafter
Coverage Floor	Net Revenue to Rent Ratio to be mutually agreed upon prior to the commencement of lease year 6	None	None	None
Rent Adjustment	Percentage (Variable) Rent adjusts every 2 years beginning in year 6	None	None	Year 8 & 11: 80% Base (subject to escalator) / 20% Variable
Variable Rent Adjustment Mechanic	4% of the average net revenues for trailing 2-year period less threshold amount	None	None	4% of net revenue increase/decrease Year 8: Avg. of years 5-7 less avg. of years 0-2 <sup>(2)</sup> Year 11: Avg. of years 8-10 less avg. of years 5-7
Term	15-year initial term with four 5-year renewal options	28-year initial term with three 10-year renewal options	25-year initial term with three 10-year renewal options	15-year initial term with four 5-year renewal options
Guarantor	PENN Entertainment, Inc.	Seminole Hard Rock Entertainment, Inc. and Seminole Hard Rock International, LLC	Cherokee Nation Businesses, L.L.C.	The Eastern Band of Cherokee Indians
Capex	Minimum of 1% of net revenues based on a four-year average	Minimum of 1% of net revenues	Minimum of 1% of net revenues	Minimum of 1% of net revenues annually

<sup>(1)</sup> Starting in lease year 5, if the change in CPI is less than 0.5%, there will be no escalation in rent for such lease year. (2) With respect to lease year 0, for the period Caesars Southern Indiana was closed in 2020 due to COVID-19, the Caesars Southern Indiana Lease will provide for the use of 2019 net revenues, pro rated for the period of such closure.



# **SUMMARY OF CURRENT LEASE TERMS (CONTINUED)**

	Bowlero Master Lease	PENN Margaritaville Lease	Foundation Gaming Master Lease	Chelsea Piers Lease	PURE Canadian Master Lease
Tenant	Bowlero	PENN Entertainment	Foundation Gaming	Chelsea Piers	PURE Canadian Gaming
Annual Cash Rent as of February 2024	\$31.6 million	\$26.8 million	\$24.5 million	\$24.0 million	C\$21.8 / US\$16.7 million <sup>(1)</sup>
Current Lease Year	Oct. 19, 2023 – Oct. 31, 2024 Lease Year 1	Feb. 1, 2024 – Jan. 31, 2025 Lease Year 6	Jan. 1, 2024 – Dec. 31, 2024 Lease Year 2	Dec. 18, 2023 – Dec. 31, 2024 Lease Year 1	Feb. 1, 2024 – Jan. 31, 2025 Lease Year 2
Annual Escalator	>2% / change in CPI (capped at 2.5%)	2% for Building Base Rent (\$17.2 million)	1.0% in years 2-3 >1.5% / change in CPI thereafter (capped at 3%)	1.25% in lease year 3; 1.50% thereafter	1.25% in years 2-3 >1.5% / change in Canadian CPI thereafter (capped at 2.5%)
Coverage Floor	None	Net Revenue to Rent Ratio: 6.1x	None	None	None
Rent Adjustment	None	Percentage (Variable) Rent adjusts every 2 years beginning in year 3	None	None	None
Variable Rent Adjustment Mechanic	None	4% of the average net revenues for trailing 2-year period less threshold amount	None	None	None
Term	25-year initial term with six 5- year renewal options	15-year initial term with four 5- year renewal options	15-year initial term with four 5- year renewal options	32-years with one 10-year extension option <sup>(2)</sup>	25-year initial term with four 5-year renewal options
Guarantor	Bowlero Corp.	PENN Entertainment, Inc.	Foundation Gaming & Entertainment, LLC	Chelsea Piers Management Inc., Silver Screen LLC, North River Property LLC and Waterfront Services I LLC	Parent entity of PURE Canadian Gaming Corp.
Capex	None	Minimum of 1% of net revenues based on a four- year average	Minimum of 1% of net revenue (excluding gaming equipment, IT etc.) annually on a rolling 3-year basis and a per-facility triennial capex requirement of 1% of three- year rolling net revenue	Minimum of 2% of total revenues on a 5-year rolling average	Minimum of 1% of net revenue (excluding gaming equipment, IT etc.) annually

<sup>(1)</sup> Assumes an exchange rate of C\$1:00:US\$0.76 as of December 31, 2023. (2) The 10-year extension option remains conditioned upon extending the prime lease term with Hudson River Park Trust.



## **INVESTMENT ACTIVITY**

Property / Loan	Announcement Date	Closing Date	Rent / Income	Cap Rate / Yield	Transaction Size	Tenant / Borrowei / Issuer
ecently Completed Transacti	ons					
Homefield KC – Margaritaville Resort Development Loan	1/23/2024	1/18/2024	-	-	Up to \$105.0 million	Homefield Kansas City
Chelsea Piers	12/19/2023	12/18/2023	\$24.0 million	7.0%	\$342.9 million	Chelsea Piers
Cabot Highlands Delayed Draw Redevelopment Loan <sup>(1)</sup>	12/19/2023	10/31/2023	-	-	\$10.9 million	Cabot Highlands
Cabot Saint Lucia Delayed Draw Development Loan	12/19/2023	11/3/2023	-	-	Up to \$100.0 million	Cabot Saint Lucia
Kalahari Virginia Mezzanine Loa	n 12/07/23	12/06/23	-	-	Up to \$212.2 million	Kalahari
Bowlero Portfolio	10/19/2023	10/19/2023	\$31.6 million	7.3%	\$432.9 million	Bowlero Corp.
Century Canadian Portfolio	5/17/2023	9/6/2023	\$13.1 million <sup>(2)</sup>	7.8%	\$162.5 million	Century Casinos
Canyon Ranch Mortgage Financing	7/26/2023	8/22/2023	-	-	\$140.1 million	Subsidiary of Canyon Ranch
Canyon Ranch Preferred Equity Investment	7/26/2023	7/26/2023	-	-	Up to \$150.0 million	Canyon Ranch
Rocky Gap Casino Resort	8/25/2022	7/25/2023	\$15.5 million	7.6%	\$203.9 million	Century Casinos
Hard Rock Ottawa Senior Secured Notes	-	3/28/2023	\$9.4 million	11.0%	\$85.0 million	H.R. Ottawa, L.P.
Gold Strike Casino Resort	6/9/2022	2/15/2023	\$40.0 million	-	-	Cherokee Nation Entertainment
Remaining 49.9% Interest in the MGM Grand / Mandalay Bay JV	19/1/9099	1/9/2023	\$151.6 million	-	\$2.8 billion	MGM Resorts International
PURE Canadian Portfolio	1/9/2023	1/6/2023	\$16.7 million <sup>(3)</sup>	8.0%	\$200.8 million	PURE Canadian Gaming

Note: Assumes exchange rate of C\$1.00:US\$0.76 as of December 31, 2023, where applicable.

(1) The Company provided a £9 million (US\$10.9 million) loan for the redevelopment of Cabot Highlands with an agreement in principle to provide additional development financing, subject to negotiation of definitive documentation and other deal terms. (2) The Century Canadian Portfolio has an initial annual base rent of C\$1.3 million). (3) The PURE Canadian master lease has an initial annual base rent of C\$21.8 million).



## **CAPITAL MARKETS ACTIVITY**

Equity Capital Markets				
Forward Equity Offering	Shares Sold	Shares Settled	Gross Offering Value	Net Proceeds Received to Date
Q1 2024 ATM Activity <sup>(1)</sup>	9,662,116	-	\$305.5 million	-
Q4 2023 ATM Activity	13,194,739	-	\$390.2 million	-
Q3 2023 ATM Activity	7,843,352	7,843,352	\$242.3 million	\$238.7 million
Q2 2023 ATM Activity	327,306	327,306	\$10.6 million	\$10.4 million
January 2023 Offering	30,302,500	30,302,500	\$1.0 billion	\$960.5 million

Debt Capital Markets							
Type of Debt	Funding Date	Coupon Rate	Effective Rate	Proceeds Received	Repayment		
Revolving Credit Facility - GBP	October 24, 2023	SONIA+1.05% <sup>(2)</sup>	6.247%(3)	\$11.5 million (£9 million)	-		
Revolving Credit Facility – CAD	August 31, 2023	CDOR+1.05% <sup>(2)</sup>	6.495%(3)	\$56.6 million (C\$75.0 million)	-		
Revolving Credit Facility – USD	January 6, 2023	SOFR+1.05% <sup>(2)</sup>	6.505%(3)	\$250.0 million	\$250.0 million <sup>(4)</sup>		
Revolving Credit Facility – CAD	January 3, 2023	CDOR+1.05% <sup>(2)</sup>	6.495%(3)	\$105.7 million (C\$140.0 million)	-		

Note: Assumes exchange rate of C\$1.00:US\$0.76 and £1.00:US\$1.27 as of December 31, 2023, where applicable.

<sup>(1)</sup> Subsequent to year end, in January 2024, VICI offered 9,662,116 shares under its at-the-market offering program at a weighted average initial forward price of \$31.61 per share to be issued upon settlement of the Q1 2024 forward sale agreements. (2) Facility fees based on applicable total commitments (0.15%-0.375% depending on VICI LP's ratings). (3) Based on one-month SOFR of 5.355%, one-month CDOR of 5.445%, and one-month SONIA of 5.197% as of December 29, 2023. SOFR and SONIA-based rate includes a credit spread adjustment. (4) The \$250.0 million drawn in USD was repaid in full on January 13, 2023.

## GAMING EMBEDDED GROWTH PIPELINE

The descriptions of the Put/Call Agreements and ROFR Agreements herein are presented as a summary of such agreements, which are or may be subject to additional terms and conditions as described in the applicable agreements.

#### **Put / Call Agreements**





Harrah's Hoosier Park and Horseshoe Indianapolis: VICI has the right to call Harrah's Hoosier Park and Horseshoe Indianapolis from Caesars at a 13.0x multiple (7.7% cap rate) of the initial annual rent of each facility in a sale leaseback transaction. Caesars has the right to put Harrah's Hoosier Park and Horseshoe Indianapolis to VICI at a 12.5x multiple (8.0% cap rate) of the initial annual rent of each facility in a sale leaseback transaction. The put/call agreement can be exercised until December 31, 2024.



Caesars Forum Convention Center: VICI has the right to call the Caesars Forum Convention Center from Caesars at a 13.0x multiple (7.7% cap rate) of the initial annual rent in a sale leaseback transaction between September 18, 2025 and December 31, 2028. Caesars has the right to put the Caesars Forum Convention Center to VICI at a 13.0x multiple (7.7% cap rate) of the initial annual rent in a sale leaseback transaction between January 1, 2024 and December 31, 2024.

#### Right of First Refusal ("ROFR") Agreements











Las Vegas Strip Assets(1): VICI has a ROFR to acquire the land and real estate assets of each of the first two of certain specified Las Vegas Strip assets should the properties be sold by Caesars, whether pursuant to an OpCo/PropCo or a WholeCo sale. The first property subject to the ROFR will be one of: Flamingo Las Vegas, Horseshoe Las Vegas, Paris Las Vegas and Planet Hollywood Resort & Casino. The second property subject to the ROFR will be selected from one of the aforementioned four properties plus The LINQ Hotel & Casino.



Horseshoe Casino Baltimore(1)(2): VICI has a ROFR to enter into a sale leaseback transaction with respect to the land and real estate assets of Horseshoe Baltimore should the property be sold by Caesars.



Caesars Virginia Development<sup>(1)(2)</sup>: VICI has a ROFR to enter into a sale leaseback transaction with respect to the land and real estate assets associated with the development of a new casino resort in Danville, Virginia by Caesars and EBCI.

<sup>(1)</sup> Caesars does not have a contractual obligation to sell the properties subject to the ROFR Agreements and will make an independent financial decision regarding whether to trigger the ROFR agreements and VICI will make an independent financial decision whether to purchase the properties. (2) Subject to any consent required from Caesars' applicable joint venture partners.

## OTHER EXPERIENTIAL EMBEDDED GROWTH PIPELINE

The descriptions of the Put/Call Agreements, Purchase Right Agreements, and Right of First Offer Agreements herein are presented as a summary of such agreements, which are or may be subject to additional terms and conditions as described in the applicable agreements.

#### **Call Right Agreements**

## CANYONRANCH.

<u>Canyon Ranch Austin</u>: VICI has the right to call the real estate assets of Canyon Ranch Austin at pre-negotiated terms in a sale-leaseback transaction for up to 24 months following stabilization, subject to certain conditions. If the call right is exercised, Canyon Ranch would continue to operate Canyon Ranch Austin subject to a long-term triple-net master lease with VICI.

Canyon Ranch Lenox & Canyon Ranch Tucson: VICI has the right to call the real estate assets of each of Canyon Ranch Tucson in Tucson, Arizona and Canyon Ranch Lenox in Lenox, Massachusetts, at pre-negotiated terms in a sale-leaseback transaction following stabilization, subject to certain conditions. If the call right(s) are exercised, Canyon Ranch would continue to operate the applicable wellness resort(s) subject to a long-term triple-net master lease with VICI.

<u>Cabot Highlands</u>: In connection with VICI's agreement in principle to provide additional financing for Cabot Highlands, VICI also agreed in principle to enter into a call right agreement to acquire a portion of the real estate assets upon stabilization of the resort, subject to negotiation of definitive documentation and other deal terms.



Homefield KC and Margaritaville Resort: VICI has the option to call the real estate assets of the new Homefield Training Facility, new Homefield Baseball Center, Homefield Sports and Training Complex – Olathe, and the Margaritaville Resort Kansas City, subject to certain conditions. If the call right is exercised, all of the properties, including the Margaritaville Resort, would be subject to a single long-term triple net master lease with VICI.

#### **Longer Term Financing Partnerships**



<u>Bowlero</u>: In connection with VICI's acquisition of the Bowlero Portfolio, the Bowlero master lease includes a right of first offer provision under which VICI has the right to acquire the real estate assets of any current or future Bowlero asset should Bowlero elect to enter into a sale-leaseback transaction in the first 8 years of the lease term.

CABOT

<u>Cabot Citrus Farms</u>: In connection with VICI's \$120 million delayed draw term loan to Cabot, VICI entered into a purchase and sale agreement, pursuant to which VICI will convert a portion of the Cabot Citrus Farms loan into the ownership of certain Cabot Citrus Farms real estate assets and simultaneously enter into a triple-net lease with Cabot that has an initial term of 25 years, with five 5-year tenant renewal options.

## CANYON RANCH.

Canyon Ranch: VICI entered into a right of first offer agreement on future financing opportunities with Canyon Ranch for funding of certain facilities until the earlier of five years from the commencement of the Canyon Ranch Austin lease or the date VICI is no longer landlord. On July 26, 2023, VICI further solidified its partnership with Canyon Ranch and entered into a right of first financing agreement pursuant to which VICI will have the first right, but not the obligation, to serve as the real estate capital financing partner for Canyon Ranch with respect to the acquisition, build-out and/or redevelopment of future greenfield and build-to-suit wellness resorts.



<u>Homefield</u>: VICI entered into a right of first refusal agreement under which VICI has the right to acquire the real estate of any future Homefield properties in a sale-leaseback transaction if Homefield elects to monetize such assets.

# **ANALYST COVERAGE**

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## **DEFINITIONS OF NON-GAAP FINANCIAL MEASURES**

FFO is a non-GAAP financial measure that is considered a supplemental measure for the real estate industry and a supplement to GAAP measures. Consistent with the definition used by the National Association of Real Estate Investment Trusts (NAREIT), we define FFO as net income (or loss) attributable to common stockholders (computed in accordance with GAAP) excluding (i) gains (or losses) from sales of certain real estate assets, (ii) depreciation and amortization related to real estate, (iii) gains and losses from change in control, (iv) impairment write-downs of certain real estate assets and investments in entities when the impairment is directly attributable to decreases in the value of depreciable real estate held by the entity and (v) our proportionate share of such adjustments from our investment in unconsolidated affiliate.

AFFO is a non-GAAP financial measure that we use as a supplemental operating measure to evaluate VICl's performance. We calculate VICl's AFFO by adding or subtracting from FFO non-cash leasing and financing adjustments, non-cash change in allowance for credit losses, non-cash stock-based compensation expense, transaction costs incurred in connection with the acquisition of real estate investments, amortization of debt issuance costs and original issue discount, other non-cash interest expense, non-real estate depreciation (which is comprised of the depreciation related to our golf course operations), capital expenditures (which are comprised of additions to property, plant and equipment related to our golf course operations), impairment charges related to non-depreciable real estate, gains (or losses) on debt extinguishment and interest rate swap settlements, other gains (losses), deferred income tax benefits and expenses, other non-recurring non-cash transactions, our proportionate share of non-cash adjustments from our investment in unconsolidated affiliate (including the amortization of any basis differences) with respect to certain of the foregoing and non-cash adjustments attributable to non-controlling interest with respect to certain of the foregoing.

We calculate Adjusted EBITDA by adding or subtracting from AFFO contractual interest expense (including the impact of the forward-starting interest rate swaps and treasury locks) and interest income (collectively, interest expense, net), income tax expense and our proportionate share of such adjustments from our investment in unconsolidated affiliate.

These non-GAAP financial measures: (i) do not represent cash flow from operations as defined by GAAP; (ii) should not be considered as an alternative to net income as a measure of operating performance or to cash flows from operating, investing and financing activities; and (iii) are not alternatives to cash flow as a measure of liquidity. In addition, these measures should not be viewed as measures of liquidity, nor do they measure our ability to fund all of our cash needs, including our ability to make cash distributions to our stockholders, to fund capital improvements, or to make interest payments on our indebtedness. Investors are also cautioned that FFO, FFO per share, AFFO, AFFO per share and Adjusted EBITDA, as presented, may not be comparable to similarly titled measures reported by other real estate companies, including REITs, due to the fact that not all real estate companies use the same definitions. Our presentation of these measures does not replace the presentation of our financial results in accordance with GAAP.

