



GAMING & LEISURE
PROPERTIES, INC.

Gaming and Leisure Properties, Inc. Completes Previously Announced Sale Leaseback Transaction with Bally's for Tiverton, RI and Biloxi, MS Properties

Jan 04, 2023

WYOMISSING, Pa., Jan. 04, 2023 (GLOBE NEWSWIRE) -- Gaming and Leisure Properties, Inc. (NASDAQ: GLPI) ("GLPI" or the "Company"), announced today that on January 3, 2023, it completed the previously announced acquisition from Bally's Corporation (NYSE: BALY) ("Bally's") of the land and real estate assets of Bally's Tiverton Casino & Hotel in Tiverton, RI and Bally's Hard Rock Hotel & Casino Biloxi in Biloxi, MS for \$635 million in total consideration, inclusive of \$15 million in the form of OP units. These properties were added to the Company's existing Master Lease with Bally's. The initial rent for the lease was increased by \$48.5 million on an annual basis, subject to contractual escalations based on the Consumer Price Index, with a 1% floor and 2% ceiling, subject to CPI meeting a 0.5% threshold. The Master Lease has an initial term of 15 years (with 14 years remaining) followed by four five-year renewals at the tenant's option. Normalized rent coverage on the Master Lease – which includes Bally's Dover Casino Resort, Bally's Evansville Casino & Hotel, Bally's Quad Cities Casino & Hotel and Bally's Black Hawk Casinos – is expected to be 2.0x in the first calendar year following closing.

In connection with the closing, a \$200.0 million deposit funded by GLPI in September 2022 was credited to the Company along with a \$9.0 million transaction fee. Concurrent with the transaction's closing, GLPI will draw upon its previously structured delayed draw term loan for \$600 million to credit towards the closing. The amount of draw was influenced by the transaction's tax structuring for Bally's benefit.

GLPI continues to have the option, subject to receipt by Bally's of required consents, to acquire the real property assets of Bally's Twin River Lincoln Casino Resort in Lincoln, RI prior to December 31, 2024 for a purchase price of \$771 million and additional rent of \$58.8 million.

Peter Carlino, GLPI's chairman and CEO, commented, "We are pleased to grow our master lease with Bally's with two premier assets, and concurrently enter a new state with Rhode Island."

About Gaming and Leisure Properties

GLPI is engaged in the business of acquiring, financing, and owning real estate property to be leased to gaming operators in triple-net lease arrangements, pursuant to which the tenant is responsible for all facility maintenance, insurance required in connection with the leased properties and the business conducted on the leased properties, taxes levied on or with respect to the leased properties and all utilities and other services necessary or appropriate for the leased properties and the business conducted on the leased properties.

Forward-Looking Statements

This press release includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, including our expectations regarding the acquisition of Bally's Twin River Lincoln Casino Resort. Forward-looking statements can be identified by the use of forward-looking terminology such as "expects," "believes," "estimates," "intends," "may," "will," "should" or "anticipates" or the negative or other variation of these or similar words, or by discussions of future events, strategies or risks and uncertainties. Such forward-looking statements are inherently subject to risks, uncertainties and assumptions about GLPI and its subsidiaries, including risks related to the following: GLPI's ability to successfully consummate the announced transactions with Bally's and PENN Entertainment, Inc., including the ability of the parties to satisfy the various conditions to closing, including receipt of all required approvals and consents, or other delays or impediments to completing the proposed transaction; the potential negative impact of recent high levels of inflation (which have been exacerbated by the armed conflict between Russia and Ukraine) on our tenants' operations; the availability of and the ability to identify suitable and attractive acquisition and development opportunities and the ability to acquire and lease those properties on favorable terms; the ability to receive, or delays in obtaining, the regulatory approvals required to continue to own its properties; GLPI's ability to maintain its status as a REIT; our ability to access capital through debt and equity markets in amounts and at rates and costs acceptable to GLPI; the impact of our substantial indebtedness on our future operations; changes in the U.S. tax law and other state, federal or local laws, whether or not specific to REITs or to the gaming or lodging industries; and other factors described in GLPI's Annual Report on Form 10-K for the year ended December 31, 2021, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, each as filed with the Securities and Exchange Commission. All subsequent written and oral forward-looking statements attributable to GLPI or persons acting on GLPI's behalf are expressly qualified in their entirety by the cautionary statements included in this press release. GLPI undertakes no obligation to publicly update or revise any forward-looking statements contained or incorporated by reference herein, whether as a result of new information, future events or otherwise, except as required by law. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this press release may not occur as presented or at all.

Contact

Gaming and Leisure Properties, Inc.

Matthew Demchyk, Chief Investment Officer
610/401-2900
investorinquiries@glpropinc.com

Investor Relations

Joseph Jaffoni, Richard Land, James Leahy at JCIR
212/835-8500
glpi@jcir.com



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