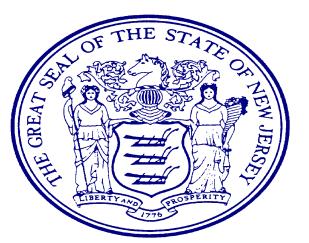
PREMIER ENTERTAINMENT AC, LLC d/b/a BALLY'S ATLANTIC CITY QUARTERLY REPORT

FOR THE QUARTER ENDED DECEMBER 31, 2022

SUBMITTED TO THE DIVISION OF GAMING ENFORCEMENT OF THE STATE OF NEW JERSEY



OFFICE OF FINANCIAL INVESTIGATIONS REPORTING MANUAL

PREMIER ENTERTAINMENT AC, LLC BALANCE SHEETS

AS OF DECEMBER 31, 2022 AND 2021

(UNAUDITED) (\$ IN THOUSANDS)

Line	Description	Notes	2022	2021
(a)	(b)		(c)	(d)
	ASSETS:			
	Current Assets:			
1	Cash and Cash Equivalents	. 2	\$12,184	\$10,597
2	Short-Term Investments		0	0
	Receivables and Patrons' Checks (Net of Allowance for			
3	Doubtful Accounts - 2022, \$4,347; 2021, \$2,453)	2,5	6,715	6,305
4	Inventories	2	2,416	1,586
5	Other Current Assets	6	3,089	3,932
6	Total Current Assets		24,404	22,420
7	Investments, Advances, and Receivables		0	0
8	Property and Equipment - Gross	2,7	131,612	81,631
9	Less: Accumulated Depreciation and Amortization		(10,865)	(3,361)
10	Property and Equipment - Net	2,7	120,747	78,270
11	Other Assets	. 9	31,016	17,205
12	Total Assets		\$176,167	\$117,895
	LIABILITIES AND EQUITY:			
	Current Liabilities:			
13	Accounts Payable		\$5,501	\$5,328
14	Notes Payable		0	0
	Current Portion of Long-Term Debt:			
15	Due to Affiliates		0	0
16	External		0	0
17	Income Taxes Payable and Accrued		0	0
18	Other Accrued Expenses	. 10	20,752	24,078
19	Other Current Liabilities	. 11	125,942	58,028
20	Total Current Liabilities		152,195	87,434
	Long-Term Debt:			
21	Due to Affiliates		0	0
22	External		0	0
23	Deferred Credits		22,124	11,614
24	Other Liabilities		3,681	4,017
25	Commitments and Contingencies		0	0
26	Total Liabilities		178,000	103,065
27	Stockholders', Partners', or Proprietor's Equity		(1,833)	14,830
28	Total Liabilities and Equity		\$176,167	\$117,895

The accompanying notes are an integral part of the financial statements.

PREMIER ENTERTAINMENT AC, LLC STATEMENTS OF INCOME

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022 AND 2021

(UNAUDITED) (\$ IN THOUSANDS)

Line	Description	Notes	2022	2021
(a)	(b)		(c)	(d)
	Revenue:			
1	Casino		\$91,378	\$76,239
2	Rooms		47,456	34,059
3	Food and Beverage		20,613	21,314
4	Other		11,980	8,308
5	Net Revenue	2	171,427	139,920
	Costs and Expenses:			
6	Casino		74,952	59,689
7	Rooms, Food and Beverage		32,993	29,592
8	General, Administrative and Other		65,369	63,794
9	Total Costs and Expenses	. 2	173,314	153,075
10	Gross Operating Profit		(1,887)	(13,155)
11	Depreciation and Amortization	2,7	7,729	3,385
	Charges from Affiliates Other than Interest:			
12	Management Fees		0	0
13	Other	3	10,869	9,406
14	Income (Loss) from Operations		(20,485)	(25,946)
	Other Income (Expenses):			
15	Interest Expense - Affiliates		0	0
16	Interest Expense - External		0	0
17	CRDA Related Income (Expense) - Net		0	0
18	Nonoperating Income (Expense) - Net		86	79
19	Total Other Income (Expenses)		86	79
20	Income (Loss) Before Taxes		(20,399)	(25,867)
21	Provision (Credit) for Income Taxes	2	(3,478)	(12,435)
22	Net Income (Loss)		(\$16,921)	(\$13,432)

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

PREMIER ENTERTAINMENT AC, LLC STATEMENTS OF INCOME

FOR THE THREE MONTHS ENDED DECEMBER 31, 2022 AND 2021

(UNAUDITED) (\$ IN THOUSANDS)

Line	Description	Notes	2022	2021
(a)	(b)		(c)	(d)
	Revenue:			
1	Casino		\$20,457	\$17,203
2	Rooms		10,136	8,353
3	Food and Beverage		4,651	3,656
4	Other		3,955	2,276
5	Net Revenue	2	39,199	31,488
	Costs and Expenses:			
6	Casino		18,853	14,616
7	Rooms, Food and Beverage		7,513	6,159
8	General, Administrative and Other		14,993	15,932
9	Total Costs and Expenses	2	41,359	36,707
10	Gross Operating Profit		(2,160)	(5,219)
11	Depreciation and Amortization		2,388	1,332
	Charges from Affiliates Other than Interest:			
12	Management Fees		0	0
13	Other	3	2,087	2,354
14	Income (Loss) from Operations		(6,635)	(8,905)
	Other Income (Expenses):			
15	Interest Expense - Affiliates		0	0
16	Interest Expense - External		0	0
17	CRDA Related Income (Expense) - Net		0	0
18	Nonoperating Income (Expense) - Net	4	(59)	57
19	Total Other Income (Expenses)		(59)	57
20	Income (Loss) Before Taxes		(6,694)	(8,848)
21	Provision (Credit) for Income Taxes	2	(1,126)	(7,347)
22	Net Income (Loss)		(\$5,568)	(\$1,501)

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

PREMIER ENTERTAINMENT AC, LLC STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2021 AND TWELVE MONTHS ENDED DECEMBER 31, 2022

(UNAUDITED) (\$ IN THOUSANDS)

			Commo	n Stock	Preferre	d Stock	Additional Paid-In		Retained Earnings (Accumulated	
Line	Description	Notes	Shares	Amount	Shares	Amount	Capital		Deficit)	(Deficit)
(a)	(b)		(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Balance, December 31, 2020		0	\$0	0	\$0	\$31,668		(\$3,502)	\$28,166
2	Net Income (Loss) - 2020								(13,432)	(13,432)
3	Contribution to Paid-in-Capital						96			96
4	Dividends									0
5	Prior Period Adjustments									0
6										0
7										0
8										0
9										0
10	Balance, December 31, 2021		0	0	0	0	31,764	0	(16,934)	14,830
11	Net Income (Loss)								(16,921)	(16,921)
12	Contribution to Paid-in-Capital						258			258
13	Dividends									0
14	Prior Period Adjustments									0
15										0
16										0
17										0
18										0
19	Balance, December 31, 2022		0	\$0	0	\$0	\$32,022	\$0	(\$33,855)	(\$1,833)

The accompanying notes are an integral part of the financial statements.

Valid comparisons cannot be made without using information contained in the notes.

PREMIER ENTERTAINMENT AC, LLC STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022 AND 2021

(UNAUDITED) (\$ IN THOUSANDS)

Line	Description	Notes	2022	2021
(a)	(b)		(c)	(d)
1	CASH PROVIDED (USED) BY OPERATING ACTIVITIES		(\$10,318)	(\$19,686)
	CASH FLOWS FROM INVESTING ACTIVITIES:			
2	Purchase of Short-Term Investments			
3	Proceeds from the Sale of Short-Term Investments			
4	Cash Outflows for Property and Equipment		(60,181)	(27,533)
5	Proceeds from Disposition of Property and Equipment		191	138
6	CRDA Obligations			
7	Other Investments, Loans and Advances made			
8	Proceeds from Other Investments, Loans, and Advances			
9	Cash Outflows to Acquire Business Entities		0	0
10				
11				
12	Net Cash Provided (Used) By Investing Activities		(59,990)	(27,395)
	CASH FLOWS FROM FINANCING ACTIVITIES:			
13	Proceeds from Short-Term Debt			
14	Payments to Settle Short-Term Debt			
15	Proceeds from Long-Term Debt			
16	Costs of Issuing Debt			
17	Payments to Settle Long-Term Debt			
18	Cash Proceeds from Issuing Stock or Capital Contributions		0	0
19	Purchases of Treasury Stock			
20	Payments of Dividends or Capital Withdrawals			
21	Intercompany Loan	3, 11	71,895	44,256
22				
23	Net Cash Provided (Used) By Financing Activities		71,895	44,256
24	Net Increase (Decrease) in Cash and Cash Equivalents		1,587	(2,825)
25	Cash and Cash Equivalents at Beginning of Period		10,597	13,422
26	Cash and Cash Equivalents at End of Period		\$12,184	\$10,597

	CASH PAID DURING PERIOD FOR:		
27	Interest (Net of Amount Capitalized)		
28	Income Taxes	\$0	\$0

*Prior year amounts have been amended.

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

PREMIER ENTERTAINMENT AC, LLC STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022 AND 2021

(UNAUDITED)

(\$ IN THOUSANDS)

Line (a)	Description (b)	Notes	2022 (c)	2021 (d)
(a)	CASH FLOWS FROM OPERATING ACTIVITIES:		(0)	(u)
29	Net Income (Loss)		(\$16,921)	(\$13,432)
30	Depreciation and Amortization of Property and Equipment	7	7,541	3,204
31	Amortization of Other Assets		188	181
32	Amortization of Debt Discount or Premium		0	0
33	Deferred Income Taxes - Current		(13,987)	0
34	Deferred Income Taxes - Noncurrent		10,510	(12,435)
35	(Gain) Loss on Disposition of Property and Equipment		(83)	(79)
36	(Gain) Loss on CRDA-Related Obligations]	0	0
37	(Gain) Loss from Other Investment Activities		0	0
38	(Increase) Decrease in Receivables and Patrons' Checks	[(410)	(3,941)
39	(Increase) Decrease in Inventories		(830)	(639)
40	(Increase) Decrease in Other Current Assets		843	(1,958)
41	(Increase) Decrease in Other Assets	9	(12)	(350)
42	Increase (Decrease) in Accounts Payable		(311)	2,760
43	Increase (Decrease) in Other Current Liabilities	11	3,490	3,016
44	Increase (Decrease) in Other Liabilities		(336)	3,987
45				
46				
47	Net Cash Provided (Used) By Operating Activities	,	(\$10,318)	(\$19,686)
	SUPPLEMENTAL DISCLOSURE OF CASH FLO	OW INF	FORMATION	
	ACQUISITION OF PROPERTY AND EQUIPMENT:			
48	Additions to Property and Equipment		(\$60,181)	(\$27,533)
49	Less: Capital Lease Obligations Incurred		0	
50	Cash Outflows for Property and Equipment		(\$60,181)	(\$27,533)
	ACQUISITION OF BUSINESS ENTITIES:			
51	Property and Equipment Acquired			
52	Goodwill Acquired.			
53	Other Assets Acquired - net			
54	Long-Term Debt Assumed	[
55	Issuance of Stock or Capital Invested			
	Cash Outflows to Acquire Business Entities		\$0	\$0
	STOCK ISSUED OR CAPITAL CONTRIBUTIONS:			
57	Total Issuances of Stock or Capital Contributions		\$0	\$0
<u>57</u>	Less: Issuances to Settle Long-Term Debt		ΨΟ	ψυ
<u>50</u>	Consideration in Acquisition of Business Entities			
	Cash Proceeds from Issuing Stock or Capital Contributions]	\$0	\$0
	*Prior year amounts have been amended	L	* *	÷ 5

*Prior year amounts have been amended.

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

> DGE-235A Page 2 of 2

PREMIER ENTERTAINMENT AC, LLC SCHEDULE OF PROMOTIONAL EXPENSES AND ALLOWANCES

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2022 (UNAUDITED)

		Promotional	Allowances	Promotiona	al Expenses
		Number of	Dollar	Number of	Dollar
Line	Description	Recipients	Amount	Recipients	Amount
(a)	(b)	(c)	(d)	(e)	(f)
1	Rooms	385,520	\$31,241		
2	Food	300,817	5,225		
3	Beverage	981,852	4,909		
4	Travel	0	0	1,045	261
5	Bus Program Cash	0	0		
6	Promotional Gaming Credits	734,195	30,774		
7	Complimentary Cash Gifts	5,387	6,034		
8	Entertainment	7,408	259	671	84
9	Retail & Non-Cash Gifts	58,694	1,174	0	0
10	Parking	0	0	226,354	679
11	Other	407,827	4,879	0	0
12	Total	2,881,700	\$84,495	228,070	\$1,024

FOR THE THREE MONTHS ENDED DECEMBER 31, 2022

		Promotional	Allowances	Promotiona	l Expenses
		Number of	Dollar	Number of	Dollar
Line	Description	Recipients	Amount	Recipients	Amount
(a)	(b)	(c)	(d)	(e)	(f)
1	Rooms	82,534	\$6,965	0	\$0
2	Food	79,411	1,379	0	0
3	Beverage	200,904	1,004	0	0
4	Travel	0	0	252	63
5	Bus Program Cash	0	0	0	0
6	Promotional Gaming Credits	174,587	7,379	0	0
7	Complimentary Cash Gifts	2,001	1,467	0	0
8	Entertainment	1,712	60	157	20
9	Retail & Non-Cash Gifts	12,379	248	0	0
10	Parking	0	0	43,697	131
11	Other	68,409	819	0	0
12	Total	621,937	\$19,321	44,106	\$214

*No item in this category (Other) exceeds 5%.

PREMIER ENTERTAINMENT AC, LLC STATEMENT OF CONFORMITY, ACCURACY, AND COMPLIANCE

FOR THE QUARTER ENDED DECEMBER 31, 2022

- 1. I have examined this Quarterly Report.
- 2. All the information contained in this Quarterly Report has been prepared in conformity with the Division's Quarterly Report Instructions and Uniform Chart of Accounts.
- 3. To the best of my knowledge and belief, the information contained in this report is accurate.
- 4. To the best of my knowledge and belief, except for the deficiencies noted below, the licensee submitting this Quarterly Report has remained in compliance with the financial stability regulations contained in N.J.S.A. 5:12-84a(1)-(5) during the quarter.

3/31/2023 Date

Mimi Jennings-Benvenuti

Vice President of Finance Title

9749-11

License Number

On Behalf of:

PREMIER ENTERTAINMENT AC, LLC Casino Licensee

NOTE 1 – ORGANIZATION

The accompanying financial statements include the accounts of Premier Entertainment AC, LLC (the "Company") which operates Bally's Atlantic City ("the Property"), a casino hotel in Atlantic City, New Jersey. Twin River Management Group, Inc. ("TRMG") is a wholly owned subsidiary of Bally's Corporation ("Bally's"), formerly known as Twin River Worldwide Holdings, Inc., and is the parent company of Premier Entertainment AC, LLC. The Company was granted an interim casino license by the NJ Casino Control Commission on November 4, 2020, and plenary license approval was received on August 17, 2021.

On November 18, 2020 (the "Acquisition Date"), Bally's completed its acquisition of Bally's Atlantic City from Caesars Entertainment, Inc. ("Caesars") and Vici Properties, Inc. ("Vici"). Bally's acquired certain assets of Bally's Atlantic City and the property on which it operates, along with the licenses to build and operate a retail sports book and launch online sports and internet gaming.

On October 1, 2021, Bally's acquired Gamesys Group Plc. ("Gamesys"), a leading UK-based global online gaming operator. See Note 4 – Sports Wagering and Internet Gaming for additional information.

COVID-19 Pandemic

The novel coronavirus ("COVID-19") pandemic has caused significant disruption to the US and global economy as well as financial markets around the world and has impacted, and is likely to continue to impact, the Company's business in a material manner. Until May 28, 2021, the Property operated under reduced capacity and other restrictions and without all available amenities pursuant to state and local government requirements due to the unprecedented public health crisis. As a result, the Property generated less than pre-pandemic levels of revenue.

Governor Murphy issued Executive Order 242 on May 24, 2021, which lifted all capacity restrictions and mask mandates effective May 28, 2021. Since this date, we have been able to utilize all slot machines and table game positions. In addition, we no longer perform health screenings upon entrance to the property.

NOTE 2 – BASIS OF PRESENTATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements are prepared in accordance with accounting principles generally accepted in the United States ("GAAP"), which require the use of estimates and assumptions that affect the reported amounts of assets, liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses during the reporting periods. Management believes the accounting estimates are appropriate and reasonably stated; however, due to the inherent uncertainties in making these estimates, actual amounts could differ.

Cash and Cash Equivalents

Cash equivalents are highly liquid investments with original maturities of three months or less from the date of purchase and are stated at the lower of cost or market value. Restricted cash of \$851 on December 31, 2022 and \$14 on December 31, 2021 represents iGaming player deposits.

Receivables

Receivables consist primarily of casino, hotel and other receivables, net of allowance for doubtful accounts. Receivables are typically noninterest bearing and are initially recorded at cost. An allowance for doubtful accounts is maintained to reduce the Company's receivables to their carrying value, which approximates fair value. The allowance is estimated based on historical collection experience, current economic and business conditions forecasts that affect the collectability, review of individual customer accounts, and any other known information. Accounts are written off when management deems the account to be uncollectible. Recoveries of accounts previously written off are recorded when received.

Inventories

Inventories, which consist primarily of food, beverage, promotional items and operating supplies, are stated at the lower of average cost or market value.

Property and Equipment

As of December 31, 2022, property and equipment was recorded at fair value as of the Acquisition Date, with subsequent acquisitions of property and equipment recorded at cost.

Property and equipment are depreciated over the estimated useful lives of the assets using the straight-line method over the shorter of the estimated useful life of the asset or the related lease. Estimated useful lives are 3 to 40 years for buildings and improvements and 3 to 10 years for furniture, fixtures and equipment.

Expenditures for renewals and betterments that extend the life or value of an asset are capitalized, expenditures for repairs and maintenance are charged to expense as incurred. The costs and related accumulated depreciation applicable to assets sold or disposed are removed from the balance sheet accounts and the resulting gains or losses are reflected in the statements of income.

Revenue Recognition

The Company accounts for revenue earned from contracts with customers under ASU No. 2014-09, *Revenue from Contracts with Customers* ("ASC 606"). The Company's generates revenue from gaming services, hotel room sales, food and beverage, and other transactions.

Gaming services contracts have two performance obligations for those customers earning incentives under the Company's player loyalty programs and a single performance obligation for customers who do not participate in the programs. The Company applies a practical expedient by accounting for its gaming contracts on a portfolio basis as such wagers have similar characteristics and the Company reasonably expects the effects on the consolidated financial statements of applying the revenue recognition guidance to the portfolio to not differ materially from that which would result if applying the guidance to an individual wagering contract. For purposes of allocating the transaction price in a wagering contract between the wagering performance obligation and the obligation associated with incentives earned under loyalty programs, the Company allocates an amount to the loyalty program contract liability based on the stand-alone selling price of the incentive earned for a hotel room stay, food and beverage or other amenity. The estimated standalone selling price of hotel rooms is determined based on observable prices. The standalone selling price of food and beverage, and other miscellaneous goods and services is determined based upon the actual retail prices charged to customers for those items. The performance obligations for the incentives earned under the loyalty programs are deferred and recognized as revenue when the customer redeems the incentive. The allocated revenue for gaming wagers is recognized when the wagers occur as all such wagers settle immediately.

Hotel revenue is recognized at the time of occupancy, which is when the customer obtains control through occupancy of the room. Advance deposits for hotel rooms are recorded as liabilities until revenue recognition criteria are met.

Food and beverage revenue are recognized at the time the goods are sold from Company-operated outlets.

All other revenues are recognized at the time the goods are sold or the service is provided.

Leases

The Company determines if a contract is or contains a lease at the contract inception date or the date on which a modification of an existing contract occurs. A contract is or contains a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. Control over the use of the identified asset means the lessee has both (i) the right to obtain substantially all of the economic benefits from the use of the identified asset.

Upon adoption of Accounting Standard Codification ("ASC") 842, *Leases*, ("ASC 842") the Company elected to account for lease and non-lease components as a single component for all classes of underlying assets. Additionally, the Company elected to not recognize short-term leases (defined as leases that are less than 12 months and do not contain purchase options) within the balance sheets.

The Company recognizes a lease liability for the present value of lease payments at the lease commencement date using its incremental borrowing rate commensurate with the lease term based on information available at the commencement date, unless the rate implicit in the lease is readily determinable.

Certain of the Company's leases may include renewal options and escalation clauses; renewal options are included in the calculation of the lease liabilities and right of use assets when the Company determines it is reasonably certain to exercise the options. Variable expenses generally represent the Company's share of the landlord's operating expenses and consumer price index ("CPI") increases. The Company does not have any leases which met the criteria for recognition on the balance sheet or any leases classified as financing leases. Rent expense associated with the Company's long and short-term leases and their associated variable expenses are reported in total costs and expenses within the statements of income.

Intangible Assets Other Than Goodwill

Intangible assets other than goodwill consist of rated player relationships and hotel and conference pre-bookings which were obtained through the acquisition.

Long-lived Assets

The Company reviews its long-lived assets for indicators of impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If an asset is still under development, the analysis includes the remaining construction costs. Cash flows expected to be generated by the related assets are estimated over the assets' useful lives based on updated projections. If the evaluation indicates that the carrying amount of an asset may not be recoverable, the potential impairment is measured based on a fair value discounted cash flow model.

Self-Insurance Reserves

The Company is self-insured for employee medical insurance coverage up to an individual stop loss of \$100,000 in 2022 and 2021. Self-insurance liabilities are estimated based on the Company's claims experience using actuarial methods to estimate the future cost of claims and related expenses that have been reported but not settled, and that have been incurred but not yet reported. The Company's self-insurance reserves are included in other accrued expenses in the accompanying balance sheets in 2021. Effective January 2022, medical self-insurance liabilities reside on corporate books.

Player Loyalty Program

The Company offers a loyalty program whereby participating customers can accumulate points for wagering that can be redeemed for credits for free play on slot machines, as well as discounted goods and services such as rooms, food and beverages and retail merchandise. Points earned, less estimated breakage, are recorded as a reduction of casino revenues at the standalone selling price of the points when earned based upon the retail value of the benefits, historical redemption rates and estimated breakage and recognized as departmental revenue based on where such points are redeemed upon fulfillment of the performance obligation. The loyalty program liability represents a deferral of revenue until redemption occurs, which is typically less than one year.

Complimentaries

As part of our normal business operation, the Company offers discretionary complimentaries to customers outside of the player loyalty program. The retail value of complimentary hotel rooms, food and beverage and other services provided to customers is recognized as a reduction to the revenues for the department which issued the complimentary and a credit to the revenue for the department redeemed. Complimentaries provided by third parties at the discretion and under the control of the Company are recorded as an expense when incurred.

Gaming Tax

The Company remits weekly to the NJ Division of Taxation a tax equal to eight percent of land based gross gaming revenue, as defined. In addition, we remit monthly to the NJ Division of Taxation a tax equal to eight and a half percent of retail sports book gross gaming revenue, thirteen percent of online sports gross gaming revenue and fifteen percent of online casino gross gaming revenue, as defined. Gaming taxes expensed to the Company's financial statements and paid to the NJ Division of Taxation for the years ended December 31, 2022, and 2021, were \$14,201 and \$12,014, respectively. These expenses are included in casino expenses in the accompanying statements of income.

Advertising Expense

Advertising costs are expensed as incurred. Advertising expenses are included in general, administrative and other expenses in the statements of income. For the years ended December 31, 2022 and 2021, Advertising expenses were \$2,200 and \$976, respectively.

Income Taxes

The Company files as part of a Federal consolidated tax return. The Company's income tax provision is prepared in accordance with ASC 740, *Income Taxes*. Under the asset and liability method, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. A valuation allowance is required when it is "more likely than not" that all or a portion of the deterred taxes will not be realized. The financial statements reflect expected future tax consequences of uncertain tax positions presuming the taxing authorities' full knowledge of the position and all the relevant facts.

Recently Issued Accounting Pronouncements – Standards to be implemented

In October 2021, the FASB issued ASU No. 2021-08, *Business Combinations (Topic 805)* - *Accounting for Contract Assets and Contract Liabilities from Contracts with Customers*. The amendments in this update address diversity in practice and inconsistency related to recognition of an acquired contract liability and the effect of payment terms on subsequent revenue recognition for the acquirer. This update is effective for fiscal years beginning after December 15, 2022 and

interim periods within those fiscal years, with early adoption permitted. The Company is currently in the process of evaluating the impact of this amendment on its financial statements.

Reclassifications

Certain reclassifications of prior period presentations have been made to conform with current period presentations.

NOTE 3 – RELATED PARTY TRANSACTIONS

Cash Activity with Affiliates

From time to time, the Company will transfer cash in excess of its operating and regulatory needs to the parent company. Cash transfers from the Company's parent are also made based upon the needs of the Company to fund daily operations, including accounts payable, payroll, and capital expenditures. These are generally recorded as intercompany receivables and payables on the Company's books and no interest is charged on transfers made to or from the Company.

Administrative and Other

TRMG, the corporate services division of Bally's Corporation, provides certain corporate and administrative services provided by corporate personnel. These services may include, but are not limited to, management support for operations, marketing, human resources, accounting and finance, insurance and other administrative services. The Company was charged \$10,869 and \$9,406 for these services for the years ended December 31, 2022 and 2021, respectively. This fee is included in other charges from affiliates in the accompanying statements of income.

Employee Benefit Plans

Bally's Corporation has a retirement savings plan under Section 401(k) of the Internal Revenue Code covering non-union employees and certain union employees. Under the plan, participating employees may defer up to the lesser of the Internal Revenue Code prescribed maximum amount or 100% of their income on a pre-tax basis through contributions to the plan. The employer contribution expense for this plan was \$571 and \$581 for the twelve months ended December 31, 2022 and 2021, respectively.

Multiemployer Defined Benefit Plans

The Company contributes to a number of multiemployer defined benefit pension plans under the terms of collective-bargaining agreements that cover its union-represented employees. The contributions and charges for these plans were \$1,491 and \$1,678 for the years ended December 31, 2022 and 2021, respectively.

NOTE 4 – SPORTS WAGERING AND INTERNET GAMING

Retail Sports Wagering Lounge

In September 2020, TRMG entered into a Retail Sportsbook Services Agreement ("Sportsbook Agreement") with Betfair Interactive US LLC ("Betfair"). The Sportsbook Agreement grants Betfair a license to access and use a physical area for retail sports betting as well as locations throughout the property to host retail sportsbook betting kiosks. The terms of the Sportsbook Agreement allow for the retail sportsbook to be operated under the FanDuel brand of Betfair, but it shall also utilize the Bally's brand. The temporary retail sportsbook and betting kiosks commenced operation on December 22, 2020. The permanent retail sportsbook commenced operations on March 12, 2021.

The Company and Betfair jointly operate the retail sportsbook and share the profit, which considers both parties' revenues and expenses. The Company's retail sportsbook net revenue represents accrual revenue less free play, less a revenue adjustment for the Betfair share of profit, and is reflected in Other Revenue in the accompanying income statements. The Company's operating expenses include payroll, benefits, gaming tax, regulatory fees, advertising and other minor costs and are reflected in General, Administrative and Other expense in the accompanying income statements.

Online Sports Wagering Skins

The Company and its third party providers operated two online sports wagering skins in 2022.

EEG:

TRMG and Esports Entertainment Group, Inc. ("EEG") entered into a market access agreement in August 2020 which allows EEG to host, manage, operate and support an Online Sports Pool on behalf of TRMG. On January 25, 2022, EEG commenced operation of its online sports pool platform. Under the terms of the agreement, EEG would operate the platform, maintain the required bank account and pay an annual fee to the Company. Revenue related to this venture is reported in Other Revenue in the accompanying income statements. There were no expenses recorded by the Company in 2022 for this skin. EEG ceased operations in October 2022.

Sporttrade:

TRMG and Sporttrade, Inc. ("Sporttrade") entered into a market access agreement in August 2020 which allows Sporttrade to host, manage, operate and support an Online Sports Pool on behalf of TRMG. On September 13, 2022, Sporttrade commenced operation of its online sports pool platform. Under the terms of the agreement, Sporttrade operates the platform, maintains the required bank account and pays a monthly percentage of net gaming revenue to the Company. These revenues are reported in Other Revenue in the accompanying income statements. There were no expenses recorded by the Company in 2022 for this skin.

Internet Gaming Skins (Online Casino)

The Company and its third party providers operated three internet gaming skins in 2022. In addition, we have a commitment for a fourth skin that did not launch.

PointsBet:

TRMG entered into an Online Gaming Agreement with PointsBet New Jersey LLC ("PointsBet") in August 2020. This agreement licensed an online gaming skin to PointsBet as a third-party operator. The PointsBet-branded online casino skin commenced operation on July 23, 2021. Under the terms of this agreement, PointsBet operates the platform, maintains the required bank account and pays a monthly percentage of net gaming revenue to the Company. These revenues are reported in Other Revenue in the accompanying income statements. There were no expenses recorded by the Company in 2022 for this skin.

Ballycasino:

As mentioned in Note 1, Bally's acquired Gamesys in October 2021. On December 8, 2021, the Company and Gamesys commenced operation of a NJ Bally's branded online gaming skin, ballycasino.com. Gamesys operates the platform, the Company maintains the required bank account and records revenue and expense associated with this skin. Net revenue represents gross gaming revenue less free play and is reflected in Casino Revenue in the accompanying income statements. Expenses include but are not limited to payroll, gaming tax, regulatory fees, marketing costs and game fees and are reflected in Casino Expense in the accompanying income statements.

Virgincasino:

The Virgincasino online casino skin was previously operated by Gamesys under the Tropicana internet gaming license. On April 5, 2022, the Virgin skin was transferred to the Company's license. The skin is operated by Gamesys and the Company maintains the required bank account. There are no revenues or expenses recorded in the Company's financial statements in 2022. All transactions related to this skin are handled through intercompany accounts.

theScore:

TRMG entered into an Online Market Access Agreement with Score Digital Sports Ventures Inc. ("theScore") in August 2020 which allows theScore to host, manager, operate and support an online gaming skin. Under the terms of the agreement, theScore will operate the platform, maintain the required bank account and pay an annual royalty fee based on percentage of net gaming revenue to the Company. This online casino skin did not launch as of this date.

In addition to the accounting treatment of revenues mentioned above, revenue related to market access payments from our third party providers is included in Other Revenue in the accompanying income statements as it is amortized over the life of the agreement.

NOTE 5 - RECEIVABLES AND PATRONS' CHECKS

Receivables and patrons' checks as of December 31 consist of the following:

	<u>2022</u>	<u>2021</u>
Casino Receivable (Net of allowance for doubtful accounts \$2,650 in 2022, \$2,324 in 2021)	\$3,598	\$ 2,366
Other (Net of allowance for doubtful accounts of \$1,697 in 2022 and \$129 in 2021)	3,117	3,939
	\$6,715	\$6,305

NOTE 6 - OTHER CURRENT ASSETS

Prepaid Expense and Other Current Assets as of December 31 consist of the following:

	<u>2022</u>	<u>2021</u>
Prepaid Insurance	\$1,049	\$1,666
Prepaid Agreements	1,088	492
Prepaid Taxes & License Fees	754	726
Prepaid Marketing	149	695
Other	49	353
	\$3,089	\$3,932

NOTE 7- LAND, BUILDING AND EQUIPMENT

Property and equipment as of December 31 consist of the following:

	<u>2022</u>	2021
Land	\$16,704	\$16,704
Buildings and Improvements	89,701	37,497
Furniture, Fixtures and Equipment	24,404	10,003
Construction in Progress	803	17,330
Capitalized Interest		97
	131,612	81,631
Less accumulated depreciation	(10,865)	(3,361)
	\$120,747	\$78,270

Depreciation expense related to property and equipment was \$7,541 and \$3,204 for the years ended December 31, 2022 and 2021, respectively.

NOTE 8 – REAL ESTATE OPERATING LEASES

The Company has real estate leasing arrangements with third-party lessees at the property. As of December 31, 2022, the remaining terms of these operating leases ranged from 1 to 9 years, some of which include options to extend the lease term for up to 5 years. In addition to minimum rental commitments, certain of our operating leases provide for contingent payments including contingent rentals based on a percentage of revenues in excess of specified amounts, and reimbursements for common area maintenance and utilities charges. As the timing and pattern of transfer of both the lease and non-lease components are over the course of the lease term, we have elected to combine the revenue generated from lease and non-lease components into a single lease component based on the predominant component in the arrangement. In addition, to maintain the value of our leased assets, certain leases include specific maintenance requirements of the lessees or maintenance is performed by the Company on behalf of the lessees.

Maturity of Lease Receivables as of December 31, 2022 are as follows:

2023	\$224
2024	139
2025	24
2026	24
Thereafter	114
	\$525

NOTE 9 - OTHER ASSETS

Other assets as of December 31 consist of the following:

	<u>2022</u>	<u>2021</u>
Rated player relationships (less accumulated amortization of \$232 in 2022 and \$121 in 2021) Pre-bookings (less accumulated amortization of \$160 in	\$658	\$769
2022 and \$83 in 2021)	70	147
Deferred tax asset	29,881	15,894
Other	407	395
	\$31,016	\$17,205

NOTE 10 - OTHER ACCRUED EXPENSES

Other accrued expenses as of December 31 consist of the following:

	<u>2022</u>	<u>2021</u>
Accrued construction/facilities expense	\$0	\$10,353
Accrued payroll, taxes and benefits	4,800	4,251
Accrued gaming and internet gaming	4,810	1,627
Accrued utilities	1,778	1,389
Accrued insurance	1,717	644
Accrued sportsbook tickets	1,636	529
Accrued gaming tax	1,273	233
Accrued sales tax	1,264	992
Accrued player points liability	1,149	1,653
Accrued marketing	707	550
Other	1,618	1,857
	\$20,752	\$24,078

NOTE 11 - OTHER CURRENT LIABILITIES

Other current liabilities as of December 31 consist of the following:

	<u>2022</u>	<u>2021</u>
Due to TRMG	\$105,713	\$39,877
Due to UTGR	0	10,899
Due to Gamesys	16,958	0
Unredeemed chip liability	2,140	1,660
Deferred Revenue	471	2,839
Due to Caesars	0	2,484
Other	660	269
	\$125,942	\$58,028

UTGR is a wholly owned subsidiary of TRMG and operates the Twin River Casino Hotel in Rhode Island. The amounts owed to UTGR represent accounts payable transactions paid on the Company's behalf. The amounts due to Gamesys primarily represent marketing and third party game fees related to the ballycasino.com online casino platform.

NOTE 12 – LITIGATION, CONTRACTUAL COMMITMENTS AND CONTINGENCIES

City of Atlantic City Real Property Tax and Payment in Lieu of Taxes (PILOT)

Beginning for calendar year 2017, each casino licensee entered into a 10-year financial agreement with the City of Atlantic City to make quarterly payments in lieu of real estate taxes. The Company is responsible for the payments based on its share as referenced in the agreement and will be subject to lien provisions if the payments are not made. The Company's expenses were \$5,928 and \$5,335 for the years ended December 31, 2022 and 2021, respectively.

Atlantic City Alliance

Beginning with 2017, the PILOT program agreement also provided for the abolishment of the Atlantic City Alliance and redirected funds to the State of NJ for Atlantic City fiscal relief. The AC industry is required to provide \$15,000 in 2017, \$10,000 in 2018 and \$5,000 from 2019 through 2023 to a Separate State Fund for marketing initiatives aimed at growing tourism in Atlantic City. Legislation passed in December 2021 extended the \$5,000 industry annual payments through 2026. The Company expensed \$277 and \$183 for the years ending December 31, 2022 and 2021, respectively.

Litigation

The Company is involved in various claims and legal actions arising in the ordinary course of business. In the opinion of management, these matters will not have a material effect on the Company's financial position or results of operations.

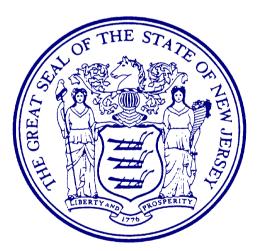
NOTE 13 – SUBSEQUENT EVENTS

The Company has evaluated events and transactions for potential disclosure through March 31, 2023, the date the Company's financial statements were available to be issued, and there are no subsequent events to be reported.

PREMIER ENTERTAINMENT AC, LLC ANNUAL FILINGS

FOR THE YEAR ENDED DECEMBER 31, 2022

SUBMITTED TO THE DIVISION OF GAMING ENFORCEMENT OF THE STATE OF NEW JERSEY



OFFICE OF FINANCIAL INVESTIGATIONS REPORTING MANUAL

PREMIER ENTERTAINMENT AC, LLC ANNUAL STATEMENT OF SLOT MACHINE, TABLE GAME & OTHER GAMES WIN FOR THE YEAR ENDED DECEMBER 31, 2022

		Authorized			Win (Loss)
Line	Type of Game	Units	Win or (Loss)	Drop/Handle	Percentage
(a)	(b)	(c)	(d)	(e)	(f)
	Table and Other Games:				
1	Blackjack	30	\$ 11,135,211	\$ 63,521,656	17.5%
2	Craps	5	3,489,284	25,639,623	13.6%
3	Roulette	9	3,552,744	19,892,091	17.9%
4	Big Six	0	0	0	0.0%
5	Baccarat	0	0	0	0.0%
6	Minibaccarat	25	24,274,469	190,464,376	12.7%
7	Other Games - (DGE-310B)	17	2,545,956	17,004,168	15.0%
8	Subtotal - Table and Other Games	86	\$ 44,997,664	\$ 316,521,914	14.2%
9	Poker				
10	Total - Table and Other Games	86	\$ 44,997,664		

CASINO WIN

	Slot Machines:				
11	\$.01 and .02 Slot Machines	571	\$ 46,353,697	\$ 384,558,078	12.1%
12	\$.05 Slot Machines	16	731,115	6,117,932	12.0%
13	\$.25 Slot Machines	128	7,509,451	76,962,937	9.8%
14	\$.50 Slot Machines	17	1,578,201	24,459,363	6.5%
15	\$ 1.00 Slot Machines	114	11,717,091	173,629,855	6.7%
16	\$ 5.00 Slot Machines	36	2,458,329	31,361,010	7.8%
17	\$ 25.00 Slot Machines	5	243,708	4,073,275	6.0%
18	\$100.00 Slot Machines	8	294,700	4,097,300	7.2%
19	Multi-denominational Slot Machin	345	37,508,489	412,552,075	9.1%
20	Other Slot Machines	7	508,980	6,211,360	8.2%
21	Total - Slot Machines	1,247	\$ 108,903,761	\$1,124,023,185	9.7%
22	Total Casino Win		\$ 153,901,425		

PREMIER ENTERTAINMENT AC, LLC ANNUAL STATEMENT OF SLOT MACHINE, TABLE GAME & OTHER GAMES WIN DETAIL SCHEDULE OF OTHER GAMES

FOR THE YEAR ENDED DECEMBER 31, 2022

		Authorized			Win or (Loss)
Line	Type of Game	Units	Win or (Loss)	Drop	Percentage
(a)	(b)	(c)	(d)	(e)	(f)
1	Red Dog				
2	Sic Bo				
3	Pai Gow Poker	2	509,744	3,007,494	16.9%
4	Pai Gow	2	(77,373)	2,598,700	-3.0%
7	Keno				
8	Caribbean Stud Poker				
9	Let it Ride Poker	1	1,290	27,914	4.6%
12	Three Card Poker	2	279,949	1,246,170	22.5%
16	Casino War		· · · · · ·		
18	Spanish 21	3	1,431,100	7,986,744	17.9%
30	Double Attack Blackjack		· · · ·	· · ·	
33	Four Card Poker	2	114,461	698,199	16.4%
39	Texas Hold 'Em Bonus Poker		· · · · · ·		
41	Flop Poker				
43	Ultimate Texas Hold 'Em	1	-	-	
44	Asia Poker				
45	Winner's Pot Poker				
47	Mississippi Stud	1	16,545	273,217	6.1%
48	Mini-Tex 3 Card Hold'Em				
49	Supreme Pai Gow				
50	Triple Attack Blackjack				
51	High Roll Dice				
52	Boston 7 Stud Poker				
53	Electronic Table Games				
54	5 Card Hi-Lo				
55	Lunar Poker				
56	Hold'Em 3 Bonus				
57	Switch Hands Blackjack				
58	Criss Cross Poker				
59	High Card Flush	2	270,240	1,165,730	23.2%
60	Skill Based Games				
61	Heads Up Hold'Em	1	-	-	
62	Double Draw Poker				
63	Pack's Poker				
64	Tournament - Table & Other Games				
65	Football Kings				
66	Total	17	\$ 2,545,956	\$ 17,004,168	15.0%

PREMIER ENTERTAINMENT AC, LLC ANNUAL SCHEDULE OF RECEIVABLES AND PATRONS' CHECKS

FOR THE YEAR ENDED DECEMBER 31, 2022

(UNAUDITED)

(\$ IN THOUSANDS)

	ACCOUNTS RECEIVABLE BALANCES					
				Accounts Receivable		
Line	Description	Account Balance	Allowance	(Net of Allowance)		
(a)	(b)	(c)	(d)	(e)		
	Patrons' Checks:					
1	Undeposited Patrons' Checks	\$2,248				
2	Returned Patrons' Checks	2,650				
3	Total Patrons' Checks	4,898	\$2,650	\$2,248		
4	Hotel Receivables	486	144	342		
	Other Receivables:					
5	Receivables Due from Officers and Employees.	-				
6	Receivables Due from Affiliates	-				
7	Other Accounts and Notes Receivables	5,678				
8	Total Other Receivables	5,678	1,553	4,125		
9	Totals (Form DGE-205)	\$11,062	\$4,347	\$6,715		

	UNDEPOSITED PATRONS' CHECKS ACTIVITY				
Line	Description	Amount			
(f)	(g)	(h)			
10	Beginning Balance (January 1)	\$2,341			
11	Counter Checks Issued	68,336			
12	Checks Redeemed Prior to Deposit	(62,258)			
13	Checks Collected Through Deposits	(6,171)			
14	Checks Transferred to Returned Checks				
15	Other Adjustments				
16	Ending Balance	\$2,248			
17	"Hold" Checks Included in Balance on Line 16				
18	Provision for Uncollectible Patrons' Checks	\$329			
19	Provision as a Percent of Counter Checks Issued	0.5%			

PREMIER ENTERTAINMENT AC, LLC ANNUAL EMPLOYMENT AND PAYROLL REPORT

AT DECEMBER 31, 2022

(\$ IN THOUSANDS)

		Number of	Salaries and Wages		
Line	Department	Employees	Other Employees	Officers & Owners	Totals
(a)	(b)	(c)	(d)	(e)	(f)
	CASINO:				
1	Table and Other Games	262			
2	Slot Machines	38			
3	Administration	0			
4	Casino Accounting	52			
5	Simulcasting	7			
6	Other	4			
7	Total - Casino	363	\$10,877	\$0	\$10,877
8	ROOMS	146	5,502	0	5,502
9	FOOD AND BEVERAGE	400	8,219	0	8,219
10	GUEST ENTERTAINMENT	114	475	0	475
11	MARKETING	43	3,469	0	3,469
12	OPERATION AND MAINTENANCE	135	5,951	0	5,951
	ADMINISTRATIVE AND GENERAL:				
13	Executive Office	6	674	267	941
14	Accounting and Auditing	24	1,401	0	1,401
15	Security	117	4,788	0	4,788
16	Other Administrative and General	30	1,711	0	1,711
	OTHER OPERATED DEPARTMENTS:				
17	Parking	18	483	0	483
18	Retail	7	257	0	257
19	Other	1	26	0	26
20					0
21					0
22					0
23	TOTALS - ALL DEPARTMENTS	1,404	\$43,833	\$267	\$44,100