

## **VIII. ECONOMIC ACTIVITY AND BUSINESS DEVELOPMENT**

### **A. FINANCE AND CAPITAL STRUCTURE**

#### **7. FINANCIAL STATEMENTS AND AUDIT REPORT**

*Submit as Exhibit VIII. A.7.a. for the Applicant and each Financing Source, (i) audited annual financial statements prepared by an independent registered public accounting firm in accordance with U.S. Generally Accepted Accounting Principles (“GAAP”) for each of the last five (5) fiscal years; and (ii) for any fiscal quarter(s) of the current fiscal year that have ended before the date Applications are due, unaudited quarterly financial statements. If, for any entity, audited annual financial statements are unavailable for any given period, provide unaudited annual financial statements prepared in accordance with GAAP. For any individual, provide annual financial statements along with an attestation by such individual that such statements are true and accurate.*

The Applicant is a newly formed entity established in the last few months and therefore does not currently have any audited financial statements. The Applicant’s unaudited financial statement along with the unaudited financial statements of its parent, owners and other financial sources, (other than audited financial statements of the public company Penn National Gaming, Inc.) are included as follows:

#### **OCCR Enterprises, LLC (Applicant):**

- Financial Statement of OCCR Enterprises, LLC – attached

#### **OCCR Enterprises Holdings, LLC (Joint Ownership Entity)**

- Financial Statement of OCCR Enterprises Holdings, LLC – attached

#### **PPE Casino Resorts NY, LLC (Cordish Principals Holding Entity)**

- Financial Statement of PPE Casino Resorts NY, LLC – attached

#### **NY OCCR Investment, LLC (Penn Holding Entity)**

- This entity is newly formed and does not yet have any financial statements

#### **Cordish Principals**

- Attested Financial Statement of Joseph S. Weinberg – attached
- Attested Financial Statement of Jonathan A. Cordish – attached
- Attested Financial Statement of Reed S. Cordish – attached
- Attested Financial Statement of Blake L. Cordish – attached
- Attested Financial Statement of Charles F. Jacobs – attached

The Cordish Family II, LLC

- Financial Statement - attached

**Penn National Gaming, Inc.**

- 2013 10-Q with Audited Financial Statements
- 2012 10-Q with Audited Financial Statements
- 2011 10-Q with Audited Financial Statements
- 2010 10-Q with Audited Financial Statements
- 2009 10-Q with Audited Financial Statement
- 1Q-2014 10-K with unaudited financial statements

For Penn National see **Exhibits VIII-A-7-a-1 through 5** for copies of the financial statements referenced above. Due to the size of these files, they have been provided in electronic format only. Hard copies can be made available to the Commission upon request. In addition, the audited financial statements for Penn National may be accessed on the web at <https://www.pngaming.com/>, click on “Investors” then “SEC Filings” then search using “Annual Filings”.

**Attachments included:**

- 1 OCCR Enterprises, LLC Financial Statements
- 2 OCCR Enterprises Holdings, LLC Financial Statement
- 3 PPE Casino Resorts NY, LLC Financial Statement
- 4 NY OCCR Investment LLC - LLC Agreement
- 5 Cordish Principals -Individual Owners of PPE Casino Resorts NY, LLC Financial Statements
- 6 Cordish Family Assets & Liabilities