



Exhibit VIII.B.11. – Licensing Fee

If an Applicant agrees to pay a licensing fee in excess of the fee set forth above for its proposed Gaming Facility, the Applicant shall submit as Exhibit VIII.B.11. a statement as to the Applicant's agreement to pay a licensing fee in excess of the amount set forth above and state the amount Applicant agrees to pay. If an Applicant agrees to pay only the licensing fee set forth above for its proposed Gaming Facility, then the Applicant shall so state.

Tioga Downs has operated as a successful video lottery facility in the State of New York since 2006. As of April 30, 2015, Tioga Downs has paid \$43,672,967 in support to horsemen for purses and to New York State breeding development funds. Tioga Downs' affiliate, Vernon Downs, has paid \$32,532,471 in support to horsemen for purses and to New York State breeding development funds as of April 30, 2015.

Tioga Downs agrees to pay only the enumerated licensing fee set forth in Section VIII.B.11. of the RFA for the proposed gaming facility.