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## **Kentucky Oaks 137 Sets Record for All-Sources Wagering as Plum Pretty Plucks the Lilies Track Records Third-Highest Attendance in Kentucky Oaks History of 110,122**

LOUISVILLE, Ky., May 6, 2011 (GLOBE NEWSWIRE) -- A crowd of 110,122, the third-highest [Kentucky Oaks](#) attendance in history, gathered under sunny spring skies at [Churchill Downs](#) to witness Plum Pretty capture the 137<sup>th</sup> running of the \$1 million [Kentucky Oaks](#) (Grade I), America's premier race for 3-year-old fillies.

On-track guests sported plenty of pink in honor of the track's third annual Pink Out to support breast cancer awareness and wagered \$12.1 million on the full [Kentucky Oaks](#) Day race card, an increase of 2.1 percent over 2010's on-track total of \$11.9 million. On-track wagering on the Oaks race was \$3.0 million, an increase of 7.4 percent over the \$2.8 million wagered one year earlier.

All-sources wagering on the [Kentucky Oaks](#) card set a record of \$37.5 million, an increase of 4.2 percent over the prior year's 36.0 million. All-sources handle on the Oaks race itself was \$11.4 million, up 8.2 percent over 2010's \$10.6 million. [Churchill Downs](#) returned \$30.6 million to bettors, which amounts to 81.6 percent of total wagering on the Oaks Day race card.

[Kentucky Oaks](#) Day at [Churchill Downs](#) again provided a platform to put "Ladies First" and celebrate women and causes important to them. For the third straight year, [Churchill Downs](#) partnered with Susan G. Komen for the Cure® ("Komen"), the global leader of the breast cancer movement, and the Kentucky-based nonprofit organization Horses and Hope to honor breast cancer survivors and raise money for breast cancer research and education. The [Kentucky Oaks](#) Survivors Parade sponsored by Kroger showcased 137 breast cancer survivors and their co-survivors who marched along [Churchill Downs](#)' main track forming a sea of pink before the Oaks fillies took to the course. [Churchill Downs](#) will again donate \$1 for every [Kentucky Oaks](#) attendee to Komen and \$1 for every Oaks Lily — the signature cocktail of the Oaks — to Horses and Hope. With this year's contributions, [Churchill Downs](#) will have donated approximately \$400,000 over the last three years to breast cancer-related causes through its [Kentucky Oaks](#) marketing initiatives.

Fashion — especially pink fashion — was again the focus of the Chambord [Kentucky Oaks](#) Fashion Contest, held on the pink carpet in the [Churchill Downs](#) paddock throughout the afternoon. Approximately 200 women entered the contest judged by iconic fashion designer and honorary "First Lady of Oaks," Betsey Johnson, herself a breast cancer survivor, and supermodel Nikki Taylor.

Fans around the country watched the Oaks Day festivities for the first time live on Versus, a sister cable network of NBC. Another NBC Universal cable network, Bravo, provided live coverage of the Oaks race and ancillary activities in 2009 and 2010. This year's coverage on Versus included the Run for the Lilies along with highlights of the Pink Out, Survivors Parade, Chambord [Kentucky Oaks](#) Fashion Contest and feature stories about the Oaks contenders and their connections.

"[Churchill Downs](#) extends its sincere thanks to the tens of thousands of people who made today's [Kentucky Oaks](#) event one of the most successful in our track's 137-year history — especially our fans, horsemen, employees, vendors and the local authorities who helped us conduct another exciting, fun and safe day under the Twin Spires," said President Kevin Flanery. "It is tremendously gratifying to see how well our customers and home community have embraced the [Kentucky Oaks](#) 'Ladies First' program and the worthy causes it promotes by turning out in near-record numbers to support the Pink Out. The innovations our team introduced in 2009 have quickly become unique Oaks Day traditions and have allowed us to establish the [Kentucky Oaks](#) as a premier sports and entertainment event in its own right.

"Our congratulations go out to the connections of our new [Kentucky Oaks](#) champion Plum Pretty and to all of the horse owners, trainers and jockeys who participated in today's competitive racing program," Flanery continued. "Fans here at [Churchill Downs](#) and around the world showed their support for the quality racing product our horsemen and racing office assembled by wagering a record \$37.5 million on the [Kentucky Oaks](#) race card. The [Kentucky Oaks](#) racing program now routinely ranks among the Top 10 days for total wagering on Thoroughbred racing in the United States each year. We are very pleased with today's results and look forward to what we hope will be a record-setting and memory-making Kentucky Derby 137 tomorrow at [Churchill Downs](#)."

Peachtree Stable's Plum Pretty, ridden by Martin Garcia, took command in the middle of the far turn and then held off a late charge along the rail from St. John's River to win the [Kentucky Oaks](#) by a neck. She returned \$14.60, \$7 and \$4.60.

Plum Pretty, a Pennsylvania-bred daughter of Medaglia d'Oro out of the A.P. Indy mare Liszy, ran the 1 1/8 miles on a fast main

track in 1:49.50. The victory was worth \$570,400 and increased Plum Pretty's earnings to \$761,200 with a record of 5-3-0-2. The filly, who entered the Oaks off a 25-length victory in the \$200,000 Sunland Park Oaks on March 27, is trained by Bob Baffert, who also won the Oaks in 1999 with Silverbulletday. The victory puts Baffert in position to become the third trainer to win the [Kentucky Oaks](#) and Kentucky Derby in the same year and the first since Ben Jones accomplished the feat in 1952. Baffert will send out Midnight Interlude in Saturday's \$2 million Kentucky Derby Presented by Yum! Brands.

NOTE: A tote system malfunction that occurred shortly after post time for Race 6 resulted in the track's inability to accept some on-track wagers for a period of approximately 35 minutes. The technical issue was resolved prior to the start of Race 7, but [Churchill Downs](#) officials did elect to delay post time for Race 7 — and all subsequent races — by 15 minutes to allow race fans additional time to place wagers. The schedule change resulted in the [Kentucky Oaks](#)' post time being delayed until approximately 6 p.m. No off-track or online wagers were affected by the on-track tote issue.

[Churchill Downs](#), the world's most legendary racetrack, has conducted Thoroughbred racing and presented America's greatest race, the Kentucky Derby, continuously since 1875. Located in Louisville, the flagship racetrack of [Churchill Downs](#) Incorporated (Nasdaq:CHDN) also operates Trackside at [Churchill Downs](#), which offers year-round simulcast wagering at the historic track. [Churchill Downs](#) will conduct the 137th running of the Kentucky Derby on May 7, 2011. The track's 2011 Spring Meet is scheduled for April 30 through July 4. [Churchill Downs](#) has hosted the Breeders' Cup World Championships a record seven times and the event will return to the track for its next renewal on Nov. 4-5, 2011. Information about [Churchill Downs](#) can be found on the Internet at [www.churchilldowns.com](http://www.churchilldowns.com).

*Information set forth in this news release contains various "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. The Private Securities Litigation Reform Act of 1995 (the "Act") provides certain "safe harbor" provisions for forward-looking statements. All forward-looking statements made in this news release are made pursuant to the Act. The reader is cautioned that such forward-looking statements are based on information available at the time and/or management's good faith belief with respect to future events, and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in the statements. Forward-looking statements speak only as of the date the statement was made. We assume no obligation to update forward-looking information to reflect actual results, changes in assumptions or changes in other factors affecting forward-looking information. Forward-looking statements are typically identified by the use of terms such as "anticipate," "believe," "could," "estimate," "expect," "intend," "may," "might," "plan," "predict," "project," "should," "will," and similar words, although some forward-looking statements are expressed differently. Although we believe that the expectations reflected in such forward-looking statements are reasonable, we can give no assurance that such expectations will prove to be correct. Important factors that could cause actual results to differ materially from expectations include: the effect of global economic conditions, including any disruptions in the credit markets; a decrease in consumers' discretionary income; the effect (including possible increases in the cost of doing business) resulting from future war and terrorist activities or political uncertainties; the overall economic environment; the impact of increasing insurance costs; the impact of interest rate fluctuations; the effect of any change in our accounting policies or practices; the financial performance of our racing operations; the impact of gaming competition (including lotteries, online gaming and riverboat, cruise ship and land-based casinos) and other sports and entertainment options in the markets in which we operate; our ability to maintain racing and gaming licenses to conduct our businesses; the impact of live racing day competition with other Florida, Illinois and Louisiana racetracks within those respective markets; the impact of higher purses and other incentives in states that compete with our racetracks; costs associated with our efforts in support of alternative gaming initiatives; costs associated with customer relationship management initiatives; a substantial change in law or regulations affecting pari-mutuel and gaming activities; a substantial change in allocation of live racing days; changes in Kentucky, Florida, Illinois or Louisiana law or regulations that impact revenues or costs of racing operations in those states; the presence of wagering and gaming operations at Indiana and other states' racetracks and casinos near our operations; our continued ability to effectively compete for the country's horses and trainers necessary to achieve full fields horse races; our continued ability to grow our share of the interstate simulcast market and obtain the consents of horsemen's groups to interstate simulcasting; our ability to enter into agreements with other industry constituents for the purchase and sale of racing content for wagering purposes; our ability to execute our acquisition strategy and to complete or successfully operate planned expansion projects; our ability to successfully complete any divestiture transaction; market reaction to our expansion projects; the inability of our totalisator company, United Tote, to maintain its processes accurately or keep its technology current; our accountability for environmental contamination; the loss of key personnel; the impact of natural and other disasters on our operations and our ability to adjust the casualty losses through our property and business interruption insurance coverage; our ability to integrate Youbet, Harlow's and any other businesses we acquire, including our ability to maintain revenues at historic levels and achieve anticipated cost savings; the impact of wagering laws, including changes in laws or enforcement of those laws by regulatory agencies; the outcome of pending or threatened litigation; changes in our relationships with horsemen's groups and their memberships; our ability to reach agreement with horsemen's groups on future purse and other agreements (including, without limiting, agreements on sharing of revenues from gaming and advance deposit wagering); the effect of claims of third parties to intellectual property rights; and the volatility of our stock price.*

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