

# ***Mohegan Tribal Gaming Authority***

Financial Statements and  
Management's Discussion and Analysis

For the Interim Period ended December 31, 2025

**INDEPENDENT AUDITOR'S REVIEW REPORT**

Item 1.	<a href="#"><u>Financial Statements</u></a>	
	<a href="#"><u>Condensed Consolidated Balance Sheets as of December 31, 2025 and September 30, 2025 (unaudited)</u></a>	<a href="#"><u>5</u></a>
	<a href="#"><u>Condensed Consolidated Statements of Operations and Comprehensive Income (Loss) for the Three Months Ended December 31, 2025 and 2024 (unaudited)</u></a>	<a href="#"><u>6</u></a>
	<a href="#"><u>Condensed Consolidated Statements of Changes in Capital for the Three Months Ended December 31, 2025 and 2024 (unaudited)</u></a>	<a href="#"><u>7</u></a>
	<a href="#"><u>Condensed Consolidated Statements of Cash Flows for the Three Months Ended December 31, 2025 and 2024 (unaudited)</u></a>	<a href="#"><u>8</u></a>
	<a href="#"><u>Notes to Condensed Consolidated Financial Statements (unaudited)</u></a>	<a href="#"><u>10</u></a>
Item 2.	<a href="#"><u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u></a>	<a href="#"><u>16</u></a>



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## INDEPENDENT AUDITOR'S REVIEW REPORT

To the Management Board of Mohegan Tribal Gaming Authority:

### **Results of Review of Interim Financial Information**

We have reviewed the accompanying condensed consolidated balance sheet of Mohegan Tribal Gaming Authority and subsidiaries (the "Company") as of December 31, 2025, and the related condensed consolidated statements of operations and comprehensive income (loss), changes in capital, and cash flows for the three-month periods ended December 31, 2025 and 2024, and the related notes (collectively referred to as the "interim financial information").

### **Conclusion on Accounting Principles Generally Accepted in the United States of America as Promulgated by the Financial Accounting Standards Board**

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim financial information for it to be in accordance with accounting principles generally accepted in the United States of America as promulgated by the Financial Accounting Standards Board (FASB).

### **Conclusion on Accounting Principles Generally Accepted in the United States of America for Governmental Entities**

Based on our review, material modifications should be made to the accompanying interim financial information for it to be in accordance with accounting principles generally accepted in the United States of America for governmental entities.

### **Basis for Review Results**

We conducted our review in accordance with auditing standards generally accepted in the United States of America (GAAS) applicable to reviews of interim financial information. A review of interim financial information consists principally of applying analytical procedures and making inquiries of persons responsible for financial and accounting matters. A review of interim financial information is substantially less in scope than an audit conducted in accordance with GAAS, the objective of which is an expression of an opinion regarding the financial information as a whole, and accordingly, we do not express such an opinion. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our review. We believe that the results of the review procedures provide a reasonable basis for our conclusion.

As described in Note 1 to the interim financial information, the Company is a governmental entity as defined by the Governmental Accounting Standards Board (GASB). Accordingly, the standards as promulgated by GASB are the appropriate accounting standards for the Company to follow.

However, the Company has prepared its interim financial information in accordance with accounting standards as promulgated by the FASB even though the entity meets the "governmental" criteria. The effects on the interim financial information of the variances between the accounting policies described in Note 1 to the interim financial information and generally accepted accounting principles for governmental entities, although not reasonably determinable, are presumed to be material.

#### **Responsibilities of Management for the Interim Financial Information**

Management is responsible for the preparation and fair presentation of the interim financial information in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of interim financial information that is free from material misstatement, whether due to fraud or error.

#### **Report on Condensed Consolidated Balance Sheet as of September 30, 2025**

We have previously audited, in accordance with auditing standards generally accepted in the United States of America, the consolidated balance sheet as of September 30, 2025, and the related consolidated statements of operations and comprehensive income (loss), changes in capital, and cash flows for the year then ended (not presented herein); and we expressed an unmodified opinion on those audited consolidated financial statements in our report dated December 12, 2025. In our opinion, the accompanying condensed consolidated balance sheet of the Company as of September 30, 2025, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

*Deloitte & Touche LLP*

February 12, 2026

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(in thousands)  
(unaudited)

**Item 1. Financial Statements**

	<b>December 31, 2025</b>	<b>September 30, 2025</b>
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 153,979	\$ 128,041
Restricted cash and cash equivalents	7,687	10,487
Accounts receivable, net	73,525	77,938
Inventories	20,608	20,417
Due from Ontario Lottery and Gaming Corporation	8,749	11,629
Contract asset	451	197
Other current assets	47,079	42,543
Current assets of discontinued operations	9	34
Total current assets	<u>312,087</u>	<u>291,286</u>
Restricted cash and cash equivalents	17	17
Property and equipment, net	1,041,335	1,053,822
Right-of-use assets	260,468	259,363
Intangible assets, net	300,033	300,163
Other assets, net	97,215	97,395
Total assets	<u>\$ 2,011,155</u>	<u>\$ 2,002,046</u>
<b>LIABILITIES AND CAPITAL</b>		
<b>Current liabilities:</b>		
Current portion of long-term debt	\$ 9,645	\$ 8,558
Current portion of finance lease obligations	3,528	4,055
Current portion of operating lease obligations	7,439	7,131
Trade payables	15,703	22,303
Accrued payroll	51,678	65,583
Construction payables	4,041	4,205
Accrued interest payable	39,402	80,490
Due to Ontario Lottery and Gaming Corporation	4,898	7,260
Other current liabilities	<u>216,026</u>	<u>312,713</u>
Total current liabilities	<u>352,360</u>	<u>512,298</u>
Long-term debt, net of current portion	1,818,368	1,746,876
Finance lease obligations, net of current portion	22,232	22,455
Operating lease obligations, net of current portion	306,518	304,790
Other long-term liabilities	24,974	23,047
Total liabilities	<u>2,524,452</u>	<u>2,609,466</u>
<b>Commitments and Contingencies</b>		
<b>Capital:</b>		
Retained deficit	(511,690)	(607,606)
Accumulated other comprehensive loss	<u>(1,865)</u>	<u>(2,270)</u>
Total capital attributable to Mohegan Tribal Gaming Authority	<u>(513,555)</u>	<u>(609,876)</u>
Non-controlling interests	258	2,456
Total capital	<u>(513,297)</u>	<u>(607,420)</u>
Total liabilities and capital	<u>\$ 2,011,155</u>	<u>\$ 2,002,046</u>

The accompanying notes are an integral part of these condensed consolidated financial statements.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)**  
(in thousands)  
(unaudited)

	<b>Three Months Ended</b>	
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>Revenues:</b>		
Gaming	\$ 312,435	\$ 304,495
Food and beverage	44,467	45,543
Hotel	29,625	30,821
Retail, entertainment and other	47,969	54,528
Net revenues	<u>434,496</u>	<u>435,387</u>
<b>Operating costs and expenses:</b>		
Gaming, including related party transactions of \$955 and \$902, respectively	166,877	161,660
Food and beverage	38,319	37,110
Hotel, including related party transactions of \$2,161 and \$2,161, respectively	12,346	11,859
Retail, entertainment and other	25,445	28,636
Advertising, general and administrative, including related party transactions of \$12,239 and \$11,105, respectively	88,677	82,493
Corporate, including related party transactions of \$2,442 and \$2,563, respectively	15,579	18,676
Depreciation and amortization	23,545	24,129
Impairment of tangible assets	—	299
Other, net	<u>7,559</u>	<u>34</u>
Total operating costs and expenses	<u>378,347</u>	<u>364,896</u>
Income from continuing operations	<u>56,149</u>	<u>70,491</u>
<b>Other expense:</b>		
Interest income	187	318
Interest expense, net	(51,382)	(46,549)
Loss on modification and early extinguishment of debt	(119)	—
Other, net	<u>(461)</u>	<u>(343)</u>
Total other expense	<u>(51,775)</u>	<u>(46,574)</u>
Income before income tax	<u>4,374</u>	<u>23,917</u>
Income tax benefit (provision)	<u>1,334</u>	<u>(2,083)</u>
Net income from continuing operations	<u>5,708</u>	<u>21,834</u>
Gain (loss) from discontinued operations, net of income tax	<u>101,975</u>	<u>(105,604)</u>
<b>Net income (loss)</b>	<b><u>107,683</u></b>	<b><u>(83,770)</u></b>
Less: net income (loss) attributable to non-controlling interest	<u>(852)</u>	<u>2,171</u>
<b>Net income (loss) attributable to Mohegan Tribal Gaming Authority</b>	<b><u>108,535</u></b>	<b><u>(85,941)</u></b>
<b>Other comprehensive income (loss), net of tax:</b>		
Foreign currency translation adjustment	229	(27,943)
Other	<u>211</u>	<u>71</u>
Other comprehensive income (loss)	<u>440</u>	<u>(27,872)</u>
<b>Comprehensive income (loss)<sup>(1)</sup></b>	<b><u>108,123</u></b>	<b><u>(111,642)</u></b>
Less: comprehensive income (loss) attributable to non-controlling interest	<u>(852)</u>	<u>2,171</u>
<b>Comprehensive income (loss) attributable to Mohegan Tribal Gaming Authority</b>	<b><u>\$ 108,975</u></b>	<b><u>\$ (113,813)</u></b>

<sup>1</sup> Represents Net income (loss) plus Other comprehensive income (loss).

The accompanying notes are an integral part of these condensed consolidated financial statements.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN CAPITAL**  
(in thousands)  
(unaudited)

	Retained Deficit	Accumulated Other Comprehensive Loss	Total Capital Attributable to Mohegan Tribal Gaming Authority	Non-controlling Interests	Total Capital
<b>Balance, September 30, 2025</b>	<b>\$ (607,606)</b>	<b>\$ (2,270)</b>	<b>\$ (609,876)</b>	<b>\$ 2,456</b>	<b>\$ (607,420)</b>
Net income (loss)	108,535	—	108,535	(852)	107,683
Foreign currency translation adjustment	—	215	215	14	229
Distributions to Mohegan Tribe	(14,000)	—	(14,000)	—	(14,000)
Reallocation to non-controlling interest	1,381	63	1,444	(1,444)	—
Other	—	127	127	84	211
<b>Balance, December 31, 2025</b>	<b><u>\$ (511,690)</u></b>	<b><u>\$ (1,865)</u></b>	<b><u>\$ (513,555)</u></b>	<b><u>\$ 258</u></b>	<b><u>\$ (513,297)</u></b>
 <b>Balance, September 30, 2024</b>	 <b>\$ (488,432)</b>	 <b>\$ (56,842)</b>	 <b>\$ (545,274)</b>	 <b>\$ 3,297</b>	 <b>\$ (541,977)</b>
Net income (loss)	(85,941)	—	(85,941)	2,171	(83,770)
Foreign currency translation adjustment	—	(27,943)	(27,943)	—	(27,943)
Distributions to Mohegan Tribe	(13,997)	—	(13,997)	—	(13,997)
Other	—	71	71	—	71
<b>Balance, December 31, 2024</b>	<b><u>\$ (588,370)</u></b>	<b><u>\$ (84,714)</u></b>	<b><u>\$ (673,084)</u></b>	<b><u>\$ 5,468</u></b>	<b><u>\$ (667,616)</u></b>

The accompanying notes are an integral part of these condensed consolidated financial statements.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(in thousands)  
(unaudited)

	<b>Three Months Ended</b>	
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>Cash flows provided by (used in) operating activities:</b>		
Net income (loss)	\$ 107,683	\$ (83,770)
Adjustments to reconcile net income (loss) to net cash flows provided by operating activities:		
Gain on disposal of discontinued operations	(102,000)	—
Depreciation and amortization	23,545	33,818
Non-cash operating lease expense	1,959	2,163
Accretion of settlement liabilities	167	264
Amortization of discounts and debt issuance costs	2,389	74,145
Paid-in-kind interest	—	19,478
Gain on fair value adjustment	—	(17,580)
Provision for losses on receivables	134	1,438
Deferred income taxes	(176)	(2,717)
Impairment charges	—	299
Other, net	(252)	3,514
Changes in operating assets and liabilities:		
Accounts receivable, net	4,465	(3,413)
Inventories	(151)	(847)
Due from Ontario Lottery and Gaming Corporation	2,958	2,584
Contract asset	(249)	3,000
Assets held for sale	—	(949)
Other assets	(3,271)	880
Trade payables	(6,661)	407
Accrued interest payable	(41,091)	6,123
Due to Ontario Lottery and Gaming Corporation	(2,446)	(1,855)
Operating lease obligations	(1,635)	(1,670)
Liabilities held for sale	—	403
Other liabilities	(6,427)	(29,988)
Net cash flows (used in) provided by operating activities	<u>(21,059)</u>	<u>5,727</u>
<b>Cash flows provided by (used in) investing activities:</b>		
Purchases of property and equipment	(9,914)	(17,329)
Other, net	78	240
Net cash flows used in investing activities	<u>(9,836)</u>	<u>(17,089)</u>
<b>Cash flows provided by (used in) financing activities:</b>		
Proceeds from revolving credit facilities	247,700	178,580
Repayments on revolving credit facilities	(174,680)	(154,300)
Proceeds from issuance of long-term debt	—	7,455
Repayments of long-term debt	(3,534)	(24,416)
Payments on finance lease obligations	(1,091)	(1,891)
Distributions to affiliates	(14,000)	(13,997)
Payments of financing fees	—	—
Other, net	(812)	(812)
Net cash flows provided by (used in) financing activities	<u>53,583</u>	<u>(9,381)</u>
Net increase (decrease) in cash, cash equivalents, restricted cash, and restricted cash equivalents	22,688	(20,743)
Effect of exchange rate on cash, cash equivalents, restricted cash, and restricted cash equivalents	450	(9,304)
Cash, cash equivalents, restricted cash, and restricted cash equivalents at beginning of period	138,545	267,268
Cash, cash equivalents, restricted cash, and restricted cash equivalents at end of period	<u>\$ 161,683</u>	<u>\$ 237,221</u>

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(in thousands)  
(unaudited)

	<b>Three Months Ended</b>	
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>Reconciliation of cash, cash equivalents, restricted cash and restricted cash equivalents to the condensed consolidated balance sheets:</b>		
Cash and cash equivalents	\$ 153,979	\$ 159,808
Restricted cash and cash equivalents, current	7,687	4,749
Cash and cash equivalents included in assets held for sale	—	6,361
Cash, cash equivalents, restricted cash, and restricted cash equivalents included in discontinued operations	—	66,286
Restricted cash and cash equivalents, non-current	17	17
<b>Cash, cash equivalents, restricted cash, and restricted cash equivalents</b>	<b>\$ 161,683</b>	<b>\$ 237,221</b>
<b>Supplemental disclosures:</b>		
Cash paid for interest	\$ 89,627	\$ 49,612
Cash paid for taxes	\$ —	\$ 5,220
Non-cash transactions:		
Right-of-use assets and obligations	\$ —	\$ 51
Finance lease assets and obligations	\$ —	\$ 279
Paid-in-kind interest converted to debt	\$ —	\$ 18,983
Non-cash tenant deposits	\$ —	\$ 12,020

The accompanying notes are an integral part of these condensed consolidated financial statements.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(unaudited)**

## **Note 1 — Organization and Basis of Presentation**

### ***Organization***

The Mohegan Tribal Gaming Authority (the “Company,” “we,” “us” or “our”) was established in July 1995 by the Mohegan Tribe of Indians of Connecticut (the “Mohegan Tribe”), a federally-recognized Indian tribe with an approximately 595-acre reservation situated in Uncasville, Connecticut. We have the exclusive authority to conduct and regulate gaming activities for the Mohegan Tribe on tribal lands and the non-exclusive authority to conduct such activities elsewhere. The Indian Gaming Regulatory Act of 1988 permits federally-recognized Indian tribes to conduct full-scale casino gaming operations on tribal lands, subject to certain conditions, and the Mohegan Compact, as amended, permits the Mohegan Tribe to conduct casino and sportsbook operations on its tribal lands in Uncasville, Connecticut, along with online casino gaming and sports wagering (“iGaming”) in the state of Connecticut and on its tribal lands. We are governed and overseen by a nine-member Management Board, whose members also comprise the Mohegan Tribal Council, the governing body of the Mohegan Tribe.

We are primarily engaged in the ownership, operation, and development of integrated entertainment facilities. We currently own two facilities in the United States and manage two facilities in Canada. We also conduct iGaming in the United States and Canada.

### ***Basis of Presentation***

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“US GAAP”) for interim financial information. The accompanying unaudited condensed consolidated financial statements do not include all of the information and footnotes required by US GAAP for complete consolidated financial statements. The accompanying year-end condensed consolidated balance sheet was derived from audited financial statements but does not include all disclosures required by US GAAP. All adjustments, including normal recurring accruals and adjustments, necessary for a fair statement of our operating results for the interim period have been included.

Our results of operations for interim periods are not necessarily indicative of operating results for other quarters, a full fiscal year, or any other period.

The accompanying condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and notes thereto included in our annual report for the fiscal year ended September 30, 2025. The preparation of financial statements in conformity with US GAAP requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues, expenses and related disclosures of contingent assets and liabilities.

### ***Discontinued Operations***

In November 2023, we opened the integrated entertainment resort phase of a facility in South Korea, Mohegan INSPIRE Entertainment Resort, located adjacent to the Incheon International Airport (“Mohegan INSPIRE”). The gaming phase opened in February 2024. Mohegan INSPIRE is owned and operated by Inspire Integrated Resort Co., Ltd. (“Inspire”). Effective February 13, 2025, as a result of the Korea Transition (see Note 2), the Company is no longer an equity holder of Inspire or its direct or indirect owners (the “Korea Transition”). Accordingly, we have classified Inspire, its parent company MGK Korea Limited, and certain affected subsidiaries, as discontinued operations.

In accordance with US GAAP, the assets and liabilities of discontinued operations are presented separately in the condensed consolidated balance sheets, and results of discontinued operations are reported as a separate component in the condensed consolidated statements of operations for all periods presented, resulting in changes to the presentation of certain prior period amounts. Cash flows from discontinued operations are not reported separately in the condensed consolidated statements of cash flows. All notes to these condensed consolidated financial statements present the results of continuing operations and exclude amounts related to discontinued operations for all periods presented.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(unaudited)**

***Financial Accounting Standards Board versus Governmental Accounting Standards Board Reporting***

The Mohegan Tribe prepares its combined financial statements, including the accounts of the Company, in accordance with pronouncements issued by the Governmental Accounting Standards Board (“GASB”). As a separate instrumentality of the Mohegan Tribe, we are a governmental entity as defined by GASB. The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with pronouncements issued by the Financial Accounting Standards Board (the “FASB”). We believe the primary differences between the FASB and GASB pronouncements, as they relate to us, are the accounting for revenues, leases, and asset impairments, the presentation of cash flow activities, and certain additional disclosures of fixed assets.

**Note 2 — Discontinued Operations**

As described in the Company’s annual report for the fiscal year ended September 30, 2025, the principal lenders to MGE Korea Limited assumed ownership and control of Inspire on February 13, 2025 by appropriating the shares of MGE Korea Limited, and the Company is no longer an equity holder of Inspire or its direct or indirect owners. Accordingly, we have classified Inspire, its parent company MGE Korea Limited, and certain affected subsidiaries, as discontinued operations.

***Inspire Contingent Liabilities - Update***

During the three months ended December 31, 2025, Inspire completed a refinancing of the Korea Senior Credit Facility, which was paid in full, alleviating the Company’s obligations to provide up to \$100.0 million of credit support to Inspire under the Authority Support Agreement, or to reimburse any sums to Hanwha Engineering & Construction and Hanwha Hotels & Resorts under the Authority Backstop Agreement. Accordingly, during the three month period ended December 31, 2025, the Company derecognized the related guarantee liabilities resulting in a gain from discontinued operations of \$102.0 million. The liability for the estimated value of remaining subsidiary guarantees associated with Mohegan INSPIRE totaled \$41.0 million as of December 31, 2025.

The major classes of assets and liabilities of discontinued operations are as follows:

	<b>December 31, 2025</b>	<b>September 30, 2025</b>
Cash and cash equivalents	\$ —	\$ —
Accounts receivable, net	—	—
Other current assets	9	34
Current assets of discontinued operations	9	34
Property and equipment, net	—	—
Right-of-use assets	—	—
Other assets, net	—	—
Non-current assets of discontinued operations	—	—
<b>Assets of discontinued operations</b>	<b>\$ 9</b>	<b>\$ 34</b>

There were no liabilities of discontinued operations as of December 31, 2025 or September 30, 2025.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
(unaudited)

The major classes of line items constituting gain (loss) from discontinued operations, net of income tax are as follows:

	<b>Three Months Ended</b>	
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>Net revenues</b>	\$ —	\$ 63,520
<b>Operating cost and expenses:</b>		
Gaming	—	23,633
Food and beverage	—	12,352
Hotel	—	5,811
Retail, entertainment and other	—	3,702
Advertising, general and administrative	—	22,212
Corporate	25	216
Depreciation	—	9,689
Interest expense, net	—	103,189
Gain on fair value adjustment	—	(17,580)
Other	—	5,900
<b>Loss from discontinued operations related to major classes</b>	<b>(25)</b>	<b>(105,604)</b>
Gain on the disposal of discontinued operations	102,000	—
<b>Gain (loss) from discontinued operations before income tax</b>	<b>101,975</b>	<b>(105,604)</b>
Income tax provision	—	—
<b>Gain (loss) from discontinued operations, net of income tax</b>	<b>\$ 101,975</b>	<b>\$ (105,604)</b>

The net cash flows used in discontinued operations are as follows:

	<b>Three Months Ended</b>	
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>Operating activities</b>	\$ —	\$ (30,034)
<b>Investing activities</b>	\$ —	\$ (7,036)

***Korea Warrant Agreement***

In connection with the Korea Term Loan, in November 2021, Korea Holding III Limited (“Korea Holding III”), the parent entity of MGE Korea Limited, entered into a warrant agreement (the “Warrant Agreement”) to issue detachable warrants (the “Warrants”) exercisable for up to a total of 4,400 shares of capital in Korea Holding III, representing 22.0% of the fully-diluted share capital of Korea Holding III, at an initial exercise price of \$0.01 per share.

Holders of unexercised Warrants have the right to require the parent of Korea Holding III (the “Parent”) to purchase all of the unexercised Warrants that they hold at certain relevant times (the “Put Option”). In turn, the Parent has the right to require the holders of unexercised Warrants to sell all of the unexercised Warrants they hold at certain relevant times (the “Call Option”). The aggregate cash purchase price for both the Put Option and the Call Option equals the higher of: (i) the fair market value of the relevant unexercised Warrants and (ii) \$110.0 million, multiplied by a fraction, the numerator of which is the number of the relevant unexercised Warrants and the denominator of which is the total number of Warrants.

Our warrants and put option were classified as long-term liabilities and were re-measured at their estimated fair values at each reporting date. The estimated fair value of the warrants and put option was determined by utilizing the income approach (discounted cash flow method) and a binomial lattice model. This valuation approach utilized Level 3 inputs. As of December 31, 2024, the primary unobservable inputs utilized were the discount rate, which was 9.0%, and the expected volatility of the underlying stock price, which was 60%. In addition, projected cash flows are utilized in this valuation approach.

Changes in the estimated fair value of the Warrants and Put Option prior to the Korea Transition, totaling \$17.6 million for the three months ended December 31, 2024, have been included within gain (loss) from discontinued operations, net of income tax.

As a result of the Korea Transition, Korea Holding III no longer had an investment in MGE Korea Limited, its primary asset prior to the Korea Transition. As a result, the estimated fair value of the warrants was reduced to zero in February 2025. Also in connection with the Korea Transition, all of the warrants were exercised and, therefore, the estimated fair value of the Put Option was reduced to zero.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
(unaudited)

**Note 3 — Long-Term Debt**

<i>(in thousands)</i>	December 31, 2025			September 30, 2025	
	Final Maturity	Face Value	Book Value	Book Value	
Line of Credit	April, 2030	\$ 2,440	\$ 2,440	\$ 1,420	
2030 Senior Secured Credit Facility	April, 2030	98,000	98,000	26,000	
2030 8.25% First Priority Notes	April, 2030	750,000	742,935	742,597	
2031 11.875% Second Priority Notes	April, 2031	700,000	656,180	654,784	
2029 13.25% Senior Unsecured Notes	December, 2029	172,682	162,544	162,086	
2032 13.25% Senior Unsecured Notes	August, 2032	100,000	96,567	96,489	
Niagara Revolving Facility	August 2028	—	—	—	
Niagara Capital Facility	August 2028	52,525	52,317	54,367	
Guaranteed Credit Facility	January 2032	16,625	16,625	17,281	
Other	Varies	405	405	410	
Long-term debt		1,892,677	1,828,013	1,755,434	
Current portion of long-term debt		(9,645)	(9,645)	(8,558)	
Long-term debt, net of current portion		<u>\$ 1,883,032</u>	<u>\$ 1,818,368</u>	<u>\$ 1,746,876</u>	
Unamortized discounts and debt issuance costs		\$ 64,664	\$ 66,952	\$ 66,952	

**Note 4 — Revenue Recognition**

**Revenue Disaggregation**

We are primarily engaged in the ownership, operation, management, and development of integrated entertainment facilities, as well as the provision of iGaming solutions, both domestically and internationally. We currently own two domestic facilities, manage two international facilities, and are an owner and provider of several digital iGaming solutions in the United States and Canada. We generate revenues by providing the following types of goods and services: gaming, food and beverage, hotel, and retail, entertainment and other, which includes management and development fees earned.

**Revenue Disaggregation**

<i>(in thousands)</i>	Three Months Ended December 31, 2025				
	Domestic	International	Digital <sup>1</sup>	Other <sup>2</sup>	Total
Gaming	\$ 202,719	\$ 37,551	\$ 72,164	\$ 1	\$ 312,435
Food and beverage	33,541	10,949	(7)	(16)	44,467
Hotel	25,657	3,970	—	(2)	29,625
Retail, entertainment and other	38,055	13,011	(3)	(3,094)	47,969
Net revenues	<u>\$ 299,972</u>	<u>\$ 65,481</u>	<u>\$ 72,154</u>	<u>\$ (3,111)</u>	<u>\$ 434,496</u>

<sup>1</sup> Gaming revenues include \$19.2 million in iGaming tax reimbursement amounts from our iGaming partners.

<sup>2</sup> Includes intercompany revenue eliminations.

<i>(in thousands)</i>	Three Months Ended December 31, 2024				
	Domestic	International	Digital <sup>1</sup>	Other <sup>2</sup>	Total
Gaming	\$ 208,151	\$ 43,252	\$ 53,092	\$ —	\$ 304,495
Food and beverage	34,495	11,108	(8)	(52)	45,543
Hotel	26,875	3,949	—	(3)	30,821
Retail, entertainment and other	42,464	13,849	(3)	(1,782)	54,528
Net revenues	<u>\$ 311,985</u>	<u>\$ 72,158</u>	<u>\$ 53,081</u>	<u>\$ (1,837)</u>	<u>\$ 435,387</u>

<sup>1</sup> Gaming revenues include \$10.9 million in iGaming tax reimbursement amounts from our iGaming partners.

<sup>2</sup> Includes intercompany revenue eliminations.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
(unaudited)

**Lease Revenue**

(in thousands)	Three Months Ended					
	December 31, 2025			December 31, 2024		
	Hotel	Retail, Entertainment and Other	Hotel	Retail, Entertainment and Other		
Fixed rent	\$ 21,112	\$ 3,415	\$ 11,251	\$ 1,864		
Variable rent	—	2,768	—	1,432		
Total	<u>\$ 21,112</u>	<u>\$ 6,183</u>	<u>\$ 11,251</u>	<u>\$ 3,296</u>		

**Contract and Contract-related Assets**

**Accounts Receivable**

(in thousands)	December 31, 2025	September 30, 2025
Gaming	\$ 68,270	\$ 65,076
Hotel	3,284	4,818
Retail, entertainment and other	28,077	33,969
Accounts receivable	99,631	103,863
Allowance for doubtful accounts	(26,106)	(25,925)
Accounts receivable, net	<u>\$ 73,525</u>	<u>\$ 77,938</u>

As of December 31, 2025 and September 30, 2025, the contract assets related to the Niagara Resorts Casino Operating and Services Agreement with the Ontario Lottery and Gaming Corporation totaled \$0.5 million and \$0.2 million, respectively.

**Contract and Contract-related Liabilities**

A difference may exist between the timing of cash receipts from customers and the recognition of revenues, resulting in a contract or contract-related liability. In general, we have three types of such liabilities: (1) outstanding gaming chips and slot tickets liabilities, which represent amounts owed in exchange for outstanding gaming chips and slot tickets held by customers, (2) loyalty points deferred revenue liability, and (3) customer advances and other liabilities, which primarily represent funds deposited in advance by customers for gaming, and advance payments by customers for goods and services such as advance ticket sales, deposits on rooms and convention space, and gift card purchases.

The following contract liabilities are generally expected to be settled within one year and are recorded within other current liabilities:

(in thousands)	December 31, 2025	September 30, 2025
Outstanding gaming chips and slot tickets liabilities	\$ 8,534	\$ 5,926
Loyalty points deferred revenue liability	44,799	45,159
Customer advances and other liabilities	44,059	38,445
Total	<u>\$ 97,392</u>	<u>\$ 89,530</u>

As of December 31, 2025 and September 30, 2025 we had long term customer contract liabilities totaling \$17.2 million and \$15.3 million, respectively, primarily comprised of tenant security deposits and prepaid rent.

**Note 5 — Income Taxes**

***Income Taxes***

Effective for tax years beginning on or after January 1, 2024, the countries where we do business, including Canada, South Korea, and the United Kingdom, adopted a global minimum effective tax rate of 15% based on the Pillar Two framework issued by the Organization for Economic Cooperation and Development (“OECD”). Other countries where we do business are also actively considering adopting the framework or are in various stages of enacting the framework into their country’s laws. The Company is within a transitional safe harbor from the minimum tax until October 1, 2026.

**MOHEGAN TRIBAL GAMING AUTHORITY**  
**NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(unaudited)**

While the Company continues to monitor legislative adoption of the Pillar Two rules by country, as well as additional guidance from the OECD, there is significant uncertainty that exists regarding the interpretation of the detailed Pillar Two rules, whether such rules will be implemented consistently across taxing jurisdictions, how such rules interact with existing national tax laws, and whether such rules are consistent with existing tax treaty obligations.

The OECD continues to release additional guidance, and we anticipate more countries will enact similar tax laws. These tax law changes and any additional contemplated tax law changes could increase tax expense in future periods. The Company will continue to monitor legislative developments and their implications on our financial position, results of operations, and disclosures.

**Note 6 — Commitments and Contingencies**

We are subject to various claims and legal actions resulting from our normal course of business, primarily relating to personal injuries to customers and damages to customers' personal assets. We record a provision with respect to a claim or legal action when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. In management's opinion, the aggregate liability, if any, arising from such claims or legal actions will not have a material impact on our financial position, results of operations, or cash flows. See Note 2 for information regarding our Korea guarantees.

**Note 7 — Subsequent Events**

We have evaluated events subsequent to December 31, 2025 through the issuance of the accompanying unaudited condensed consolidated financial statements on February 12, 2026, and have not identified any additional events for disclosure.

## Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The statements in this discussion regarding our expectations related to our future performance, liquidity and capital resources, and other non-historical statements are forward-looking statements. These forward-looking statements are subject to numerous risks and uncertainties. Our actual results may differ materially from those contained in or implied by any forward-looking statements. See "Cautionary Statements Regarding Forward-Looking Information" within this quarterly report.

The following discussion and analysis of our financial condition and results of operations for the three months ended December 31, 2025 should be read in conjunction with our financial statements and the notes thereto and other financial information included elsewhere within this quarterly report.

For a discussion of our net income before interest, income taxes, depreciation and amortization, adjusted to exclude certain non-cash and other items ("Adjusted EBITDA"), refer to our quarterly operating results press releases on our website at [www.mohegangaming.com](http://www.mohegangaming.com), under the "Investor Relations/Financial Press Releases" section.

### Discussion of Operating Results

#### Consolidated Operating Results

(in thousands)	Three Months Ended December 31,		Variance	
	2025	2024	\$	%
<b>Net revenues:</b>				
Gaming	\$ 312,435	\$ 304,495	\$ 7,940	2.6 %
Food and beverage	44,467	45,543	(1,076)	(2.4)%
Hotel	29,625	30,821	(1,196)	(3.9)%
Retail, entertainment and other	47,969	54,528	(6,559)	(12.0)%
Net revenues from continuing operations	<u>\$ 434,496</u>	<u>\$ 435,387</u>	(891)	(0.2)%
<b>Operating costs and expenses:</b>				
Gaming	\$ 166,877	\$ 161,660	\$ 5,217	3.2 %
Food and beverage	38,319	37,110	1,209	3.3 %
Hotel	12,346	11,859	487	4.1 %
Retail, entertainment and other	25,445	28,636	(3,191)	(11.1)%
Advertising, general and administrative	88,677	82,493	6,184	7.5 %
Corporate	15,579	18,676	(3,097)	(16.6)%
Depreciation and amortization	23,545	24,129	(584)	(2.4)%
Impairment of tangible assets	—	299	(299)	(100.0)%
Other, net	7,559	34	7,525	22132.4 %
Total operating costs and expenses from continuing operations	<u>\$ 378,347</u>	<u>\$ 364,896</u>	13,451	3.7 %

## Disaggregated Operating Results

(in thousands)	Three Months Ended December 31,		Variance	
	2025	2024	\$	%
<b>Net revenues:</b>				
Domestic	\$ 299,972	\$ 311,985	\$ (12,013)	(3.9)%
Mohegan Digital	72,154	53,081	19,073	35.9 %
International	65,481	72,158	(6,677)	(9.3)%
Corporate, development, and other	3,752	5,048	(1,296)	(25.7)%
Eliminations	(6,863)	(6,885)	22	0.3 %
Net revenues from continuing operations	<u>\$ 434,496</u>	<u>\$ 435,387</u>	<u>(891)</u>	<u>(0.2)%</u>
<b>Operating costs and expenses:</b>				
Domestic	\$ 255,396	\$ 257,101	\$ (1,705)	(0.7)%
Mohegan Digital	35,880	28,084	7,796	27.8 %
International	67,713	62,903	4,810	7.6 %
Corporate, development, and other	26,221	23,694	2,527	10.7 %
Eliminations	(6,863)	(6,886)	23	0.3 %
Total operating costs and expenses from continuing operations	<u>\$ 378,347</u>	<u>\$ 364,896</u>	<u>13,451</u>	<u>3.7 %</u>

### Domestic

#### Revenues

Net revenues decreased \$12.0 million, or 3.9%, for the three months ended December 31, 2025 compared with the same period in the prior year. The decrease was primarily the result of the sale of the Mohegan Casino Las Vegas in February 2025, combined with lower entertainment revenues at Mohegan Sun. Excluding the impact of Mohegan Casino Las Vegas, revenues decreased \$5.4 million when compared with the prior-year period, primarily due to the lower arena admissions at Mohegan Sun as a result of fewer shows.

#### Operating Costs and Expenses

Operating costs and expenses decreased \$1.7 million, or 0.7%, for the three months ended December 31, 2025 compared with the same period in the prior year. The decrease is primarily the result of the sale of Mohegan Casino Las Vegas, partially offset by increased gaming expense. Excluding the impact of Mohegan Casino Las Vegas, operating costs increased \$4.7 million primarily related to increased gaming expenses at Mohegan Sun.

### Mohegan Digital

#### Revenues

Net revenues increased \$19.1 million, or 35.9%, for the three months ended December 31, 2025 compared with the same period in the prior year. These increases were primarily driven by the continued ramp up of our online casino gaming and sports wagering operations, particularly in Connecticut and Pennsylvania.

#### Operating Costs and Expenses

Operating costs and expenses increased \$7.8 million, or 27.8%, for the three months ended December 31, 2025 compared with the same period in the prior year. These increases primarily reflect the increased gaming taxes as a result of revenue growth.

### International

#### Revenues

Net revenues decreased \$6.7 million, or 9.3%, for the three months ended December 31, 2025 compared with the same period in the prior year, primarily due to lower gaming volume.

#### Operating Costs and Expenses

Operating costs and expenses increased \$4.8 million, or 7.6%, for the three months ended December 31, 2025 driven by a favorable property tax adjustment in the prior-year period.

## ***Corporate, Development and Other***

### **Revenues**

Net revenues decreased \$1.3 million, or 25.7%, for the three months ended December 31, 2025 compared with the same period of the prior year. The decrease in revenues is primarily due to the Resorts Casino Hotel management agreement, which ended in December 2024.

### **Operating Costs and Expenses**

Operating costs and expenses increased \$2.5 million, or 10.7%, for the three months ended December 31, 2025 compared with the same period of the prior year. The increase was due to employee severance expense related to corporate restructuring, partially offset by lower consulting expenses.

### ***Other Income (Expense)***

(in thousands)	Three Months Ended December 31,		Variance	
	2025	2024	\$	%
Interest income	\$ 187	\$ 318	\$ (131)	(41.2)%
Interest expense, net	(51,382)	(46,549)	(4,833)	(10.4)%
Loss on modification and early extinguishment of debt	(119)	—	(119)	N.M.
Other, net	(461)	(343)	(118)	(34.4)%
Income tax benefit (provision)	1,334	(2,083)	3,417	N.M.

### **Interest Expense**

Interest expense increased \$4.8 million, or 10.4%, for the three months ended December 31, 2025 compared with the same period in the prior year. The increase in interest expense was primarily due to an increase in the weighted average effective interest rate, combined with increased weighted average outstanding debt, as a result of the refinancing transactions in April 2025.

### **Income Tax**

Income tax provision is primarily driven by operating results generated by Niagara Resorts.

### **Seasonality**

The gaming markets in the Northeastern United States and Niagara Falls, Canada, are seasonal in nature, with peak gaming activities often occurring during the months of May through August. iGaming is also seasonal in nature, with peak gaming occurring during the months of September through March. Accordingly, our operating results for the three months ended December 31, 2025 are not necessarily indicative of operating results for other interim periods or an entire fiscal year.

## ***Liquidity and Capital Resources***

### **Liquidity**

As of December 31, 2025 and September 30, 2025, we held cash and cash equivalents of \$154.0 million and \$128.0 million, respectively, of which \$22.0 million and \$27.1 million, respectively, was held outside of the United States at Niagara Resorts. As a result of the cash-based nature of our business, operating cash flow levels tend to follow trends in our operating income, excluding the effects of non-cash charges such as depreciation and amortization, and gain on disposal of discontinued operations. Inclusive of letters of credit, which reduce borrowing availability, we had \$146.8 million of borrowing capacity under our 2030 Senior Secured Credit Facility as of December 31, 2025. In addition, inclusive of letters of credit which reduce borrowing availability, Niagara Resorts had \$36.5 million of borrowing capacity under the Niagara Revolving Facility as of December 31, 2025.

Cash provided by operating activities decreased \$26.8 million, or 467.7%, to net cash used in operating activities of \$21.1 million for the three months ended December 31, 2025 compared with net cash provided by operating activities of \$5.7 million in the same period in the prior year. Cash provided by operating activities decreased primarily due to higher working capital requirements, driven by changes in the timing of interest payments following the refinancing transactions in April 2025. Refer to "Discussion of Operating Results" for additional information.

Cash used in investing activities decreased \$7.3 million or 42.4%, to \$9.8 million for the three months ended December 31, 2025 compared with \$17.1 million in the same period of the prior year. The decrease in cash used in investing activities was primarily driven by capital expenditures at Inspire in the prior-year period.

Cash provided by financing activities increased \$63.0 million or 671.2%, to cash provided by financing activities of \$53.6 million for the three months ended December 31, 2025 compared with cash used in financing activities of \$9.4 million in the same period in the prior year. The increase in cash provided by financing activities was primarily driven by higher net borrowings under the 2030 Senior Secured Credit Facility in order to fund interest payments during the period.

#### **Sufficiency of Resources**

We believe that existing cash balances, financing arrangements and operating cash flows will provide us with sufficient resources to meet our existing debt obligations, finance and operating lease obligations, distributions to the Mohegan Tribe, capital expenditures, and working capital requirements for the next twelve months. However, we can provide no assurance in this regard.

## **Cautionary Statements Regarding Forward-Looking Information**

Some information included within this quarterly report contains forward-looking statements. Such statements may include information relating to business development activities, as well as capital spending, financing sources, the effects of regulation, including gaming and tax regulation, and increased competition. These statements can sometimes be identified by our use of forward-looking words such as "may," "will," "anticipate," "estimate," "expect" or "intend" and similar expressions. Such forward-looking information involves important risks and uncertainties that could significantly affect anticipated future results and, accordingly, such results may differ materially from those expressed in any forward-looking statements made by us or on our behalf. These risks and uncertainties include, but are not limited to, those relating to the following:

- the financial performance of our various operations;
- the local, regional, national or global economic climate;
- increased competition, including the expansion of gaming in jurisdictions in which we own or operate gaming facilities;
- our leverage and ability to meet our debt service obligations and maintain compliance with financial debt covenants;
- the continued availability of financing;
- our dependence on existing management;
- our ability to integrate new amenities from expansions to our facilities into our current operations and manage the expanded facilities;
- changes in federal, state, or international tax laws or the administration of such laws;
- changes in gaming laws or regulations, including the limitation, denial, or suspension of licenses required under gaming laws and regulations;
- cyber security risks related to our information technology and other systems or that of our partners or vendors, including misappropriation of customer information or other breaches of information security;
- changes in applicable laws pertaining to the service of alcohol, smoking, or other amenities offered at our facilities;
- our ability to successfully implement our diversification strategy;
- an act of terrorism;
- our customers' access to inexpensive transportation to our facilities and changes in oil, fuel, or other transportation-related expenses;
- a variety of uncontrollable events that could impact our operations such as health concerns, adverse weather and climate conditions, catastrophic events or natural disasters, or international, political, or military developments, including social unrest;
- risks associated with operations in foreign jurisdictions such as Canada;
- failure by our employees, agents, affiliates, vendors, or businesses to comply with applicable laws, rules, and regulations, including state gaming laws and regulations and anti-bribery laws such as the United States Foreign Corrupt Practices Act, and similar anti-bribery laws in other jurisdictions; and
- fluctuations in foreign currency exchange rates.

The forward-looking statements included within this quarterly report are made only as of the date of this report. We do not undertake any obligation to update or supplement any forward-looking statements to reflect subsequent events or circumstances. We cannot assure you that projected results or events will be achieved or will occur.