VAIL RESORTS, INC.
1-1-1
Reconciliation of Non-GAAP Financial Measures

Resort, Mountain, Lodging and Real Estate Reported EBITDA have been presented herein as measures of the Company's financial operating performance. Reported EBITDA is not a measurement of financial performance under accounting principles generally accepted in the United States ("GAAP"), and it might not be comparable to similarly titled measures. Reported EBITDA does not purport to represent cash provided by operating activities and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with GAAP. The Company believes that Reported EBITDA is an indicative measure of the Company's operating performance, and it is generally used by investors to evaluate companies in the resort and lodging industries. In addition, because of the significance of long-lived assets to the operations of the Company and the level of the Company's indebtedness, the Company also believes that Reported EBITDA is useful in measuring the Company's ability to fund capital expenditures and service debt. The Company uses Reported EBITDA targets in determining management bonuses.

Presented below is a reconciliation of Reported EBITDA to net income for the Company calculated in accordance with GAAP for the three and six months ended January 31, for the fiscal years 2005 and 2004.

|  | Three Months Ended January 31, |  | Six Months Ended January 31, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | $\underline{2005}$ | $\underline{2004}$ | $\underline{2005}$ | $\underline{2004}$ |
| Mountain Reported EBITDA | \$ 82,088 | \$ 75,410 | \$ 53,413 | \$ 47,404 |
| Lodging Reported EBITDA | 1,258 | $(1,525)$ | 2,066 | (979) |
| Real Estate Reported EBITDA | 1,135 | 1.667 | 8,155 | 18.552 |
| Total Reported EBITDA | 84,481 | 75,552 | 63,634 | 64,977 |
| Depreciation and amortization expense | $(23,273)$ | $(22,568)$ | $(44,348)$ | $(42,933)$ |
| Asset impairment charge |  | (933) |  | (933) |
| Mold remediation |  | $(5,500)$ |  | $(5,500)$ |
| Loss on disposal of fixed assets | (623) | (545) | $(1,481)$ | $(1,556)$ |
| Investment income, net | 1,174 | 328 | 1,301 | 893 |
| Interest expense | $(10,809)$ | $(12,857)$ | $(21,385)$ | $(26,266)$ |
| Loss on extinguishment of debt | (612) | $(36,195)$ | (612) | $(36,195)$ |
| Gain on sale of equity investment | 5,693 |  | 5,693 |  |
| Gain (loss) on put options, net | 975 | (696) | 1,188 | $(1,306)$ |
| Other income (expense), net | 84 | (10) | 52 | (10) |
| Minority interest in income of consolidated subsidiaries, net | (4,665) | $(4,094)$ | ( 2,765 ) | $(2,003)$ |
| Income (loss) before (provision) benefit from income taxes | 52,425 | $(7,518)$ | 1,277 | $(50,832)$ |
| (Provision) benefit for income taxes | $(20,184)$ | 781 | (492) | 18,691 |
| Net income (loss) | \$32.241 | \$(6.737) | \$ 785 | \$(32.141) |

Presented below is a reconciliation of net income (loss) excluding the loss on extinguishment of debt and the gain on sale of equity investment and including a modification to adjust the effective tax rate to a normalized rate of $40 \%$ to net income of the Company calculated in accordance with GAAP for the three and six months ended January 31, 2005. Also presented is a reconciliation of net income (loss) per diluted share excluding loss on extinguishment of debt and the gain on sale of equity investment and including a modification to adjust the effective tax rate to a normalized rate of $40 \%$ to net loss per diluted share of the Company calculated in accordance with GAAP for the three and six months ended January 31, 2005. The Company has presented these non-GAAP measures as it believes that this presentation is more indicative of the Company's results from continuing operations.

|  | Three <br> Months <br> Ended <br> January | Six Months Ended 1, 2005 |
| :---: | :---: | :---: |
| Net income (loss) excluding loss on extinguishment of debt and gain on sale of equity investment | \$ 28,406 | \$ $(2,283)$ |
| Loss on extinguishment of debt, before benefit from income tax | (612) | (612) |
| Gain on sale of equity investment, before provision for income tax | 5,693 | 5,693 |
| Adjustment to provision for income taxes to achieve $40 \%$ normalized effective tax rate | $(1,246)$ | $(2,013)$ |
| Net income | \$ 32,241 | \$ 785 |
| Diluted net income (loss) per common share excluding loss on extinguishment of debt and gain on sale of equity investment | \$ 0.79 | (0.06) |
| Loss on extinguishment of debt per diluted common share, before benefit from income tax | (0.02) | (0.02) |
| Gain on sale of equity investment per diluted common share, before provision for income tax | 0.16 | 0.16 |
| Adjustment to provision for income taxes to achieve $40 \%$ normalized effective tax rate, per diluted share | (0.04) | (0.06) |
| Diluted net income per common share | \$ 0.89 | \$ 0.02 |

Presented below is a reconciliation of net income (loss) excluding the loss on extinguishment of debt and the mold remediation charge and including a modification to adjust the effective tax rate to a normalized rate of $40 \%$ to net income of the Company calculated in accordance with GAAP for the three and six months ended January 31, 2004. Also presented is a reconciliation of net income (loss) per diluted share excluding loss on extinguishment of debt and the mold remediation charge and including a modification to adjust the effective tax rate to a normalized rate of $40 \%$ to net loss per diluted share of the Company calculated in
accordance with GAAP for the three and six months ended January 31, 2004. The
Company has presented these non-GAAP measures as it believes that this presentation is more indicative of the Company's results from continuing operations.

|  | Three Months Ended January | Six Months Ended 1, 2004 |
| :---: | :---: | :---: |
| Net income (loss) excluding loss on extinguishment of debt and mold remediation charge | \$ 20,506 | \$ (5,482) |
| Loss on extinguishment of debt, before benefit from income tax | $(36,195)$ | $(36,195)$ |
| Mold remediation charge, before benefit from income tax | $(5,500)$ | $(5,500)$ |
| Adjustment to provision for income taxes to achieve $40 \%$ normalized effective tax rate | 14,452 | 15,036 |
| Net loss | \$ (6.737) | \$(32.141) |
| Diluted net income (loss) per common share excluding loss on extinguishment of debt and mold remediation charge | \$ 0.58 | \$ (0.16) |
| Loss on extinguishment of debt per diluted common share, before benefit from income tax | (1.02) | (1.03) |
| Mold remediation charge per diluted common share, before benefit from income tax | (0.16) | (0.15) |
| Adjustment to provision for income taxes to achieve $40 \%$ normalized effective tax rate, per diluted share | 0.41 | 0.43 |
| Diluted net loss per common share | \$ (0.19) | \$ (0.91) |

