VAILRESORTS

EXTRAORDINARY RESORTS EXCEPTIONAL EXPERIENCES

Reconciliation of Non-GAAP Financial Measures

Resort, Mountain, Lodging and Real Estate Reported EBITDA and Resort, Mountain, Lodging and Real Estate Reported EBITDA excluding stock-based compensation have been presented herein as measures of the Company's financial operating performance. Reported EBITDA, Reported EBITDA excluding stock-based compensation and Net Debt (defined as longterm debt plus long-term debt due within one year less cash and cash equivalents) are not measures of financial performance or liquidity under accounting principles generally accepted in the United States of America ("GAAP"), and they might not be comparable to similarly titled measures of other companies. Reported EBITDA, Reported EBITDA excluding stock-based compensation and Net Debt should not be considered in isolation or as an alternative to, or substitute for, measures of financial performance or liquidity prepared in accordance with GAAP including net income, net change in cash and cash equivalents or other financial statement data. The Company believes that Reported EBITDA and Reported EBITDA excluding stock-based compensation are indicative measures of the Company's operating performance, and each similar to performance metrics generally used by investors to evaluate companies in the resort and lodging industries. The Company primarily uses Reported EBITDA excluding stock-based compensation targets in evaluating performance. The Company believes that Net Debt is an important measurement as it is an indicator of the Company's ability to obtain additional capital resources for its future cash needs.

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Presented below is a reconciliation of Reported EBITDA and Reported EBITDA

excluding stock-based compensation to net income (loss) for the Company calculated in accordance with GAAP for the three and twelve months ended July 31, 2008 and 2007.

	(In thousands) Three Months Ended July 31, (Unaudited) 2008 2007	
Mountain revenue, net	\$ 37,549	\$ 38,475
Mountain operating expense excluding stock-based compensation	(67,436)	(69,594)
Mountain equity investment income, net	1,797	1,068
Mountain Reported EBITDA excluding stock-based compensation	(28,090)	(30,051)
Mountain stock-based compensation	(985)	(759)
Mountain Reported EBITDA	(29,075)	(30,810)
Lodging revenue, net	48,323	45,604
Lodging operating expense excluding stock-based compensation	(45,946)	(45,787)
Lodging Reported EBITDA excluding stock-based compensation	2,377	(183)
Lodging stock-based compensation	(354)	(232)
Lodging Reported EBITDA	2,023	(415)
Resort Reported EBITDA*	(27,052)	(31,225)
Resort Reported EBITDA excluding stock-based compensation*	(25,713)	(30,234)
Real Estate revenue, net	184,587	12,436
Real Estate operating expense excluding stock-based compensation	(145,574)	(12,887)
Real Estate Reported EBITDA excluding stock-based compensation	39,013	(451)
Real Estate stock-based compensation	(880)	(533)
Real Estate Reported EBITDA	38,133	(984)
Total Reported EBITDA	11,081	(32,209)
Depreciation and amortization	(23,941)	(20,807)
Relocation and separation charges		(32)
Loss on disposal of fixed assets, net	(1,167)	(751)
Investment income, net	589	3,588
Interest expense, net	(7,047)	(7,739)
Loss on sale of business, net		(38)
Contract dispute charges		(181)
Minority interest in loss of consolidated subsidiaries, net	2,548	1,903
Loss before benefit for income taxes	(17,937)	(56,266)
Benefit for income taxes	6,814	21,944
Net loss	\$ (11,123)	\$ (34,322)

* Resort represents the sum of Mountain and Lodging

	(In thousands) Twelve Months Ended July 31, (Unaudited)		
	2008	2007	
Mountain revenue, net	\$ 685,533	\$ 665,377	
Mountain operating expense excluding stock-based compensation	(466,528)	(458,884)	
Mountain equity investment income, net	5,390	5,059	
Mountain Reported EBITDA excluding stock-based compensation	224,395	211,552	
Mountain stock-based compensation	(3,834)	(3,824)	
Mountain Reported EBITDA	220,561	207,728	
Lodging revenue, net	170,057	162,451	
Lodging operating expense excluding stock-based compensation	(158,538)	(143,161)	
Lodging Reported EBITDA excluding stock-based compensation	11,519	19,290	
Lodging stock-based compensation	(1,294)	(1,091)	
Lodging Reported EBITDA	10,225	18,199	
Resort Reported EBITDA*	230,786	225,927	
Resort Reported EBITDA excluding stock-based compensation*	235,914	230,842	
Real Estate revenue, net	296,566	112,708	
Real Estate operating expense excluding stock-based compensation	(248,202)	(113,107)	
Gain on sale of real property	709		
Real Estate Reported EBITDA excluding stock-based compensation	49,073	(399)	
Real Estate stock-based compensation	(3,136)	(2,083)	
Real Estate Reported EBITDA	45,937	(2,482)	
Total Reported EBITDA	276,723	223,445	
Depreciation and amortization	(93,794)	(87,664)	
Relocation and separation charges		(1,433)	
Loss on disposal of fixed assets, net	(1,534)	(1,083)	
Investment income, net	8,285	12,403	
Interest expense, net	(30,667)	(32,625)	
Loss on sale of businesses, net		(639)	
Contract dispute credit (charges), net	11,920	(4,642)	
Gain on put options, net		690	
Minority interest in income of consolidated subsidiaries, net	(4,920)	(7,801)	
Income before provision for income taxes	166,013	100,651	
Provision for income taxes	(63,086)	(39,254)	
Net income	\$ 102,927	\$ 61,397	

* Resort represents the sum of Mountain and Lodging

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Presented below is a reconciliation of Total Reported EBITDA to net income for the Company calculated in accordance with GAAP for the twelve months ended July 31, 2008. Also presented is a reconciliation of Net Debt to Long-term Debt and the calculation of Net Debt to Total Reported EBITDA.

	(In thousands) Twelve Months Ended July 31, 2008
Mountain Reported EBITDA	\$ 220,561
Lodging Reported EBITDA	10,225
Resort EBITDA*	230,786
Real Estate Reported EBITDA	45,937
Total Reported EBITDA	276,723
Depreciation and amortization	(93,794)
Loss on disposal of fixed assets, net	(1,534)
Investment income, net	8,285
Interest expense, net	(30,667)
Contract dispute credit, net	11,920
Minority interest in income of consolidated subsidiaries, net	(4,920)
Income before provision for income taxes	166,013
Provision for income taxes	(63,086)
Net income	\$ 102,927

* Resort represents the sum of Mountain and Lodging

	(In thousands) As of July 31, 2008	
Long-term debt	\$ 541,350	
Long-term debt due within one year	15,355	
Total debt	556,705	
Less: cash and cash equivalents	162,345	
Net debt	\$ 394,360	
Net debt to Total Reported EBITDA	1.43	

Presented below is a reconciliation of net income (loss) excluding stock-based compensation, tax effected, to net income (loss) of the Company calculated in accordance with GAAP for the three and twelve months ended July 31, 2008 and 2007. Also presented is a reconciliation of net income (loss) per diluted share excluding stock-based compensation, tax effected, to net income (loss) per diluted share of the Company calculated in accordance with GAAP for the three and twelve months ended July 31, 2008 and 2007. The Company has presented these non-GAAP measures as it believes that this presentation provides a more comparable measure of the Company's historical results from ongoing operations for the three and twelve months ended July 31, 2007 to prior periods.

		Three Months Ended July 31, (Unaudited)		
(In thousands, except per share amounts)		2008		2007
Net loss excluding stock-based compensation	\$	(9,745)	\$	(33,370)
Stock-based compensation expense, before benefit from income taxes		(2,219)		(1,524)
Adjustment for benefit from income taxes		841		572
Net loss	\$	(11,123)	\$	(34,322)
Diluted net loss per share excluding stock-based compensation	\$	(0.26)	\$	(0.85)
Stock-based compensation expense per diluted common share, before provision				
from income taxes		(0.06)		(0.04)
Adjustment for benefit from income taxes, per diluted common share		0.02		0.01
Diluted net loss per share	\$	(0.29)	\$	(0.88)
	Twelve		Mon	ths
	Ended July 31, (Unaudited)			,
(In thousands, except per share amounts)	2008 2007		,	
Net income excluding stock-based compensation	\$	108,057	\$	65,767
Stock-based compensation expense, before provision for income taxes		(8,264)		(6,998)
Adjustment for benefit from income taxes		3,134		2,628
Net income	\$	102,927	\$	61,397
Diluted net income per share excluding stock-based compensation Stock-based compensation expense per diluted common share, before provision	\$	2.78	\$	1.67
for income taxes		(0.21)		(0.18)
Adjustment for benefit from income taxes, per diluted common share		0.08		0.07
Diluted net income per share	\$	2.64	\$	1.56

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A reconciliation of the low and high ends of the forecasted guidance range given for Reported EBITDA and Reported EBITDA excluding stock-based compensation for the Company's fiscal year ending July 31, 2009 is presented below.

	(In thousands) For the Year Ending July 31, 2009		
	Low End	High End	
	Range	Range	
Resort Reported EBITDA excluding stock-based compensation ⁽¹⁾	\$ 206,000	\$ 226,000	
Resort segment stock-based compensation	(6,000)	(6,000)	
Resort Reported EBITDA ⁽¹⁾	200,000	220,000	
Real Estate Reported EBITDA excluding stock-based compensation	38,000	44,000	
Real Estate segment stock-based compensation	(4,000)	(4,000)	
Real Estate Reported EBITDA	34,000	40,000	
Total Reported EBITDA	234,000	260,000	
Depreciation and amortization	(105,000)	(105,000)	
Loss on disposal of fixed assets, net	(2,400)	(2,400)	
Investment income	5,000	5,000	
Interest expense, net	(28,200)	(28,000)	
Minority interest in income of consolidated subsidiaries, net	(4,900)	(5,800)	
Income before provision for income taxes	98,500	123,800	
Provision for income taxes	(38,400)	(48,300)	
Net income	\$ 60,100	\$ 75,500	

(1) Resort represents the sum of Mountain and Lodging. The Company provides Reported EBITDA ranges for the Mountain and Lodging segments, as well as for the two combined. Readers are cautioned to recognize that the low end of the expected ranges provided for the Lodging and Mountain segments, while possible, do not sum to the low end of the Resort Reported EBITDA range provided because we do not necessarily expect or assume that we will actually hit the low end of both ranges, as the actual Resort Reported EBITDA will depend on the actual mix of the Lodging and Mountain components. Similarly, the high end of the ranges for the Lodging and Mountain segments do not sum to the high end of the Resort range.

A reconciliation of the low and high ends of the forecasted guidance range given for net income excluding stock-based compensation for the Company's fiscal year ending July 31, 2009 is presented below.

	(In thousands) For the Year Ending July 31, 2009		
	Low End Range	High End Range	
Net income excluding stock-based compensation	\$ 66,200	\$ 81,600	
Stock-based compensation expense, before benefit from income taxes	(10,000)	(10,000)	
Adjustment for benefit from income taxes	3,900	3,900	
Net income	\$ 60,100	\$ 75,500	