

DOVER MOTORSPORTS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
In Thousands, Except Per Share Amounts
(Unaudited)

	Three Months Ended March 31,	
	2009	2008
Revenues:		
Admissions	\$ 31	\$ 800
Event-related	28	965
Broadcasting	-	709
Other	26	38
	85	2,512
Expenses:		
Operating and marketing	2,199	4,610
General and administrative	3,058	3,167
Depreciation and amortization	1,565	1,662
	6,822	9,439
Operating loss	(6,737)	(6,927)
Interest income	4	31
Interest expense	(784)	(1,101)
Loss before income tax benefit	(7,517)	(7,997)
Income tax benefit	2,829	3,849
Net loss	\$ (4,688)	\$ (4,148)
Net loss per common share:		
Basic	\$ (0.13)	\$ (0.12)
Diluted	\$ (0.13)	\$ (0.12)
Weighted average shares outstanding:		
Basic	36,011	35,903
Diluted	36,011	35,903

DOVER MOTORSPORTS, INC.
CONSOLIDATED BALANCE SHEETS
In Thousands
(Unaudited)

	March 31, 2009	March 31, 2008	December 31, 2008
	<u> </u>	<u> </u>	<u> </u>
ASSETS			
Current assets:			
Cash and cash equivalents	\$ 1,138	\$ 956	\$ 288
Accounts receivable	3,349	5,127	1,950
Inventories	248	305	273
Prepaid expenses and other	2,351	3,142	1,697
Receivable from Dover Downs Gaming & Entertainment, Inc.	-	-	11
Income taxes receivable	241	177	-
Deferred income taxes	100	196	152
Current assets held for sale	<u>10,726</u>	<u>-</u>	<u>-</u>
Total current assets	18,153	9,903	4,371
Property and equipment, net	134,087	159,142	144,684
Restricted cash	3,894	3,823	5,219
Other assets, net	542	1,531	594
Deferred income taxes	<u>284</u>	<u>97</u>	<u>311</u>
Total assets	<u>\$ 156,960</u>	<u>\$ 174,496</u>	<u>\$ 155,179</u>
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Accounts payable	\$ 938	\$ 2,938	\$ 604
Accrued liabilities	2,253	2,690	2,767
Payable to Dover Downs Gaming & Entertainment, Inc.	5	40	-
Income taxes payable	-	-	159
Current portion of bonds payable	1,235	1,130	1,130
Deferred revenue	16,896	22,294	6,962
Current liabilities held for sale	<u>2,865</u>	<u>-</u>	<u>-</u>
Total current liabilities	24,192	29,092	11,622
Revolving line of credit	41,600	42,300	42,200
Bonds payable	1,737	2,968	2,971
Liability for pension benefits	2,662	805	2,555
Other liabilities	1,972	1,693	1,920
Non current income taxes payable	9,119	9,686	9,630
Deferred income taxes	<u>13,145</u>	<u>16,651</u>	<u>16,834</u>
Total liabilities	<u>94,427</u>	<u>103,195</u>	<u>87,732</u>
Stockholders' equity:			
Common stock	1,812	1,684	1,787
Class A common stock	1,851	1,952	1,851
Additional paid-in capital	100,591	99,911	100,539
Accumulated deficit	(39,421)	(31,197)	(34,366)
Accumulated other comprehensive loss	<u>(2,300)</u>	<u>(1,049)</u>	<u>(2,364)</u>
Total stockholders' equity	<u>62,533</u>	<u>71,301</u>	<u>67,447</u>
Total liabilities and stockholders' equity	<u>\$ 156,960</u>	<u>\$ 174,496</u>	<u>\$ 155,179</u>

DOVER MOTORSPORTS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
In Thousands
(Unaudited)

	Three Months Ended March 31,	
	2009	2008
Operating activities:		
Net loss	\$ (4,688)	\$ (4,148)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	1,565	1,662
Amortization of credit facility fees	40	48
Stock-based compensation	142	160
Deferred income taxes	(2,483)	(3,426)
Changes in assets and liabilities:		
Accounts receivable	(1,597)	(3,405)
Inventories	(56)	(120)
Prepaid expenses and other	(1,057)	(1,416)
Income taxes receivable/payable	(347)	(434)
Accounts payable	49	552
Accrued liabilities	(362)	(774)
Payable to/receivable from Dover Downs Gaming & Entertainment, Inc.	16	58
Deferred revenue	10,803	13,605
Other liabilities	307	262
Net cash provided by operating activities	2,332	2,624
Investing activities:		
Capital expenditures	(699)	(1,598)
Restricted cash	1,325	346
Net cash provided by (used in) investing activities	626	(1,252)
Financing activities:		
Borrowings from revolving line of credit	2,300	3,500
Repayments on revolving line of credit	(2,900)	(3,500)
Repayments of bonds payable	(1,129)	(111)
Dividends paid	(367)	(546)
Repurchase of common stock	(12)	(95)
Excess tax benefit on stock awards	-	9
Net cash used in financing activities	(2,108)	(743)
Net increase in cash and cash equivalents	850	629
Cash and cash equivalents, beginning of period	288	327
Cash and cash equivalents, end of period	\$ 1,138	\$ 956