CCA®

May 2016

First Quarter 2016 Investor Presentation

Forward-Looking Statements

As defined within the Private Securities Litigation Reform Act of 1995, certain statements herein may be considered forward-looking statements that are subject to risks and uncertainties that could cause actual results to differ materially from the statements made.

Factors that could cause operating and financial results to differ are described in the Company's Form 10-K, as well as in other documents filed with the Securities and Exchange Commission. These include, but are not limited to, the risks and uncertainties associated with general economic and market conditions, including the impact governmental budgets can have on our per diem rates, occupancy, and overall utilization; fluctuations in operating results because of, among other things, changes in occupancy levels, competition, increases in costs of operations, fluctuations in interest rates, and risks of operations; changes in the privatization of the corrections and detention industry and the public acceptance of our services; our ability to obtain and maintain correctional facility management contracts, including, but not limited to, sufficient governmental appropriations, contract compliance, effects of inmate disturbances, and the timing of the opening of and demand for new facilities and the commencement of new management contracts as well as our ability to utilize current available beds and new capacity as development and expansion projects are completed; increases in costs to develop or expand correctional and detention facilities that exceed original estimates, or the inability to complete such projects on schedule as a result of various factors, many of which are beyond our control, such as weather, labor conditions, and material shortages, resulting in increased construction costs; changes in government policy and in legislation and regulation of the corrections and detention industry that affect our business, including, but not limited to, California's utilization of out-of-state private correctional capacity and the continued utilization of the South Texas Family Residential Center by U.S. Immigration and Customs Enforcement ("ICE"), our ability to successfully integrate operations of our acquisitions and realize projected returns resulting therefrom, and the impact of any changes to immigration reform and sentencing laws (Our Company does not, under longstanding policy, lobby for or against policies or legislation that would determine the basis for, or duration of, an individual's incarceration or detention.); our ability to meet and maintain qualification for taxation as a real estate investment trust ("REIT"); and the availability of debt and equity financing on terms that are favorable.

The Company does not undertake any obligation to publicly release or otherwise disclose the result of any revisions to forward-looking statements that may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

Attractive Investment Characteristics

- Attractive dividend
  - » $0.54 quarterly dividend, $2.16 annualized, or a 6.5% yield as of May 13, 2016
- Only 10% of the $80B U.S. corrections market is privatized(1)
  - » Market penetration has increased from 7% in 2002 to 10% in 2014(2)
  - » Opportunity to gain market share due to lack of government investment in new and replacement capacity
- Strong balance sheet supports growth strategies
  - » 3.6x leverage, 6.2x fixed charge coverage ratio, low cost of capital, BB+/Baa3 ratings(3)
- Significant growth and value creation potential
  - » Cost savings, overcrowding and aging public facilities with significant deferred maintenance
    - Build-to-suit facilities
    - Replace aging public facilities that are inefficient operationally and expensive to maintain
    - Available bed capacity could add up to $1.15 to EPS & AFFO per diluted share(4)
    - Acquire existing facilities
  - » Well developed pipeline of acquisition targets to expand portfolio of real estate assets
- Historically stable or growing cash flows through all market cycles

(1) BJS: Justice Expenditure & Employment Extracts 2010
(2) Bureau of Justice Statistics, Prisoners in 2014 & US Marshals Service (Federal population figures include BOP and USMS, they do not include ICE. Private inmate totals for California have been revised from BJS reported numbers to include the out of state program.)
(3) Leverage = (Total Debt – Cash)/First Quarter 2016 Adjusted EBITDA and Fixed Charge Coverage = First Quarter 2016 Adjusted EBITDA/(Interest incurred + Scheduled principal payments). Refer to Appendix Section of this presentation for a reconciliation to EBITDA and Adjusted EBITDA
(4) Refer to Appendix Section for illustration and explanation

About CCA

Who We Are

- Established in 1983, CCA owns and operates minimum, medium and maximum-security level correctional facilities, federal detention and residential facilities, as well as residential reentry facilities
- Operate as a Real Estate Investment Trust (REIT)
  - » Real Estate is an essential core of our business
    - Following the acquisition of Correctional Management, Inc. in April 2016, CCA has approximately 15 million sq. ft. in 73 owned/controlled facilities containing approximately 75,000 beds
    - 75+ year economic useful life for real estate assets
      - Young, well-maintained portfolio: 18 year median age[1]
      - Modest annual real estate maintenance capital expenditures: ≈5% of NOI
    - Land & buildings comprise over 90% of gross fixed assets
    - Over 5,500 acres of land, of which about 3,000 acres are undeveloped for future growth projects
    - Over 98% of Q1 2016 NOI was generated by our owned/controlled facilities[2]
    - Pursuing opportunities to expand portfolio of real estate assets leased to third party operators
  - » Included in Major REIT Indices – FTSE NAREIT Equity Index, Morgan Stanley Global Real Estate Index and Dow Jones Global Real Estate Index

(1) Average age for correctional and detention facilities owned & controlled, excludes community corrections facilities.

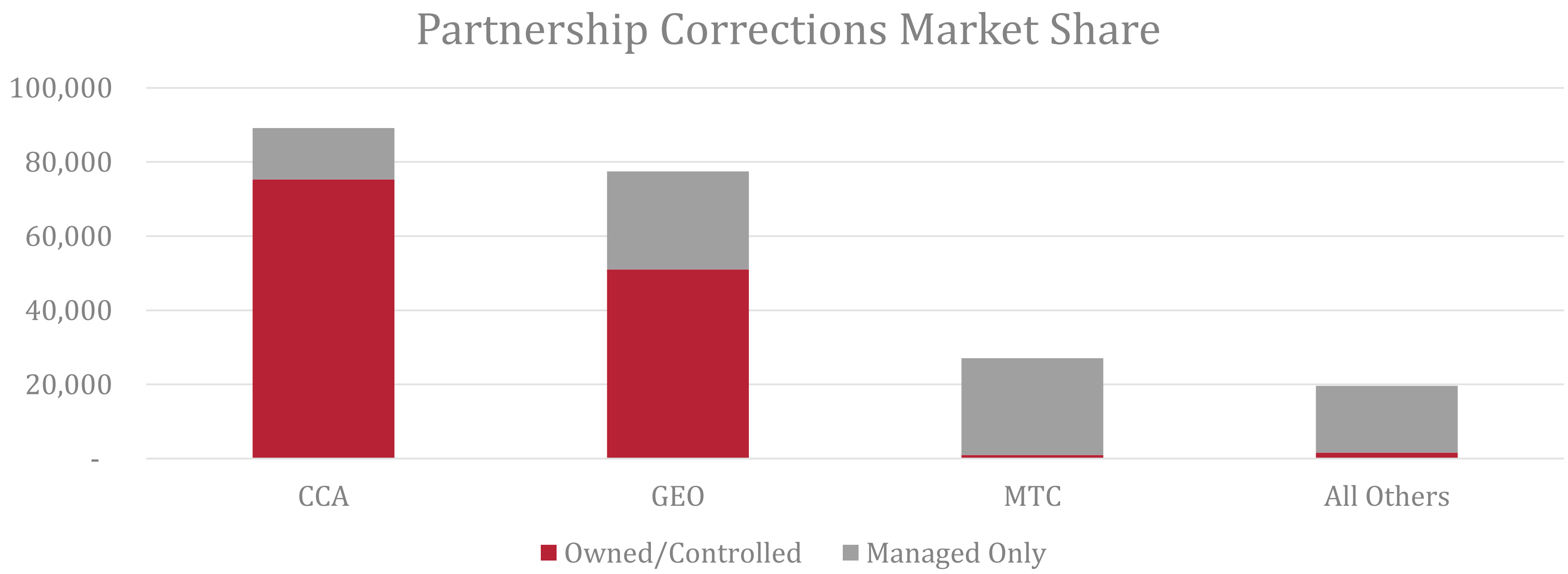
(2) Please refer to the Appendix section of this presentation for a reconciliation to Net Operating Income (NOI)

Who We Are

- The nation's largest owner of partnership correctional, detention and residential reentry facilities in the United States
- As of April 8, 2016, CCA operated or leased 84 facilities located in 20 states and the District of Columbia
  - Owned/Controlled and Operated 67 facilities
    - 47 secure facilities, 67,536 beds
    - 20 non-secure residential reentry facilities, 4,365 beds
  - Operated 11 facilities owned by our government partners
    - 11 secure facilities, 13,898 beds
  - Leased 6 facilities to third-party operators
    - 2 secure facilities, 2,760 beds
    - 4 non-secure residential reentry facilities, 605 beds

Clear Industry Leader

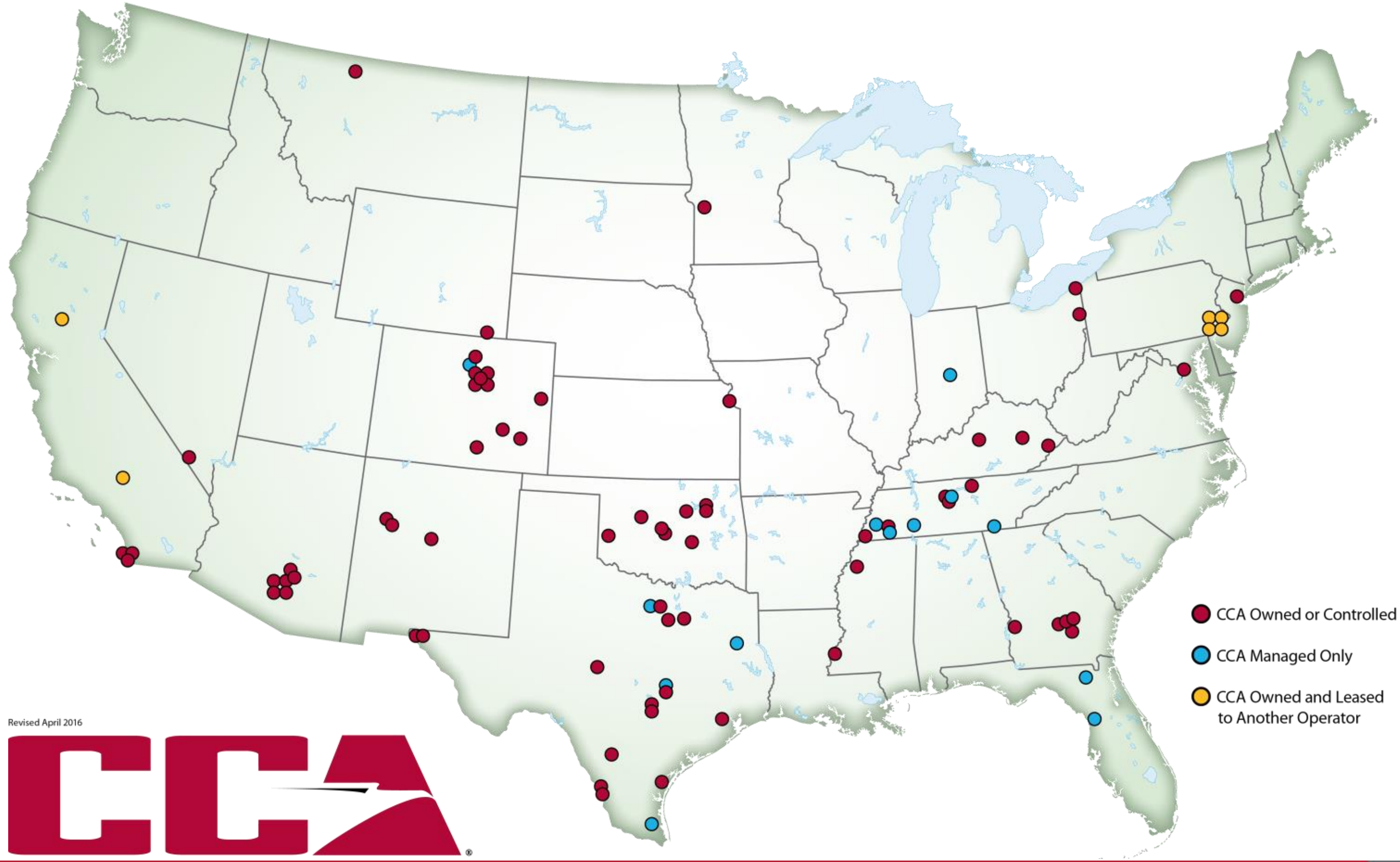
- CCA is the clear leader of the private corrections market, at about 42% of the United States market and approximately 59% of all privately owned/controlled corrections and detention beds in the United States.



CCA – Total Capacity at March 31, 2016, excluding residential reentry facilities
GEO – As reported on company supplemental financial information in April 2016
MTC – As reported on company website or other public sources in March 2016
All others – As reported on company websites, brochures or other public sources in March 2016

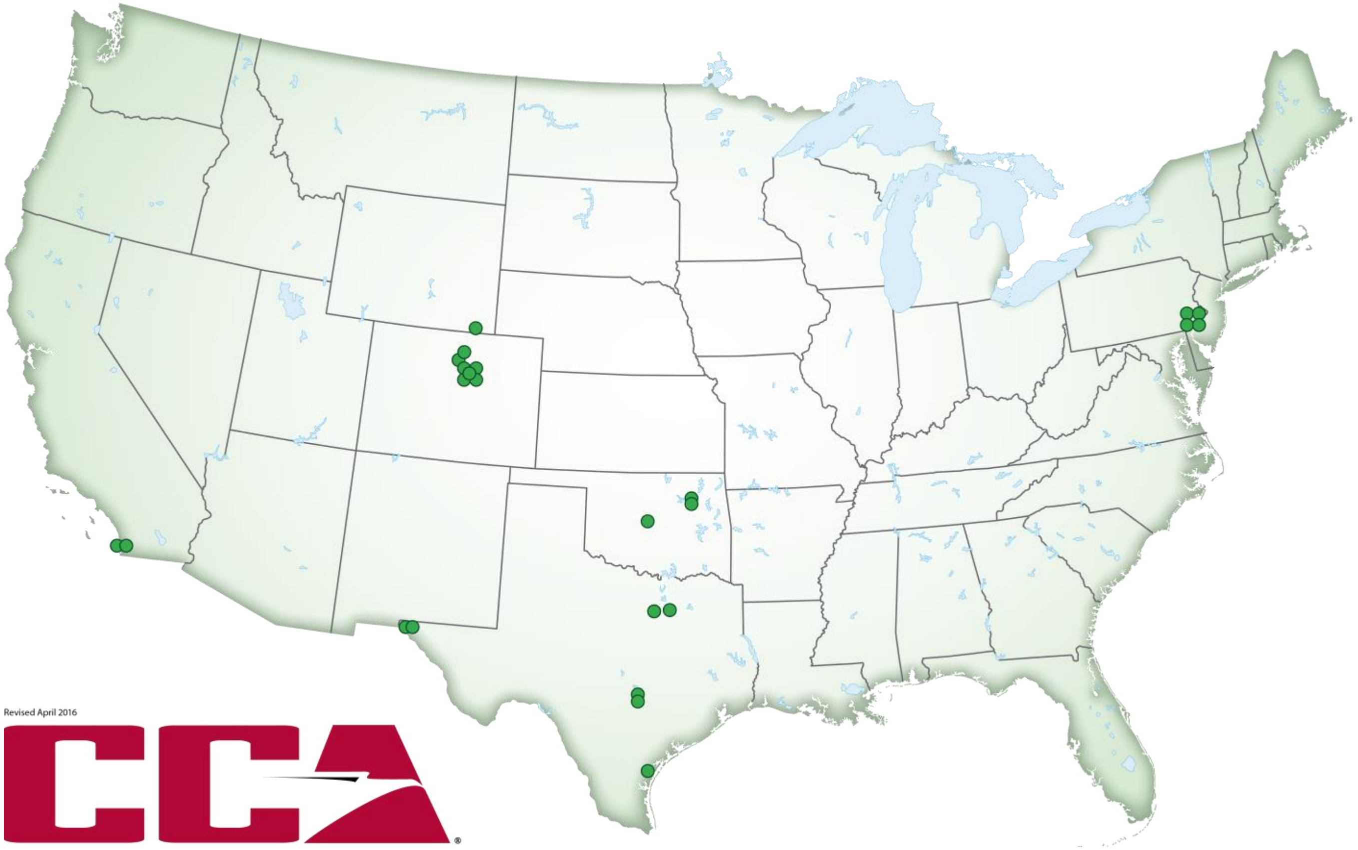
National Portfolio with Geographic Diversity

- As of April 8, 2016, we had 73 owned/controlled facilities and 11 managed-only facilities located in 20 states and the District of Columbia
- We currently have a facility expansion underway in Arizona to increase the design capacity of our Red Rock Correctional Center from 1,596 beds to 2,024 beds



Significant Investment in Residential Reentry

- Residential reentry facilities provide offenders with the tools and skills necessary to successfully return to the communities without recidivating
- Today, CCA owns or controls 24 residential reentry properties, representing 4,970 beds



Residential Reentry Acquisition History

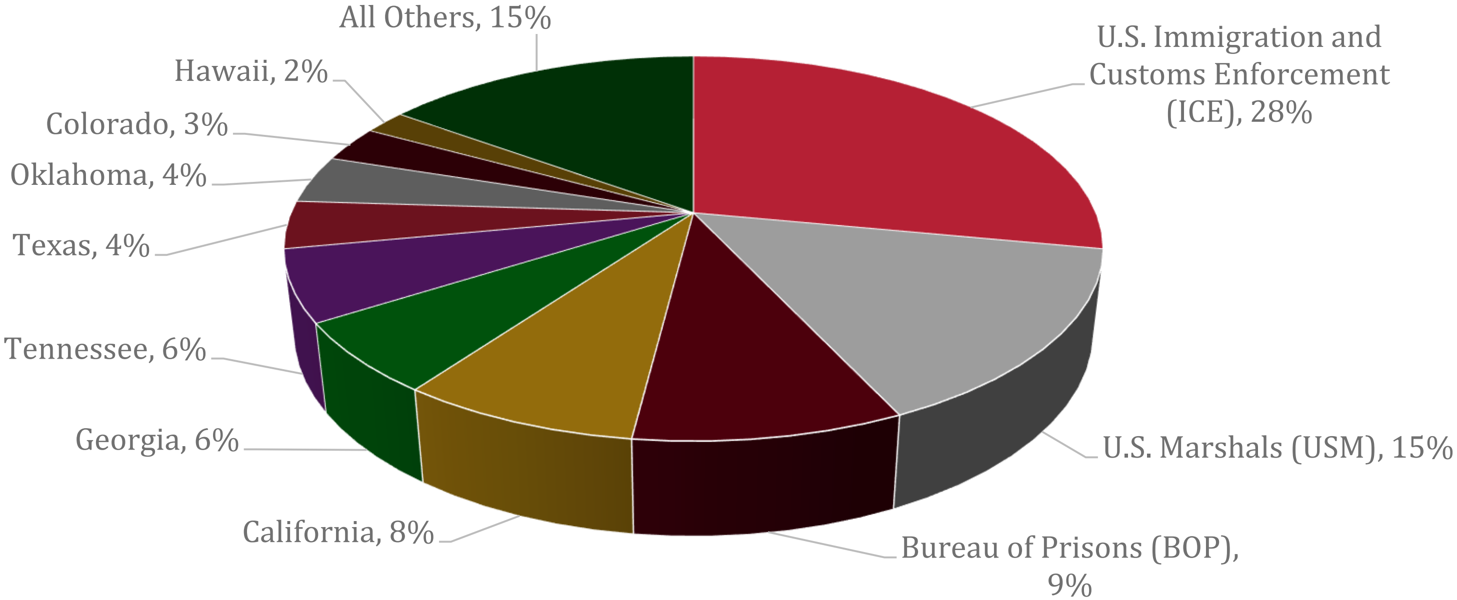
Acquisition	Date of Acquisition	# of Facilities	State(s) of Operation	# of Beds	Acquisition Price
Correctional Alternatives, Inc.	July 2013	2	California	605	$36.5m
Pennsylvania Portfolio	August 2015	4	Pennsylvania	605	$13.8m
Avalon Correctional Services, Inc.	October 2015	11	Oklahoma, Texas, Wyoming	3,157	$157.5m
Correctional Management, Inc.	April 2016	7	Colorado	605	$35.0m
Total		24		4,972	$242.8m

In less than three years, CCA has established the second largest residential reentry platform in the United States and has a robust acquisition pipeline of additional RRC operators

High Quality, Diverse Customer Base

- As of March 31, 2016, CCA had more than 100 agreements with federal, state and local agencies
  - » Further diversification within federal agency customers:
    - > 100 potential customers within federal agencies: 94 U.S. Marshals districts; 24 ICE field offices; and the Federal Bureau of Prisons
    - Staggered contract expirations; most customers have multiple contracts

Percentage of Revenue by Customer for the Three Months Ended March 31, 2016



CCA Value Proposition

Near-Term Benefits

Cost Benefits:

- RFP/competitive bidding process
- Capital investment off government balance sheets
- CCA pays property taxes on its facilities

Facility Benefits:

- Just-in-time inventory of available beds
- Current facility designs improve safety & improve operational efficiency

Operational Benefits:

- Reduced prison overcrowding
- Improved safety & security
- Multiple layers of contractual & operational oversight to monitor compliance

Long-Term Benefits

Cost Benefits:

- Opportunity to reduce long-term pension obligations
  - State and local pension plans are underfunded by an estimated $4.7 trillion(1)
- Savings can be allocated to programs aimed at reducing recidivism or other government services

Facility Benefits:

- Maintenance and expansion costs funded by CCA

Operational Benefits:

- Additional programs to reduce recidivism can be added throughout the life of the contract
- Contract performance monitored by continuous government oversight

Short-term and long-term savings can be achieved by governments contracting with the private sector without sacrificing quality(2)

(1) State Budget Solutions – Promises Made, Promises Broken 2014

(2) A Policy Report issued by the Independent Institute in June 2014. This study received funding by members of the private corrections industry.

CCA Value Proposition

Cost savings are achieved through:

1. Operational Cost Savings

	Operating Cost Per Day in Government Facility(1)	Real Estate Cost Per Day	Total Government-Run Cost Per Day	CCA Average Per Diem(2)	Percent Savings
BOP	$76.00	$12.00	$88.00	$75.30	14.4%
California	$175.00	$12.00	$187.00	$75.30	59.7%
Colorado	$82.00	$12.00	$94.00	$75.30	19.9%

(1) Operating Costs as reported by agency, DOES NOT INCLUDE THE COST OF REAL ESTATE OF ABOUT $12.00 - $20.00 PER DAY.
(2) CCA average per diem for all facilities for the quarter ended March 31, 2016.

2. Avoiding Large Capital Investment
   - Freeing up capital for other public works projects

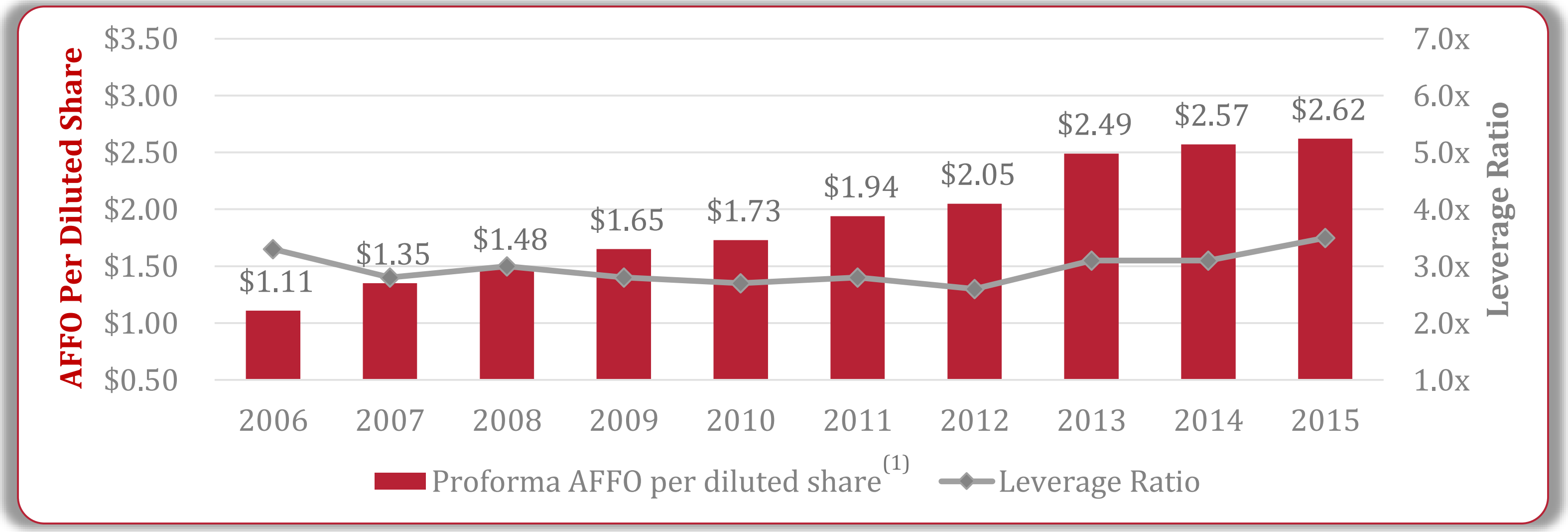
	CCA	Government Agencies
Total Cost per 1,000 beds	$55 to $65 million	$80 to $250 million
Average Length of Construction	1 - 3 years	3 - 7 years

3. Competition Creates Additional Savings – Adding competition has been found to lower costs and improve performance

Strong and Stable Cash Flows

Significant Cash Flow Generation

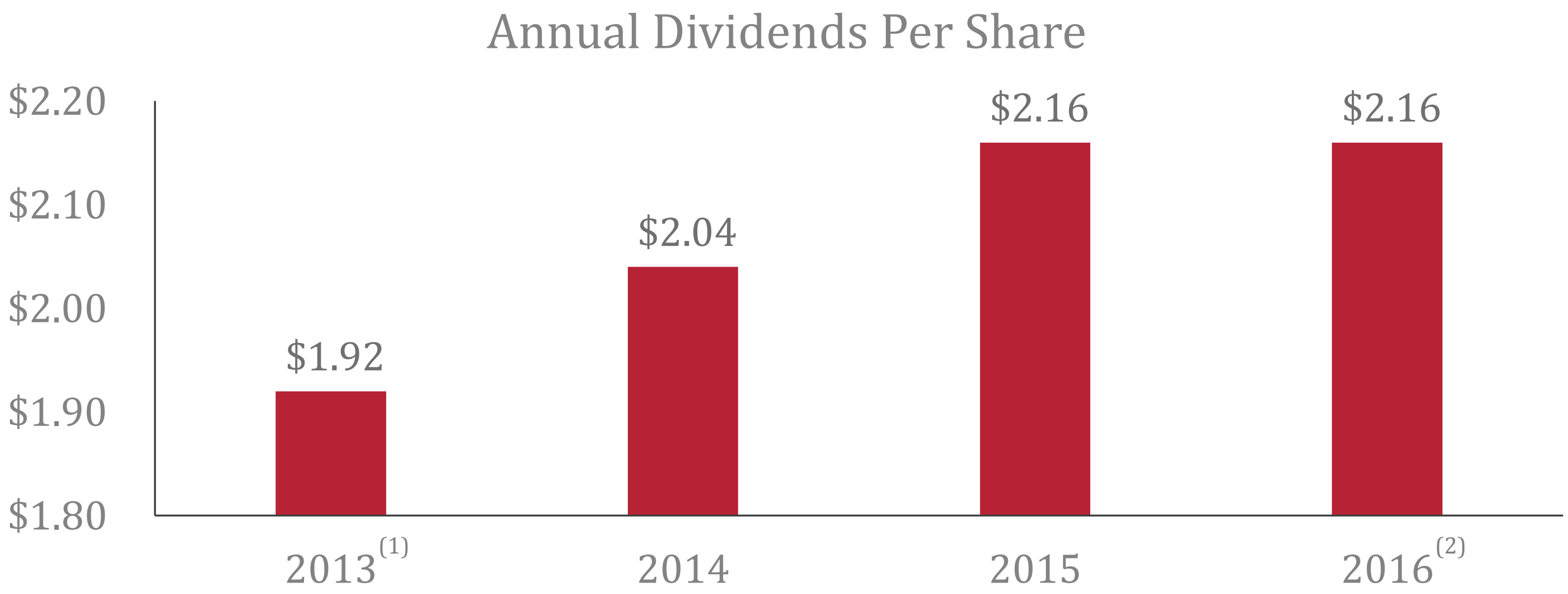
- Strong AFFO growth while maintaining modest leverage
- Difficult to replace real estate assets = high contract retention and high barriers to entry
  - » Difficult permitting and zoning, long development lead times, unique knowledge and experience requirements and high capital investment
  - » Since 2011, CCA's contract renewal rate is over 94% for owned/controlled facility contracts
- Because of the unique nature of CCA's asset class, in the depth of the recession, as other REITs were issuing equity under duress, CCA's strong and stable cash flow supported a substantial stock repurchase program while *reducing leverage*
  - » CCA repurchased approximately 20% of its outstanding shares from 2008-2011



(1) AFFO per diluted share calculated to reflect Pro Forma weighted average shares outstanding (WASO) for special dividend share issuance in May 2013 as if the shares were issued at the beginning of each prior year period – Please refer to the Appendix section of this presentation for reconciliation of net income to AFFO.

High Dividend Return for Shareholders

- Since converting to a REIT in 2013, CCA has maintained a consistent dividend allocation policy of returning approximately 80% of AFFO per share
- Dividend payout reviewed quarterly to evaluate growth outlook for AFFO



(1) Adjusted to exclude the effects of a special dividend paid in 2013
(2) Full-year 2016 dividend based on annualized Q1 2016 dividend of $0.54 per share

CCA

Financial Highlights

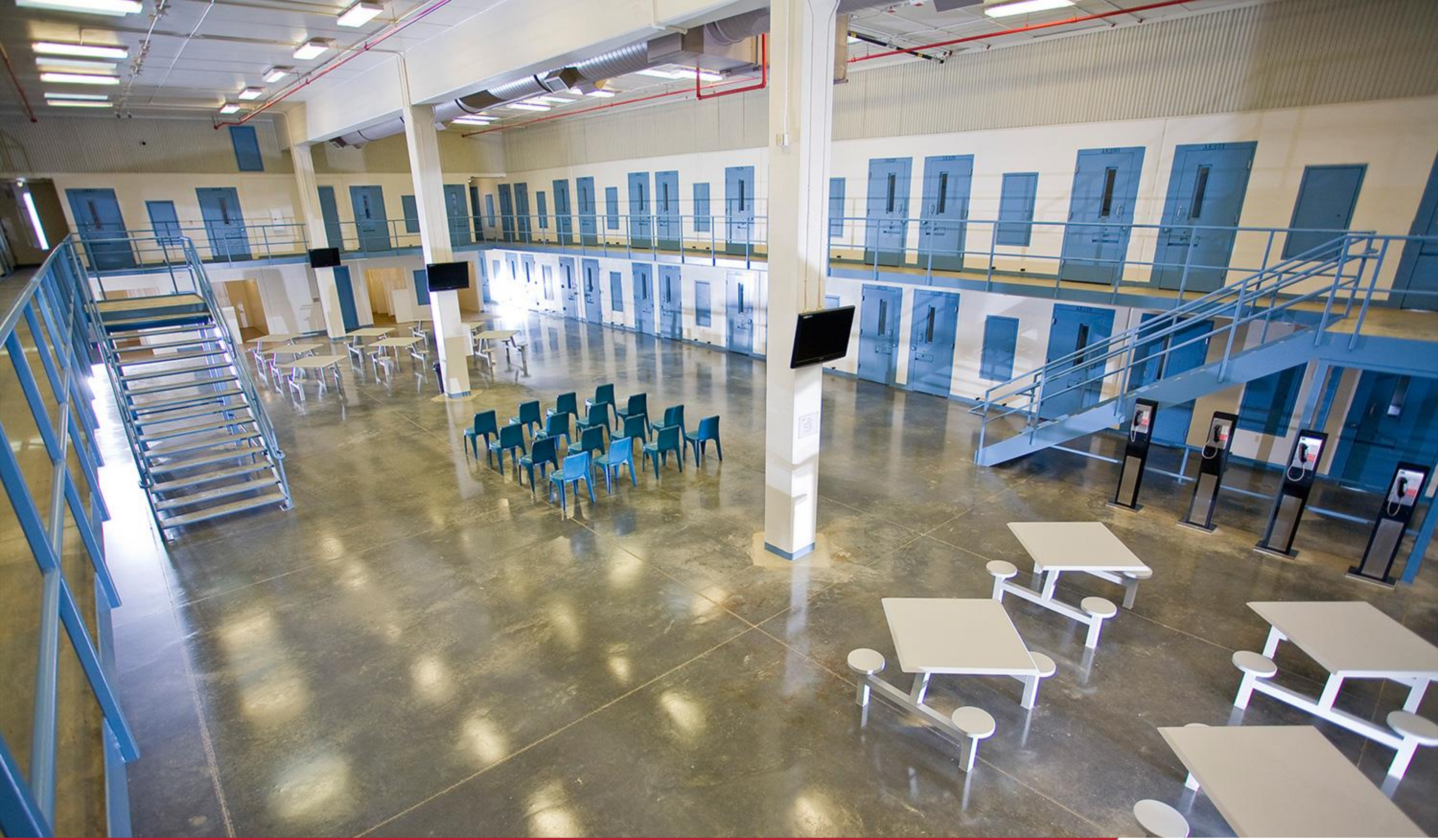
		For the Three Months Ended March 31, 2016	2015	For the Twelve Months Ended December 31, 2015
Adjusted Diluted EPS	(1)	**$0.40**	$0.49	**$1.93**
Normalized FFO per diluted share	(1)	**$0.60**	$0.68	**$2.69**
AFFO per diluted share	(1)	**$0.61**	$0.68	**$2.62**
Debt leverage	(1)	**3.6x**	3.0x	**3.5x**
Fixed charge coverage ratio	(1)	**6.2x**	9.2x	**8.7x**

- 2016 Guidance(2)

Guidance	Low-End	High-End
Adjusted Diluted EPS for Q2 2016	$ 0.44	$ 0.46
Adjusted Diluted EPS for Full Year 2016	$ 1.81	$ 1.87
Full Year 2016 Normalized FFO	$ 2.60	$ 2.66
Full Year 2016 AFFO	$ 2.53	$ 2.59

(1) Refer to the Appendix section for a reconciliation of these non-GAAP amounts to the per share amounts as reported under generally accepted accounting principles.

(2) Guidance provided on May 4, 2016 – this slide does not constitute a reaffirmation or update of the guidance provided at that time. It does not include the financial impact of the lease of our North Fork Correctional Facility to the Oklahoma Department of Corrections, announced May 6, 2016, and commencing on July 1, 2016.



Corrections Industry Trends

Public Prisons are Overcrowded

- At December 31, 2014, 28 states and the federal government were operating at 100% or more of capacity[(1)]
  - » Overcrowding produces unsafe conditions; poor inmate quality of life
    - No meaningful public sector prison development in recent years
  - » Reduced rehabilitation opportunities; increased recidivism
    - Overcrowded populations result in reentry programming space being converted to living space
- Prison populations decreased by 15,400 offenders in 2014, following an increase of 6,500 in 2013[(1)]
  - » Federal populations declined by 5,300 offenders
    - Federal populations continued to decline in 2015, but overcrowding continues
    - At March 31, 2016, the public sector BOP correctional system's occupancy was at 118.4%
  - » State populations declined by 10,100 offenders
    - State-level trends were mixed—nearly 50% of states experienced population growth
- State-level prison populations are projected to increase 3% by 2018[(2)]

(1) Source: BJS Prisoners in 2014

(2) Source: Pew Charitable Trusts – November 2014

Public Prisons are Aging, Costly and Unsafe

- > 200,000 public prison beds are > 75 years old[1]

- Outdated prison infrastructure creates unnecessary taxpayer costs
  - » Inefficient design for staffing leads to higher operational costs
    - Staffing accounts for over two-thirds of total operating costs
  - » Utilities & maintenance expenses higher due to lack of new, energy efficient design
    - CCA's new construction designs are LEED certified
  - » Significant deferred maintenance costs will need to be funded to maintain operations
    - Deferring necessary maintenance only leads to higher future expenditures

(1) Source: Bureau of Justice Statistics Census of State and Federal Correctional Facilities 2005

Public Prisons are Aging, Costly and Unsafe

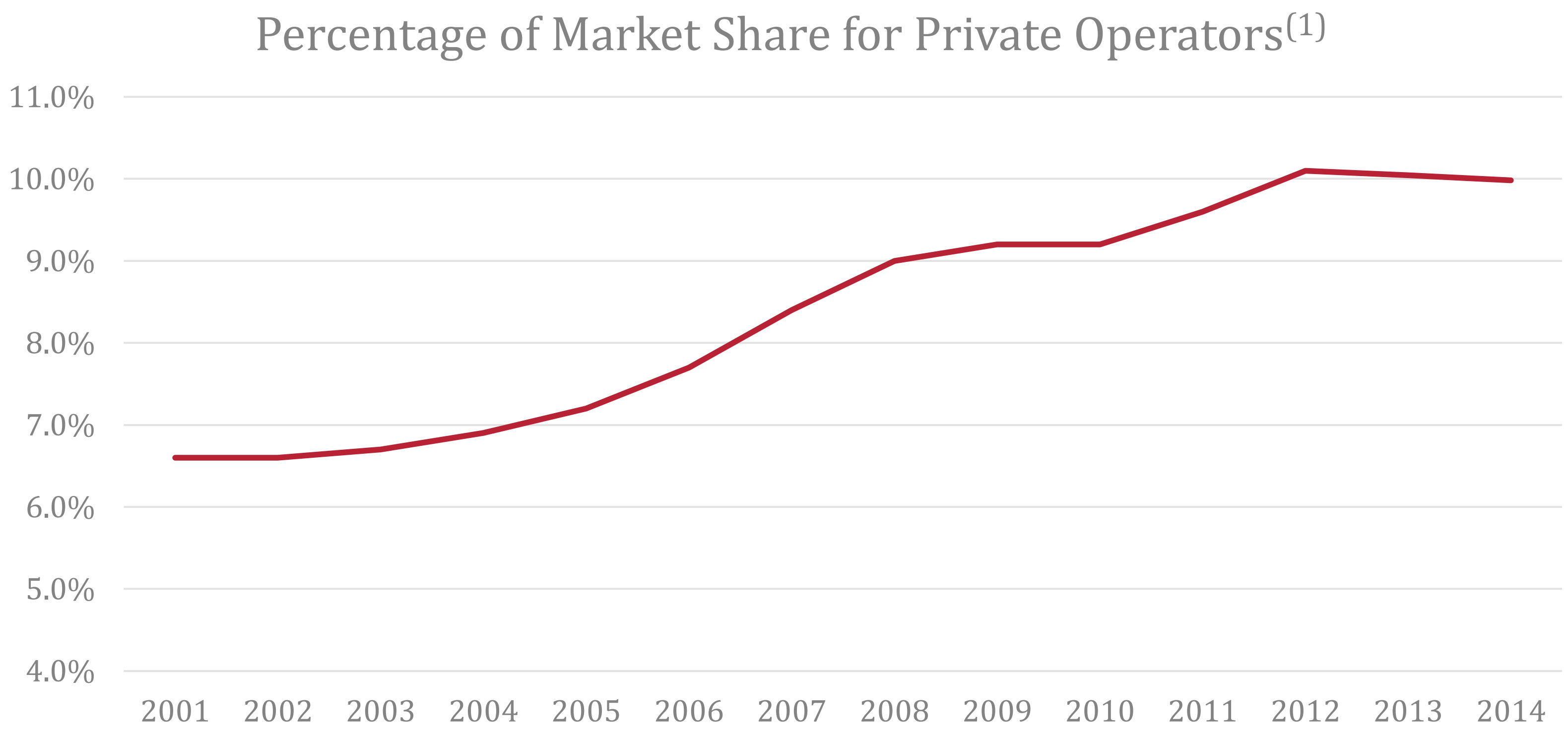
- Replacing old public prisons provides operational cost savings & improves safety and living conditions
  - CCA provides capital allowing government to fund other public works projects
  - States have shuttered old public facilities, saving taxpayer money, by using the private sector: Georgia (shuttered 7 facilities), Colorado and Oklahoma
- Deferred maintenance on aging public infrastructure is significant
  - The California Department of Corrections and Rehabilitation has identified over $1 billion in deferred maintenance projects for its current prison infrastructure[1]
  - The New Mexico legislature introduced a bill (SB253) in February 2016, which requested $200 million for repairs and rehabilitation of state prisons
  - In February 2016, the Governor of Alabama proposed an $800 million bond issuance to consolidate 14 prisons into 4 new facilities to address a prison system at 180% occupancy with an average age of 40 years with $90 million in deferred maintenance
  - The interim director of the Oklahoma Department of Corrections stated that the state prison system, which is at 122% occupancy, has capital needs in excess of $750 million[2]

(1) California Department of Corrections and Rehabilitation, "An Update to the Future of California Corrections" (January 2016)

(2) Tulsa World: "Oklahoma must close some state prisons, new DOC interim director says" (February 11, 2016) http://www.tulsaworld.com/news/capitol_report/oklahoma-must-close-some-state-prisons-new-doc-interim-director/article_00bf05f5-902c-5dd8-8cb8-6d3d7779ea18.html

Increasing Market Penetration

- Compelling value proposition has driven privatized market penetration higher



(1) Bureau of Justice Statistics, Prisoners in 2014 & US Marshals Service (Federal population figures include BOP and USMS, they do not include ICE. Private inmate totals for California have been revised from BJS reported numbers to include the out of state program.)

Criminal Justice Efforts

- As corrections professionals, CCA shares a deep commitment with our partners to help inmates successfully return to their communities
  - In August 2014, CCA laid out a series of company-wide commitments to enhance and expand reentry programming
  - CCA has made significant investments in expanding our portfolio of residential reentry properties
- Recently published research from BJS found that approximately 68% of released prisoners were arrested for a new crime within 3 years, and approximately 77% were arrested within 5 years(1)
- There is a bi-partisan congressional support for residential reentry centers and drug rehabilitation
- CCA is well positioned to provide reentry solutions to our partners
- CCA is targeting additional investment in the reentry market

(1) Source: "Multistate Criminal History Patterns of Prisoners Released in 30 States," issued by BJS in September 2015.

Criminal Justice Proposed Reforms

- CCA does not, under longstanding policy, lobby for or against policies or legislation that would determine the basis for, or duration of, an individual's incarceration or detention
- The federal government is considering additional changes to sentencing guidelines primarily for drug-related offenses[1]
  - Judges and prosecutors will continue to have sentencing discretion
  - Since 1995, the number of federal inmates convicted with non-mandatory sentences grew at rates similar to those with mandatory sentences
  - Private sector houses sentenced Criminal Alien population for the BOP
  - Public sector facilities continue to be overcrowded and many need replacement over the near- to medium-term
- It is difficult to predict the short-term and long-term impact these reforms may have on federal inmate populations in our facilities, if they are passed

(1) Source: U.S. Sentencing Commission

Potential for Growth

Opportunities for Growth & Value Creation

Capital Deployment

- Build new bed capacity
  - Expand existing facilities & build to suit development
- Acquire existing public facilities
  - Own & Operate, or
  - Sale/Leaseback transaction
- Replace obsolete government-owned prisons
  - Own & Operate, or
  - Own & Lease to Governments

Strategic Acquisitions

- Residential reentry facilities
  - Fragmented market
  - Opportunity to develop operational efficiencies through scale
  - Increasing investment by customers towards reentry solutions
  - Bi-partisan support
- Opportunity to invest in other income producing real estate assets
  - Assets leased by government agencies
  - Assets leased to third parties in adjacent markets

Utilize Existing Capacity

- Idle facilities
  - CCA has 6 idle core facilities representing 6,810 beds that we are actively marketing to potential partners
  - Lease of our 2,400-bed North Fork Correctional Facility in May 2016 is the latest example of utilizing an idle facility
- Facilities with low occupancy rates
  - Available capacity of correctional, detention and residential reentry beds can be a strategic advantage for new business when capacity needs are immediate

Flexible balance sheet with ample liquidity to efficiently allocate capital for attractive growth opportunities

Recent Capital Deployment Opportunities

- Expect to generate 5% to 7% average annual earnings growth over next 3 to 5 years
  - » Facility Development
    - Red Rock Correctional Center (AZ) – Expansion of existing facility from 1,596 beds to 2,024 beds is scheduled to be complete late in the fourth quarter 2016, although CCA expects to begin receiving inmates under the new contract during the third quarter of 2016
      - In December 2015, CCA was awarded a new contract to house an additional 1,000 medium-security inmates (in addition to existing 1,000 bed contract)
      - Expected to generate additional $22 million to $25 million in annualized revenue
  - » Utilize Available Bed Capacity
    - Utilizing available bed capacity up to standard operating capacity could add up to $1.15 to diluted EPS and AFFO per share[1]
      - On May 6, 2016, CCA announced a five-year lease agreement, with unlimited two-year renewal options, with the Oklahoma Department of Corrections for our 2,400-bed North Fork Correctional Facility, effective July 1, 2016 – expected to generate $0.03 of diluted EPS in 2016
  - » Acquisitions
    - Strategic acquisitions produce earnings and cash flow growth
    - Opportunity to expand residential reentry portfolio in a highly fragmented market
    - Targeting real estate assets that are mission-critical for government partners

(1) Refer to Appendix Section of this presentation for calculation and assumptions

Recent Strategic Acquisitions

- In the last twelve months CCA completed three acquisitions in the residential reentry market, adding 4,367 beds to our portfolio
  - » In August 2015, acquired four residential reentry facilities for $13.8 million
    - Acquired 605 beds located in the greater Philadelphia area
    - NNN leased to Community Education Centers as operator of the facilities
  - » In October 2015, acquired Avalon Correctional Services, Inc., for $157.5 million
    - Acquired 11 facilities, 3,157 beds, located in Texas, Oklahoma and Wyoming
    - Traditional owned & managed model
    - Adds additional growth opportunities with many existing CCA partners
      - Texas Department of Criminal Justice, Oklahoma Department of Corrections and the Federal Bureau of Prisons
  - » In April 2016, acquired Correctional Management, Inc., for $35.0 million
    - Acquired 7 facilities consisting of 605 beds, 6 owned and 1 leased, in Colorado
    - Expands existing relationship with the Colorado Department of Corrections
  - » Operating margins consistent with averaged owned or controlled, secure correctional or detention facilities

We continue to target attractive acquisitions that are accretive to our earnings and increase cash flow

Market-Driven Growth

Market Dynamics

1. Improving economy & government tax revenues
2. Budget cuts during the recession impacted turnover at public prison facilities
3. Public works projects lack capital funding and prison facilities are outdated
4. Municipal credit ratings pressure and limited debt capacity
5. Large portfolio of outdated and inefficient public prisons

Issues Facing Public Correctional Facilities

1.
- Growing pension liabilities
- Significant deferred maintenance

2.
- Understaffing as a result of hiring and wage freezes during the recession

3.
- Education & other infrastructure projects are greater public priorities

4.
- Limited borrowing capacity means government cannot address all their needs

5.
- Overcrowding & design create security concerns
- Expensive to operate or replace

CCA's Solutions

1.
- Using CCA stems growth in unfunded pension liabilities
- CCA provides short- and long-term savings(1)

2.
- Selling government prisons provides cash and cost savings for use in other public works

3.
- CCA bed capacity avoids large gov't capital investment
- Filling vacant beds adds up to $1.15 to EPS(2)

4.
- CCA provides an alternative source of capital for new cost efficient facilities

5.
- CCA's modern, state-of-the-art facilities improve safety, security and generate cost efficiencies

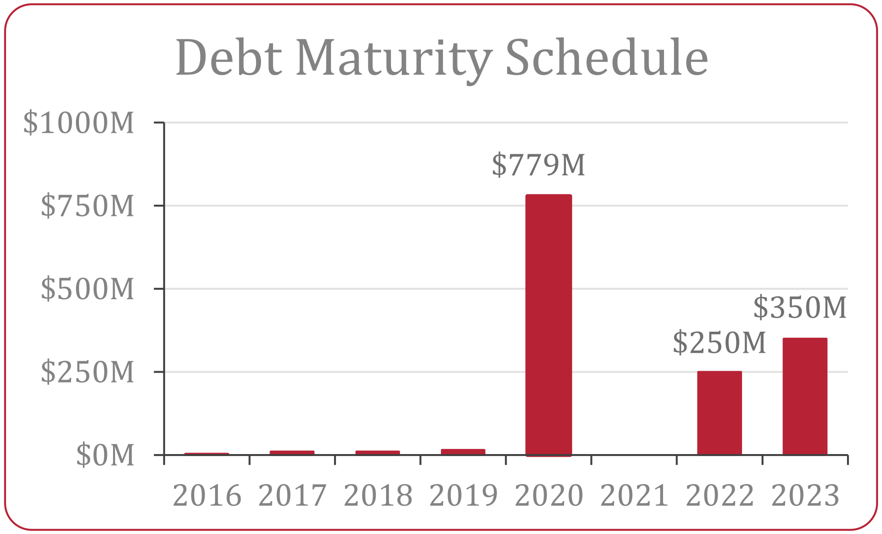
(1) Source: Policy Report issued by the Independent Institute in June 2014. This study received funding by members of the private corrections industry.
(2) Refer to Appendix Section for illustration and explanation

Strong Balance Sheet Supports Future Growth

CCA

Strong Balance Sheet and Simple Capital Structure

- Our low cost of capital is a competitive advantage
  - » $325M Sr. Notes @ 4.125%, due Apr. 2020
  - » $250M Sr. Notes @ 5.000%, due Oct. 2022
  - » $350M Sr. Notes @ 4.625%, due May 2023
  - » $900M Revolver @ LIBOR + 1.50%, maturing July 2020
    - $394M drawn as of March 31, 2016
  - » $98.8M Term Loan @ LIBOR + 1.75%, maturing July 2020
  - » $539M in liquidity at March 31, 2016[1]



- **S&P**: BB+ **Moody's**: Baa3 **Fitch**: BB+

35% Debt/ Undepreciated Fixed Assets	**3.6x** Debt-to-EBITDA	**6.2x** Fixed Charge Coverage	**100%** Unencumbered Fixed Assets	**27%** Debt to Total Market Capitalization

(1) Available liquidity as of March 31, 2016 includes cash on hand and available capacity under the revolving credit facility.

Capital Allocation Policy

Maintain Ample Liquidity and Solid Balance Sheet

Maximum 4x Debt Leverage

Payout ≈ 80% AFFO in Dividends [1]

- Paid out of internally generated cash flow
- Evaluate dividend quarterly
- Revisit payout ratio annually
- Increases to dividend will coincide with future growth

Invest ≈ 20% AFFO in Growth

- Invest in facility acquisitions and development to grow earnings
- Unused amounts available for gradual debt reduction or other strategic uses

Fund Additional Growth

- Raise debt and equity capital to further fund facility acquisitions and development projects

(1) Dividend payments subject to Board approval and minimum payout required to meet REIT qualification requirements.

Operational Overview

Operational Philosophy

- CCA integrates several Correctional Components:
  - Safety & Security is our **First** priority
  - Perform quality services for our government partners and the offenders entrusted in our care
  - Provide effective programs such as drug treatment, education and vocational options to reduce risk of recidivism
  - Focus on reentry to prepare offenders to return to their communities – Improving their chances in finding employment and re-establishing family connections

Professional Services with Significant Oversight

- Detailed contracts specify services to be provided
  - » Detailed, prescriptive statement of work which specifies all services required to be provided
    - Including meeting jurisdictional guidelines and correctional standards
- CCA facilities are subject to significant oversight
  - » Government partners have Compliance Monitors at most facilities, helping to ensure contract compliance
  - » As of December 31, 2015, approximately 92% of our facilities that are eligible for accreditation have been accredited by the American Correctional Association (excluding residential reentry centers)
  - » Most facilities are audited by ACA, the government partner, and CCA's Quality Assurance Department

Quality Assurance

- Quality, in the form of Operational Excellence, is a core value and essential guiding principle for CCA
- CCA's Quality Assurance Division is independent of company operations and resides within the Legal Department and reports to the General Counsel of CCA
- CCA Audit tools contain more than 1,000 audited items across all major operational areas:
  - Security
  - Food Services
  - Health Services
  - Safety & Sanitation
  - Human Resources and Training
  - Physical Plant
  - General Administration
  - PREA Requirements
  - Classification
  - Inmate/Detainee Programs

Quality Assurance

- CCA conducts Unannounced Audits of each facility at least once annually
- The Quality Assurance process requires timely corrective action plans that address root causes of deficiencies and monitors progress in correcting deficiencies
- In addition to a comprehensive Quality Assurance Process conducted through our Legal department, all ACA-accredited facilities are audited by the American Correctional Association, an independent third party and considered the gold standard in the corrections industry
- Approximately 92% of our eligible facilities are ACA Accredited[(1)]
- CCA facilities are subject to hundreds of independent third party and government partner audits on an annual basis

(1) Only includes facilities that are eligible for ACA Accreditation, and excludes residential reentry facilities. Vacant facilities or facilities that are leased to other operators are not eligible for ACA accreditation.

Offender Reentry Programming

- Offenders often lack necessary job skills and education. In an effort to improve the ability of ex-offenders to successfully transition back to their communities, CCA offers an array of programs:
  - » A variety of inmate services are offered by CCA and/or many of the volunteer organizations throughout our systems
    - Academic education & high school equivalency diplomas
    - Vocational training accredited by NCCER
    - Life skills training
    - Job search training
    - Work assignments
    - Financial responsibility training
    - Parenting training
    - Residential Alcohol & Drug Abuse Treatment
  - » Programming reduces idleness thereby reducing the risk of disturbances and incidents
    - Programming delivered by CCA is directed by our government partners
  - » Recent acquisitions have expanded our offerings of reentry services

Appendix

Utilizing Available Capacity Drives Earnings Growth

	Total Beds Available at March 31, 2016	Average Margin[(2)]	Estimated Potential Annual Incremental EBITDA
Owned and Controlled Vacant Facility Capacity[(1)]	6,810	$ 24.07	$ 59,829,596
Owned and Controlled beds at Facilities with > 100 beds available	9,701	$ 24.07	85,228,621
Total Owned and Controlled Available Capacity	16,511		$ 145,058,217
Managed Only Available Bed Capacity with > 100 beds available	665	$ 4.01	973,327
Total Potential Annual Incremental EBITDA			$ 146,031,544

- Filling available beds up to standard operating capacity at the margins we achieved in the first quarter of 2016, would generate up to $1.15 of additional EPS and Adjusted Funds From Operations per diluted share
  - Actual operating occupancy can be higher than standard operating capacity
- Carrying an inventory of owned beds provides a competitive advantage in capturing new business – no long construction lead times
- Cash operating costs of vacant beds we own is very manageable at approximately $1,000 per bed per year

Note: The above table is for illustrative purposes only and represents potential EBITDA contribution of company-owned and managed-only facility contracts. Actual results could differ. Other contractual arrangements, such as leasing a company-owned facility to a government organization that provides for the operations, could result in different EBITDA contribution rates given the varied risks associated with such a contract.

(1) Excludes the 2,400-bed North Fork Correctional Facility in Oklahoma due to a five-year lease agreement with the state of Oklahoma that was announced on May 6, 2016, and two non-core facilities (Shelby Training Center and Leo Chesney Correctional Center), totaling 440 beds, as these facilities were not designed for traditional correctional purposes.

(2) Average margin is based on margins achieved in the first quarter of 2016. Actual margins for these beds may differ from those historically achieved, particularly for management contracts with tiered per diems or at facilities that have achieved stabilized occupancy and therefore fixed costs.

Reconciliation to Adjusted Diluted EPS

($ in thousands, except per share amounts)

	For the Quarter Ended March 31, 2016	For the Quarter Ended March 31, 2015	For the Twelve Months Ended December 31, 2015
Net income	**$ 46,307**	$ 57,277	**$ 221,854**
Special items:			
Expenses associated with debt refinancing transactions, net	**-**	-	**698**
Expenses associated with mergers and acquisitions, net	**1,143**	-	**3,620**
Asset impairments, net	**-**	955	**955**
Diluted adjusted net income	**$ 47,450**	$ 58,232	**$ 227,127**
Weighted average common shares outstanding - basic	**117,235**	116,634	**116,949**
Effect of dilutive securities:			
Stock options	**432**	869	**631**
Restricted stock-based compensation	**102**	265	**205**
Weighted average shares and assumed conversions - diluted	**117,769**	117,768	**117,785**
Adjusted Diluted Earnings Per Share	**$ 0.40**	$ 0.49	**$ 1.93**

Calculation of FFO, Normalized FFO and AFFO

($ in thousands, except per share amounts)

	For the Quarter Ended March 31, 2016	For the Quarter Ended March 31, 2015	For the Twelve Months Ended December 31, 2015
Net income	**$ 46,307**	$ 57,277	**$ 221,854**
Depreciation of real estate assets	**23,337**	21,272	**90,219**
Funds From Operations	**$ 69,644**	$ 78,549	**$ 312,073**
Expenses associated with debt refinancing transactions, net	**-**	-	**698**
Expenses associated with mergers and acquisitions, net	**1,143**	-	**3,620**
Goodwill and other impairments, net	**-**	955	**955**
Normalized Funds From Operations	**$ 70,787**	$ 79,504	**$ 317,346**
Maintenance capital expenditures on real estate assets	**(3,351)**	(4,238)	**(26,609)**
Stock-based compensation	**3,781**	3,798	**15,394**
Amortization of debt costs and other non-cash interest	**792**	776	**2,973**
Other non-cash revenue and expenses	**(16)**	(16)	**(64)**
Adjusted Funds From Operations	**$ 71,993**	$ 79,824	**$ 309,040**
Normalized Funds From Operations Per Diluted Share	**$ 0.60**	$ 0.68	**$ 2.69**
Adjusted Funds From Operations Per Diluted Share	**$ 0.61**	$ 0.68	**$ 2.62**

Calculation of NOI

($ in thousands)

	For the Quarter Ended March 31, 2016	For the Quarter Ended March 31, 2015	For the Twelve Months Ended December 31, 2015
Revenue owned and controlled properties	**$ 396,878**	$ 372,122	**$ 1,576,938**
Operating expenses owned and controlled properties	**(264,986)**	(248,706)	**(1,050,582)**
Net operating income owned and controlled properties	**$ 131,892**	$ 123,416	**$ 526,356**
Revenue managed only and other	**$ 50,507**	$ 53,878	**$ 216,149**
Operating expenses managed only and other	**(48,932)**	(51,956)	**(205,546)**
Net operating income managed only and other	**$ 1,575**	$ 1,922	**$ 10,603**
Total Net Operating Income	**$ 133,467**	$ 125,338	**$ 536,959**
Net income	**$ 46,307**	$ 57,277	**$ 221,854**
Income tax expense	**1,160**	1,385	**8,361**
Other (income) expense	**(83)**	(26)	**(58)**
Expenses associated with debt refinancing transactions	**-**	-	**701**
Interest expense, net	**17,544**	10,190	**49,696**
General and administrative	**26,480**	26,872	**103,936**
Depreciation and amortization	**42,059**	28,685	**151,514**
Asset impairments	**-**	955	**955**
Total Net Operating Income	**$ 133,467**	$ 125,338	**$ 536,959**

Calculation of EBITDA and Adjusted EBITDA

($ in thousands)

	For the Quarter Ended March 31, 2016	For the Quarter Ended March 31, 2015	For the Twelve Months Ended December 31, 2015
Net income	**$ 46,307**	$ 57,277	**$ 221,854**
Interest expense, net	**17,544**	10,190	**49,696**
Depreciation and amortization	**42,059**	28,685	**151,514**
Income tax expense	**1,160**	1,385	**8,361**
EBITDA	**$ 107,070**	$ 97,537	**$ 431,425**
Expenses associated with debt refinancing transactions	**-**	-	**701**
Expenses associated with mergers and acquisitions	**1,143**	-	**3,643**
Depreciation expense associated with STFRC lease(1)	**(10,590)**	-	**(29,887)**
Interest expense associated with STFRC lease(1)	**(2,879)**	-	**(8,467)**
Asset impairments	**-**	955	**955**
Adjusted EBITDA	**$ 94,744**	$ 98,492	**$ 398,370**

(1) A portion of the rent payment to the third party lessor of the South Texas Family Residential Center (STFRC) is treated as depreciation and interest expense for GAAP accounting purposes, similar to capital lease accounting. We have deducted such amounts in our calculation of Adjusted EBITDA to better reflect cash flows associated with the facility's operations.

Reconciliation to Pro-Forma AFFO Per Diluted Share

($ amounts in thousands, except per share amounts)

	2016 (Midpoint of Guidance)	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006
Net income	$ 215,500	$ 221,854	$ 195,022	$ 300,835	$ 156,761	$ 162,510	$ 157,193	$ 154,954	$ 150,941	$ 133,373	$ 105,239
Depreciation of real estate assets	93,000	90,219	85,560	80,990	78,719	73,705	70,460	67,020	58,378	50,808	46,944
Depreciation of real estate assets for discontinued operations	-	-	-	323	426	345	911	163	218	212	288
Impairment of real estate assets, net	-	-	29,843	-	-	-	-	-	-	-	-
Funds from operations ("FFO")	$ 308,500	$ 312,073	$ 310,425	$ 382,148	$ 235,906	$ 236,560	$ 228,565	$ 222,137	$ 209,537	$ 184,393	$ 152,471
Special Items:											
Expenses associated with debt refinancing transactions, net	-	698	-	33,299	1,316	-	-	2,373	-	-	621
Goodwill and other impairments, net	-	955	119	6,736	-	-	1,684	-	-	1,574	-
Expenses associated with REIT conversion, net	-	-	-	9,522	2,679	-	-	-	-	-	-
Expenses associated with mergers and acquisitions, net	2,000	3,620	-	713	-	-	-	-	-	-	-
Income tax benefit for reversal of deferred taxes due to REIT conversion	-	-	-	(137,686)	(2,891)	-	-	-	-	-	-
Normalized Funds From Operations	$ 310,500	$ 317,346	$ 310,544	$ 294,732	$ 237,010	$ 236,560	$ 230,248	$ 224,510	$ 209,537	$ 185,967	$ 153,092
Other non-cash expenses	18,500	18,303	17,013	16,447	16,612	14,662	13,849	13,794	13,466	11,407	10,558
Maintenance capital expenditures on real estate assets	(27,000)	(26,609)	(25,481)	(21,005)	(18,643)	(20,056)	(24,958)	(21,381)	(16,080)	(9,142)	(12,264)
Adjusted Funds From Operations ("AFFO")	$ 302,000	$ 309,040	$ 302,076	$ 290,174	$ 234,979	$ 231,166	$ 219,139	$ 216,923	$ 206,923	$ 188,232	$ 151,386
Diluted shares	118,000	117,785	117,312	111,250	100,623	105,535	112,977	117,290	126,250	125,381	123,058
Non GAAP Adjustment:											
Shares issued in Special Dividend	-	-	-	13,876	-	-	-	-	-	-	-
Weighted average impact	-	-	-	(8,592)	13,876	13,876	13,876	13,876	13,876	13,876	13,876
Pro forma weighted average shares and assumed conversions - diluted	118,000	117,785	117,312	116,534	114,499	119,411	126,853	131,166	140,126	139,257	136,934
Pro forma Adjusted EPS per diluted share	$1.84	$1.93	$1.92	$1.83	$1.38	$1.36	$1.25	$1.20	$1.08	$0.97	$0.77
Pro forma Normalized FFO per diluted share	$2.63	$2.69	$2.65	$2.53	$2.07	$1.98	$1.82	$1.71	$1.50	$1.34	$1.12
Pro forma AFFO per diluted share	$2.56	$2.62	$2.57	$2.49	$2.05	$1.94	$1.73	$1.65	$1.48	$1.35	$1.11

Note A: FFO and AFFO are widely accepted non-GAAP supplemental measures of REIT performance following the standards established by the National Association of Real Estate Investment Trusts (NAREIT). CCA believes that FFO and AFFO are important operating measures that supplement discussion and analysis of the Company's results of operations and are used to review and assess operating performance of the Company and its correctional facilities and their management teams. NAREIT defines FFO as net income computed in accordance with generally accepted accounting principles, excluding gains (or losses) from sales of property and extraordinary items, plus depreciation and amortization of real estate and impairment of depreciable real estate. Because the historical cost accounting convention used for real estate assets requires depreciation (except on land), this accounting presentation assumes that the value of real estate assets diminishes at a level rate over time. Because of the unique structure, design and use of the Company's correctional facilities, management believes that assessing performance of the Company's correctional facilities without the impact of depreciation or amortization is useful. CCA may make adjustments to FFO from time to time for certain other income and expenses that it considers non-recurring, infrequent or unusual, even though such items may require cash settlement, because such items do not reflect a necessary component of the ongoing operations of the Company. Normalized FFO excludes the effects of such items. CCA calculates AFFO by adding to Normalized FFO non-cash expenses such as the amortization of deferred financing costs and stock-based compensation, and by subtracting from Normalized FFO normalized recurring real estate expenditures that are capitalized and then amortized, but which are necessary to maintain a REIT's properties and its revenue stream. Some of these capital expenditures contain a discretionary element with respect to when they are incurred, while others may be more urgent. Therefore, these capital expenditures may fluctuate from quarter to quarter, depending on the nature of the expenditures required, seasonal factors such as weather, and budgetary conditions. Other companies may calculate FFO, Normalized FFO, and AFFO differently than the Company does, or adjust for other items, and therefore comparability may be limited. FFO, Normalized FFO, and AFFO and their corresponding per share measures are not measures of performance under GAAP, and should not be considered as an alternative to cash flows from operating activities, a measure of liquidity or an alternative to net income as indicators of the Company's operating performance or any other measure of performance derived in accordance with GAAP. This data should be read in conjunction with the Company's consolidated financial statements and related notes included in its filings with the Securities and Exchange Commission.

Note B: On May 20, 2013, CCA paid a special dividend in connection with its conversion to a REIT. The shareholders were allowed to elect to receive their payment of the special dividend either in all cash, all shares of CCA common stock, or a combination of cash and CCA common stock, except that CCA placed a limit on the aggregate amount of cash payable to shareholders. Under ASC 505 "Equity" and ASU 2010-01, "Accounting for Distributions to Shareholders with Components of Stock and Cash, a consensus of the FASB Emerging Issues Task Force", a distribution that allows shareholders to elect to receive cash or stock with a potential limitation on the total amount of cash that all shareholders can elect to receive in the aggregate is considered a share issuance that is reflected in per share results prospectively. As such the stock portion of the special dividend is presented prospectively in basic and diluted per share results and was not presented retroactively for all periods presented as it would, for example, with a stock split or a stock dividend. As a result, CCA believes investors would benefit from seeing the operating performance for comparable periods accounting for the effect of the special dividend in previous periods. Therefore, for comparison purposes, CCA has presented per share results on a pro forma basis as if the shares issued in the special dividend were issued as of the beginning of the periods presented.

Reconciliation to 2016 Guidance

($ in thousands, except per share amounts)

	Second Quarter 2016		Full-Year 2016	
	Low	High	Low	High
Net income	$ 51,500	$ 53,500	$ 212,000	$ 219,000
Expenses associated with mergers and acquisitions, net	500	500	2,000	2,000
Adjusted net income	52,000	54,000	214,000	221,000
Depreciation of real estate assets	23,500	23,500	93,000	93,000
Normalized Funds from Operations	$ 75,500	$ 77,500	$ 307,000	$ 314,000
Other non-cash revenue and expenses	4,500	4,500	18,500	18,500
Maintenance capital expenditures on real estate assets	(7,500)	(7,500)	(27,000)	(27,000)
Adjusted Funds From Operations	$ 72,500	$ 74,500	$ 298,500	$ 305,500
Adjusted EPS per diluted share	$ 0.44	$ 0.46	$ 1.81	$ 1.87
Normalized FFO per diluted share	$ 0.64	$ 0.66	$ 2.60	$ 2.66
AFFO per diluted share	$ 0.61	$ 0.63	$ 2.53	$ 2.59
Net income	$ 51,500	$ 53,500	$ 212,000	$ 219,000
Interest expense, net	17,000	18,000	67,000	70,000
Depreciation and amortization	42,500	42,500	172,500	172,500
Income tax expense	2,500	3,000	10,000	10,500
EBITDA	$ 113,500	$ 117,000	$ 461,500	$ 472,000
Expenses associated with mergers and acquisitions	500	500	2,000	2,000
Depreciation associated with STFRC lease(1)	(10,600)	(10,600)	(42,500)	(42,500)
Interest expense associated with STFRC lease(1)	(2,900)	(2,900)	(10,500)	(10,500)
Adjusted EBITDA	$ 100,500	$ 104,000	$ 410,500	$ 421,000

(1) A portion of the rent payment to the third party lessor of the South Texas Family Residential Center (STFRC) is treated as depreciation and interest expense for GAAP accounting purposes, similar to capital lease accounting. We have deducted such amounts in our calculation of Adjusted EBITDA to better reflect cash flows associated with the facility's operations.

Note: CCA announced its EPS, FFO and AFFO per diluted share guidance for the second-quarter and full-year 2016 in its First Quarter 2016 Financial Results news release on May 4, 2016. This slide sets forth the guidance given at that time. This does not constitute a reaffirmation or update of the guidance provided at that time. It does not include the financial impact of the lease of our North Fork Correctional Facility to the Oklahoma Department of Corrections, announced May 6, 2016, and commencing on July 1, 2016.

Financial Modeling Considerations

- Prison facilities are comprised of multiple housing units
  - E.G.: 1,500-bed facility may be comprised of five 300-bed housing units
  - Individual housing units may be mothballed until populations are available to fill
  - Cash operating expenses of an idle facility bed ≈ $1,000 per year
  - Rated capacity: Established by CCA based on general ACA standards
  - Maximum operating occupancy – mutually agreed upon by customer and CCA based on security level, length-of-stay, etc.
- Depreciation
  - Buildings: 50 years (economic useful life 75+ years)
  - FFE: 5-7 years
  - Typical New Construction: 38 years weighted average depreciation period

Financial Modeling Considerations

- Q1 2016 Weighted Average Cost of Debt (effective rate): 3.97%
  - $900 million revolver at LIBOR + 1.50% ($394.0 million drawn at March 31, 2016)
  - $98.8 million Term Loan at LIBOR + 1.75%, decreasing to match the rate of the revolver in Q2 2016
  - $325 million, 4.125% senior notes due 2020
  - $250 million, 5.000% senior notes due 2022
  - $350 million, 4.625% senior notes due 2023
- Weighted Average Diluted Shares Outstanding
  - 118.00 million Q2 2016
  - 118.00 million full-year 2016
- 2016 Guidance - Maintenance Capex
  - Maintenance on Real Estate Assets – $27.0 million
  - IT and Other Assets – $29 million to $34 million
- 2016 Guidance - Development Capex
  - Prison Construction & Land Acquisitions - $40 million to $50 million
- 2016 Guidance – Acquisitions
  - Guidance does not include any contributions from potential M&A activity

Comparable REITs

Sector	Companies	Rationale
Medical Office	• Healthcare Trust of America • Healthcare Realty Trust	• Obsolescence risk associated with the real estate • Specialized build-out required
Hospitals	• Medical Properties Trust	• High operational component • Obsolescence risk associated with the real estate • Exposed to government payers • High barriers to entry
Skilled Nursing	• Omega Healthcare • Sabra Health Care • National Health Investors	• High exposure to government payers • Obsolescence risk associated with real estate • Long length of stay
Senior Housing	• Senior Housing Properties • LTC Properties	• High operational component
Apartment	• American Campus Communities • Education Realty Trust	• High operational component with TRS • Revenue generated on per bed basis
Lodging	• La Salle Hotel Properties	• High operational component with TRS • Provide housing & services
Government Office	• Government Properties Trust • Corporate Office Properties Trust	• High exposure to government payers • Some obsolescence risk associated with the real estate due to high/specialized build-out required by government agencies

Comparable REIT Valuations

Company	Ticker	FY16 FFO Multiple[1]	Dividend Yield[2]
CCA	**CXW**	**12.0x**	**7.0%**
Healthcare Trust of America	HTA	18.0x	3.9%
Healthcare Realty Trust	HR	18.5x	3.9%
Medical Properties Trust	MPW	10.5x	6.5%
Omega Healthcare	OHI	10.3x	6.8%
Sabra Health Care REIT	SBRA	9.5x	7.7%
National Health Investors	NHI	14.1x	5.2%
Senior Housing Properties	SNH	9.3x	8.8%
LTC Properties	LTC	15.6x	4.6%
American Campus Communities	ACC	20.5x	3.5%
Education Realty Trust	EDR	23.4x	3.6%
La Salle Hotel Properties	LHO	8.0x	7.4%
Government Properties Trust	GOV	8.1x	8.9%
Corporate Office Properties Trust	OFC	13.3x	4.3%
Easterly Government Properties	DEA	15.3x	4.8%

(1) Source: First Call – FFO multiple calculated by dividing closing stock price on May 2, 2016, by FFO consensus for FY 2016

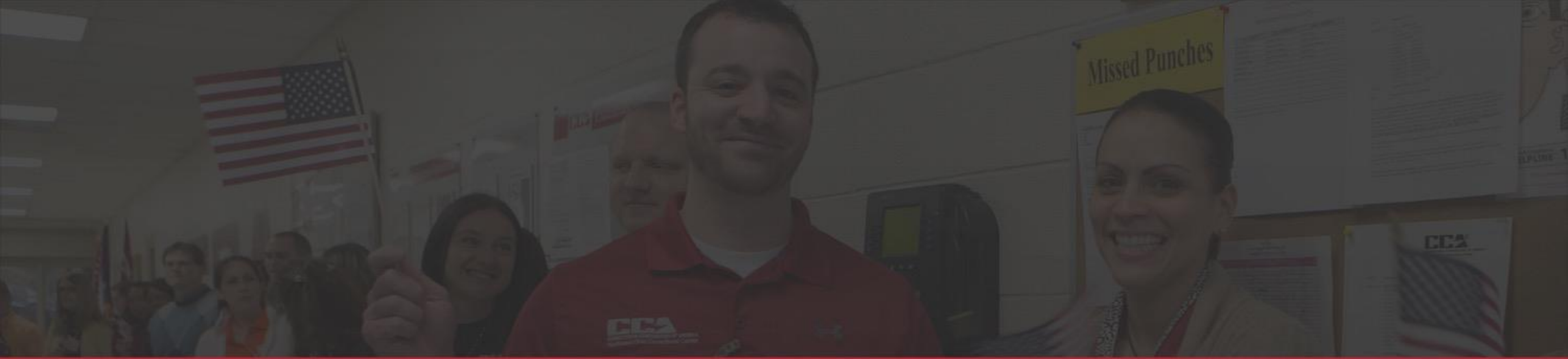
(2) Source: Google Finance on May 2, 2016

Contracting Process and Terms

- Compensated per inmate, per day – "Per Diem"
  - » Some contracts (approximately one-third) provide occupancy guarantees or have fixed payment terms to ensure customer access to beds
- Three contract types:
  - » Owned/Controlled: CCA owns/controls and operates the facility
    - Single, consolidated per diem incorporates both rent and services
    - Per diems and margins are higher for Owned/Controlled facilities due to rent
  - » Managed Only: Government owns prison & CCA operates the facility
  - » Leased Facilities
    - Leases are single tenant covering the entire facility regardless of utilization
    - Operational risk carried by lessee
- Typical contract terms
  - » Average term of 3-5 years, excluding renewal options
  - » Many with annual price escalators in line with CPI
  - » Very detailed prescriptive statement of work drives level of services provided
  - » Some specify maximum number of offenders covered by the contract; some open ended

Contracting Process and Terms

- Procurements typically involve competitive bid process
  - Per diems set through contract-by-contract competitive bids & negotiation
    - Unlike healthcare industry – No national reimbursement rate structure
  - Bed availability often a key requirement
    - Short execution period reduces build-to-suit solutions
  - Owned facilities have greater than 90% retention rate: high barriers to entry & switching costs
    - Significant capital required to construct comparable facility
    - Long construction timeline
  - Nearly all government partners have individual contracts for each facility & many have staggered expirations
- Customers have investment grade credit ratings = no bad debt



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