

FRISSORA MARK P  
Form 4  
February 07, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FRISSORA MARK P

(Last) (First) (Middle)

C/O CAESARS  
ENTERTAINMENT  
CORPORATION, ONE CAESARS  
PALACE DRIVE

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CAESARS ENTERTAINMENT Corp [CZR]

3. Date of Earliest Transaction (Month/Day/Year)  
02/05/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock					385,070 <sup>(1)</sup>	D	
Common Stock					1,900 <sup>(2)</sup>	I	by daughter
Common Stock	02/05/2018		F	12,145 <sup>(3)</sup>	\$ 13.25	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.



## Edgar Filing: FRISSORA MARK P - Form 4

- (4) Includes shares of Common Stock beneficially owned and unvested RSUs previously granted and reported.

On February 5, 2015, the reporting person was awarded performance-based options to purchase 200,000 shares of common stock at a 5% EBITDA performance target. The option vests in four equal installments based on the Registrant's satisfaction of the performance criteria

- (5) for each of the fiscal years ending December 31, 2015, 2016, 2017, and 2018. The performance criteria in 2017 for the 5% target was met and approved for vesting as of February 5, 2018 of a total of 50,000 shares .
- (6) Options are exercisable as of February 5, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.