

CAESARS ENTERTAINMENT Corp  
Form 8-K  
March 18, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**March 18, 2014 (March 17, 2014)**

**Date of Report (Date of earliest event reported)**

**Caesars Entertainment Corporation**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State of Incorporation)**

**001-10410**  
**(Commission File Number)**

**62-1411755**  
**(IRS Employer**  
**Identification Number)**

**One Caesars Palace Drive**  
**Las Vegas, Nevada 89109**

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**(Address of principal executive offices)**

**(Zip Code)**

**(702) 407-6000**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### **Item 7.01 Regulation FD Disclosure**

On March 17, 2014, LOCZ Korea Corporation ( LOCZ ), an entity that is part of a joint venture among Caesars Entertainment Corporation (the Registrant ), Lippo Limited and OUE Limited, made available to members of the media and others in South Korea an information sheet regarding the venture s planned integrated resort to be located in Incheon, South Korea. The planned resort is subject to a number of conditions, including the negotiation and execution of definitive agreements among the joint venture parties, receipt by the joint venture of third-party debt financing and receipt of required regulatory approvals, including completion of the licensing process and issuance of a final license from the South Korean Ministry of Culture, Sports and Tourism (the MCST ) to provide foreigner-only casino gaming. The forward-looking statements in the information sheet are subject to the risks and uncertainties described in the Registrant s press release filed with this Current Report as Exhibit 99.2.

The information in this Item 7.01 and Exhibit 99.1 are being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Item 7.01 shall not be incorporated by reference into any registration statement or other document subject to the Securities Act of 1933, except as otherwise expressly stated in such document.

### **Item 8.01 Other Events**

On March 17, 2014, the Registrant issued a press release regarding receipt by LOCZ of preliminary approval from the MCST for foreigner-only casino gaming at the planned Incheon resort. A copy of the press release is filed with this Current Report as Exhibit 99.2.

### **Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits*

<b>Exhibit No.</b>	<b>Description</b>
99.1	Text of LOCZ information sheet, made available March 17, 2014
99.2	Text of press release of the Registrant, dated March 17, 2014

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CAESARS ENTERTAINMENT CORPORATION

Date: March 18, 2014

By: /s/ Michael D. Cohen  
 Michael D. Cohen  
 Senior Vice President, Deputy General Counsel and  
 Corporate Secretary

tr. 4)11. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Restricted Stock Units \$ 005/20/2016 M  
 2,28505/20/2016 (4) Common Stock 2,285 \$ 0 11,428 D Restricted Stock Units \$ 005/20/2016 M  
 2,74305/20/2016 (4) Common Stock 2,743 \$ 0 2,743 D

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOWE ALAN S C/O LUMENTUM 400 NORTH MCCARTHY BLVD MILPITAS, CA 95035			CEO and President	

**Signatures**

/s/ Judy G Hamel as  
 Attorney-in-Fact  
 05/24/2016  
 \*\*Signature of Reporting Person Date

**Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each unit converts upon vesting into one share of common stock.
- (2) Includes 932 shares purchased on May 13, 2016 pursuant to the company's Employee Stock Purchase Plan (ESPP).  
 These shares were retained by the Company in order to meet the tax withholding obligations of the award holder in connection with the
- (3) vesting of an installment of the restricted stock unit award. The amount retained by the Company was not in excess of the amount of the tax liability.
- (4) Restricted Stock Units have no expiration date.

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.