



1Q 2020 Earnings • May 11, 2020

CAESARS ENTERTAINMENT CORPORATION

Responding to COVID-19 Public Health Emergency

Temporarily closed properties

- Almost all casino properties across network worldwide closed since March 17
- Uncertainty around when properties will resume operations
- Pursuing a prudent reopening at the appropriate time

Taking steps to prepare for reopening

- Working with regulators, government and tribe officials, and health experts

Focused on preserving liquidity

- Aggressive cost management



Supporting Employees, Communities & Customers

Examples include:

Employees

- Providing two weeks of closure pay; enabling available PTO use after that
- Paying 100% of medical benefits through earlier of employees' return to work and June 30
- Employee assistance fund, Caesars Cares, has been established

Communities

- Supplied perishable items to food banks and charities
- Providing gloves, masks and hand sanitizer to first responders
- Contributing cots, linens and hygiene kits to homeless shelters and care facilities
- Supporting local charities in the fight against COVID-19 through Caesars Foundation

Customers

- Protecting members' Caesars Rewards benefits



Preparing for Reopening



- Taking a collaborative approach on reopening properties with local governments, gaming regulators and health experts, among others
- Will be thoughtful and responsible in how we bring the business back online
- Designing and implementing policies and procedures aligned with U.S. CDC and applicable government and tribal directives

1Q 2020 Financial Performance by Region

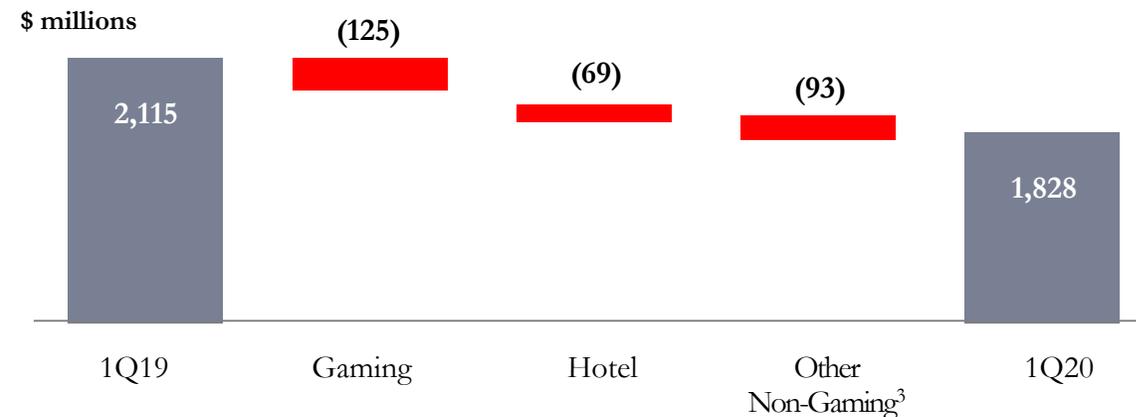
Financial Results

\$ millions	Net Revenues		
	1Q20	\$ YoY	% YoY
Las Vegas	822	(133)	(13.9)%
Other U.S.	874	(136)	(13.5)%
All Other	132	(18)	(12.0)%
Net Revenues	1,828	(287)	(13.6)%
Net Revenues Hold Adjusted²	1,804	(307)	(14.5)%

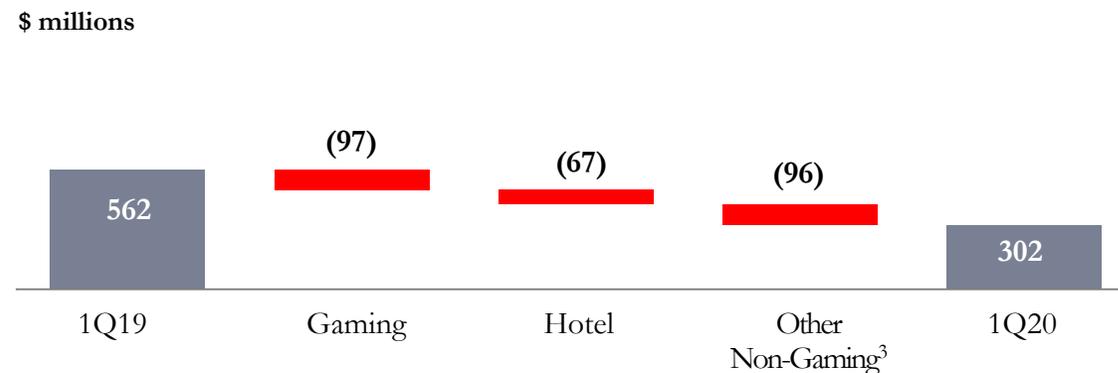
\$ millions	Adjusted EBITDAR ¹		
	1Q20	\$ YoY	% YoY
Las Vegas	217	(143)	(39.7)%
Other U.S.	116	(117)	(50.2)%
All Other	(31)	-	0%
Adjusted EBITDAR	302	(260)	(46.3)%
Adjusted EBITDAR Hold Adjusted²	282	(276)	(49.5)%

	Adjusted EBITDAR Margins ¹	
	1Q20	YoY (bps)
Las Vegas	26.4%	(1130)
Other U.S.	13.3%	(980)
All Other	(23.5)%	(280)
Adjusted EBITDAR Margins	16.5%	(1010)
Adjusted EBITDAR Margins Hold Adjusted²	15.6%	(1080)

Net Revenue



Adjusted EBITDAR¹



1. Adjusted EBITDAR and Hold Adjusted EBITDAR and related margins are non-GAAP measures and are presented for the reasons described in the Appendix, and are reconciled beginning on slide 11.

2. Results further adjusted to reflect the hold we achieved versus expectations.

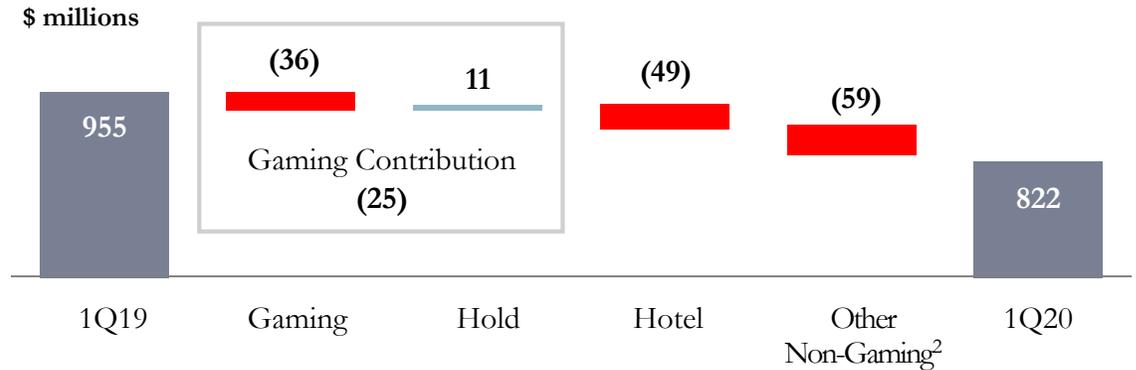
3. Includes food and beverage, entertainment, and other.

Las Vegas Financial Performance

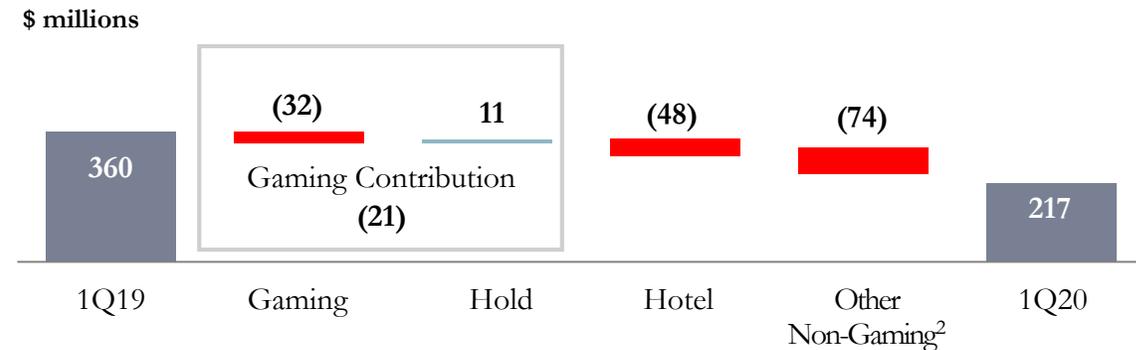
Las Vegas

- Revenue and Adjusted EBITDAR fell 13.9% and 39.7%, respectively, due to declines across all business verticals as a result of the temporary property closures

Las Vegas Net Revenue



Las Vegas Adjusted EBITDAR¹



1. Adjusted EBITDAR is a non-GAAP measure presented for the reasons described in the Appendix, and reconciled beginning on slide 11.

2. Includes food and beverage, entertainment, and other.

Other U.S. and All Other Financial Performance

Other U.S.

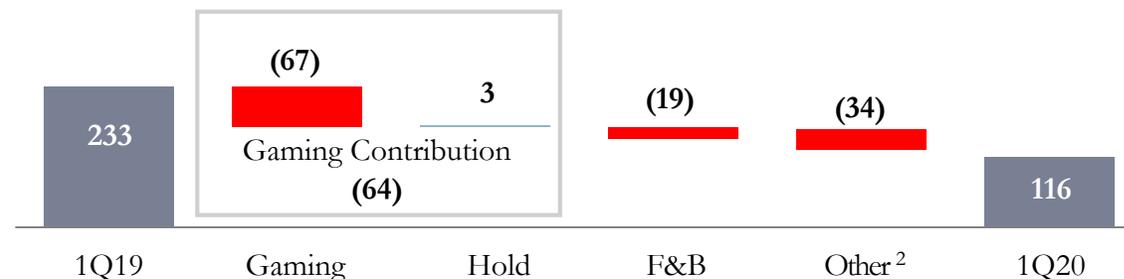
- Performance in regional properties was primarily impacted by the temporary property closures

All Other

- Increase in adjusted EBITDAR loss primarily due to a decline at our high-end international properties, partially offset by \$12 million in corporate expense savings

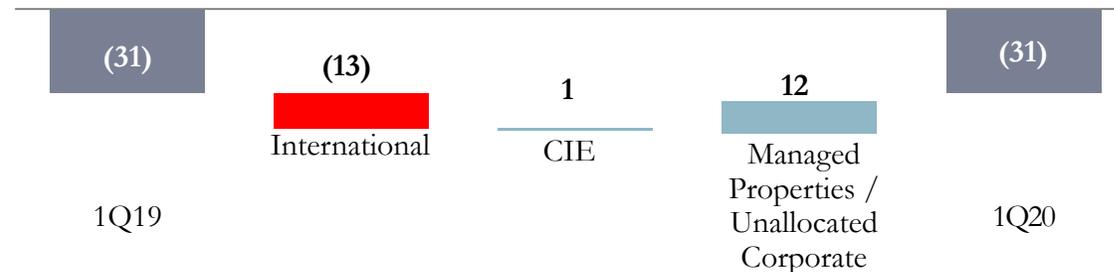
Other U.S. Adjusted EBITDAR¹

\$ millions



All Other Adjusted EBITDAR¹

\$ millions



1. Adjusted EBITDAR is a non-GAAP measure presented for the reasons described in the Appendix, and reconciled beginning on slide 11.

2. Includes hotel and other.

Debt, Liquidity and Capex Review

\$ millions	Face	Maturity	Rate	Fixed	Variable
CRC Revolving Credit Facility	975	2022	L+ 2.00%	-	975
CRC Term Loan ¹	4,595	2024	L+ 2.75%	3,000 ²	1,595
CRC Unsecured Notes	1,700	2025	5.25%	1,700	-
CEOC Revolving Credit Facility	161	2022	L+ 1.88%	-	161
CEOC Term Loan ¹	1,216	2024	L+ 2.00%	-	1,216
Clark County Bonds	53	2037	4.30%	53	-
Total Financial Debt (ex. Convert)	8,700			\$4,753	\$3,947
<i>Debt mix</i>				55%	45%
REIT Leases Capitalized at 8x	6,390				
Total Financial Debt + REIT Capitalized Leases	\$15,090				
Net Lease Adjusted Leverage³	5.8x				

Share Count	As of May 6, 2020
Common Stock	684,002,394
Plus: Disputed Claims Shares ⁴	8,327,528
Common Stock Total	692,329,922
Convertible Debt Face Value	1,118,758,926
Conversion Rate	0.138998325
Convertible Shares	155,505,617
Common Stock Total + Convertible Shares	847,835,539

Note: Convertible debt of \$1.119 billion is excluded above

1. CEOC and CRC term loans also include revolving with capacity of \$200 million and \$1.0 billion, respectively.

2. As of March 31, 2020, we have entered into a total of ten interest rate swap agreements for notional amounts totaling \$3.0 billion to fix the interest rate on variable rate debt. The interest rate swaps are designated as cash flow hedging instruments.

3. LTM EBITDAR of \$2,156 million used in calculation.

4. As of March 31, 2020, 8 million shares of CEC common stock, remained in reserve for distribution to holders of disputed claims whose claims may ultimately become allowed in the escrow trust. The CEC common stock held in the escrow trust are treated as not outstanding in CEC's Financial Statements. We estimate that the number of shares, cash, and CEC Convertible Notes reserved is sufficient to satisfy the Debtors' obligations under the Plan.

5. \$750 million needed to run the business at 100% demand.

6. Defined as maintenance capital and room renovations.

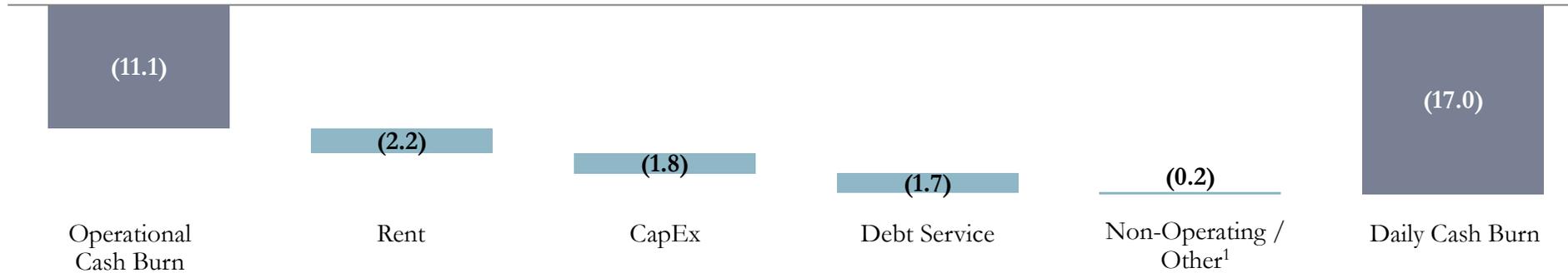
\$ millions	Liquidity ⁵
	March 31, 2020
Cash and Cash Equivalents	\$2,677
Revolver Capacity	1,200
Revolver Capacity Drawn	(1,136)
Revolver Capacity Committed to Letters of Credit	(64)
Total	\$2,677

\$ millions	Capex	
	1Q20	1Q19
Maintenance ⁶	\$109	\$153
Development	\$75	\$65
Total	\$184	\$218

Estimated Daily Cash Burn

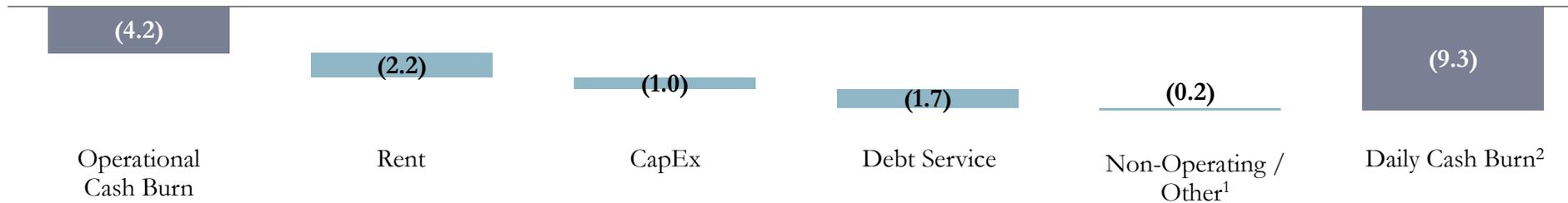
Before Closures

\$ millions



Current

\$ millions



1. Comprised primarily of NV Energy exit, pre-opening, pension contributions and write-downs and reserves net of recoveries, and excludes working capital fluctuations.

2. Assumes the receipt of certain spend waivers.

Appendix



Reconciliation of Non-GAAP Information: Net Income to Adjusted EBITDAR

CAESARS ENTERTAINMENT CORPORATION SUPPLEMENTAL INFORMATION								
RECONCILIATION OF NET INCOME/(LOSS) ATTRIBUTABLE TO CAESARS ENTERTAINMENT CORPORATION TO ADJUSTED EBITDAR								
<i>(In millions)</i>	Three Months Ended March 31, 2020				Three Months Ended March 31, 2019			
	Las Vegas	Other U.S.	All Other ^(g)	CEC	Las Vegas	Other U.S.	All Other ^(g)	CEC
Net income/(loss) attributable to Caesars ^(a)	\$ 2	\$ (212)	\$ 399	\$ 189	\$ 143	\$ (26)	\$ (334)	\$ (217)
Net income/(loss) attributable to noncontrolling interests	-	(1)	-	(1)	-	(1)	-	(1)
Income tax (benefit)/provision	-	-	54	54	-	-	(29)	(29)
Other (income)/loss ^(b)	2	(3)	(640)	(641)	-	-	138	138
Interest expense	82	144	107	333	83	143	123	349
Depreciation and amortization	120	115	21	256	128	103	16	247
Impairment of tangible and other intangible assets	-	65	-	65	-	-	-	-
Corporate expense	-	-	50	50	-	-	83	83
Other operating costs ^(c)	8	3	10	21	3	12	14	29
Property EBITDA	214	111	1	326	357	231	11	599
Corporate expense	-	-	(50)	(50)	-	-	(83)	(83)
Stock-based compensation expense ^(d)	2	2	6	10	2	2	17	21
Other items ^(e)	1	2	10	13	1	-	24	25
Adjusted EBITDA	\$ 217	\$ 115	\$ (33)	\$ 299	\$ 360	\$ 233	\$ (31)	\$ 562
Rent expense ^(h)	-	1	2	3	-	-	-	-
Adjusted EBITDAR	\$ 217	\$ 116	\$ (31)	\$ 302	\$ 360	\$ 233	\$ (31)	\$ 562
Net revenues	\$ 822	\$ 874	\$ 132	\$ 1,828	\$ 955	\$ 1,010	\$ 150	\$ 2,115
Adjusted EBITDAR Margin ^(f)	26.4%	13.3%	-23.5%	16.5%	37.7%	23.1%	-20.7%	26.6%

(a) For the three months ended March 31, 2020, includes \$96 million of net expense accrued during the quarter related to salaries, paid time off and medical benefit costs associated with employees furloughed, offset by the CARES Act employee retention credit as a result of the COVID-19 public health emergency.

(b) Amounts include changes in fair value of the derivative liability related to the conversion option of the CEC Convertible Notes and the disputed claims liability as well as interest and dividend income.

(c) Amounts primarily represent costs incurred in connection with development activities and reorganization activities, and/or recoveries associated with such items, including acquisition and integration costs, contract exit fees (including exiting the fully bundled sales system of NV Energy for electric service at our Nevada properties), contract termination costs, regulatory settlements, weather related property closure costs, severance costs, gains and losses on asset sales, demolition costs, and project opening costs.

(d) Amounts represent stock-based compensation expense related to shares, stock options, restricted stock units, performance stock units, and market-based stock units granted to the Company's employees.

(e) Amounts include other add-backs and deductions to arrive at adjusted EBITDAR but not separately identified such as professional and consulting services, sign-on and retention bonuses, business optimization expenses and transformation expenses, litigation awards and settlements, and losses on inventory associated with properties temporarily closed as a result of the COVID-19 public health emergency.

(f) Adjusted EBITDAR margin is calculated as adjusted EBITDAR divided by net revenues.

(g) Amounts include eliminating adjustments and other adjustments to reconcile to consolidated CEC adjusted EBITDAR.

(h) Includes rent expense related to certain leased land parcels as well as the abandonment of a construction project near the Mississippi Gulf Coast.

Reconciliation of Non-GAAP Information: Hold-Adjusted Revenue and EBITDAR

	Three Months Ended March 31, 2020			Three Months Ended March 31, 2019			Change	% Change
	CEC	Favorable Hold	Adjusted CEC	CEC	Favorable Hold	Adjusted CEC		
<i>\$ in millions</i>								
Net Revenue	\$ 1,828	\$ (24)	\$ 1,804	\$ 2,115	\$ (4)	\$ 2,111	\$ (307)	-14.5%
Adjusted EBITDAR	302	(20)	282	562	(4)	558	(276)	-49.5%
Adjusted EBITDAR Margin	16.5%	*	15.6%	26.6%	*	26.4%	-1080 bps	*

	Three Months Ended March 31, 2020			Three Months Ended March 31, 2019			Change	% Change
	Las Vegas	Favorable Hold	Adjusted Las Vegas	Las Vegas	Favorable Hold	Adjusted Las Vegas		
<i>\$ in millions</i>								
Net Revenue	\$ 822	\$ (16)	\$ 806	\$ 955	\$ (5)	\$ 950	\$ (144)	-15.2%
Adjusted EBITDAR	217	(15)	202	360	(4)	356	(154)	-43.3%
Adjusted EBITDAR Margin	26.4%	*	25.1%	37.7%	*	37.5%	-1240 bps	*

	Three Months Ended March 31, 2020			Three Months Ended March 31, 2019			Change	% Change
	Other U.S.	Favorable Hold	Adjusted Other U.S.	Other U.S.	Unfavorable Hold	Adjusted Other U.S.		
<i>\$ in millions</i>								
Net Revenue	\$ 874	\$ (3)	\$ 871	\$ 1,010	\$ 3	\$ 1,013	\$ (142)	-14.0%
Adjusted EBITDAR	116	(2)	114	233	1	234	(120)	-51.3%
Adjusted EBITDAR Margin	13.3%	*	13.1%	23.1%	*	23.1%	-1000 bps	*

*Not meaningful

Historical Information: Las Vegas Region

LAS VEGAS, \$ in millions except KPI data	1Q18	2Q18	3Q18	4Q18	FY18	1Q19	2Q19	3Q19	4Q19	FY19	1Q20
Revenues											
Casino	\$ 257	\$ 311	\$ 249	\$ 287	\$ 1,104	\$ 274	\$ 292	\$ 292	\$ 291	\$ 1,149	\$ 249
Food and beverage	242	246	244	244	975	255	260	250	252	1,017	210
Rooms	280	282	271	284	1,117	299	301	284	293	1,177	250
Management fees	-	-	-	-	-	-	-	-	-	-	-
Reimbursed management costs	-	-	-	-	-	-	-	-	-	-	-
Other revenue	124	153	146	134	557	127	149	147	153	576	113
Net revenues	903	992	910	949	3,753	955	1,002	973	989	3,919	822
Adjusted EBITDAR	321	383	307	351	1,362	360	389	356	363	1,468	217
Margin	35.5%	38.6%	33.7%	37.0%	36.3%	37.7%	38.8%	36.6%	36.7%	37.5%	26.4%
Favorable/(unfavorable) hold - revenue	\$ (25)	\$ 10	\$ (16)	\$ 9	\$ (22)	\$ 5	\$ (8)	\$ 21	\$ 8	\$ 26	\$ 16
Favorable/(unfavorable) hold - EBITDAR	(24)	9	(15)	8	(22)	4	(7)	19	8	24	15
KPI											
Total ADR	153.6	145.0	140.9	148.1	146.8	156.8	148.2	146.1	149.2	150.0	154.6
Total RevPAR	142.1	136.1	130.5	139.0	136.8	149.0	144.5	139.6	141.9	143.7	119.8
Total Occupancy	92.5%	93.9%	92.6%	93.8%	93.2%	95.0%	97.5%	95.6%	95.1%	95.8%	77.5%

Historical Information: Other U.S. Region

Other U.S., \$ in millions except KPI data	1Q18	2Q18	3Q18	4Q18	FY18	1Q19	2Q19	3Q19	4Q19	FY19	1Q20
Revenues											
Casino	\$ 663	\$ 691	\$ 789	\$ 746	\$ 2,889	\$ 744	\$ 768	\$ 781	\$ 760	\$ 3,053	\$ 655
Food and beverage	134	138	158	140	571	137	141	156	142	576	115
Rooms	86	105	124	84	399	86	106	123	86	401	66
Management fees	1	1	(2)	-	-	-	-	-	-	-	-
Reimbursed management costs	1	1	1	-	2	1	-	1	-	2	1
Other revenue	41	46	55	44	186	42	49	58	44	193	37
Net revenues	926	982	1,125	1,014	4,047	1,010	1,064	1,119	1,032	4,225	874
Adjusted EBITDAR	216	258	310	230	1,014	233	270	304	248	1,055	116
Margin	23.3%	26.3%	27.6%	22.7%	25.1%	23.1%	25.4%	27.2%	24.0%	25.0%	13.3%
Favorable/(unfavorable) hold - revenue	\$ 2	\$ 9	\$ 5	\$ -	\$ 16	\$ (3)	\$ 2	\$ (6)	\$ 1	\$ (6)	\$ 3
Favorable/(unfavorable) hold - EBITDAR	2	7	4	-	13	(1)	2	(5)	1	(3)	2
KPI											
Total ADR	98.4	109.8	121.4	99.6	108.0	103.4	113.8	122.1	99.0	110.1	96.7
Total RevPAR	78.8	93.5	109.5	76.4	89.8	80.7	94.0	108.2	74.7	89.5	61.2
Total Occupancy	80.1%	85.2%	90.2%	76.7%	83.1%	78.1%	82.6%	88.7%	75.4%	81.3%	63.3%

Historical Information: All Other Region

All Other, \$ in millions except KPI data	1Q18	2Q18	3Q18	4Q18	FY18	1Q19	2Q19	3Q19	4Q19	FY19	1Q20
Revenues											
Casino	\$ 63	\$ 60	\$ 64	\$ 67	\$ 254	\$ 65	\$ 66	\$ 58	\$ 57	\$ 246	\$ 54
Food and beverage	7	7	6	8	28	6	6	5	8	25	5
Rooms	1	1	-	1	3	1	-	2	-	3	1
Management fees	14	14	18	14	60	15	15	15	14	59	9
Reimbursed management costs	51	47	50	51	200	51	54	52	53	210	50
Other revenue	7	16	12	11	46	12	15	12	16	55	13
Net revenues	143	145	150	152	591	150	156	144	148	598	132
Adjusted EBITDAR	(19)	(18)	(17)	(14)	(68)	(31)	(28)	(22)	(25)	(106)	(31)
Favorable/(unfavorable) hold - revenue	\$ (5)	\$ (3)	\$ (12)	\$ (3)	\$ (23)	\$ 2	\$ 8	\$ (3)	\$ 4	\$ 11	\$ 5
Favorable/(unfavorable) hold - EBITDAR	(3)	(1)	(5)	(2)	(11)	1	3	(3)	(2)	(1)	3

The “All Other” Region includes managed properties, international properties, Caesars Interactive Entertainment, and corporate activities.

Historical Information: Consolidated

Consolidated, \$ in millions except KPI data	1Q18	2Q18	3Q18	4Q18	FY18	1Q19	2Q19	3Q19	4Q19	FY19	1Q20
Revenues											
Casino	\$ 983	\$ 1,062	\$ 1,102	\$ 1,100	\$ 4,247	\$ 1,083	\$ 1,126	\$ 1,131	\$ 1,108	\$ 4,448	\$ 958
Food and beverage	383	391	408	392	1,574	398	407	411	402	1,618	330
Rooms	367	388	395	369	1,519	386	407	409	379	1,581	317
Management fees	15	15	16	14	60	15	15	15	14	59	9
Reimbursed management costs	52	48	51	51	202	52	54	53	53	212	51
Other revenue	172	215	213	189	789	181	213	217	213	824	163
Net revenues	1,972	2,119	2,185	2,115	8,391	2,115	2,222	2,236	2,169	8,742	1,828
Adjusted EBITDAR	518	623	600	567	2,308	562	631	638	586	2,417	302
Margin	26.3%	29.4%	27.5%	26.8%	27.5%	26.6%	28.4%	28.5%	27.0%	27.6%	16.5%
Favorable/(unfavorable) hold - revenue	\$ (27)	\$ 16	\$ (23)	\$ 6	\$ (28)	\$ 4	\$ 2	\$ 12	\$ 13	\$ 31	\$ 24
Favorable/(unfavorable) hold - EBITDAR	(25)	15	(16)	6	(20)	4	(2)	11	8	21	20
KPI											
Total ADR	135.8	133.3	134.1	133.2	134.1	140.6	137.4	137.8	133.8	137.3	137.3
Total RevPAR	119.6	121.1	123.0	117.0	120.2	125.3	126.9	128.3	117.9	124.5	99.8
Total Occupancy	88.1%	90.8%	91.7%	87.9%	89.6%	89.1%	92.3%	93.0%	88.0%	90.6%	72.6%

Forward Looking Statements

Certain information in this presentation and discussed on the conference call which this presentation accompanies constitutes forward-looking information within the meaning of the Private Securities Litigation Reform Act of 1995. You can identify these statements by the fact that they do not relate strictly to historical or current facts. We have based these forward-looking statements on our current expectations about future events. Further, statements that include words such as “may,” “continue,” “will,” “expect,” “subject to,” “anticipated” or the negative of these words or other words or expressions of similar meaning may identify forward-looking statements. In particular, they include statements relating to, among other things, the effect of changes in general economic conditions, such as low consumer confidence, unemployment levels, and depressed real estate pricing resulting from the severity and duration of any downturn in the U.S. or global economy (including changes stemming from, and changes in economic conditions as a result of, the COVID-19 public health emergency), the Company’s proposed merger with Eldorado Resorts, Inc. (the “Merger”), future actions, new projects, strategies, future performance, the outcome of contingencies such as legal proceedings, and future financial results. These forward-looking statements are based on current expectations and projections about future events.

Currently, one of the most significant factors that could cause actual outcomes to differ materially from these forward-looking statements is the potential effect of the COVID-19 public health emergency. The extent to which this public health emergency may cause outcomes to differ materially will largely depend on future developments that are highly uncertain and cannot be predicted with confidence, such as the impact of the actions taken to contain the COVID-19 public health emergency or mitigate its impact, and the direct and indirect economic effects of the COVID-19 public health emergency and measures to contain it (including various state governments’, tribal authorities’ and/or regulatory authorities’ issuance of directives, mandates, orders or similar actions restricting freedom of movement and business operations, such as travel restrictions, border closures, business closures, limitations on public gatherings, quarantines and “shelter-at-home” orders, any of which may result in the closure of business operations). In addition, changes and instability in global, national and regional economic activity and financial market activity resulting from the COVID-19 public health emergency could negatively impact consumer discretionary spending and travel.

Investors are cautioned that forward-looking statements are not guarantees of future performance or results and involve a number of risks and uncertainties that cannot be predicted or quantified, and, consequently, the actual performance of Caesars Entertainment may differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties include, but are not limited to, the following factors, and other factors described from time to time in Caesars Entertainment’s reports filed with the Securities and Exchange Commission (including the sections entitled “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” contained therein):

- the uncertainty of the extent, duration and effects of the COVID-19 public health emergency, the response of governmental and tribal bodies and our responses to them, including those resulting from government or tribe-mandated property closures, travel restrictions social distancing or shelter-in-place orders;
- risks related to the Merger, including, but not limited to: (1) the inability to complete the Merger due to the failure to satisfy certain conditions to completion of the Merger, including the receipt of all gaming and other regulatory approvals related to the Merger; (2) uncertainties as to the timing of the completion of the Merger and the ability of each party to complete the Merger; (3) disruption of our current plans and operations; (4) the inability to retain and hire key personnel; (5) competitive responses to the Merger; (6) termination fees and unexpected costs, charges or expenses resulting from the Merger; (7) the outcome of any legal proceedings instituted against us or our directors related to our merger agreement with Eldorado Resorts, Inc.; (8) potential adverse reactions or changes to business relationships resulting from the announcement or completion of the Merger; (9) the inability to obtain, or delays in obtaining, cost savings and synergies from the Merger; (10) delays, challenges and expenses associated with integrating the combined companies’ existing businesses and the indebtedness planned to be incurred in connection with the Merger; and (11) legislative, regulatory and economic developments;
- our ability to respond to changes in the industry, particularly digital transformation, and to take advantage of the opportunity for legalized sports betting in multiple jurisdictions in the United States (which may require third-party arrangements and/or regulatory approval);

Forward Looking Statements (continued)

- development of our announced convention center in Las Vegas, CAESARS FORUM, and certain of our other announced projects are subject to risks associated with new construction projects, including those described below;
- we may not be able to realize the anticipated benefits of our acquisition of Centaur;
- the effect of our operating structure following Caesars Entertainment Operating Company, Inc.'s emergence from bankruptcy;
- the effects of local and national economic, credit, and capital market conditions on the economy, in general, and on the gaming industry, in particular;
- the effect of reductions in consumer discretionary spending due to economic downturns or other factors and changes in consumer demands;
- foreign regulatory policies, particularly in mainland China or other countries in which our customers reside or where we have operations, including restrictions on travel, foreign currency exchange or importation of currency, and the judicial enforcement of gaming debts;
- the ability to realize improvements in our business and results of operations through our property renovation investments, technology deployments, business process improvement initiatives, and other continuous improvement initiatives;
- the ability to take advantage of opportunities to grow our revenue;
- the ability to use net operating losses to offset future taxable income as anticipated;
- the ability to realize all of the anticipated benefits of current or potential future acquisitions or divestitures;
- the ability to effectively compete against our competitors;
- the financial results of our consolidated businesses;
- the effect of our substantial indebtedness, including its effect on our ability to raise additional capital in the future and react to changes in the economy, and lease obligations and the restrictions in our debt and lease agreements;
- the ability to access available and reasonable financing or additional capital on a timely basis and on acceptable terms or at all, including our ability to refinance our indebtedness on acceptable terms;
- the ability of our customer tracking, customer loyalty, and yield management programs to continue to increase customer loyalty and hotel sales;
- changes in the extensive governmental regulations to which we are subject and (i) changes in laws, including increased tax rates, smoking bans, regulations, or accounting standards; (ii) third-party relations; and (iii) approvals, decisions, disciplines and fines of courts, regulators, and governmental and tribal bodies;
- compliance with the extensive laws and regulations to which we are subject, including applicable gaming laws, the Foreign Corrupt Practices Act and other anti-corruption laws, and the Bank Secrecy Act and other anti-money laundering laws;
- our ability to recoup costs of capital investments through higher revenues;
- growth in consumer demand for non-gaming offerings;
- abnormal gaming holds ("gaming hold" is the amount of money that is retained by the casino from wagers by customers);
- the effects of competition, including locations of competitors, growth of online gaming, competition for new licenses, and operating and market competition;
- our ability to protect our intellectual property rights and damages caused to our brands due to the unauthorized use of our brand names by third parties in ways outside of our control;
- the ability to timely and cost-effectively integrate companies that we acquire into our operations;

Forward Looking Statements (continued)

- the ability to execute on our brand licensing and management strategy is subject to third-party agreements and other risks associated with new projects;
- not being able to realize all of our anticipated cost savings;
- our ability to attract, retain and motivate employees, including in connection with the Merger;
- our ability to retain our performers or other entertainment offerings on acceptable terms or at all;
- the risk of fraud, theft, and cheating;
- seasonal fluctuations resulting in volatility and an adverse effect on our operating results;
- any impairments to goodwill, indefinite-lived intangible assets, or long-lived assets that we may incur;
- construction factors, including delays, increased costs of labor and materials, availability of labor and materials, zoning issues, environmental restrictions, soil and water conditions, weather and other hazards, site access matters, and building permit issues;
- the effect of adverse legal proceedings and judicial, governmental and tribal body actions, including gaming legislative action, referenda, regulatory disciplinary actions (such as the outcome of the British Gambling Commission’s review of CEUK operations), and fines and taxation;
- acts of war or terrorist incidents, severe weather conditions, uprisings, public health emergencies or natural disasters, including losses therefrom, losses in revenues and damage to property, and the effect of severe weather conditions on our ability to attract customers to certain facilities of ours;
- fluctuations in energy prices;
- work stoppages and other labor problems;
- our ability to collect on credit extended to our customers;
- the effects of environmental and structural building conditions relating to our properties and our exposure to environmental liability, including as a result of unknown environmental contamination;
- a disruption, failure, or breach of our network, information systems, or other technology, or those of our vendors, on which we are dependent;
- risks and costs associated with protecting the integrity and security of internal, employee, and customer data;
- access to insurance for our assets on reasonable terms;
- the effect, if any, of unfunded pension benefits under multi-employer pension plans; and
- the other factors set forth under “Risk Factors” in our Annual Report on Form 10-K for the year ended December 31, 2019 and in our Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2020.

The forward-looking information in this presentation and discussed on the conference call which this presentation accompanies reflects the opinion of management as of today. Developments subsequent to this call are likely to cause this information to become outdated with the passage of time. The Company assumes no obligation to publicly update or release any revisions to any forward-looking information contained in this presentation or discussed on the conference call which this presentation accompanies should circumstances change, except as otherwise required by securities and other applicable laws.

Use of Non-GAAP Measures

The following non-GAAP measures will be used in the presentation and discussed on the conference call which this presentation accompanies:

- Adjusted EBITDAR and Adjusted EBITDAR Margin
- “Hold Adjusted” financial measures

Hold Adjusted results are adjusted to reflect the hold we achieved versus the hold we anticipated for the period.

This supplemental information is non-GAAP. It is not preferable to GAAP results provided elsewhere in this presentation or discussed on the conference call which this presentation accompanies, but is used by management as an analytical tool to assess the results of all properties owned, managed or branded by a Caesars entity. Additionally, the results are not necessarily indicative of future performance.

In addition, this presentation and related conference commentary will discuss the indicators RevPAR and ADR. For information as to how we define RevPAR and ADR, see slide 22. Our definition and calculation of RevPAR and ADR may be different than the definition and calculation of similarly titled indicators presented by other companies.

Supplemental materials have been posted on the Caesars Entertainment Investor Relations website at <https://investor.caesars.com/financial-information>.

Reconciliation of Non-GAAP Information: Notes

Property earnings before interest, taxes, depreciation and amortization (“EBITDA”) is a measure of Caesars Entertainment Corporation’s (the “Company”) performance. Property EBITDA is defined as revenues less property operating expenses and is comprised of net income/(loss) before (i) interest expense, including finance obligation expenses, net of interest capitalized and interest income, (ii) income tax (benefit)/provision, (iii) depreciation and amortization, (iv) corporate expenses, (v) certain items that the Company does not consider indicative of its ongoing operating performance at an operating property level, and (vi) lease payments associated with our financing obligation.

In evaluating property EBITDA you should be aware that, in the future, the Company may incur expenses that are the same or similar to some of the adjustments in this presentation. The presentation of Property EBITDA should not be construed as an inference that future results will be unaffected by unusual or unexpected items.

Property EBITDA is a non-GAAP financial measure commonly used in our industry and should not be construed as an alternative to net income/(loss) as an indicator of operating performance or as an alternative to cash flow provided by operating activities as a measure of liquidity (as determined in accordance with accounting principles generally accepted in the United States (“GAAP” or “U.S. GAAP”). Property EBITDA may not be comparable to similarly titled measures reported by other companies within the industry. Property EBITDA is included because management uses property EBITDA to measure performance and allocate resources, and believes that property EBITDA provides investors with additional information consistent with that used by management.

Adjusted EBITDA is defined as EBITDA further adjusted to exclude certain non-cash and other items as exhibited in the above reconciliation and is presented as a supplemental measure of the Company’s performance. Adjusted EBITDAR is defined as Adjusted EBITDA further adjusted to exclude rent expense related to certain land parcels leased from VICI and the abandonment of a construction project near the Mississippi Gulf Coast. Adjusted EBITDAR is presented outside the financial statements solely as a valuation metric. In addition, compensation of management is in part determined by reference to certain of such financial information. As a result, we believe this supplemental information is useful to investors who are trying to understand the results of the Company.

Adjusted EBITDAR margin is calculated as adjusted EBITDAR divided by net revenues. Adjusted EBITDAR margin is included because management uses adjusted EBITDAR margin to measure performance and allocate resources, and believes that adjusted EBITDAR margin provides investors with additional information consistent with that used by management.

Because not all companies use identical calculations, the presentation of adjusted EBITDAR and adjusted EBITDAR margin may not be comparable to other similarly titled measures of other companies.

In addition, we present adjusted EBITDAR, further adjusted to show the impact on the period of the hold we achieved versus the hold we expected. Management believes presentation of this further adjusted information allows a better understanding of the materiality of those impacts relative to the Company’s overall performance.

RevPAR Components

Rooms Occupied

Includes the count of all rooms sold to a customer.

Rooms Available

Includes all rooms nights at owned properties, less nights where rooms are designated as “off the market.” Off the market rooms must be for approved, pre-determined capital projects, other approved operational projects and/or refurbishments or when rooms have significant damage and require major repairs for a period exceeding 48 hours.

Cash Hotel Revenue

Cash collected for rooms sold, including all resort fees collected (for cash rooms or comp rooms). Includes cash collected for rooms sold at discounted prices (comp revenue is not grossed up for the discounted portion). Does not include other ancillary lodging-related revenues, such as baggage fees and no-show charges.

Comp Hotel Revenue

Number of fully complimentary rooms occupied multiplied by the comp ADR. Partially compensated rooms included in cash hotel revenue based on the actual cash received from the customer. Comp hotel revenue does not include resort fees.

Comp ADR

Based on the best available rate for our best gaming customer (those likely to receive a complimentary room). These customers are entitled to the best available rate less 15%, if they were to pay cash for a room. As a benchmark, we generally use the monthly average Caesars.com rate for best available rate, which varies by property. Resort fees are not assessed and not included in comp ADR.

Room Revenue

Cash hotel revenue plus comp hotel revenue.

ADR

Calculated as the cash or comp revenue recognized during the period divided by the corresponding rooms occupied. Total ADR is calculated as total room revenue divided by total rooms occupied.

RevPAR

Calculated as the total room revenue recognized during the period divided by total room nights available for the period.

Occupancy

Calculated as the percentage of available rooms sold for the period.



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