

## 3Q FY 2017 Earnings

CAESARS ENTERTAINMENT CORPORATION

NOVEMBER 1, 2017



### 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 and by the use of words such as "will," "may," "project" or the negative or other variations thereof or comparable terminology. In particular, they include statements relating to, among other things, our plans to maximize performance.

This information is based on the Company's current expectations, and actual results could vary materially depending on risks and uncertainties that may affect the Company's operations, markets, services, prices and other factors as discussed in the Company's filings with the Securities and Exchange Commission. These risks and uncertainties include, but are not limited to, industry and economic conditions and competitive, legal, governmental and technological factors. There is no assurance that the Company's expectations will be realized. You are cautioned that forward-looking statements are not guarantees of future performance or results.

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. Please be advised that developments subsequent to this call are likely to cause this information to become outdated with the passage of time.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 update 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 EBITDA and Adjusted EBITDA Margin
- Property EBITDA
- CEC + CEOC, or enterprise-wide financial measures

In addition, projections referred to in this release include non-GAAP information. We are unable to reconcile these forward-looking non-GAAP measures (Adjusted EBITDA, Adjusted EBITDA margin, Adjusted EBITDAR and Adjusted EBITDAR margin) to their nearest GAAP measures because the nearest GAAP financial measures are not accessible on a forward looking basis. Such projections did not include, among other things, the following material items:

- Fair value adjustments and the related income statement effects required as a result of certain transactions contemplated in connection with CEOC's emergence from bankruptcy;
- Depreciation expense on a GAAP basis as the projections are prepared at a much higher level than GAAP would prescribe;
- Stock compensation expense as the projections do not include expected future grants; and
- Adjustments that may be required if future changes are made to consolidation conclusions.

Definitions of these non-GAAP measures, reconciliations to their nearest GAAP measures, and the reasons management believes these measures provide useful information for investors, can be found on Slide 4 and in the Appendix to this presentation, beginning on Slide 21.



## Important Information About Presentation of Results

On January 15, 2015, Caesars Entertainment Operating Company, Inc. filed a voluntary bankruptcy petition under Chapter 11 of the United States Bankruptcy Code, resulting in the deconsolidation of CEOC effective as of such date. As such, amounts presented in this presentation exclude the operating results of CEOC subsequent to January 15, 2015, unless otherwise stated, and analysis of our operating results in this presentation and as may be discussed on the conference call which this presentation accompanies include those components that remain in the consolidated CEC entity subsequent to the deconsolidation of CEOC. "CEC" represents CERP, CGP and associated parent company and elimination adjustments that represent the current CEC consolidated structure. Through September 30, 2016, we aggregated the operating segments within CGP into two separate reportable segments: CGP Casino Properties and CIE. On September 23, 2016, CIE sold its social and mobile games business (the "SMG Business") for cash consideration of \$4.4 billion, subject to customary purchase price adjustments, and retained only its World Series of Poker ("WSOP") and regulated online real money gaming businesses. The SMG Business represented the majority of CIE's operations and is being classified as a discontinued operation for all periods presented effective in the third quarter of 2016. After excluding the SMG Business from CIE's continuing operations, CIE is no longer considered a separate reportable segment from CGP Casinos based on management's view. Therefore, CGP Casinos and CIE have been combined for all periods presented to form the CGP segment.

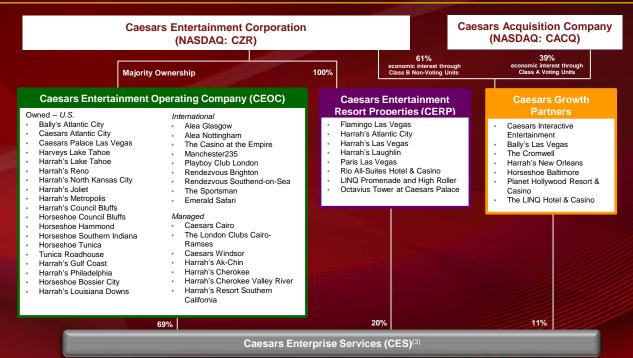
However, we are also providing certain supplemental information as if we had continued to consolidate CEOC throughout the third quarter of 2017. This information includes both stand-alone CEOC financials and key metrics for the third quarter of 2017, and certain financial information for CEC as if CEOC remained a consolidated entity during the quarter. This information within this presentation may be different from CEOC's standalone results separately provided due to immaterial adjustments, rounding, and basis of presentation differences. CEC committed a material amount of payments to support CEOC's restructuring, which resulted in the reacquisition of CEOC's operations when CEOC emerged from bankruptcy on October 6, 2017. 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 entire "Caesars" enterprise, including CEOC and consistent with the management services provided across the system's properties.

As a result of the deconsolidation of CEOC, CEC generated no direct economic benefits from CEOC's results. 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, regardless of consolidation. Additionally, the results are not necessarily indicative of future performance.

Supplemental materials have been posted on the Caesars Entertainment Investor Relations website at http://investor.caesars.com/financials.cfm



### Pre-Emergence Operating Structure<sup>1,2</sup>



- The Caesars Entertainment portfolio of properties operates 47 casino properties in 13 U.S. states and five countries; Does not include all subsidiaries
- In 2014, CEC and Caesars Acquisition Company ("CAC") entered into a merger agreement, which was amended and restated on July 9, 2016.
- CGP, CERP and CEOC are linked together through common ownership of CES which manages and provides certain corporate and administrative services for all entities



## Agenda



Overview Mark Frissora, CEO



Financial Performance Eric Hession, CFO



Recap & Outlook Mark Frissora, CEO





### 3Q 2017 Financial Performance

Record 3Q Enterprise-Wide Adjusted EBITDA Margin

#### CEC Results<sup>1</sup>

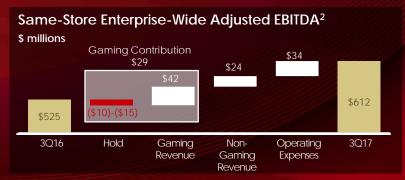
\$ millions			
	3Q17	3Q16	Change YoY Increase / (Decrease)
Net Revenues	\$ 986	\$ 986	0.0%
Adjusted EBITDA	\$ 303	\$ 269	12.6%
Margin	30.7%	27.3%	345 bps

# \$ millions \$40 \$10 \$14 \$2,033 3Q16 Domestic Gaming Gaming Rooms Other Non-Gaming 3Q17

Same-Store Enterprise-Wide Net Revenue<sup>2</sup>

#### **Enterprise-Wide Results**<sup>2</sup>

\$ millions	Consolid	lated	Same-Store								
	3Q17	3Q16	%	3Q17	3Q16	%					
Net Revenues	\$ 2,132 \$	\$ 2,113	0.9%	\$ 2,086 \$	2,033	2.6%					
Adjusted EBITDA	\$ 622 \$	545	14.1%	\$ 612\$	525	16.6%					
Margin	29.2%	25.8%	340 bps	29.3%	25.8%	350 bps					



- 1. Does not include CEOC, which was deconsolidated by CEC subsequent to its bankruptcy filing on January 15, 2015
- 2. This information is non-GAAP and is presented for the reasons described on slides 3 and 4, and is reconciled in the Appendix beginning on Slide 21. Horseshoe Baltimore operations were deconsolidated from CEC results effective August 31, 2017.

  As a result, the current year does not include a fully comparable operating period in the prior year. Horseshoe Baltimore has therefore been excluded above for analytical purposes and are referred to as "Same Store" in our discussion of results.



### CAESARS WE Are...





### A Simpler Operating Structure

#### **Caesars Entertainment**

100%

LAS VEGAS

**REGIONAL** 

MANAGED, INTERNATIONAL, CORPORATE & OTHER





### Our New Property Structure

CAESARS WILL CONTINUE TO OPERATE ALL 47 PROPERTIES UNDER A CONSOLIDATED APPROACH, WITH 18 PROPERTIES SUBJECT TO LONG-TERM LEASE AGREEMENTS WITH VICI

#### **OWNED**

#### Las Vegas

- Bally's Las Vegas
- ► The Cromwell
- Flamingo Las Vegas
- Harrah's Las Vegas
- The LINQ Hotel & Casino
- The LINQ Promenade and High Roller
- Paris Las Vegas
- Planet Hollywood Resort & Casino
- Rio All-Suites Hotel & Casino

#### Regional

- ► Harrah's New Orleans
- ► Horseshoe Baltimore
- ► Harrah's Atlantic City
- ► Harrah's Laughlin
- Harrah's Philadelphia

#### International

- Alea Glasgow
- Alea Nottingham
- The Casino at the Empire
- ► Manchester235
- Playboy Club London
- Rendezvous Brighton
- Rendezvous Southend-on-Sea
- The Sportsman
- Emerald Safari

#### **MANAGED**

- Caesars Cairo
- The London Clubs Cairo-Ramses
- Caesars Windsor
- ► Harrah's Ak-Chin
- Harrah's Cherokee
- Harrah's Cherokee Valley River
- Harrah's Resort Southern California

#### **LEASED**

- Caesars Palace Las Vegas
- ▶ Bally's Atlantic City
- Caesars Atlantic City
- Harrah's Council Bluffs
- Harrah's Gulf Coast
- Harrah's Joliet
- Harrah's Lake Tahoe
- Harrah's Metropolis
- Harrah's North Kansas City
- Harrah's Reno
- Harveys Lake Tahoe
- ▶ Horseshoe Bossier City
- Horseshoe Council Bluffs
- Horseshoe Hammond
- Horseshoe Southern Indiana
- Horseshoe Tunica
- Tunica Roadhouse
- Harrah's Louisiana Downs



### CAESARS A Strong Financial Foundation

## EMERGED WITH

~\$2B IN CASH

REDUCED ANNUAL FIXED CHARGES BY

\$1.6B<sub>1</sub>

REDUCED ANNUAL INTEREST OBLIGATIONS BY

~\$290M<sup>2</sup>

REDUCED COST OF DEBT TO

4.5%

Note: All reduction metrics measure change from 2014 to a pro-forma YE 2017

- 1. Includes estimated fixed charges of \$420 million interest expense and \$640 million in rent.
- 2. Includes Horseshoe Baltimore which is now deconsolidated.



### Our Plan To Maximize Performance

#### **CORNERSTONE INITIATIVES**



 Invigorating hospitality and loyalty marketing programs



Investing in Caesars' infrastructure to enhance long-term value



Instituting a continuous improvement-focused operating model



Inspiring a sales and service culture



Newly Appointed CMO



>4,100 Rooms Renovated YTD Q3 2017



Revenue Per FTE +3.4% YoY



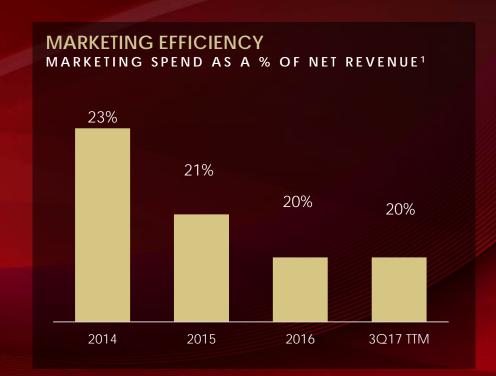
Prominent Award Recognitions



## Continuing To Drive Marketing Efficiency









## Enhancing Our Productivity With New Technology Platforms

## ROLLING OUT NEW SYSTEMS TO LIFT PERFORMANCE AND EMPLOYEE AND CUSTOMER SATISFACTION



New marketing system increases customer satisfaction and revenue



New finance platform replaces 30+ year old system and lowers cost



New productivity platform improves collaboration and lowers licensing fees



New payroll and attendance system enhances self-service access and efficiency



### Engaged Customers and Employees





25 Caesars
Entertainment
resorts earned
TripAdvisor's 2017
Certificate of
Excellence





Rewards &
Recognition
Company of the
Year at Employee
Engagement
Awards





Caesars Palace and Cromwell ranked among the top US Casinos by USA Today





Recognized as one of the 50 Most Engaged Workplaces in North America by Achievers



### Agenda



Overview Mark Frissora, CEO



Financial Performance Eric Hession, CFO



Recap & Outlook Mark Frissora, CEO





## 3Q FY17 Supplemental Financial Information: Enterprise-Wide Results

¢ millions	millions Enterprise-Wide											
\$ millions			າເe	<u> </u>		L		sar	ne-Store <sup>2</sup>			
		3Q17		3Q16	YoY		3Q17		3Q16	YoY		
Casino revenues	\$	1,390	\$	1,393	(0.2)%	\$	1,345	\$	1,316	2.2%		
F&B revenues		389		389	0.0%		386		384	0.5%		
Room revenues		385		371	3.8%		385		371	3.8%		
Other revenues		226		212	6.6%		226		212	6.6%		
Reimbursed Management Costs		29		27	7.4%		29		27	7.4%		
Less: Casino promotional allowance		(287)		(279)	(2.9)%		(285)	(285)		(285)		(2.9)%
Net Revenues	\$	2,132	\$	2,113	0.9%	\$	2,086	2,086 \$		2.6%		
Adjusted EBITDA <sup>1</sup>	\$	622	\$	545	14.1%	\$	612	\$	525	16.6%		
Margin <sup>1</sup>		29.2%		25.8%	340 bps		29.3%		25.8%	350 bps		
Voy drivers / statistics						F						
Key drivers / statistics						L						
		3Q17		3Q16	YoY		3Q17		3Q16	YoY		
Hold range vs. expectation (millions)	(:	\$20)-(\$25)		(\$5)-(\$10)	(\$10)-(\$15)		(\$20)-(\$25)		(\$5)-(\$10)	(\$10)-(\$15)		
Hold adjusted EBITDA	\$0	642 - \$647		\$550 - \$555	\$87 - \$97		\$632 - \$637	,	\$530 - \$535	\$97 - \$107		
Occupancy		95.2%		94.4%	80 bps		95.2%		94.4%	80 bps		
Room nights off-the-market		55,000		37,000	18,000		55,000		37,000	18,000		

<sup>1.</sup> Adjusted EBITDA and EBITDA margin are non-GAAP measures. This information is non-GAAP and is presented for the reasons described on slides 3 and 4, and is reconciled on slides 26 to 29.

<sup>2.</sup> Horseshoe Baltimore operations were deconsolidated from CEC results effective August 31, 2017. Enterprise-wide Q3-17 results include two months of Horseshoe Baltimore Net Revenues of \$48 million and Adjusted EBITDA of \$10 million. Same Store results exclude Horseshoe Baltimore from both quarters. Horseshoe Baltimore generated \$70 million in Net Revenues and \$14 million in Adjusted EBITDA in Q3-17 and \$82 million in Net Revenues and \$20 million in Adjusted EBITDA in Q3-16.



### Liquidity and Capex Review

Liquidity (\$ millions)														
September 30, 2017														
	CER	Р	С	GP	CES		Othe	r <sup>(1)</sup>						
Cash and cash equivalents	\$	336	\$	1,026	\$	31	\$	122						
Revolver capacity		270		150		-		-						
Revolver capacity drawn or committed to letters of credit		-		-		-		-						
Total	\$	606	\$	1,176	\$	31	\$	122						

#### Capex Estimates (\$ millions)

	3Q 2017	FY 2017	
	Actual	Low Est.	High Est.
CERP	\$ 39	\$ 189	\$ 201
CGP <sup>2</sup>	29	150	160
CES	13	72	77
CEC	\$ 81	\$ 411	\$ 438
CEOC	\$ 46	\$ 219	\$ 232
Enterprise-wide	<b>\$</b> 127	\$ 630	\$ 670

Other reflects CEC and its various non-operating subsidiaries and excludes CERP, CES and CGP.



### Agenda



Overview Mark Frissora, CEO



Financial Performance Eric Hession, CFO



Recap & Outlook Mark Frissora, CEO





## Caesars Entertainment Remains Well Positioned to Create Value

#### **3Q 2017 RECAP**

- As anticipated, year-on-year performance accelerated in 3Q
- Strong revenues supported by higher regional and Las Vegas gaming volumes and improvement in Las Vegas room cash revenues
- Higher revenues partially offset by unfavorable international hold and deconsolidation of one month of 2017 Horseshoe Baltimore results
- Incremental revenue growth coupled with reduced expenses drove higher EBITDA and margins

#### FY 2017

- Expect revenue growth and efficiency initiatives to drive further improvements in margins and cash flows
- Tragic incident in Las Vegas expected to impact 4Q revenues
- Continue to advance network expansion opportunities, including potential M&A, international development, real estate asset activation and branding & licensing



## APPENDIX



## Reconciliation Of Non-GAAP Information: Notes

Because we deconsolidated CEOC upon its Chapter 11 filing we are also providing certain supplemental information as if we had continued to consolidate CEOC throughout the third quarter of 2017. This information includes both stand-alone CEOC financials and key metrics for the third quarter of 2017, and certain financial information for CEC as if CEOC remained a consolidated entity during the quarter. This information within this presentation may be different from CEOC's standalone results separately provided due to immaterial adjustments, rounding, and basis of presentation differences. CEC re-acquired CEOC's operations upon consummation of CEOC's Plan of Reorganization on October 6, 2017. 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 entire "Caesars" enterprise, including CEOC and consistent with the management services provided across the system's properties.

- As a result of the above, "CEC" in the following reconciliations represents GAAP results for CEC as reported for the period ended September 30, 2017 and 2016.
- As a result of the above, "CEC+CEOC" in the following reconciliations represents Non-GAAP results as it includes CEOC for both the 2016 and 2017 periods.



### 3Q FY17 CEC Results

#### CEC INCLUDES ENTITIES AT CERP AND CGP

\$ millions	Same-Store							
	3Q17	3Q16	Change YoY	_	3Q17		3Q16	Change YoY
Casino revenues \$	531 5	542	(2.0%)	\$	486	\$	465	4.5%
F&B revenues	198	198	0.0%		195		193	1.0%
Room revenues	245	237	3.4%		245		237	3.4%
Other revenues	150	140	7.1%		149		139	7.2%
Less: casino promotional allowances	(138)	(131)	(5.3)%		(136)		(129)	(5.4)%
Net Revenues \$	986	986	0.0%	\$	939	\$	905	3.8%
Adjusted EBITDA <sup>1</sup> \$	303 \$	269	12.6%	\$	293	\$	249	17.7%
Margin <sup>1</sup>	30.7%	27.3%	345 bps		31.2%		27.5%	369 bps

Key drivers / statistics						
	3Q17	3Q16	Change YoY	3Q17	3Q16	Change YoY
Hold range (millions)	\$0 -(\$5)	\$5-\$10	(\$5)-(\$10)	Flat	\$5-\$10	(\$5)-(\$10)
Occupancy	96.2%	95.5%	70 bps	96.2%	95.5%	70 bps
Room nights off-the-market	49,000	33,000	16,000	49,000	33,000	16,000

#### **3Q17 Financial Performance**

- Net revenues flat YoY following the deconsolidation of the Horseshoe Baltimore results in August of 2017
  - On a same-store basis, net revenues +3.8% driven by strong slot volumes, additional room revenues on recently renovated room product and operational revenue growth initiatives
- Adjusted EBITDA +12.6% YoY due to improved revenues and additional reductions in recurring corporate expenses
  - Same-store Adjusted EBITDA +17.7%

Adjusted EBITDA and EBITDA margin are non-GAAP measures. This
information is non-GAAP and is presented for the reasons described or
slides 3 and 4, and is reconciled on slides 26 to 29.



### 3Q FY17 CERP & CGPH Results

	_		_		
CERP <sup>2</sup> Results (\$MM)					
		3Q17		3Q16	Change YoY
Casino revenues	\$	297	\$	289	2.8%
F&B revenues		135		132	2.3%
Room revenues		152		147	3.4%
Other revenues		88		85	3.5%
Less: promo allowances		(90)		(84)	7.1%
Net Revenues	\$	582	\$	569	2.3%
Adjusted EBITDA <sup>1</sup>	\$	194	\$	170	14.1%
Margin <sup>1</sup>		33.3%		29.9%	346 bps
Voy drivers / statistics					
Key drivers / statistics					
		3Q17		3Q16	Change YoY
Hold range (\$MM)		Flat		\$5-\$10	(\$5)-(\$10)
Occupancy		96.0%		95.5%	50 bps
Room nights off-the-market		45,000		33,000	12,000

	_			
CGPH <sup>3</sup> Results (\$MM)				
		3Q17	3Q16	Change YoY
Casino revenues	\$	179	\$ 168	6.5%
F&B revenues		58	60	(3.3)%
Room revenues		94	90	4.4%
Other revenues		58	53	9.4%
Less: promo allowances		(45)	(43)	4.7%
Net Revenues	\$	343	\$ 328	4.6%
Adjusted EBITDA <sup>1</sup>	\$	95	\$ 82	15.9%
Margin¹		27.7%	25.0%	270 bps
Key drivers / statistics				
		3Q17	3Q16	Change YoY
Hold range (\$MM)		Flat	Flat	Flat
Occupancy		96.7%	95.5%	120 bps

4.000

4,000

Room nights off-the-market

- Adjusted EBITDA and EBITDA margin are non-GAAP measures. This information is non-GAAP and is presented for the reasons described on slides 3 and 4, and is reconciled on slides 26 to 29.
- CERP's businesses are outlined on slide 5.
- 3. CGPH's business consists of the CGP properties listed in slide 5 except for Caesars Interactive Entertainment, and the Horseshoe Baltimore.



## 3Q FY17 Supplemental Financial Information: CEOC Results

## CEOC'S BUSINESS CONSISTS OF 38 OWNED OR MANAGED PROPERTIES IN 13 STATES & 5 COUNTRIES, INCLUDING CAESARS PALACE LAS VEGAS

\$ millions			
	3Q17	3Q16	Change YoY
Casino revenues	\$ 859	\$ 851	0.9%
F&B revenues	190	191	(0.5)%
Room revenues	140	135	3.7%
Other revenues	98	94	4.3%
Reimbursed management costs	39	42	(7.1%)
Less: casino promotional allowances	(151)	(147)	2.7%
Net Revenues	\$ 1,175	\$ 1,166	0.8%
Adj EBITDA <sup>1</sup>	\$ 320	\$ 277	15.5%
Margin <sup>1</sup>	27.2%	23.8%	340 bps
Key drivers / statistics			
Rey divers / statisties	3Q17	3Q16	
Hold range (millions)	(\$20)-(\$25)	(\$10)-(\$15)	(\$5)-(\$10)
Occupancy	93.2%	92.2%	100 bps
Room nights off-the-market	6,000	4,000	2,000

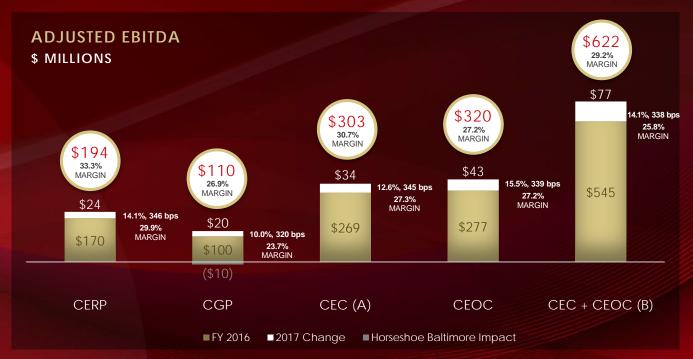
#### **3Q17 Financial Performance**

- Net revenues +0.8% YoY as gaming revenue improved 10.4% at Caesars Palace, strong results in the regions, and hospitality performance were offset by unfavorable YoY hold at one of our London properties.
- Adjusted EBITDA increased 15.5% YoY
  - Primarily due increased revenues across most verticals, as well as lower expenses
- Margins improved 340 basis points on the improved revenues and reduced operating expenses.

 Adjusted EBITDA and EBITDA margin are non-GAAP measures. This information is non-GAAP and is presented for the reasons described on slides 3 and 4, and is reconciled on slides 26 to 29.



## Reconciliation Of Non-GAAP CEC Information: Adjusted EBITDA 3Q FY17



A. CEC includes eliminations and other adjustments totaling \$(1) million each for the 2017 and 2016 periods, respectively.

CEC+CEOC includes eliminations and other adjustments totaling \$(1) million each for the 2017 and 2016 periods, respectively

Adjusted EBITDA information is separately reconciled to the nearest GAAP metric on the following slides. CEC+CEOC and CEC EBITDA Margin information is provided for the reasons set forth on slide 3.



## Reconciliation Of Non-GAAP CEC Information: Net Revenue 3Q FY17



A. CEC includes elimination and other adjustments totaling \$(5) million each for the 2017 and 2016 periods, respectively.

CEC+CEOC includes eliminations and other adjustments totaling \$(29) million and \$(39) million for the 2017 and 2016 periods, respectively...



## Reconciliation Of Non-GAAP CEC Information: Net Revenue 3Q FY17

Comparative Revenues by Category (\$ millions)													
		CEC Q3-2017		Horseshoe Baltimore Q3-2017		CEOC Q3-2017		CEC+CEOC Q3-2017	CEC+CEOC % Change				
Casino	\$	531	\$	45	\$	859	\$	1,345	2.2%				
Food and beverage		198		3		190		386	0.5%				
Rooms		245		-		140		385	3.8%				
All other categories (A)		12		-		(14)		(30)	-21.1%				
Total Net Revenues	\$	986	\$	48	\$	1,175	\$ 2,08		2.6%				
		CEC Q3-2016		Horseshoe Baltimore Q3-2016		CEOC Q3-2016		CEC+CEOC Q3-2016					
Casino	\$	542	\$	77	\$	851	\$	1,316					
Food and Beverage		198		5		191		384					
Rooms		237		-		135		371					
All other categories (A)		9		-		(11)		(38)					
Total Net Revenues	\$	986	\$	82	\$	1,166	\$	2,033					

A. CEC+CEOC includes elimination and other adjustments totaling (\$27) and (\$37) for the 2017 and 2016 periods, respectively.



## Reconciliation Of Non-GAAP Information: 3Q FY17

#### CAESARS ENTERTAINMENT CORPORATION SUPPLEMENTAL INFORMATION

#### RECONCILIATION OF NET INCOME/(LOSS) ATTRIBUTABLE TO CAESARS ENTERTAINMENT CORPORATION TO PROPERTY EBITDA AND ADJUSTED EBITDA

	Three	e Mo	nths Ende	d Sep	tember 3	0, 20	Three Months Ended September 30, 2016								
(In millions)	CERP		CGP	Other (e)			CEC	CERP		CGP		Other (e)		CEC	
Net income/(loss) attributable to company	5	\$	26	\$	(499)	\$	(468)	\$	6	\$	3,897	\$	(4,546)	\$	(643)
Net income/(loss) attributable to noncontrolling interests	_		(6)		14		8		_		(33)		681		648
Net income from discontinued operations	_		_		_		_		_		(4,019)		726		(3,293)
Income tax (benefit)/provision	(5)		_		(15)		(20)		_		(2)		29		27
Restructuring of CEOC and other (a)	(1)		(25)		472		446		(1)		(1)		3,072		3,070
Interest expense	84		36		_		120		99		49		(1)		147
Income/(loss) from operations	83		31		(28)		86		104		(109)		(39)		(44)
Depreciation and amortization	86		64		_		150		63		48		1		112
Other operating costs (b)	16		10		10		36		_		16		19		35
Corporate expense	11		7		21		39		11		6		22		39
CIE stock-based compensation	_		_		_		_		_		145		_		145
Property EBITDA	196		112		3		311		178		106		3		287
Corporate expense	(11)		(7)		(21)		(39)		(11)		(6)		(22)		(39)
Stock-based compensation expense (c)	1		1		5		7		2		_		6		8
Other items <sup>(d)</sup>	8		4		12		24		1		_		12		13
Adjusted EBITDA\$	194	\$	110	\$	(1)	\$	303	\$	170	\$	100	\$	(1)	\$	269



## Reconciliation Of Non-GAAP Information: Notes

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. Management believes that Adjusted EBITDA provides investors with additional information and allows a better understanding of the results of operational activities separate from the financial impact of decisions made for the long-term benefit of the Company. 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 EBITDA margin is calculated as adjusted EBITDA divided by net revenues.

Because not all companies use identical calculations, the presentation of Adjusted EBITDA may not be comparable to other similarly titled measures of other companies.

- a) Primarily represents CEC's estimated costs in connection with the restructuring of CEOC.
- Amounts primarily represent costs incurred in connection with property openings and expansion projects at existing properties, costs associated with the development activities and reorganization activities, and/or recoveries associated with such items
- c) Amounts represent stock-based compensation expense related to shares, stock options, and restricted stock units granted to the Company's employees.
- d) Amounts represent add-backs and deductions from EBITDA permitted under certain indentures. Such add-backs and deductions include litigation awards and settlements, costs associated with CEOC's restructuring and related litigation, severance and relocation costs, sign-on and retention bonuses, permit remediation costs, and business optimization expenses.
- e) Amounts include consolidating adjustments, eliminating adjustments and other adjustments to reconcile to consolidated CEC Property EBITDA and Adjusted EBITDA.

