

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person*<br><u>Hotel Casino Management, Inc.</u><br><br>(Last) (First) (Middle)<br><u>P.O. BOX 429</u><br><br>(Street)<br><u>VERDI NV 89439</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Eldorado Resorts, Inc. [ ERI ]</u><br><br>3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/28/2016</u><br><br>4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br>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 Beneficial Ownership (Instr. 4) |
|  |                                      |  | Code                           | V | Amount  | (A) or (D) | Price     |   |  |   |
| Common Stock   | 11/28/2016                           |  | S                              |   | 85,446  | D          | \$13.2075 | 5,783,015   | D <sup>(1)</sup>   |   |
| Common Stock   | 11/29/2016                           |  | S                              |   | 102,233   | D          | \$13.4718 | 5,680,782   | D <sup>(1)</sup>   |   |
| Common Stock   | 11/30/2016                           |  | S                              |   | 162,321   | D          | \$13.4932 | 5,518,461   | D <sup>(1)</sup>   |   |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |                                      |  |                                |  |     |  |                  |   |       |  |  |   |  |
|---|--|--------------------------------------|--|--------------------------------|--|-----|--|------------------|---|-------|--|--|---|--|
| 1. Title of Derivative Security (Instr. 3)  | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                  | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |       | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|   |  |                                      |  |                                |  |     |  |                  |   |       |  |  |   |  |
|   |  |                                      |  | Code                           | V  | (A) | (D)  | Date Exercisable | Expiration Date   | Title | Amount or Number of Shares                 |  |   |  |

Explanation of Responses:

1. These shares are owned directly by Hotel Casino Management, Inc. ("HCMI"). Raymond J. Poncia is a trustee and beneficiary of, and holds investment control over, the Raymond J. Poncia, Jr. Family Trust (the "Poncia Trust"), which holds a direct ownership interest in HCMI. Raymond J. Poncia and the Poncia Trust are indirect beneficial owners of the reported securities.

Remarks:

This is a late filing with respect to the transaction reported in Table I dated November 28, 2016; pursuant to the General Instructions of Form 4, a Form 4 relating to such transaction should have been filed within two business days following the date of such transaction.

Anthony L. Carano, by power of attorney 12/07/2016  
\*\* Signature of Reporting Person Date

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

\* 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).

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

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