FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: Estimated average burden

0.5

hours per response:

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

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

1. Name and Address of Reporting Person* <u>Hotel Casino Management, Inc.</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol Eldorado Resorts, Inc. [ ERI ]									Check a		,	ig Pers	( )	
(Last) (First) (Middle) PO BOX 429					3. Date of Earliest Transaction (Month/Day/Year) 05/22/2017										Office below	er (give title v)		Other below)	(specify	
(Street) VERDI (City)	VERDI NV 89439				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									ne)	vidual or Joint/Group Filing (Check Applicable  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. Transact Date (Month/Day						r) E	A. Deemed xecution Date, any Month/Day/Year)					4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			and 5) Secur Benef Owne		cially Following	Form (D) o	vnership n: Direct r Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(	A) or D)	Price	т	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 05/22/2						2017			S		20,864		D	\$20	.51	5,097,594			D <sup>(1)</sup>	
Common Stock 05/23/2					/2017	2017			S		729,13	6	D	\$20.66		4,368,461			D <sup>(1)</sup>	
		Та									sed of, onvertib				y Owi	ned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	n Date,		Transaction Code (Instr.		of		6. Date Exercisable Expiration Date (Month/Day/Year)		Amo Secu Undo Deriv Secu	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price Deriva Securi (Instr.	tive ty 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction( (Instr. 4)	O Fe Di (I)	0. wwnership orm: irect (D) r Indirect ) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nun of Sha	nber res						

## **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.

/s/ Raymond J. Poncia, Jr., President of Reporting Owner

05/24/2017

\*\* 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.

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