## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

٧	vas	hing	ton,	D.C.	20549	

STATEMENT	<b>OF CHANGES</b>	<b>IN BENEFICIAL</b>	<b>OWNERSHIP</b>

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* <u>Lepori Stephanie</u>				2. Issuer Name <b>and</b> Ticker or Trading Symbol Eldorado Resorts, Inc. [ ERI ]								eck all appli Directo	tionship of Reporting all applicable) Director		10% Ov	wner			
(Last) (First) (Middle) 100 WEST LIBERTY STREET 11TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 02/27/2020								below)			Other (s below) ve Officer	`		
(Street) RENO NV 89501				4. If Amendment, Date of Original Filed (Month/Day/Year) 02/28/2020						Line	X Form filed by One Reporting Person Form filed by More than One Reporting								
(City)	(Si		Zip)		<u> </u>						•	, -		<u> </u>	Perso				
		Tab	le I - Non-	-Deriva	ative	Sec	curities	s Ac	quired, I	Disj	osed (	of, or Bo	enet	iciali	y Owned	d			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)					Execution Date,		Code (li	Transaction Disposed Of (D) (Instance Code (Instr. 5)				Securition Benefici	curities Form		: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	Amount	mount (A) or (D)		Price	Transac								
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
		3A. Deemed Execution D if any (Month/Day/	Date, T	Transaction of Code (Instr. D) S A		of E		Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownersh Form: Direct (D) or Indirect (I) (Instr.	Ownership	Beneficial Ownership (Instr. 4)	
				c	Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	or	ount nber res					
Restricted Stock Unit	(1)	02/27/2020			A		3,880		(2)	Τ	(2)	Common Stock	3,8	380	\$0.00	3,880		D	

## **Explanation of Responses:**

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. The restricted stock units were granted on January 26, 2018 pursuant to the 2015 Equity Incentive Plan, subject to achievement of specified performance objectives which were satisfied on February 27, 2020. Previously the performance objectives were shown as being satisfied on February 26, 2020. The restricted stock units will vest and become non-forfeitable on January 1, 2021. The restricted stock units will settle in common stock upon vesting. Unvested restricted stock units will vest upon (x) the termination of employment if such termination is without cause, for good reason, or due to the death or the disability of the reporting person and (y) consummation of a change of control of Eldorado Resorts, Inc.

## Remarks:

/s/ Anthony L. Carano, by power of attorney

03/02/2020

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.