

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 13, 2002
(August 13, 2002)

HARRAH'S ENTERTAINMENT, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

1-10410
(Commission
File Number)

62-1411755
(I.R.S. Employer
Identification No.)

ONE HARRAH'S COURT
LAS VEGAS, NEVADA
(Address of Principal Executive Offices)

89119
(Zip Code)

(702) 407-6000

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

ITEM 9. REGULATION FD DISCLOSURE

On August 13, 2002, Philip G. Satre, Principal Executive Officer of Harrah's Entertainment, Inc. and Charles L. Atwood, Principal Accounting Officer of Harrah's Entertainment, Inc., each filed a Statement Under Oath Regarding Facts and Circumstances Relating to Exchange Act Filings with the Securities and Exchange Commission, copies of which are attached hereto as Exhibit 99(1) and Exhibit 99(2) and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99(1) Text of Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings, dated August 12, 2002.

99(2) Text of Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings, dated August 12, 2002.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 13, 2002

By: /s/ Brad L. Kerby

Name: Brad L. Kerby
Title: Vice President, Corporate
Counsel, and Secretary

HARRAH'S ENTERTAINMENT, INC.

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER
REGARDING FACTS AND CIRCUMSTANCES RELATING TO
EXCHANGE ACT FILINGS

I, Philip G. Satre, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Harrah's Entertainment, Inc., and, except as corrected or supplemented in a subsequent covered report:
 - o no covered report contained an untrue statement of material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - o Annual Report on Form 10-K for the fiscal year ended December 31, 2001, of Harrah's Entertainment, Inc., filed with the commission on March 8, 2002.
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Harrah's Entertainment, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

/s/Philip G. Satre

Philip G. Satre

Subscribed and sworn to before me this 12th
day of August, 2002.

/s/ Michelle Gardner
Notary Public

Date: August 12, 2002

My commission Expires: 10/23/05

HARRAH'S ENTERTAINMENT, INC.

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER
REGARDING FACTS AND CIRCUMSTANCES RELATING TO
EXCHANGE ACT FILINGS

I, Charles L. Atwood, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Harrah's Entertainment, Inc., and, except as corrected or supplemented in a subsequent covered report:
- o no covered report contained an untrue statement of material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- o Annual Report on Form 10-K for the fiscal year ended December 31, 2001, of Harrah's Entertainment, Inc., filed with the commission on March 8, 2002.
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Harrah's Entertainment, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

/s/ Charles L. Atwood

Charles L. Atwood

Date: August 12, 2002

Subscribed and sworn to before me this 12th
day of August, 2002

/s/ Michelle Gardner

Notary Public

My commission Expires: 10/23/05