

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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>Apollo Management Holdings GP, LLC</u>  (Last) (First) (Middle) 9 W. 57TH STREET 43RD FLOOR  (Street) NEW YORK NY 10019  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/06/2017	3. Issuer Name and Ticker or Trading Symbol <u>CAESARS ENTERTAINMENT Corp [ CZR ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 10/16/2017  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date					
5% Convertible Senior Notes due 2024	10/06/2017	10/01/2024	Common stock, par value \$0.01	2,275,089	7.1943	I	See footnote <sup>(1)</sup>

1. Name and Address of Reporting Person\*  
Apollo Management Holdings GP, LLC  
 (Last) (First) (Middle)  
 9 W. 57TH STREET  
 43RD FLOOR  
 (Street)  
 NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Apollo Management Holdings, L.P.  
 (Last) (First) (Middle)  
 9 W. 57TH STREET  
 (Street)  
 NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Apollo Management GP, LLC  
 (Last) (First) (Middle)  
 TWO MANHATTANVILLE ROAD  
 SUITE 203  
 (Street)  
 PURCHASE NY 10577  
 (City) (State) (Zip)

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Apollo Management, L.P.](#)

(Last) (First) (Middle)

2 MANHATTANVILLE ROAD  
SUITE 203

(Street)  
PURCHASE NY 10577

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[AIF VI Management, LLC](#)

(Last) (First) (Middle)

9 WEST 57TH STREET  
43RD FLOOR

(Street)  
NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Apollo Management VI, L.P.](#)

(Last) (First) (Middle)

9 WEST 57TH STREET  
43RD FLOOR

(Street)  
NEW YORK NY 10019

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[APOLLO INVESTMENT FUND VI L P](#)

(Last) (First) (Middle)

2 MANHATTAVILLE RD

(Street)  
PURCHASE NY 10577

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Apollo Alternative Assets, L.P.](#)

(Last) (First) (Middle)

87 MARY STREET, GEORGE TOWN

(Street)  
GRAND CAYMAN E9 KY1-9005

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Apollo Principal Holdings III, L.P.](#)

(Last) (First) (Middle)

C/O INTERTRUST CORPORATE SERVICES  
(CAYMAN) LIMITED, 190 ELGIN STREET

(Street)

GEORGE TOWN E9

KY1-9005

(City)

(State)

(Zip)

1. Name and Address of Reporting Person\*

[Apollo Principal Holdings III GP Ltd](#)

(Last)

(First)

(Middle)

C/O INTERTRUST CORPORATE SERVICES

(CAYMAN) LIMITED, 190 ELGIN STREET

(Street)

GEORGE TOWN E9

KY1-9005

(City)

(State)

(Zip)

**Explanation of Responses:**

1. Footnote 1 to the original Form 3 that was filed on October 16, 2017 (the "Form 3") is incorporated herein by reference and amended and supplemented as follows: This amendment to the Form 3 is filed solely to include the 5% Convertible Senior Notes due 2024 (the "Notes") that were issued by Caesars Entertainment Corporation (the "Issuer") to LeverageSource V S.a. r.l. ("LS V S.a. r.l.") on October 6, 2017 in connection with the reorganization of Caesars Entertainment Operating Company ("CEOC") and certain of its subsidiaries pursuant to a third amended joint plan of reorganization (the "Reorg Plan"). The Notes were issued to LS V S.a.r.l. in exchange for pre-existing debt of CEOC and certain of its subsidiaries that was held LS V S.a.r.l. prior to the reorganization.

[See signatures attached as](#)

[Exhibit 99.1](#)

[12/15/2017](#)

\*\* 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 5 (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.**

**This Amendment to Statement on Form 3 is filed by:** (i) Apollo Hamlet Holdings, LLC, (ii) Apollo Hamlet Holdings B, LLC, (iii) Co-Invest Hamlet Holdings B, LLC, (iv) Co-Invest Hamlet Holdings, Series LLC, (v) Apollo Investment Fund VI, L.P., (vi) Apollo Management VI, L.P., (vii) AIF VI Management, LLC, (viii) Apollo Management, L.P., (ix) Apollo Management GP, LLC, (x) AAA Investments (Co-Invest VI), L.P., (xi) AAA Associates, L.P., (xii) AAA MIP Limited, (xiii) Apollo Alternative Assets, L.P., (xiv) Apollo International Management, L.P., (xv) Apollo International Management GP, LLC, (xvi) Apollo Management Holdings, L.P., (xvii) Apollo Management Holdings GP, LLC. (xviii) LeverageSource III (H Holdings), L.P., (xix) LeverageSource III GP, Ltd., (xx) LeverageSource V S.à.r.l., (xxi) LeverageSource V, L.P., (xxii) LS V GP, LLC, (xxiii) LeverageSource Holdings, L.P. with respect to Series V, (xxiv) LeverageSource Holdings GP, LLC, (xxv) LeverageSource, L.P., (xxvi) Apollo Advisors VI (EH), L.P., (xxvii) Apollo Advisors VI (EH-GP), Ltd., (xxviii) Apollo Advisors VII (EH), L.P., (xxix) Apollo Advisors VII (EH-GP), Ltd., (xxx) Apollo Principal Holdings III, L.P., and (xxxi) Apollo Principal Holdings III GP, Ltd.

**Name of Designated Filer:** Apollo Management Holdings GP, LLC

**Date of Event Requiring Statement:** October 6, 2017

**Issuer Name and Ticker or Trading Symbol:** Caesars Entertainment Corporation [CZR]

APOLLO HAMLET HOLDINGS, LLC

By: /s/ Laurie D. Medley  
 Name: Laurie D. Medley  
 Title: Authorized Person

APOLLO HAMLET HOLDINGS B, LLC

By: /s/ Laurie D. Medley  
 Name: Laurie D. Medley  
 Title: Authorized Person

CO-INVEST HAMLET HOLDINGS B, LLC

By: /s/ David Sambur  
 Name: David Sambur  
 Title: Authorized Person

CO-INVEST HAMLET HOLDINGS, SERIES LLC

By: /s/ David Sambur  
 Name: David Sambur  
 Title: Authorized Person

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APOLLO INVESTMENT FUND VI, L.P.

By: Apollo Advisors VI, L.P.  
 its managing partner

By: Apollo Capital Management VI, LLC  
 its general partner

By: /s/ Laurie D. Medley  
 Name: Laurie D. Medley  
 Title: Vice President

APOLLO MANAGEMENT VI, L.P.

By: AIF VI Management, LLC  
 its general partner

By: /s/ Laurie D. Medley  
 Name: Laurie D. Medley  
 Title: Vice President

AIF VI MANAGEMENT, LLC

By: /s/ Laurie D. Medley  
 Name: Laurie D. Medley  
 Title: Vice President

APOLLO MANAGEMENT, L.P.

By: Apollo Management GP, LLC  
 its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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AAA INVESTMENTS (CO-INVEST VI), L.P.

By: AAA Associates, L.P.  
its general partner

By: Apollo Alternative Assets, L.P.  
its service provider

By: Apollo International Management, L.P.  
its managing general partner

By: Apollo International Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AAA ASSOCIATES, L.P.

By: Apollo Alternative Assets, L.P.  
its service provider

By: Apollo International Management, L.P.  
its managing general partner

By: Apollo International Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

AAA MIP LIMITED

By: Apollo Alternative Assets, L.P.  
its service provider

By: Apollo International Management, L.P.  
its managing general partner

By: Apollo International Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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APOLLO ALTERNATIVE ASSETS, L.P.

By: Apollo International Management, L.P.  
its managing general partner

By: Apollo International Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO INTERNATIONAL MANAGEMENT, L.P.

By: Apollo International Management GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO INTERNATIONAL MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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LEVERAGESOURCE III (H HOLDINGS), L.P.

By: LeverageSource III GP, Ltd.  
its general partner

By: Apollo Advisors VI (EH), L.P.  
its sole shareholder

By: Apollo Advisors VI (EH-GP), Ltd.  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

LEVERAGESOURCE III GP, LTD.

By: Apollo Management VI, L.P.  
its director

By: AIF VI Management, LLC  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

LEVERAGESOURCE V S.À R.L.

By: /s/ Katherine G. Newman  
Name: Katherine G. Newman  
Title: Class A Manager

By: /s/ Fabrice Jeusette  
Name: Fabrice Jeusette  
Title: Class B Manager

LEVERAGESOURCE V, L.P.

By: LS V GP, LLC  
its general partner

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President

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LS V GP, LLC

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President

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LEVERAGESOURCE HOLDINGS, L.P.  
with respect to SERIES V

By: LeverageSource Holdings GP, LLC  
its general partner

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President

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LEVERAGESOURCE HOLDINGS GP, LLC

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President

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LEVERAGESOURCE, L.P.

By: Apollo Advisors VI (EH), L.P.  
its general partner

By: Apollo Advisors VI (EH-GP), Ltd.  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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By: Apollo Advisors VII (EH), L.P.  
its general partner

By: Apollo Advisors VII (EH-GP), Ltd.  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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APOLLO ADVISORS VI (EH), L.P.

By: Apollo Advisors VI (EH-GP), Ltd.  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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APOLLO ADVISORS VI (EH-GP), LTD.

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

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APOLLO ADVISORS VII (EH), L.P.

By: Apollo Advisors VII (EH-GP), Ltd.  
its general partner

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO ADVISORS VII (EH-GP), LTD.

By: /s/ Laurie D. Medley  
Name: Laurie D. Medley  
Title: Vice President

APOLLO PRINCIPAL HOLDINGS III, L.P.

By: Apollo Principal Holdings III GP, Ltd.  
its general partner

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President

APOLLO PRINCIPAL HOLDINGS III GP, LTD.

By: /s/ Joseph D. Glatt  
Name: Joseph D. Glatt  
Title: Vice President