

OMB APPROVAL	
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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>Kozicz Gregory J.</u>			2. Issuer Name and Ticker or Trading Symbol <u>Caesars Entertainment, Inc. [ CZR ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>07/20/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>100 WEST LIBERTY STREET, SUITE 1150</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	<u>NV</u>	<u>89501</u>						
(City)	(State)	(Zip)						

**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	07/20/2020		M		4,612	A	(1)	8,140	D	
Common Stock	07/20/2020		M		4,305	A	(2)	12,445	D	
Common Stock	07/20/2020		M		2,945	A	(3)	15,390	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (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
Restricted Stock Unit	(1)	07/20/2020		M		4,612		07/20/2020	07/20/2020	Common Stock	4,612	(1)	0	D	
Restricted Stock Unit	(2)	07/20/2020		M		4,305		07/20/2020	07/20/2020	Common Stock	4,305	(2)	0	D	
Restricted Stock Unit	(3)	07/20/2020		M		2,945		07/20/2020	07/20/2020	Common Stock	2,945	(3)	0	D	

**Explanation of Responses:**

- Each Restricted Stock Unit represented the economic equivalent of one share of the Company's common stock. In connection with the reporting person's separation from service with Eldorado Resorts, Inc. (n/k/a Caesars Entertainment, Inc., the "Company"), all of the shares underlying the Restricted Stock Unit were settled for shares of the Company's common stock.
- Each Restricted Stock Unit represented the economic equivalent of one share of the Company's common stock. In connection with the reporting person's separation from service with the Company, all of the shares underlying the Restricted Stock Unit were settled for shares of the Company's common stock.
- Each Restricted Stock Unit represented the economic equivalent of one share of the Company's common stock. In connection with the reporting person's separation from service with the Company, all of the shares underlying the Restricted Stock Unit were settled for shares of the Company's common stock.

**Remarks:**

/s/ Edmund L. Quatmann, Jr., 07/22/2020  
by power of attorney

\*\* 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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