

CAESARS ENTERTAINMENT Corp  
Form 8-K  
March 27, 2014

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

March 27, 2014 (March 27, 2014)  
Date of Report (Date of earliest event reported)

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Caesars Entertainment Corporation  
(Exact name of registrant as specified in its charter)

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Delaware  
(State of Incorporation)

001-10410  
(Commission  
File Number)

62-1411755  
(IRS Employer  
Identification Number)

One Caesars Palace Drive  
Las Vegas, Nevada 89109  
(Address of principal executive offices) (Zip Code)

(702) 407-6000  
(Registrant's telephone number, including area code)

N/A  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

On March 27, 2014, Caesars Entertainment Corporation (“Caesars”) announced the commencement of an underwritten public offering of 7 million shares of its common stock. Caesars expects to grant the underwriter of the offering an option to purchase up to 1.05 million additional shares of its common stock. A copy of the press release is attached as Exhibits 99.1 to this report, and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits. The following exhibit is being filed herewith:

| Exhibit<br>No. | Description    |
|----------------|----------------|
| 99.1           | Press Release. |

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SIGNATURES

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.

CAESARS ENTERTAINMENT CORPORATION

Date: March 27, 2014

By: /s/ Michael D. Cohen  
Michael D. Cohen  
Senior Vice President, Deputy  
General Counsel  
and Corporate Secretary

Exhibit Index

| Exhibit<br>No. | Description           |
|----------------|-----------------------|
| <u>99.1</u>    | <u>Press Release.</u> |

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