

CAESARS ENTERTAINMENT Corp  
Form 8-K  
January 09, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

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

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January 9, 2015 (January 7, 2015)  
Date of Report (Date of earliest event reported)

CAESARS ENTERTAINMENT CORPORATION  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction of  
Incorporation)

001-10410  
(Commission File Number)

62-1411755  
(IRS Employer  
Identification No.)

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)

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:

- 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 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On January 7, 2015, Caesars Entertainment Corporation (the “Company”) made awards of restricted stock units to certain employees, which awards are designed to help retain these employees as the Company’s subsidiary, Caesars Entertainment Operating Company, Inc., continues its efforts to restructure. The restricted stock units vest 18 months after the date of grant, subject to continued employment, and are otherwise on substantially the same terms as the Company’s previously awarded restricted stock units. Timothy Donovan, Executive Vice President, General Counsel and Chief Regulatory & Compliance Officer, and Eric Hession, Executive Vice President and Chief Financial Officer, received awards of 94,697 and 75,758 restricted stock units, respectively. A copy of the form of restricted stock unit award agreement is attached to this Form 8-K as Exhibit 10.1 and is incorporated herein by reference.

ITEM 9.01 EXHIBITS.

Exhibit No. Description

10.1 Form of Restricted Stock Unit Award Agreement (January 2015 Retention Grants).

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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.

Date: January 9, 2015

CAESARS ENTERTAINMENT CORPORATION

By: /s/ Scott E. Wiegand  
Scott E. Wiegand  
Senior Vice President, Deputy General Counsel  
and Corporate Secretary

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EXHIBIT INDEX

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