Sambur David Form 3 November 24, 2010

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement CAESARS ENTERTAINMENT Corp [N/A] Sambur David (Month/Day/Year) 11/19/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O APOLLO (Check all applicable) MANAGEMENT, L.P., 9 WEST 57TH STREET, 43RD 10% Owner \_X\_ Director **FLOOR** Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting NEW YORK, NYÂ 10019 Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (Instr. 5) Â No securities beneficially owned (1) (2)0 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

information contained in this form are not required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership Operivative Security

Expiration Date Securities Underlying Operivative Security

Derivative Security

3. Title and Amount of Securities Underlying Operivative Security

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Operivative Security

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#### Edgar Filing: Sambur David - Form 3

(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Sambur David

C/O APOLLO MANAGEMENT, L.P.
9 WEST 57TH STREET, 43RD FLOOR

Relationships

Director 10% Owner Officer Other

 X Â Â

## **Signatures**

NEW YORK, NYÂ 10019

/s/ David B
Sambur

\*\*Signature of Reporting Person

Date

#### **Explanation of Responses:**

- \* 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).
  - Mr. Sambur is associated with Apollo Management, L.P. and its affiliated managers, including Apollo Management VI, L.P. ("Management VI"). Management VI is one of the managing members of each of Co-Invest Hamlet Holdings, Series LLC ("Co-Invest Series") and Co-Invest Hamlet Holdings B, LLC ("Co-Invest B"), and is the manager of Apollo Investment Fund VI, L,P., the sole
- (1) member of Apollo Hamlet Holdings B, LLC ("Apollo Hamlet B"). The managers of Apollo Hamlet B are Leon Black, Joshua Harris and Marc Rowan, each of whom is also a manager of Apollo Hamlet Holdings, LLC ("Apollo Hamlet"). Apollo Hamlet, Apollo Hamlet B, Co-Invest Series and Co-Invest B each hold shares of the Common Stock, par value \$0.01 of Caesars Entertainment Corporation (the "Issuer"). (Continued in footnote 2)
- This report does not include any securities of the Issuer that may be deemed beneficially owned by Apollo Hamlet, Apollo Hamlet B,

  Co-Invest Series, Co-Invest B or Management VI, and Mr. Sambur disclaims beneficial ownership of all such securities. This report shall not be deemed an admission that Mr. Sambur is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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