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CAESARS E Form 4 July 02, 2013	NTERTAINMENT	' Corp							
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB APP Washington, D.C. 20549 OMB Number:							3235-0287 January 31, 2005 average		
(Print or Type R 1. Name and A Thomas Mar	ddress of Reporting Per	Symbol CAESA	Name and RS ENTE			-	5. Relationship of Issuer (Chec	Reporting Pers	
(Last)	(First) (Mide ARS PALACE DR (Street)	(Month/D IVE 06/28/20 4. If Amer	Earliest Tra ay/Year) 013 ndment, Da	te Original			6. Individual or Jo	e title Othe below) Iuman Resourc	
LAS VEGA	S, NV 89109 (State) (Zij		th/Day/Year) e I - Non-D		ecurit	ies Acq	Applicable Line) _X_ Form filed by O Form filed by M Person	Aore than One Re	porting
1.Title of Security (Instr. 3)			3. Transactic Code (Instr. 8) Code V	on(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Stock	06/28/2013		А	30,469 (1)	А	\$0	44,875	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 8 Underlying Securities D (Instr. 3 and 4) S (1	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 13.7	06/28/2013		А	20,313	(2)	06/28/2023	Common Stock	20,313

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Thomas Mary Helena ONE CAESARS PALACE DRIVE LAS VEGAS, NV 89109			EVP Human Resources				
Signatures							
/s/ Mary H. Thomas, by Jill Eaton, Attorney-in-Fact	07/02/2013						
**Signature of Reporting Person		Date					

Explanation of Responses:

* 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).

(1) Represents Restricted Stock Units, 25% of which vests on each of 1/2/2014, 1/2/2015, 1/2/2016 and 1/2/2017.

(2) The options to purchase shares vest in four equal installments on 1/2/2014, 1/2/2015, 1/2/2016 and 1/2/2017.

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.