

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Reeg Thomas</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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Executive Officer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/29/2024</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
100 WEST LIBERTY STREET 12TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)			Rule 10b5-1(c) Transaction Indication			<input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		
RENO	NV	89501						
(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	02/29/2024		G ⁽¹⁾		242,160	D	\$0	0 ⁽²⁾	I	By Family LLC ⁽²⁾
Common Stock	02/29/2024		G ⁽¹⁾	V	242,160	A	\$0	242,160	I	By Irrevocable Family Trust ⁽¹⁾
Common Stock								216,991 ⁽²⁾	D ⁽³⁾	
Common Stock								6,240	I ⁽⁴⁾	By 401(k) Plan

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	Amount or Number of Shares				
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾			17,972	01/29/2025	(5)	Common Stock	17,972	\$0	0	I	By Family LLC ⁽²⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾	V	17,972		01/29/2025	(5)	Common Stock	17,972	\$0	17,972	I	By Irrevocable Family Trust ⁽¹⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾		65,092		(6)	(5)	Common Stock	65,092	\$0	0	I	By Family LLC ⁽²⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾	V	65,092		(6)	(5)	Common Stock	65,092	\$0	65,092	I	By Irrevocable Family Trust ⁽¹⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾		103,916		(7)	(5)	Common Stock	103,916	\$0	0	I	By Family LLC ⁽²⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾	V	103,916		(7)	(5)	Common Stock	103,916	\$0	103,916	I	By Irrevocable Family Trust ⁽¹⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾		70,126		(8)	(5)	Common Stock	70,126	\$0	0	I	By Family LLC ⁽²⁾
Restricted Stock Unit	(5)	02/29/2024		G ⁽¹⁾	V	70,126		(8)	(5)	Common Stock	70,126	\$0	70,126	I	By Irrevocable Family Trust ⁽¹⁾

Explanation of Responses:

- Reflects the gift of non-voting units in a limited liability company established for the benefit of the Reporting Person's immediate family (the "Family LLC") to an irrevocable trust also established for the benefit of his immediate family members (the "Irrevocable Family Trust"), with the units representing a pecuniary interest in the shares of common stock, or restricted stock units, as applicable, shown, and held by the Family LLC.
- On 2/27/24, the Reporting Person contributed a total of 242,160 shares of common stock, and on 2/28/24 the Reporting Person contributed 257,106 restricted stock units, that he held directly, to the Family LLC of which the Reporting Person was then the holder of all voting and non-voting units.
- The Reporting Person previously reported 17,500 shares as indirectly held in trust, though since this trust is a revocable living trust, the Reporting Person no longer reflects the shares held in such trust as indirectly held.
- The Reporting Person previously reported 6,240 shares as directly held when these shares have been held for several years through his 401(k) plan. These 401(k) holdings are separately reflected in this Form 4.
- Each restricted stock unit represents a contingent right to receive one share of common stock and does not expire.

6. These restricted stock units vest in equal installments on January 29, 2025, and January 29, 2026.
7. These restricted stock units vest in equal installments on January 29, 2025, January 29, 2026, and January 29, 2027.
8. These restricted stock units vest in equal installments on January 1, 2025, January 1, 2026, and January 1, 2027.

Remarks:

/s/ Jill Eaton, by power of attorney

03/01/2024

** 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.

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 Number.