

HARRAHS ENTERTAINMENT INC

Form 8-K

September 15, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

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

September 15, 2010

Date of Report (Date of earliest event reported)

**Harrah s Entertainment, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of Incorporation)

**001-10410**  
(Commission File Number)

**62-1411755**  
(IRS Employer

One Caesars Palace Drive

Identification Number)

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**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))

**Section 2 Financial Information**

**Item 2.02 Results of Operations and Financial Condition.**

Attached and incorporated herein by reference as Exhibit 99.1 is information pertaining solely to the consolidated financial position and results for the quarter ended June 30, 2010 of the wholly owned subsidiaries of the Registrant (the "CMBS Borrowers") that own properties that secure approximately \$5.5 billion of commercial mortgage-backed securities (the "CMBS Financing"). The CMBS Financing is neither secured nor guaranteed by Harrah's Entertainment's other wholly-owned subsidiaries, including Harrah's Operating Company, Inc. and its subsidiaries. The information included in Exhibit 99.1 is being provided to satisfy a requirement under the CMBS Financing.

The information, including exhibits attached hereto, in this Current Report is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) *Exhibits.*

| <b>Exhibit No.</b> | <b>Description</b>                             |
|--------------------|--|
| 99.1               | Discussion of Pro Forma CMBS Borrowers Results |

**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.

HARRAHS ENTERTAINMENT, INC.

Date: September 15, 2010

By: */s/* MICHAEL D. COHEN  
**Michael D. Cohen**  
**Vice President, Associate General Counsel**  
  
**and Corporate Secretary**

**EXHIBIT INDEX**

| <b>Exhibit<br/>No.</b> | <b>Description</b>                             |
|------------------------|--|
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