

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
CAESARS ENTERTAINMENT OPERATING COMPANY, INC., <u>et al.</u> ,)	Case No. 15-01145 (ABG)
)	
Debtors.)	(Jointly Administered)

**EIGHTH AMENDMENT TO SUPPLEMENT TO DEBTORS'
THIRD AMENDED JOINT PLAN OF REORGANIZATION
PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) submit this eighth amendment to the plan supplement (this “Eighth Amended Plan Supplement”) in support of, and in accordance with, the *Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 6318] (as may be amended, supplemented, or modified from time to time, the “Plan”). The Plan was confirmed on January 17, 2017 [Docket No. 6334]. Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan. The documents contained in this Eighth Amended Plan Supplement are integral to, part of, and incorporated by reference into the Plan.

On July 18, 2016, the Debtors filed the *Supplement to Debtors’ Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 4389] (the “Initial Plan Supplement”). On September 16, 2016, the Debtors filed the *First Amendment to Supplement to Debtors’ Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 4998] (the “First Amended Plan Supplement”). On October 5, 2016, the Debtors filed the *Second Amendment to Supplement to Debtors’ Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 5181] (the “Second Amended Plan Supplement”) and the *Third Amendment to Supplement to Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 5193] (the “Third Amended Plan Supplement”). On November 15, 2016, the Debtors filed the *Fourth Amendment to Supplement to Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 5660] (the “Fourth Amended Plan Supplement”). On December 23, 2016, the Debtors filed the *Fifth Amendment to Supplement to Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 6151] (the “Fifth Amended Plan Supplement”). On January 13, 2017, the Debtors filed the *Sixth Amendment to Supplement to Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 6320] (the “Sixth Amended Plan Supplement”). On January 16, 2017, the Debtors filed the *Seventh Amendment to Supplement to Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 6322] (the “Seventh Amended Plan Supplement”).

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This Sixth Amended Plan Supplement contains the following documents, as may be amended, modified, or supplemented from time to time by the Debtors in accordance with the Plan.

Exhibit KK Identity of Members of the New Boards and Related Section 1129(a)(5) Disclosures

Exhibit KK-1 Redline to **Exhibit KK** in the Seventh Amended Plan Supplement

PLEASE TAKE FURTHER NOTICE that copies of the Plan, the Initial Plan Supplement, the First Amended Plan Supplement, the Second Amended Plan Supplement, the Third Amended Plan Supplement, the Fourth Amended Plan Supplement, the Fifth Amended Plan Supplement, the Sixth Amended Plan Supplement, the Seventh Amended Plan Supplement, the Eighth Amended Plan Supplement, and all documents filed in these chapter 11 cases are available free of charge by visiting <https://cases.primeclerk.com/CEOC> or by calling (855) 842-4123 within the United States or Canada or, outside of the United States or Canada, by calling +1 (646) 795-6969. You may also obtain copies of any pleadings by visiting the Court's website at <http://www.ilnb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: May 31, 2017
Chicago, Illinois

/s/ David R. Seligman, P.C.

James H.M. Sprayregen, P.C.

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Exhibit KK

Identity of Members of the New Board and Related Section 1129(a)(5) Disclosures

Pursuant to Article IV.R of the Debtors' *Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* (the "Plan"), and section 1129(a)(5) of the Bankruptcy Code, this Plan Supplement sets forth the proposed composition of the OpCo New Board, the REIT New Board, and the Initial Board of New CEC, including a description of the anticipated directors and officers of each such entity and the nature of the compensation to be paid to any such director or officer that is an "insider" as such term is defined in section 101(31) of the Bankruptcy Code.

Unless otherwise approved, the proposed directors of the Initial Board of New CEC remain subject to compliance and regulatory Approvals (as defined in the Plan), as may be required to enable a proposed director to serve on such board. If any such appointee does not receive all necessary Approvals to assume a seat on the Initial Board by the Effective Date, the parties will select Interim Directors pursuant to the procedures set forth in Article IV.R of the Plan.

Identity and affiliation of each individual proposed to serve on the Initial Board of New CEC

The identities and affiliations of the individuals currently proposed to serve on the Initial Board of New CEC are listed below. At this time, parties have designated ten of the eleven members of the Initial Board of New CEC, subject to all necessary Approvals as noted above. The identity and affiliations of the final individual proposed to serve on the Initial Board of New CEC will be disclosed in advance of the Effective Date once identified.

- **Mark P. Frissora.** Mr. Frissora is the current Chief Executive Officer and President of Caesars Entertainment Corporation. Mr. Frissora has 38 years of business experience that spans all levels of management and functional roles. He joined Caesars in 2015 and served between 2000–2014 as Chairman and CEO of two Fortune 500 companies. Prior to his July 2015 appointment as Caesars' CEO, he started his career working in various management positions for General Electric, Philips Lighting Company, and Aeroquip-Vickers. He served as the CEO of Tenneco from 2000 until 2006. Mr. Frissora subsequently served as CEO of The Hertz Corporation from 2006 until September 2014, also serving as the company's chairman from January 1, 2007, until he stepped down in September 2014. While with Hertz, Mr. Frissora was named one of Business Travel News' Most Influential Business Travel Executives of 2012. Additionally, he has been a member of The Business Roundtable, McKinsey's CEO Advisory Council, and the G100. He has also been actively involved in philanthropic activities and in 2012 he was awarded the Oliver R. Grace Award for Distinguished Service in Advancing Cancer Research. Mr. Frissora holds a B.A. degree from The Ohio State University and has completed executive development programs at Babson College and the Thunderbird International School of Management. He is a Director of Delphi Automotive plc and is also a member of the American Gaming Association. He previously served as a Director of Walgreens Boots Alliance. Because he is the current Chief Executive Officer of Caesars Entertainment Corporation, the Debtors' non-debtor parent company, the Debtors believe that Mr. Frissora is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is

expected to be consistent with Caesars Entertainment Corporations' historical director compensation.

- **David B. Sambur.** Mr. Sambur is a Senior Partner at Apollo Private Equity having joined in 2004. Prior to that time, Mr. Sambur was a member of the Investment Banking division of Salomon Smith Barney Inc. Mr. Sambur serves on the board of directors of AGS Capital LLC, Caesars Acquisition Company, Caesars Entertainment Corporation, Coinstar LLC, Diamond Resorts International Inc., Rackspace Inc., EcoATM, LLC, and RedboxAutomated Retail LLC. Mr. Sambur is also a member of the Mount Sinai Department of Medicine Advisory Board. Mr. Sambur graduated summa cum laude and Phi Beta Kappa from Emory University with a BA in Economics. Because he is a director of both Debtor CEOC and Caesars Entertainment Corporation, the Debtors' non-debtor parent company, the Debtors believe that Mr. Sambur is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations' historical director compensation.
- **Richard P. Schifter.** Mr. Schifter is a senior advisor to TPG Capital, a global private investment firm. Mr. Schifter was a partner at TPG from 1994 to 2013. Prior to joining TPG Capital, Mr. Schifter was a partner at the law firm of Arnold & Porter LLP in Washington, D.C., where he specialized in bankruptcy law and corporate restructuring. Mr. Schifter joined Arnold & Porter in 1979 and was a partner from 1986 through 1994. Mr. Schifter currently serves on the Boards of Directors of American Beacon Advisors, LPL Investment Holdings, Direct General Corporation, EverBank Financial Corp., and American Airlines Group and on the Board of Overseers of the University of Pennsylvania Law School. Mr. Schifter is also a member of the board of directors of the Youth, I.N.C. (Improving Non-profits for Children). Mr. Schifter received a B.A. with distinction from George Washington University and a J.D., cum laude, from the University of Pennsylvania Law School. The Debtors do not believe Mr. Schifter is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.
- **Donald R. Kornstein.** Mr. Kornstein founded and has served as the managing member of the strategic, management, and financial consulting firm Alpine Advisors LLC and currently serves as a non-executive director on the board of Gala Coral Group, a diversified gaming company based in the United Kingdom. He has previously served on the board of directors of Affinity Gaming, Inc., Bally Total Fitness Corporation, Circuit City Stores, Inc., Cash Systems, Inc., Shuffle Master, Inc., and Varsity Brands, Inc. and currently serves on the board of directors of Caesars Acquisition Company. Mr. Kornstein previously served as Chief Executive Officer, President, and Director of Jackpot Enterprises, Inc., and was an investment banker and Senior Managing Director of Bear, Stearns & Co. Inc. Mr. Kornstein earned his B.A., Magna Cum Laude, from the University of Pennsylvania and his M.B.A. from Columbia University Graduate School of Business. Because he is a director of both Caesars Acquisition Company, a non-debtor affiliate of the Debtors, the Debtors believe that Mr. Kornstein is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is

expected to be consistent with Caesars Acquisition Company's historical director compensation.

- **James Hunt.** Mr. Hunt is a senior financial and strategic executive who, prior to retirement from executive responsibilities, served as Executive Vice President and Chief Financial Officer of the global parks and resorts business at The Walt Disney Company, and before then, as a partner at Ernst & Young. He currently serves on the Board of Directors for Brown & Brown, Inc., and on the Board of Trustees of Penn Mutual Life Insurance Company. Mr. Hunt also serves on the Board of Directors of The Nemours Foundation and the Board of Trustees for Children's Hospital Los Angeles. He previously served on the boards of Orlando Health, the University of Central Florida Foundation, and Orlando Regional Chamber of Commerce, the latter as chairman. Mr. Hunt also served on a number of boards of directors during his tenure at Disney, including those for Disney's China businesses and insurance entities. Mr. Hunt is a graduate of the University of Central Florida and a Certified Public Accountant. In addition, he completed the Ernst & Young Partners' program at Northwestern University's J.L. Kellogg School of Management, as well as the Stanford University Directors' College. The Debtors do not believe Mr. Hunt is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.
- **John M. Boushy.** Mr. Boushy is a private investor and founder of Boushy Consulting LLC. He has previously served as the Chief Executive Officer of Ameristar Casinos Inc. and from 1979 to 2006 served in many roles at Harrah's Entertainment, Inc. and its predecessor entities, ending his 27-year career at Harrah's as EVP Project Development after completing his role as Chief Integration Officer during the Harrah's / Caesars merger. While at Harrah's, he developed numerous industry firsts including the customer loyalty program and the technology that powers it, now known as Total Rewards. Mr. Boushy previously served on the Ameristar Casinos and the City of Hope boards, and currently serves as chairman of the board of ReelMetrics. Mr. Boushy is the inventor of several US Patents and holds a Bachelor's degree in Mathematics and a Master's degree in Applied Mathematics, both from North Carolina State University. The Debtors do not believe Mr. Boushy is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.
- **Thomas M. Benninger.** Mr. Benninger is a founding Managing General Partner of Global Leveraged Capital ("GLC"), a private merchant banking firm. Prior to forming GLC, Mr. Benninger was Global Head of Restructuring and Head of the Growth Capital Group at UBS Investment Bank from 2001 to 2006. He also served on the UBS North American Executive Management Committee. Prior to UBS, Mr. Benninger was Head of Restructuring for Donaldson, Lufkin and Jenrette / CSFB; and before then, he held similar positions at Smith Barney and Drexel Burnham Lambert. Mr. Benninger was a Manager in the Audit and Accounting division of Arthur Andersen & Co. Mr. Benninger is the former Chairman of the Board of Managers of Tropicana Entertainment Holdings, LLC and was recently a member of the Board of Directors of Squaw Valley Ski Corporation, Affinity Gaming in Las Vegas, and Revel Casino and Hotel in Atlantic City. He currently is a member of the Board of Directors of: 1) Truckee Gaming LLC in Reno, 2) Video King Acquisition Corp., and 3) the DAPER Investment Fund, a co-investment

fund with the Stanford Management Company for the benefit of the Stanford Athletic Department. Mr. Benninger earned his B.A. and M.B.A. from Stanford University, and is a Certified Public Accountant. He holds an unrestricted key person gaming license in Nevada, Mississippi, Louisiana, Missouri, Iowa, Colorado, and New Jersey. In addition, Mr. Benninger has been licensed as a vendor or key employee in forty-one other state, Canadian, or tribal gaming jurisdictions. The Debtors do not believe Mr. Benninger is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

- **John D. Dionne.** Mr. Dionne is a Senior Advisor to Blackstone and a Lecturer at the Harvard Business School. Before retiring from Blackstone in 2013, Mr. Dionne was Global Head of the Private Equity Business Development and Investor Relations Groups, and also served as a member of its Private Equity Investment and Valuation Committees. He joined Blackstone in 2004 as the Founder and Chief Investment Officer of the Blackstone Distressed Securities Fund. Before joining Blackstone, Mr. Dionne was for several years a Partner and Portfolio Manager for Bennett Restructuring Funds, a multi-billion dollar hedge fund specializing in financially troubled companies, during which time he also served on several official and ad hoc creditor committees. Previously, Mr. Dionne was a Partner at Saugatuck Capital where he invested in middle-market buyouts and restructured troubled portfolio companies. Mr. Dionne has served on the board of directors of many corporations and not-for-profit institutions and is currently a director of Momentive Performance, Cengage Learning, and Pelmorex Media. Mr. Dionne received academic honors while earning an MBA from the Harvard Business School and was a magna cum laude graduate of the University of Scranton, where he is a past Chair of its Board of Trustees. The Debtors do not believe Mr. Dionne is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.
- **Marilyn Winn Spiegel.** Ms. Spiegel was previously the President of Wynn/ Encore Las Vegas, the owner and operator of Wynn Las Vegas and Encore at Wynn Las Vegas casino resorts, from 2010 to 2013. Prior to her work at Wynn/ Encore Las Vegas, Ms. Spiegel was employed at various hotels within the Caesars Entertainment family. From 2004 to 2010, Ms. Spiegel was employed at Caesars Entertainment as the President of Bally’s, Paris Las Vegas, and Planet Hollywood from 2006 to 2010, and the President of Harrah’s Las Vegas and Rio All Suites Hotel & Casino from 2004. Ms. Spiegel was also the Senior Vice President of Human Resources at Harrah’s Entertainment from 1999 to 2004. The Debtors do not believe that Ms. Spiegel is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.
- **Jess Ravich.** Jess Ravich is Group Managing Director and Head of Alternative Products at TCW. Prior to joining TCW, Mr. Ravich was a Managing Director and Head of the Capital Markets Group at Houlihan Lokey. Prior to joining Houlihan Lokey, he founded Libra Securities LLC, an investment banking firm serving the middle market, where he served as CEO for 18 years. He is the chairman of the board of directors for The Cherokee Group, Inc. (CHKE), ALJ Regional Holdings, Inc. (ALJJ), Margaritaville Casino Resort and TCW Direct Lending LLC. He also serves on the board of directors of A-Mark (AMRK) and TCW Alternative Funds. Mr. Ravich is a graduate of the Wharton School at the University of Pennsylvania, summa cum laude, and Harvard Law School, magna cum laude. In 2013, Jess and his 4 daughters founded Tia’s Hope, a nonprofit

charitable organization whose goals are to provide support and memories for children who are hospitalized. The Debtors do not believe Mr. Ravich is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

Identity and affiliation of each individual proposed to serve on the OpCo New Board

The identities and affiliations of the individuals currently proposed to serve on the OpCo New Board are listed below. At this time, parties have designated two of the three members of the OpCo New Board, subject to all necessary Approvals as noted above. The identities and affiliations of the final individual proposed to serve on the OpCo New Board will be disclosed in advance of the Effective Date once identified.

- **Mark Frissora.** Mr. Frissora will also serve on the Initial Board of New CEC. His bio is set forth above.
- **Eric Hession.** Mr. Hession currently serves as the Chief Financial Officer for Caesars Entertainment Corporation. Over the course of his tenure at Caesars, he has held positions in both property operations and corporate finance. While in operations, Mr. Hession led the Planning and Analysis, Revenue Management, Distribution, and Accounting efforts for Caesars 12 Nevada properties. He most recently served as Senior Vice President of Finance and Treasurer where his responsibilities included the leadership of Treasury, Investor Relations, Risk Management, and Mergers & Acquisitions. Previous to his employment with Caesars, Mr. Hession spent five years with Merck and Company, working in various capacities in Pennsylvania, North Carolina, and at their New Jersey corporate headquarters. Mr. Hession grew up in Pittsford, Vermont and attended Cornell University, where he received a Bachelor of Science in Operations Research and Industrial Engineering. He also holds an MBA from The Fuqua School of Business at Duke University. Because he is the Chief Financial Officer of Caesars Entertainment Corporation, the Debtors’ non-debtor parent company, the Debtors believe that Mr. Hession is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations’ historical director compensation.

Identity and affiliation of each individual proposed to serve on the REIT New Board

The identities and affiliations of the individuals currently proposed to serve on the REIT New Board are listed below. At this time, parties have designated six of the seven members of the REIT New Board, subject to all necessary Approvals as noted above. The identity and affiliations of the final individual proposed to serve on the REIT New Board will either be designated in accordance with Article IV.R.2 of the Plan in advance of the Effective Date or on or after the Effective Date by the REIT New Board in accordance with the terms of the REIT Organizational Documents.

- **Eugene I. Davis.** Mr. Davis is Chairman and Chief Executive Officer of PIRINATE Consulting Group, LLC, a privately held consulting firm specializing in turnaround management, merger and acquisition consulting, hostile and friendly takeovers, proxy

contests, and strategic planning advisory services for domestic and international public and private business entities. Since forming PIRINATE in 1997, Mr. Davis has advised, managed, sold, liquidated, and served as a chief executive officer, chief restructuring officer, director, committee chairman, or chairman of a number of businesses operating in diverse sectors. From 1990 to 1997, Mr. Davis served as President, Vice Chairman, and director of Emerson Radio Corporation and from 1996 to 1997 as Chief Executive Officer and Vice Chairman of Sport Supply Group, Inc. He began his career as an attorney and international negotiator with Exxon Corporation and Standard Oil Company (Indiana) and was in private practice from 1984 to 1998. Mr. Davis currently serves as Chairman of the Board of Atlas Iron Limited (ASX: AGO) and U.S. Concrete, Inc. (Nasdaq: USCR), and also serves as a director of Verso Corporation (NYSE: VRS) and Titan Energy, LLC (OTC: TTEN), as well as certain non-SEC reporting companies. During the past five years, Mr. Davis has also been a director of the following SEC registrants: Atlas Air Worldwide Holdings, Inc. (Nasdaq: AAWW), The Cash Store Financial Services, Inc. (NYSE: CSFS), DexOne Corp. (NYSE: DEXO), Genco Shipping & Trading Limited (NYSE: GNK), Global Power Equipment Group, Inc. (NYSE: GLPW), Goodrich Petroleum Corp. (NYSE: GDP), Great Elm Capital Corporation (Nasdaq: GECC), GSI Group, Inc. (Nasdaq: GSIG), Hercules Offshore, Inc., HRG Group, Inc. (NYSE: HRG), Knology, Inc. (Nasdaq: KNOL), SeraCare Life Sciences, Inc. (Nasdaq: SRLS), Spansion, Inc. (NYSE: CODE), SpectrumBrands Holdings, Inc. (NYSE: SPB), and WMIH Corp. (Nasdaq: WMIH). Mr. Davis' prior experience also includes having served on the board of directors of each of ALST Casino Holdco, LLC and Trump Entertainment Resorts, Inc. Mr. Davis holds a bachelor's degree from Columbia College, a master of international affairs degree (MIA) in international law and organization from the School of International Affairs of Columbia University, and a Juris Doctorate from Columbia University School of Law. The Debtors do not believe Mr. Davis is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.

- **Michael D. Rumbolz.** Mr. Rumbolz is President and Chief Executive Officer of Everi Holdings Inc. (NYSE: EVRI), a developer of gaming products and services and an independent director of Seminole Hard Rock Entertainment, LLC. Mr. Rumbolz served as Chairman and Chief Executive Officer of Cash Systems, Inc., a provider of cash access services to the gaming industry, from 2005 until 2008 when Cash Systems, Inc. was acquired by Everi. Mr. Rumbolz also has from time to time provided consulting services and held a number of public and private sector employment positions in the gaming industry, including serving as Member and Chairman of the Nevada Gaming Control Board from 1985 through 1988. Mr. Rumbolz is also the former Vice Chairman of the Board of Casino Data Systems in 2001, was the President and CEO of Anchor Gaming from 1995 to 2000, was the director of Development for Circus Circus Enterprises (later Mandalay Bay Group) from 1992 to 1995, and was the President of Casino Windsor at the time of its opening in Windsor, Ontario in 1995. In addition, Mr. Rumbolz is the former Chief Deputy Attorney General of the State of Nevada. The Debtors do not believe that Mr. Rumbolz is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.
- **Eric Hausler.** Mr. Hausler held the position of Chief Executive Officer of Isle of Capri Casinos, Inc. (NYSE: ISLE), a developer, owner and operator of branded gaming

facilities and related dining, lodging and entertainment facilities in regional markets in the United States, since April 2016. Prior to that, Mr. Hausler served as ISLE's Chief Financial Officer from 2014 to 2016, as its Chief Strategic Officer from 2011 to 2014, and as its Senior Vice President, Strategic Initiatives from 2009 to 2011. Mr. Hausler retired from ISLE in May 2017 immediately following the company's merger with Eldorado Resorts. From 2006 to 2009, Mr. Hausler served as Senior Vice President of Development for Trump Entertainment Resorts, Inc., which filed for Chapter 11 bankruptcy in February 2009. From 2005 to 2006, Mr. Hausler served as Managing Director in Fixed Income Research, covering the gaming, lodging and leisure industries for Bear Stearns & Co. Inc. Mr. Hausler holds a Bachelor's degree from Binghamton University and a Master's degree from the New Jersey Institute of Technology. The Debtors do not believe that Mr. Hausler is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.

- **Edward Baltazar Pitoniak.** Mr. Pitoniak currently serves as Vice Chairman of Realterm, a private equity real estate manager, and as an independent director at Ritchie Brothers Auctioneers (NYSE: RBA). In April 2014, Mr. Pitoniak became Managing Director of InnVest, a publicly listed real estate investment trust, responsible for internalizing and re-capitalizing the REIT, then served as Chairman from June 2015 to August 2016, when the REIT was sold to private capital. He also served as a director of Regal Lifestyle Communities (TSE: RLC), a Canadian seniors housing real estate owner and operator, from 2012 until its sale in 2015. Mr. Pitoniak retired in 2009 from the position of President and Chief Executive Officer and Director of bcIMC Hospitality Group, a hotel property and brand ownership entity (formerly a public income trust called Canadian Hotel Income Properties Real Estate Investment Trust ("CHIP")), where he was employed since 2004. As Chief Executive Officer of CHIP, he led the company to 4 consecutive years of total return leadership among Canadian hotel REITs, and then to a sale in 2007. Mr. Pitoniak was also a member of CHIP's Board of Trustees before it went private. Prior to joining CHIP, Mr. Pitoniak was a Senior Vice-President at Intrawest Corporation, a ski and golf resort operator and developer, for nearly eight years. Before Intrawest, Mr. Pitoniak spent nine years with Times Mirror Magazines, where he served as editor-in-chief and associate publisher with Ski Magazine. Mr. Pitoniak has a Bachelor of Arts degree from Amherst College. The Debtors do not believe that Mr. Pitoniak is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.
- **James R. Abrahamson.** Mr. Abrahamson is Chairman of Interstate Hotels & Resorts ("Interstate"), the leading US-based global hotel management company comprising 430 hotels. He previously served as Interstate's Chief Executive Officer from 2011 to March 2017; he was named to the additional position of Chairman in October 2016. Mr. Abrahamson also serves as an independent Director at La Quinta Holdings, Inc. (NYSE: LQ) and at BrightView Corporation (a private company). Prior to joining Interstate in 2011, Mr. Abrahamson also held senior leadership positions with InterContinental Hotels Group (NYSE: IHG), Hyatt Corporation, Marcus Corporation, and Hilton Worldwide. At IHG, where he served from 2009 to 2011, he served as President of the Americas division and, from 2010 to 2011, as executive director. At Hyatt, which he joined in 2004, he was Head of Development for the Americas division.

At Marcus, where he served from 2000 to 2004, Mr. Abrahamson was President of the Baymont Inn and Suites and Woodfield Suites hotels division consisting of approximately 200 properties, both owned and franchised. At Hilton, where he served from 1988 to 2000, Mr. Abrahamson oversaw the Americas region franchise division for all Hilton brands and launched the Hilton Garden Inn brand. Mr. Abrahamson currently serves as president of the Marriott International National Association owners' organization and has served as national board chair of the American Hotel and Lodging Association in 2015 and 2016 and as national board chair of the U.S. Travel Association in 2013 and 2014. He holds a degree in Business Administration from the University of Minnesota. The Debtors do not believe that Mr. Abrahamson is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.

- **Craig Macnab.** Mr. Macnab held the position of Chairman and Chief Executive Officer of National Retail Properties, Inc. (NYSE: NNN), a real estate investment trust that acquires, owns, invests in, and develops properties that are leased primarily to retail tenants, since 2008 (with his service as Chief Executive Officer beginning in 2004). Mr. Macnab retired from NNN in April 2017. Mr. Macnab is an independent director of Cadillac Fairview Corporation (a private company), since 2011 and of American Tower Corporation (NYSE: AMT), since 2014 and served as a director of Eclipsys Corporation from 2008 to 2014. Mr. Macnab also served as a director of DDR Corp. (NYSE: DDR), a real estate investment trust, from 2003 to 2015. Mr. Macnab holds a Bachelor's degree in Economics and Accounting from the University of the Witwatersrand and a Master of Business Administration from Drexel University. The Debtors do not believe that Mr. Macnab is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.

Identity and affiliation of each individual proposed to serve as an officer of New CEC

On the Effective Date, it is currently expected that Caesars Entertainment Corporation's existing officers and executives will continue with New CEC in their current roles and receive compensation consistent with current practices. Information about the compensation and affiliations of these individuals may be found on the website for the Securities and Exchange Commission. See, e.g., Caesars Entm't Corp., Proxy Statement (Form DEF 14A), at 19–33 (Apr. 14, 2016).

- **Mark Frissora**, President and Chief Executive Officer. Mr. Frissora will also serve on the Initial Board of New CEC and the OpCo New Board. His biography is set forth above.
- **Eric Hession**, Executive Vice President and Chief Financial Officer. Mr. Hession will also serve on the OpCo New Board. His biography is set forth above.
- **Timothy Donovan**, Executive Vice President, General Counsel, and Chief Regulatory and Compliance Officer. Mr. Donovan has been Caesars Entertainment's Executive Vice President since November 2011, General Counsel since April 2009, and Chief Regulatory and Compliance Officer since January 2011. He served as Senior Vice President from April 2009 to November 2011. Prior to joining Caesars Entertainment (then Harrah's

Entertainment), Mr. Donovan served as Executive Vice President, General Counsel, and Corporate Secretary of Republic Services, Inc. from December 2008 to March 2009 after a merger with Allied Waste Industries, Inc., where he served in the same capacities from April 2007 to December 2008. He earlier served as Executive Vice President-Strategy & Business Development and General Counsel of Tenneco, Inc. from July 1999 to March 2007. Mr. Donovan was a partner in the Chicago-based law firm of Jenner & Block from 1989 to September 1999. While there, he served as a member of the firm's executive committee and as the chairman of its Corporate and Securities Department. Mr. Donovan also is currently a director of John B. Sanfilippo & Son, Inc. This publicly traded company is a leading nut and snack food processor based in Elgin, Illinois. Mr. Donovan is the chairman of its Compensation Committee and a member of the Audit and Governance Committees.

- **Thomas Jenkin**, Global President of Destination Markets. Mr. Jenkin has been Caesars Entertainment's Global President since May 2013. Prior to his current role, he served as President of Operations from November 2011 to May 2013. He served as Western Division President from January 2004 through November 2011. Mr. Jenkin joined the company in 1975 as a fry cook at Harrah's Las Vegas. In 1993, he was promoted to Senior Vice President and General Manager of Harrah's Laughlin, and five years later was named Senior Vice President and General Manager of Harrah's Las Vegas. Mr. Jenkin assumed oversight of the Rio and Harrah's Laughlin in 2001 and 2002, respectively, before being named Western Division President in 2004. Mr. Jenkin has served two terms as President of the Laughlin, Nevada, Chamber of Commerce and also has served on the executive boards of the United Way of the Colorado River, the Mohave County Airport Authority, the Clark County Chapter of the American Red Cross, and the Laughlin Tourism Committee. In 1996, he was named Laughlin's Citizen of the Year. He currently sits on the Board of Directors of the Nevada Resort Association; the Board of Directors for the Las Vegas Convention and Visitors Authority; the Board of Directors for Las Vegas Events; the Board of Advisors for the Foundation for an Independent Tomorrow; and on the Opportunity Village Foundation Board.
- **Bob Morse**, President of Hospitality. Mr. Morse is responsible for development, implementation, and execution of Caesars' integrated strategy for the Las Vegas hospitality corridor, including the Linq, as well as throughout the company's network of resorts. He oversees all initiatives related to food and beverage, nightclubs and nightlife, hotels, and pools and spas. Prior to joining Caesars Entertainment in 2014, Mr. Morse served as Senior Vice President and Chief Operating Officer of The Americas region of IHG (InterContinental Hotels Group) PLC. In his prior role, he was responsible for leading Americas' operations for franchised and managed hotels, including InterContinental Hotels & Resorts, Crowne Plaza Hotels & Resorts, Hotel Indigo, Holiday Inn Hotels & Resorts, Holiday Inn Express, Staybridge Suites, and Candlewood Suites. Mr. Morse is a 35-year veteran of hospitality, touching almost every area of industry during his career. He joined IHG from Noble Investment Group; a leading lodging and hospitality investment organization, where he formerly served as managing principal and Chief Operating Officer. Mr. Morse has a Bachelor of Science degree in Hotel Management from the University of Massachusetts.

- **Steven Tight**, President, International Development. Mr. Tight is responsible for the company's expansion into international markets with branded gaming and non-gaming resorts and other hospitality products. Prior to joining Caesars Entertainment in 2011, Mr. Tight had over 20 years of experience in large-scale international hospitality and entertainment development in Asia, Europe, and the Middle East. He spent 17 years with The Walt Disney Company, including executive roles in the development and operations of Disneyland Paris, and leading the successful negotiation of Hong Kong Disneyland where he was appointed Managing Director. Most recently, Mr. Tight was CEO of two real estate development companies in Dubai, United Arab Emirates, focusing on luxury hospitality and entertainment mixed-use developments. Mr. Tight holds a bachelor's degree in Architecture from Stanford University and an MBA from Harvard Business School.
- **Mary Thomas**, Executive Vice President, Human Resources. Ms. Thomas develops and implements business plans and strategies for all companywide human resources functions, as well as day-to-day human resources operations. Prior to joining the company in 2006, Ms. Thomas served in a variety of leadership roles at Allied Domecq Spirits & Wines and during her 17 years with that company, Ms. Thomas held HR positions in Europe and Asia. Her most recent role was Senior Vice President of Human Resources – North America. Ms. Thomas holds a bachelor's degree in sociology from the University of Central England.
- **Janis Jones Blackhurst**, Executive Vice President, Communications and Government Relations. Ms. Jones Blackhurst oversees government relations, corporate communications, corporate social responsibility, and environmental sustainability for the company. Prior to joining the company in 1999, Ms. Jones Blackhurst served two terms as mayor of the City of Las Vegas. During her eight-year tenure, Las Vegas was the fastest growing city in America and was named the No. 1 city in the nation for entrepreneurs by Inc. magazine. Ms. Jones Blackhurst is the former chairwoman of the Las Vegas Convention and Visitors Authority, the former director of the Nevada Resort Association, and has held senior positions with the Nevada state arm of the Democratic National Committee. She currently serves as a director of the U.S. Chamber of Commerce and the Women's Campaign Fund in Washington, D.C. She also is a member of the Women's Leadership Board at the John F. Kennedy School of Government at Harvard University. Ms. Jones Blackhurst has been honored by the American Diabetes Association and the "I Have A Dream" Foundation, and she was named Humanitarian of the Year in 1998 by the Muscular Dystrophy Association. In 2005 she was honored by the Women of Diversity in their project "100 Years of Influence – The Role of Women Shaping the First 100 Years of Las Vegas." The Human Rights Campaign awarded Ms. Jones Blackhurst the Equality Pioneer award in 2007. Ms. Jones Blackhurst holds a bachelor's degree in English from Stanford University and attended the University of Southern California's School of Food Marketing Management.
- **Richard D. Broome**, Executive Vice President of Public Affairs and Communications. Prior to joining Caesars Entertainment in early 2016, Mr. Broome managed Hertz Holdings global government relations and communications areas from 2000–2015. Previously, Mr. Broome has led internal and external communications initiatives

supporting business transformations, acquisitions, crises, major ownership changes, private equity, multi-brand integration, and employee engagement programs.

- **Les Ottolenghi**, Executive Vice President and Chief Information Officer. Prior to joining Caesars Entertainment in early 2016, Mr. Ottolenghi served as the Global Chief Information & Innovation Officer for Sands Corporation from 2013 through 2015 with a focus on modern, scalable IT network & software infrastructure, and application architectures. Prior to his role at Sands, Mr. Ottolenghi was the Founder & CIO of Plat4M Technologies where he spent five years creating multi-industry software applications including highly scalable SaaS applications and software for the media, travel, and electronics industries. During this time, he created the strategy, business model, and design for TST, the world's largest retail travel system and developed and licensed over a dozen leading-edge social media engagement tools. Mr. Ottolenghi spent nine years at top travel and hospitality companies Agentware Incorporated, Carlson Wagonlit Travel, and Holiday Inn Worldwide developing platforms that revolutionized the industry including the first and most influential search engine for the travel industry. He began his career as an entrepreneur and founded Computer Innovations Corporation right out of college and holds an MBA in Decision Information Analysis from Emory University's Goizueta School of Business where he received the Robert W. Woodruff Scholarship, the highest award granted by the business school. He received his undergraduate degree from Duke University and has been an adjunct professor and lecturer at the Goizueta School of Business as well as Troy State College.
- **Ruben Sigala**, Executive Vice President and Chief Marketing Officer. Mr. Sigala joined Caesars in 2005 and was the company's Chief Analytics Officer and senior Vice President immediately prior to being named Interim Chief Marketing Officer in May 2016. He was recently appointed the Caesars Entertainment's Chief Marketing Officer, pending regulatory approval. Prior to joining the company, he worked in the cruise line industry as a special projects manager at Princess Cruises and as a Consultant in Ernst & Young's National Cash Management Practice. Mr. Sigala is a graduate of the University of Kansas, where he earned a Rhodes Scholarship nomination. He has an MBA from Harvard Business School.

Identity and affiliation of each individual proposed to serve as an officer of the REIT

On the Effective Date, it is currently expected that the following individuals will be officers of the REIT.

- **Edward Baltazar Pitoniak**, Chief Executive Officer. Mr. Pitoniak will also serve on the REIT New Board. His biography is set forth above. His compensation is being negotiated and will be disclosed in the Plan Supplement on or prior to the Effective Date.
- **John Payne**, President and Chief Operating Officer. Mr. Payne is the current Chief Executive Officer of CEOC, a position he has held since 2014. Mr. Payne has 21 years of experience in the gaming and hospitality business and has achieved superior results in each subsequent assignment. Prior to his appointment as CEOC's Chief Executive Officer, Mr. Payne served as CEC's President of Central Markets and Partnership

Development from 2013 to 2014, its President of Enterprise Shared Services from 2012 to 2013, its President of Central Division from 2007 to 2012 and Atlantic City Regional President in 2006. In 2005, Mr. Payne also served as the Gulf Coast Regional President. Mr. Payne served as the Senior Vice President and General Manager of Harrah's New Orleans from 2002 to 2005. Mr. Payne is a Board Member of the Audubon Institute, Crimestoppers of Greater New Orleans and the Business Council of New Orleans as well as being the Chairman of the Board of The Idea Village. Mr. Payne holds a Bachelor's degree in Political Science from Duke University and a Master's Degree in Business Administration from Northwestern University. Mr. Payne will continue to serve as the Chief Executive Officer of CEOC until the Effective Date. Because he is the Chief Executive Officer of Debtor CEOC, the Debtors believe that Mr. Payne is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation is being negotiated and will be disclosed in the Plan Supplement on or prior to the Effective Date.

- **Mary Beth Higgins**, Chief Financing Officer. Ms. Higgins is the current Chief Financial Officer of CEOC, a position she has held since 2014. Prior to that, from 2010 to 2014, Ms. Higgins served as the Chief Financial Officer of Global Cash Access, NYSE "EVRI," a company specializing in casino payment security, game development and patron analytics. From 2000 to 2010, Ms. Higgins served as Chief Financial Officer at Herbst Gaming Inc, a multi- jurisdictional casino gaming company. From 1997 to 2000, Ms. Higgins was the Chief Financial Officer for Camco, Inc. a specialty retailer. From 1987 through 1996, Ms. Higgins held various positions within Wells Fargo/First Interstate Bank in Commercial Lending ultimately Managing the Southern Nevada Division. Ms. Higgins holds a Bachelor's degree in International Relations and Political Science from the University of Southern California and a Master's degree in Business Administration from The University of Memphis. Ms. Higgins will continue to serve as the chief financial officer of CEOC until the Effective Date. Because she is the Chief Financial Officer of Debtor CEOC, the Debtors believe that Ms. Higgins is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. Her compensation is being negotiated and will be disclosed in the Plan Supplement on or prior to the Effective Date.

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Exhibit KK-1

Redline to Previous New Boards Disclosures

Pursuant to Article IV.R of the Debtors' *Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code* (the "Plan"), and section 1129(a)(5) of the Bankruptcy Code, this Plan Supplement sets forth the proposed composition of the OpCo New Board, the REIT New Board, and the Initial Board of New CEC, including a description of the anticipated directors and officers of each such entity and the nature of the compensation to be paid to any such director or officer that is an "insider" as such term is defined in section 101(31) of the Bankruptcy Code.

Unless otherwise approved, the proposed directors of the Initial Board of New CEC remain subject to compliance and regulatory Approvals (as defined in the Plan), as may be required to enable a proposed director to serve on such board. If any such appointee does not receive all necessary Approvals to assume a seat on the Initial Board by the Effective Date, the parties will select Interim Directors pursuant to the procedures set forth in Article IV.R of the Plan.

Identity and affiliation of each individual proposed to serve on the Initial Board of New CEC

The identities and affiliations of the individuals currently proposed to serve on the Initial Board of New CEC are listed below. At this time, parties have designated ~~eight~~ten of the eleven members of the Initial Board of New CEC, subject to all necessary Approvals as noted above. The identities and affiliations of ~~additional individuals~~the final individual proposed to serve on the Initial Board of New CEC will be disclosed in advance of the Effective Date once identified.

- **Mark P. Frissora.** Mr. Frissora is the current Chief Executive Officer and President of Caesars Entertainment Corporation. Mr. Frissora has 38 years of business experience that spans all levels of management and functional roles. He joined Caesars in 2015 and served between 2000–2014 as Chairman and CEO of two Fortune 500 companies. Prior to his July 2015 appointment as Caesars' CEO, he started his career working in various management positions for General Electric, Philips Lighting Company, and Aeroquip-Vickers. He served as the CEO of Tenneco from 2000 until 2006. Mr. Frissora subsequently served as CEO of The Hertz Corporation from 2006 until September 2014, also serving as the company's chairman from January 1, 2007, until he stepped down in September 2014. While with Hertz, Mr. Frissora was named one of Business Travel News' Most Influential Business Travel Executives of 2012. Additionally, he has been a member of The Business Roundtable, McKinsey's CEO Advisory Council, and the G100. He has also been actively involved in philanthropic activities and in 2012 he was awarded the Oliver R. Grace Award for Distinguished Service in Advancing Cancer Research. Mr. Frissora holds a B.A. degree from The Ohio State University and has completed executive development programs at Babson College and the Thunderbird International School of Management. He is a Director of Delphi Automotive plc and is also a member of the American Gaming Association. He previously served as a Director of Walgreens Boots Alliance. Because he is the current Chief Executive Officer of Caesars Entertainment Corporation, the Debtors' non-debtor parent company, the Debtors believe that Mr. Frissora is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New

CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations' historical director compensation.

- **David B. Sambur.** Mr. Sambur is a Senior Partner at Apollo Private Equity having joined in 2004. Prior to that time, Mr. Sambur was a member of the Investment Banking division of Salomon Smith Barney Inc. Mr. Sambur serves on the board of directors of AGS Capital LLC, Caesars Acquisition Company, Caesars Entertainment Corporation, Coinstar LLC, Diamond Resorts International Inc., Rackspace Inc., EcoATM, LLC, and RedboxAutomated Retail LLC. Mr. Sambur is also a member of the Mount Sinai Department of Medicine Advisory Board. Mr. Sambur graduated summa cum laude and Phi Beta Kappa from Emory University with a BA in Economics. Because he is a director of both Debtor CEOC and Caesars Entertainment Corporation, the Debtors' non-debtor parent company, the Debtors believe that Mr. Sambur is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations' historical director compensation.
- **Richard P. Schifter.** Mr. Schifter is a senior advisor to TPG Capital, a global private investment firm. Mr. Schifter was a partner at TPG from 1994 to 2013. Prior to joining TPG Capital, Mr. Schifter was a partner at the law firm of Arnold & Porter LLP in Washington, D.C., where he specialized in bankruptcy law and corporate restructuring. Mr. Schifter joined Arnold & Porter in 1979 and was a partner from 1986 through 1994. Mr. Schifter currently serves on the Boards of Directors of American Beacon Advisors, LPL Investment Holdings, Direct General Corporation, EverBank Financial Corp., and American Airlines Group and on the Board of Overseers of the University of Pennsylvania Law School. Mr. Schifter is also a member of the board of directors of the Youth, I.N.C. (Improving Non-profits for Children). Mr. David Bonderman.[†]Schifter received a B.A. with distinction from George Washington University and a J.D., cum

~~[†] When Richard P. Shifter receives all required Approvals, Mr. Shifter will replace Mr. Bonderman on the Initial Board of New CEC. Mr. Schifter is a senior advisor to TPG Capital, a global private investment firm. Mr. Schifter was a partner at TPG from 1994 to 2013. Prior to joining TPG Capital, Mr. Schifter was a partner at the law firm of Arnold & Porter LLP in Washington, D.C., where he specialized in bankruptcy law and corporate restructuring. Mr. Schifter joined Arnold & Porter in 1979 and was a partner from 1986 through 1994. Mr. Schifter currently serves on the Boards of Directors of American Beacon Advisors, LPL Investment Holdings, Direct General Corporation, EverBank Financial Corp., and American Airlines Group and on the Board of Overseers of the University of Pennsylvania Law School. Mr. Schifter is also a member of the board of directors of the Youth, I.N.C. (Improving Non-profits for Children). Mr. Schifter received a B.A. with distinction from George Washington University and a J.D., cum laude, from the University of Pennsylvania Law School. The Debtors do not believe Mr. Shifter is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.~~

laude, from the University of Pennsylvania Law School. The Debtors do not believe Mr. Shifter is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

- ~~• **Mr. Bonderman** has been a director of Caesars Entertainment Corporation since January 2008. Mr. Bonderman is a TPG Founding Partner. Prior to forming TPG in 1993, Mr. Bonderman was Chief Operating Officer of the Robert M. Bass Group, Inc. (now doing business as Keystone Group, L.P.) in Fort Worth, Texas. He holds a bachelor’s degree from the University of Washington and a law degree from Harvard University. He has previously served on the boards of directors of Gemalto N.V., Burger King Holdings, Inc., Washington Mutual, Inc., IASIS Healthcare LLC, and Univision Communications and Armstrong World Industries, Inc. Mr. Bonderman also currently serves on the boards of directors of JSC VTB Bank, Energy Future Holdings Corp., General Motors Company, CoStar Group, Inc., and Ryanair Holdings PLC, of which he is Chairman. Because he is a director of both Debtor CEC and Caesars Entertainment Corporation, the Debtors’ non-debtor parent company, the Debtors believe that Mr. Bonderman is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations’ historical director compensation.~~
- **Donald R. Kornstein.** Mr. Kornstein founded and has served as the managing member of the strategic, management, and financial consulting firm Alpine Advisors LLC and currently serves as a non-executive director on the board of Gala Coral Group, a diversified gaming company based in the United Kingdom. He has previously served on the board of directors of Affinity Gaming, Inc., Bally Total Fitness Corporation, Circuit City Stores, Inc., Cash Systems, Inc., Shuffle Master, Inc., and Varsity Brands, Inc. and currently serves on the board of directors of Caesars Acquisition Company. Mr. Kornstein previously served as Chief Executive Officer, President, and Director of Jackpot Enterprises, Inc., and was an investment banker and Senior Managing Director of Bear, Stearns & Co. Inc. Mr. Kornstein earned his B.A., Magna Cum Laude, from the University of Pennsylvania and his M.B.A. from Columbia University Graduate School of Business. Because he is a director of both Caesars Acquisition Company, a non-debtor affiliate of the Debtors, the Debtors believe that Mr. Kornstein is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Acquisition Company’s historical director compensation.
- **James Hunt.** Mr. Hunt is a senior financial and strategic executive who, prior to retirement from executive responsibilities, served as Executive Vice President and Chief Financial Officer of the global parks and resorts business at The Walt Disney Company, and before then, as a partner at Ernst & Young. He currently serves on the Board of Directors for Brown & Brown, Inc., and on the Board of Trustees of Penn Mutual Life Insurance Company. Mr. Hunt also serves on the Board of Directors of The Nemours Foundation and the Board of Trustees for Children’s Hospital Los Angeles. He previously served on the boards of Orlando Health, the University of Central Florida Foundation, and Orlando Regional Chamber of Commerce, the latter as chairman.

Mr. Hunt also served on a number of boards of directors during his tenure at Disney, including those for Disney's China businesses and insurance entities. Mr. Hunt is a graduate of the University of Central Florida and a Certified Public Accountant. In addition, he completed the Ernst & Young Partners' program at Northwestern University's J.L. Kellogg School of Management, as well as the Stanford University Directors' College. [The Debtors do not believe Mr. Hunt is an "insider," as such term is defined in section 101\(31\) of the Bankruptcy Code.](#)

- **John M. Boushy.** Mr. Boushy is a private investor and founder of Boushy Consulting LLC. He has previously served as the Chief Executive Officer of Ameristar Casinos Inc. and from 1979 to 2006 served in many roles at Harrah's Entertainment, Inc. and its predecessor entities, ending his 27-year career at Harrah's as EVP Project Development after completing his role as Chief Integration Officer during the Harrah's / Caesars merger. While at Harrah's, he developed numerous industry firsts including the customer loyalty program and the technology that powers it, now known as Total Rewards. Mr. Boushy previously served on the Ameristar Casinos and the City of Hope boards, and currently serves as chairman of the board of ReelMetrics. Mr. Boushy is the inventor of several US Patents and holds a Bachelor's degree in Mathematics and a Master's degree in Applied Mathematics, both from North Carolina State University. [The Debtors do not believe Mr. Boushy is an "insider," as such term is defined in section 101\(31\) of the Bankruptcy Code.](#)
- **Thomas M. Benninger.** Mr. Benninger is a founding Managing General Partner of Global Leveraged Capital ("GLC"), a private merchant banking firm. Prior to forming GLC, Mr. Benninger was Global Head of Restructuring and Head of the Growth Capital Group at UBS Investment Bank from 2001 to 2006. He also served on the UBS North American Executive Management Committee. Prior to UBS, Mr. Benninger was Head of Restructuring for Donaldson, Lufkin and Jenrette / CSFB; and before then, he held similar positions at Smith Barney and Drexel Burnham Lambert. Mr. Benninger was a Manager in the Audit and Accounting division of Arthur Andersen & Co. Mr. Benninger is the former Chairman of the Board of Managers of Tropicana Entertainment Holdings, LLC and was recently a member of the Board of Directors of Squaw Valley Ski Corporation, Affinity Gaming in Las Vegas, and Revel Casino and Hotel in Atlantic City. He currently is a member of the Board of Directors of: 1) Truckee Gaming LLC in Reno, 2) Video King Acquisition Corp., and 3) the DAPER Investment Fund, a co-investment fund with the Stanford Management Company for the benefit of the Stanford Athletic Department. Mr. Benninger earned his B.A. and M.B.A. from Stanford University, and is a Certified Public Accountant. He holds an unrestricted key person gaming license in Nevada, Mississippi, Louisiana, Missouri, Iowa, Colorado, and New Jersey. In addition, Mr. Benninger has been licensed as a vendor or key employee in forty-one other state, Canadian, or tribal gaming jurisdictions. [The Debtors do not believe Mr. Benninger is an "insider," as such term is defined in section 101\(31\) of the Bankruptcy Code.](#)
- **John D. Dionne.** Mr. Dionne is a Senior Advisor to Blackstone and a Lecturer at the Harvard Business School. Before retiring from Blackstone in 2013, Mr. Dionne was Global Head of the Private Equity Business Development and Investor Relations Groups, and also served as a member of its Private Equity Investment and Valuation Committees.

He joined Blackstone in 2004 as the Founder and Chief Investment Officer of the Blackstone Distressed Securities Fund. Before joining Blackstone, Mr. Dionne was for several years a Partner and Portfolio Manager for Bennett Restructuring Funds, a multi-billion dollar hedge fund specializing in financially troubled companies, during which time he also served on several official and ad hoc creditor committees. Previously, Mr. Dionne was a Partner at Saugatuck Capital where he invested in middle-market buyouts and restructured troubled portfolio companies. Mr. Dionne has served on the board of directors of many corporations and not-for-profit institutions and is currently a director of Momentive Performance, Cengage Learning, and Pelmorex Media. Mr. Dionne received academic honors while earning an MBA from the Harvard Business School and was a magna cum laude graduate of the University of Scranton, where he is a past Chair of its Board of Trustees. The Debtors do not believe Mr. Dionne is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

- **Marilyn Winn Spiegel.** Ms. Spiegel was previously the President of Wynn/ Encore Las Vegas, the owner and operator of Wynn Las Vegas and Encore at Wynn Las Vegas casino resorts, from 2010 to 2013. Prior to her work at Wynn/ Encore Las Vegas, Ms. Spiegel was employed at various hotels within the Caesars Entertainment family. From 2004 to 2010, Ms. Spiegel was employed at Caesars Entertainment as the President of Bally’s, Paris Las Vegas, and Planet Hollywood from 2006 to 2010, and the President of Harrah’s Las Vegas and Rio All Suites Hotel & Casino from 2004. Ms. Spiegel was also the Senior Vice President of Human Resources at Harrah’s Entertainment from 1999 to 2004. The Debtors do not believe that Ms. Spiegel is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.
- **Jess Ravich.** Jess Ravich is Group Managing Director and Head of Alternative Products at TCW. Prior to joining TCW, Mr. Ravich was a Managing Director and Head of the Capital Markets Group at Houlihan Lokey. Prior to joining Houlihan Lokey, he founded Libra Securities LLC, an investment banking firm serving the middle market, where he served as CEO for 18 years. He is the chairman of the board of directors for The Cherokee Group, Inc. (CHKE), ALJ Regional Holdings, Inc. (ALJJ), Margaritaville Casino Resort and TCW Direct Lending LLC. He also serves on the board of directors of A-Mark (AMRK) and TCW Alternative Funds. Mr. Ravich is a graduate of the Wharton School at the University of Pennsylvania, summa cum laude, and Harvard Law School, magna cum laude. In 2013, Jess and his 4 daughters founded Tia’s Hope, a nonprofit charitable organization whose goals are to provide support and memories for children who are hospitalized. The Debtors do not believe Mr. Ravich is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

Identity and affiliation of each individual proposed to serve on the OpCo New Board

The identities and affiliations of the individuals currently proposed to serve on the OpCo New Board are listed below. At this time, parties have designated two of the three members of the OpCo New Board, subject to all necessary Approvals as noted above. The identities and affiliations of ~~additional individuals~~ the final individual proposed to serve on the OpCo New Board will be disclosed in advance of the Effective Date once identified.

- **Mark Frissora.** Mr. Frissora will also serve on the Initial Board of New CEC. His bio is set forth above.
- **Eric Hession.** Mr. Hession currently serves as the Chief Financial Officer for Caesars Entertainment Corporation. Over the course of his tenure at Caesars, he has held positions in both property operations and corporate finance. While in operations, Mr. Hession led the Planning and Analysis, Revenue Management, Distribution, and Accounting efforts for Caesars 12 Nevada properties. He most recently served as Senior Vice President of Finance and Treasurer where his responsibilities included the leadership of Treasury, Investor Relations, Risk Management, and Mergers & Acquisitions. Previous to his employment with Caesars, Mr. Hession spent five years with Merck and Company, working in various capacities in Pennsylvania, North Carolina, and at their New Jersey corporate headquarters. Mr. Hession grew up in Pittsford, Vermont and attended Cornell University, where he received a Bachelor of Science in Operations Research and Industrial Engineering. He also holds an MBA from The Fuqua School of Business at Duke University. Because he is the Chief Financial Officer of Caesars Entertainment Corporation, the Debtors' non-debtor parent company, the Debtors believe that Mr. Hession is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code. His compensation will be determined by the Initial Board of New CEC on or after the Effective Date, but is expected to be consistent with Caesars Entertainment Corporations' historical director compensation.

Identity and affiliation of each individual proposed to serve on the REIT New Board

The identities and affiliations of the individuals currently proposed to serve on the REIT New Board are listed below. At this time, parties have designated ~~two~~six of the seven members of the REIT New Board, subject to all necessary Approvals as noted above. The identities and affiliations of ~~additional individuals~~the final individual proposed to serve on the REIT New Board will ~~be disclosed~~either be designated in accordance with Article IV.R.2 of the Plan in advance of the Effective Date once identified or on or after the Effective Date by the REIT New Board in accordance with the terms of the REIT Organizational Documents.

- **Eugene I. Davis.** Mr. Davis is Chairman and Chief Executive Officer of PIRINATE Consulting Group, LLC, ~~or PIRINATE,~~ a privately held consulting firm specializing in turnaround management, merger and acquisition consulting, ~~and~~ hostile and friendly takeovers, proxy contests, and strategic planning advisory services for domestic and international public and private business entities. Since forming PIRINATE in 1997, Mr. ~~._~~ Davis has advised, managed, sold, liquidated, and served as a ~~Chief Executive Officer, Chief Restructuring Officer, Director, Committee Chairman, and Chairman of the Board~~chief executive officer, chief restructuring officer, director, committee chairman, or chairman of a number of businesses operating in diverse sectors ~~such as gaming and hospitality, telecommunications, automotive, manufacturing, high-technology, medical technologies, metals, energy, financial services, consumer products and services, import-export, mining, and transportation and logistics. Previously. From 1990 to 1997,~~ Mr. Davis served as President, Vice Chairman, and ~~D~~director of Emerson Radio Corporation and from 1996 to 1997 as Chief Executive Officer and Vice Chairman of Sport Supply Group, Inc. He began his career as an attorney and international

negotiator with Exxon Corporation and Standard Oil Company (Indiana) and was in private practice from 1984 to 1998. Mr. Davis currently serves as Chairman of the Board of Atlas Iron Limited (ASX: AGO) and U.S. Concrete, Inc. (Nasdaq: USCR), and also serves as a director of Verso Corporation (NYSE: VRS) and Titan Energy, LLC (OTC: TTEN), as well as certain non-SEC reporting companies. During the past five years, Mr. as a partner in two Texas-based law firms, where he specialized in corporate/securities law, international transactions, and restructuring advisory. Mr. Davis has also been a director of the following SEC registrants: Atlas Air Worldwide Holdings, Inc. (Nasdaq: AAWW), The Cash Store Financial Services, Inc. (NYSE: CSFS), DexOne Corp. (NYSE: DEXO), Genco Shipping & Trading Limited (NYSE: GNK), Global Power Equipment Group, Inc. (NYSE: GLPW), Goodrich Petroleum Corp. (NYSE: GDP), Great Elm Capital Corporation (Nasdaq: GECC), GSI Group, Inc. (Nasdaq: GSIG), Hercules Offshore, Inc., HRG Group, Inc. (NYSE: HRG), Knology, Inc. (Nasdaq: KNOL), SeraCare Life Sciences, Inc. (Nasdaq: SRLS), Spansion, Inc. (NYSE: CODE), SpectrumBrands Holdings, Inc. (NYSE: SPB), and WMIH Corp. (Nasdaq: WMIH). Mr. Davis' prior experience also includes having served on the board of directors of each of ALST Casino Holdco, LLC and Trump Entertainment Resorts, Inc. Mr. Davis holds a bachelor's degree from Columbia College, a master of international affairs degree (MIA) in international law and organization from the School of International Affairs of Columbia University, and a Juris Doctorate from Columbia University School of Law. Mr. Davis is Chairman of the Boards of Atlas Iron Limited, U.S. Concrete, Inc., and WMI Holdings Corp., and also serves as a director of the following public companies: Verso Corporation and Spectrum Brands, Inc. (Mr. Davis has given notice to Spectrum Brands, Inc. that he will not stand for re-election as a director at the company's 2017 annual meeting). Mr. Davis previously served as a director of ALST Casino Holdco, LLC and Trump Entertainment Resorts, Inc. During the past five years, Mr. Davis has also been a director of Ambassadors International, Inc., American Commercial Lines Inc., Atlas Air Worldwide Holdings, Inc., The Cash Store Financial Services, Inc., Delta Airlines, Dex One Corp., Foamex International Inc., Footstar, Inc., Granite Broadcasting Corporation, GSI Group, Inc., Ion Media Networks, Inc., JGWPT Holdings Inc., Knology, Inc., Media General, Inc., Mosaid Technologies, Inc., Ogelbay Norton Company, Orchid Cellmark, Inc., PRG Schultz International Inc., Roomstore, Inc., Rural/Metro Corp., SeraCare Life Sciences, Inc., Silieon Graphics International, Smurfit-Stone Container Corporation, Solutia Inc., Spansion, Inc., Tipperary Corporation, Viskase, Inc. (not a public corporation since 2008), and YRC Worldwide, Inc. The Debtors do not believe Mr. Davis is an "insider," as such term is defined in section 101(31) of the Bankruptcy Code.

- **Michael D. Rumbolz.** Mr. Rumbolz is ~~currently the~~ President and Chief Executive Officer of Everi Holdings Inc., (NYSE: EVRI), a developer of gaming products and services and ~~a Director~~ an independent director of Seminole Hard Rock Entertainment, LLC. Mr. Rumbolz served as ~~the~~ Chairman and Chief Executive Officer of Cash Systems, Inc., a provider of cash access services to the gaming industry, from ~~January~~ 2005 until ~~August~~ 2008 when Cash Systems, Inc. was acquired by Everi. Mr. Rumbolz also has from time to time provided ~~various~~ consulting services and held ~~various~~ a number of public and private sector employment positions in the gaming industry, including serving as Member and Chairman of the Nevada Gaming Control Board from ~~January~~

1985 ~~to December~~through 1988.- Mr. Rumbolz is also the former Vice Chairman of the Board of Casino Data Systems in 2001, was the President and CEO of Anchor Gaming from 1995 to 2000, was the ~~D~~director of Development for Circus Circus Enterprises (later Mandalay Bay Group) from 1992 to 1995, and was the President of Casino Windsor at the time of its opening in Windsor, Ontario ~~in 1995~~. In addition, Mr. ~~Rumbolz~~ is the former Chief Deputy Attorney General of the State of Nevada.- The Debtors do not believe that Mr. Rumbolz is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

- **Eric Hausler.** Mr. Hausler held the position of Chief Executive Officer of Isle of Capri Casinos, Inc. (NYSE: ISLE), a developer, owner and operator of branded gaming facilities and related dining, lodging and entertainment facilities in regional markets in the United States, since April 2016. Prior to that, Mr. Hausler served as ISLE’s Chief Financial Officer from 2014 to 2016, as its Chief Strategic Officer from 2011 to 2014, and as its Senior Vice President, Strategic Initiatives from 2009 to 2011. Mr. Hausler retired from ISLE in May 2017 immediately following the company’s merger with Eldorado Resorts. From 2006 to 2009, Mr. Hausler served as Senior Vice President of Development for Trump Entertainment Resorts, Inc., which filed for Chapter 11 bankruptcy in February 2009. From 2005 to 2006, Mr. Hausler served as Managing Director in Fixed Income Research, covering the gaming, lodging and leisure industries for Bear Stearns & Co. Inc. Mr. Hausler holds a Bachelor’s degree from Binghamton University and a Master’s degree from the New Jersey Institute of Technology. The Debtors do not believe that Mr. Hausler is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.
- **Edward Baltazar Pitoniak.** Mr. Pitoniak currently serves as Vice Chairman of Realterm, a private equity real estate manager, and as an independent director at Ritchie Brothers Auctioneers (NYSE: RBA). In April 2014, Mr. Pitoniak became Managing Director of InnVest, a publicly listed real estate investment trust, responsible for internalizing and re-capitalizing the REIT, then served as Chairman from June 2015 to August 2016, when the REIT was sold to private capital. He also served as a director of Regal Lifestyle Communities (TSE: RLC), a Canadian seniors housing real estate owner and operator, from 2012 until its sale in 2015. Mr. Pitoniak retired in 2009 from the position of President and Chief Executive Officer and Director of bcIMC Hospitality Group, a hotel property and brand ownership entity (formerly a public income trust called Canadian Hotel Income Properties Real Estate Investment Trust (“CHIP”)), where he was employed since 2004. As Chief Executive Officer of CHIP, he led the company to 4 consecutive years of total return leadership among Canadian hotel REITs, and then to a sale in 2007. Mr. Pitoniak was also a member of CHIP’s Board of Trustees before it went private. Prior to joining CHIP, Mr. Pitoniak was a Senior Vice-President at Intrawest Corporation, a ski and golf resort operator and developer, for nearly eight years. Before Intrawest, Mr. Pitoniak spent nine years with Times Mirror Magazines, where he served as editor-in-chief and associate publisher with Ski Magazine. Mr. Pitoniak has a Bachelor of Arts degree from Amherst College. The Debtors do not believe that Mr. Pitoniak is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

- [James R. Abrahamson](#). Mr. Abrahamson is Chairman of Interstate Hotels & Resorts (“Interstate”), the leading US-based global hotel management company comprising 430 hotels. He previously served as Interstate’s Chief Executive Officer from 2011 to March 2017; he was named to the additional position of Chairman in October 2016. Mr. Abrahamson also serves as an independent Director at La Quinta Holdings, Inc. (NYSE: LQ) and at BrightView Corporation (a private company). Prior to joining Interstate in 2011, Mr. Abrahamson also held senior leadership positions with InterContinental Hotels Group (NYSE: IHG), Hyatt Corporation, Marcus Corporation, and Hilton Worldwide. At IHG, where he served from 2009 to 2011, he served as President of the Americas division and, from 2010 to 2011, as executive director. At Hyatt, which he joined in 2004, he was Head of Development for the Americas division. At Marcus, where he served from 2000 to 2004, Mr. Abrahamson was President of the Baymont Inn and Suites and Woodfield Suites hotels division consisting of approximately 200 properties, both owned and franchised. At Hilton, where he served from 1988 to 2000, Mr. Abrahamson oversaw the Americas region franchise division for all Hilton brands and launched the Hilton Garden Inn brand. Mr. Abrahamson currently serves as president of the Marriott International National Association owners’ organization and has served as national board chair of the American Hotel and Lodging Association in 2015 and 2016 and as national board chair of the U.S. Travel Association in 2013 and 2014. He holds a degree in Business Administration from the University of Minnesota. The Debtors do not believe that Mr. Abrahamson is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.
- [Craig Macnab](#). Mr. Macnab held the position of Chairman and Chief Executive Officer of National Retail Properties, Inc. (NYSE: NNN), a real estate investment trust that acquires, owns, invests in, and develops properties that are leased primarily to retail tenants, since 2008 (with his service as Chief Executive Officer beginning in 2004). Mr. Macnab retired from NNN in April 2017. Mr. Macnab is an independent director of Cadillac Fairview Corporation (a private company), since 2011 and of American Tower Corporation (NYSE: AMT), since 2014 and served as a director of Eclipsys Corporation from 2008 to 2014. Mr. Macnab also served as a director of DDR Corp. (NYSE: DDR), a real estate investment trust, from 2003 to 2015. Mr. Macnab holds a Bachelor’s degree in Economics and Accounting from the University of the Witwatersrand and a Master of Business Administration from Drexel University. The Debtors do not believe that Mr. Macnab is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code.

Identity and affiliation of each individual proposed to serve as an officer of New CEC

On the Effective Date, it is currently expected that Caesars Entertainment Corporation’s existing officers and executives will continue with New CEC in their current roles and receive compensation consistent with current practices. Information about the compensation and affiliations of these individuals may be found on the website for the Securities and Exchange Commission. See, e.g., Caesars Entm’t Corp., Proxy Statement (Form DEF 14A), at 19–33 (Apr. 14, 2016).

- **Mark Frissora**, President and Chief Executive Officer ~~and President~~. Mr. Frissora will also serve on the Initial Board of New CEC and the OpCo New Board. His biography is set forth above.
- **Eric Hession**, Executive Vice President and Chief Financial Officer. Mr. Hession will also serve on the OpCo New Board. His biography is set forth above.
- **Timothy Donovan**, Executive Vice President, General Counsel, and Chief Regulatory and Compliance Officer. Mr. Donovan has been Caesars Entertainment's Executive Vice President since November 2011, General Counsel since April 2009, and Chief Regulatory and Compliance Officer since January 2011. He served as Senior Vice President from April 2009 to November 2011. Prior to joining Caesars Entertainment (then Harrah's Entertainment), Mr. Donovan served as Executive Vice President, General Counsel, and Corporate Secretary of Republic Services, Inc. from December 2008 to March 2009 after a merger with Allied Waste Industries, Inc., where he served in the same capacities from April 2007 to December 2008. He earlier served as Executive Vice President ~~Strategy~~ & & Business Development and General Counsel of Tenneco, Inc. from July 1999 to March 2007. Mr. Donovan was a partner in the Chicago-based law firm of Jenner & Block from 1989 to September 1999. While there, he served as a member of the firm's executive committee and as the chairman of its Corporate and Securities Department. Mr. Donovan also is currently a director of John B. Sanfilippo & Son, Inc. This publicly traded company is a leading nut and snack food processor based in Elgin, Illinois. Mr. Donovan is the chairman of its Compensation Committee and a member of the Audit and Governance Committees.
- **Thomas Jenkin**, Global President of Destination Markets. Mr. Jenkin has been Caesars Entertainment's Global President since May 2013. Prior to his current role, he served as President of Operations from November 2011 to May 2013. He served as Western Division President from January 2004 through November 2011. Mr. Jenkin joined the company in 1975 as a fry cook at Harrah's Las Vegas. In 1993, he was promoted to Senior Vice President and General Manager of Harrah's Laughlin, and five years later was named Senior Vice President and General Manager of Harrah's Las Vegas. Mr. Jenkin assumed oversight of the Rio and Harrah's Laughlin in 2001 and 2002, respectively, before being named Western Division President in 2004. Mr. Jenkin has served two terms as President of the Laughlin, Nevada, Chamber of Commerce and also has served on the executive boards of the United Way of the Colorado River, the Mohave County Airport Authority, the Clark County Chapter of the American Red Cross, and the Laughlin Tourism Committee. In 1996, he was named Laughlin's Citizen of the Year. He currently sits on the Board of Directors of the Nevada Resort Association; the Board of Directors for the Las Vegas Convention and Visitors Authority; the Board of Directors for Las Vegas Events; the Board of Advisors for the Foundation for an Independent Tomorrow; and on the Opportunity Village Foundation Board.
- **Bob Morse**, President of Hospitality. Mr. Morse is responsible for development, implementation, and execution of Caesars' integrated strategy for the Las Vegas hospitality corridor, including the Linq, as well as throughout the company's network of resorts. He oversees all initiatives related to food and beverage, nightclubs and nightlife,

hotels, and pools and spas. Prior to joining Caesars Entertainment in 2014, Mr. Morse served as Senior Vice President and Chief Operating Officer of The Americas region of IHG (InterContinental Hotels Group) PLC. In his prior role, he was responsible for leading Americas' operations for franchised and managed hotels, including InterContinental Hotels & Resorts, Crowne Plaza Hotels & Resorts, Hotel Indigo, Holiday Inn Hotels & Resorts, Holiday Inn Express, Staybridge Suites, and Candlewood Suites. Mr. Morse is a 35-year veteran of hospitality, touching almost every area of industry during his career. He joined IHG from Noble Investment Group; a leading lodging and hospitality investment organization, where he formerly served as managing principal and Chief Operating Officer. Mr. Morse has a Bachelor of Science degree in Hotel Management from the University of Massachusetts.

- **Steven Tight**, President, International Development. Mr. Tight is responsible for the company's expansion into international markets with branded gaming and non-gaming resorts and other hospitality products. Prior to joining Caesars Entertainment in 2011, Mr. Tight had over 20 years of experience in large-scale international hospitality and entertainment development in Asia, Europe, and the Middle East. He spent 17 years with The Walt Disney Company, including executive roles in the development and operations of Disneyland Paris, and leading the successful negotiation of Hong Kong Disneyland where he was appointed Managing Director. Most recently, Mr. Tight was CEO of two real estate development companies in Dubai, United Arab Emirates, focusing on luxury hospitality and entertainment mixed-use developments. Mr. Tight holds a bachelor's degree in Architecture from Stanford University and an MBA from Harvard Business School.
- **Mary Thomas**, Executive Vice President, Human Resources. Ms. Thomas develops and implements business plans and strategies for all companywide human resources functions, as well as day-to-day human resources operations. Prior to joining the company in 2006, Ms. Thomas served in a variety of leadership roles at Allied Domecq Spirits & Wines and during her 17 years with that company, Ms. Thomas held HR positions in Europe and Asia. Her most recent role was Senior Vice President of Human Resources – North America. Ms. Thomas holds a bachelor's degree in sociology from the University of Central England.
- **Janis Jones Blackhurst**, Executive Vice President, Communications and Government Relations. Ms. Jones Blackhurst oversees government relations, corporate communications, corporate social responsibility, and environmental sustainability for the company. Prior to joining the company in 1999, Ms. Jones Blackhurst served two terms as mayor of the City of Las Vegas. During her eight-year tenure, Las Vegas was the fastest growing city in America and was named the No. 1 city in the nation for entrepreneurs by Inc. magazine. Ms. Jones Blackhurst is the former chairwoman of the Las Vegas Convention and Visitors Authority, the former director of the Nevada Resort Association, and has held senior positions with the Nevada state arm of the Democratic National Committee. She currently serves as a director of the U.S. Chamber of Commerce and the Women's Campaign Fund in Washington, D.C. She also is a member of the Women's Leadership Board at the John F. Kennedy School of Government at Harvard University. Ms. Jones Blackhurst has been honored by the American Diabetes

Association and the “I Have A Dream” Foundation, and she was named Humanitarian of the Year in 1998 by the Muscular Dystrophy Association. In 2005 she was honored by the Women of Diversity in their project “100 Years of Influence – The Role of Women Shaping the First 100 Years of Las Vegas.” The Human Rights Campaign awarded Ms. Jones Blackhurst the Equality Pioneer award in 2007. Ms. Jones Blackhurst holds a bachelor's degree in English from Stanford University and attended the University of Southern California's School of Food Marketing Management.

- **Richard D. Broome**, Executive Vice President of Public Affairs and Communications. Prior to joining Caesars Entertainment in early 2016, Mr. Broome managed Hertz Holdings global government relations and communications areas from 2000–2015. Previously, Mr. Broome has led internal and external communications initiatives supporting business transformations, acquisitions, crises, major ownership changes, private equity, multi-brand integration, and employee engagement programs.
- **Les Ottolenghi**, Executive Vice President and Chief Information Officer. Prior to joining Caesars Entertainment in early 2016, Mr. Ottolenghi served as the Global Chief Information & Innovation Officer for Sands Corporation from 2013 through 2015 with a focus on modern, scalable IT network & software infrastructure, and application architectures. Prior to his role at Sands, Mr. Ottolenghi was the Founder & CIO of Plat4M Technologies where he spent five years creating multi-industry software applications including highly scalable SaaS applications and software for the media, travel, and electronics industries. During this time, he created the strategy, business model, and design for TST, the world's largest retail travel system and developed and licensed over a dozen leading-edge social media engagement tools. Mr. Ottolenghi spent nine years at top travel and hospitality companies Agentware Incorporated, Carlson Wagonlit Travel, and Holiday Inn Worldwide developing platforms that revolutionized the industry including the first and most influential search engine for the travel industry. He began his career as an entrepreneur and founded Computer Innovations Corporation right out of college and holds an MBA in Decision Information Analysis from Emory University's Goizueta School of Business where he received the Robert W. Woodruff Scholarship, the highest award granted by the business school. He received his undergraduate degree from Duke University and has been an adjunct professor and lecturer at the Goizueta School of Business as well as Troy State College.
- **Ruben Sigala**, Executive Vice President and Chief Marketing Officer. Mr. Sigala joined Caesars in 2005 and was the company's Chief Analytics Officer and senior Vice President immediately prior to being named Interim Chief Marketing Officer in May 2016. He was recently appointed the Caesars Entertainment's Chief Marketing Officer, pending regulatory approval. Prior to joining the company, he worked in the cruise line industry as a special projects manager at Princess Cruises and as a Consultant in Ernst & Young's National Cash Management Practice. Mr. Sigala is a graduate of the University of Kansas, where he earned a Rhodes Scholarship nomination. He has an MBA from Harvard Business School.

Identity and affiliation of each individual proposed to serve as an officer of the REIT

~~The identities and affiliations of the individuals~~ On the Effective Date, it is currently expected to be that the following individuals will be officers of the REIT ~~are unknown at this time. The identities and affiliations of the individuals proposed to~~.

- **Edward Baltazar Pitoniak**, Chief Executive Officer. Mr. Pitoniak will also serve as ~~officers of~~ on the REIT New Board. His biography is set forth above. His compensation is being negotiated and will be disclosed in advance ~~the Plan Supplement on or prior to the Effective Date.~~
- **John Payne**, President and Chief Operating Officer. Mr. Payne is the current Chief Executive Officer of CEOC, a position he has held since 2014. Mr. Payne has 21 years of experience in the gaming and hospitality business and has achieved superior results in each subsequent assignment. Prior to his appointment as CEOC’s Chief Executive Officer, Mr. Payne served as CEC’s President of Central Markets and Partnership Development from 2013 to 2014, its President of ~~the Effective Date once identified~~ Enterprise Shared Services from 2012 to 2013, its President of Central Division from 2007 to 2012 and Atlantic City Regional President in 2006. In 2005, Mr. Payne also served as the Gulf Coast Regional President. Mr. Payne served as the Senior Vice President and General Manager of Harrah’s New Orleans from 2002 to 2005. Mr. Payne is a Board Member of the Audubon Institute, Crimestoppers of Greater New Orleans and the Business Council of New Orleans as well as being the Chairman of the Board of The Idea Village. Mr. Payne holds a Bachelor’s degree in Political Science from Duke University and a Master’s Degree in Business Administration from Northwestern University. Mr. Payne will continue to serve as the Chief Executive Officer of CEOC until the Effective Date. Because he is the Chief Executive Officer of Debtor CEOC, the Debtors believe that Mr. Payne is an “insider,” as such term is defined in section 101(31) of the Bankruptcy Code. His compensation is being negotiated and will be disclosed in the Plan Supplement on or prior to the Effective Date.

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- **Mary Beth Higgins**, Chief Financing Officer. Ms. Higgins is the current Chief Financial Officer of CEOC, a position she has held since 2014. Prior to that, from 2010 to 2014, Ms. Higgins served as the Chief Financial Officer of Global Cash Access, NYSE “EVRI,” a company specializing in casino payment security, game development and patron analytics. From 2000 to 2010, Ms. Higgins served as Chief Financial Officer at Herbst Gaming Inc, a multi- jurisdictional casino gaming company. From 1997 to 2000, Ms. Higgins was the Chief Financial Officer for Camco, Inc. a specialty retailer. From 1987 through 1996, Ms. Higgins held various positions within Wells Fargo/First Interstate Bank in Commercial Lending ultimately Managing the Southern Nevada Division. Ms. Higgins holds a Bachelor’s degree in International Relations and Political Science from the University of Southern California and a Master’s degree in Business Administration from The University of Memphis. Ms. Higgins will continue to serve as the chief financial officer of CEOC until the Effective Date. Because she is the Chief Financial Officer of Debtor CEOC, the Debtors believe that Ms. Higgins is an “insider.”

as such term is defined in section 101(31) of the Bankruptcy Code. Her compensation is being negotiated and will be disclosed in the Plan Supplement on or prior to the Effective Date.

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