

APOLLO INVESTMENT FUND VI L P
Form 3/A
December 15, 2017

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|---|--|---|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Apollo Management Holdings GP, LLC | | | (Month/Day/Year) | | CAESARS ENTERTAINMENT Corp [CZR] | |
| (Last) | (First) | (Middle) | 10/06/2017 | | | |
| 9 W. 57TH STREET,Â 43RD FLOOR | | | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | | | (Check all applicable) | |
| NEW YORK,Â NYÂ 10019 | | | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (City) | (State) | (Zip) | | | 10/16/2017 | |
| | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|---|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|---|------------|------------|---|-----------|-----------|----------------------------------|-----------------------------|
| 5% Convertible Senior Notes due 2024 | 10/06/2017 | 10/01/2024 | Common stock, par value \$0.01 | 2,275,089 | \$ 7.1943 | I | See footnote ⁽¹⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Apollo Management Holdings GP, LLC 9 W. 57TH STREET 43RD FLOOR NEW YORK, NY 10019 | ^ | ^ X | ^ | ^ |
| Apollo Management Holdings, L.P. 9 W. 57TH STREET NEW YORK, NY 10019 | ^ | ^ X | ^ | ^ |
| Apollo Management GP, LLC TWO MANHATTANVILLE ROAD SUITE 203 PURCHASE, NY 10577 | ^ | ^ X | ^ | ^ |
| Apollo Management, L.P. 2 MANHATTANVILLE ROAD SUITE 203 PURCHASE, NY 10577 | ^ | ^ X | ^ | ^ |
| AIF VI Management, LLC 9 WEST 57TH STREET 43RD FLOOR NEW YORK, NY 10019 | ^ | ^ X | ^ | ^ |
| Apollo Management VI, L.P. 9 WEST 57TH STREET 43RD FLOOR NEW YORK, NY 10019 | ^ | ^ X | ^ | ^ |
| APOLLO INVESTMENT FUND VI L P 2 MANHATTAVILLE RD PURCHASE, NY 10577 | ^ | ^ X | ^ | ^ |
| Apollo Alternative Assets, L.P. 87 MARY STREET, GEORGE TOWN GRAND CAYMAN, E9 KY1-9005 | ^ | ^ X | ^ | ^ |
| Apollo Principal Holdings III, L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN STREET GEORGE TOWN, E9 KY1-9005 | ^ | ^ X | ^ | ^ |

Apollo Principal Holdings III GP Ltd
C/O INTERTRUST CORPORATE SERVICES
(CAYMAN) LIMITED, 190 ELGIN STREET
GEORGE TOWN, KY1-9005

Â Â X Â Â

Signatures

See signatures attached as
Exhibit 99.1

12/15/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Footnote 1 to the original Form 3 that was filed on October 16, 2017 (the "Form 3") is incorporated herein by reference and amended and supplemented as follows: This amendment to the Form 3 is filed solely to include the 5% Convertible Senior Notes due 2024 (the "Notes") that were issued by Caesars Entertainment Corporation (the "Issuer") to LeverageSource V S.a. r.l. ("LS V S.a. r.l.") on October 6, 2017 in connection with the reorganization of Caesars Entertainment Operating Company ("CEOC") and certain of its subsidiaries pursuant to a third amended joint plan of reorganization (the "Reorg Plan"). The Notes were issued to LS V S.a.r.l. in exchange for pre-existing debt of CEOC and certain of its subsidiaries that was held LS V S.a.r.l. prior to the reorganization.

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