

BEFORE THE NEVADA GAMING COMMISSION
AND THE NEVADA GAMING CONTROL BOARD

In the Matter of

ELDORADO RESORTS, INC.

(Registration)

EIGHTH REVISED ORDER OF REGISTRATION

THIS MATTER came on specially for hearing before the Nevada Gaming Control Board (“Board”) on July 8, 2020, at Las Vegas, Nevada, and specially for hearing before the Nevada Gaming Commission (“Commission”) on July 8, 2020, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE NEVADA GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:

a. The applications of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.) for (i) approval of the acquisition of control of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), (ii) a finding of suitability as the sole shareholder of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), (iii) approval to pledge the equity securities of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Tropicana Entertainment Inc. and William Hill U.S. Holdco, Inc., and the membership interests of Eldorado HoldCo LLC and CC-Reno LLC to U.S. Bank National

Association, as collateral agent, in conjunction with a credit agreement, (iv) approval to pledge the equity securities of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Tropicana Entertainment Inc. and William Hill U.S. Holdco, Inc., and the membership interests of Eldorado HoldCo LLC and CC-Reno LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, (v) approval to pledge the equity securities of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Tropicana Entertainment Inc. and William Hill U.S. Holdco, Inc., and the membership interests of Eldorado HoldCo LLC and CC-Reno LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes, (vi) approval to share in revenue from the conduct of off-track pari-mutuel race wagering, and (vii) an amendment to its Order of Registration,

b. The applications of Eldorado HoldCo LLC for (i) approval to pledge the membership interest of Eldorado Resorts LLC to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the membership interest of Eldorado Resorts LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the membership interest of Eldorado Resorts LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

c. The applications of Eldorado Resorts LLC for (i) approval to pledge the membership interest of Eldorado Limited Liability Company to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the membership interest of Eldorado Limited Liability Company to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the membership interest of Eldorado Limited Liability Company to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

d. The applications of Eldorado Limited Liability Company for (i) approval to pledge the membership interest of Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as collateral agent, in conjunction with credit agreement, (ii) approval to

pledge the membership interest of Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the membership interest of Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

e. The applications of Tropicana Entertainment Inc. for (i) approval to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

f. The applications of New Tropicana Holdings, Inc. for (i) approval to pledge the equity securities of New Tropicana Opco, Inc. and the membership interest of Tropicana Laughlin, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the equity securities of New Tropicana Opco, Inc. and the membership interest of Tropicana Laughlin, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the equity securities of New Tropicana Opco, Inc. and the membership interest of Tropicana Laughlin, LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

g. The applications of New Tropicana Opco, Inc. for (i) approval to pledge the membership interests of Tropicana Laughlin, LLC and Columbia Properties Tahoe, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the membership interests of Tropicana Laughlin, LLC and Columbia Properties Tahoe, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the membership interests of Tropicana Laughlin,

LLC and Columbia Properties Tahoe, LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

h. The applications of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) (i) for registration as an intermediary company, (ii) approval to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, Flamingo CERP Manager, LLC, HLV CERP Manager, LLC, Laughlin CERP Manager, LLC, Paris CERP Manager, LLC, and Rio CERP Manager, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (iii) approval to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, Flamingo CERP Manager, LLC, HLV CERP Manager, LLC, Laughlin CERP Manager, LLC, Paris CERP Manager, LLC, and Rio CERP Manager, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iv) approval to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, Flamingo CERP Manager, LLC, HLV CERP Manager, LLC, Laughlin CERP Manager, LLC, Paris CERP Manager, LLC, and Rio CERP Manager, LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

i. The applications of Caesars Growth Partners, LLC for (i) approval to pledge the membership interests of Caesars Resort Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the membership interests of Caesars Resort Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, and (iii) approval to pledge the membership interests of Caesars Resorts Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes,

j. The applications of CIE Growth, LLC for (i) approval to pledge the membership interest of Caesars Interactive Entertainment LLC to U.S. Bank National

Association, as collateral agent, in conjunction with a credit agreement, (ii) approval to pledge the membership interest of Caesars Interactive Entertainment LLC to U.S. Bank National Association, as collateral agent, in conjunction with a bridge loan, (iii) approval to pledge the membership interest of Caesars Interactive Entertainment LLC to U.S. Bank National Association, as collateral agent, in conjunction with senior secured notes, and (iv) approval to pledge the membership interest of Caesars Interactive Entertainment LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

k. The applications of CEOC, LLC for (i) approval to pledge the membership interest of Caesars World LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with a credit agreement, and (ii) approval to pledge the membership interests of Caesars World LLC and PHW Manager, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

l. The applications of Caesars World LLC for (i) approval to pledge the membership interest of Caesars Palace LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with a credit agreement, and (ii) approval to pledge the membership interest of Caesars Palace LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

m. The applications of Caesars Palace LLC for (i) approval to pledge the membership interests of Harrah's Las Vegas, LLC, Desert Palace LLC, and Caesars Nevada Newco LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with a credit agreement, and (ii) approval to pledge the membership interests of Harrah's Las Vegas, LLC, Desert Palace LLC, and Caesars Nevada Newco LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

n. The applications of Caesars Nevada Newco LLC for (i) approval to pledge the membership interests of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las

Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with a credit agreement, and (ii) approval to pledge the membership interests of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

o. The applications of HTM Holding LLC for (i) approval to pledge the membership interest of Harveys Tahoe Management Company LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with a credit agreement, and (ii) approval to pledge the membership interest of Harveys Tahoe Management Company LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

p. The application of Caesars Growth PH, LLC for approval to pledge the membership interest of PHWLTV, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

q. The application of Caesars Growth Cromwell, LLC for approval to pledge the membership interest of Corner Investment Company, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

r. The application of Caesars Growth Quad, LLC for approval to pledge the membership interest of 3535 LV Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

s. The application of Caesars Growth Bally's LV, LLC for approval to pledge the membership interest of Parball Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as collateral agent, in conjunction with senior secured notes,

t. The application of Desert Palace LLC, dba Caesars Palace, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Caesars Palace – Race Book and Sports Pool,

u. The application of Harrah's Las Vegas, LLC, dba Harrah's Casino Hotel Las Vegas, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harrah's Casino Hotel Las Vegas – Race Book and Sports Pool,

v. The application of PHWLTV, LLC, dba Planet Hollywood Resort & Casino, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Planet Hollywood Resort & Casino – Race Book and Sports Pool,

w. The application of 3535 LV Newco, LLC, dba The Linq Hotel and Casino, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at The Linq Hotel and Casino – Race Book and Sports Pool,

x. The application of Parball Newco, LLC, dba Bally's Las Vegas, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Bally's Las Vegas – Race Book and Sports Pool,

y. The application of Corner Investment Company, LLC, dba The Cromwell, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at The Cromwell – Race Book and Sports Pool,

z. The application of Harveys Tahoe Management Company LLC, dba Harveys Resort Hotel/Casino and dba Harrah's Casino Hotel Lake Tahoe, for approval to

receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harveys Resort Hotel/Casino and Harrah's Casino Hotel Lake Tahoe – Race Book and Sports Pool,

aa. The application of Flamingo Las Vegas Operating Company, LLC, dba Flamingo Las Vegas, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Flamingo Las Vegas – Race Book and Sports Pool,

bb. The application of Harrah's Laughlin, LLC, dba Harrah's Laughlin, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harrah's Laughlin – Race Book and Sports Pool,

cc. The application of Paris Las Vegas Operating Company, LLC, dba Paris Las Vegas, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Paris Las Vegas – Race Book and Sports Pool,

dd. The application of Rio Properties, LLC, dba Rio All-Suite Hotel & Casino, for approval to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Rio All-Suite Hotel & Casino – Race Book and Sports Pool,

2. THAT the Seventh Revised Order of Registration of Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.) dated January 24, 2019, is hereby amended and restated, in its entirety, by this Eighth Revised Order of Registration.

3. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.) is registered as a publicly traded corporation, is found suitable as the sole member and manager of Eldorado HoldCo LLC, is licensed as the sole member and manager of CC-Reno LLC, is

licensed as the sole manager of Circus and Eldorado Joint Venture, LLC, is found suitable as sole manager of Eldorado Limited Liability Company, is found suitable as the sole shareholder of Tropicana Entertainment Inc., is found suitable as a shareholder of William Hill U.S. Holdco, Inc., and is found suitable as the sole shareholder of Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.).

4. THAT Recreational Enterprises, Inc. is found suitable as a beneficial owner and controlling beneficial owner of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.).

5. THAT Gary Louis Carano, Gene Robert Carano, Glenn Thomas Carano, Gregg Russell Carano, Cindy Lynn Carano and John James Frankovich are each found suitable as a beneficial owner of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.).

6. THAT Eldorado HoldCo LLC is registered as an intermediary company.

7. THAT Eldorado Resorts LLC is registered as an intermediary company and is found suitable as the sole member of Eldorado Limited Liability Company.

8. THAT Eldorado Limited Liability Company is registered as an intermediary company and is licensed as sole member of Circus and Eldorado Joint Venture, LLC.

9. THAT Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) is registered as an intermediary company, is found suitable as sole member and sole manager of Caesars Growth Partners, LLC, and is licensed as the sole member and manager of CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Rio CERP Manager, LLC, Paris CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC.

10. THAT Caesars Growth Partners, LLC is registered as an intermediary company and is found suitable as sole member and manager of CIE Growth, LLC and Caesars Resort Collection, LLC.

11. THAT CIE Growth, LLC is registered as an intermediary company and is licensed as sole member and manager of Caesars Interactive Entertainment, LLC.

12. THAT Caesars Resort Collection, LLC is registered as an intermediary company, is licensed as a member and manager of CEOC, LLC, and Caesars Enterprise Services, LLC.

13. THAT CEOC, LLC is registered as an intermediary company, is found suitable as the sole member and manager of Caesars World LLC, is licensed as sole member and manager of PHW Manager, LLC, The Quad Manager, LLC, Bally's Las Vegas Manager, LLC, and Cromwell Manager, LLC, and is licensed as a member and manager of Caesars Enterprise Services, LLC.

14. THAT Eldorado Resorts LLC, dba Eldorado Hotel & Casino, is licensed to conduct nonrestricted gaming operations at 345 North Virginia Street, Reno, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada II, dba William Hill Race & Sports Book db at Eldorado Hotel & Casino – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

15. THAT Circus and Eldorado Joint Venture, LLC, dba Silver Legacy Resort Casino, is licensed to conduct nonrestricted gaming operations at 407 North Virginia Street, Reno, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book db at Silver Legacy Resort Casino - Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

16. THAT CC-Reno LLC, dba Circus Circus Reno, is licensed to conduct nonrestricted gaming operations at 500 North Sierra Street, Reno, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book db at Circus Circus Reno - Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

17. THAT CC-Reno LLC, dba Circus Circus Reno, is licensed as a manufacturer and a distributor, subject to such conditions or limitations as may be imposed by the Commission.

18. THAT Tropicana Entertainment Inc. is registered as an intermediary company, is found suitable as the sole shareholder of New Tropicana Holdings, Inc., and is licensed as the manager of Colombia Properties Tahoe, LLC and Tropicana Laughlin, LLC.

19. THAT New Tropicana Holdings, Inc. is registered as an intermediary company, is found suitable as the sole shareholder of New Tropicana OpCo, Inc., and is licensed as a 1% member of Tropicana Laughlin, LLC.

20. THAT New Tropicana OpCo, Inc. is registered as an intermediary company, is licensed as the sole member of Columbia Properties Tahoe, LLC, and is licensed as a 99% member of Tropicana Laughlin, LLC.

21. THAT Columbia Properties Tahoe, LLC, dba MontBleu, is licensed to conduct nonrestricted gaming operations at 55 Highway 50, Stateline, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada II, dba William Hill Race & Sports Book db at MontBleu - Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

22. THAT Tropicana Laughlin, LLC, dba Tropicana Laughlin Hotel & Casino, is licensed to conduct nonrestricted gaming operations, including a sports book, at 2121 South Casino Drive, Laughlin, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book db at Tropicana Laughlin Hotel & Casino – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

23. THAT CEOC, LLC is licensed as a manufacturer and distributor, subject to such conditions or limitations as may be imposed by the Commission.

24. THAT Caesars World LLC is registered as an intermediary company and is found suitable as the sole member and manager of Caesars Palace LLC.

25. THAT Caesars Palace LLC is registered as an intermediary company, is found suitable as sole member and manager of Caesars Nevada Newco LLC, and is licensed as the sole member and manager of Desert Palace LLC and Harrah's Las Vegas, LLC.

26. THAT Desert Palace LLC, dba Caesars Palace, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, and to operate Gaming Salons, at 3570 Las Vegas Boulevard South, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Caesars Palace – Race Book and Sports Pool, and that Desert Palace LLC is licensed as a manufacturer and distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

27. THAT Harrah's Las Vegas, LLC, dba Harrah's Casino Hotel Las Vegas, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3473 Las Vegas Boulevard South, Las Vegas, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harrah's Casino Hotel Las Vegas – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

28. THAT Caesars Nevada Newco LLC is registered as an intermediary company, is found of suitable as sole member and manager of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, and HTM Holding LLC, and is licensed as sole member and manager of Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC.

29. THAT Caesars Growth PH, LLC is registered as an intermediary company and is licensed as sole member and manager of PHWLTV, LLC.

30. THAT Caesars Growth Quad, LLC is registered as an intermediary company and is licensed as sole member and manager of 3535 LV Newco, LLC.

31. THAT Caesars Growth Bally's LV, LLC is registered as an intermediary company and is licensed as sole member and manager of Parball Newco, LLC.

32. THAT Caesars Growth Cromwell, LLC is registered as an intermediary company and is licensed as sole member and manager of Corner Investment Company, LLC.

33. THAT HTM Holding LLC is registered as an intermediary company and is licensed as the sole member and manager of Harveys Tahoe Management Company LLC.

34. THAT PHWLV, LLC, dba Planet Hollywood Resort & Casino is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3667 Las Vegas Boulevard South, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Planet Hollywood Resort & Casino – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

35. THAT PHWLV, LLC is licensed as a manufacturer and distributor, subject to such conditions or limitations as may be imposed by the Commission.

36. THAT 3535 LV Newco, LLC, dba The Linq Hotel and Casino, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3535 Las Vegas Boulevard South, Las Vegas, and is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at The Linq Hotel and Casino – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

37. THAT 3535 LV Newco, LLC, dba Hot Spot Oasis, is licensed to conduct restricted gaming operations at 265 East Harmon Avenue, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

38. THAT Parball Newco, LLC, dba Bally's Las Vegas, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3645 Las Vegas Boulevard South, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Bally's Las Vegas – Race Book and Sports Pool, and is licensed as a manufacturer and distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

39. THAT Corner Investment Company, LLC, dba The Cromwell, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3595 Las Vegas Boulevard South, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at The Cromwell – Race Book and Sports Pool, and is licensed as a manufacturer and distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

40. THAT Harveys Tahoe Management Company LLC, dba Harveys Resort Hotel/Casino and dba Harrah's Casino Hotel Lake Tahoe, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 18 and 15 Highway 50, Stateline, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harveys Resort Hotel/Casino and dba Harrah's Casino Hotel Lake Tahoe – Race Book and Sports Pool, and is licensed as a distributor, all such licenses subject to such conditions or limitation as may be imposed by the Commission.

41. THAT Flamingo Las Vegas Operating Company, LLC, dba Flamingo Las Vegas, is licensed to conduct off-track pari-mutuel race wagering and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 3555 Las Vegas Boulevard South, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Flamingo Las Vegas – Race Book and Sports Pool, and is licensed as a manufacturer and distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

42. THAT Harrah's Laughlin, LLC, dba Harrah's Casino Hotel Laughlin, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, at 2900 South Casino Drive, Laughlin, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Harrah's Casino Hotel Laughlin – Race Book and Sports Pool, and is licensed as a distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

43. THAT Paris Las Vegas Operating Company, LLC, dba Paris Las Vegas is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations, including a race book and sports pool, and to operate Gaming Salons, at 3655 Las Vegas Boulevard South, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Paris Las Vegas – Race Book and Sports Pool, and is licensed as a manufacturer and distributor, all such licenses subject to such conditions or limitations as may be imposed by the Commission.

44. THAT Rio Properties, LLC, dba Rio All-Suite Hotel & Casino, is licensed to conduct off-track pari-mutuel race and sports wagering and nonrestricted gaming operations,

including a race book and sports pool, at 3700 West Flamingo Road, Las Vegas, is approved to receive a percentage of gaming revenue from the race book and sports pool operated by William Hill Nevada I, dba William Hill Race & Sports Book, db at Rio All-Suite Hotel & Casino – Race Book and Sports Pool, subject to such conditions or limitations as may be imposed by the Commission.

45. THAT Caesars Enterprise Services, LLC is licensed as a key employee of PHWLTV, LLC, dba Planet Hollywood Resort & Casino, Corner Investment Company, LLC, dba The Cromwell, 3535 LV Newco, LLC, dba The Linq Hotel and Casino, 3535 LV Newco, LLC, dba Hot Spot Oasis, Parball Newco, LLC, dba Bally's Las Vegas, Flamingo Las Vegas Operating Company, LLC, dba Flamingo Las Vegas, Rio Properties, LLC, dba Rio All-Suite Hotel & Casino, Paris Las Vegas Operating Company, LLC, dba Paris Las Vegas, Harrah's Las Vegas, LLC, dba Harrah's Casino Hotel Las Vegas, Harrah's Laughlin, LLC, dba Harrah's Laughlin, Desert Palace LLC, dba Caesars Palace, and Harveys Tahoe Management Company LLC, dba Harveys Resort Hotel/Casino and dba Harrah's Casino Hotel Lake Tahoe, subject to such conditions or limitations as may be imposed by the Commission.

46. THAT CPLV Manager, LLC is licensed as a key employee of Desert Palace LLC, dba Caesars Palace, subject to such conditions or limitations as may be imposed by the Commission.

47. THAT Non-CPLV Manager, LLC is licensed as a key employee of Harveys Tahoe Management Company LLC, dba Harveys Resort Hotel/Casino and dba Harrah's Casino Hotel Lake Tahoe, subject to such conditions or limitations as may be imposed by the Commission.

48. THAT PHW Manager, LLC is licensed as a key executive of PHWLTV, LLC, subject to such conditions or limitations as may be imposed by the Commission.

49. THAT HLV CERP Manager, LLC is licensed as a key employee of Harrah's Las Vegas, LLC, subject to such conditions or limitations as may be imposed by the Commission.

50. THAT Rio CERP Manager, LLC is licensed as a key employee of Rio Properties, LLC, subject to such conditions or limitations as may be imposed by the Commission.

51. THAT Paris CERP Manager, LLC is licensed as a key employee of Paris Las Vegas Operating Company, LLC, subject to such conditions or limitations as may be imposed by the Commission.

52. THAT Flamingo CERP Manager, LLC is licensed as a key employee of Flamingo Las Vegas Operating Company, LLC, subject to such conditions or limitations as may be imposed by the Commission.

53. THAT Laughlin CERP Manager, LLC is licensed as a key employee of Harrah's Laughlin, LLC, subject to such conditions or limitations as may be imposed by the Commission.

54. THAT The Quad Manager, LLC is licensed as a key executive of 3535 LV Newco, LLC, subject to such conditions or limitations as may be imposed by the Commission.

55. THAT Bally's Las Vegas Manager, LLC is licensed as a key executive of Parball Newco, LLC, subject to such conditions or limitations as may be imposed by the Commission.

56. THAT Cromwell Manager, LLC is licensed as a key executive of Corner Investment Company, LLC, subject to such conditions or limitations as may be imposed by the Commission.

57. THAT Caesars Interactive Entertainment, LLC is licensed as an operator of interactive gaming, subject to such conditions or limitations as may be imposed by the Commission.

58. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.) is granted approval, pursuant to NRS 463.5733 and 463.510(1) and NGC Regulations 15B.180, 15.585.7-2 and 8.030, as applicable, to pledge the membership interests of Eldorado HoldCo LLC and CC-Reno LLC and the equity securities of Tropicana Entertainment Inc., Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with a Credit

Agreement in the form of a draft dated November 22, 2019 (“ERI Credit Agreement”), provided that:

a. This approval is pursuant to a Collateral Agreement with U.S. Bank National Association, as Collateral Agent, in the form of a draft dated September 13, 2019 (“U.S. Bank Collateral Agreement”), a fully executed copy of such Collateral Agreement shall be provided to the Chairperson of the Board for administrative approval within ninety (90) days of the date of this Eighth Revised Order of Registration. If the fully executed Collateral Agreement is not provided to the Chairperson of the Board within such time period, unless administratively extended by the Chairperson of the Board, the approval granted in this Paragraph and the approvals granted in Paragraphs fifty-eight (58) through sixty-seven (67) of this Eighth Revised Order of Registration shall be rendered null and void ;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interests or equity securities (except back to Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.)) and before any other resort to the collateral or other enforcement of the security interest in such membership interests or equity securities may occur; and

c. Pursuant to NGC Regulations 15B.140, 15.510.1-3 and 8.030(4)(a), the membership certificates of Eldorado HoldCo LLC and CC-Reno LLC and the stock certificates of Tropicana Entertainment Inc., Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. evidencing said pledge of the membership interests and equity securities must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

59. THAT Eldorado HoldCo LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Resorts

LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado HoldCo LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Resorts LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

60. THAT Eldorado Resorts LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Limited Liability Company to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Resorts LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Limited Liability Company evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

61. THAT Eldorado Limited Liability Company is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge its membership interest in Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Limited Liability Company) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Circus and Eldorado Joint Venture, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

62. THAT Tropicana Entertainment Inc. is granted approval, pursuant to NRS 463.510(1) and NGC Regulations 15.585.7-2 and 8.030, to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities (except back to Tropicana Entertainment Inc.) and before any other resort to the collateral or other enforcement of the security interest in such equity securities may occur; and
- c. Pursuant to NGC Regulations 15.510.1-3 and 8.030(4)(a), the stock certificates of New Tropicana Holdings, Inc., evidencing said pledge of the equity securities must at all times remain physically within the State of Nevada at a location designated to the

Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

63. THAT New Tropicana Holdings, Inc. is granted approval, pursuant to NRS 463.510(1) and 463.5733, and NGC Regulations 15.585.7-2 and 8.030, as applicable, to pledge the equity securities of New Tropicana OpCo, Inc. and the membership interest of Tropicana Laughlin, LLC, to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

a. This approval is pursuant to the U.S. Bank Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities or membership interest (except back to New Tropicana Holdings, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such equity securities or membership interest may occur; and

c. Pursuant to NGC Regulations 15.510.1-3, 15B.140 and 8.030(4)(a), as applicable, the stock certificates of New Tropicana OpCo, Inc. and the membership certificates of Tropicana Laughlin, LLC, evidencing said pledge of the equity securities and membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

64. THAT New Tropicana OpCo, Inc. is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

a. This approval is pursuant to the U.S. Bank Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except

back to New Tropicana OpCo, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

65. THAT Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

a. This approval is pursuant to the U.S. Bank Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.)) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

66. THAT Caesars Growth Partners, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Resort Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Growth Partners, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Resort Collection, LLC, and CIE Growth, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

67. THAT CIE Growth, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Caesars Interactive Entertainment, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with the ERI Credit Agreement, provided that:

- a. This approval is pursuant to the U.S. Bank Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to CIE Growth, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Interactive Entertainment, LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location

designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

68. THAT the fully executed U.S. Bank Collateral Agreement shall not be amended without the prior administrative approval of the Chairperson of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the U.S. Bank Collateral Agreement that increase or change the equity securities or membership interests that is the subject of the pledge, or that change the identity of the Collateral Agent.

69. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.) is granted approval, pursuant to NRS 463.5733 and 463.510(1) and NGC Regulations 15B.180, 15.585.7-2 and 8.030, as applicable, to pledge the membership interests of Eldorado HoldCo LLC and CC-Reno LLC and the equity securities of Tropicana Entertainment Inc., Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan in the form of a draft dated as of the closing date of the acquisition of control ("Bridge Loan"), provided that:

a. This approval is pursuant to a Collateral Agreement for the Bridge Loan with U.S. Bank National Association, as Collateral Agent, in the form of a draft dated as of the closing date of the acquisition of control ("Bridge Loan Collateral Agreement"), a fully executed copy of such Collateral Agreement shall be provided to the Chairperson of the Board for administrative approval within ninety (90) days of the date of this Eighth Revised Order of Registration. If the fully executed Collateral Agreement is not provided to the Chairperson of the Board within such time period, unless administratively extended by the Chairperson of the Board, the approval granted in this Paragraph and the approvals granted in Paragraphs sixty-nine (69) through seventy-eight (78) of this Eighth Revised Order of Registration shall be rendered null and void;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interests or equity securities (except back to Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.)) and before any other resort to the collateral or other enforcement of the security interest in such membership interests or equity securities may occur; and

c. Pursuant to NGC Regulations 15B.140, 15.510.1-3 and 8.030(4)(a), the membership certificates of Eldorado HoldCo LLC and CC-Reno LLC and the stock certificates of Tropicana Entertainment Inc., Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. evidencing said pledge of the membership interests and equity securities must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

70. THAT Eldorado HoldCo LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Resorts LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado HoldCo LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Resorts LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

71. THAT Eldorado Resorts LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Limited Liability Company to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

- a. This approval is pursuant to the Bridge Loan Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Resorts LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Limited Liability Company evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

72. THAT Eldorado Limited Liability Company is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge its membership interest in Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

- a. This approval is pursuant to the Bridge Loan Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Limited Liability Company) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Circus and Eldorado Joint Venture, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location

designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

73. THAT Tropicana Entertainment Inc. is granted approval, pursuant to NRS 463.510(1) and NGC Regulations 15.585.7-2 and 8.030, to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities (except back to Tropicana Entertainment Inc.) and before any other resort to the collateral or other enforcement of the security interest in such equity securities may occur; and

c. Pursuant to NGC Regulations 15.510.1-3 and 8.030(4)(a), the stock certificates of New Tropicana Holdings, Inc., evidencing said pledge of the equity securities must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

74. THAT New Tropicana Holdings, Inc. is granted approval, pursuant to NRS 463.510(1) and 463.5733, and NGC Regulations 15.585.7-2 and 8.030, as applicable, to pledge the equity securities of New Tropicana OpCo, Inc. and the membership interest of Tropicana Laughlin, LLC, to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities or membership interest (except back to New Tropicana Holdings, Inc.) and before any other resort

to the collateral or other enforcement of the security interest in such equity securities or membership interest may occur; and

c. Pursuant to NGC Regulations 15.510.1-3, 15B.140 and 8.030(4)(a), as applicable, the stock certificates of New Tropicana OpCo, Inc. and the membership certificates of Tropicana Laughlin, LLC, evidencing said pledge of the equity securities and membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

75. THAT New Tropicana OpCo, Inc. is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to New Tropicana OpCo, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

76. THAT Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager,

LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.)) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

77. THAT Caesars Growth Partners, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Resort Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Growth Partners, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Resort Collection, LLC, and CIE Growth, LLC, evidencing said pledge of

the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

78. THAT CIE Growth, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Caesars Interactive Entertainment, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with a Bridge Loan, provided that:

a. This approval is pursuant to the Bridge Loan Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to CIE Growth, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Interactive Entertainment, LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

79. THAT the fully executed Bridge Loan Collateral Agreement shall not be amended without the prior administrative approval of the Chairperson of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the Bridge Loan Collateral Agreement that increase or change the equity securities or membership interests that is the subject of the pledge, or that change the identity of the Collateral Agent.

80. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.) is granted approval, pursuant to NRS 463.5733 and 463.510(1) and NGC Regulations 15B.180, 15.585.7-2 and 8.030, as applicable, to pledge the membership interests of Eldorado HoldCo LLC and CC-Reno LLC and the equity securities of Tropicana Entertainment Inc., Caesars

Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with an Indenture dated July 6, 2020, for Senior Secured Notes (“Senior Secured Notes”), provided that:

a. This approval is pursuant to a Collateral Agreement for the Senior Secured Notes with U.S. Bank National Association, as Collateral Agent, in the form of a draft (“Senior Secured Notes Collateral Agreement”), a fully executed copy of such Collateral Agreement shall be provided to the Chairperson of the Board for administrative approval within ninety (90) days of the date of this Eighth Revised Order of Registration. If the fully executed Collateral Agreement is not provided to the Chairperson of the Board within such time period, unless administratively extended by the Chairperson of the Board, the approval granted in this Paragraph and the approvals granted in Paragraphs eighty (80) through eighty-nine (89) of this Eighth Revised Order of Registration shall be rendered null and void;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interests or equity securities (except back to Eldorado Resorts, Inc. (to be known as Caesars Entertainment Inc.)) and before any other resort to the collateral or other enforcement of the security interest in such membership interests or equity securities may occur; and

c. Pursuant to NGC Regulations 15B.140, 15.510.1-3 and 8.030(4)(a), the membership certificates of Eldorado HoldCo LLC and CC-Reno LLC and the stock certificates of Tropicana Entertainment Inc., Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) and William Hill U.S. HoldCo, Inc. evidencing said pledge of the membership interests and equity securities must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

81. THAT Eldorado HoldCo LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Resorts

LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

- a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado HoldCo LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Resorts LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

82. THAT Eldorado Resorts LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge its membership interest in Eldorado Limited Liability Company to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

- a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Resorts LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Eldorado Limited Liability Company evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated

to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

83. THAT Eldorado Limited Liability Company is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge its membership interest in Circus and Eldorado Joint Venture, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Eldorado Limited Liability Company) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Circus and Eldorado Joint Venture, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

84. THAT Tropicana Entertainment Inc. is granted approval, pursuant to NRS 463.510(1) and NGC Regulations 15.585.7-2 and 8.030, to pledge the equity securities of New Tropicana Holdings, Inc. to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities (except back

to Tropicana Entertainment Inc.) and before any other resort to the collateral or other enforcement of the security interest in such equity securities may occur; and

c. Pursuant to NGC Regulations 15.510.1-3 and 8.030(4)(a), the stock certificates of New Tropicana Holdings, Inc., evidencing said pledge of the equity securities must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

85. THAT New Tropicana Holdings, Inc. is granted approval, pursuant to NRS 463.510(1) and 463.5733, and NGC Regulations 15.585.7-2 and 8.030, as applicable, to pledge the equity securities of New Tropicana OpCo, Inc. and the membership interest of Tropicana Laughlin, LLC, to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such equity securities or membership interest (except back to New Tropicana Holdings, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such equity securities or membership interest may occur; and

c. Pursuant to NGC Regulations 15.510.1-3, 15B.140 and 8.030(4)(a), as applicable, the stock certificates of New Tropicana OpCo, Inc. and the membership certificates of Tropicana Laughlin, LLC, evidencing said pledge of the equity securities and membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

86. THAT New Tropicana OpCo, Inc. is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to New Tropicana OpCo, Inc.) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Columbia Properties Tahoe, LLC and Tropicana Laughlin, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

87. THAT Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.) is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interests of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.)) and

before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Growth Partners, LLC, CPLV Manager, LLC, Non-CPLV Manager, LLC, HLV CERP Manager, LLC, Paris CERP Manager, LLC, Rio CERP Manager, LLC, Flamingo CERP Manager, LLC, and Laughlin CERP Manager, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

88. THAT Caesars Growth Partners, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Resort Collection, LLC and CIE Growth, LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Growth Partners, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Resort Collection, LLC, and CIE Growth, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

89. THAT CIE Growth, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Caesars Interactive Entertainment,

LLC to U.S. Bank National Association, as Collateral Agent, in conjunction with Senior Secured Notes, provided that:

- a. This approval is pursuant to the Senior Secured Notes Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to CIE Growth, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Interactive Entertainment, LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

90. THAT the fully executed Senior Secured Notes Collateral Agreement shall not be amended without the prior administrative approval of the Chairperson of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the Senior Secured Notes Collateral Agreement that increase or change the equity securities or membership interests that is the subject of the pledge, or that change the identity of the Collateral Agent.

91. THAT CEOC, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interest of Caesars World LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with a Credit Agreement, dated December 22, 2017 (“CRC Credit Agreement”), and as amended or modified from time to time, provided that:

- a. This approval is pursuant to a Collateral Agreement with Credit Suisse AG, Cayman Island Branch, as Collateral Agent, dated December 22, 2017 (“Credit Suisse

Collateral Agreement”), as amended pursuant to Supplement No. 1 dated July 16, 2018, and Supplement No. 2 in the form of a draft dated September 13, 2019, a fully executed copy of such Collateral Agreement shall be provided to the Chairperson of the Board for administrative approval within ninety (90) days of the date of this Eighth Revised Order of Registration. If the fully executed Collateral Agreement is not provided to the Chairperson of the Board within such time period, unless administratively extended by the Chairperson of the Board, the approval granted in this Paragraph and the approvals granted in Paragraphs ninety-one (91) through ninety-nine (99) of this Eighth Revised Order of Registration shall be rendered null and void;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to CEOC, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars World LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

92. THAT Caesars World LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15.180 and 8.030, to pledge the membership interest of Caesars Palace LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to Caesars World LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Palace LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

93. THAT Caesars Palace LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Nevada Newco LLC, Desert Palace, LLC, and Harrah's Las Vegas, LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Palace LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Nevada Newco LLC, Desert Palace, LLC, Harrah's Las Vegas, LLC, and evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

94. THAT Caesars Nevada Newco LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties,

LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

- a. This approval is pursuant to the Credit Suisse Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Nevada Newco LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

95. THAT HTM Holding LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Harveys Tahoe Management Company LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

- a. This approval is pursuant to the Credit Suisse Collateral Agreement;
- b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to HTM Holding LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and
- c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Harveys Tahoe Management Company LLC, evidencing said pledge of the

membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

96. THAT Caesars Growth PH, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of PHWLV, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth PH, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificates of PHWLV, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

97. THAT Caesars Growth Quad, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of 3535 LV Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth Quad, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of 3535 LV Newco, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

98. THAT Caesars Growth Bally's LV, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Parball Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth Bally's LV, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of Parball Newco, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

99. THAT Caesars Growth Cromwell, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Corner Investment Company, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with the CRC Credit Agreement, provided that:

a. This approval is pursuant to the Credit Suisse Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except

back to Caesars Growth Cromwell, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of Corner Investment Company, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

100. THAT the Credit Suisse Collateral Agreement shall not be amended without the prior administrative approval of the Chairperson of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the Credit Suisse Collateral Agreement that increase the number of shares of stock or membership interests that are the subject of the pledge, or that change the identity of the Collateral Agent.

101. THAT CEOC, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars World LLC and PHW Manager, LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with a Indenture dated April 29, 2020, for Senior Secured Notes ("Caesars Senior Secured Notes"), provided that:

a. This approval is pursuant to a Collateral Agreement with Credit Suisse AG, Cayman Island Branch, as Collateral Agent, dated as of December 22, 2017 (as supplemented by the Supplement No. 1 dated as of July 16, 2018, and the Supplement No. 2 in the form of a draft dated September 13, 2019 ("Caesars Senior Secured Notes Collateral Agreement")), a fully executed copy of such Supplement No. 2 shall be provided to the Chairperson of the Board for administrative approval within ninety (90) days of the date of this Eighth Revised Order of Registration. If the fully executed Supplement No. 2 is not provided to the Chairperson of the Board within such time period, unless administratively extended by the Chairperson of the Board, the approval granted in this Paragraph and the approvals granted in

Paragraphs one hundred one (101) through one hundred nine (109) of this Eighth Revised Order of Registration shall be rendered null and void;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to CEOC, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars World LLC and PHW Manager, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

102. THAT Caesars World LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15.180 and 8.030, to pledge the membership interest of Caesars Palace LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to Caesars World LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Palace LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

103. THAT Caesars Palace LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Nevada Newco LLC, Desert Palace LLC, and Harrah's Las Vegas, LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Palace LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Nevada Newco LLC, Desert Palace LLC, Harrah's Las Vegas, LLC, and evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

104. THAT Caesars Nevada Newco LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulations 15B.180 and 8.030, to pledge the membership interests of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interests (except back to Caesars Nevada Newco LLC) and before any other resort to the collateral or other enforcement of the security interest in such memberships interests may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Caesars Growth PH, LLC, Caesars Growth Cromwell, LLC, Caesars Growth Quad, LLC, Caesars Growth Bally's LV, LLC, HTM Holding LLC, Flamingo Las Vegas Operating Company, LLC, Harrah's Laughlin, LLC, Paris Las Vegas Operating Company, LLC, and Rio Properties, LLC, evidencing said pledge of the membership interests must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

105. THAT HTM Holding LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Harveys Tahoe Management Company LLC to Credit Suisse AG, Cayman Island Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of the possessory security interest in such membership interest (except back to HTM Holding LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulations 15B.140 and 8.030(4)(a), the membership certificates of Harveys Tahoe Management Company LLC, evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location

designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

106. THAT Caesars Growth PH, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of PHWLV, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth PH, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificates of PHWLV, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

107. THAT Caesars Growth Quad, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of 3535 LV Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except

back to Caesars Growth Quad, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of 3535 LV Newco, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

108. THAT Caesars Growth Bally's LV, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Parball Newco, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth Bally's LV, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of Parball Newco, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

109. THAT Caesars Growth Cromwell, LLC is granted approval, pursuant to NRS 463.5733 and NGC Regulation 8.030, to pledge the membership interest of Corner Investment Company, LLC to Credit Suisse AG, Cayman Islands Branch, as Collateral Agent, in conjunction with Caesars Senior Secured Notes, provided that:

a. This approval is pursuant to the Caesars Senior Secured Notes Collateral Agreement;

b. The prior approval of the Commission must be obtained before any foreclosure or transfer of any possessory security interest in such membership interest (except back to Caesars Growth Cromwell, LLC) and before any other resort to the collateral or other enforcement of the security interest in such membership interest may occur; and

c. Pursuant to NGC Regulation 8.030(4)(a), the membership certificate of Corner Investment Company, LLC evidencing said pledge of the membership interest must at all times remain physically within the State of Nevada at a location designated to the Board and must be made available for inspection by agents or employees of the Board immediately upon request during normal business hours.

110. THAT the Caesars Senior Secured Notes Collateral Agreement shall not be amended without the prior administrative approval of the Chairperson of the Board or his/her designee. Such administrative approval may not be granted regarding amendments to the Credit Suisse Collateral Agreement that increase the number of shares of stock or membership interests that are the subject of the pledge, or that change the identity of the Collateral Agent.

111. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Caesars Growth Partners, LLC, Caesars Resort Collection, LLC, CEOC, LLC, Harrah's New Orleans Management Company, Harrah's Shreveport/Bossier City Investment Company, LLC, and Harrah's Bossier City Investment Company, LLC, dba Harrah's Louisiana Downs are each granted approval to share in the revenue from the conduct of off-track pari-mutuel race wagering, said approval conditioned as follows:

a. That the following information, except that which is already reported to the Board pursuant to the requirements of NRS 463.680, *et. seq.*, pertaining to Foreign Gaming,

shall be reported to the Board, in writing, within 30 days after the end of the quarter concerning the occurrence or the absence of the following:

(1) Any changes in the officers, directors, or key personnel of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Caesars Growth Partners, LLC, Caesars Resort Collection, LLC, CEOC, LLC, Harrah's New Orleans Management Company, Harrah's Shreveport/Bossier City Investment Company, LLC, and Harrah's Bossier City Investment Company, LLC who are directly or indirectly engaged in the active administration or supervision of the gaming operations conducted at Harrah's Louisiana Downs and related facilities who earn \$125,000 or more annually.

(2) All gaming related complaints, investigations into alleged misconduct, orders to show cause, and disciplinary actions instituted by, presided over, or in connection with the Louisiana Racing Commission, the Louisiana Gaming Control Board, the Louisiana State Police or any gaming regulatory agency (collectively, the "Regulatory Agencies"), involving Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Caesars Growth Partners, LLC, Caesars Resort Collection, LLC, CEOC, LLC, Harrah's New Orleans Management Company, Harrah's Shreveport/Bossier City Investment Company, LLC, and Harrah's Bossier City Investment Company, LLC, dba Harrah's Louisiana Downs, their officers, directors, owners, agents or employees.

(3) All known arrests made of any officer, director, owner, agent, employee or patron of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), Caesars Entertainment Corporation (to be known as Caesars Holdings, Inc.), Caesars Growth Partners, LLC, Caesars Resort Collection, LLC, CEOC, LLC, Harrah's New Orleans Management Company, Harrah's Shreveport/Bossier City Investment Company, LLC, and Harrah's Bossier City Investment Company, LLC or Harrah's Louisiana Downs involving gaming

misconduct or felony charges in the State of Louisiana. The report shall include the name, position, charge, arresting agency and a brief description of the event.

(4) Any known gaming cheating or theft wherein an arrest was not made.

(5) A copy of the application for licensure to conduct horse racing, and any exhibits or attachments thereto, as provided to any of the Regulatory Agencies.

b. That no agreements approved pursuant to NGC Regulation 26A shall be changed, altered, modified or amended without the prior administrative approval of the Chairperson of the Board or his/her designee. If the Chairperson of the Board or his/her designee determines that any proposed change, alteration, modification or amendment is substantial, then the approval of the Commission shall be required.

112. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.) shall maintain a gaming compliance program for the purpose of, at a minimum, performing due diligence, determining the suitability of relationships with other entities and individuals, and to review and ensure compliance by Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), its subsidiaries and any affiliated entities, with the Nevada Gaming Control Act (the "Act"), as amended, the Commission's Regulations (the "Regulations"), as amended, and the laws and regulations of any other jurisdictions in which Eldorado Resorts, Inc., its subsidiaries and any affiliated entities operate. The gaming compliance program, and any amendments thereto, shall be administratively reviewed and approved by the Chairperson of the Board or his/her designee, and the members of the compliance committee, one such member who shall be independent and knowledgeable of the Act and Regulations, shall be administratively acknowledged by the Chairperson of the Board or his/her designee. Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), shall amend the gaming compliance program, or any element thereof, and perform such duties as may be assigned by the Chairperson of the Board or his/her designee, related to a review of activities relevant to the

continuing qualification of Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), under the provisions of the Act and Regulations.

113. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), shall fund and maintain with the Board a revolving fund in the amount of \$75,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Sixth Revised Order of Registration. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring and investigative review of all activities of Eldorado Resorts, Inc., its subsidiaries and any affiliated entities.

114. THAT pursuant to NRS 463.625, Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), is exempted from compliance with NRS 463.585 through NRS 463.615, inclusive, and shall instead comply with NRS 463.635 through NRS 463.645, inclusive.

115. THAT Eldorado Resorts, Inc. (to be known as Caesars Entertainment, Inc.), is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16.

116. THAT the Commission hereby expressly finds that the exemptions and waivers herein granted are consistent with the State policy set forth in NRS 463.0129 and NRS 463.489.

ENTERED, at Las Vegas, Nevada, this 8th day of July 2020.