

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	
)	Chapter 11
CAESARS ENTERTAINMENT OPERATING)	
COMPANY, INC., <u>et al.</u> , ¹)	Case No. 15-01145 (ABG)
)	
Debtors.)	(Jointly Administered)

**AGENDA FOR HEARING TO BE HELD
MARCH 4, 2015, AT 1:30 P.M. (PREVAILING CENTRAL TIME)**

Time and Date of Hearing: March 4, 2015, at 1:30 p.m. (prevailing Central Time)

Location of Hearing: The Honorable A. Benjamin Goldgar
Ceremonial Courtroom (Room No. 2525)
Everett McKinley Dirksen United States Courthouse
219 S. Dearborn Street
Chicago, Illinois 60604

Copies of Motions: A copy of each pleading can be viewed on the Court’s website at www.ilnb.uscourts.gov and at the website of the Debtors’ notice and claims agent, Prime Clerk LLC (“Prime Clerk”), at <https://cases.primeclerk.com/CEOC>. Further information may be obtained by calling Prime Clerk at (855) 842-4123 within the United States or Canada or, outside of the United States or Canada, by calling +1 (646) 795-6969.

¹ The last four digits of Caesars Entertainment Operating Company, Inc.’s tax identification number are 1623. Due to the large number of Debtors in these jointly-administered chapter 11 cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.primeclerk.com/CEOC>.

I. STATUS CONFERENCE

1. Chapter 11 Voluntary Petition [Docket No. 1]

Status: A status hearing is going forward on this matter.

2. ***Cash Collateral Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay to Permit Implementation, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 22]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]
- B. Limited Objection and Reservation of Rights of Konami Gaming, Inc. in Response to Interim Cash Collateral Order Entered on January 15, 2015 and Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay to Permit Implementation, (IV) Scheduling a Final Hearing and (V) Granting Related Relief [Docket No. 449]
- C. Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Debtors' Motion for Final Order Authorizing Use of Cash Collateral [Docket No. 452]
- D. Preliminary Statement and Reservation of Rights of the Ad Hoc Committee of First Lien Bank Lenders to the Debtors' (1) Motion for Entry of Interim and Final Orders Authorizing Use of Cash Collateral and (2) Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue Using Their Cash Management System [Docket No. 468]
- E. Objection of 10.75% Notes Trustee to the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay to Permit Implementation, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 487]
- F. First Lien Notes' Reply to Cash Collateral Objections [Docket No. 543]
- G. Omnibus Reply of the Ad Hoc Committee of First Lien Bank Lenders to Objections to Debtors' Cash Collateral Motion [Docket No. 546]

Related Documents:

- A. Interim Order (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay to Permit Implementation; (IV) Scheduling a Final Hearing and (V) Granting Related Relief [Docket No. 47]
- B. Scheduling Order [Docket No. 323]

Status: The Debtors and their senior creditors have agreed to the consensual use of cash collateral through March 25, 2015, pursuant to the terms of the Interim Cash Collateral Order [Docket No. 47]. The Debtors seek to adjourn their request for use of cash collateral on a final basis to an evidentiary hearing to be set by the Court. The Debtors are conferring with parties for the purpose of setting a discovery and briefing schedule.

- 3. ***Unsecured Claimholders Committees' Seal Motion.*** Expedited Motion for Entry of an Order Authorizing the Statutory Unsecured Claimholders Committee of Caesars Entertainment Operating Company, Inc., et al. to File Under Seal the Declaration of Samuel E. Star in Support of Its Objection to the Debtors' Motion for Authority to Use Cash Collateral [Docket No. 493]

Responses Received: None

Related Documents:

- A. Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Debtors' Motion for Final Order Authorizing Use of Cash Collateral [Docket No. 452]

Status: This matter will be set for hearing in connection with the final hearing on the Cash Collateral Motion.

II. UNCONTESTED MATTERS

- 1. ***Interim Compensation.*** Debtors' Motion for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 377]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received: None

Related Documents: None

Status: This matter is going forward for the purpose of presenting a proposed order.

2. ***Debtors' Motion to Retain AP Services, LLC.*** Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Retain AP Services, LLC to Provide Caesars Entertainment Operating Company, Inc. and Its Debtor Subsidiaries a Chief Restructuring Officer and Certain Additional Personnel, and (B) Designate Randall S. Eisenberg as Chief Restructuring Officer for Caesars Entertainment Operating Company, Inc. and Its Debtor Subsidiaries, Nunc Pro Tunc to the Petition Date, and (II) Granting Related Relief [Docket No. 382]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received: None

Related Documents: None

Status: This matter is going forward for the purpose of presenting a proposed order.

3. ***KPMG's Retention Application.*** Debtors' Application for Entry of an Order to (I) Employ and Retain KPMG LLP as Tax Consultants Nunc Pro Tunc to the Petition Date, and (II) Granting Related Relief [Docket No. 376]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received: None

Related Documents: None

Status: This matter is going forward for the purpose of presenting a proposed order.

III. FINAL RELIEF REQUESTED FOR FIRST DAY MOTIONS

1. ***Wages and Benefits Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition (A) Wages, Salaries, and Other Compensation, (B) Reimbursable Employee Expenses, and (C) Obligations Relating to Medical and Other Benefits Programs, and (II) Granting Related Relief [Docket No. 7]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Official Committee of Second Priority Noteholders' Limited Objection to the Debtors' Motions Regarding Cash Management and Insurance [Docket No. 440]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order (I) Authorizing the Debtors to Pay Certain Prepetition (A) Wages, Salaries, and Other Compensation, (B) Reimbursable Employee Expenses, and (C) Obligations Relating to Medical and Other Benefits Programs, and (II) Granting Related Relief [Docket No. 54]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

- 2. ***Shippers, Warehousemen, Lienholders, 503(b)(9), Foreign Vendors Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Payment of (A) Prepetition Claims of Certain Lien Claimants, (B) Section 503(b)(9) Claims, and (C) Foreign Vendor Claims, (II) Approving Procedures Related Thereto, and (III) Granting Related Relief [Docket No. 9]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Preliminary Objection and Reservation of Rights of Official Committee of Second Priority Noteholders to Certain First Day Motions [Docket No. 430]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order (I) Authorizing Payment of (A) Prepetition Claims of Certain Lien Claimants, (B) Section 503(b)(9) Claims, and (C) Foreign Vendor Claims, (II) Approving Procedures Related Thereto, and (III) Granting Related Relief [Docket No. 55]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

3. **PACA Motion.** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Claims Arising Under the Perishable Agricultural Commodities Act, and (II) Granting Related Relief [Docket No. 10]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Response Received:

- A. Preliminary Objection and Reservation of Rights of Official Committee of Second Priority Noteholders to Certain First Day Motions [Docket No. 430]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order (I) Authorizing the Debtors to Pay Claims Arising Under the Perishable Agricultural Commodities Act, and (II) Granting Related Relief [Docket No. 56]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

4. **Vendors Motion.** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Payment of Prepetition Claims of Certain Vendors, (II) Approving and Authorizing Procedures Related Thereto, and (III) Granting Related Relief [Docket No. 11]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Preliminary Objection and Reservation of Rights of Official Committee of Second Priority Noteholders to Certain First Day Motions [Docket No. 430]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order (I) Authorizing Payment of Prepetition Claims of Certain Vendors, (II) Approving and Authorizing Procedures Related Thereto, and (III) Granting Related Relief [Docket No. 57]

B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

5. **Taxes Motion.** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees, and (II) Granting Related Relief [Docket No. 13]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Preliminary Objection and Reservation of Rights of Official Committee of Second Priority Noteholders to Certain First Day Motions [Docket No. 430]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order Approving Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees, and (II) Granting Related Relief [Docket No. 58]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

6. **Insurance Motion.** Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Continue Their Prepetition Insurance Coverage, (B) Satisfy Payment of Prepetition Obligations Related to That Insurance Coverage in the Ordinary Course of Business, and (C) Renew, Supplement, or Enter into New Insurance Coverage in the Ordinary Course of Business, and (II) Granting Related Relief [Docket No. 14]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Official Committee of Second Priority Noteholders' Limited Objection to the Debtors' Motions Regarding Cash Management and Insurance [Docket No. 440]

- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]

Related Documents:

- A. Interim Order (I) Authorizing the Debtors to (A) Continue Their Prepetition Insurance Coverage, (B) Satisfy Payment of Repetition Obligations Related to That Insurance Coverage in the Ordinary Course of Business, and (C) Renew, Supplement, or Enter into New Insurance Coverage in the Ordinary Course of Business, and (II) Granting Related Relief [Docket No. 91]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order.

7. ***Cash Management Motion.*** Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Using Their Cash Management System, (B) Maintain Their Existing Bank Accounts and Business Forms, and (C) Continue Intercompany Transactions, and (II) Granting Related Relief [Docket No. 8]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Official Committee of Second Priority Noteholders' Limited Objection to the Debtors' Motions Regarding Cash Management and Insurance [Docket No. 440]
- B. Limited Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Certain First Day Motions [Docket No. 443]
- C. Preliminary Statement and Reservation of Rights of the Ad Hoc Committee of First Lien Bank Lenders to the Debtors' (1) Motion for Entry of Interim and Final Orders Authorizing Use of Cash Collateral and (2) Motion for Entry of Interim and Final Orders Authorizing the Debtors to Continue Using Their Cash Management System [Docket No. 468]
- D. Limited Objection of 10.75% Notes Trustee to the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Using Their Cash Management System, (B) Maintain Their Existing Bank Accounts and Business Forms, and (C) Continue Intercompany Transactions, and (II) Granting Related Relief [Docket No. 481]

Related Documents:

- A. Interim Order (I) Authorizing the Debtors to (A) Continue Using Their Cash Management System, (B) Maintain Their Existing Bank Accounts and Business Forms, and (C) Continue Intercompany Transactions, and (II) Granting Related Relief [Docket No. 59]
- B. Scheduling Order [Docket No. 321]

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed final order. To the extent that the Debtors are unable to resolve the responses, the Debtors expect to adjourn this matter.

IV. CONTESTED MATTERS

- 1. ***Debtors' Omnibus Motion to Reject Certain Executory Contracts.*** Debtors' First Omnibus Motion for the Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to February 23, 2015, and (II) Granting Related Relief [Docket No. 378]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Statement of Monster Inc. and Monster LLC Disputing Certain Allegations in Debtor's First Omnibus Motion for Order Rejecting Certain Executory Contracts [Docket No. 421]
- B. Limited Objection and Reservation of Rights of LAD Hotel Partners, LLC to Debtors' First Omnibus Motion for the Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to February 23, 2015, and (II) Granting Related Relief [Docket No. 434]
- C. Preliminary Objection and Reservation of Rights of Official Committee of Second Priority Noteholders to Debtors' First Omnibus Motion for the Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to February 23, 2015, and (II) Granting Related Relief [Docket No. 441]
- D. Objection of Statutory Unsecured Claimholders' Committee to Debtors' First Omnibus Motion for the Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to February 23, 2015, and (II) Granting Related Relief [Docket No. 451]

Related Documents: None

Status: This matter is going forward. The Debtors are working to consensually resolve the issues raised in the responses and expect to present a proposed order.

2. ***Debtors' Motion to Modify the Automatic Stay.*** Debtors' Motion for Entry of an Order (I) Modifying the Automatic Stay to Permit Certain Prepetition Legal Proceedings to Go Forward for a Limited Purpose, and (II) Granting Related Relief [Docket No. 379]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Response to Debtors' Motion for Entry of an Order (I) Modifying the Automatic Stay to Permit Certain Prepetition Legal Proceedings to Go Forward for a Limited Purpose, and (II) Granting Related Relief Filed by William A. Brandt, Jr., Not Individually, but Solely in His Capacity as Plan Administrator for Equipment Acquisition Resources, Inc. [Docket No. 438]
- B. John Harvey's Objection to the Debtors' Motion for Entry of an Order (I) Modifying the Automatic Stay to Permit Certain Prepetition Legal Proceedings to Go Forward for a Limited Purpose, and (II) Granting Related Relief [Docket No. 466]

Related Documents: None

Status: This matter is going forward.

3. ***Flamm's Motion for Relief from Stay.*** Motion for Relief from the Automatic Stay to (A) Liquidate Claims and (B) Proceed Against the Non-Debtor Defendants and the Debtors' Insurance [Docket No. 352]

Objection Deadline: February 24, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Debtors' Limited Objection and Reservation of Rights to Motion for Relief from the Automatic Stay to (A) Liquidate Claims and (B) Proceed Against the Non-Debtor Defendants and the Debtors' Insurance [Docket No. 456]

Related Documents:

- A. Declaration of Samuel R. Mirkovich, Esq. in Support of Motion for Relief from the Automatic Stay to (A) Liquidate Claims and (B) Proceed Against Non-Debtor Defendants and the Debtors' Insurance [Docket No. 353]
- B. Notice of Motion [Docket No. 354]

Status: This matter is going forward. The Debtors anticipate presenting a proposed consensual order.

4. ***Noteholder Committee's Screening Wall Motion.*** Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Approving Specified Information Blocking Procedures and Permitting Trading of the Caesars' Securities Upon Establishment of a Screening Wall [Docket No. 370]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Debtors' Objection to the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Approving Specified Information Blocking Procedures and Permitting Trading of the Caesars' Securities Upon Establishment of a Screening Wall [Docket No. 444]

Related Documents:

- A. Proposed Order - Approving Specified Information Blocking Procedures and Permitting Trading of the Caesars' Securities Upon Establishment of a Screening Wall [Docket No. 393]

Status: This matter is going forward.

5. ***Debtors' Motion to Appoint an Examiner.*** Debtors' Motion for an Order (A) Appointing an Examiner and (B) Granting Related Relief [Docket No. 363]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Response of Frederick Barton Danner, Proposed Class Plaintiff and Holder of 6.50% Senior Notes Due 2016 for the Purpose of Reserving Rights to the Debtors' Motion for an Order (A) Appointing an Examiner and (B) Granting Related Relief Filed in Case No. 15-01145 and Statement in Support of (I) the Motion of the Official Committee of Second Priority Noteholders for Appointment of an Examiner with Access to and Authority to Disclose Privileged Materials, Filed in Case No. 15-01145, and (II) the Motion to Appoint Examiner with Access to and Authority to Disclose Privileged Materials Filed by Appaloosa Investment Limited Partnership I, OCM Opportunities Fund VI, L.P., Special Value Expansion Fund, LLC in Case No. 15-03193 [Docket No. 431]
- B. Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., *et al.* to Debtors' and Statutory Committee of Second Priority Noteholders' Motions for Appointment of Examiner [Docket No. 445]
- C. Objection of the Official Committee of Second Lien Noteholders to the Debtors' Motion for Appointment of an Examiner [Docket No. 446]

- D. Response of New York Federal Court Plaintiffs to Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief [Docket No. 447]
- E. Statement of the First Lien Notes Indenture Trustee (A) in Support of the Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief, and (B) in Response to the Second Priority Noteholders Committee's Examiner Motion [Docket No. 453]
- F. Joinder of the Ad Hoc Committee of Holders of the 12.75% Second Priority Senior Secured Notes Due 2018 to (A) the Objection of the Official Committee of Second Priority Noteholders to the Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief and (B) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 460]
- G. Response of Caesars Entertainment Corporation to Motions for Appointment of Examiner [Docket No. 461]
- H. Response of Ad Hoc Committee of First Lien Noteholders to Motions to Appoint an Examiner [Docket No. 470]
- I. Statement and Reservation of Rights of the Ad Hoc Committee of First Lien Bank Lenders with Respect to the Motions of Each of the Debtors and the Official Committee of Second Priority Noteholders for the Appointment of an Examiner [Docket No. 472]
- J. United States Trustee's Response to the Debtors' Motion for an Order Appointing an Examiner and Granting Related Relief and to the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 473]
- K. Second Lien Trustee BOKF's (A) Support for and Joinder to Motion of Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials and (B) Objection to Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief [Docket No. 477]
- L. Objection of 10.75% Notes Trustee to the Debtors' Motion for an Order (A) Appointing an Examiner and (B) Granting Related Relief [Docket No. 488]
- M. Debtors' Consolidated (I) Supplemental Objection to (A) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials, and (B) the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004, and (II) Reply in Support of Debtors' Motion for Entry of an Order

(A) Appointing an Examiner and (B) Granting Related Relief [Docket No. 541]

Related Documents:

A. Declaration of David R. Seligman, P.C. in Support of Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief [Docket No. 364]

Status: This matter is going forward.

6. ***Noteholder Committee's Motion to Appoint an Examiner.*** Motion of Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 367]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

A. Reservation of Rights Regarding Motion of Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 429]

B. Response of Frederick Barton Danner, Proposed Class Plaintiff and Holder of 6.50% Senior Notes Due 2016 for the Purpose of Reserving Rights to the Debtors' Motion for an Order (A) Appointing an Examiner and (B) Granting Related Relief Filed in Case No. 15-01145 and Statement in Support of (I) the Motion of the Official Committee of Second Priority Noteholders for Appointment of an Examiner with Access to and Authority to Disclose Privileged Materials, Filed in Case No. 15-01145, and (II) the Motion to Appoint Examiner with Access to and Authority to Disclose Privileged Materials Filed by Appaloosa Investment Limited Partnership I, OCM Opportunities Fund VI, L.P., Special Value Expansion Fund, LLC in Case No. 15-03193 [Docket No. 431]

C. Debtors' Preliminary Joint Objection to (I) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials, and (II) the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004 [Docket No. 442]

D. Omnibus Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., *et al.* to Debtors' and Statutory Committee of Second Priority Noteholders' Motions for Appointment of Examiner [Docket No. 445]

E. Statement of the First Lien Notes Indenture Trustee (A) in Support of the Debtors' Motion for Entry of an Order (I) Appointing an Examiner and

(II) Granting Related Relief, and (B) in Response to the Second Priority Noteholders Committee's Examiner Motion [Docket No. 453]

- F. Joinder of the Ad Hoc Committee of Holders of the 12.75% Second Priority Senior Secured Notes Due 2018 to (A) the Objection of the Official Committee of Second Priority Noteholders to the Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief and (B) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 460]
- G. Response of Caesars Entertainment Corporation to Motions for Appointment of Examiner [Docket No. 461]
- H. Response of Ad Hoc Committee of First Lien Noteholders to Motions to Appoint an Examiner [Docket No. 470]
- I. Statement and Reservation of Rights of the Ad Hoc Committee of First Lien Bank Lenders with Respect to the Motions of Each of the Debtors and the Official Committee of Second Priority Noteholders for the Appointment of an Examiner [Docket No. 472]
- J. United States Trustee's Response to the Debtors' Motion for an Order Appointing an Examiner and Granting Related Relief and to the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 473]
- K. Second Lien Trustee BOKF's (A) Support for and Joinder to Motion of Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials and (B) Objection to Debtors' Motion for Entry of an Order (I) Appointing an Examiner and (II) Granting Related Relief [Docket No. 477]
- L. Limited Objection of the 10.75% Notes Trustee to the Motion of Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Material [Docket No. 486]
- M. Debtors' Consolidated (I) Supplemental Objection to (A) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials, and (B) the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004, and (II) Reply in Support of Debtors' Motion for Entry of an Order (A) Appointing an Examiner and (B) Granting Related Relief [Docket No. 541]

Related Documents:

- A. Proposed Order - for the Appointment of Examiner with Access to and Authority to Disclose Privileged Materials [Docket No. 391]

Status: This matter is going forward.

7. ***Noteholder Committee's Rule 2004 Motion.*** Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004 [Docket No. 369]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Debtors' Preliminary Joint Objection to (I) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials, and (II) the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004 [Docket No. 442]
- B. Joinder of the Ad Hoc Committee of Holders of the 12.75% Second Priority Senior Secured Notes Due 2018 to the Motion of the Official Committee of Second Priority Noteholders for Entry of Any Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004 [Docket No. 455]
- C. Debtors' Consolidated (I) Supplemental Objection to (A) the Motion of the Official Committee of Second Priority Noteholders for Appointment of Examiner with Access to and Authority to Disclose Privileged Materials, and (B) the Motion of the Official Committee of Second Priority Noteholders for Entry of an Order Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004, and (II) Reply in Support of Debtors' Motion for Entry of an Order (A) Appointing an Examiner and (B) Granting Related Relief [Docket No. 541]

Related Documents:

- A. Proposed Order - Authorizing the Examination of Documents Pursuant to Federal Rule of Bankruptcy Procedure 2004 [Docket No. 392]

Status: This matter is going forward.

8. ***Debtors' Motion to Disband.*** Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 384]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Objection of Official Committee of Second Priority Noteholders to Motion to Disband Noteholder Committee [Docket No. 428]
- B. Statement of the First Lien Notes Indenture Trustee in Support of the Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 454]
- C. United States Trustee's Opposition to Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 459]
- D. Joinder of the Ad Hoc Committee of Holders of the 12.75% Second Priority Senior Secured Notes Due 2018 to the Objection of the Official Committee of Second Priority Noteholders to the Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 462]
- E. Joinder of the Ad Hoc Committee of First Lien Bank Lenders to, and Response In Support of, Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 463]
- F. Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Debtors' Motion for Order Disbanding Official Committee of Second Priority Noteholders, Reconstituting It with Unsecured Claimholders' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 465]
- G. Statement of Ad Hoc Committee of First Lien Noteholders with Respect to Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 467]
- H. Second Lien Trustee BOKF's Joinder to Objection of Official Committee of Second Priority Noteholders to Motion to Disband Noteholder Committee [Docket No. 475]

- I. Joinder of 10.75% Notes Trustee to Objection of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Debtors' Motion for Order Disbanding Official Committee of Second Priority Noteholders, Reconstituting It with Unsecured Claimholders' Committee, or, Alternatively, Limiting Its Scope, Fees and Expenses [Docket No. 489]
- J. Debtors' Omnibus Reply in Support of Debtors' Motion for Entry of an Order Disbanding the Official Committee of Second Priority Noteholders, Reconstituting It with the Creditors' Committee Or, Alternatively, Limiting Its Scope, Fees, and Expenses [Docket No. 542]

Related Documents: None

Status: This matter is going forward.

- 9. ***Kirkland Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date [Docket No. 381]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Response of Statutory Unsecured Claimholders' Committee to Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date [Docket No. 436]
- B. Objection of Official Committee of Second Priority Noteholders to Debtors' Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession [Docket No. 464]
- C. Joinder of 10.75% Notes Trustee to Response of Statutory Unsecured Claimholders' Committee of Caesars Entertainment Operating Company, Inc., et al. to Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective Nunc Pro Tunc to the Petition Date [Docket No. 490]
- D. Debtors' Reply to the Objection to Debtors' Retention of Kirkland & Ellis LLP and Kirkland & Ellis International LLP [Docket No. 540]

Related Documents: None

Status: This matter is going forward.¹

10. ***DLA Piper's Retention Application.*** Debtors' Application for Entry of an Order Authorizing and Approving the Employment of DLA Piper LLP (US) as Special Conflicts Counsel to the Debtors Nunc Pro Tunc to the Petition Date [Docket No. 375]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Response Received:

- A. Second Lien Trustee BOKF's Limited Objection and Reservation of Rights to Debtors' Application for Entry of an Order Authorizing and Approving the Employment of DLA Piper LLP (US) as Special Conflicts Counsel Nunc Pro Tunc to the Petition Date [Docket No. 437]

Related Documents:

- A. Supplemental Declaration of Chris L. Dickerson in Support of Debtors' Application for Entry of an Order Authorizing and Approving the Employment of DLA Piper LLP (US) as Special Conflicts Counsel to the Debtors Nunc Pro Tunc to the Petition Date [Docket No. 507]

Status: This matter is going forward.

11. ***Mesirow Retention Application.*** Debtors' Application for Entry of an Order Authorizing the Employment and Retention of Mesirow Financial Consulting, LLC as Independent Financial Advisor to the Special Governance Committee of the Board of Directors of Caesars Entertainment Operating Company, Inc. And as Potential Expert Witness, Effective Nunc Pro Tunc to the Petition Date, and Waiving Certain Information Requirements Imposed by Local Rule 5082-1(C) [Docket No. 383]

Objection Deadline: February 25, 2015, at 4:00 p.m. (prevailing Central Time)

Responses Received:

- A. Objection of Statutory Unsecured Claimholders' Committee to Debtors' Application for Entry of an Order Authorizing the Employment And Retention of Mesirow Financial Consulting, LLC as Independent Financial Advisor to the Special Governance Committee of the Board of Directors of Caesars Entertainment Operating Company, Inc. [Docket No. 435]
- B. Official Committee of Second Priority Noteholders' Objection to Debtors' Application to Employ of Mesirow Financial Consulting, LLC as Independent Financial Advisor to the Special Governance Committee of the Board of Directors of Caesars Entertainment Operating Company, Inc. and as Potential Expert Witness [Docket No. 458]

¹ The Second Lien Committee has served Kirkland & Ellis LLP with discovery but noted that it is only necessary if the Court requires it. The Debtors are prepared to go forward with the Kirkland Retention Application unless the Court believes discovery is necessary.

- C. Objection of the United States Trustee to the Debtors' Application Authorizing the Employment and Retention of Mesirow Financial Consulting as Independent Financial Advisor and Potential Expert Witness Nunc Pro Tunc to the Petition Date [Docket No. 476]
- D. Debtors' Reply in Support of Their Application for Entry of an Order Authorizing the Employment and Retention of Mesirow Financial Consulting, LLC as Independent Financial Advisor to the Special Governance Committee of the Board of Directors of Caesars Entertainment Operating Company, Inc. and as Potential Expert Witness effective Nunc Pro Tunc to the Petition Date, and Waiving Certain Information Requirements Imposed by Local Rule 5082-1(c) [Docket No. 545]

Related Documents: None

Status: This matter is going forward.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: March 2, 2015
Chicago, Illinois

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

James H.M. Sprayregen, P.C.

David R. Seligman, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

- and -

Paul M. Basta, P.C.

Nicole L. Greenblatt

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022-4611

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

*Proposed Counsel to the Debtors
and Debtors in Possession*