

HARRAHS ENTERTAINMENT INC
Form 15-12B/A
January 30, 2008
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15/A

Amendment No. 1

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number 001-10410

Harrah s Entertainment, Inc.

(Exact name of registrant as specified in its charter)

One Caesars Palace Drive, Las Vegas, Nevada 89109 Telephone: (702) 407-6000

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

Common Stock, par value \$0.10 per share

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)

Rule 12h-3(b)(1)(i)

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|-------------------------|-------------------------|
| Rule 12g-4(a)(1)(ii) .. | Rule 12h-3(b)(1)(ii) .. |
| Rule 12g-4(a)(2)(i) .. | Rule 12h-3(b)(2)(i) .. |
| Rule 12g-4(a)(2)(ii) .. | Rule 12h-3(b)(2)(ii) .. |
| | Rule 15d-6 .. |

Approximate number of holders of record as of the certification or notice date: _____

Explanatory Note: The purpose of this Amendment No. 1 is to withdraw, effective upon filing hereof, the Form 15 filed on January 28, 2008 (Commission File No. 001-20410) with respect to the Common Stock, par value \$0.10 per share.

Pursuant to the requirements of the Securities Exchange Act of 1934, Harrah s Entertainment, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: January 30, 2008

By: /s/ Michael D. Cohen
Michael D. Cohen
Vice President, Associate General Counsel and

Corporate Secretary