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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

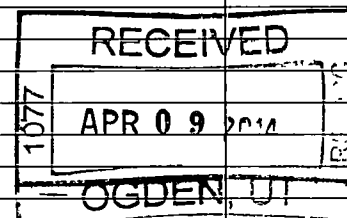
, 2013, and ending

, 20

Name of foundation THE CAESARS FOUNDATION		A Employer identification number 74-3050638						
Number and street (or P O box number if mail is not delivered to street address) ONE CAESARS PALACE DRIVE		B Telephone number (see instructions) 702-407-6361						
City or town, state or province, country, and ZIP or foreign postal code LAS VEGAS, NV 89109		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="1"><tr><td>☐ Initial return</td><td>☐ Initial return of a former public charity</td></tr><tr><td>☐ Final return</td><td>☐ Amended return</td></tr><tr><td>☐ Address change</td><td>☐ Name change</td></tr></table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,422,279.00		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	4,106,392.00			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	14.00	14.00		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	4,106,406.00	14.00			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	192,851.00			
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	128,724.00			128,724.00
23 Other expenses (attach schedule)	25.00			25.00	
24 Total operating and administrative expenses. Add lines 13 through 23	321,600.00			128,749.00	
25 Contributions, gifts, grants paid	3,695,588.00			3,695,588.00	
26 Total expenses and disbursements. Add lines 24 and 25	4,017,188.00			3,824,337.00	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	89,218.00				
b Net investment income (if negative, enter -0-)		14.00			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		1,333,061.00	1,422,279.00	1,422,279.00
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) . .				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)			1,333,061.00	1,422,279.00	1,422,279.00
Liabilities	17	Accounts payable and accrued expenses		0.00	0.00	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		1,333,061.00	1,422,279.00	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
30	Total net assets or fund balances (see instructions)			1,333,061.00	1,422,279.00	
31	Total liabilities and net assets/fund balances (see instructions)			13,330,061.00	1,422,279.00	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,333,061.00
2	Enter amount from Part I, line 27a	2	89,218.00
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,422,279.00
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,422,279.00

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,778,827.60
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.14
7 Add lines 5 and 6			7 0.14
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 3,824,337.00

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1.00
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	1.00
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1.00
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	12.00
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	12.00
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11.00
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 11.00 Refunded ☐ 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address				
14	The books are in care of Telephone no			
	Located at ZIP+4			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐			
	and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here ☐ c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? ☐ Yes ☒ No		1b 1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ☐ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐ Yes ☒ No c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) ☐ Yes ☒ No		3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ Yes ☒ No b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? ☐ Yes ☒ No		4a 4b	X X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?If "Yes" to 6b, file Form 8870 **6b****7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Worksheet				

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 The Foundation generally does not engage in any direct charitable activities. Rather, it uses its funds to provide financial assistance to charities chosen by its directors.	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3 N/A	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	1,805,916.35
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,805,916.35
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,805,916.35
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	27,088.75
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,778,827.60
6	Minimum investment return. Enter 5% of line 5	6	88,941.38

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	88,941.38
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1.00
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1.00
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	88,940.38
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	88,940.38
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	88,940.38

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,824,337.00
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	3,824,337.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,824,337.00

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				88,940.38
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>3,824,337.00</u>				
a Applied to 2012, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				88,940.38
e Remaining amount distributed out of corpus . .				
5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009 . . .				
b Excess from 2010 . . .				
c Excess from 2011 . . .				
d Excess from 2012 . . .				
e Excess from 2013 . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

Torben Cohrs, One Caesars Palace Drive, Las Vegas, NV 89109 702-407-6361

b The form in which applications should be submitted and information and materials they should include

See Attached Worksheet

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Schedule				
Total			3a	
b Approved for future payment See Attached Schedule				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments		522100	14.00			
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			14.00			
13 Total. Add line 12, columns (b), (d), and (e)						
(See worksheet in line 13 instructions to verify calculations)						

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|---|--------------|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☐ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Treasurer
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

2013▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

THE CAESARS FOUNDATION

74-3050638

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE CAESARS FOUNDATION	Employer identification number 74-3050638
---	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Caesars Entertainment Operating Company, Inc. One Caesars Palace Drive Las Vegas, NV 89109	\$ 4,106,392.00	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

74-3050638

Part II

[illegible]

Name of organization

THE CAESARS FOUNDATION

Employer identification number

74-3050638

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
American Cancer Society 120 Executive Park Asheville, NV 28801	N/A	501(c)(3)	Program Support	10,000
American Cancer Society 2655 Camino Del Rio North San Diego, CA 92108	N/A	501(c)(3)	Program Support	7,000
American Cancer Society 1378 Union Avenue Memphis, TN 38104	N/A	501(c)(3)	Program Support	8,000
American Cancer Society of Hammond 5250 Vogel Road Evansville, IN 47715	N/A	501(c)(3)	Relay for Life	5,000
American Heart Association 110 Veterans Blvd Suite 160 Metairie, LA 70005	N/A	501(c)(3)	Go Red for Women	10,000
American Heart Association - Memphis 2170 Business Center Drive, Suite 1 Memphis, TN 38134	N/A	501(c)(3)	Event sponsorship	20,000
American Red Cross - Metropolis 1771 East Flamingo #206-B Las Vegas, NV 89119	N/A	501(c)(3)	Brookport Fund Disaster Relief	50,000
American Red Cross - Philippines 1771 E Flamingo #206-B Las Vegas, NV 89119	N/A	501(c)(3)	Typhoon Relief	50,000
Anti Defamation League 605 Third Avenue New York, NY 10158-3560	N/A	501(c)(3)	2013 American Heritage Dinner	15,000
Atlantic Cape Community College Foundation 5100 Black Horse Pike Mays Landing, NJ 08330	N/A	501(c)(3)	2013 Restaurant Gala/Scholarships	50,000
Audubon Nature Institute PO Box 4327 New Orleans, LA 70178	N/A	501(c)(3)	2013 Whitney Zoo-To-Do	12,500
Boston Children's Hospital One Autumn Street Boston, MA 02215-5301	N/A	501(c)(3)	Champions for Children's	25,000
Boston Healthcare for the Homeless 729 Massachusetts Ave Boston, MA 02118	N/A	501(c)(3)	Medicine that Matters Gala	10,000
Boston Scholar Athletes 65 Allerton Street Boston, MA 02119	N/A	501(c)(3)	Operational Support	10,000
Boys and Girls Club of Colorado River 2250 Highland Road Bullhead City, AZ 86442	N/A	501(c)(3)	Scwarzman Community Center	50,000
Camp Harbor View 200 Clarendon Street Boston, MA 02116	N/A	501(c)(3)	Beach Ball Fundraiser	25,000
Cars 4 Chrstmas P O Box 518 Belton, MO 64012	N/A	501(c)(3)	Transportation Program	15,000

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Catholic Schools Foundation 260 Franklin Street, Suite 630 Boston, MA 02100	N/A	501(c)(3)	Inner-City Scholarship Fund	7,500
Chicanos Por La Causa Southwest 601 South 10th Street, Suite 105 Las Vegas, NV 89101	N/A	501(c)(3)	Housing Counseling	25,000
Childrens Mercy Hospitals and Clinics 2401 Gillham Road Kansas City, MO 64108	N/A	501(c)(3)	Big Slick Celebrity Poker Tourney	20,000
Clark County Public Education Foundation 3360 W Sahara Ave, Suite 160 Las Vegas, Nv 89102	N/A	501(c)(3)	Teacher EXCHANGE	125,000
Clean The World Foundation 8026 Sunport Drive, #306 Orlando, FL 32809	N/A	501(c)(3)	Recycling National Program	150,000
Cystic Fibrosis Foundation 220 North Main Street, Suite 104 Natick, MA 01760	N/A	501(c)(3)	The Joey Fund	25,000
Desert Research Institute 2215 Raggio Parkway Reno, NV 89512	N/A	501(c)(3)	Sustainability Fellowship	16,250
Disabled Patriot Fund 10767 West 163rd Place Orland Park, IL	N/A	501(c)(3)	Military Families Assistance	15,000
Edible Schoolyard 2319 Valence Street New Orleans, LA 70115	N/A	501(c)(3)	An Edible Evening	10,000
Education Collaborative of Washoe County 2880 Sutro Street Reno, NV 89512	N/A	501(c)(3)	Harrah's ASCENT Scholarship	20,000
FIT for an Independent Tomorrow 1931 Stella Lake Drive Las Vegas, NV 89106	N/A	501(c)(3)	Self-Sufficiency Program	25,000
FOR Maricopa 22688 N Barlow Court Maricopa, AZ 85238	N/A	501(c)(3)	Food Pantry	50,000
Foundation for Teaching Economics 260 Russell Boulevard, Suite B Davis, CA 95616	N/A	501(c)(3)	Sustainable Economics	35,000
French Quarter Festivals 400 N Peters St , Suite 205 New Orleans, LA 70130	N/A	501(c)(3)	Festival Event Sponsorship	20,000
Gay and Lesbian Center 953 E Sahara, Suite B25 Las Vegas, NV 89104	N/A	501(c)(3)	Opening Doors Campaign	100,000
Geaux Play Foundation 4833 Conti Street, Suite 103 New Orleans, LA 70119	N/A	501(c)(3)	Midnight Basketball Program	10,000
GLAAD 5455 Wilshire Boulevard, Suite 1500 Los Angeles, CA 90036	N/A	501(c)(3)	Media Awards Sponsorship	25,000
Goodwill of Southern Nevada 1280 West Cheyenne Avenue North Las Vegas, NV 89030	N/A	501(c)(3)	Career Connections Program	25,000

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Greater Joliet Area YMCA 749 Houbolt Road Joliet, IL 60431	N/A	501(c)(3)	Teen Achievers Program	15,000
Heartland Family Services 2101 South 42nd Street Omaha, NE 68105	N/A	501(c)(3)	Family Works Iowa	50,000
HELP of Southern Nevada 1640 East Flamingo Road, Suite 100 Las Vegas, NV 89119	N/A	501(c)(3)	A New Path Program	50,000
Hope Link of S Nevada 178 Westminster Way Henderson, NV 89105	N/A	501(c)(3)	Senior Services Program	25,000
Junior Achievement of S Nevada 7220 S Cimarron, Suite 130 Las Vegas, NV 89113	N/A	501(c)(3)	Financial Literacy Program	30,000
Keep Memory Alive 888 West Bonneville Avenue Las Vegas, NV 89106	N/A	501(c)(3)	Production of "Henn"	50,000
Kingsley House New Orleans 1600 Constance Street New Orleans, LA 70130	N/A	501(c)(3)	General Operating Support	10,000
Kliptown Youth Program P O Box 127 Kliptown South Africa	N/A	501(c)(3)	Youth Program Scholarships	30,000
KNPR Nevada Public radio 1289 South Torrey Pines Las Vegas, NV 89146	N/A	501(c)(3)	Annual Programming Sponsorship	180,000
Larc School 1089 Creek Road Bellmawr, New Jersey 08031	N/A	501(c)(3)	CooperNorcross Run the Bridge	5,000
Las Vegas Philharmonic 1412 South Jones Boulevard Las Vegas, NV 89146	N/A	501(c)(3)	Youth Concert Series	25,000
LeBonheur Childrens Hospital Foundation 850 Poplar Avenue Memphis, TN 38105	N/A	501(c)(3)	Home Is Where the Heart Is Gala	30,000
Lorraine Civil Rights Museum Foundation 450 Mulberry Street Memphis, Tn 38103	N/A	501(c)(3)	Capital Campaign	50,000
Memphis Jewish Federation 6560 Poplar Avenue Memphis, TN 38138	N/A	501(c)(3)	Harrah's Hot Meals Program	25,000
Merryman House Domestic Crisis Center P O Box 98 Paducah, KY 42002	N/A	501(c)(3)	Feeding the Body and Soul	14,000
MICAH House 1415 Avenue J Council Bluffs, IA 51501	N/A	501(c)(3)	Licensed Social Worker	35,000
Mid-South Food Bank 239 S Dudley Memphis, TN 38104	N/A	501(c)(3)	Mobile Pantry	18,000
National Association of Area Agencies on Aging 1730 Rhode Island Ave, NW, Suite 1200 Washington, DC 20036	N/A	501(c)(3)	Annual Conference Sponsorship	25,000
National Center for Responsible Gaming	N/A	501(c)(3)	Annual Commitment	300,000

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
1299 Pennsylvania Ave , NW, Suite 1175 Washington, DC 20004				
National Council on Aging 3397 Barham Boulevard Los Angeles, CA 90068	N/A	501(c)(3)	Award Dinner	25,000
National Kidney Foundation 6405 Metcalf Avenue, Suite 204 Overland Park, KS 66202	N/A	501(c)(3)	2013 Kidney Walk	15,000
NE Patriots Chantable Foundation One Patriot Place Foxborough, MA 02035-1388	N/A	501(c)(3)	2013 Kick-Off Gala	25,000
Nevada Ballet Theater 1651 Inner Circle Las Vegas, NV 89134	N/A	501(c)(3)	Future Dance Program	25,000
Nevada Blind Childrens Foundation 9330 West Marin Avenue, 1st Floor Las Vegas, NV 89148	N/A	501(c)(3)	Descriptive Audio Program	20,000
New Orleans Jazz Orchestra 2020 St Charles Avenue New Orleans, LA 59267	N/A	501(c)(3)	Program Support	20,000
New Orleans Multicultural Tourism Network 2020 St Charles Avenue New Orleans , LA 70130	N/A	501(c)(3)	Treme 2013	10,000
NJ Seeds 494 Broad Street, Suite 105 Newark, NJ 07102	N/A	501(c)(3)	Casino Night	10,000
Olive Crest 2130 E 4th Street, Suite 200 Santa Ana, CA 92705	N/A	501(c)(3)	Family Preservation Program	25,000
Opportunity Village 6300 W Oakley Blvd Las Vegas, NV 89146	N/A	501(c)(3)	Annual Commitment	250,000
Park Lawn Association 10833 South LaPorte Oak Lawn, IL 60453	N/A	501(c)(3)	Art & Music Therapy	15,120
Philadelphia Center 2020 Centenary Boulevard Shreveport, LA 71104	N/A	501(c)(3)	HIV/AIDS Clinic	50,000
PRIME Initiative Astral House 1268 London Road London, England SW16 4ER	N/A	501(c)(3)	Program Support	38,960
Rebuilding Together 1899 L Street NW, Suite 1000 Washington DC 20036	N/A	501(c)(3)	Veteran Rebuild Projects	105,000
Relay for Life Bossier City LA 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	10
Relay for Life Bullhead City/Laughlin 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	100
Relay for Life DeSoto County MS 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	600
Relay for Life Harrah's - EBCI 250 Williams Street NW	N/A	501(c)(3)	Relay for Life	100

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Atlanta, GA 30303				
Relay for Life Harrison County 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	510
Relay for Life Joliet 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	530
Relay for Life of Bullhead City 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of Carlsbad CA 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	6,730
Relay for Life of Cleveland Hope Lodge 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of Desoto County, MS 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of Hammond IN 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of Harrison Gulfport 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	2,000
Relay for Life of Joliet 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of Maricopa 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	4,800
Relay for Life of Massac County IL 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	11,310
Relay for Life of Reno/Sparks NV 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	386
Relay for Life of S Philadelphia 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of South Tahoe, NV 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	500
Relay for Life of South Valley, NV 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	5,500
Relay for Life of Valley Center, CA 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	5,000
Relay for Life South Tahoe Nevada 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	450
Relay for Life South Valley NV 250 Williams Street NW Atlanta, GA 30303	N/A	501(c)(3)	Relay for Life	2,250

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
Robin Hood 162 West 56th Street, Suite 405 New York, NY 10019	N/A	501(c)(3)	Program Support	30,000
SAGE Eldercare, Inc 290 Broad Street Summit, NJ 07901	N/A	501(c)(3)	Meals on Wheels Program	10,000
Second Wind Dreams 1031 Cambridge Square, Suite G Alpharetta, GA 30004	N/A	501(c)(3)	Dream Fulfillment events	125,000
Shelby Farms Park Conservancy 500 North Pine Lake Drive Memphis, TN 38134	N/A	501(c)(3)	Earth Week Events	20,000
Special Olympics Nevada 5670 Wynn Road, Suite H Las Vegas, NV 89118	N/A	501(c)(3)	Event Sponsorship	25,000
Sports Aid 3rd Floor Victoria House Bloomsbury Square, London WC1B 4SE	N/A	501(c)(3)	Program Support	24,482
Springs Preserve Foundation 100 North City Parkway, Suite 750 Las Vegas, NV 89106	N/A	501(c)(3)	Safe Village Initiative	10,000
St Rose Dominican Health Foundation 3001 St. Rose Parkway Henderson, NV 89052	N/A	501(c)(3)	Hispanic Outreach	30,000
Teach for America Las Vegas Valley 1785 East Sahara, Suite 460 Las Vegas, NV 89104	N/A	501(c)(3)	School Adoption	150,000
The Angel's Depot 1495 Poinsettia Avenue, Suite 151 Vista, CA 92081	N/A	501(c)(3)	Food Box Program	50,000
The Cooper Foundation One Cooper Plaza Camden, NJ 08103	N/A	501(c)(3)	Red Hot Gala	25,000
The Journey Home 100 South Charles Street, 5th Floor Baltimore, MD 21201	N/A	501(c)(3)	Annual Gala	50,000
The North Ward Center 346 Mt. Prospect Avenue Newark, NJ 07104	N/A	501(c)(3)	Annual Gala	10,000
The One Fund Boston P O Box 990009 Boston, MA 02199	N/A	501(c)(3)	Boston Marathon Relief Efforts	50,000
Three Square 4190 North Pecos Road Las Vegas, NV 89115	N/A	501(c)(3)	Senior Food Program	25,000
United Negro College Fund 105 Adams Street, Suite 2400 Chicago, IL 60603	N/A	501(c)(3)	Scholarships	150,000
United Way of Kansas City 1080 Washington Kansas City, MO 64105	N/A	501(c)(3)	Income Day of Action	25,000
United Way of SE Delaware County 2310 Providence Avenue Chester, PA 19013	N/A	501(c)(3)	Scholarships	50,000

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of Grant or Contribution	Amount
UNLV Black Mountain Institute 4505 Maryland Pkwy Las Vegas, NV 89154	N/A	501(c)(3)	Annual Sponsorship	10,000
Vegas PBS 3050 E Flamingo Road Las Vegas, NV 89121	N/A	501(c)(3)	Back-To-Work Program	50,000
Wetlands Initiative 520 Terminal Tower Cleveland, OH 44113	N/A	501(c)(3)	Grant Creek Restoration	25,000
Will County Center for Community Concerns 304 North Scott Street Joliet, IL 60432	N/A	501(c)(3)	Senior Services Program	15,000
YMCA of Southern Nevada 4141 Meadows Lane Las Vegas, NV 89107	N/A	501(c)(3)	Operational Support	15,000
			Total Payments	3,695,588

1. Gift must be given to a 501(c)(3) not-for-profit organization. The following should be provided:
 - a. Amount requested;
 - b. Statement of proposed objective;
 - c. Brief statement of history, goals, and accomplishments to date;
 - d. Current annual report;
 - e. Internal Revenue Service tax exemption letter 501(c)(3);
 - f. Current year's budget showing anticipated expenses and income;
 - g. List of current corporate and foundation funding sources, public and/or private, with amounts contributed within the most recent 12 months or last fiscal year;
 - h. Most recent independently audited financial statement;
 - i. List of members of applicant's governing board;
 - j. List of accrediting agencies, where appropriate; and
 - k. Cultural organizations should submit their most recent 12-month audience statistics.

The Caesars Foundation
 FEIN. 74-3050638
 Attachment to Form 990-PF
 Page 6, Part VIII, line 1
 List of officers, directors, trustees
 12/31/2013

(a) Name and address	(b) Title/ Hours per week	(c) Compensation	(d) Contributions to Employee Benefit Plans	(e) Expense acct, other allowances
Janet Beronio 777 Harrah's Rincon Way, Valley Center, CA 92082	Chairman/Trustee 2 hours per week	0	0	0
Jan Jones One Caesars Palace Drive, Las Vegas, NV 89109	Trustee 2 hours per week	0	0	0
Scott Weigand One Caesars Palace Drive, Las Vegas, NV 89109	Secretary 2 hours per week	0	0	0
Thomas M. Jenkin One Caesars Palace Drive, Las Vegas, NV 89109	Vice-Chairman/Trustee 2 hours per week	0	0	0
Fred Keeton One Caesars Palace Drive, Las Vegas, NV 89109	Trustee 2 hours per week	0	0	0
John Payne 8 Canal Street, New Orleans, LA 70130	Trustee 2 hours per week	0	0	0
Don Marrantino 745 McClintock Drive, Ste 305, Burr Ridge, IL 60521	Trustee 2 hours per week	0	0	0
Torben Cohrs One Caesars Palace Drive, Las Vegas, NV 89109	Treasurer 5 hours per week	0	0	0

The Caesars Foundation
FEIN: 74-3050638
Attachment to Form 990-PF
12/31/2013

Form 990-PF, Part 1, page 1, question 16c
Other professional fees

Consulting	\$ 192,851
	<u>\$ 192,851</u>

Form 990-PF, Part 1, page 1, question 23
Other expenses

Annual Report Fee	\$ 25
	<u>\$ 25</u>