

HARRAHS ENTERTAINMENT INC
Form POS AM
December 20, 2001

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As filed with the Securities and Exchange Commission on December 20, 2001

Registration No. 333-69263

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-3

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

HARRAH'S ENTERTAINMENT, INC.

(Exact name of Registrant as specified in its charter)

DELAWARE

(State or other jurisdiction
of incorporation or organization)

7993

(Primary Standard Industrial
Classification Code Number)

62-1411755

(I.R.S. Employer
Identification No.)

**ONE HARRAH'S COURT
LAS VEGAS, NEVADA 89119
(702) 407-6000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

HARRAH'S OPERATING COMPANY, INC.

(Exact name of Registrant as specified in governing instruments)

DELAWARE

(State or other jurisdiction
of incorporation or organization)

7993

(Primary Standard Industrial
Classification Code Number)

75-1941623

(I.R.S. Employer
Identification No.)

**ONE HARRAH'S COURT
LAS VEGAS, NEVADA 89119
(702) 407-6000**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy to:

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(702) 407-6000

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This Post-Effective Amendment No. 1 to Form S-3 shall become effective in accordance with Section 8(c), of the Securities Act of 1933, as amended, on such date as the Commission, acting pursuant to Section 8(c), may determine.

DEREGISTRATION OF SECURITIES

A Registration Statement on Form S-3 (Registration No. 333-69263), was originally filed with the Securities and Exchange Commission by Harrah's Entertainment, Inc. and Harrah's Operating Company, Inc. (together, "the Registrant") on December 18, 1998. The Registration Statement related to the registration of \$750,000,000 in aggregate initial offering price of debt securities of Harrah's Operating Company, Inc. ("HOC") and guarantees by Harrah's Entertainment, Inc. of the payment of all obligations of HOC under these debt securities (together, the "Securities"), to be issued and sold from time to time. \$250,000,000 in aggregate initial offering price of the Securities remain unsold, and accordingly, the Registrant hereby deregisters the unsold Securities by means of this Post-Effective Amendment No. 1 to the Registration Statement.

HARRAH'S OPERATING SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Las Vegas, State of Nevada on December 19, 2001.

HARRAH'S OPERATING COMPANY, INC.

Dated: December 19, 2001

By /s/ PHILIP G. SATRE

Philip G. Satre
Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ PHILIP G. SATRE		
Philip G. Satre	Chairman and Chief Executive Officer	December 19, 2001
/s/ CHARLES L. ATWOOD		
Charles L. Atwood	Director and Chief Financial Officer	December 19, 2001
*		
Gary W. Loveman	Director	December 19, 2001
/s/ ANTHONY D. MCDUFFIE		
Anthony D. McDuffie	Controller and Principal Accounting Officer	December 19, 2001

*By: /s/ PHILIP G. SATRE

Philip G. Satre
Attorney-in-Fact

HARRAH'S ENTERTAINMENT SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Las Vegas, State of Nevada on December 19, 2001.

HARRAH'S ENTERTAINMENT, INC.

Dated: December 19, 2001

By /s/ PHILIP G. SATRE

Philip G. Satre
Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
*		
James B. Farley	Director	December 19, 2001
*		
Joe M. Henson	Director	December 19, 2001
*		
Ralph Horn	Director	December 19, 2001
/s/ GARY W. LOVEMAN	Director, President and Chief Operating Officer	December 19, 2001
Gary W. Loveman		
/s/ R. BRAD MARTIN	Director	December 19, 2001
R. Brad Martin		
/s/ GARY G. MICHAEL	Director	December 19, 2001
Gary G. Michael		
/s/ ROBERT G. MILLER	Director	December 19, 2001
Robert G. Miller		
*		
Walter J. Salmon	Director	December 19, 2001
/s/ PHILIP G. SATRE	Chairman and Chief Executive Officer	December 19, 2001

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Philip G. Satre

*

Director

December 19, 2001

Boake A. Sells

*

Director

December 19, 2001

Eddie N. Williams

/s/ ANTHONY D. MCDUFFIE

Controller and Principal Accounting
Officer

December 19, 2001

Anthony D. McDuffie

*By:

/s/ PHILIP G. SATRE

Philip G. Satre

Attorney-in-Fact

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