

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BOKF, N.A., solely in its capacity as successor
Indenture Trustee for the 12.75% Second-Priority
Senior Secured Notes due 2018,

Plaintiff,

v.

CAESARS ENTERTAINMENT CORPORATION,

Defendant.

Case No. 1:15-cv-01561 (SAS)

UMB BANK, N.A. solely in its capacity as
Indenture Trustee under those certain indentures,
dated as of June 10, 2009, governing Caesars
Entertainment Operating Company, Inc.'s 11.25%
Notes due 2017; dated as of February 14, 2012,
governing Caesars Entertainment Operating
Company, Inc.'s 8.5% Senior Secured Notes due
2020; dated August 22, 2012, governing Caesars
Entertainment Operating Company, Inc.'s 9%
Senior Secured Notes due 2020; dated February
15, 2013, governing Caesars Entertainment
Operating Company, Inc.'s 9% Senior Secured
Notes due 2020,

Plaintiff,

v.

CAESARS ENTERTAINMENT CORPORATION,

Defendant.

Case No. 1:15-cv-04634 (SAS)

**DECLARATION OF GAVIN WILKINSON IN SUPPORT OF PLAINTIFFS'
MOTION FOR PARTIAL SUMMARY JUDGMENT**

I, GAVIN WILKINSON, declare as follows:

1. I am Senior Vice President and Manager, Special Accounts, Corporate Trust at Plaintiff UMB Bank, N.A (“UMB Bank”).

2. I submit this declaration in support of Plaintiffs’ Motions for Partial Summary Judgment in the above-captioned cases (the “Motions”). The facts set forth in this declaration are based on my personal knowledge.

3. UMB Bank is the indenture trustee under those certain indentures, as amended and supplemented, dated as of June 10, 2009, governing Caesars Entertainment Operating Company, Inc.’s (“CEOC’s”) 11.25% Senior Secured Notes due 2017; dated as of February 14, 2012, governing CEOC’s 8.5% Senior Secured Notes due 2020; dated August 22, 2012, governing CEOC’s 9% Senior Secured Notes due 2020; and dated February 15, 2013, governing CEOC’s 9% Senior Secured Notes due 2020 (collectively, the “First Lien Indentures”).

Indenture dated June 10, 2009 governing CEOC’s 11.25% Senior Secured Notes due 2017

4. The outstanding principal amount of the debt owed under the First Lien Indenture dated as of June 10, 2009, governing CEOC’s 11.25% Senior Secured Notes due 2017 is \$2,095,000,000.00.

5. The amount of interest due changes daily. I will provide the then-current interest due upon request.

Indenture dated February 12, 2012 governing CEOC’s 8.5% Senior Secured Notes due 2020

6. The outstanding principal amount of the debt owed under the First Lien Indenture dated as of February 14, 2012, governing CEOC’s 8.5% Senior Secured Notes due 2020 is \$1,250,000,000.00.

7. The amount of interest due changes daily. I will provide the then-current interest due upon request.

Indenture dated as of August 22, 2012 governing CEOC's 9% Senior Secured Notes due 2020

8. The outstanding principal amount of the debt owed under the First Lien Indenture dated as of August 22, 2012, governing CEOC's 9% Senior Secured Notes due 2020 is \$1,500,000,000.00.

9. The amount of interest due changes daily. I will provide the then-current interest due upon request.

Indenture dated as of February 15, 2013 governing CEOC's 9% Senior Secured Notes due 2020

10. The outstanding principal amount of the debt owed under the First Lien Indenture dated as of February 15, 2013, governing CEOC's 9% Senior Secured Notes due 2020 is \$1,500,000,000.00.

11. The amount of interest due changes daily. I will provide the then-current interest due upon request.

Total Amount Due and Owing

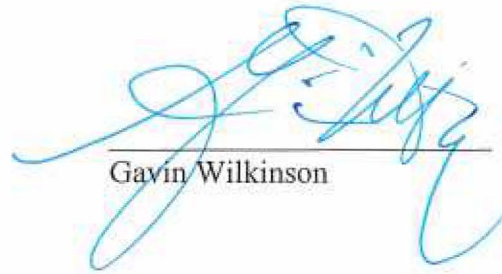
12. The total outstanding principal due under the First Lien Indentures as of May 10, 2016 is \$6,345,000,000.00.

13. The total outstanding amount of interest due changes daily. I will provide the aggregate interest due for the First Lien Indentures upon request.

14. Although due and owing, CEC has not paid any amount outstanding under the First Lien Indentures.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on May 10, 2016.



Gavin Wilkinson