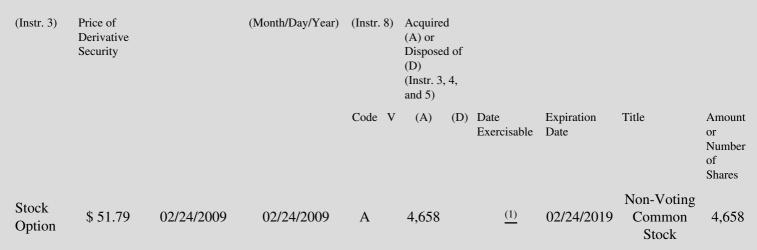
Edgar Filing: JONES JANIS L - Form 4

JONES JANI Form 4	SL								
February 26, 2	2009								
FORM	4								PPROVAL
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287
Check this if no longe	-**							Expires:	January 31,
subject to Section 16 Form 4 or	5. SIAIEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							2005 average urs per . 0.5
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							
(Print or Type R	esponses)								
1. Name and Address of Reporting Person <u>*</u> JONES JANIS L			2. Issuer Name and Ticker or Trading Symbol HARRAHS ENTERTAINMENT INC [HET]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Street)			4. If Amendment, Date Original			1	6. Individual or Joint/Group Filing(Check		
LAS VEGAS				onth/Day/Yea	-	1	Applicable Line) _X_ Form filed by	One Reporting Pa More than One R	erson
LAS VLOAL	5, 19 9 09109						Person		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount	(D) Price	(Instr. 3 and 4)		
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	-		-		
					infor n requir	nation cont ed to resp ys a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JONES JANIS L ONE CAESARS PALACE DRIVE LAS VEGAS, NV 89109			Senior Vice President			
Signatures						
Janis L. Jones by Angela P. Winter, attorney-in-fact	02/26/2009					
**Signature of Reporting Person			Date			

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Exercisable in five equal installments on 2/24/2010, 2/24/2011, 2/24/2012, 2/24/2013 and 2/24/2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.