

MIRMAN RICHARD E  
Form 4  
June 16, 2005

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*  
MIRMAN RICHARD E

2. Issuer Name and Ticker or Trading Symbol  
HARRAHS ENTERTAINMENT INC [HET]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
ONE HARRAH'S COURT  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/15/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

LAS VEGAS, NV 89119

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |                         |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |                         |
| Common Stock                    | 06/15/2005                           | 06/15/2005   | M                              | V   | 61,221  | A  | \$ 27.2813 131,486                                    | D                       |
| Common Stock                    | 06/15/2005                           | 06/15/2005   | M                              | V   | 40,607  | A  | \$ 28.8125 172,093                                    | D                       |
| Common Stock                    | 06/15/2005                           | 06/15/2005   | S                              |   | 101,828   | D  | \$ 73.75 70,265                                       | D                       |
| Common Stock                    |                                      |  |                                |   |   |  | 178   | I 401(k) <sup>(1)</sup> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy)       | \$ 27.2813   | 06/15/2005                           | 06/15/2005   | M                              | 61,221  | <u>(2)</u> 11/12/2009                                    | Common Stock  | 61,221                     |
| Employee Stock Option (Right to Buy)       | \$ 28.8125   | 06/15/2005                           | 06/15/2005   | M                              | 40,607  | <u>(2)</u> 11/16/2010                                    | Common Stock  | 40,607                     |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships   |
|---|---|
| MIRMAN RICHARD E<br>ONE HARRAH'S COURT<br>LAS VEGAS, NV 89119 | Director 10% Owner Officer Other<br>Senior Vice President |

## Signatures

Richard E. Mirman by Angela P. Winter,  
attorney-in-fact

06/16/2005

\_\_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) Held by the Trustees of the Harrah's Entertainment, Inc. Savings and Retirement Plan. Holdings reported as of 4/29/2005 and rounded to the nearest share.

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(2) All options are currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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