Adelson Sheldon G Form 5 February 14, 2013

FORM 5

#### **OMB APPROVAL**

2005

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

3235-0362 Number: January 31, Expires:

**OMB** 

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Adelson Sheldon G Symbol LAS VEGAS SANDS CORP [LVS] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) \_X\_ Director \_X\_\_ 10% Owner \_X\_ Officer (give title \_ Other (specify 12/31/2012 below) below) 3355 LAS VEGAS BOULEVARD Chairman/Board, CEO & Treasurer **SOUTH** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

### LAS VEGAS, NVÂ 89109

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

	(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
Se	Fitle of curity str. 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)  (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	ommon	12/28/2012	Â	G <u>(1)</u>	243,921	D	\$0	236,384	I	By spouse's indirect ownership.	
	ommon ock	12/28/2012	Â	G <u>(1)</u>	236,384	D	\$ 0	0	I	By spouse's indirect ownership.	
	ommon ock	Â	Â	Â	Â	Â	Â	60,895,773	D	Â	
		Â	Â	Â	Â	Â	Â	7,626,641	I		

Common Stock								By other trusts for the benefit of one or more members of the Adelson family.
Common Â Stock	Â	Â	Â	Â	Â	12,566,710	I	By an Adelson family investment vehicle
Common Â Stock	Â	Â	Â	Â	Â	157,761,580	I	By spouse's direct and indirect ownership not reported above.
Reminder: Report securities beneficia	etly. contai	Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.						

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						<b>5</b> .	<b>.</b>		or	
						*	Expiration	Title	Number	
						Exercisable	Date		of	
					(A) (D)				Shares	

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Reporting Owners 2

### Edgar Filing: Adelson Sheldon G - Form 5

Adelson Sheldon G 3355 LAS VEGAS BOULEVARD SOUTH LAS VEGAS, NVÂ 89109

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À Chairman/Board,CEO & Treasurer

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## **Signatures**

/s/ Sheldon G. 02/13/2013 Adelson

\*\*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) The shares were transferred for no consideration by a trust for the benefit of one or more members of the Adelson family to another trust for the benefit of one or more members of the Adelson family.

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### **Remarks:**

This is part two of a two part filing.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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