

LAS VEGAS SANDS CORP

Form 5

February 17, 2015

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
Adelson Miriam

(Last) (First) (Middle)

3355 LAS VEGAS BOULEVARD
SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
LAS VEGAS SANDS CORP [LVS]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

__X__ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

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 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)
Common Stock	03/22/2014	Â	G ⁽¹⁾	301,422	A \$ 0 882,461	I	By a trust for the benefit of one or more members of the Adelson family.
	04/23/2014	Â	G ⁽¹⁾	759,584	A \$ 0 1,642,045	I	

Common Stock									By a trust for the benefit of one or more members of the Adelson family.
Common Stock	04/23/2014	Â	<u>G⁽¹⁾</u>	19,379	A	\$ 0	1,661,424	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	04/23/2014	Â	<u>G⁽¹⁾</u>	63,113	A	\$ 0	1,724,537	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	04/23/2014	Â	<u>G⁽¹⁾</u>	357,044	A	\$ 0	430,881	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	04/28/2014	Â	<u>G⁽¹⁾</u>	700,000	D	\$ 0	3,592,516	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	05/22/2014	Â	<u>G⁽¹⁾</u>	501,425	A	\$ 0	2,225,962	I	By a trust for the benefit of

Common Stock	08/08/2014	Â	<u>G⁽¹⁾</u>	1,000,000	D	\$ 0	2,592,516	I	one or more members of the Adelson family. By a trust for the benefit of one or more members of the Adelson family.
Common Stock	09/30/2014	Â	<u>G⁽¹⁾</u>	310,438	A	\$ 0	2,536,400	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	11/24/2014	Â	<u>G⁽¹⁾</u>	12,524,508	D	\$ 0	0	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	12/30/2014	Â	<u>G⁽¹⁾</u>	199,800	A	\$ 0	2,736,200	I	By a trust for the benefit of one or more members of the Adelson family.
Common Stock	12/30/2014	Â	<u>G⁽¹⁾</u>	683,000	A	\$ 0	3,419,200	I	By a trust for the benefit of one or more members

Common Stock	Â	Â	Â	Â	Â	Â	93,779,145	D	Â	of the Adelson family.
Common Stock	Â	Â	Â	Â	Â	Â	216,651,597	I	Â	By other trusts for the benefit of one or more members of the Adelson family.
Common Stock	Â	Â	Â	Â	Â	Â	12,566,710	I	Â	By an Adelson family investment vehicle.

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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E I F I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Adelson Miriam 3355 LAS VEGAS BOULEVARD SOUTH	Â	Â X	Â	Â

LAS VEGAS, NV 89109

Signatures

/s/ Miriam

02/13/2015

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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