

Adelson Sheldon G
Form 4
November 17, 2011

FORM 4

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

OMB APPROVAL

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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 *
Adelson Sheldon G

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3355 LAS VEGAS BOULEVARD SOUTH
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/15/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman/Board, CEO & Treasurer

LAS VEGAS, NV 89109

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)
Common Stock	04/15/2011		G(1)	V 22,975,261 A \$ 0	22,975,261	I	By spouse.
Common Stock	06/20/2011		G(2)	V 18,139,344 D \$ 0	4,835,917	I	By spouse.
Common Stock	06/20/2011		G(2)	V 18,139,344 A \$ 0	18,139,344	I	By the Miriam Adelson June 2011 Two Year LVS Annuity Trust.

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Common Stock	10/07/2011	G ⁽³⁾	V	4,000,000	D	\$ 0	835,917	I	By spouse.
Common Stock	10/07/2011	G ⁽³⁾	V	4,000,000	A	\$ 0	4,000,000	I	By the Miriam Adelson October 2011 Two Year LVS Annuity Trust.
Common Stock	10/28/2011	G ⁽⁴⁾	V	4,171,653	D	\$ 0	19,634,416	I	By the Sheldon G. Adelson October 2009 Two Year LVS Annuity Trust
Common Stock	10/28/2011	G ⁽⁴⁾	V	4,171,653	A	\$ 0	4,174,753	D	
Common Stock	10/28/2011	G ⁽⁵⁾	V	9,817,208	D	\$ 0	9,817,208	I	By the Sheldon G. Adelson October 2009 Two Year LVS Annuity Trust.
Common Stock	10/28/2011	G ⁽⁵⁾	V	9,817,208	A	\$ 0	22,564,659	I	By the General Trust under the Sheldon G. Adelson 2007 Remainder Trust u/d/t dated 5/1/2007.
Common Stock	10/28/2011	G ⁽⁶⁾	V	9,817,208	D	\$ 0	0	I	By the Sheldon G. Adelson October 2009 Two Year LVS Annuity Trust
	10/28/2011	G ⁽⁶⁾	V	9,817,208	A	\$ 0	22,564,658	I	

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Common Stock							By the General Trust under the Sheldon G. Adelson 2007 Friends and Family Trust u/d/t dated 5/1/07.
Common Stock (Restricted)				45,596	D		
Common Stock				120,682,866	I		By spouse's direct and indirect ownership.
Common Stock				12,566,710	I		By Adfam Investment Company LLC.

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

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.

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

