

Chen Linda
Form 4
September 16, 2010

FORM 4

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).

**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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(Print or Type Responses)

1. Name and Address of Reporting Person *
Chen Linda

(Last) (First) (Middle)

C/O WYNN RESORTS,
LIMITED, 3131 LAS VEGAS
BOULEVARD SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

WYNN RESORTS LTD [WYNN]

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

03/07/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Pres, Wynn Int'l Marketing

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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 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, par value \$0.01	09/14/2010		S	400	D \$ 91.5	14,600	I By Trust
Common Stock, par value \$0.01	09/15/2010		S	14,600	D <u>\$ 90.07</u> (1)	0	I By Trust
Common Stock, par value	09/15/2010		M	10,000	A \$ 74.25	10,000	I By Spouse

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\$0.01

Common Stock, par value \$0.01	09/15/2010	S	10,000	D	\$ 89.6181 (2)	0	I	By Trust (3)
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Common Stock, par value \$0.01						210,000	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Options (right to buy)	\$ 74.25	03/07/2005		A	10,000	(4) 03/07/2015	Common Stock, par value \$0.01	10,000
Stock Options (right to buy)	\$ 74.25	09/15/2010		M	10,000	(4) 03/07/2015	Common Stock, par value \$0.01	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chen Linda C/O WYNN RESORTS, LIMITED 3131 LAS VEGAS BOULEVARD SOUTH LAS VEGAS, NV 89109	X		Pres, Wynn Int'l Marketing	

Signatures

/s/ Kevin Tourek, attorney-in-fact for Linda
Chen

09/16/2010

__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).

Represents the weighted average price of multiple transactions with a range of prices between \$89.71 and \$90.31. The reporting person,
(1) upon request by the staff of the SEC, Wynn Resorts, Limited or any security holder of Wynn Resorts, Limited, undertakes to provide further information regarding the number of securities sold at each separate price.

Represents the weighted average price of multiple transactions with a range of prices between \$89.51 and \$89.805. The reporting person,
(2) upon request by the staff of the SEC, Wynn Resorts, Limited or any security holder of Wynn Resorts, Limited, undertakes to provide further information regarding the number of securities sold at each separate price.

(3) Shares were transferred by spouse to trust for no consideration in a transaction exempt pursuant to Rule 16a-13.

(4) Options vested one-third on March 7, 2008, one-third on March 7, 2009 and one-third on March 7, 2010.

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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