

Adelson Miriam  
Form 5  
February 11, 2011

**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  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

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

(Last) (First) (Middle)

3355 LAS VEGAS BOULEVARD  
SOUTH

(Street)

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

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2010

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LAS VEGAS, NV 89109

\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|---|---|---|
|                                       |   |   |                                      | (A)<br>or<br>(D)  | Amount<br>Price   |   |   |
| Common<br>Stock                       | 06/29/2010                              | Â   | G <sup>(1)</sup>                     | 33,000,000 D  | \$ 0 53,363,636   | D   | Â   |
| Common<br>Stock                       | 09/28/2010                              | Â   | G <sup>(1)</sup>                     | 25,000,000 D  | \$ 0 28,363,636   | D   | Â   |
| Common<br>Stock                       | 09/29/2010                              | Â   | G <sup>(1)</sup>                     | 25,000,000 D  | \$ 0 3,363,636  | D   | Â   |
| Common<br>Stock                       | 10/27/2010                              | Â   | G <sup>(2)</sup>                     | 5,000,000 D   | \$ 0 8,692,516  | I   | By ESBT<br>Y Trust.   |

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|              |            |   |                  |           |   |      |            |   |   |
|--------------|------------|---|------------------|-----------|---|------|------------|---|---|
| Common Stock | 11/30/2010 | Â | G                | 7,213,275 | A | \$ 0 | 7,213,275  | I | By General Trust under the Sheldon G. Adelson 2007 Remainder Trust u/d/t dated May 1, 2007. <sup>(3)</sup>          |
| Common Stock | 11/30/2010 | Â | G                | 7,213,275 | A | \$ 0 | 7,213,275  | I | By General Trust under the Sheldon G. Adelson 2007 Friends and Family Trust u/d/t dated May 1, 2007. <sup>(3)</sup> |
| Common Stock | 12/15/2010 | Â | G <sup>(4)</sup> | 1,000,000 | D | \$ 0 | 12,692,516 | I | By ESBT S Trust.  |
| Common Stock | 12/30/2010 | Â | G <sup>(5)</sup> | 1,350,000 | D | \$ 0 | 7,342,516  | I | By ESBT Y Trust.  |
| Common Stock | Â          | Â | Â                | Â         | Â | Â    | 13,692,517 | I | By QSST A Trust.  |
| Common Stock | Â          | Â | Â                | Â         | Â | Â    | 13,692,517 | I | By QSST M Trust.  |
| Common Stock | Â          | Â | Â                | Â         | Â | Â    | 5,144,415  | I | By Sheldon G. Adelson 2004 Remainder Trust.   |
| Common Stock | Â          | Â | Â                | Â         | Â | Â    | 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.

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>of<br>D<br>S |
|---|--|---|---|--------------------------------------|-------------------------------|--|---|---|-----------------------|
|---|--|---|---|--------------------------------------|-------------------------------|--|---|---|-----------------------|

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| Derivative<br>Security | Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |     | (Instr. 3 and 4)    |                    |       |  |
|------------------------|---|-----|---------------------|--------------------|-------|--|
|                        | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>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                      02/11/2011  
Adelson

\_\_Signature of                      Date  
Reporting Person

## 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) These shares were gifted by Dr. Miriam Adelson to her spouse, Sheldon G. Adelson.
- (2) These shares are now held by various trusts, of which Timothy D. Stein is one of the trustees. Mr. Stein retains the sole power to direct the vote of these shares.
- (3) Dr. Miriam Adelson, Timothy D. Stein and Irwin Chafetz serve as the trustees of the trust. Dr. Adelson retains the sole power to direct the vote of these shares.
- (4) These shares are now held by various trusts, of which Timothy D. Stein is one of the trustees. Mr. Stein retains the sole power to direct the vote of these shares.
- (5) Mr. Stein retains the sole power to direct the vote of these shares, and shares the power to direct the disposition of the shares.

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.