

WYNN RESORTS LTD  
Form 8-K  
November 14, 2013

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934, as Amended**

**Date of Report (Date of earliest event reported): November 7, 2013**

**WYNN RESORTS, LIMITED**

**(Exact name of registrant as specified in its charter)**

**Nevada**  
**(State or other jurisdiction**  
**of incorporation)**

**000-50028**  
**(Commission**  
**File Number)**

**46-0484987**  
**(I.R.S. Employer**  
**Identification No.)**

**WYNN LAS VEGAS, LLC**

**(Exact name of registrant as specified in its charter)**

**Nevada**  
**(State or other jurisdiction**  
**of incorporation)**

**333-100768**  
**(Commission**  
**File Number)**

**88-0494875**  
**(I.R.S. Employer**  
**Identification No.)**

**3131 Las Vegas Boulevard South**

**Las Vegas, Nevada**  
**(Address of principal executive offices of each registrant)**  
**(702) 770-7555**

**89109**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencements communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 1.01 Entry into a Material Definitive Agreement.**

As disclosed in prior filings of Wynn Resorts, Limited ( WRL ) and Wynn Las Vegas, LLC ( WLV ) Stephen A. Wynn ( Mr. Wynn ), Chairman of the Board of Directors and Chief Executive Officer of WRL, and WLV are parties to the 2013 Amended and Restated Agreement of Lease, dated as of May 7, 2013 (the Existing SW Lease ), pursuant to which Mr. Wynn leases three fairway villas (the Villas ) as Mr. Wynn s personal residence. On November 7, 2013, Mr. Wynn and WLV entered into a 2013 Second Amended and Restated Agreement of Lease (the New SW Lease ) amending and restating the Existing SW Lease, effective as of November 5, 2013. The New SW Lease was approved by the Audit Committee of the Board of Directors of WRL. Pursuant to the New SW Lease, effective as of November 5, 2013 and ending on February 28, 2015, Mr. Wynn will pay WLV monthly rent for the Villas of \$43,750, which amount was determined to be the fair market value of the accommodations based on a third-party appraisal and which is consistent with the rental value under the Existing SW Lease. In addition, pursuant to the New SW Lease, WLV is required to pay for all capital improvements to the Villas and will reimburse Mr. Wynn for all amounts that he has previously paid for capital improvements to the Villas. Additional information regarding the terms of the Existing SW Lease is set forth on page 44 of WRL s definitive proxy statement filed on March 26, 2013. This description of the New SW Lease is qualified in its entirety by reference to the New SW Lease, a copy of which is filed herewith as Exhibit 10.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
10.1	2013 Second Amended and Restated Agreement of Lease, dated as of November 7, 2013, by and between Wynn Las Vegas, LLC and Stephen A. Wynn.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 14, 2013

**WYNN RESORTS, LIMITED**

By: /s/ Matt Maddox

Name: Matt Maddox

Title: President, Chief Financial Officer and  
Treasurer

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 14, 2013

**WYNN LAS VEGAS, LLC**

By: Wynn Resorts Holdings, LLC, its sole member

By: Wynn Resorts, Limited, its sole member

By: /s/ Matt Maddox  
Name: Matt Maddox  
Title: President, Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

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