

Adelson Miriam  
Form 5  
February 11, 2011

# FORM 5

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

OMB APPROVAL

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

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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

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)  
12/31/2010

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)

6. Individual or Joint/Group Reporting

(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 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)
				(A) or (D) Amount Price			
Common Stock	06/29/2010	Â	G <sup>(1)</sup>	33,000,000 D \$ 0	53,363,636	D	Â
Common Stock	09/28/2010	Â	G <sup>(1)</sup>	25,000,000 D \$ 0	28,363,636	D	Â
Common Stock	09/29/2010	Â	G <sup>(1)</sup>	25,000,000 D \$ 0	3,363,636	D	Â
Common Stock	10/27/2010	Â	G <sup>(2)</sup>	5,000,000 D \$ 0	8,692,516	I	By ESBT 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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SEC 2270  
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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. of D S
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