

Adelson Sheldon G  
Form 4  
November 18, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(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)  
  
C/O LAS VEGAS SANDS  
CORP., 3355 LAS VEGAS  
BOULEVARD SOUTH  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/14/2008

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

LAS VEGAS, NV 89109  
  
(City) (State) (Zip)

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

**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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/14/2008		A		86,363,636	A	<u>(1)</u> <u>(2)</u>	146,278,117	I	By spouse. See footnotes <u>(1)</u> <u>(2)</u>
10% Series A Cumulative Perpetual Preferred Stpcl	11/14/2008		A		5,250,000	A	<u>(1)</u> <u>(2)</u>	5,250,000	I	By spouse. See footnotes <u>(1)</u> <u>(2)</u>

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Common Stock	100	D	
Common Stock	150,258,765	I	By Sheldon G. Adelson 2005 Family Trust
Common Stock	2,246,305	I	By Sheldon G. Adelson 2007 Two Year LVS Annuity Trust
Common Stock	2,718,637	I	By Sheldon G. Adelson 2007 Three Year LVS Annuity Trust
Common Stock	3,868,023	I	By Sheldon G. Adelson July 2007 Two Year LVS Annuity Trust
Common Stock	4,292,989	I	By Sheldon G. Adelson July 2007 Three Year LVS Annuity Trust

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Common Stock	1,937,023	I	By Sheldon G. Adelson April 2008 Two Year LVS Annuity Trust
Common Stock	1,937,023	I	By Sheldon G. Adelson April 2008 Three Year LVS Annuity Trust
Common Stock	8,500,000	I	By Sheldon G. Adelson July 2008 Two Year LVS Annuity Trust
Common Stock	8,500,000	I	By Sheldon G. Adelson July 2008 Three Year LVS Annuity Trust

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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

