

Adelson Sheldon G
Form 4
March 31, 2009

FORM 4

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

OMB APPROVAL

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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)

3355 LAS VEGAS BOULEVARD
SOUTH

3. Date of Earliest Transaction (Month/Day/Year)
03/27/2009

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

(Street)

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

LAS VEGAS, NV 89109

(City) (State) (Zip)

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					6,048	D		
Common Stock	03/27/2009		P		4,098,900	A	\$ 3.0763 <u>(1)</u>	By Adfam Investment Company LLC
Common Stock	03/30/2009		P		3,740,900	A	\$ 2.8189 <u>(1)</u>	By Adfam Investment Company LLC
Common					146,278,117	I		By spouse

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Stock					
Common Stock		82,758,765	I	By Sheldon G. Adelson 2005 Family Trust u/d/t dated April 25, 2005	
Common Stock		48,764,841	I	By Sheldon G. Adelson December 2008 Three Year LVS Annuity Trust	
Common Stock		16,802,047	I	By Sheldon G. Adelson November 2008 Two Year LVS Annuity Trust	
Common Stock		11,977,704	I	By Sheldon G. Adelson February 2009 Two Year LVS Annuity Trust	
Common Stock		23,955,408	I	By Sheldon G. Adelson February 2009 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.

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4.	5. Transaction Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
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