NIELSON SCOTT M

Form 4

November 22, 2004

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington D.C. 20549

OMB APPROVAL

Washington, D.C. 20549

Number:
Expires:

oer: 3235-0287 January 31,

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires. 2005
Estimated average burden hours per

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * NIELSON SCOTT M			2. Issuer Name <b>and</b> Ticker or Trading Symbol STATION CASINOS INC [STN]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
2411 WEST :	SAHARA A	AVENUE	(Month/Day/Year) 11/18/2004	Director 10% Owner _X_ Officer (give title Other (specify below) Chief Development Officer			
(Street)  LAS VEGAS, NV 89102			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting			
			Filed(Month/Day/Year)				

(City)	(State) (A	Table	I - Non-Do	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D)			•	5. Amount of Securities	7. Nature of Indirect		
(Instr. 3)		any					Beneficially (D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
					$(\Delta)$		Transaction(s)			
			Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	11/18/2004(1)		M	4,000	A	\$ 9.75	451,141	D		
Common Stock	11/18/2004(1)		S	4,000	D	\$ 55.1	447,141	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(7:m)

(State)

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SEC 1474

(9-02)

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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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Employee Stock Option (Right to Buy)	\$ 9.75	11/18/2004(1)		M	4,000	08/08/1998(2)	05/21/2006	Common Stock	4,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

NIELSON SCOTT M 2411 WEST SAHARA AVENUE LAS VEGAS, NV 89102

Chief Development Officer

## **Signatures**

Scott M Nielson 11/22/2004

\*\*Signature of Person Date

## **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) This transaction was executed pursuant to a Rule 10b5-1 Sales Plan. The implementation date was October 22, 2004 and the termination date is April 21, 2005.
- (2) Options vest at 20% per year over five years from the grant date

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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