

QUARTIERI MICHAEL  
Form 4  
February 08, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
QUARTIERI MICHAEL

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)  
02/06/2012

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

Chief Accounting Officer

(Street)  
LAS VEGAS, NV 89109

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

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/06/2012		M		12,000 A \$ 7.73	D	
Common Stock	02/06/2012		S		12,000 (1) D \$ 51.8104 (2) 0	D	
Common Stock	02/06/2012		M		2,750 A \$ 14.31	D	
Common Stock	02/06/2012		S		2,750 (1) D \$ 51.8104 (2) 0	D	
	02/06/2012		M		10,250 A \$ 15.78	D	

Common  
Stock

Common Stock	02/06/2012	S	10,250 <u>(1)</u>	D	\$ 51.8104	0	D
-----------------	------------	---	----------------------	---	---------------	---	---

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)

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. Transaction 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)	8. Amount or Number of Shares
Option (Right to Buy)	\$ 7.73	02/06/2012		M	12,000	<u>(3)</u> 06/17/2019	Common Stock	12,000
Option (Right to Buy)	\$ 14.31	02/06/2012		M	2,750	<u>(4)</u> 10/26/2019	Common Stock	2,750
Option (Right to Buy)	\$ 15.78	02/06/2012		M	10,250	<u>(5)</u> 12/14/2019	Common Stock	10,250

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
QUARTIERI MICHAEL 3355 LAS VEGAS BOULEVARD SOUTH LAS VEGAS, NV 89109			Chief Accounting Officer	

## Signatures

/s/ Michael  
Quartieri

02/07/2012

\*\*Signature of  
Reporting 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) Shares sold in connection with the exercise of stock options on February 6, 2012.

This transaction was executed in multiple trades at prices ranging from \$51.79 to \$51.87. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) The Reporting Person was granted options to purchase 24,000 shares on June 18, 2009, of which 6,000 vested on June 18, 2010, and June 18, 2011, and 6,000 will vest on June 18, 2012, and June 18, 2013.

(4) The Reporting Person was granted options to purchase 5,500 shares on October 27, 2009, of which 1,375 vested on October 27, 2010, and October 27, 2011, and 1,375 will vest on October 27, 2012, and October 27, 2013.

(5) The Reporting Person was granted options to purchase 20,500 shares on December 15, 2009, of which 5,125 vested on December 15, 2010, and December 15, 2011, and 5,125 will vest on December 15, 2012, and December 15, 2013.

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.