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LAS VEGAS SANDS CORP  
Form 8-K  
February 03, 2005

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 3, 2005

LAS VEGAS SANDS CORP.

-----  
(Exact name of registrant as specified in its charter)

NEVADA

-----  
(State or other jurisdiction of incorporation)

00132373

27-0099920

-----  
(Commission File Number)

(IRS Employer Identification No.)

3355 LAS VEGAS BOULEVARD SOUTH,  
LAS VEGAS, NEVADA

89109

-----  
(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (702) 414-1000

NOT APPLICABLE

-----  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (SEE General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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|\_| Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### ITEM 8.01. OTHER EVENTS

On February 3, 2005, the Company issued a press release relating to the pricing of an offering of \$250 million in aggregate principal amount of senior notes due 2015 in a private offering under Rule 144A of the Securities Act of 1933. The senior notes will carry a coupon of 6.375%. The price to investors will be 99.089% resulting in a yield to maturity of 6.5%. This represents a spread of 233 basis points over the applicable U.S. treasury yield. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein in its entirety by reference.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

Exhibit 99.1 Press Release of Las Vegas Sands Corp., dated February 3, 2005.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LAS VEGAS SANDS CORP.

By: /s/ Scott D. Henry

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Name: Scott D. Henry  
Title: Chief Financial Officer

Date: February 3, 2005

### INDEX TO EXHIBITS

| EXHIBIT<br>NUMBER<br>----- | DESCRIPTION<br>-----  |
|----------------------------|---|
| 99.1                       | Press Release of Las Vegas Sands Corp., dated February 3, 2005. |

