

MORAN JOHN A  
Form 4  
November 02, 2012

**FORM 4**

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

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MORAN JOHN A

(Last) (First) (Middle)

C/O WYNN RESORTS,  
LIMITED, 3131 LAS VEGAS  
BOULEVARD SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
WYNN RESORTS LTD [WYNN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/31/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|---|---|---|--|--|---|
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 10/31/2012                              |   | M                                       | 10,000  | A \$<br>13.74  | 17,500   | D   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 10/31/2012                              |   | M                                       | 10,000  | A \$ 40  | 27,500   | D   |
|  | 10/31/2012                              |   | M                                       | 10,000  | A  | 37,500   | D   |

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Common  
Stock, par  
value  
\$0.01 per  
share

\$  
52.94

Common  
Stock, par  
value  
\$0.01 per  
share

150,000 I

By John A.  
Moran  
Revocable  
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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares                         |
|--|--|---|---|--------------------------------------|--|--|---|---|
|  |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | \$ 13.74   | 10/31/2012                              |   | M                                    | 10,000   | <u>(1)</u>   | 12/12/2012  | Common<br>Stock, par<br>value<br>\$0.01 per<br>share 10,000 |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | \$ 40  | 10/31/2012                              |   | M                                    | 10,000   | <u>(2)</u>   | 05/04/2014  | Common<br>Stock, par<br>value<br>\$0.01 per<br>share 10,000 |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | \$ 52.94   | 10/31/2012                              |   | M                                    | 10,000   | <u>(3)</u>   | 05/01/2015  | Common<br>Stock, par<br>value<br>\$0.01 per<br>share 10,000 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MORAN JOHN A<br>C/O WYNN RESORTS, LIMITED<br>3131 LAS VEGAS BOULEVARD SOUTH<br>LAS VEGAS, NV 89109 | X             |           |         |       |

## Signatures

/s/ Kevin Tourek, attorney-in-fact for John A.  
Moran

11/02/2012

\_\_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) Options vested fully on December 12, 2002.
- (2) Options vested in four equal installments on May 4, 2005; May 4, 2006; May 4, 2007; and May 4, 2008.
- (3) Options vested in four equal installments on May 1, 2006; May 1, 2007; May 1, 2008; and May 1, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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