

RUBINSTEIN MARC H
 Form 4
 February 03, 2003
 FORM 4

Check this box if no longer
 subject to Section 16. Form 4
 or Form 5 obligations may continue.
 See Instruction 1(b).

UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

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|-----------------------|
| OMB APPROVAL |
| OMB NUMBER: 3235-0287 |
| EXPIRES: |
| JANUARY 31, 2005 |
| ESTIMATED AVERAGE |
| BURDEN HOURS |
| PER RESPONSE ... 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*

| | | |
|--------------------------------|---------|----------|
| Rubinstein | Marc | H. |
| (Last) | (First) | (Middle) |
| c/o Wynn Resorts, Limited | | |
| 3145 Las Vegas Boulevard South | | |
| (Street) | | |
| Las Vegas | Nevada | 89109 |
| (City) | (State) | (Zip) |

2. Issuer Name and Ticker or Trading Symbol
 Wynn Resorts, Limited (WYNN)

3. I.R.S. Identification Number of Reporting Person, if an entity
 (Voluntary)

4. Statement for Month/Day/Year
 January 30, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director
 10% Owner
 Officer (give title below)
 Other (specify title below)
 Senior Vice President - General Counsel and Secretary

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7. Individual, or Joint/Group Filing (Check Applicable Line)
[X] Form filed by One Reporting Person
[] Form filed by More than One Reporting Person

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TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,
OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)
Common Stock, par value \$.01
-
2. Transaction Date (Month/Day/Year)
January 30, 2003
-
- 2A. Deemed Execution Date, if any (Month/Day/Year)
-
3. Transaction Code (Instr. 8)
G
-
4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)
Price:
10 (A)
-
5. Amount of Securities Beneficially Owned Following Reported
Transaction(s)
(Instr. 3 and 4)
10 (1)
-
6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
I
-
7. Nature of Indirect Beneficial Ownership (Instr. 4)
By son
-

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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. Transaction Code (Instr. 8)
-
- 308903.01-Los Angeles S2A
5. Number of Derivative Securities Acquired (A) or Disposed of (D)
(Instr. 3, 4, and 5)
-

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6. Date Exercisable and Expiration Date (Month/Day/Year)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

8. Price of Derivative Securities (Instr. 5)

9. Number of Derivative Securities Beneficially Owned Following Reported
Transaction(s)
(Instr. 4)

10. Ownership Form of Derivative Securities Beneficially Owned at End
Of Month
(Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

EXPLANATION OF RESPONSES:

(1) The securities were purchased by Mr. Rubinstein's father, as a gift for Mr. Rubinstein's son. Mr. Rubinstein disclaims beneficial ownership of these securities and this report shall not be deemed an admission that Mr. Rubinstein is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

/s/ Marc H. Rubinstein

February 3, 2003

** SIGNATURE OF REPORTING PERSON

DATE

Marc H. Rubinstein

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

* 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).

NOTE: FILE THREE COPIES OF THIS FORM, ONE OF WHICH MUST BE MANUALLY SIGNED. IF SPACE IS INSUFFICIENT, SEE INSTRUCTION 6 FOR PROCEDURE.