

WYNN RESORTS LTD  
Form 8-K/A  
May 30, 2018

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

FORM 8-K/A

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 16, 2018

WYNN RESORTS, LIMITED  
(Exact name of registrant as specified in its charter)

|                                                               |              |                |
|---------------------------------------------------------------|--------------|----------------|
| Nevada                                                        | 000-50028    | 46-0484987     |
| (State or other jurisdiction                                  | (Commission  | (I.R.S.        |
| of incorporation)                                             | File Number) | Employer       |
|                                                               |              | Identification |
|                                                               |              | No.)           |
| 3131 Las Vegas Boulevard South                                |              | 89109          |
| Las Vegas, Nevada                                             |              | (Zip Code)     |
| (Address of principal executive offices)                      |              |                |
| (702) 770-7555                                                |              |                |
| (Registrant's telephone number, including area code)          |              |                |
| 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:

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ..

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act. "

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## Explanatory Note

Wynn Resorts, Limited (the "Company") is filing this Amendment No. 1 to its Current Report on Form 8-K to report the final voting results certified by the independent inspector of elections for the Company's 2018 Annual Meeting of Stockholders. The certified voting results do not differ from the preliminary voting results reported on the Company's Form 8-K filed with the Securities and Exchange Commission on May 22, 2018 (the "Original Report"). This Amendment No. 1 to the Original Report amends and restates Item 5.07 of the Original Report.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On May 16, 2018, Wynn Resorts, Limited (the "Company") held its 2018 Annual Meeting of Stockholders (the "Annual Meeting"). The proposals voted upon at the Annual Meeting and the final results of the stockholder vote on each proposal, as certified by IVS Associates, Inc. ("IVS"), the independent inspector of elections for the Annual Meeting, were as follows:

### Proposal 1: Election of Directors

To elect two Class I directors, each to serve until the 2021 Annual Meeting of Stockholders:

| Director Nominees | Votes For  | Votes Withheld | Broker Non-Votes |
|-------------------|------------|----------------|------------------|
| Betsy Atkins      | 69,684,481 | 401,165        | 804,699          |
| Patricia Mulroy   | 69,509,499 | 576,147        | 804,699          |

### Proposal 2: Ratification of Appointment of Independent Registered Public Accounting Firm

To ratify the Audit Committee's appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018:

| Votes For  | Votes Against | Abstain    | Broker Non-Votes |
|------------|---------------|------------|------------------|
| 59,298,938 | 591,708       | 10,999,699 | —                |

### Proposal 3: Approval, on an Advisory Basis, of our Executive Compensation

To approve, on a non-binding advisory basis, the compensation of the Company's named executive officers as described in the Proxy Statement:

| Votes For  | Votes Against | Abstain | Broker Non-Votes |
|------------|---------------|---------|------------------|
| 13,972,222 | 55,926,886    | 186,538 | 804,699          |

### Proposal 4: Stockholder Proposal Requesting A Political Contributions Report

To request that the Company provide a political contributions report, updated semiannually, setting forth specified information:

| Votes For  | Votes Against | Abstain    | Broker Non-Votes |
|------------|---------------|------------|------------------|
| 21,250,344 | 36,727,825    | 12,107,477 | 804,699          |

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.

WYNN RESORTS, LIMITED

Dated: May 29, 2018 By: /s/ Kim Sinatra  
Kim Sinatra  
Executive Vice President and  
General Counsel