

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): December 7, 2021

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

Nevada
(State or other jurisdiction
of incorporation)
3131 Las Vegas Boulevard South
Las Vegas, Nevada
(Address of principal executive offices)

000-50028
(Commission
File Number)

46-0484987
(I.R.S. Employer
Identification No.)

89109
(Zip Code)

(702) 770-7555
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common stock, par value \$0.01	WYNN	Nasdaq Global Select Market

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 or complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 7, 2021, Wynn Resorts, Limited (the “Company”) announced the appointment of Julie Cameron-Doe as Chief Financial Officer of the Company, effective in the second quarter of 2022. The Company entered into the following employment agreement (the “Agreement”) with Ms. Cameron-Doe, consistent with its historical practice of confirming the terms of its executive’s employment in written agreements.

Pursuant to the Agreement, Ms. Cameron-Doe will receive the following compensation terms upon commencement of service with the Company: (i) an annual base salary of not less than \$900,000; (ii) a target annual bonus under the Company’s incentive plan of 200% of her base salary; (iii) an annual restricted share grant under the Company’s 2014 Omnibus Incentive Plan with a target value equivalent to 150% of her base salary; and (iv) an initial restricted share grant equal to \$2.5 million under the Company’s 2014 Omnibus Incentive Plan. In addition, the Company will make Ms. Cameron-Doe whole to the extent of certain compensation due but not paid from her prior employer as a result of joining the Company.

Upon termination without “cause” by the Company or upon termination by Ms. Cameron-Doe due to a “material breach” at any time by the Company or for “good reason” following a “change of control” (as these terms are defined in her employment agreement), subject to the execution of a release of claims, Ms. Cameron-Doe is entitled to a separation payment equal to the sum of the following: (a) base salary for the remainder of the term of the Agreement, but not less than 12 months, (b) bonus projected for all bonus periods through the end of the term of the Agreement (based upon the last bonus paid pursuant to the Agreement), but not less than the preceding bonus that was paid; and (c) any accrued but unpaid vacation pay. Ms. Cameron-Doe also is entitled to health benefits coverage under the same plan or arrangement her had immediately prior to termination. Health benefits are to be provided through the remainder of the original term, or until she is covered by a plan of another employer, whichever occurs first. In addition, the restricted stock grant described above will vest pro rata for the number of months served since the grant date upon termination by the Company without “cause” and will vest in full upon termination for “good reason” following a “change of control.”

If Ms. Cameron-Doe is discharged for “cause”, the Company will pay her only the base salary through the termination date. If her employment terminates for any other reason before the expiration of the term (e.g., because of her death, disability or revocation of gaming license), the Company will pay her only the base salary and any accrued but unpaid vacation pay through the termination date.

The foregoing description does not purport to be complete and is qualified in its entirety by reference to the full text of the Agreement, which will be filed as an exhibit to the Company’s Annual Report on Form 10-K and incorporated by reference into this Item 5.02. A copy of the Company’s press release announcing the Agreement is filed as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release, dated December 7, 2021, of Wynn Resorts, Limited.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document

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.

Dated: December 8, 2021

WYNN RESORTS, LIMITED

By: /s/ Ellen F. Whittemore

Ellen F. Whittemore

Executive Vice President, General Counsel & Secretary

Wynn Resorts Names Julie Cameron-Doe as new Chief Financial Officer

*Leading luxury resort company solidifies its leadership structure
with a well-regarded, senior finance executive.*

LAS VEGAS (December 7, 2021) — Wynn Resorts, Limited (NASDAQ: WYNN) (“Wynn Resorts”) announced it will appoint Julie Cameron-Doe as its Chief Financial Officer, effective in the second quarter of 2022 on completion of her notice period with her current employer. Ms. Cameron-Doe will succeed Craig Billings, who will become the Company’s CEO early next year.

Mr. Billings said, “Julie is a proven leader and is a sitting public company CFO. Coming from the gaming industry, she understands many aspects of our business and she has diverse international experience. She is the clear choice for this position and her appointment rounds out our senior executive team. We are indeed fortunate to have her join us next year.”

Ms. Cameron-Doe will join Wynn Resorts from Aristocrat Leisure Ltd where she has served as Chief Financial Officer since 2018. She will bring a wealth of diverse financial experience to Wynn, having held senior finance roles at Aristocrat since 2013 as well as in global businesses, including Orbitz, The Walt Disney Company, and KPMG.

Ms. Cameron-Doe said, “To me, Wynn Resorts represents the gold standard in resort companies. The opportunity to work alongside Craig and the team, building on their legacy of excellence, is incredibly exciting. I look forward to contributing to the company’s growth and future development.”

###

About Wynn Resorts

Wynn Resorts, Limited is traded on the Nasdaq Global Select Market under the ticker symbol WYNN and is part of the S&P 500 Index. Wynn Resorts owns and operates Wynn Las Vegas (wynnlasvegas.com), Encore Boston Harbor (encorebostonharbor.com), Wynn Macau (wynnmacau.com), and Wynn Palace, Cotai (wynnpalace.com).

Wynn and Encore Las Vegas feature two luxury hotel towers with a total of 4,748 spacious hotel rooms, suites and villas, approximately 194,000 square feet of casino space, 22 dining experiences featuring signature chefs and 11 bars, two award-winning spas, approximately 560,000 rentable square feet of meeting and convention space, approximately 160,000 square feet of retail space as well as two showrooms, two nightclubs, a beach club and recreation and leisure facilities. Wynn Las Vegas recently unveiled the new Wynn Golf Club and 18-hole, 129-acre championship golf course, and in February 2020 debuted a 430,000-square-foot meeting and convention space expansion powered by 100 percent renewable energy.

Encore Boston Harbor is a luxury resort destination featuring a 210,000 square foot casino, 671 hotel rooms, an ultra-premium spa, specialty retail, 16 dining and lounge venues, and approximately 71,000 square feet of state-of-the-art ballroom and meeting spaces. Situated on the waterfront along the Mystic River in Everett, Massachusetts, the resort has created a six-acre public park and Harborwalk along the shoreline. It is the largest private, single-phase development in the history of the Commonwealth of Massachusetts.

Wynn Macau is a luxury hotel and casino resort located in the Macau Special Administrative Region of the People's Republic of China with two luxury hotel towers with a total of 1,010 spacious rooms and suites, approximately 252,000 square feet of casino space, 12 food and beverage outlets, approximately 31,000 square feet of meeting and convention space, approximately 59,000 square feet of retail space, and recreation and leisure facilities including two opulent spas, a salon and a rotunda show.

Wynn Palace is a luxury integrated resort in Macau. Designed as a floral-themed destination, it boasts 1,706 exquisite rooms, suites and villas, approximately 424,000 square feet of casino space, 14 food and beverage outlets, approximately 37,000 square feet of meeting and convention space, approximately 106,000 square feet of designer retail, SkyCabs that traverse an eight-acre Performance Lake, an extensive collection of rare art, a lush spa, salon and recreation and leisure facilities.

###

Contact:
Michael Weaver, Wynn Resorts
702-770-7501
michael.weaver@wynnresorts.com

Deanna Pettit-Irestone, Wynn Las Vegas
702-770-2121
deanna.pettit@wynnlasvegas.com