
**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): September 7, 2017

STATION CASINOS LLC

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation or organization)

000-54193
(Commission
File Number)

27-3312261
(I.R.S. Employer
Identification No.)

1505 South Pavilion Center Drive
Las Vegas, Nevada 89135
(Address of principal executive offices)

Registrant's telephone number, including area code: (702) 495-3000

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.

Item 8.01 Other Events.

On September 7, 2017, Station Casinos LLC (the “Company”) issued a press release announcing that it had priced its offering of \$550,000,000 aggregate principal amount of Senior Notes due 2025 (the “Notes”) at an interest rate of 5% and an issue price equal to 100% of the principal amount of the Notes. The offering is expected to close on or about September 21, 2017, subject to customary closing conditions. A copy of the press release is included herewith as Exhibit 99.1 and is incorporated herein by reference.

The Company intends to apply the net proceeds of the sale of the Notes to (i) to redeem all of its outstanding 7.50% Senior Notes due 2021, (ii) to repay all amounts outstanding under its revolving credit facility, (iii) to pay fees and costs associated with the offering and such refinancing and (iv) for general corporate purposes.

The Notes will be offered to qualified institutional buyers under Rule 144A of the Securities Act of 1933, as amended (the “Securities Act”) and to persons outside the United States under Regulation S of the Securities Act. The Notes will not be registered under the Securities Act, and, unless so registered, may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. This report shall not constitute an offer to sell or the solicitation of an offer to buy securities, nor shall there be any sale of securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits**

<u>Exhibit</u> <u>No.</u>	<u>Description of Exhibit</u>
99.1	Press Release, dated September 7, 2017.

SIGNATURE

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 thereunto duly authorized.

STATION CASINOS LLC

Dated: September 7, 2017

By: /s/ Stephen L. Cootey

Stephen L. Cootey

Executive Vice President, Chief Financial Officer and Treasurer



News Release

Contact:
Investor Relations
(702) 495-3683

**Station Casinos LLC Announces
Pricing of Senior Notes Offering**

LAS VEGAS, September 7, 2017 – Station Casinos LLC (the “Company”) announced today it priced an offering of \$550 million in aggregate principal amount of senior notes due 2025 (the “Notes”) at an interest rate of 5% per annum and an issue price equal to 100% of the principal amount of the Notes. The offering is expected to close on or about September 21, 2017, subject to customary closing conditions.

The Company intends to apply the net proceeds of the sale of the Notes (i) to redeem all of its outstanding 7.50% Senior Notes due 2021, (ii) to repay all amounts outstanding under its revolving credit facility, (iii) to pay fees and costs associated with the offering and such refinancing and (iv) for general corporate purposes.

The Notes will be offered to qualified institutional buyers under Rule 144A of the Securities Act of 1933, as amended (the “Securities Act”) and to persons outside the United States under Regulation S of the Securities Act. The Notes will not be registered under the Securities Act, and, unless so registered, may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy securities, nor shall there be any sale of securities in any state or jurisdiction in which such offer, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

ABOUT STATION CASINOS LLC

Station Casinos LLC is the leading provider of gaming and entertainment to the residents of Las Vegas, Nevada. Station Casinos’ properties, which are located throughout the Las Vegas valley, are regional entertainment destinations and include various amenities, including numerous restaurants, entertainment venues, movie theaters, bowling and convention/banquet space, as well as traditional casino gaming offerings such as video poker, slot machines, table games, bingo and race and sports wagering. Station Casinos owns and operates Red Rock Casino Resort Spa, Green Valley Ranch Resort Spa Casino, Palms Casino Resort, Palace Station Hotel & Casino,

Boulder Station Hotel & Casino, Sunset Station Hotel & Casino, Santa Fe Station Hotel & Casino, Texas Station Gambling Hall & Hotel, Fiesta Rancho Casino Hotel, Fiesta Henderson Casino Hotel, Wildfire Rancho, Wildfire Boulder, Wild Wild West Gambling Hall & Hotel, Wildfire Sunset, Wildfire Valley View, Wildfire Anthem and Wildfire Lake Mead. Station also owns a 50% interest in Barley's Casino & Brewing Company, Wildfire Casino & Lanes and The Greens. In addition, Station is the manager of Graton Resort & Casino in northern California and owns a 50% interest in MPM Enterprises, LLC, which is the manager of Gun Lake Casino in southwestern Michigan.

FORWARD-LOOKING STATEMENTS

Statements contained in this news release that state the Company's or management's intentions, expectations or predictions of the future are forward-looking statements. Specifically, the Company cannot assure you that the proposed transactions described above will be consummated on the terms currently contemplated, if at all. Actual results could differ materially from those projected in such forward-looking statements. Additional information concerning factors that could cause actual results to differ materially is contained from time to time in the Company's filings with the Securities and Exchange Commission, including but not limited to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2017 and Annual Report on Form 10-K for the year ended December 31, 2016. The Company disclaims any intention or obligation to revise any forward-looking statements, including financial estimates, whether as a result of new information, future events or otherwise.