

MGM Resorts International
Form 4
August 20, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Mckinney-James Rose

(Last) (First) (Middle)

3600 LAS VEGAS BLVD. SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MGM Resorts International [MGM]

3. Date of Earliest Transaction
(Month/Day/Year)
08/16/2013

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock \$.01 Par Value ND	08/16/2013		M		10,000 A \$ 0	10,100	D
Common Stock \$.01 Par Value ND	08/16/2013		F		4,724 D \$ 17.19	5,376	D
Common Stock \$.01 Par Value ND	08/16/2013		M		15,000 A \$ 0	20,376	D

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Common Stock \$.01 Par Value ND	08/16/2013	F	10,969	D	\$ 17.19	9,407	D
Common Stock \$.01 Par Value ND	08/16/2013	M	10,000	A	\$ 0	19,407	D
Common Stock \$.01 Par Value ND	08/16/2013	F	7,487	D	\$ 17.19	11,920	D
Common Stock \$.01 Par Value ND	08/19/2013	S	11,820	D	\$ 17.273	100	D

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

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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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Stock Appreciation Rights	\$ 8.12	08/16/2013		M	10,000	08/04/2010 08/04/2016	Common Stock \$.01 Par Value ND
Stock Appreciation Rights	\$ 12.57	08/16/2013		M	15,000	06/15/2011 06/15/2017	Common Stock \$.01 Par Value ND
	\$ 12.87	08/16/2013		M	10,000	06/14/2012 06/14/2018	

