

JACOBS GARY N  
Form 4  
December 11, 2007

**FORM 4**

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

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

**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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
JACOBS GARY N

(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 MIRAGE [MGM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/07/2007

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)  
EVP, General Counsel & Secreta

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S		100	D	\$ 91.26 11,990
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S		500	D	\$ 91.27 11,490
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S		600	D	\$ 91.28 10,890

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Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	300	D	\$ 91.29	10,590	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	1,000	D	\$ 91.3	9,590	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	100	D	\$ 91.31	9,490	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	200	D	\$ 91.32	9,290	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	200	D	\$ 91.33	9,090	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	200	D	\$ 91.35	8,890	D
Common Stock \$.01 Par Value ND	12/07/2007	12/07/2007	S	100	D	\$ 91.4	8,790	D
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	M	25,000	A	\$ 16.6563	33,790	D
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	900	D	\$ 92.45	32,890	D
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	4,900	D	\$ 92.48	27,990	D
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	4,100	D	\$ 92.49	23,890	D
	12/10/2007	12/10/2007	S	2,619	D	\$ 92.5	21,271	D

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Common Stock \$.01 Par Value ND									
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	2,081	D	\$ 92.51	19,190	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	1,100	D	\$ 92.52	18,090	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	1,600	D	\$ 92.53	16,490	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	900	D	\$ 92.54	15,590	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	300	D	\$ 92.55	15,290	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	1,100	D	\$ 92.56	14,190	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	4,400	D	\$ 92.561	9,790	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	200	D	\$ 92.57	9,590	D	
Common Stock \$.01 Par Value ND	12/10/2007	12/10/2007	S	800	D	\$ 92.58	8,790	D	
Common Stock \$.01 Par Value ND							37,830	I	GRAT Gary Jacobs as Trustee

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Emp Stk Option (Right to Buy)	\$ 12.74							02/27/2004	02/27/2013	Common Stock \$.01 Par Value ND	240,000
Emp Stk Option (Right to Buy)	\$ 16.6563	12/10/2007	12/10/2007	M		25,000		06/01/2001	06/01/2010	Common Stock \$.01 Par Value ND	25,000
Emp Stk Option (Right to Buy)	\$ 34.05							05/03/2006	05/03/2012	Common Stock \$.01 Par Value ND	400,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACOBS GARY N 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109	X		EVP, General Counsel & Secreta	

## Signatures

Bryan L. Wright,  
Attorney-In-Fact

12/10/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Options granted under MGM MIRAGE Employee Stock Option Plan. Vesting plan calls for options to become exercisable in equal 20% yearly amounts over a period of five years commencing on 2/27/04.
- (2) Options granted under MGM MIRAGE 1997 Nonqualified Stock Option Plan. Vesting plan calls for options to become exercisable in equal 25% yearly amounts commencing on the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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