Edgar Filing: MGM MIRAGE - Form 4

MCM MIDACE

Form 4 May 04, 200											
FORM									OMB A	PPROVAL	
	UNITED	STATES		ITIES Al hington,			GE (COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires:January 31, 2005Estimated averageburden hours per response0.5				
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17	(a) of the		ility Hold	ing Com	pany /	Act o	ge Act of 1934, f 1935 or Sectio 40	'n		
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> JACOBS GARY N			2. Issuer Name and Ticker or Trading Symbol MGM MIRAGE [MGG]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Che				(Cheo	ck all applicable)			
3600 LAS V	VEGAS BLVD.	SOUTH	(Month/Da 05/03/20	-				_X_ Director _X_ Officer (giv below) EVP, Gene		% Owner her (specify Secreta	
				Amendment, Date Original I(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LAS VEGA	AS, NV 89109								One Reporting P More than One R		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuriti	es Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executi any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D) 4 and 5 (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock \$.01 Par Value ND								32,423 <u>(1)</u>	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. Transacti Code (Instr. 8)	5. Number of orDerivative 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 o Number o Shares
Emp Stk Option (Right to Buy)	\$ 68.1 (2)	05/03/2005	05/03/2005	A	200,000	05/03/2006	05/03/2012	Common Stock \$.01 Par Value ND	200,000

Reporting Owners

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

Date

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Bryan L. Wright, 05/04/2005 Attorney-In-Fact

**Signature of Reporting Person

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).

25,000 of the shares under this grant are subject to certain restrictions contained in a Restricted Stock Agreement dated as of June 3, 2002 between MGM MIRAGE and the issuee of the shares. The issuee is eligible for 50% of the shares upon completion of three years of (1) employment with the company from the date of the Agreement and is eligible for 100% of the shares upon completion of four years of employment with the company from the date of the Agreement.

Options granted under MGM MIRAGE 2005 Omnibus Incentive Plan. Vesting plan calls for options to become exercisable in equal 20% (2)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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.