MGM MIRAGE Form 3 May 11, 2006

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response... 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 *

A Mandekic Anthony Leo

(Last) (First) (Middle)

3600 LAS VEGAS BLVD. **SOUTH**

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

05/09/2006

MGM MIRAGE [MGM]

4. Relationship of Reporting

5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year)

(Check all applicable)

10% Owner _X__ Director Officer Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Ownership

(Instr. 5)

Â

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

LAS VEGAS, NVÂ 89109

(City) (State) (Zip)

Common Stock \$.01 Par Value ND

1. Title of Security (Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

2,000

Ownership

Form: Direct (D) or Indirect (I)

Table I - Non-Derivative Securities Beneficially Owned

(Instr. 5)

D

SEC 1473 (7-02)

owned directly or indirectly.

Reminder: Report on a separate line for each class of securities beneficially

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

3. Title and Amount of Securities Underlying **Derivative Security**

(Instr. 4)

5. Conversion or Exercise Form of Price of Derivative

6. Nature of Indirect Ownership Beneficial Ownership

(Instr. 5)

Derivative Security: Direct (D) Security

Title

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Date Expiration Amount or or Indirect Exercisable Date Number of (I) Shares (Instr. 5)

Common

Stock Appreciation Stock \$.01

Stock Appreciation Rights 05/09/2007 05/09/2013 Stock \$.01 Par Value ND Par Value ND

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Mandekic Anthony Leo
3600 LAS VEGAS BLVD. SOUTH Â X Â Â

LAS VEGAS, NVÂ 89109

Signatures

Bryan L. Wright -Attorney-In-Fact 05/11/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Stock Appreciation Rights (SARs) granted under MGM MIRAGE 2005 Omnibus Incentive Plan. Vesting plan calls for SARs to become exercisable in equal 20% 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.

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