D'ARRIGO DANIEL

Form 4

October 05, 2018

FORM 4

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

OMB Number:

3235-0287

0.5

if no longer subject to

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response...

obligations may continue. See Instruction

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

1(b).

Par Value ND

(Print or Type Responses)

1. Name and Address of Reporting Person * D'ARRIGO DANIEL			2. Issuer Name and Ticker or Trading Symbol MGM Resorts International [MGM]					5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check an applicable)			
3600 LAS V	(Month/Day/Year) 10/03/2018					Director 10% Owner Selection Other (specify below) Delow) EXECUTIVE VICE PRESIDENT & CFO					
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
LAS VEGA	S, NV 89109							Form filed by M	More than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/Y			Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Oay/Year) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock \$.01 Par Value ND	10/03/2018			M	2,976	A	\$ 0	188,652	D		
Common Stock \$.01 Par Value	10/03/2018			F	1,173	D	\$ 27.53	187,479	D		

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)

Edgar Filing: D'ARRIGO DANIEL - Form 4

required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired					
	Derivative			(A) or					
	Security			Disposed of					
				(D)					
					(Instr. 3, 4,				
					and 5)				
									Amount
						Date	Expiration		or
						Exercisable	Date	Title	Number
						Exercisable	Buie		of
				Code V	(A) (D)				Shares
								Common	
Restricted								Stock	
	(1)	10/03/2018		M	2.076	10/02/2017	10/03/2020	\$.01 Par	2.076
Stock	(1)	10/03/2018		IVI	2,976	10/03/2017	10/03/2020		2,976
Units								Value	
								ND	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

D'ARRIGO DANIEL 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109

EXECUTIVE VICE PRESIDENT & CFO

Signatures

/s/ Andrew Hagopian III, Attorney-In-Fact

10/05/2018

**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).

Restricted Stock Units ("RSUs") granted under the MGM Resorts International Amended and Restated 2005 Omnibus Incentive Plan.

(1) Each RSU represents the right to receive, following vesting, one share of common stock. Any fractional shares will be paid in cash upon

(1) Each RSU represents the right to receive, following vesting, one share of common stock. Any fractional shares will be paid in cash upon settlement.

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.

Reporting Owners 2