MGM MIRAGE Form 4 August 21, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **WOLZINGER MELVIN**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

below)

(Last) (First)

(Middle)

MGM MIRAGE [MGM] 3. Date of Earliest Transaction

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

3600 LAS VEGAS BLVD. SOUTH

(Street)

08/20/2008

(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

LAS VEGAS, NV 89109

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acqı	uired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	(A) or	d of (D)	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)
Common Stock \$.01 Par Value ND	08/20/2008	08/20/2008	P	300	A	\$ 27.7	33,600	D	
Common Stock \$.01 Par Value ND	08/20/2008	08/20/2008	P	700	A	\$ 27.71	34,300	D	

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

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(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 45.64					05/09/2007	05/09/2013	Common Stock \$.01 Par Value ND	20,000
Stock Options (Right to Buy)	\$ 21.445					05/11/2005	05/11/2014	Common Stock \$.01 Par Value ND	10,000
Stock Options (Right to Buy)	\$ 34.05					05/03/2006	05/03/2012	Common Stock \$.01 Par Value ND	15,000
Stock Options (Right to Buy)	\$ 17.075					08/01/2001	08/01/2010	Common Stock \$.01 Par Value ND	18,000
Stock Appreciation Rights	\$ 50.45					05/13/2009	05/13/2015	Common Stock \$.01 Par Value ND	20,000
Stock Options (Right to Buy)	\$ 17.075					05/01/2002	05/01/2011	Common Stock \$.01 Par Value	9,000

			ND
Stock Appreciation Rights	\$ 79.98	05/22/2008 05/22/20	Common Stock 14 \$.01 Par 20,000 Value ND
Stock Options (Right to Buy)	\$ 14.25	05/13/2004 05/13/20	Common Stock 13 \$.01 Par 10,000 Value ND

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WOLZINGER MELVIN
3600 LAS VEGAS BLVD. SOUTH X

Signatures

LAS VEGAS, NV 89109

Troy McHenry, 08/20/2008 Attorney-In-Fact

**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 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.
- Options granted under MGM MIRAGE 2005 Omnibus Incentive Plan. Vesting plan calls for options to become exercisable in equal 20% yearly amounts commencing on the first anniversary of the grant date.
- (3) 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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