

MURREN JAMES  
Form 4  
December 15, 2010

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MURREN JAMES

(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 Resorts International [MGM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/13/2010

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)  
CHAIRMAN, CEO & PRESIDENT

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	12/13/2010	12/13/2010	S		22,450	D \$ 13.2	200,004	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S		100	D \$ 13.2001	199,904	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S		500	D \$ 13.2002	199,404	I	Murren Family Trust

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Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S	400	D	\$ 13.2006	199,004	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S	200	D	\$ 13.2007	198,804	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S	13,550	D	\$ 13.21	185,254	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/13/2010	12/13/2010	S	800	D	\$ 13.2101	184,454	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	4,300	D	\$ 13.29	180,154	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	26,800	D	\$ 13.3	153,354	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	800	D	\$ 13.3001	152,554	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	400	D	\$ 13.3002	152,154	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	700	D	\$ 13.3003	151,454	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	300	D	\$ 13.3004	151,154	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	100	D	\$ 13.3005	151,054	I	Murren Family Trust
	12/14/2010	12/14/2010	S	400	D		150,654	I	

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Common Stock \$.01 Par Value ND						\$ 13.3006			Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	200	D	\$ 13.3007	150,454	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	400	D	\$ 13.3008	150,054	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	100	D	\$ 13.301	149,954	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	200	D	\$ 13.3012	149,754	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	100	D	\$ 13.3014	149,654	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	300	D	\$ 13.3015	149,354	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	1,800	D	\$ 13.31	147,554	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	100	D	\$ 13.3112	147,454	I	Murren Family Trust
Common Stock \$.01 Par Value ND	12/14/2010	12/14/2010	S	1,000	D	\$ 13.33	146,454	I	Murren Family Trust

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURREN JAMES 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109	X		CHAIRMAN, CEO & PRESIDENT	

## Signatures

John McManus,  
Attorney-In-Fact

12/15/2010

\_\_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).

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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