## Edgar Filing: Manzini Aldo - Form 4

Manzini Ald Form 4											
March 08, 20										PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549						OMMISSION		3235-0287			
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont See Instr	ger o 16. or Filed purs tinue. Section 17(a	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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							January 31, 2005 Estimated average burden hours per response 0.5		
1(b). (Print or Type I	Responses)										
1. Name and Address of Reporting Person *2.Manzini AldoSyn			2. Issuer Name <b>and</b> Ticker or Trading Symbol MGM Resorts International [MGM]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	/liddle)					10111	(Chec	k all applicable)		
				te of Earliest Transaction th/Day/Year) 5/2011				Director 10% Owner X_ Officer (give title Other (specify below) below) EVP - CHIEF ADMIN OFFICER			
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LAS VEGA	AS, NV 89109							Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)				(A) or			d of (D) 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)	Indirect Beneficial	
Common Stock \$.01 Par Value ND	03/05/2011			Code V M		(D) A	Price \$ 0	20,965	D		
Common Stock \$.01 Par Value ND	03/05/2011			F <u>(1)</u>	1,663	D	\$ 13.76	19,302	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)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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 4 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	03/05/2011		М	6,286	03/05/2010 <u>(2)</u>	<u>(3)</u>	Common Stock \$.01 Par Value ND	6,286

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Manzini Aldo 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109			EVP - CHIEF ADMIN OFFICER				
Signatures							
Francine A. Vazquez, Attorney-In-Fact	03	6/08/2011					

Date

## **Explanation of Responses:**

\*\*Signature of Reporting Person

- \* 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) Represents shares of common stock of MGM Resorts International (the "Common Stock") to satisfy the tax withholding obligations upon vesting of the 6,286 Restricted Stock Units ("RSUs").
- (2) RSUs granted under the MGM Resorts International Amended and Restated 2005 Omnibus Incentive Plan. Each RSU represents the right to recieve, following vesting, one share of Common Stock.
- (3) Restricted Stock Units do not have an expiration date.

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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