MGM Resorts International
Form 4
August 22, 2013

FORM 4

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
HERMAN ALEXIS

(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)
08/21/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	08/21/2013		S		11,220	D	$ 17.32	3,543	D	
Common Stock $.01 Par Value ND	08/21/2013		M		20,000	A	$ 0	23,543	D	
Common Stock $.01 Par Value ND	08/21/2013		F		9,302	D	$ 17.46	14,241	D	

Common Stock $.01 Par Value ND	08/21/2013		M	15,000	A	$ 0	29,241	D
Common Stock $.01 Par Value ND	08/21/2013		F	10,799	D	$ 17.46	18,442	D
Common Stock $.01 Par Value ND	08/21/2013		M	10,000	A	$ 0	28,442	D
Common Stock $.01 Par Value ND	08/21/2013		F	7,372	D	$ 17.46	21,070	D
Common Stock $.01 Par Value ND	08/22/2013		S	12,100	D	$ 17.63	8,970	D
Common Stock $.01 Par Value ND	08/22/2013		S	5,200	D	$ 17.64	3,770	D
Common Stock $.01 Par Value ND	08/22/2013		S	227	D	$ 17.66	3,543	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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 Amoun Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Numb

									of Sh
Stock Appreciation Rights	$ 8.12	08/21/2013		M	20,000	08/04/2010	08/04/2016	Common Stock $.01 Par Value ND	20,0
Stock Appreciation Rights	$ 12.57	08/21/2013		M	15,000	06/15/2011	06/15/2017	Common Stock $.01 Par Value ND	15,0
Stock Appreciation Rights	$ 12.87	08/21/2013		M	10,000	06/14/2012	06/14/2018	Common Stock $.01 Par Value ND	10,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERMAN ALEXIS 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109	X			

Signatures

/s/ Andrew Hagopian III, Attorney-In-Fact	08/22/2013
**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.
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.