

MGM MIRAGE  
Form 8-K  
December 13, 2006

Table of Contents

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): December 13, 2006

**MGM MIRAGE**

(Exact name of registrant as specified in its charter)

**DELAWARE**

(State or other jurisdiction  
of incorporation or organization)

**0-16760**

(Commission File Number)

**88-0215232**

(I.R.S. Employer  
Identification No.)

3600 Las Vegas Boulevard South, Las Vegas, Nevada 89109

(Address of Principal Executive Offices) (Zip Code)

**(702) 693-7120**

(Registrant's telephone number, including area code)

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

EXPLANATORY NOTE

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

SIGNATURE

Ex-99

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**Table of Contents**

**EXPLANATORY NOTE:**

Solely in connection with the filing of a prospectus supplement under the Securities Act of 1933 pursuant to Rule 424(b)(2) thereunder, the Registrant is filing this Current Report on Form 8-K to include as Exhibit 99 hereto under Item 9.01 hereof the unaudited pro forma condensed combined statement of income of MGM MIRAGE for the year ended December 31, 2005, which gives effect to MGM MIRAGE's acquisition of Mandalay Resort Group on April 25, 2005.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

- (a) Not applicable.
  - (b) Not applicable.
  - (c) Not applicable.
  - (d) Exhibits:
    - 99 Unaudited Pro Forma Condensed Combined Financial Statements of MGM MIRAGE and the notes thereto.
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**Table of Contents**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 13, 2006

MGM MIRAGE  
By: /s/ Bryan L. Wright  
Name: Bryan L. Wright  
Title: Senior Vice President - Assistant General Counsel  
& Assistant Secretary

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**Table of Contents**

**INDEX TO EXHIBITS**

No.	Description
99	Unaudited Pro Forma Condensed Combined Financial Statements of MGM MIRAGE and the notes thereto.