

MGM MIRAGE  
Form 3  
July 14, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â SANI SHAWN                              |         | (Month/Day/Year)                     | MGM MIRAGE [MGM]   |  |
| (Last)                                    | (First) | (Middle)                             | 07/12/2005   |  |
| 3600 LAS VEGAS BLVD.                      |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| SOUTH                                     |         |                                      |  |  |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| LAS VEGAS,Â NVÂ 89109                     |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | SENIOR VICE PRESIDENT  |  |
|   |         |                                      | TAX  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4)                | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|---|
| Common Stock \$.01 Par Value ND <sup>(1)</sup> | 8,000   | D  | Â   |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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|                               | Date Exercisable | Expiration Date | Common Stock \$.01 Par Value ND | Amount or Number of Shares |   | or Indirect (I) (Instr. 5) |                     |
|-------------------------------|------------------|-----------------|---------------------------------|----------------------------|---|----------------------------|---------------------|
| Stock Options (Right to buy)  | 06/13/2006       | 06/13/2007      | 200,000                         | \$ 14.2 <sup>(2)</sup>     | I |                            | Spouse - Sheri Sani |
| Emp Stk Option (Right to Buy) | 02/27/2004       | 02/27/2014      | 82,000                          | \$ 12.74 <sup>(3)</sup>    | D |                            | Â                   |
| Emp Stk Option (Right to Buy) | 07/01/2003       | 07/01/2012      | 20,000                          | \$ 16.23 <sup>(4)</sup>    | D |                            | Â                   |
| Emp Stk Option (Right to Buy) | 05/03/2006       | 05/03/2012      | 50,000                          | \$ 34.05 <sup>(5)</sup>    | D |                            | Â                   |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| SANI SHAWN<br>3600 LAS VEGAS BLVD. SOUTH<br>LAS VEGAS, NV 89109 | Â             | Â         | Â SENIOR VICE PRESIDENT TAX | Â     |

## Signatures

Bryan L. Wright, Attorney - In  
- Fact

07/14/2005

\_\_Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- 8,000 of the shares (on a post-split basis) are subject to certain restrictions contained in a Restricted Stock Agreement dated as of October 15, 2002 between MGM MIRAGE and the issuee of the shares, which restrictions terminate upon completion of four years of employment with the company from the date of the Agreement.
- (1) Grant by Tracinda Corporation to the reporting person's spouse, who is an employee of Tracinda Corporation, of options to buy 200,000 (post split) shares of common stock of MGM MIRAGE held by Tracinda Corporation, vesting with respect to 50,000 shares each on June 13, 2003, 2004, 2005 and 2006, as partial compensation for services to Tracinda Corporation
  - (2) Options granted under MGM MIRAGE 1997 Nonqualified Stock Option Plan. Vesting plan calls for options to become exercisable in equal 20% yearly amounts commencing on the first anniversary of the grant date.
  - (3) 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.
  - (4)
  - (5)

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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.

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.