

MGM MIRAGE
Form 8-K
August 28, 2009

**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): August 25, 2009
MGM MIRAGE
(Exact name of registrant as specified in its charter)**

DELAWARE
(State or other jurisdiction
of incorporation or organization)

001-10362
(Commission File Number)

88-0215232
(I.R.S. Employer
Identification No.)

3600 Las Vegas Boulevard South, Las Vegas, Nevada
(Address of Principal Executive Offices)

89109
(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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Item 5.02(d). Election of Directors.

On August 25, 2009, the Board of Directors of MGM MIRAGE, a Delaware corporation (the Company), appointed Joseph H. Sugerman, M.D., F.A.C.S. as a new director of the Company to serve as a member of the Company's Board of Directors until the Company's next annual meeting or until his successor is elected and qualified. Dr. Sugerman's election to the Board of Directors is subject to required approvals or waivers from gaming regulators.

There is no arrangement or understanding between Dr. Sugerman and any other persons pursuant to which he was appointed as a director of the Company. Furthermore, Dr. Sugerman is not currently engaged, and has not been engaged since the beginning of the last fiscal year, in any related transaction with the Company within the meaning of Section 404(a) of Regulation S-K. In addition, upon receipt of the requisite gaming and other regulatory approvals, Dr. Sugerman, as a member of the Board of Directors of the Company, will be entitled to receive fees paid and stock appreciation rights granted by the Company to its directors who are not full-time employees of the Company. The description of compensation of directors of the Company was previously reported in the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission (the Commission) on June 25, 2009, and is incorporated herein by reference.

Item 7.01. Regulation FD Disclosure.

The following information set forth in this Item 7.01 of this Form 8-K, including the text of the press release, attached as Exhibit 99 to this Form 8-K, is being furnished to, but not filed with, the Commission.

On August 25, 2009, in connection with the election of Dr. Sugerman as a director of the Company subject to gaming and other regulatory approvals, the Company issued a press release, a copy of which is attached as Exhibit 99 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits:

| No. | Description |
|------------|--------------------|
|------------|--------------------|

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| 99 * | Text of the press release of the Company dated August 28, 2009. |
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| * | Exhibit 99 is being furnished to the Commission pursuant to Item 7.01 and shall not be deemed filed with the Commission, nor shall it be deemed incorporated by reference in any filing with the Commission under the Securities Exchange Act of 1934 or the Securities Act of 1933, whether made before or after the date hereof and irrespective of any general incorporation language in any filings. |
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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.

MGM MIRAGE

Date: August 28, 2009

By: */s/ John M. McManus*

Name: John M. McManus

Title: Senior Vice President, Assistant
General Counsel & Assistant
Secretary

INDEX TO EXHIBITS

| No. | Description |
|------------|--------------------|
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