

MGM MIRAGE

Form 4

December 13, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**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
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BALDWIN ROBERT

(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 MIRAGE [MGM]

3. Date of Earliest Transaction
(Month/Day/Year)

12/11/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

CHIEF DESIGN & CONST OFFICER

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	12/11/2007	12/11/2007	M		113,400	A	\$ 12.74 144,100
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S		8,900	D	\$ 90.5 135,200
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S		400	D	\$ 90.5001 134,800

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Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	2,700	D	\$ 90.51	132,100	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	88	D	\$ 90.52	132,012	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	1,800	D	\$ 90.54	130,212	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	1,200	D	\$ 90.56	129,012	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	200	D	\$ 90.58	128,812	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	500	D	\$ 90.59	128,312	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	4,400	D	\$ 90.6	123,912	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	5,100	D	\$ 90.61	118,812	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	500	D	\$ 90.69	118,312	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	6,500	D	\$ 90.7	111,812	D
Common Stock \$.01 Par Value ND	12/11/2007	12/11/2007	S	2,200	D	\$ 90.71	109,612	D
	12/11/2007	12/11/2007	S	9,100	D	\$ 90.72	100,512	D

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Common
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Value ND

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12/11/2007	12/11/2007	S	300	D	\$ 90.73	100,212	D
12/11/2007	12/11/2007	S	4,600	D	\$ 90.74	95,612	D
12/11/2007	12/11/2007	S	4,400	D	\$ 90.75	91,212	D
12/11/2007	12/11/2007	S	1,600	D	\$ 90.76	89,612	D
12/11/2007	12/11/2007	S	600	D	\$ 90.77	89,012	D
12/11/2007	12/11/2007	S	1,212	D	\$ 90.78	87,800	D
12/11/2007	12/11/2007	S	200	D	\$ 90.79	87,600	D
12/11/2007	12/11/2007	S	400	D	\$ 90.8	87,200	D
12/11/2007	12/11/2007	S	100	D	\$ 90.83	87,100	D
12/11/2007	12/11/2007	S	100	D	\$ 90.84	87,000	D

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

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(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 Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Emp Stk Option (Right to Buy)	\$ 12.74	12/11/2007	12/11/2007	M	113,400	02/27/2004	02/27/2013	Common Stock \$.01 Par Value ND	113,400
Emp Stk Option (Right to Buy)	\$ 34.05					05/03/2006	05/03/2012	Common Stock \$.01 Par Value ND	600,000

Reporting Owners

Reporting Owner Name / Address	Relationships
BALDWIN ROBERT 3600 LAS VEGAS BLVD. SOUTH LAS VEGAS, NV 89109	Director 10% Owner Officer Other CHIEF DESIGN & CONST OFFICER

Signatures

Bryan L. Wright,
Attorney-In-Fact 12/13/2007

__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).

(1) Options granted under MGM MIRAGE Employee Stock Option Plan. Vesting plan calls for options to become exercisable in equal 20% yearly amounts over a period of five years commencing on 2/27/04.

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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