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美高梅中國控股有限公司
MGM China Holdings Limited

MGM CHINA HOLDINGS LIMITED

美高梅中國控股有限公司

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 2282)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR,
CHAIRPERSON AND MEMBER OF THE AUDIT COMMITTEE, MEMBER OF
THE NOMINATION AND CORPORATE GOVERNANCE COMMITTEE AND
MEMBER OF THE REMUNERATION COMMITTEE**

The Board hereby announces that Mr. Russell Banham has been appointed as independent non-executive Director, member and chairperson of the Audit Committee and member of the Nomination and Corporate Governance Committee and Remuneration Committee, with effect from November 20, 2014.

The board (the “**Board**”) of directors (the “**Directors**”) of MGM China Holdings Limited (the “**Company**”) hereby announces that Mr. Russell Banham (“**Mr. Banham**”) has been appointed as an independent non-executive Director, chairperson and member of the Audit Committee and member of the Nomination and Corporate Governance Committee and Remuneration Committee, with effect from November 20, 2014.

Mr. Banham, aged 60, is a Bachelor of Commerce in Accounting, from the University of New South Wales, Sydney, Australia and a Fellow of the Institute of Chartered Accountants in Australia.

Mr. Banham recently retired from Deloitte CIS, Moscow Office, where he had been partner since 2011. Before that, Mr. Banham worked from 2007 to 2011 at the office of Deloitte CIS in Almaty, Kazakhstan and from 2002 to 2007 he worked for Ernst & Young in Brisbane, Australia.

Mr. Banham initiated his professional career as an auditor in 1974 working for Andersen and stayed at the Sydney office, Australia, until 1984, from 1984 to 1985 he worked at the Andersen Los Angeles office, United States of America, and from 1985 to 2002 he worked at the Andersen Brisbane office, Australia.

In his professional career in Australia, Mr. Banham was the lead audit partner for several clients in the gaming and hospitality industries and acquired relevant experience in these sectors.

Save as disclosed above, Mr. Banham has not held any directorships in other listed companies in Hong Kong or overseas in the past three years and does not have any other major appointments and professional qualifications. He does not hold any position in the Company or any of its subsidiaries and does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company.

Mr. Banham has confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules.

As at the date of this announcement, Mr. Banham does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

In relation to Mr. Banham’s appointment as an independent non-executive Director, there is no other information to be disclosed pursuant to any of the requirements of the provisions of Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of shareholders of the Company.

Mr. Banham has entered into a letter of appointment with the Company for a term of three years commencing on November 20, 2014. He is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter subject to retirement by rotation and re-election in accordance with the provisions of the articles of association of the Company. Under the terms of the letter of appointment, Mr. Banham is entitled to a director’s fee of USD90,000.00 (approximately HK\$697,937.00) per annum which is determined by the Board with reference to his responsibilities and duties, the Company’s remuneration policy as well as prevailing market conditions.

The Board would like to extend a warm welcome to Mr. Banham in joining the Board.

By order of the Board
MGM China Holdings Limited
Antonio Menano
Company Secretary

Hong Kong, November 20, 2014

As at the date of this announcement, our directors are James Joseph MURREN, Pansy Catilina Chiu King HO, Chen Yau WONG, William Joseph HORNBUCKLE and Grant R. BOWIE as executive directors, William M. SCOTT IV, Daniel J. D’ARRIGO and Kenneth A. ROSEVEAR as non-executive directors and Zhe SUN, Sze Wan Patricia LAM, Peter Man Kong, WONG and Russell Francis BANHAM as independent non-executive directors.