

*Unless otherwise defined in this announcement, terms defined in the prospectus dated May 23, 2011 (the **Prospectus**) issued by MGM China Holdings Limited (the **Company**) have the same meanings when used in this announcement.*

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities.

This announcement is not an offer of securities for sale in the United States or in any other jurisdiction. Securities may not be offered or sold in the United States absent registration under the U.S. Securities Act or an exemption from registration. Any public offering of securities to be made in the United States would be made by means of a prospectus that would be obtained from the Company and would contain detailed information about the Company and management as well as financial statements. The Company does not intend to register any part of the proposed offering in the United States.

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Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Shares.

*In connection with the Global Offering, J.P. Morgan Securities Ltd. (the **Stabilizing Manager**), its affiliates or any person acting for it or them, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period commencing from the day on which the Shares commence trading on the Stock Exchange (the **Listing Date**). However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it or them to conduct any such stabilizing action, which, if commenced, may be discontinued at any time. The stabilizing action which may be taken by the Stabilizing Manager, its affiliates or any person acting for it or them may include primary and ancillary stabilizing action such as purchasing or agreeing to purchase any of the Shares, exercising the Over-allotment Option, stock borrowing, establishing a short position in the Shares, liquidating long positions in the Shares or offering or attempting to do any such actions. Any market purchases will be effected in compliance with all*

applicable laws and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules. Any such stabilizing action is required to be brought to an end on the 30th day after the last day for lodging applications under the Hong Kong Public Offering (i.e., June 25, 2011). A public announcement will be made within seven days after the end of the stabilizing period in accordance with the Securities and Futures (Price Stabilizing) Rules. The number of Shares being offered in the Global Offering may be increased by up to an aggregate of 114,000,000 additional Shares through the exercise of the Over-allotment Option granted to the International Underwriters by the Company, exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) from the Listing Date until 30 days after the last day for lodging applications under the Hong Kong Public Offering. In the event that the Over-allotment Option is exercised, a public announcement will be made in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at http://mgmchinaholdings.com/investor_relations. No such stabilizing activity can be taken to support the price of the Shares for longer than the stabilizing period which will begin on the Listing Date following announcement of the Offer Price, and is expected to expire on June 25, 2011, being the 30th day after the last date of lodging applications under the Hong Kong Public Offering.

Potential investors of the Offer Shares should note that the Joint Global Coordinators (on behalf of the Hong Kong Underwriters) are entitled to terminate their obligations under the Hong Kong Underwriting Agreement by notice in writing to the Company, upon the occurrence of any of the events set out in the section headed “Underwriting – Underwriting Arrangements and Expenses – The Hong Kong Public Offering – Grounds for Termination” in the Prospectus, at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Friday, June 3, 2011).



美高梅中國控股有限公司
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(incorporated in the Cayman Islands with limited liability)

Global Offering

Number of Offer Shares under the Global Offering: 760,000,000 Shares (subject to the Over-allotment Option)

Number of Hong Kong Offer Shares: 228,000,000 Shares (as adjusted after reallocation)

Number of International Offer Shares: 532,000,000 Shares (as adjusted after reallocation and subject to the Over-allotment Option)

Offer Price: HK\$15.34 per Hong Kong Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%

Nominal Value: HK\$1.00 per Share

Stock Code: 2282

Joint Global Coordinators, Joint Sponsors, Joint Bookrunners and Joint Lead Managers

J.P.Morgan

Morgan Stanley

BofA Merrill Lynch

Joint Bookrunners and Joint Lead Managers



Deutsche Bank



Joint Lead Manager

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