



MGM Holdings Inc. Stockholders:

In order to complete a transfer of shares of MGM Holdings Inc. Common Stock the following documents must be presented in good form to the Transfer Agent, Registrar and Transfer Company:

- Officer's Certificate (to be completed and signed by the Transferor)
- Joinder Agreement (to be completed and signed by the Transferee in cases where the Transferee is a new Stockholder. If the Transferee is an existing Stockholder the Joinder Agreement is not required)
- Stock Power (to be completed and signed by Transferor. Transferor's signature(s) must be Medallion Signature Guaranteed, pursuant to SEC Rule 17Ad-15)

MGM Holdings Inc. assumes that transfers are being requested pursuant to Section 4.1 of the Stockholders Agreement. In the event the transfer is being requested other than pursuant to Section 4.1, additional documentation may be required.

The executed documents should be delivered to:

Registrar and Transfer Company
Attn: Stock Transfer Dept. – Restricted Stock Processing Unit
10 Commerce Drive
Cranford, NJ 07016

Registrar and Transfer Company and MGM Holdings Inc. will arrange for counter-signature by MGM of the Joinder Agreement, if required, and MGM will return a fully-executed version to the new stockholder. Registrar and Transfer Company will then mail confirmation to the transferee that the share transfer has been effectuated on the MGM stockholder records.

Should you have any questions or require additional information please feel free to contact Registrar and Transfer Company's Investor Relations Dept. in any of the following ways:

- Phone: (800) 368-5948
- Fax: (908) 497-2318
- E-Mail: info@rtco.com
- Web: www.rtco.com