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**MGM CHINA HOLDINGS LIMITED**  
**美高梅中國控股有限公司**

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*(incorporated in the Cayman Islands with limited liability)*

(Stock Code: 2282)

### **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

### **APPOINTMENT OF NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of MGM China Holdings Limited (the “**Company**”) hereby announces that with effect from August 1, 2019, Mr. James Armin Freeman (“**Mr. Freeman**”) has been appointed as a non-executive director of the Company.

James Armin Freeman, aged 50, was a non-executive Director and a member of the Audit Committee of the Company since March 6, 2019 until June 27, 2019. Mr. Freeman joined MGM Resorts International (“**MGMRI**”) in March 2010 and currently serves as Senior Vice President, Capital Markets and Strategy. Mr. Freeman’s role with MGM Resorts International is to reshape the company’s balance sheet through his leadership of debt and equity capital raising activities. In addition, Mr. Freeman assists with strategic planning, market analysis and strategic development. Mr. Freeman also serves as the lead, from a financial perspective, on merger and acquisition activity and continues to be active in special projects. Since joining the company, Mr. Freeman has overseen significant capital markets transactions for MGM Resorts International and its subsidiaries including the initial public offering of the Company, the initial public offering of MGM Growth Properties LLC (“**MGP**”), and the US\$2.0 billion refinancing of CityCenter Holdings LLC, a 50% venture between MGM Resorts International and Infinity World Development Corp. Prior to joining MGM Resorts International, Mr. Freeman served as Senior

Vice President and Chief Financial Officer of Fontainebleau Resorts. Prior to that, Mr. Freeman served as an Investment Banking Principal at Banc of America Securities. In this role, he executed significant debt and equity transactions for clients in the gaming, lodging and leisure industries. Mr. Freeman’s experience includes a broad range of financial execution including project finance, acquisition finance, bank syndications, high yield offerings, convertible debt offerings and initial public offerings. Mr. Freeman earned his Bachelor of Science degree in Accounting from the University of Illinois and his Master of Business Administration with concentrations in Finance and Business Economics from the University of Chicago Booth School of Business.

Mr. Freeman was appointed as a non-executive director of the Company on March 6, 2019. As disclosed in the announcement of the Company dated June 27, 2019 (the “**June 2019 Announcement**”), Mr. Freeman resigned from the position in order for the Company to continue to preserve its status as a Foreign Private Issuer (“**FPI**”) under the rules and regulations of the U.S. Securities and Exchange Commission. At the time of the June 2019 Announcement, the Company expected to re-appoint Mr. Freeman following the appointment of a replacement independent non-executive director for Mr. Peter Man Kong Wong, who passed away on March 11, 2019. The Company was advised by its U.S. legal advisers that the re-appointment of Mr. Freeman before the appointment of such replacement director would not jeopardize the preservation of the Company’s FPI status, provided that the replacement independent non-executive director will be appointed before the date of the next FPI status test and such new director is not an U.S. citizen or resident.

There is no service contract entered into between the Company and Mr. Freeman. He is appointed for a term of three years and is not entitled to receive any remuneration or Director’s fee. He will be subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association (the “**Articles**”) of the Company.

As at the date of this announcement and within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”), Mr. Freeman has personal interests of (i) 49,099 vested stock appreciation rights; (ii) 12,937 unvested restricted stock units; (iii) 45,363 unvested performance stock units and (iv) 25,460 common stocks, in relation to the common stock of MGMRI. He also has personal interests of 14,311 common stock of MGP. Both MGMRI and MGP are associated corporation of the Company.

Save as disclosed above, (i) Mr. Freeman does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders (within the meaning of the Listing Rules) of the Company; (ii) Mr. Freeman has not held any directorship in any listed public companies in the last three years or any other position with the Company and other members of the Group and does not have any other major appointments and professional qualifications; and (iii) there is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders in relation to Mr. Freeman's appointment.

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

Hong Kong, August 1, 2019

*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, Kenneth Xiaofeng FENG, James Armin FREEMAN and John M. MCMANUS as non-executive directors, Zhe SUN, Sze Wan Patricia LAM and Russell Francis BANHAM as independent non-executive directors.*