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

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)

INSIDE INFORMATION

**UNAUDITED RESULTS FOR THE FIRST QUARTER ENDED
MARCH 31, 2020 OF MGM RESORTS INTERNATIONAL,
OUR CONTROLLING SHAREHOLDER**

This is an announcement made pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571) and Rules 13.09 and 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Our controlling shareholder, MGM Resorts International, has, on or about April 30, 2020 (4:30 p.m., New York time), released its unaudited results for the first quarter ended March 31, 2020 which contain financial information about MGM China Holdings Limited prepared and presented herein under Generally Accepted Accounting Principles of the United States.

This is an announcement made by MGM China Holdings Limited (“MGM China”) pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571) and Rules 13.09 and 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“HKSE”).

MGM China’s controlling shareholder, MGM Resorts International, is a company listed on the New York Stock Exchange in the United States. As at the date of this announcement, MGM Resorts International beneficially owns approximately 56% of the issued share capital of MGM China.

MGM Resorts International has, on or about April 30, 2020 (4:30 p.m., New York time), released its unaudited results for the first quarter ended March 31, 2020 (the “Earnings Release”). If you wish to review the Earnings Release prepared by MGM Resorts International and as filed with the United States Securities and Exchange Commission, please visit <http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0000789570&owner=exclude&count=40&hidefilings=0>. The Earnings Release contains financial information about MGM China and its subsidiaries (“we”, “our” or “Group”) which is available in the public domain.

The unaudited consolidated financial results of MGM Resorts International, including those contained in the Earnings Release, have been prepared in accordance with the Generally Accepted Accounting Principles of the United States (“US GAAP”), which are different from International Financial Reporting Standards (“IFRS”), which, as a company listed on the Main Board of HKSE, we use to prepare and present our financial information.

The unaudited consolidated financial results of MGM Resorts International for the first quarter ended March 31, 2020 included in the Earnings Release include the effect of its consolidation of MGM China, including purchase price adjustments and certain other adjustments to reflect the financial information of the Group in accordance with US GAAP. As such, our financial information in the Earnings Release is not directly comparable to our unaudited consolidated financial results prepared in accordance with IFRS.

Our shareholders and potential investors are advised that the financial results in the Earnings Release are unaudited and have not been prepared or presented by MGM China and there is no indication or assurance from MGM China that our financial results will be the same as that presented in the Earnings Release.

The following table summarizes the Group's financial information under IFRS for the first quarter ended March 31, 2020.

	Three Months Ended	
	March 31	
	2020	2019
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Revenue:		
MGM Macau	1,128,806	3,400,466
MGM Cotai	984,255	2,360,282
	<hr/>	<hr/>
Total Revenue	2,113,061	5,760,748
	<hr/> <hr/>	<hr/> <hr/>
Adjusted EBITDA⁽¹⁾:		
MGM Macau	34,121	1,075,211
MGM Cotai	(156,800)	543,753
	<hr/>	<hr/>
Total Adjusted EBITDA	(122,679)	1,618,964
	<hr/> <hr/>	<hr/> <hr/>

⁽¹⁾ Adjusted EBITDA is profit/loss before finance costs, income tax expense/benefit, depreciation and amortization, gain/loss on disposal/write-off of property and equipment, construction in progress and other assets, interest income, net foreign currency difference, share-based payments, pre-opening costs and corporate expenses which mainly include administrative expenses of the corporate office and license fee paid to a related company. Adjusted EBITDA is used by management as the primary measure of the Group's operating performance and to compare our operating performance with that of our competitors. Adjusted EBITDA should not be considered in isolation, construed as an alternative to profit or operating profit as reported under IFRS or other combined operations or cash flow data, or interpreted as an alternative to cash flow as a measure of liquidity. Adjusted EBITDA presented in this announcement may not be comparable to other similarly titled measures of other companies operating in the gaming or other business sectors.

Our shareholders and potential investors are advised that the financial information of MGM China under IFRS presented herein relating to MGM China has not been audited or reviewed by MGM China’s auditor.

Summary Statistics

The following tables present certain selected income statement line items and certain other data of MGM Macau and MGM Cotai.

MGM Macau	Three Months Ended	
	March 31	
	2020	2019
(in thousands, except for number of gaming units, percentage and revenue per available room (“REVPAR”))	HK\$’000	HK\$’000
	(unaudited)	(unaudited)
VIP table games turnover	15,792,808	53,986,310
VIP gross table games win ⁽¹⁾	502,552	1,778,113
VIP table games win percentage (calculated before commissions, complimentaries and other incentives)	3.18%	3.29%
Average daily gross win per VIP gaming table	111.5	244.5
Main floor table games drop	3,413,565	9,631,852
Main floor gross table games win ⁽¹⁾	744,335	2,023,908
Main floor table games win percentage	21.8%	21.0%
Average daily gross win per main floor gaming table	55.0	105.9
Slot machine handle	3,324,631	7,634,950
Slot machine gross win ⁽¹⁾	113,114	307,018
Slot hold percentage	3.4%	4.0%
Average daily win per slot	1.8	3.4
Commissions, complimentaries and other incentives ⁽¹⁾	(332,258)	(950,371)
Room occupancy rate	44.0%	96.1%
REVPAR	881	1,951

	As At	
	March 31	
	2020	2019
	(unaudited)	(unaudited)
Gaming Units:		
Tables ⁽²⁾	285	289
Slot machines	575	1,061
MGM Cotai	Three Months Ended	
	March 31	
	2020	2019
	HK\$'000	HK\$'000
(in thousands, except for number of gaming units, percentage and REVPAR)	(unaudited)	(unaudited)
VIP table games turnover	10,823,869	24,557,688
VIP gross table games win ⁽¹⁾	340,911	908,410
VIP table games win percentage (calculated before commissions, complimentaries and other incentives)	3.15%	3.70%
Average daily gross win per VIP gaming table	92.8	187.2
Main floor table games drop	2,628,142	6,004,395
Main floor gross table games win ⁽¹⁾	713,537	1,464,432
Main floor table games win percentage	27.1%	24.4%
Average daily gross win per main floor gaming table	56.4	80.5
Slot machine handle	3,397,889	10,700,104
Slot machine gross win ⁽¹⁾	111,598	229,993
Slot hold percentage	3.3%	2.1%
Average daily win per slot	1.7	2.1
Commissions, complimentaries and other incentives ⁽¹⁾	(328,406)	(560,086)
Room occupancy rate	33.2%	90.0%
REVPAR	585	1,348

	As At	
	March 31	
	2020	2019
	(unaudited)	(unaudited)
Gaming Units:		
Tables ⁽²⁾	267	263
Slot machines	462	1,213

Note: Due to the COVID-19, on February 4, 2020, the Macau Government asked that all gaming operators in Macau suspend casino operations for a 15-day period that commenced on February 5, 2020. As a result, all operations were suspended at MGM MACAU and MGM COTAI other than operations that were necessary to provide sufficient non-gaming facilities to serve any remaining hotel guests. While operations at MGM MACAU and MGM COTAI resumed on February 20, 2020, several travel and entry restrictions in Macau, Hong Kong and certain cities and regions in mainland China remain in place (including the temporary suspension of the visa scheme, the temporary suspension of ferry services and other modes of transportation and bans on entry or enhanced quarantine requirements) and there are currently limits on the number of gaming tables allowed to operate and restrictions on the number of seats available at each table.

⁽¹⁾ The total of “VIP gross table games win”, “main floor gross table games win” and “slot machine gross win” is different to the casino revenue because casino revenue is reported net of commissions and certain sales incentives including the allocation of casino revenue to hotel rooms, food and beverage and other revenue for services provided to casino customers on a complimentary basis.

⁽²⁾ Permanent table count as at March 31, 2020 and 2019.

With a view to ensuring that all shareholders and potential investors of MGM China have equal and timely access to the information pertaining to the Group, set forth below are the key highlights of financial information relevant to the Group published by MGM Resorts International in the Earnings Release. (Unless otherwise provided, all dollar amounts in the Earnings Release are denominated in United States dollars):

Extracts from the Earnings Release:

“MGM China

- *Net revenues decreased 63% compared to the prior year quarter to \$272 million;*
- *VIP Table Games Hold Adjusted MGM China Net Revenues decreased 61% compared to the prior year quarter to \$275 million;*
- *Adjusted Property EBITDAR loss of \$22 million compared to Adjusted Property EBITDAR of \$193 million in the prior year quarter; and*
- *VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR loss of \$17 million compared to VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR of \$177 million in the prior year quarter.*

MGM China

In March 2020, MGM China Holdings Limited's ("MGM China") Board of Directors recommended a final dividend for 2019 of \$41 million, to be paid in 2020 if approved at the upcoming annual shareholders meeting on May 28, 2020, of which MGM Resorts would receive its 55.95% share, or \$23 million, and non-controlling interests would receive \$18 million.

Key first quarter results for MGM China include:

- Net revenues decreased 63% compared to the prior year quarter to \$272 million;
- Main floor table games win decreased 58% compared to the prior year quarter;
- VIP table games win decreased 68% compared to the prior year quarter; and
- Adjusted Property EBITDAR loss of \$22 million compared to Adjusted Property EBITDAR of \$193 million in the prior year quarter. The current quarter included \$5 million of license fee expense compared to \$13 million in the prior year quarter.

The following table shows key gaming statistics for MGM China:

	Three Months Ended		
	March 31		
	2020	2019	% change
	<i>(Dollars in millions)</i>		
VIP Table Games Turnover	3,425	10,011	(66)%
VIP Table Games Win %	3.2%	3.4%	
Main Floor Table Games Drop	777	1,993	(61)%
Main Floor Table Games Win %	24.1%	22.3%	

MGM Resorts International and Subsidiaries
Supplemental Data — Net Revenues and Adjusted Property EBITDAR
(In thousands)
(Unaudited)

	Three Months Ended	
	March 31	
	2020	2019
MGM China net revenues	271,887	734,204
MGM China Adjusted Property EBITDAR	(21,990)	192,811

MGM Resorts International and Subsidiaries
Reconciliations of MGM China Net Revenues and MGM China Adjusted Property EBITDAR
to VIP Table Games Hold

Adjusted MGM China Net Revenues and VIP Table Games Hold
Adjusted MGM China Adjusted Property EBITDAR

(In thousands)
(Unaudited)

	Three Months Ended	
	March 31	
	2020	2019
MGM China Net Revenues	271,887	734,204
Hold Adjustment ⁽¹⁾	2,902	(34,609)
	<hr/>	<hr/>
VIP Table Games Hold Adjusted		
MGM China Net Revenues	274,789	699,595
	<hr/> <hr/>	<hr/> <hr/>
MGM China Adjusted Property EBITDAR	(21,990)	192,811
Hold adjustment ⁽²⁾	5,276	(15,579)
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VIP Table Games Hold Adjusted		
MGM China Adjusted Property EBITDAR	(16,714)	177,232
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⁽¹⁾ For MGM China, hold adjustment represents the estimated incremental VIP table games win or loss related to VIP Rolling Chip volume play had the Company's win percentage equaled the mid-point of the expected normal range of 2.6% to 3.3%. Amounts include estimated commissions and other incentives related to increases or decreases in VIP table games win.

⁽²⁾ These amounts include estimated incremental expenses (gaming taxes and bad debt expense) that would have been incurred or avoided on the incremental VIP table games win or loss calculated in (1) above.

Non-GAAP financial measures

“VIP Table Games Hold Adjusted MGM China Net Revenues” is an additional supplemental non-GAAP financial measure that is presented to adjust MGM China net revenues for the impact of certain variances in VIP table games’ win percentages compared to the mid-point of the expected range. VIP Table Games Hold Adjusted MGM China Net Revenues is also adjusted for the VIP commissions and other incentives that would have been incurred or avoided when applying the win percentages noted below to the respective gaming volumes. Management believes VIP Table Games Hold Adjusted MGM China Net Revenues presents a consistent measure in providing period-to-period comparisons and is a useful measure in assisting investors evaluating the Company’s operating performance. VIP Table Games Hold Adjusted MGM China Net Revenues should not be construed as an alternative to GAAP net revenues, as indicators of the Company’s performance, or as any other measure determined in accordance with generally accepted accounting principles. A reconciliation of GAAP net revenues to VIP Table Games Hold Adjusted MGM China Net Revenues is included in the financial schedules in this release.

“Adjusted EBITDAR” is earnings before interest and other non-operating income (expense), taxes, depreciation and amortization, preopening and start-up expenses, gain on REIT transactions, net, CEO transition expense, restructuring costs (which represents costs related to severance, accelerated stock compensation expense, and consulting fees directly related to the operating model component of the MGM 2020 Plan), rent expense associated with triple net operating and ground leases, income from unconsolidated affiliates related to investments in REITs, and property transactions, net. Management utilizes “Adjusted Property EBITDAR” as the primary profit measures for its reportable segments and underlying operating segments. Adjusted Property EBITDAR is a measure defined as Adjusted EBITDAR before corporate expense and stock compensation expense, which are not allocated to each operating segment, and before rent expense related to the master lease with MGM Growth Properties that eliminates in consolidation. The Company manages capital allocation, tax planning, stock compensation, and financing decisions at the corporate level. “Adjusted Property EBITDAR margin” is Adjusted Property EBITDAR divided by related segment net revenues.

“VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR” is a supplemental non-GAAP financial measure, that, in addition to the reasons described above for the presentation of Adjusted Property EBITDAR, is presented to adjust for the impact of certain variances in VIP table games’ win percentages compared to the mid-point of the expected range. VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR is based on applying a VIP Rolling Chip win percentage of 2.95% to the VIP Rolling Chip volume, which represents the mid-point of the expected normal range of 2.6% to 3.3% for MGM China. VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR is also adjusted for the gaming taxes, VIP commissions, bad debt expense, and other incentives that would have been incurred or avoided when applying the win percentages noted above to the respective gaming volumes.

Adjusted EBITDAR information is a valuation metric, should not be used as an operating metric, and is presented solely as a supplemental disclosure to reported GAAP measures because management believes these measures are widely used by analysts, lenders, financial institutions, and investors as a principal basis for the valuation of gaming companies. Management believes that while items excluded from Adjusted EBITDAR, Adjusted Property EBITDAR, and Adjusted Property EBITDAR margin may be recurring in nature and should not be disregarded in evaluation of the Company's earnings performance, it is useful to exclude such items when analyzing current results and trends compared to other periods because these items can vary significantly depending on specific underlying transactions or events that may not be comparable between the periods being presented. Also, management believes excluded items may not relate specifically to current trends or be indicative of future results. For example, preopening and start-up expenses will be significantly different in periods when the Company is developing and constructing a major expansion project and will depend on where the current period lies within the development cycle, as well as the size and scope of the project(s). Property transactions, net includes normal recurring disposals, gains and losses on sales of assets related to specific assets within the Company's resorts, but also includes gains or losses on sales of an entire operating resort or a group of resorts and impairment charges on entire asset groups or investments in unconsolidated affiliates, which may not be comparable period over period. In addition, management changed its non-GAAP measures as a result of the Bellagio real estate transaction in the fourth quarter of 2019, including recasting prior periods, to exclude rent expense associated with triple net operating leases and ground leases. Management believes excluding rent expense associated with triple net operating leases and ground leases provides useful information to analysts, lenders, financial institutions, and investors when valuing the Company, as well as comparing the Company's results to other gaming companies, without regard to differences in capital structure and leasing arrangements since the operations of other gaming companies may or may not include triple net operating leases or ground leases. However, as discussed herein, Adjusted EBITDAR and Adjusted Property EBITDAR should not be viewed as measures of overall operating performance, considered in isolation, or as an alternative to net income, because these measures are not presented on a GAAP basis and exclude certain expenses, including the rent expense associated with the Company's triple net operating and ground leases, and are provided for the limited purposes discussed herein.

Adjusted EBITDAR, Adjusted Property EBITDAR, Adjusted Property EBITDAR margin and VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR should not be construed as alternatives to operating income or net income, as indicators of the Company's performance; or as alternatives to cash flows from operating activities, as measures of liquidity; or as any other measure determined in accordance with generally accepted accounting principles. The Company has significant uses of cash flows, including capital expenditures, interest payments, taxes, real estate triple net lease and ground lease payments, and debt principal repayments, which are not reflected in Adjusted EBITDAR, Adjusted Property EBITDAR, Adjusted Property EBITDAR margin, or VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR. Also, other companies in the gaming and hospitality industries that report Adjusted EBITDAR, Adjusted Property EBITDAR, Adjusted Property EBITDAR margin, or VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR information may calculate Adjusted EBITDAR, Adjusted Property EBITDAR, Adjusted Property EBITDAR margin, or VIP Table Games Hold Adjusted MGM China Adjusted Property EBITDAR in a different manner and such differences may be material."

Our shareholders and potential investors are advised not to place undue reliance on the Earnings Release and are reminded that certain financial information of the Group presented herein has not been audited or reviewed by our auditor. Our shareholders and potential investors are advised to exercise caution in dealing in securities in MGM China.

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

Hong Kong, May 3, 2020

As at the date of this announcement, our directors are William Joseph HORNBuckle, Pansy Catilina Chiu King HO, Chen Yau WONG, Grant R. BOWIE and John M. MCMANUS as executive Directors, Kenneth Xiaofeng FENG, James Armin FREEMAN and Daniel J. TAYLOR as non-executive Directors and Zhe SUN, Sze Wan Patricia LAM, Russell Francis BANHAM and Simon MENG as independent non-executive Directors.