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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)

**RESIGNATION OF JOINT COMPANY SECRETARY**

The Board announces that Mr. Menano, the joint company secretary of the Company, meets the requirements to be the sole company secretary under the Listing Rules.

The Board further announces that Ms. Wong has tendered her resignation as a joint company secretary with effect from June 3, 2014. Following the resignation of Ms. Wong, Mr. Menano will act as the sole company secretary of the Company.

The board of directors (the “**Board**”) of MGM China Holdings Limited (the “**Company**”) announces that Mr. Antonio Jose Ferreira de Castro dos Santos Menano (“**Mr. Menano**”), the joint company secretary of the Company, meets the requirement to be the sole company secretary under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Board further announces that Ms. Wong Wai Yee, Ella (“**Ms. Wong**”) has tendered her resignation as a joint company secretary of the Company with effect from June 3, 2014. Following the resignation of Ms. Wong, Mr. Menano will act as the sole company secretary of the Company.

Ms. Wong confirmed that there is no disagreement between her and the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

At the time of listing of the shares of the Company (the “**Listing**”) on the Stock Exchange on June 3, 2011, Mr. Menano did not possess the requisite qualifications under the then Rule 8.17 of the Listing Rules to act as company secretary. The Company applied for and the Stock Exchange granted on May 17, 2011 a waiver from strict compliance with the then Rule 8.17 of the Listing Rules for three years from the date of the Listing on condition that, among other things, the Company engaged Ms. Yeung Yee Har (“**Ms. Yeung**”), who possessed the requisite qualifications under the then Rule 8.17(2) of the Listing Rules, as a joint company secretary of the Company, to assist Mr. Menano, in discharge of his duties as a company secretary and in acquiring the relevant experience as required under the then Rule 8.17 of the Listing Rules.

When Ms. Yeung tendered her resignation from the Company, a second waiver dated June 6, 2013 was granted by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules for a period from June 11, 2013 to June 2, 2014 on condition that, among other things, the Company engaged Ms. Lam Wai Yan (“**Ms. Lam**”), who possessed the requisite qualifications under Rule 3.28 of the Listing Rules, as a joint company secretary of the Company to assist Mr. Menano, in the discharge of his duties as a company secretary and in acquiring the relevant experience within the meaning of Note 2 to Rule 3.28 of the Listing Rules.

When Ms. Lam tendered her resignation from the Company, a third waiver dated March 21, 2014 was granted by the Stock Exchange from strict compliance with Rules 3.28 and 8.17 of the Listing Rules for a period from March 21, 2014 to June 2, 2014 on condition that, among other things, the Company engaged Ms. Wong Wai Yee, Ella (“**Ms. Wong**”), who possesses the requisite qualifications under Rule 3.28 of the Listing Rules, as a joint company secretary of the Company to assist Mr. Menano, in the discharge of his duties as a company secretary and in acquiring the relevant experience within the meaning of Note 2 to Rule 3.28 of the Listing Rules.

Since the time of the Listing, Mr. Menano has discharged his duty as a joint company secretary of the Company with the assistance of Ms. Yeung, Ms. Lam and Ms. Wong, and has acquired a good understanding of the Listing Rules and also has acquired the relevant experience within the meaning of Rule 3.28 of the Listing Rules while discharging his duties. On May 19, 2014, the Company submitted to the Stock Exchange that Mr. Menano, having acquired the relevant experience, is an individual who meets the requirement of a company secretary within the meaning of Rule 3.28 of the Listing Rules, and the Stock Exchange agreed on May 26, 2014.

The Board would like to express its sincere appreciation to Ms. Wong for her contribution to the Company during the tenure of her service.

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

Hong Kong, June 3, 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, Tommei Mei Kuen TONG, Sze Wan Patricia LAM and Peter Man Kong WONG as independent non-executive directors.*