

MGM Resorts International  
Form 10-Q  
November 07, 2018

UNITED STATES

SECURITIES & EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2018

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File No. 001-10362

MGM Resorts International

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

88-0215232  
(I.R.S. Employer  
Identification No.)

3600 Las Vegas Boulevard South, Las Vegas, Nevada 89109

(Address of principal executive offices)

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(702) 693-7120

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days: Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files): Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act:

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act: Yes No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act): Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

Class	Outstanding at November 2, 2018
Common Stock, \$.01 par value	527,197,958 shares



MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

FORM 10-Q

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## Part I. FINANCIAL INFORMATION

## Item 1. Financial Statements

## MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

## CONSOLIDATED BALANCE SHEETS

(In thousands, except share data)

(Unaudited)

	September 30, 2018	December 31, 2017
<b>ASSETS</b>		
Current assets		
Cash and cash equivalents	\$ 1,302,677	\$ 1,499,995
Accounts receivable, net	546,646	542,273
Inventories	104,438	102,292
Income tax receivable	19,552	42,551
Prepaid expenses and other	234,711	189,244
Total current assets	2,208,024	2,376,355
Property and equipment, net		
	20,733,381	19,635,459
Other assets		
Investments in and advances to unconsolidated affiliates	666,210	1,033,297
Goodwill	1,822,009	1,806,531
Other intangible assets, net	3,991,963	3,877,960
Other long-term assets, net	551,928	430,440
Total other assets	7,032,110	7,148,228
	\$ 29,973,515	\$ 29,160,042
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities		
Accounts payable	\$ 301,008	\$ 255,028
Construction payable	372,744	474,807
Current portion of long-term debt, net	—	158,042
Accrued interest on long-term debt	142,774	135,785
Other accrued liabilities	2,161,064	2,114,635
Total current liabilities	2,977,590	3,138,297
Deferred income taxes, net		
	1,241,036	1,295,375
Long-term debt, net	14,663,972	12,751,052
Other long-term obligations	251,399	284,416
Commitments and contingencies (Note 7)		

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Redeemable noncontrolling interests	93,339	79,778
Stockholders' equity		
Common stock, \$.01 par value: authorized 1,000,000,000 shares, issued and outstanding 531,937,096 and 566,275,789 shares	5,319	5,663
Capital in excess of par value	4,251,702	5,357,709
Retained earnings	2,510,103	2,217,299
Accumulated other comprehensive income (loss)	6,234	(3,610 )
Total MGM Resorts International stockholders' equity	6,773,358	7,577,061
Noncontrolling interests	3,972,821	4,034,063
Total stockholders' equity	10,746,179	11,611,124
	\$29,973,515	\$29,160,042

The accompanying notes are an integral part of these consolidated financial statements.

## MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF OPERATIONS

(In thousands, except per share data)

(Unaudited)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2018	2017	2018	2017
<b>Revenues</b>				
Casino	\$1,465,380	\$1,283,049	\$4,191,910	\$3,727,281
Rooms	566,319	572,994	1,669,670	1,673,561
Food and beverage	520,773	503,623	1,470,992	1,458,057
Entertainment, retail and other	370,150	368,128	1,063,142	1,039,087
Reimbursed costs	106,680	102,381	314,520	301,888
	3,029,302	2,830,175	8,710,234	8,199,874
<b>Expenses</b>				
Casino	819,334	674,959	2,323,514	1,969,255
Rooms	206,406	192,663	598,432	568,448
Food and beverage	391,091	373,956	1,121,465	1,090,129
Entertainment, retail and other	263,915	254,113	734,119	721,338
Reimbursed costs	106,680	102,381	314,520	301,888
General and administrative	463,417	402,023	1,319,760	1,145,160
Corporate expense	98,089	88,506	301,036	241,086
Preopening and start-up expenses	46,890	29,349	132,884	65,508
Property transactions, net	(42,400 )	7,711	(19,532 )	22,650
NV Energy exit expense	—	—	—	(40,629 )
Depreciation and amortization	300,472	249,600	865,502	744,123
	2,653,894	2,375,261	7,691,700	6,828,956
Income from unconsolidated affiliates	35,495	37,790	115,201	118,195
Operating income	410,903	492,704	1,133,735	1,489,113
<b>Non-operating income (expense)</b>				
Interest expense, net of amounts capitalized	(205,573 )	(163,287 )	(554,975 )	(511,404 )
Non-operating items from unconsolidated affiliates	(11,583 )	(8,825 )	(31,661 )	(26,302 )
Other, net	(3,291 )	(30,138 )	(11,588 )	(31,706 )
	(220,447 )	(202,250 )	(598,224 )	(569,412 )
Income before income taxes	190,456	290,454	535,511	919,701
Benefit (provision) for income taxes	(19,046 )	(114,710 )	42,623	(250,510 )
Net income	171,410	175,744	578,134	669,191
Less: Net income attributable to noncontrolling interests	(28,532 )	(27,381 )	(88,035 )	(104,552 )
Net income attributable to MGM Resorts International	\$142,878	\$148,363	\$490,099	\$564,639
<b>Net income per share of common stock attributable to MGM Resorts International</b>				
Basic	\$0.26	\$0.26	\$0.87	\$0.98
Diluted	\$0.26	\$0.26	\$0.86	\$0.97



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Weighted average common shares outstanding

Basic	535,130	573,527	549,418	574,262
Diluted	540,396	580,676	555,521	580,941
Dividends declared per common share	\$0.12	\$0.11	\$0.36	\$0.33

The accompanying notes are an integral part of these consolidated financial statements.

## MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In thousands)

(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
Net income	\$171,410	\$175,744	\$578,134	\$669,191
Other comprehensive income (loss), net of tax:				
Foreign currency translation adjustment	12,210	(3,004 )	(10,542 )	(41,313 )
Unrealized gain (loss) on cash flow hedges	4,028	1,316	23,219	(2,641 )
Other comprehensive income (loss)	16,238	(1,688 )	12,677	(43,954 )
Comprehensive income	187,648	174,056	590,811	625,237
Less: Comprehensive income attributable to noncontrolling interests	(35,299 )	(26,495 )	(90,868 )	(85,600 )
Comprehensive income attributable to MGM Resorts International	\$152,349	\$147,561	\$499,943	\$539,637

The accompanying notes are an integral part of these consolidated financial statements.

## MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

## CONSOLIDATED STATEMENTS OF CASH FLOWS

(In thousands)

(Unaudited)

	Nine Months Ended September 30,	
	2018	2017
<b>Cash flows from operating activities</b>		
Net income	\$578,134	\$669,191
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	865,502	744,123
Amortization of debt discounts, premiums and issuance costs	30,713	25,931
Loss on retirement of long-term debt	2,193	31,345
Provision for doubtful accounts	32,651	13,764
Stock-based compensation	51,010	46,306
Property transactions, net	(19,532 )	22,650
Income from unconsolidated affiliates	(80,219 )	(91,893 )
Distributions from unconsolidated affiliates	11,563	10,450
Deferred income taxes	(58,762 )	94,630
Change in operating assets and liabilities:		
Accounts receivable	(31,791 )	13,951
Inventories	(1,457 )	(3,598 )
Income taxes receivable and payable, net	22,997	(4,639 )
Prepaid expenses and other	(46,690 )	(50,253 )
Prepaid Cotai land concession premium	5,158	(9,492 )
Accounts payable and accrued liabilities	50,550	5,887
Other	(16,554 )	(6,444 )
Net cash provided by operating activities	1,395,466	1,511,909
<b>Cash flows from investing activities</b>		
Capital expenditures, net of construction payable	(1,223,924)	(1,399,278)
Dispositions of property and equipment	575	371
Proceeds from sale of investment in unconsolidated affiliate	163,616	—
Acquisition of Northfield Park, net of cash acquired	(1,034,534)	—
Investments in unconsolidated affiliates	(2,503 )	(5,921 )
Distributions from unconsolidated affiliates in excess of cumulative earnings	320,287	300,000
Other	(22,209 )	(21,786 )
Net cash used in investing activities	(1,798,692)	(1,126,614)
<b>Cash flows from financing activities</b>		
Net borrowings under bank credit facilities – maturities of 90 days or less	778,101	618,734
Issuance of long-term debt	1,000,000	350,000
Debt issuance costs	(64,808 )	(9,760 )
Issuance of MGM Growth Properties Class A shares in public offering	—	404,685
MGM Growth Properties Class A share issuance costs	—	(17,137 )

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Dividends paid to common shareholders	(197,295 )	(189,726 )
Distributions to noncontrolling interest owners	(149,526 )	(139,670 )
Purchases of common stock	(1,133,334)	(327,500 )
Retirement of debentures	(2,265 )	(502,669 )
Other	(23,476 )	(28,937 )
Net cash provided by financing activities	207,397	158,020
Effect of exchange rate on cash	(1,489 )	(3,208 )
Cash and cash equivalents		
Net increase (decrease) for the period	(197,318 )	540,107
Balance, beginning of period	1,499,995	1,446,581
Balance, end of period	\$ 1,302,677	\$ 1,986,688
Supplemental cash flow disclosures		
Interest paid, net of amounts capitalized	\$ 516,868	\$ 522,851
Federal, state and foreign income taxes paid (received), net of refunds	(8,220 )	158,537

The accompanying notes are an integral part of these consolidated financial statements.

MGM RESORTS INTERNATIONAL AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

(In thousands)

(Unaudited)

	Common Shares	Stock Par Value	Capital in Excess of Par Value	Retained Earnings (Accumulated Deficit)	Accumulated Other Comprehensive Income (Loss)	Total MGM Resorts International Stockholders' Equity	Non- Controlling Interests	Total Stockholders' Equity
Balances, January 1, 2018	566,276	\$5,663	\$5,357,709	\$2,217,299	\$(3,610)	\$7,577,061	\$4,034,063	\$11,611,124
Net income	—	—	—	223,444	—	223,444	40,740	264,184
Currency translation adjustment	—	—	—	—	(13,368)	(13,368)	(10,784)	(24,152)
Other comprehensive income - cash flow								
hedges	—	—	—	—	9,498	9,498	4,358	13,856
Stock-based compensation	—	—	14,742	—	—	14,742	1,375	16,117
Issuance of common stock pursuant to								
stock-based compensation awards	493	5	(8,300)	—	—	(8,295)	—	(8,295)
Cash distributions to noncontrolling								
interest owners	—	—	—	—	—	—	(9,791)	(9,791)
Dividends paid to common shareholders	—	—	—	(67,999)	—	(67,999)	—	(67,999)
MGP dividend payable to Class A								
shareholders	—	—	—	—	—	—	(29,777)	(29,777)
Issuance of performance share units	—	—	3,609	—	—	3,609	107	3,716

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Repurchase of common stock	(10,000 )	(100 )	(362,300 )	—	—	(362,400 )	—	(362,400 )
Adjustment of redeemable non-controlling interest to redemption value	—	—	(4,598 )	—	—	(4,598 )	—	(4,598 )
Other	—	—	(904 )	—	—	(904 )	(710 )	(1,614 )
Balances, March 31, 2018	556,769	5,568	4,999,958	2,372,744	(7,480 )	7,370,790	4,029,581	11,400,371
Net income	—	—	—	123,777	—	123,777	14,344	138,121
Currency translation adjustment	—	—	—	—	583	583	817	1,400
Other comprehensive income - cash flow								
hedges	—	—	—	—	3,660	3,660	1,675	5,335
Stock-based compensation	—	—	16,430	—	—	16,430	1,377	17,807
Issuance of common stock pursuant to								
stock-based compensation awards	102	1	(1,096 )	—	—	(1,095 )	—	(1,095 )
Cash distributions to noncontrolling interest owners	—	—	—	—	—	—	(24,287 )	(24,287 )
Dividends paid to common shareholders	—	—	—	(65,335 )	—	(65,335 )	—	(65,335 )
MGP dividend payable to Class A shareholders	—	—	—	—	—	—	(30,492 )	(30,492 )
Repurchase of common stock	(19,004 )	(190 )	(594,674 )	—	—	(594,864 )	—	(594,864 )
Adjustment of redeemable non-controlling interest to redemption value	—	—	(5,986 )	—	—	(5,986 )	—	(5,986 )

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interest to redemption value								
Other	—	—	(818 )	—	—	(818 )	(216 )	(1,034 )
Balances, June 30, 2018	537,867	5,379	4,413,814	2,431,186	(3,237 )	6,847,142	3,992,799	10,839,941
Net income	—	—	—	142,878	—	142,878	26,316	169,194
Currency translation adjustment	—	—	—	—	6,706	6,706	5,504	12,210
Other comprehensive income - cash flow								
hedges	—	—	—	—	2,765	2,765	1,263	4,028
Stock-based compensation	—	—	15,916	—	—	15,916	1,190	17,106
Issuance of common stock pursuant to stock-based compensation awards	173	1	(2,203 )	—	—	(2,202 )	—	(2,202 )
Cash distributions to noncontrolling interest owners	—	—	—	—	—	—	(17,618 )	(17,618 )
Dividends paid to common shareholders	—	—	—	(63,961 )	—	(63,961 )	—	(63,961 )
MGP dividend payable to Class A shareholders	—	—	—	—	—	—	(31,024 )	(31,024 )
Repurchase of common stock	(6,103 )	(61 )	(176,009 )	—	—	(176,070 )	—	(176,070 )
Adjustment of redeemable non-controlling interest to redemption value	—	—	(4,155 )	—	—	(4,155 )	—	(4,155 )
Other	—	—	4,339	—	—	4,339	(5,609 )	(1,270 )
Balances, September 30,	531,937	\$5,319	\$4,251,702	\$2,510,103	\$6,234	\$6,773,358	\$3,972,821	\$10,746,179

2018

The accompanying notes are an integral part of these consolidated financial statements.

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MGM RESORTS INTERNATIONAL AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY

(In thousands)

(Unaudited)

	Common Stock Par	Capital in Excess of Par Value	Retained Earnings (Accumulated Deficit)	Accumulated Other Comprehensive Income (Loss)	Total MGM Resorts International Stockholders' Equity	Non- Controlling Interests	Total Stockholders' Equity	
	Shares	Value	Par Value	Deficit)	(Loss)	Equity	Interests	Equity
Balances, January 1, 2017	574,124	\$5,741	\$5,653,575	\$ 518,456	\$ 15,053	\$ 6,192,825	\$ 3,749,132	\$ 9,941,957
Net income	—	—	—	206,412	—	206,412	44,042	250,454
Currency translation adjustment	—	—	—	—	(7,352 )	(7,352 )	(5,581 )	(12,933 )
Other comprehensive loss - cash flow hedges	—	—	—	—	(484 )	(484 )	(150 )	(634 )
Stock-based compensation	—	—	14,946	—	—	14,946	1,020	15,966
Issuance of common stock pursuant to stock-based compensation awards	342	4	(4,078 )	—	—	(4,074 )	—	(4,074 )
Cash distributions to noncontrolling interest owners	—	—	—	—	—	—	(2,044 )	(2,044 )
Dividends paid to common shareholders	—	—	—	(63,182 )	—	(63,182 )	—	(63,182 )
MGP dividend payable to Class A shareholders	—	—	—	—	—	—	(22,281 )	(22,281 )
Issuance of performance	—	—	9,648	—	—	9,648	95	9,743

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share units									
Other	—	—	(34 )	—	—	(34 )	(11 )	(45 )	
Balances,									
March 31, 2017	574,466	5,745	5,674,057	661,686	7,217	6,348,705	3,764,222	10,112,927	
Net income	—	—	—	209,864	—	209,864	29,446	239,310	
Currency translation adjustment	—	—	—	—	(14,018 )	(14,018 )	(11,358 )	(25,376 )	
Other comprehensive loss - cash flow									
hedges	—	—	—	—	(2,347 )	(2,347 )	(976 )	(3,323 )	
Stock-based compensation	—	—	13,787	—	—	13,787	1,226	15,013	
Issuance of common stock pursuant to									
stock-based compensation awards	543	5	(7,630 )	—	—	(7,625 )	—	(7,625 )	
Cash distributions to noncontrolling									
interest owners	—	—	—	—	—	—	(42,822 )	(42,822 )	
Dividends paid to common shareholders	—	—	—	(63,247 )	—	(63,247 )	—	(63,247 )	
MGP dividend payable to Class A									
shareholders	—	—	—	—	—	—	(22,777 )	(22,777 )	
Other	—	—	(2,248 )	—	—	(2,248 )	2,628	380	
Balances, June 30, 2017	575,009	5,750	5,677,966	808,303	(9,148 )	6,482,871	3,719,589	10,202,460	
Net income	—	—	—	148,363	—	148,363	25,413	173,776	
Currency translation adjustment	—	—	—	—	(1,635 )	(1,635 )	(1,369 )	(3,004 )	
Other comprehensive loss - cash flow									
hedges	—	—	—	—	834	834	482	1,316	
Stock-based compensation	—	—	13,981	—	—	13,981	1,366	15,347	
	485	5	(8,658 )	—	—	(8,653 )	—	(8,653 )	

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Issuance of common stock pursuant to stock-based compensation awards									
Cash distributions to noncontrolling interest owners	—	—	—	—	—	—	(27,029 )	(27,029 )	)
Dividends paid to common shareholders	—	—	—	(63,298 )	—	(63,298 )	—	(63,298 )	)
MGP dividend payable to Class A shareholders	—	—	—	—	—	—	(28,004 )	(28,004 )	)
Repurchase of common stock	(10,000 )	(100 )	(327,400 )	—	—	(327,500 )	—	(327,500 )	)
MGP Class A share issuance	—	—	35,029	—	109	35,138	326,484	361,622	)
Other	—	—	(847 )	—	—	(847 )	(735 )	(1,582 )	)
Balances, September 30, 2017	565,494	\$5,655	\$5,390,071	\$893,368	\$(9,840 )	\$6,279,254	\$4,016,197	\$10,295,451	

The accompanying notes are an integral part of these consolidated financial statements.

MGM RESORTS INTERNATIONAL AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

NOTE 1 — ORGANIZATION

Organization. MGM Resorts International (together with its consolidated subsidiaries, unless otherwise indicated or unless the context requires otherwise, the “Company”) is a Delaware corporation that acts largely as a holding company and, through subsidiaries, owns and operates casino resorts.

The Company owns and operates the following integrated casino, hotel and entertainment resorts in Las Vegas, Nevada: Bellagio, MGM Grand Las Vegas, The Mirage, Mandalay Bay, Luxor, New York-New York, Park MGM (which was branded as Monte Carlo prior to May 2018), Excalibur and Circus Circus Las Vegas. Operations at MGM Grand Las Vegas include management of The Signature at MGM Grand Las Vegas, a condominium-hotel consisting of three towers. The Company operates and, along with local investors, owns MGM Grand Detroit in Detroit, Michigan, MGM National Harbor in Prince George’s County, Maryland, and MGM Springfield in Springfield, Massachusetts, which opened on August 24, 2018. The Company also owns and operates Borgata located on Renaissance Pointe in the Marina area of Atlantic City, New Jersey, and the following resorts in Mississippi: Beau Rivage in Biloxi and Gold Strike in Tunica. The Company owns and operates The Park, a dining and entertainment district located between New York-New York and Park MGM, Shadow Creek, an exclusive world-class golf course located approximately ten miles north of its Las Vegas Strip resorts, Primm Valley Golf Club at the California/Nevada state line and Fallen Oak golf course in Saucier, Mississippi.

MGM Growth Properties LLC (“MGP”), a consolidated subsidiary of the Company, is organized as an umbrella partnership REIT (commonly referred to as an UPREIT) structure in which substantially all of its assets are owned by and substantially all of its businesses are conducted through MGM Growth Properties Operating Partnership LP (the “Operating Partnership”), its subsidiary. MGP has two classes of authorized and outstanding voting common shares (collectively, the “shares”): Class A shares and a single Class B share. The Company owns MGP’s Class B share, which does not provide its holder any rights to profits or losses or any rights to receive distributions from operations of MGP or upon liquidation or winding up of MGP. MGP’s Class A shareholders are entitled to one vote per share, while the Company, as the owner of the Class B share, is entitled to an amount of votes representing a majority of the total voting power of MGP’s shares so long as the Company and its controlled affiliates’ (excluding MGP) aggregate beneficial ownership of the combined economic interests in MGP and the Operating Partnership does not fall below 30%. The Company and MGP each hold Operating Partnership units representing limited partner interests in the Operating Partnership. The general partner of the Operating Partnership is a wholly-owned subsidiary of MGP. The Operating Partnership units held by the Company are exchangeable into Class A shares of MGP on a one-to-one basis, or cash at the fair value of a Class A share. The determination of settlement method is at the option of MGP’s independent conflicts committee. As of September 30, 2018, the Company owned 73.3% of the Operating Partnership units and MGP held the remaining 26.7% of the Operating Partnership units.

Pursuant to a master lease agreement between a subsidiary of the Company (the “tenant”) and a subsidiary of the Operating Partnership (the “landlord”), the tenant leases the real estate assets of The Mirage, Mandalay Bay, Luxor, New York-New York, Park MGM, Excalibur, The Park, Gold Strike Tunica, MGM Grand Detroit, Beau Rivage, Borgata, and MGM National Harbor from the landlord.

On July 6, 2018, MGP completed its previously announced acquisition of the membership interests of Northfield Park Associates, LLC (“Northfield”), an Ohio limited liability company that owns the real estate assets and operations of the Hard Rock Rocksino Northfield Park from Milstein Entertainment LLC. Simultaneously with the close of the transaction, MGP entered into a new agreement with an affiliate of Hard Rock Café International (STP), Inc. to continue to serve as the manager of the property. Refer to Note 3 for additional information.

On September 18, 2018, the Company entered into an agreement with MGP to acquire all of the operating assets of Northfield from MGP. Northfield will be added to the existing master lease between the Company and MGP. The transaction is expected to close in the first half of 2019, subject to customary closing conditions and regulatory approvals. Refer to Note 3 for additional information.

On May 28, 2018, the Company entered into an agreement to acquire the real property and operations associated with the Empire City Casino's race track and casino (“Empire City”). The Company also entered into a definitive agreement with MGP whereby MGP will acquire the developed real property associated with Empire City from the Company. The transactions are expected to close in the first quarter of 2019, subject to regulatory approvals and other customary closing conditions. Refer to Note 3 for additional information.

The Company has an approximate 56% controlling interest in MGM China, which owns MGM Grand Paradise, S.A. (“MGM Grand Paradise”). MGM Grand Paradise owns and operates the MGM Macau resort and casino and the related gaming subconcession and land concessions as well as MGM Cotai, an integrated casino, hotel and entertainment resort located on the Cotai Strip in Macau that opened on February 13, 2018.

The Company owns 50% of and manages CityCenter Holdings, LLC (“CityCenter”), located between Bellagio and Park MGM. The other 50% of CityCenter is owned by Infinity World Development Corp, a wholly owned subsidiary of Dubai World, a Dubai, United Arab Emirates government decree entity. CityCenter consists of Aria, an integrated casino, hotel and entertainment resort; and Vdara, a luxury condominium-hotel. On August 30, 2018, a subsidiary of CityCenter completed the previously announced sale of the Mandarin Oriental Las Vegas and adjacent retail parcels. See Note 4 for additional information related to CityCenter.

The Company and a subsidiary of Anschutz Entertainment Group, Inc. (“AEG”) each own 42.5% of the Las Vegas Arena Company, LLC (“Las Vegas Arena Company”), the entity which owns the T-Mobile Arena, and Athena Arena, LLC owns the remaining 15%. The Company manages the T-Mobile Arena, which is located on a parcel of the Company’s land between Frank Sinatra Drive and New York-New York, adjacent to the Las Vegas Strip. The T-Mobile Arena is a 20,000 seat venue designed to host world-class events – from mixed martial arts, boxing, basketball and bull riding, to high profile awards shows and top-name concerts, and is the home of the Vegas Golden Knights of the National Hockey League. Additionally, the Company leases the MGM Grand Garden Arena, located adjacent to the MGM Grand Las Vegas, to the Las Vegas Arena Company. See Note 4 for additional information regarding the Company’s investment in the Las Vegas Arena Company.

On August 7, 2018, the Company, along with its joint venture partner, completed the previously announced sale of its 50% interest in Grand Victoria, a riverboat casino in Elgin, Illinois. See Note 4 for additional information regarding the Company’s investment in Grand Victoria.

The Company has two reportable segments: domestic resorts and MGM China. See Note 10 for additional information about the Company’s segments.

## NOTE 2 — BASIS OF PRESENTATION AND SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation. As permitted by the rules and regulations of the Securities and Exchange Commission (“SEC”), certain information and footnote disclosures normally included in financial statements prepared in accordance with U.S. generally accepted accounting principles (“U.S. GAAP”) have been condensed or omitted. These consolidated financial statements should be read in conjunction with the Company’s 2017 annual consolidated financial statements and notes thereto included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2017.

In the opinion of management, the accompanying unaudited consolidated financial statements contain all adjustments, which include only normal recurring adjustments, necessary to present fairly the Company's interim financial statements. The results for such periods are not necessarily indicative of the results to be expected for the full year.

**Principles of consolidation.** Management has determined that MGP is a variable interest entity ("VIE") because the Class A equity investors as a group lack the power through voting or similar rights to direct the activities of such entity that most significantly impact such entity's economic performance. The Company has determined that it is the primary beneficiary of MGP and consolidates MGP because (i) its ownership of MGP's single Class B share entitles it to a majority of the total voting power of MGP's shares, and (ii) the exchangeable nature of the Operating Partnership units owned provide the Company the right to receive benefits from MGP that could potentially be significant to MGP. The Company has recorded MGP's ownership interest in the Operating Partnership of 26.7% as of September 30, 2018 as noncontrolling interest in the Company's consolidated financial statements. As of September 30, 2018 and December 31, 2017, on a consolidated basis, MGP had total assets of \$11.0 billion and \$10.4 billion, respectively, primarily related to its real estate investments, and total liabilities of \$5.1 billion and \$4.3 billion, respectively, primarily related to its indebtedness.

**Property and equipment.** Property and equipment are stated at cost. A significant amount of the Company's property and equipment was acquired through business combinations and therefore recognized at fair value at the acquisition date. Gains and losses on dispositions of property and equipment are included in the determination of income or loss. Maintenance costs are expensed as incurred. As of September 30, 2018 and December 31, 2017, the Company had accrued \$35 million and \$28 million, respectively, for property and equipment within accounts payable, and \$2 million and \$34 million, respectively, related to construction retention within other long-term liabilities.

Revenue recognition. The Company's revenue contracts with customers consist of casino wager transactions, hotel room sales, food and beverage transactions, entertainment shows, and retail transactions.

The transaction price for a casino wager is the difference between gaming wins and losses ("net win"). In certain circumstances, the Company offers discounts on markers, which is estimated based upon historical business practice, and recorded as a reduction of casino revenue. Commissions rebated to gaming promoters and VIP players at MGM China are also recorded as a reduction of casino revenue. The Company accounts for casino revenue on a portfolio basis given the similar characteristics of wagers by recognizing net win per gaming day versus on an individual wager basis.

For casino wager transactions that include other goods and services provided by the Company to gaming patrons on a discretionary basis to incentivize gaming, the Company allocates revenue from the casino wager transaction to the good or service delivered based upon stand-alone selling price ("SSP"). Discretionary goods and services provided by the Company and supplied by third parties are recognized as an operating expense.

For casino wager transactions that include incentives earned by customers under the Company's loyalty programs, the Company allocates a portion of net win based upon the SSP of such incentive (less estimated breakage). This allocation is deferred and recognized as revenue when the customer redeems the incentive. When redeemed, revenue is recognized in the department that provides the goods or service. Redemption of loyalty incentives at third party outlets are deducted from the loyalty liability and amounts owed are paid to the third party, with any discount received recorded as other revenue. During the three and nine months ended September 30, 2018, commissions and incentives provided to gaming customers were \$594 million and \$1.7 billion, respectively. During the three and nine months ended September 30, 2017, commissions and incentives provided to gaming customers were \$535 million and \$1.5 billion, respectively. After allocating revenue to other goods and services provided as part of casino wager transactions, the Company records the residual amount to casino revenue.

The transaction price of rooms, food and beverage, and retail contracts is the net amount collected from the customer for such goods and services. The transaction price for such contracts is recorded as revenue when the good or service is transferred to the customer over their stay at the hotel or when the delivery is made for the food & beverage and retail & other contracts. Sales and usage-based taxes are excluded from revenues. For some arrangements, the Company acts as an agent in that it arranges for another party to transfer goods and services, which primarily include certain of the Company's entertainment shows as well as customer rooms arranged by online travel agents.

The Company also has other contracts that include multiple goods and services, such as packages that bundle food, beverage, or entertainment offerings with hotel stays and convention services. For such arrangements, the Company allocates revenue to each good or service based on its relative SSP. The Company primarily determines the SSP of rooms, food and beverage, entertainment, and retail goods and services based on the amount that the Company charges when sold separately in similar circumstances to similar customers.



Contract and Contract-Related Liabilities. There may be a difference between the timing of cash receipts from the customer and the recognition of revenue, resulting in a contract or contract-related liability. The Company generally has three types of liabilities related to contracts with customers: (1) outstanding chip liability, which represents the amounts owned in exchange for gaming chips held by a customer, (2) loyalty program obligations, which represents the deferred allocation of revenue relating to loyalty program incentives earned, as discussed above, and (3) customer advances and other, which is primarily funds deposited by customers before gaming play occurs (“casino front money”) and advance payments on goods and services yet to be provided such as advance ticket sales and deposits on rooms and convention space or for unpaid wagers. These liabilities are generally expected to be recognized as revenue within one year of being purchased, earned, or deposited and are recorded within “Other accrued liabilities” on the Company’s consolidated balance sheets.

The following table summarizes the activity related to contract and contract-related liabilities:

	Outstanding Chip Liability		Loyalty Program		Customer Advances and Other	
	2018	2017	2018	2017	2018	2017
	(in thousands)					
Balance at January 1	\$597,753	\$227,538	\$91,119	\$88,379	\$539,626	\$437,287
Balance at September 30	550,041	317,572	105,421	91,967	563,244	429,710
Increase / (decrease)	\$(47,712 )	\$90,034	\$14,302	\$3,588	\$23,618	\$(7,577 )

Reimbursed costs. Costs reimbursed pursuant to management services are recognized as revenue in the period it incurs the costs as this reflects when the Company performs its related performance obligation and is entitled to reimbursement. Reimbursed costs relate primarily to the Company’s management of CityCenter.

Revenue by source. The Company presents the revenue earned disaggregated by the type or nature of the good or service (casino, room, food and beverage, and entertainment, retail and other) and by relevant geographic region within Note 10. Lease revenues earned by the Company from third-parties are classified within the line item corresponding to the type or nature of the tenant's good or service. During the three and nine months ended September 30, 2018, lease revenues include \$14 million and \$39 million recorded within food and beverage revenue, respectively, and \$22 million and \$65 million recorded within entertainment, retail, and other revenue for the same such periods, respectively. During the three and nine months ended September 30, 2017, lease revenues include \$14 million and \$40 million recorded within food and beverage revenue, respectively, and \$20 million and \$59 million recorded within entertainment, retail, and other revenue for the same such periods, respectively.

Recently issued accounting standards. In May 2014, the Financial Accounting Standards Board ("FASB") issued the Accounting Standards Codification ("ASC") 606, "Revenue from Contracts with Customers (Topic 606)", ("ASC 606"), which outlines a new, single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most current revenue recognition guidance, including industry-specific guidance. Under the standard, revenue is recognized when a customer obtains control of promised goods or services in an amount that reflects the consideration the entity expects to receive in exchange for those goods and services.

The Company adopted ASC 606 on a full retrospective basis effective January 1, 2018. The most significant impacts of adoption of the new accounting pronouncement were as follows:

- **Promotional Allowances:** The Company no longer recognizes revenues for goods and services provided to customers for free as an inducement to gamble as gross revenue with a corresponding offset to promotional allowances to arrive at net revenues, and accordingly the promotional allowances line item has been removed. The majority of such amounts previously included in promotional allowances now offset casino revenues based on an allocation of revenues to performance obligations using stand-alone selling price. This change resulted in a reclassification of revenue between revenue line items;

• **Loyalty Accounting:** As discussed within Revenue Recognition above, the outstanding performance obligations of the loyalty program liability are now recognized at retail value of such benefits owed to the customer (less estimated breakage). This change resulted in a decrease to retained earnings as of January 1, 2015 of \$29 million, net of tax of \$15 million, with a corresponding increase primarily to other accrued liabilities, as a result of the initial application of the standard and did not have a significant impact to other balance sheet accounts or earnings;

• **Gaming Promoter Commission:** Commissions paid to gaming promoters under MGM China's incentive program are now fully reflected as a reduction in casino revenue. This change resulted in a decrease in casino expense and a corresponding decrease in casino revenue;

• **Gross versus Net Presentation:** Mandatory service charges on food and beverage and wide area progressive operator fees are recorded gross, that is, the amount received from the customer has been recorded as revenue with the corresponding amount paid as an expense. These changes resulted in an increase in revenue with a corresponding

increase in expense; and

• **Estimated Cost of Promotional Allowances:** The Company no longer reclassifies the estimated cost of complimentary provided to the gaming patron from other expense line items to the casino expense line item. This change resulted in a reclassification between expense line items.

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These changes, and other less significant adjustments that were required upon adoption, did not have an aggregate material impact on operating income, net income, or cash flows. The following tables show the increase/(decrease) to our 2017 quarters and full-year 2017, 2016, and 2015 income statement line items as follows:

	Three Months Ended				Twelve Months Ended		
	Dec 31, 2017	Sep 30, 2017	June 30, 2017	Mar 31, 2017	Dec 31, 2017	Dec 31, 2016	Dec 31, 2015
	Increase/(decrease)						
	(in thousands)						
<b>Revenues</b>							
Casino	\$ (241,045)	\$ (260,644)	\$ (232,305)	\$ (233,915)	\$ (967,909)	\$ (828,364)	\$ (782,222)
Rooms	(2,987 )	8,518	(715 )	(3,455 )	1,361	(20,814 )	(42,152 )
Food and beverage	16,296	21,967	18,552	24,867	81,682	87,895	72,990
Entertainment, retail, and other	(1,204 )	(2,867 )	(3,328 )	(1,169 )	(8,568 )	(9,142 )	(10,867 )
	(228,940)	(233,026)	(217,796)	(213,672)	(893,434)	(770,425)	(762,251)
Promotional allowances	229,297	236,460	228,193	223,059	917,009	793,571	751,773
	357	3,434	10,397	9,387	23,575	23,146	(10,478 )
<b>Expenses</b>							
Casino	(147,081)	(147,144)	(135,898)	(137,660)	(567,783)	(504,561)	(519,569)
Rooms	37,260	35,370	34,381	33,833	140,844	121,551	113,560
Food and beverage	100,043	104,786	101,516	103,317	409,662	367,166	353,364
Entertainment, retail, and other	10,220	11,779	11,676	10,718	44,393	41,401	39,306
General and administrative	(68 )	(111 )	(114 )	(47 )	(340 )	(83 )	9
Corporate expense	(2 )	—	40	(41 )	(3 )	(69 )	(71 )
	372	4,680	11,601	10,120	26,773	25,405	(13,401 )
<b>Income from unconsolidated affiliates</b>							
	25	89	56	63	233	671	471
Operating income (loss)	10	(1,157 )	(1,148 )	(670 )	(2,965 )	(1,588 )	3,394
<b>Income (loss) before income taxes</b>							
	10	(1,157 )	(1,148 )	(670 )	(2,965 )	(1,588 )	3,394
<b>Benefit (provision) for income taxes</b>							
	(6,310 )	405	401	235	(5,269 )	556	(1,189 )
Net income (loss)	(6,300 )	(752 )	(747 )	(435 )	(8,234 )	(1,032 )	2,205
<b>Net income (loss) attributable to MGM Resorts International</b>							
	\$ (6,300 )	\$ (752 )	\$ (747 )	\$ (435 )	\$ (8,234 )	\$ (1,032 )	\$ 2,205
<b>Net income (loss) per share of common stock attributable to MGM Resorts International</b>							
Basic	\$ (0.01 )	\$ —	\$ (0.01 )	\$ —	\$ (0.01 )	\$ —	\$ —
Diluted	\$ (0.01 )	\$ —	\$ —	\$ —	\$ (0.01 )	\$ —	\$ —

In February 2016, the FASB issued ASC 842 “Leases (Topic 842)”, which replaces the existing guidance in Topic 840, “Leases”, (“ASC 842”). ASC 842 is effective for fiscal years, and interim periods within those years, beginning after December 15, 2018. ASC 842 requires a dual approach for lessee accounting under which a lessee would classify and account for its lease agreements as either finance or operating. Both finance and operating leases will result in the lessee recognizing a right-of-use (“ROU”) asset and a corresponding lease liability. For finance leases, the lessee will

recognize interest expense associated with the lease liability and depreciation expense associated with the ROU asset; and for operating leases, the lessee will recognize straight-line rent expense. The Company will adopt ASC 842 on January 1, 2019 utilizing the simplified transition method. The Company has established a global cross-functional implementation team to evaluate the impact of the new standard and is in the process of executing the implementation plan, which includes performing an assessment of its existing leasing arrangements. The Company currently expects that the most significant impact will be the recognition of ROU assets and lease liabilities for operating leases that exist at the Company on the date of adoption. The Company further expects the accounting for lease agreements where the Company is a lessor to be accounted for in the same manner as those agreements are accounted for under ASC 840.

In January 2018, the Company adopted ASU No. 2016-15, “Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments (a consensus of the Emerging Issues Task Force),” (“ASU 2016-15”). ASU 2016-15 amends the guidance of ASC 230 on the classification of certain cash receipts and payments in the statement of cash flows. The primary purpose of ASU 2016-15 is to reduce the diversity in practice that has resulted from the lack of consistent principles, specifically clarifying the guidance on eight cash flow issues. The adoption of ASU 2016-15 did not have a material effect on the Company’s consolidated financial statements.

In March 2018, the FASB issued ASU No. 2018-05, “Income Taxes (Topic 740): Amendments to SEC Paragraphs Pursuant to SEC Staff Accounting Bulletin No. 118,” (“ASU 2018-05”). ASU 2018-05 provides guidance on accounting for the tax effects of the U.S. Tax Cuts and Jobs Act (the “Tax Act”) pursuant to the Staff Accounting Bulletin No. 118, which allows companies to complete

the accounting under Topic 740 within a one-year measurement period from the Tax Act enactment date, which occurred in the financial statements for the year ended December 31, 2017. The Company continues to evaluate the tax effects of the Tax Act (see Note 6) and expects to finalize its provisional amounts in the fourth quarter of 2018.

### NOTE 3 — ACQUISITIONS

Northfield Acquisition. As discussed in Note 1, on July 6, 2018, MGP completed its acquisition of 100% of the membership interests of Northfield for a purchase price of approximately \$1.1 billion (“Northfield Acquisition”). MGP funded the acquisition through a \$200 million draw on the Operating Partnership’s term loan A and a \$655 million draw under the Operating Partnership’s revolving credit facility, with the remainder of the purchase price paid with cash on hand. The acquisition will expand MGP’s real estate assets and diversify MGP’s geographic reach.

MGP recognized 100% of the assets and liabilities of Northfield at fair value at the date of the acquisition. Under the acquisition method, the fair value was allocated to the assets acquired and liabilities assumed in the transaction. The Company estimated fair value using both level 2 inputs, which are observable inputs for similar assets, and level 3 inputs, which are unobservable inputs. The allocation of fair value for substantially all of the assets and liabilities is preliminary and may be adjusted up to one year after the acquisition.

The following table sets forth the preliminary purchase price allocation (in thousands):

Fair value of assets acquired and liabilities assumed:	
Property and equipment used in operations	\$792,807
Cash and cash equivalents	35,831
Gaming license	228,000
Customer list	25,000
Goodwill	17,915
Other assets	9,598
Other liabilities	(38,786 )
	\$1,070,365

As discussed above, MGP recognized the identifiable intangible assets at fair value. The estimated fair values of the intangible assets were preliminarily determined using methodologies under the income approach based on significant inputs that were not observable. The goodwill is primarily attributable to the synergies expected to arise after the acquisition.

MGP recognized an indefinite-lived intangible asset for the gaming license acquired in the Northfield Acquisition and recognized an intangible asset related to Northfield's customer list, which is amortized on a straight-line basis over its estimated useful life of seven years.

Consolidated results. For the period from July 6, 2018 through September 30, 2018, Northfield's net revenue was \$66 million, operating income was \$17 million and net income was \$15 million.

Pro forma results of operations for the acquisition have not been presented because it is not material to the consolidated results of operations.

Purchase of Northfield operations from MGP. On September 18, 2018, the Company entered into an agreement with MGP to acquire all of the operating assets of Northfield ("Northfield OpCo") from MGP for approximately \$275 million, subject to customary purchase price adjustments. The real estate assets of Northfield will be leased to the Company pursuant to an amendment to the existing master lease between the tenant and the landlord, increasing the annual rent payment to MGP by \$60 million, prorated for the remainder of the lease year. Consistent with the master lease terms, 90 percent of this rent will be fixed and contractually grow at 2 percent per year until 2022. The transaction is expected to close in the first half of 2019, subject to regulatory approvals and other customary closing conditions. The transaction will be an intercompany transaction and, accordingly, the effect will be eliminated in the Company's consolidated financial statements.

Empire City Acquisition. On May 28, 2018, the Company entered into an agreement to acquire the real property and operations associated with the Empire City Casino's race track and casino ("Empire City") for total consideration of \$850 million, subject to customary working capital and other adjustments, including the assumption of debt, the issuance of approximately \$260 million of the Company's common stock, and the remaining balance in cash ("Empire City Acquisition"). If Empire City is awarded a license for live table games on or prior to December 31, 2022 and the Company accepts such license by December 31, 2024, the Company will pay additional consideration of \$50 million.

The Company and MGP have also entered into a definitive agreement whereby MGP will acquire the developed real property associated with Empire City from the Company for total consideration of approximately \$625 million, which will include the assumption of debt by MGP, with the balance through the issuance of operating partnership units to the Company. The real estate assets of Empire City will be leased to the Company pursuant to an amendment to the existing master lease between the Company and MGP, increasing the annual rent payment to MGP by \$50 million, prorated for the remainder of the lease year. Consistent with the master lease terms, 90 percent of this rent will be fixed and contractually grow at 2 percent per year until 2022. In addition, pursuant to the master lease, the Company will provide MGP a right of first offer with respect to certain undeveloped land adjacent to the property to the extent that the Company develops additional gaming facilities and chooses to sell or transfer the property in the future. The transactions are expected to close in the first quarter of 2019, subject to regulatory approvals and other customary closing conditions.

NOTE 4 — INVESTMENTS IN AND ADVANCES TO UNCONSOLIDATED AFFILIATES

Investments in and advances to unconsolidated affiliates consisted of the following:

	September 30, 2018	December 31, 2017
	(In thousands)	
CityCenter Holdings, LLC – CityCenter (50%)	\$573,885	\$ 808,220
Elgin Riverboat Resort–Riverboat Casino – Grand Victoria (50% at December 31, 2017)	—	124,342
Las Vegas Arena Company, LLC (42.5%)	72,450	76,619
Other	19,875	24,116
	\$666,210	\$ 1,033,297

The Company recorded its share of net income from unconsolidated affiliates, including adjustments for basis differences, as follows:

	Three Months Ended		Nine Months Ended	
	September 30, 2018	2017	September 30, 2018	2017
	(In thousands)			
Income from unconsolidated affiliates	\$35,495	\$37,790	\$115,201	\$118,195
Preopening and start-up expenses	—	—	(3,321 )	—
Non-operating items from unconsolidated affiliates	(11,583)	(8,825 )	(31,661 )	(26,302 )
	\$23,912	\$28,965	\$80,219	\$91,893



Mandarin Oriental. On August 30, 2018, CityCenter closed the sale of the Mandarin Oriental Las Vegas (“Mandarin Oriental”) and adjacent retail parcels for approximately \$214 million. During the three and nine months ended September 30, 2018, CityCenter recognized a loss on sale of the Mandarin Oriental of \$6 million and \$133 million, respectively. During the three and nine months ended September 30, 2018, the Company recognized a \$12 million gain on sale related to the reversal of basis differences in excess of its share of the loss recorded by CityCenter, which is recorded within “Income from unconsolidated affiliates”.

CityCenter distributions. In September 2018, CityCenter paid a \$225 million dividend, of which the Company received its 50% share, or approximately \$113 million and in May 2018, CityCenter paid a \$400 million dividend, of which the Company received its 50% share, or \$200 million. In April 2017, CityCenter paid a \$600 million dividend, of which the Company received its 50% share, or \$300 million.

CityCenter credit facility. In May 2018, CityCenter repriced its term loan B facility to LIBOR plus 2.25% representing a 25 basis point decrease from the prior rate. All other material provisions of the existing credit facility remain unchanged. Concurrently, CityCenter completed the execution of a \$200 million incremental term loan which has the same terms as its existing term loan B facility.

Grand Victoria sale. On August 7, 2018, the Company, along with its joint venture partner, completed the sale of Grand Victoria, of which a subsidiary of the Company owned a 50% interest for \$328 million in cash. The Company recorded a gain of \$45 million related to the sale, which is recorded within “Property transactions, net”.

## NOTE 5 — LONG-TERM DEBT

Long-term debt consisted of the following:

	September 30, 2018	December 31, 2017
	(In thousands)	
Senior credit facility	\$ 228,125	\$ 372,500
Operating Partnership senior credit facility	2,838,750	2,091,375
MGM China credit facility	2,472,999	2,301,584
\$850 million 8.625% senior notes, due 2019	850,000	850,000
\$500 million 5.25% senior notes, due 2020	500,000	500,000
\$1,000 million 6.75% senior notes, due 2020	1,000,000	1,000,000
\$1,250 million 6.625% senior notes, due 2021	1,250,000	1,250,000
\$1,000 million 7.75% senior notes, due 2022	1,000,000	1,000,000
\$1,250 million 6% senior notes, due 2023	1,250,000	1,250,000
\$1,050 million 5.625% Operating Partnership senior notes, due 2024	1,050,000	1,050,000
\$1,000 million 5.75% senior notes, due 2025	1,000,000	—
\$500 million 4.50% Operating Partnership senior notes, due 2026	500,000	500,000
\$500 million 4.625% senior notes, due 2026	500,000	500,000
\$350 million 4.50% Operating Partnership senior notes, due 2028	350,000	350,000
\$0.6 million 7% debentures, due 2036	552	552
\$2.3 million 6.7% debentures, due 2096	—	2,265
	14,790,426	13,018,276
Less: Premiums, discounts, and unamortized debt issuance costs, net	(126,454 )	(109,182 )
	14,663,972	12,909,094
Less: Current portion of long-term debt, net	—	(158,042 )
	\$ 14,663,972	\$ 12,751,052

Debt due within one year of the September 30, 2018 and December 31, 2017 balance sheets was classified as long-term as the Company had both the intent and ability to refinance current maturities on a long-term basis under its revolving senior credit facilities, with the exception that \$158 million related to MGM China's term loan amortization payments in excess of available borrowings under the MGM China revolving credit facility were classified as current at December 31, 2017.

Senior credit facility. At September 30, 2018, the Company's senior credit facility consisted of a \$228 million term loan A facility and a \$1.25 billion revolving facility. The Company permanently repaid \$3 million and \$9 million of the term loan A facility in the three and nine months ended September 30, 2018, respectively, in accordance with the scheduled amortization. At September 30, 2018, the interest rate on the term loan A was 4.74%. At September 30, 2018, no amounts were drawn on the revolving credit facility. The Company was in compliance with its credit facility covenants at September 30, 2018.

Operating Partnership senior credit facility. At September 30, 2018, the Operating Partnership senior credit facility consisted of a \$470 million term loan A facility, a \$1.80 billion term loan B facility, and a \$1.35 billion revolving credit facility. In March 2018, the Operating Partnership repriced its term loan B interest rate to LIBOR plus 2.00% and extended the maturity of the term loan B facility to March 2025, effective in August 2018. In June 2018, the Operating Partnership amended its credit agreement to provide for a \$750 million increase of the revolving facility to \$1.35 billion, provide for a \$200 million increase on the term loan A facility, and extend the maturity of the revolving facility and the term loan A facility to June 2023. Additionally, the revolving and term loan A facilities were repriced to LIBOR plus 1.75% to 2.25% determined by reference to a total net leverage ratio pricing grid. In addition, the term loan A facility's repayment will start on the last business day of each calendar quarter beginning September 30, 2019, for an amount equal to 0.625% of the aggregate principal amount of the term loan A outstanding as of the amendment effective date. The Operating Partnership permanently repaid \$0 and \$4 million of the term loan A facility in the three and nine months ended September 30, 2018, respectively, in accordance with the scheduled amortization, and the Operating Partnership permanently repaid \$5 million and \$14 million of the term loan B facility in the three and nine months ended September 30, 2018, respectively, in accordance with the scheduled amortization. At September 30, 2018, \$565 million was drawn on the revolving credit facility. At September 30, 2018, the interest rate on the term loan A facility was 4.49%, the interest rate on the term loan B facility was 4.24%, and the interest rate on the revolving credit facility was 4.37%. The Operating Partnership was in compliance with its credit facility covenants at September 30, 2018.

The Operating Partnership is party to interest rate swaps to mitigate the interest rate risk inherent in its senior secured term loan B facility. As of September 30, 2018, the Operating Partnership pays a weighted average fixed rate of 1.844% on total notional amount of \$1.2 billion and the variable rate received resets monthly to the one-month LIBOR with no minimum floor. The fair values of the interest rate swaps were \$38 million and \$11 million as of September 30, 2018 and December 31, 2017, respectively. The interest rate swaps were valued in a net unrealized gain position and were recorded in "Other long-term assets, net" in the accompanying consolidated balance sheets.

MGM China credit facility. At September 30, 2018, the MGM China credit facility consisted of \$1.9 billion of term loans and a \$1.0 billion revolving credit facility, which bear interest at a fluctuating rate per annum based on HIBOR plus 1.375% to 2.50%, as determined by MGM China's leverage ratio. On June 15, 2018, MGM China amended and restated its credit facility for a reduction in the total revolving credit commitments of \$450 million to \$1.0 billion and an increase in the total term loan commitments of \$450 million to \$2.0 billion (the aggregate amount of commitments remains unchanged). The final maturity date was also extended to June 2022, but no revolving credit loans or term loans shall remain outstanding after, and no revolving credit or term loan commitments shall be available after, March 31, 2022. Quarterly principal amortization payments of the term loan facilities were amended to be 5% of the original principal amount beginning in September 2018 through December 2021, with the remaining balance due in March 2022. The maximum total leverage ratio was amended to 5.50 to 1.00 at September 30, 2018, declining to 5.00 to 1.00 at December 31, 2018, and 4.50 to 1.00 at March 31, 2019 and thereafter. MGM China permanently repaid \$100 million and \$408 million of the term loan facilities in the three and nine months ended September 30, 2018, respectively, in accordance with the scheduled amortization. At September 30, 2018, \$580 million was drawn on the revolving credit facility. At September 30, 2018, the interest rates on the term loans was 4.48% and the revolving credit facility were 4.29%. MGM China was in compliance with its credit facility covenants at September 30, 2018.

Senior Notes. In June 2018, the Company issued \$1.0 billion in aggregate principal amount of 5.750% senior notes due 2025 for net proceeds of \$986 million.

Fair value of long-term debt. The estimated fair value of the Company's long-term debt was \$15.0 billion and \$13.6 billion at September 30, 2018 and December 31, 2017, respectively. Fair value was estimated using quoted market prices for the Company's senior notes and senior credit facilities.

#### NOTE 6 — INCOME TAXES

For interim income tax reporting the Company estimates its annual effective tax rate and applies it to its year-to-date ordinary income. The tax effects of unusual or infrequently occurring items, including changes in judgment about valuation allowances and effects of changes in tax laws or rates, are reported in the interim period in which they occur. The Company's effective income tax rate was a provision of 10.0% and a benefit of 8.0% for the three and nine months ended September 30, 2018, respectively.

The Company recognizes deferred income tax assets, net of applicable reserves, related to net operating losses, tax credit carryforwards and certain temporary differences. The Company recognizes future tax benefits to the extent that realization of such benefit is more likely than not. Otherwise, a valuation allowance is applied.

The nine months ended September 30, 2018 included a \$72 million non-cash income tax benefit measurement period adjustment under SAB118 that was recorded during the first quarter for the tax effect of the Tax Act based upon additional information gathered and evaluated during the period. The adjustment primarily resulted from global intangible low-taxed income (“GILTI”) foreign tax credits (“FTCs”) treated as general basket income rather than GILTI basket income. Unless the Tax Act is amended or regulatory guidance is issued treating this income as GILTI basket income, the Company believes that it will utilize a greater amount of its existing FTCs during their 10-year carryforward period and has provided additional tax benefit accordingly. This additional tax benefit could be reversed in a future period should such guidance be issued, resulting in an increase in provision for income taxes in such period.

While no measurement period adjustments were recorded during the three months ended September 30, 2018, the Company continues to evaluate the impact of the Tax Act and may adjust provisional amounts in future periods as it gathers additional information and evaluates any future regulatory or other guidance on items that may impact the FTC benefit, including, but not limited to, the treatment of income resulting from GILTI FTCs described above and allocations of interest and other expenses among active, exempt and GILTI foreign source income.

MGM Grand Paradise has had an agreement with the Macau government to settle the 12% complementary tax that would otherwise be due by its shareholder, MGM China, on distributions of its gaming profits by paying a flat annual payment (“annual fee arrangement”) regardless of the amount of distributable dividends. Such annual fee arrangement was effective for distributions of profits earned through December 31, 2016. On March 15, 2018, MGM Grand Paradise executed an extension of the annual fee arrangement, which covers the distributions of gaming profits earned for the period of January 1, 2017 through March 31, 2020. It requires annual payments of approximately \$1 million for 2017 through 2019 and a payment of approximately \$300,000 for the first quarter 2020. The Company reversed the \$41 million of deferred taxes previously recorded on 2017 earnings, resulting in a reduction in provision for income taxes during the nine months ended September 30, 2018, partially offset by the 2017 annual payment amount.

NOTE 7 — COMMITMENTS AND CONTINGENCIES

October 1 litigation. The Company and/or certain of its subsidiaries have been named as defendants in a number of lawsuits related to the October 1, 2017 shooting in Las Vegas. The matters involve in large degree the same legal and factual issues, in each case being filed on behalf of individuals who are seeking damages for emotional distress, physical injury, medical expenses, economic damages and/or wrongful death based on assertions that the Company and/or certain of its subsidiaries were negligent. The Company has also received letters from attorneys purporting to represent persons with claims related to the October 1, 2017 shooting. Lawsuits were first filed in October 2017 and include actions filed by multiple individuals in the District Court of Clark County, Nevada and in the Superior Court of Los Angeles County, California. Some of the original actions have been voluntarily dismissed, and plaintiffs' counsel indicate they anticipate re-filing the lawsuits in similar form. In June 2018, the Company has removed to federal court all actions that remained pending in California and Nevada state courts following the voluntary dismissals. Motions to remand have been filed in several cases, and the Company anticipates that there may be additional motions to remand filed in the future. The Company has also initiated declaratory relief actions in federal courts in various districts against individuals who had sued or stated an intent to sue. Additional lawsuits related to this incident may be filed in the future. The Company is meeting and conferring with lead plaintiffs' counsel concerning possible mediation and resolution of these matters, and while those discussions are occurring, the parties have filed stipulations asking the courts to stay the litigation.

The Company is currently unable to reliably predict the developments in, outcome of, and economic costs and other consequences of pending or future litigation related to this matter. The Company will continue to investigate the factual and legal defenses, and evaluate these matters based on subsequent events, new information and future circumstances. The Company intends to defend against these lawsuits and ultimately believes it should prevail, but litigation of this type is inherently unpredictable. Although there are significant procedural, factual and legal issues to be resolved that could significantly affect the Company's belief as to the possibility of liability, the Company currently believes that it is reasonably possible that it could incur liability in connection with certain of these lawsuits. The foregoing determination was made in accordance with generally accepted accounting principles, as codified in ASC 450-20, and is not an admission of any liability on the part of the Company or any of its affiliates. Given that these cases are in the early stages and in light of the uncertainties surrounding them, the Company does not currently possess sufficient information to determine a range of reasonably possible liability. In the event the Company incurs any liability, the Company believes it is unlikely it would incur losses in connection with these claims in excess of its insurance coverage. The insurance carriers have not expressed a reservation of rights or coverage defense that affects the Company's evaluation of potential losses in connection with these claims. In addition, the Company's general liability insurance coverage provides, as part of the contractual "duty to defend", payment of legal fees and associated costs incurred to defend covered lawsuits that are filed arising from the October 1, 2017 shooting in Las Vegas. Payment of such fees and costs is in addition to (and not limited by) the limits of the insurance policies and does not erode the total liability coverage available.

Other litigation. The Company is a party to various legal proceedings, most of which relate to routine matters incidental to its business. Management does not believe that the outcome of such proceedings will have a material adverse effect on the Company's financial position, results of operations or cash flows.

T-Mobile Arena senior credit facility. The Company is party to a repayment guarantee for the term loan B facility under the Las Vegas Arena Company's senior credit facility. As of September 30, 2018, the term loan B was \$50 million. As of September 30, 2018, the Company does not believe it is probable that it will need to perform on the guarantee.

Other guarantees. The Company and its subsidiaries are party to various guarantee contracts in the normal course of business, which are generally supported by letters of credit issued by financial institutions. The Company's senior credit facility limits the amount of letters of credit that can be issued to \$250 million, the Operating Partnership's senior credit facility limits the amount to \$75 million, and MGM China's credit facility limits the amount to \$100 million. At September 30, 2018, \$13 million in letters of credit were outstanding under the Company's senior credit facility. No amounts were outstanding under the Operating Partnership's senior credit facility or MGM China's credit facility at September 30, 2018. The amount of available borrowings under each of the credit facilities are reduced by any outstanding letters of credit.

## NOTE 8 — INCOME PER SHARE OF COMMON STOCK

The table below reconciles basic and diluted income per share of common stock. Diluted net income attributable to common stockholders includes adjustments for redeemable noncontrolling interests and the potentially dilutive effect on the Company's equity interests in MGP and MGM China due to shares outstanding under their respective stock compensation plans. Diluted weighted-average common and common equivalent shares include adjustments for potential dilution of share-based awards outstanding under the Company's stock compensation plan.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
	(In thousands)			
<b>Numerator:</b>				
Net income attributable to MGM Resorts International	\$142,878	\$148,363	\$490,099	\$564,639
Adjustment related to redeemable noncontrolling interests	(4,155 )	(28 )	(14,739 )	(83 )
Net income available to common stockholders - basic	138,723	148,335	475,360	564,556
Potentially dilutive effect due to MGP and MGM China stock compensation plans	(43 )	(42 )	(179 )	(175 )
Net income attributable to common stockholders - diluted	\$138,680	\$148,293	\$475,181	\$564,381
<b>Denominator:</b>				
Weighted-average common shares outstanding - basic	535,130	573,527	549,418	574,262
Potential dilution from share-based awards	5,266	7,149	6,103	6,679
Weighted-average common and common equivalent shares - diluted	540,396	580,676	555,521	580,941
Antidilutive share-based awards excluded from the calculation of diluted earnings per share	2,432	1,989	1,681	2,424

## NOTE 9 — STOCKHOLDERS' EQUITY

MGM Resorts International dividends. The Company paid the following dividends during the nine months ended September 30, 2018 and 2017:

\$64 million quarterly dividend in September 2018, or \$0.12 per share;

\$65 million quarterly dividend in June 2018, or \$0.12 per share;

\$68 million quarterly dividend in March 2018, or \$0.12 per share; and



\$63 million quarterly dividend in each of March, June and September 2017, or \$0.11 per share.

Additionally, on October 30, 2018 the Company's Board of Directors approved a quarterly dividend of \$0.12 per share that will be payable on December 14, 2018 to holders of record on December 10, 2018.

MGM Resorts International stock repurchase program. In May 2018, the Company's Board of Directors authorized a \$2.0 billion stock repurchase program and completed the previously announced \$1.0 billion stock repurchase program. Under each stock repurchase program, the Company may repurchase shares from time to time in the open market or in privately negotiated agreements. Repurchases of common stock may also be made under a Rule 10b5-1 plan, which would permit common stock to be repurchased when the Company might otherwise be precluded from doing so under insider trading laws. The timing, volume and nature of stock repurchases will be at the sole discretion of management, dependent on market conditions, applicable securities laws, and other factors, and may be suspended or discontinued at any time.

During the three months ended September 30, 2018, the Company repurchased approximately 6 million shares at an average price of \$28.87 per share for an aggregate amount of \$176 million. During the nine months ended September 30, 2018, the Company repurchased approximately 35 million shares at an average price of \$32.29 for an aggregate amount of \$1.1 billion. Repurchased shares were retired. The remaining availability under the \$2.0 billion stock repurchase program was approximately \$1.5 billion as of September 30, 2018.

Subsequent to the quarter ended September 30, 2018, the Company repurchased approximately 6 million shares of its common stock at an average price of \$25.13 per share for an aggregate amount of \$150 million. Repurchased shares will be retired.

During the three and nine months ended September 30, 2017, the Company repurchased 10 million at \$32.75 per share for an aggregate amount of \$328 million. Repurchased shares were retired.

Accumulated other comprehensive income. Changes in accumulated other comprehensive income attributable to MGM Resorts International are as follows:

	Currency			
	Cash			
	Translation	Flow	Other	Total
	Adjustments	Hedges		
	(In thousands)			
Balance, January 1, 2018	\$(11,450)	\$6,668	\$1,172	\$(3,610)
Other comprehensive income (loss) before reclassifications	(10,542)	23,088	—	12,546
Amounts reclassified from accumulated other comprehensive income to interest expense	—	131	—	131
Other comprehensive income (loss), net of tax	(10,542)	23,219	—	12,677
Less: Other comprehensive (income) loss attributable to noncontrolling interest	4,463	(7,296)	—	(2,833)
Balance, September 30, 2018	\$(17,529)	\$22,591	\$1,172	\$6,234

#### NOTE 10 — SEGMENT INFORMATION

The Company's management views each of its casino resorts as an operating segment. Operating segments are aggregated based on their similar economic characteristics, types of customers, types of services and products provided, the regulatory environments in which they operate and their management and reporting structure. The Company's principal operating activities occur in two geographic regions: the United States and Macau S.A.R. The Company has aggregated its operations into two reportable segments based on the similar characteristics of the operating segments: domestic resorts and MGM China. The Company's operations related to investments in unconsolidated affiliates, MGP's Northfield casino, and certain other corporate operations and management services have not been identified as separate reportable segments; therefore, these operations are included in "Corporate and other" in the following segment disclosures to reconcile to consolidated results.

The Company's management utilizes Adjusted Property EBITDA as the primary profit measure for its reportable segments. Adjusted Property EBITDA is a measure defined as Adjusted EBITDA before corporate expense and stock compensation expense, which are not allocated to each property. Adjusted EBITDA is a measure defined as earnings before interest and other non-operating income (expense), taxes, depreciation and amortization, preopening and start-up expenses, NV Energy exit expense and property transactions, net.



The following tables present the Company's segment information:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
	(In thousands)			
<b>Net revenue</b>				
<b>Domestic resorts</b>				
Casino	\$871,974	\$867,526	\$2,546,069	\$2,463,904
Rooms	533,629	559,509	1,586,144	1,633,481
Food and beverage	482,776	491,627	1,384,113	1,423,206
Entertainment, retail and other	343,088	348,319	976,816	973,743
	2,231,467	2,266,981	6,493,142	6,494,334
<b>MGM China</b>				
Casino	536,650	414,235	1,584,140	1,260,382
Rooms	32,690	13,484	83,526	40,080
Food and beverage	31,606	11,997	80,447	34,851
Entertainment, retail and other	5,068	2,349	15,112	6,079
	606,014	442,065	1,763,225	1,341,392
Reportable segment net revenues	2,837,481	2,709,046	8,256,367	7,835,726
Corporate and other	191,821	121,129	453,867	364,148
	\$3,029,302	\$2,830,175	\$8,710,234	\$8,199,874
<b>Adjusted Property EBITDA</b>				
Domestic resorts	\$626,948	\$712,375	\$1,869,035	\$2,016,471
MGM China	130,046	121,116	401,672	385,219
Reportable segment Adjusted Property EBITDA	756,994	833,491	2,270,707	2,401,690
<b>Other operating income (expense)</b>				
Corporate and other	(41,129 )	(54,127 )	(158,118 )	(120,925 )
NV Energy exit expense	—	—	—	40,629
Preopening and start-up expenses	(46,890 )	(29,349 )	(132,884 )	(65,508 )
Property transactions, net	42,400	(7,711 )	19,532	(22,650 )
Depreciation and amortization	(300,472 )	(249,600 )	(865,502 )	(744,123 )
Operating income	410,903	492,704	1,133,735	1,489,113
<b>Non-operating income (expense)</b>				
Interest expense, net of amounts capitalized	(205,573 )	(163,287 )	(554,975 )	(511,404 )
Non-operating items from unconsolidated affiliates	(11,583 )	(8,825 )	(31,661 )	(26,302 )
Other, net	(3,291 )	(30,138 )	(11,588 )	(31,706 )
	(220,447 )	(202,250 )	(598,224 )	(569,412 )
Income before income taxes	190,456	290,454	535,511	919,701
Benefit (provision) for income taxes	(19,046 )	(114,710 )	42,623	(250,510 )
Net income	171,410	175,744	578,134	669,191
Less: Net income attributable to noncontrolling interests	(28,532 )	(27,381 )	(88,035 )	(104,552 )
Net income attributable to MGM Resorts International	\$142,878	\$148,363	\$490,099	\$564,639

NOTE 11 — RELATED PARTY TRANSACTIONS

MGM China

Ms. Ho, Pansy Catilina Chiu King (“Ms. Ho”) is a member of the Board of Directors of, and holds a minority ownership interest in, MGM China. MGM Branding and Development Holdings, Ltd. (together with its subsidiary MGM Development Services, Ltd., “MGM Branding and Development”), an entity included in the Company’s consolidated financial statements in which Ms. Ho indirectly holds a noncontrolling interest, is party to a brand license agreement and a development services agreement with MGM China, for which the related amounts are eliminated in consolidation. Entities owned by Ms. Ho received distributions in connection with her ownership of a noncontrolling interest in MGM Branding and Development Holdings, Ltd. of \$4 million and \$17 million during the three and nine months ended September 30, 2018, respectively, and \$2 million and \$13 million during the three and nine months ended September 30, 2017, respectively.

MGP

As described in Note 1, pursuant to the master lease, the tenant leases the real estate assets of The Mirage, Mandalay Bay, Luxor, New York-New York, Park MGM, Excalibur, The Park, Gold Strike Tunica, MGM Grand Detroit, Beau Rivage, Borgata, and MGM National Harbor from the landlord. In connection with the commencement of the third lease year on April 1, 2018, annual rent payments under the master lease increased to \$770 million from \$757 million. The master lease contains customary events of default and financial covenants. The Company was in compliance with all applicable covenants as of September 30, 2018.

All intercompany transactions, including transactions under the master lease, have been eliminated in the Company's consolidation of MGP. The public ownership of MGP's Class A shares is recognized as non-controlling interests in the Company's consolidated financial statements.

NOTE 12 — CONDENSED CONSOLIDATING FINANCIAL INFORMATION

As of September 30, 2018, all of the Company's principal debt arrangements are guaranteed by each of its material domestic subsidiaries, other than MGP and the Operating Partnership, MGM Grand Detroit, MGM National Harbor, MGM Springfield, and each of their respective subsidiaries. The Company's international subsidiaries, including MGM China and its subsidiaries, are not guarantors of such indebtedness. Separate condensed financial statement information for the subsidiary guarantors and non-guarantors as of September 30, 2018 and December 31, 2017, and for the three and nine months ended September 30, 2018 and 2017 are presented below. Within the Condensed Consolidating Statements of Cash Flows, the Company has presented net changes in intercompany accounts as investing activities if the applicable entities have a net asset in intercompany accounts and as a financing activity if the applicable entities have a net intercompany liability balance.

Certain of the Company's subsidiaries collectively own Operating Partnership units and each subsidiary accounts for its respective investment under the equity method within the condensed consolidating financial information presented below. For these subsidiaries, such investment constitutes continuing involvement, and accordingly, the contribution and leaseback of the real estate assets do not qualify for sale-leaseback accounting. The real estate assets are reflected in the balance sheets of the applicable MGM subsidiaries. In addition, such subsidiaries recognized finance liabilities within "Other long-term obligations" related to rent payments due under the master lease and recognized the related interest expense component of such payments. These real estate assets are also reflected on the balance sheet of the MGP subsidiary that received such assets. The condensed consolidating financial information presented below therefore includes the accounting for such activity within the respective columns presented and in the elimination column.

## CONDENSED CONSOLIDATING BALANCE SHEET INFORMATION

At September 30, 2018						
	Parent	Guarantor Subsidiaries	Non-Guarantor Subsidiaries MGP	Other	Elimination	Consolidated
	(In thousands)					
Current assets	\$70,531	\$1,012,704	\$65,249	\$1,065,314	\$(5,774)	\$2,208,024
Property and equipment, net	—	13,518,819	10,592,450	6,436,901	(9,814,789)	20,733,381
Investments in subsidiaries	22,171,696	3,408,952	—	—	(25,580,648)	—
Investments in the MGP Operating Partnership	—	3,486,529	—	843,219	(4,329,748)	—
Investments in and advances to unconsolidated affiliates	—	636,544	—	4,666	25,000	666,210
Intercompany accounts	—	6,991,345	—	—	(6,991,345)	—
Other non-current assets	58,703	972,334	366,521	5,011,749	(43,407)	6,365,900
	\$22,300,930	\$30,027,227	\$11,024,220	\$13,361,849	\$(46,740,711)	\$29,973,515
Current liabilities	\$139,794	\$1,480,122	\$188,396	\$1,398,040	\$(228,762)	\$2,977,590
Intercompany accounts	6,833,245	—	402	157,698	(6,991,345)	—
Deferred income taxes, net	981,445	—	31,392	259,591	(31,392)	1,241,036
Long-term debt, net	7,532,769	570	4,684,717	2,445,916	—	14,663,972
Other long-term obligations	40,319	7,225,214	204,110	2,251,797	(9,470,041)	251,399
Total liabilities	15,527,572	8,705,906	5,109,017	6,513,042	(16,721,540)	19,133,997
Redeemable noncontrolling interests	—	—	—	93,339	—	93,339
MGM Resorts International stockholders' equity	6,773,358	21,321,321	4,330,767	4,367,083	(30,019,171)	6,773,358
Noncontrolling interests	—	—	1,584,436	2,388,385	—	3,972,821
Total stockholders' equity	6,773,358	21,321,321	5,915,203	6,755,468	(30,019,171)	10,746,179
	\$22,300,930	\$30,027,227	\$11,024,220	\$13,361,849	\$(46,740,711)	\$29,973,515

At December 31, 2017						
	Parent	Guarantor Subsidiaries	Non-Guarantor Subsidiaries MGP	Other	Elimination	Consolidated
	(In thousands)					
Current assets	\$78,909	\$1,015,802	\$266,627	\$1,022,340	\$(7,323)	\$2,376,355
Property and equipment, net	—	13,521,221	10,021,938	6,125,722	(10,033,422)	19,635,459
Investments in subsidiaries	21,040,147	3,304,768	—	—	(24,344,915)	—
Investments in the MGP Operating Partnership	—	3,549,063	—	862,037	(4,411,100)	—
Investments in and advances to unconsolidated affiliates	—	1,002,903	—	5,394	25,000	1,033,297
Intercompany accounts	—	—	—	—	—	—