

MANDALAY RESORT GROUP
Form 8-K
April 18, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **April 13, 2005**

MANDALAY RESORT GROUP

(Exact Name of Registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

1-8570
(Commission
File Number)

88-0121916
(IRS Employer
Identification No.)

3950 Las Vegas Boulevard South, Las Vegas, Nevada 89119

(Address of principal executive offices)

Registrant's telephone number, including area code **(702) 632-6700**

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - re-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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INFORMATION INCLUDED IN THIS REPORT

Item 8.01. Other Events.

In a press release dated April 13, 2005, Mandalay Resort Group (the Company) and MGM MIRAGE jointly announced that the Michigan Gaming Control Board has unanimously approved the proposed acquisition by an affiliate of Marian Ilitch of the Company's indirect 53.53% ownership interest in the MotorCity Casino (the Transaction). Closing of the Transaction is subject to the acquisition of the Company by MGM MIRAGE and other customary closing conditions.

A copy of the press release is included as Exhibit 99.1 and is incorporated herein by this reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits:

99.1 Press Release dated April 13, 2005, announcing that the Michigan Gaming Control Board has unanimously approved the proposed acquisition by an affiliate of Marian Ilitch of the Company's indirect 53.53% ownership interest in the MotorCity Casino.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MANDALAY RESORT GROUP

Dated: April 15, 2005

By: /s/ LES MARTIN
Les Martin
Vice President, Chief Accounting Officer
and Treasurer

Index to Exhibits

| No. | Description |
|------|---|
| 99.1 | Press Release dated April 13, 2005, announcing that the Michigan Gaming Control Board has unanimously approved the proposed acquisition by an affiliate of Marian Ilitch of the Company's indirect 53.53% ownership interest in the MotorCity Casino. |