MANDALAY RESORT GROUP

Form 4

March 12, 2003

FORM 4

___ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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					6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
1. Name and Person *	Address of Repo	orting			X Director
Person *					_ Officer (give title below)
More	Donna	В.	Issuer Name and Ticker or Trading Symbol	4. Statement for Month/Day/Year	
(Last)	(First)	(Middle)	Mandalay Resort Group MBG	March 11, 2003	10% Owner
41	7 N. Canal Stree	et			_ Other (specify below)
	(Street)		3. I.R.S. Identification Number of Reporting Person, if an entity	5. If Amendment, Date of	
Chicago	Illinois	60610	(voluntary)	Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)
(City)	(State)	(Zip)			X Form filed by One Reporting Person
					Form filed by More than One Reporting Person

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2. Transaction Date (Month/Day/	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3. 4 and 5)	Owned Following	` /	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Common Stock (\$.01 2/3 Par Value)	3/11/03	M Code	V	10,000	A (A) or (D)	14.50		
Common Stock (\$.01 2/3 Par Value)	3/11/03	S		9,800	D	25.87		
Common Stock (\$.01 2/3 Par Value)	3/11/03	S		200	D	25.93	0	

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	2.			4. Trans: Code (Instr.		of Deri Secu Acqu (A) (Disp o(D) (Inst	osed of r. 3, 4	6. Date Exerc Expiration D (Month/Day/	ate	7. Title an Amount o Underlyin Securities (Instr. 3 and	f g		9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/ Year)	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	or	8. Price of Derivative Security (Instr. 5)	Owned Following Reported Transaction(s) (Instr. 4)	Securities: Direct (D) or Indirect (I) (Instr. 4)
Option (Right to Buy)	14.50	3/11/03		M			10,000	2/12/2000	2/12/2009	Common Stock	10,000		10,000	D
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Explanation of Responses:		

/s/ Donna B. More 3/11/03

** Signature of Reporting Person

Date

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure.
http://www.sec.gov/divisions/corpfin/forms/form4.htm Last update: 09/05/2002