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METRO-GOLDWYN-MAYER INC

Form 8-K/A

July 16, 2003

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K/A  
(Amendment No. 2)

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

Date of report (Date of earliest event reported): June 27, 2003

METRO-GOLDWYN-MAYER INC.  
(Exact name of registrant as specified in its charter)

DELAWARE	1-13481	95-4605850
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

10250 Constellation Boulevard, Los Angeles, CA 90067-6241  
(Address of Principal Executive Offices) (Zip Code)

(310) 449-3000  
(Registrant's Telephone Number, Including Area Code)

2500 Broadway Street, Santa Monica, CA 90404  
(Former Name or Former Address, if Changed Since Last Report)

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This Amendment No. 2 is being filed to add Exhibit 4.1 to Current Report on Form 8-K originally filed on July 2, 2003 and amended by Amendment No. 1 filed on July 15, 2003.

Item 7. Financial Statements, Pro Forma Statements and Exhibits

(c) Exhibit

4.1 Form of Registration Rights Agreement between Cablevision Systems Corporation and MGM Networks U.S. Inc.

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SIGNATURE

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

Metro-Goldwyn-Mayer Inc.

/s/ Jay Rakow

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Date: July 16, 2003

By: Jay Rakow  
Title: Senior Executive Vice President  
and General Counsel