



Melco International Development Limited

新 濠 國 際 發 展 有 限 公 司

(Incorporated in Hong Kong with limited liability)

Website: <http://www.melco.hk.cn>

(Stock Code: 200)

Proxy Form for Extraordinary General Meeting on 10th August 2005

I/We¹ _____
of _____
being the registered holder(s) of² _____ share(s) of Melco International Development Limited (the "Company") **HEREBY APPOINT**³ the Chairman of the meeting or _____
_____ of _____

as my/our proxy to act for me/us at the Extraordinary General Meeting of the Company to be held at 3:30 p.m. on Wednesday, 10th August 2005 at 38th Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong and at any adjournment thereof and at such meeting or adjournment, to vote on my/our behalf and in my/our name(s) on the undermentioned resolutions as indicated:

	Ordinary Resolutions:	FOR⁴	AGAINST⁴
1.	To approve, ratify and confirm the First Agreement and all transactions contemplated thereunder, including the issue of the Convertible Loan Notes.		
2.	To approve, ratify and confirm the Second Agreement and all transactions contemplated thereunder.		
3.	To approve the Whitewash Waiver and the First Agreement and the transactions contemplated thereunder (including the issue of the Convertible Loan Notes) for the purposes of the Takeovers Code.		
4.	To approve the proposed entering into by Melco Hotels of a legally binding commitment relating to the grant of a long term lease in respect of the Land and the future development of the Land as an integrated entertainment resort and all transactions in connection therewith.		

Dated this _____ day of _____ 2005

Signature(s)⁵ _____ Proxy's specimen signature _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, strike out "the Chairman of the meeting" and insert the name and address of the proxy desired in the space provided. Any alteration made to this form of proxy must be initialled by the person who completes it.
A proxy need not be a member of the Company.
4. **Important: If you wish to vote for a Resolution, place a "X" in the box marked "FOR". If you wish to vote against a Resolution, place a "X" in the box marked "AGAINST".** Failure to complete the boxes will entitle your proxy to cast your vote at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
Any alteration made to this form of proxy must be initialled by the person(s) who sign(s) it.
6. If more than one of the joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of the relevant shares shall alone be entitled to vote in respect thereof.
7. In order to be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Company, 38th Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong, not less than 48 hours before the time appointed for holding the meeting.
8. Completion and return of this form will not preclude you from attending and voting at the meeting if you wish to do so.