



Melco International Development Limited

(Incorporated in Hong Kong with limited liability)

Website: <http://www.melco-group.com>

(Stock Code: 200)

Proxy Form for Extraordinary General Meeting to be held on 22 December 2008

Form of proxy for use at Extraordinary General Meeting (“EGM”) of Melco International Development Limited (the “Company”) to be held at 38th Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong on Monday, 22 December 2008 at 10:30 a.m.

I/We,¹ _____
of _____
being the registered holder(s) of _____ share(s)
of the Company, **HEREBY APPOINT**² the Chairman of the meeting or _____
of _____
as my/our proxy to act for me/us at Extraordinary General Meeting of the Company to be held on Monday, 22 December 2008, at 10:30 a.m. and at any adjournment thereof and at such meeting or adjournment, in the event of a poll, to vote on my/our behalf and in my/our name(s) on the undermentioned resolutions as indicated:

	Ordinary Resolutions	For ^(Note 3)	Against ^(Note 3)
1.	To approve, ratify and confirm the Service Arrangement (as defined in the circular of the Company dated 4 December 2008 (the “Circular”)) and all transactions contemplated thereunder		
2.	To approve, ratify and confirm the Master Agreement (as defined in the Circular) and all transactions contemplated thereunder including the cap amounts (as defined in the Circular)		

Date this _____ day of _____ 2008

Signature(s)⁴: _____ Proxy’s specimen signature: _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- 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.
- 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.
- 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.
- 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.
- 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 Company’s registered office at 38th Floor, the Centrium, 60 Wyndham Street, Central, Hong Kong, not less than 48 hours before the time appointed for holding the meeting.
- Completion and return of this form will not preclude you from attending and voting at the meeting if you so wish.