



## **Melco International Development Limited**

*(Incorporated in Hong Kong with limited liability)*

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

(Stock Code: 200)

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the “**EGM**”) of Melco International Development Limited (the “**Company**”) will be held at 38<sup>th</sup> Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong on Monday, 22 December 2008 at 10:30 a.m. for the purpose of considering and, if thought fit, passing (with or without amendments), the following resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

(A) “**THAT**

- (i) the Service Arrangement (as defined and more particularly described in the circular dated 4 December 2008 despatched to the shareholders of the Company) and all transactions contemplated thereunder between the Company’s subsidiary, Elixir International Limited and Sociedade de Jogos de Macau, S.A. be and are hereby approved, ratified and confirmed; and
- (ii) the directors of the Company (the “**Directors**”) be and are hereby authorised to execute all such documents and do all such acts and things as they consider desirable, necessary or expedient in connection with and to give effect to the Service Arrangement and all transactions contemplated thereunder.”

(B) “**THAT**

- (i) the Master Agreement (as defined and more particularly described in the circular dated 4 December 2008 despatched to the shareholders of the Company) and all transactions contemplated thereunder between the Company’s subsidiary, Elixir International Limited and Sociedade de Jogos de Macau, S.A. be and are hereby approved, ratified and confirmed;
- (ii) the cap amounts in respect of the continuing connected transactions as set out in the circular of the Company dated 4 December 2008 for each of the three years ending 31 December 2011 be and are hereby approved; and

- (iii) the Directors be and are hereby authorised to execute all such documents and do all such acts and things as they consider desirable, necessary or expedient in connection with and to give effect to the Master Agreement and all transactions contemplated thereunder.”

By Order of the Board of  
**Melco International Development Limited**  
**Tsang Yuen Wai, Samuel**  
*Company Secretary*

Hong Kong, 4 December 2008

*Registered Office:*

38<sup>th</sup> Floor, The Centrium  
60 Wyndham Street  
Central  
Hong Kong

*Notes:*

- (i) Any member of the Company entitled to attend and vote at the Meeting may appoint one or more than one proxy to attend and to vote in his stead. A proxy need not be a member of the Company.
- (ii) Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share of the Company as if he were solely entitled thereto; but if more than one of such 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 of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- (iii) In order to be valid, the proxy form duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to the registered office of the Company at 38<sup>th</sup> Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- (iv) Whether or not you propose to attend the Meeting in person, you are strongly urged to complete and return the proxy form in accordance with the instructions printed thereon. Completion and return of the proxy form will not preclude you from attending the Meeting and voting in person if you so wish. In the event that you attend the Meeting after having lodged the proxy form, it will be deemed to have been revoked.

*As at the date of this announcement, the Board comprises three Executive Directors, namely Mr. Ho, Lawrence Yau Lung (Chairman and Chief Executive Officer), Mr. Tsui Che Yin, Frank and Mr. Chung Yuk Man, Clarence (Chief Operating Officer); one Non-executive Director, namely Mr. Ng Ching Wo; and three Independent Non-executive Directors, namely Sir Roger Lobo, Dr. Lo Ka Shui and Mr. Sham Sui Leung, Daniel.*