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Melco International Development Limited

(Incorporated in Hong Kong with limited liability)

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

(Stock Code : 200)

**CONNECTED TRANSACTION -
MATERIAL AMENDMENTS TO TERMS OF THE HK\$1,175 MILLION
CONVERTIBLE LOAN NOTES DUE 2010
UNDER RULE 28.05 OF THE LISTING RULES
AND
APPLICATION FOR WHITEWASH WAIVER**

DESPATCH OF SHAREHOLDERS' CIRCULAR

ANNOUNCEMENT MADE PURSUANT TO RULE 13.09(1) OF THE LISTING RULES

Reference is made to the announcements of Melco International Development Limited dated 16 December 2009 and 5 January 2010. Unless otherwise defined or the context otherwise requires, capitalised terms referred to herein shall have the meanings given to them in the Announcements.

DESPATCH OF SHAREHOLDERS' CIRCULAR

The Company is pleased to announce that the Circular will be despatched to Shareholders on 20 January 2010.

The Circular sets out the recommendations from the Independent Board Committee to the Independent Shareholders, a letter of advice from the Independent Financial Adviser to the Independent Board Committee, financial information and other general information in relation to the Group and the Notice of the EGM.

**DISCLOSURE OF POSSIBLE DISPOSAL OF ELIXIR INTERNATIONAL LIMITED
UNDER RULE 13.09(1) OF THE LISTING RULES**

The Circular contains information in relation to a possible disposal of the Company's interest in Elixir International Limited, which information has not previously been announced and may be price sensitive. Accordingly, that information is being announced by the Company in this announcement.

Unrelated to the Deed of Amendment or the Whitewash Waiver, the Company is currently in discussions relating to the possible disposal of its wholly owned subsidiary, Elixir International Limited, which is a gaming product supplier specialising in the design, development and supply of gaming technologies, including surveillance equipment and other gaming products used in casinos. Those discussions are ongoing and, as at the date of this announcement, no terms have been agreed in relation to any such possible disposal and there is no assurance that those discussions will ultimately result in the terms of such a disposal being agreed.

Reference is made to the announcements of Melco International Development Limited dated 16 December 2009 and 5 January 2010 (the "Announcements"). Unless otherwise defined or the context otherwise requires, capitalised terms referred to herein shall have the meanings given to them in the Announcements.

DESPATCH OF SHAREHOLDERS' CIRCULAR

The Company is pleased to announce that the Circular will be despatched to Shareholders tomorrow.

The Circular sets out the recommendations from the Independent Board Committee to the Independent Shareholders, a letter of advice from the Independent Financial Adviser to the Independent Board Committee, financial information and other general information in relation to the Group and the Notice of the EGM.

DISCLOSURE OF POSSIBLE DISPOSAL OF ELIXIR INTERNATIONAL LIMITED UNDER RULE 13.09(1) OF THE LISTING RULES

The Circular contains information in relation to a possible disposal of the Company's interest in Elixir International Limited, which information has not previously been announced and may be price sensitive. Accordingly, that information is being announced by the Company in this announcement.

Unrelated to the Deed of Amendment or the Whitewash Waiver, the Company is currently in discussions relating to the possible disposal of its wholly owned subsidiary, Elixir International Limited, which is a gaming product supplier specialising in the design, development and supply of gaming technologies, including surveillance equipment and other gaming products used in casinos. Those discussions are ongoing and, as at the date of this announcement, no terms have been agreed in relation to any such possible disposal and there is no assurance that those discussions will ultimately result in the terms of such a disposal being agreed.

By order of the board of
Melco International Development Limited
Tsang, Yuen Wai Samuel
Company Secretary

Hong Kong, 19 January, 2010

All the directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the day of its publication and will be published and remain on the website of the Company at <http://www.melco-group.com>.

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; 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.