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Melco International Development Limited

(Incorporated in Hong Kong with limited liability)

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

(Stock Code : 200)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 8 FEBRUARY 2010**

At the extraordinary general meeting of the Company held on 8 February 2010, all ordinary resolutions in respect of (i) the Deed of Amendment; and (ii) the Whitewash Waiver were duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of Melco International Development Limited (the “**Company**”) dated 20 January 2010 (the “**Circular**”) in respect of :-

- (1) the deed of amendment entered into between Great Respect Limited (“**Great Respect**”) and the Company on 16 December 2009 to amend the terms of the HK\$1,175 million in principal amount of convertible loan notes due 2010 issued by the Company to Great Respect (the “**Ordinary Resolution No. 1**”); and
- (2) the whitewash waiver under the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) waiving any obligation on the part of Great Respect and Mr. Lawrence Ho, and the parties acting in concert or presumed to be acting in concert with Great Respect and/or Mr. Lawrence Ho, to make a mandatory general offer for the entire issued share capital of the Company not already owned by Great Respect or Mr. Lawrence Ho and persons respectively acting in concert with them which would otherwise arise under Rule 26.1 of the Takeovers Code as a result of any and all future exercises of the conversion rights conferred by the HK\$1,175 million in principal amount of convertible loan notes due 2010 issued by the Company to Great Respect, as amended by the deed of amendment entered into between Great Respect and the Company on 16 December 2009 (the “**Ordinary Resolution No. 2**”).

Terms used herein shall have the same meanings as defined in the Circular unless otherwise specified.

The Board is pleased to announce that at the EGM held on 8 February 2010, Ordinary Resolutions Nos. 1 and 2 were duly passed by the Independent Shareholders by way of poll as more than 50% of the votes were cast in favour of such resolutions. The vote-taking at the EGM was scrutinized by the Company's share registrar, Tricor Standard Limited. The poll results taken at the EGM were as follows:

		Ordinary Resolution No. 1	Ordinary Resolution No. 2
1.	Total number of the Company's Shares entitling the Independent Shareholders to attend and vote for or against Ordinary Resolutions Nos. 1 and 2 at the EGM	784,995,359	784,995,359
2.	Total number of the Company's Shares entitling the Independent Shareholders to attend and vote only against Ordinary Resolutions Nos. 1 and 2 at the EGM	Nil	Nil
3.	Total number of the Company's Shares represented by the votes cast at the EGM	163,398,957	163,398,957
4.	Number of the Company's Shares represented by the votes cast in favor of Ordinary Resolutions Nos. 1 and/or 2	163,259,957	163,087,957
5.	Percentage of the votes cast in favor of Ordinary Resolutions Nos. 1 and/or 2 relative to the total number of votes cast on such resolution(s) at the EGM	99.91%	99.81%
6.	Number of the Company's Shares represented by the votes cast against Ordinary Resolutions Nos. 1 and/or 2	139,000	311,000
7.	Percentage of the votes cast against Ordinary Resolutions Nos. 1 and/or 2 relative to the total number of votes cast on such resolution(s) at the EGM	0.09%	0.19%

The members of the Lawrence Ho Concert Party, the Additional Class 6 Presumed Concert Parties and the trustee holding Shares for The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust and persons otherwise involved or interested in the Deed of Amendment and the Whitewash Waiver have stated in the Circular that they intend to abstain from voting on the respective resolutions and have in fact so abstained from voting at the EGM.

In addition, any connected persons with a material interest in the Deed of Amendment and the Whitewash Waiver and any other Shareholder of the Company with a material interest in the Deed of Amendment and the Whitewash Waiver and such Shareholder's associates have

stated in the Circular that they intend to abstain from voting on the respective resolutions and have in fact so abstained from voting at the EGM.

Following the Deed of Amendment having become effective, conversion of the Convertible Loan Notes will result in the issue of an aggregate of 298,982,188 new Shares, representing approximately 24.30% of the existing issued share capital of the Company as at the date of this announcement, or 19.55% of the share capital of the Company as at the date of this announcement as enlarged by the issue of the new Shares on conversion of the Convertible Loan Notes in full (but no other changes to the Company's issued share capital).

The table below shows the issued share capital of the Company (1) as at 16 December 2009, (2) as at the date of this announcement and (3) assuming conversion of the amended Convertible Loan Notes in full (but no other changes to the Company's issued share capital):

Name of shareholder	Shareholding as at 16 December 2009		Existing shareholding as at the date of this announcement		Assuming full conversion of the amended Convertible Loan Notes	
	Number of Shares	Percentage Shareholding	Number of Shares	Percentage Shareholding	Number of Shares	Percentage Shareholding
Mr. Lawrence Ho and entities controlled by him						
Mr. Lawrence Ho	7,793,951	0.63%	7,890,617	0.64%	7,890,617	0.52%
Better Joy Overseas Ltd.	288,532,606	23.45%	288,532,606	23.45%	288,532,606	18.87%
Lasting Legend Ltd.	115,509,024	9.39%	115,509,024	9.39%	115,509,024	7.55%
The L3G Capital Trust	7,294,000	0.59%	7,294,000	0.59%	7,294,000	0.48%
Mr. Lawrence Ho Group sub-total	419,129,581	34.07%	419,226,247	34.07%	419,226,247	27.42%
Dr. Ho Hung Sun, Stanley Lanceford Company Limited	18,587,789 3,127,107	1.51% 0.25%	18,587,789 3,127,107	1.51% 0.25%	18,587,789 3,127,107	1.22% 0.20%
Madam Lucina Laam King Ying	444,574	0.04%	444,574	0.04%	444,574	0.03%
STDM	222	0.00002%	222	0.00002%	222	0.00001%
Ms. Ho Daisy Chiu Fung Great Respect	67,500 -	0.005% -	67,500 -	0.005% -	67,500 298,982,188	0.004% 19.55%
Lawrence Ho Concert Party sub-total	441,356,773	35.88%	441,453,439	35.88%	740,435,627	48.42%
Additional Class 6 Presumed Concert Parties	2,319,988	0.19%	2,349,320	0.19%	2,349,320	0.15%
Shares held by the trustee on behalf of The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust (Note #)	1,601,485	0.13%	1,460,821	0.12%	1,460,821	0.10%

Total of (1) Lawrence Ho Concert Party, (2) Additional Class 6 Presumed Concert Parties and (3) Shares held by the trustee on behalf of The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust	445,278,246	36.19%	445,263,580	36.19%	744,245,768	48.67%
Public	784,980,693	63.81%	784,995,359	63.81%	784,995,359	51.33%
Total	1,230,258,939	100.00%	1,230,258,939	100.00%	1,529,241,127	100.00%

Note #: A total of 125,998 Shares, which were awarded to Mr. Lawrence Ho, Mr. Tsui Che Yin, Frank and Mr. Chung Yuk Man, Clarence under The Melco Share Purchase Scheme Trust, have vested on 1 February 2010 and will be transferred from the trustee of The Melco Share Purchase Scheme Trust to the respective Directors in due course. The shareholdings of trustee on behalf of The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust set out in the third and fifth columns above have taken into account the 125,998 Shares which vested on 1 February 2010 to be transferred to the relevant Directors.

In addition, as at the date of this announcement, the Directors hold the following Shares and options to subscribe for Shares:

Name of director of the Company	Existing shareholding in the Company as at the date of this announcement	Number of share options held as at the date of this announcement	Number of unvested awarded Shares under The Melco Share Purchase Scheme Trust held as at the date of this announcement
Mr. Lawrence Ho (Note*)	7,890,617	1,458,520	221,995
Mr. Tsui Che Yin, Frank (Note*)	117,770	1,018,000	63,890
Mr. Chung Yuk Man, Clarence (Note*)	95,550	1,618,000	63,890
Dr. Lo Ka Shui	2,034,000	442,000	38,000
Sir Roger Lobo	34,000	442,000	38,000
Mr. Sham Sui Leung, Daniel	34,000	142,000	38,000
Mr. Ng Ching Wo	34,000	442,000	38,000
Total	10,239,937	5,562,520	501,775

Note:* A total of 125,998 Shares, which were awarded to Mr. Lawrence Ho, Mr. Tsui Che Yin, Frank and Mr. Chung Yuk Man, Clarence under The Melco Share Purchase Scheme Trust, have vested on 1 February 2010 and will be transferred from the trustee of The Melco Share Purchase Scheme Trust to the respective Directors in due course. The shareholdings set out in the first column above include the 125,998 Shares which vested on 1 February 2010 but as at the date of this announcement have not been transferred to the relevant Directors.

Executive's confirmation regarding vesting and transfer of Shares under The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust

Reference is made to pages 16 and 17 of the Circular, the Company is pleased to announce that the Executive has confirmed that the vesting of the Shares to the relevant Directors under The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust as described in pages 16 and 17 of the Circular, on 1 August 2009 and 1 November 2009 (and the transfer by the trustee of such vested Shares to the relevant Directors and employees) do not constitute disqualifying transactions for the purpose of the Whitewash Waiver application. The Executive has also given consent to the vesting of the Shares to the relevant Directors on 1 February 2010 and the transfer by the trustee of such vested Shares to the relevant Directors and employees under The Melco Share Purchase Scheme Trust and The Melco Share Award Scheme Trust as described in page 17 of the Circular.

Whitewash Waiver

The Executive has also granted the whitewash waiver, waiving the obligation of Great Respect and Mr. Lawrence Ho to make a general offer for the shares of the Company as a result of the exercise of the conversion rights under the Convertible Loan Notes in full.

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

Hong Kong, 8 February 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 remains 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.