



Melco International Development Limited

(Incorporated in Hong Kong with limited liability)

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

(Stock Code: 200)

PROXY FORM FOR USE BY SHAREHOLDERS AT THE EXTRAORDINARY GENERAL MEETING (“EGM”) TO BE HELD ON 22 JUNE 2010

I/We¹ _____

of _____

being the registered holder(s) of² _____ shares of HK\$0.50 each

in the capital of **Melco International Development Limited** (the “Company”) HEREBY APPOINT³ **THE CHAIRMAN OF THE EGM** or _____

of _____

as my/our proxy to attend and vote for me/us at the EGM of the Company to be held at 38th Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong on Tuesday, 22 June 2010 at 10:45 a.m. (or so soon thereafter as the annual general meeting of the Company convened for the same place and date at 10:30 a.m. shall have been concluded or adjourned) as indicated below:

Ordinary Resolution	For ⁴	Against ⁴
The ordinary resolution as set out in the notice of the EGM (subject to any permitted amendments), relating to the conditional agreement dated 19 April 2010 entered into between Elixir Group Limited, a wholly-owned subsidiary of the Company, Brilliant Light Holding Company Limited and Elixir International Limited (“ Elixir ”) in relation to the disposal of the entire share capital of Elixir.		

Dated this _____ day of _____, 2010 Shareholder’s signature⁵: _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares of HK\$0.50 each registered in your name(s). If no number is inserted, the proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman is preferred, strike out “**THE CHAIRMAN OF THE EGM** or” and insert the name and address of the proxy desired in the space provided. Any alteration made to this proxy form must be initialled by the person who signs it. A proxy need not be a member of the Company but must be present in person to represent the member.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION.** Failure to complete any or all boxes will entitle your proxy to cast his votes on the relevant resolutions at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, this proxy form must be under its common seal or under the hand of an officer or attorney duly authorised.
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 proxy form, 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 or any adjournment thereof.
8. Completion and deposit of this proxy form will not preclude you from attending and voting at the meeting if you so wish.