

**MELCO INTERNATIONAL DEVELOPMENT LIMITED**  
**(the “Company”)**

**Procedures for shareholders to propose a person for election as a director**

Pursuant to Article 102 of the Company’s Articles of Association, a shareholder of the Company may propose a person other than a Director of the Company for election as a director at a general meeting. For such proposal, he/she may lodge the following documents at the registered office of the Company at 38<sup>th</sup> Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong for the attention of the Company Secretary:

1. a written notice signed by the shareholder concerned of the intention to propose that person for election as a Director; and
2. a written notice signed by the person to be proposed as a Director of his/her willingness to be elected.

Such notices shall be lodged at least seven (7) days before the date of the general meeting. The period for lodgment of such notices shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than seven (7) days prior to the date of the general meeting.

In order for the Company to inform the shareholders of that proposal, the notices must state the full name of the person proposed for election as a Director and include the person’s biographical details as required by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Further, the proposed shareholder must state his/ her contact phone numbers and correspondence address on the notice.

Moreover, the proposed shareholder must deposit a sum of money, which will be advised by the Company Secretary in writing, reasonably sufficient to meet the Company’s expenses in serving the notice of general meeting appointed for such election and other necessary notices and documents to all the registered shareholders in accordance with the statutory requirements.

(adopted on 28 March 2012)