Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of the Company.

Distribution of this announcement into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession this announcement comes should inform themselves of and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction for which the Company will not accept any liability.

This announcement is not an invitation or offer of securities for sale in the United States and neither this announcement nor any copy thereof may be released or distributed in the United States or any other jurisdiction where such release might be unlawful or to any US Persons. Securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act of 1933 of the United States, as amended.



# **Melco International Development Limited**

(Incorporated in Hong Kong with limited liability) Website : www.melco-group.com (Stock Code : 200)

# (i) RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE;

AND

#### (ii) ADJUSTMENTS RELATING TO THE OUTSTANDING SHARE OPTIONS UNDER THE 2012 SHARE OPTION SCHEME

# **RESULTS OF THE RIGHTS ISSUE**

The Board is pleased to announce that as at 4:00 p.m. on Monday, 9 June 2025, being the Latest Time for Acceptance of and payment for the Rights Shares and for application and payment for the Excess Rights Shares, (a) a total of 123 valid acceptances in respect of 715,893,206 Rights Shares provisionally allotted under the Rights Issue have been received, representing approximately 94.4% of the total number of 758,341,877 Rights Shares available for subscription under the Rights Issue; and (b) a total of 82 valid applications for 9,149,341,617 Excess Rights Shares have been received, representing approximately 1,206.5% of the total number of Rights Shares available for subscription under the Rights Issue. In aggregate, a total of 205 valid acceptances and applications in respect of

9,865,234,823 Rights Shares, representing approximately 1,300.9% of the total number of Rights Shares available for subscription under the Rights Issue, have been received.

As all the conditions with respect to the Rights Issue as set out in the Prospectus have been fulfilled, the Rights Issue became unconditional at 4:00 p.m. on Monday, 9 June 2025.

Regarding the 9,149,341,617 Excess Rights Shares being applied for by way of application under the EAFs, the Board has resolved to allot the Excess Rights Shares on a fair and equitable basis as set out below in this announcement.

# DESPATCH OF SHARE CERTIFICATES AND REFUND CHEQUES

It is expected that the share certificates for the Rights Shares, in their fully-paid form, and the refund cheques (if any) in respect of wholly or partially unsuccessful applications for the Excess Rights Shares (without interest) will be posted to the allottees and/or applicants by ordinary post at their own risk on Tuesday, 17 June 2025.

#### COMMENCEMENT OF DEALINGS IN THE RIGHTS SHARES

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 18 June 2025.

#### ADJUSTMENTS RELATING TO THE OUTSTANDING SHARE OPTIONS UNDER THE 2012 SHARE OPTION SCHEME

Pursuant to the terms and conditions of the 2012 Share Option Scheme and the Listing Rules, the exercise price and/or the number of Shares entitled to be subscribed under the Outstanding Share Options granted under the 2012 Share Option Scheme will be adjusted. As a result of the Rights Issue, adjustments to the exercise price and the number of Shares to be issued upon exercise of the Outstanding Share Options will become effective from Tuesday, 17 June 2025.

Reference is made to the prospectus of Melco International Development Limited (the "**Company**") dated 26 May 2025 (the "**Prospectus**") in relation to the Rights Issue. Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Prospectus.

#### **RESULTS OF THE RIGHTS ISSUE**

The Board is pleased to announce that as at 4:00 p.m. on Monday, 9 June 2025, being the Latest Time for Acceptance of and payment for the Rights Shares and for application and payment for the Excess Rights Shares, (a) a total of 123 valid acceptances in respect of 715,893,206 Rights Shares provisionally allotted under the Rights Issue have been received, representing approximately 94.4% of the total number of 758,341,877 Rights Shares available for subscription under the Rights Issue; and (b) a total of 82 valid applications for 9,149,341,617 Excess Rights Shares have been received, representing approximately 1,206.5% of the total number of Rights Issues and applications in respect of 9,865,234,823 Rights Shares, representing approximately 1,300.9% of the total number of Rights Shares available for subscription under the Rights Issue, have been received.

As all the conditions with respect to the Rights Issue as set out in the Prospectus have been fulfilled, the Rights Issue became unconditional at 4:00 p.m. on Monday, 9 June 2025.

#### EXCESS RIGHTS SHARES

Given the valid acceptance of provisional allotments under the PALs mentioned above, 42,448,671 Rights Shares, representing approximately 5.6% of the total number of 758,341,877 Rights Shares, were available for subscription under the EAFs. Such number of the Excess Rights Shares was insufficient to satisfy all valid applications for a total number of 9,149,341,617 Excess Rights Shares under the EAFs. The allocation of the Excess Rights Shares was made pursuant to the principles set out in the section headed "Letter from the Board - Rights Issue - Application for Excess Rights Shares" in the Prospectus. Given that the number of the Excess Rights Shares available for subscription under the EAFs only represented approximately 0.464% of a total of 9,149,341,617 Excess Rights Shares validly applied for, the allocation of the 42,448,671 Rights Shares to the Qualifying Shareholders who applied for the Excess Rights Shares was made on a fair and equitable basis, and as far as practicable on a pro rata basis of approximately 0.464% by reference to the number of the Excess Rights Shares applied for under each application. Reference was only made to the number of the Excess Rights Shares being applied for but no reference was made to the Rights Shares subscribed through applications by PALs or the existing number of Shares held by the Qualifying Shareholders. In addition, no preference was given to topping up odd-lots to whole board lots.

#### USE OF PROCEEDS OF THE RIGHTS ISSUE

The gross proceeds raised from the Rights Issue before expenses were approximately HK\$780.03 million and the net proceeds from the Rights Issue after expenses were approximately HK\$770.76 million. As disclosed in the Prospectus, the Company drew down HK\$390 million under the Shareholder Loans, which was primarily utilised to repay a portion of the outstanding amounts under the 2021 Credit Facilities. HK\$389.93 million of the amounts drawn under the Shareholder Loan (the "**Set Off Amount**") was set off against a portion of the subscription monies payable by the associates of Mr. Ho. After applying the Set Off Amount, the net proceeds from the Rights Issue after expenses were approximately HK\$380.83 million, which will be used to prepay a portion of the principal amounts outstanding and the interest payable under the 2021 Credit Facilities.

#### SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, for illustrative purposes, the shareholding structure of the Company immediately before and after completion of the Rights Issue is set out below:

Shareholder	Immediately be of the Rigl	•	Immediately after completion of the Rights Issue		
	No. of Shares	Approximate %	No. of Shares	Approximate %	
Mr. Ho <sup>(1)</sup>	931,862,970	61.44%	1,396,272,409(1)	61.37%	
Directors <sup>(2)</sup>	20,189,892	1.33%	30,239,428	1.33%	
Other Shareholders	564,630,893	37.23%	848,513,795	37.30%	
Total	1,516,683,755	100.00%	2,275,025,632	100.00%	

Notes:

- (1) The 1,396,272,409 Shares held by Mr. Ho immediately after completion of the Rights Issue represent:
  - (a) 36,606,126 Shares held by Mr. Ho directly;
  - (b) 884,536,660 Shares held by Black Spade Capital Limited (137,167,698 Shares), Mighty Dragon Developments Limited (110,385,517 Shares), Maple Peak Investments Inc. (1,566,000 Shares), Lasting Legend Ltd. (183,364,536 Shares) and Better Joy Overseas Ltd. (452,052,909 Shares), all of such companies are owned or controlled by persons and/or trusts associated with Mr. Ho. By virtue of the SFO, Mr. Ho was deemed to be interested in the Shares held by the aforesaid companies;
  - (c) 470,917,521 Shares held by L3G Holdings Inc. (469,842,021 Shares) and Lucky Life Limited (1,075,500 Shares), respectively, each of which is controlled by a discretionary family trust with beneficiaries including Mr. Ho and his family members. Mr. Ho was deemed to be interested in the Shares held by L3G Holdings Inc. and Lucky Life Limited by virtue of him being one of the beneficiaries of the discretionary family trusts for the purpose of the SFO; and
  - (d) 4,212,102 Shares held by Ms. Lo Sau Yan, Sharen ("**Ms. Lo**"). Mr. Ho is the spouse of Ms. Lo and was deemed to be interested in the Shares through the interest of his spouse under the SFO.
- (2) The Shares held by the Directors comprise the Shares beneficially held by Mr. Evan Andrew Winkler, Mr. Chung Yuk Man, Clarence, Mr. Geoffrey Stuart Davis, Mr. Tsui Che Yin, Frank and Ms. Karuna Evelyne Shinsho.
- (3) The above percentage figures are subject to rounding adjustments.

#### **DESPATCH OF SHARE CERTIFICATES AND REFUND CHEQUES**

It is expected that the share certificates for the Rights Shares, in their fully-paid form, and the refund cheques (if any) in respect of wholly or partially unsuccessful applications for the Excess Rights Shares (without interest) will be posted to the allottees and/or applicants by ordinary post at their own risk on Tuesday, 17 June 2025.

#### COMMENCEMENT OF DEALINGS IN THE RIGHTS SHARES

Dealings in the fully-paid Rights Shares are expected to commence on the Stock Exchange at 9:00 a.m. on Wednesday, 18 June 2025.

#### **ODD LOT ARRANGEMENT**

In order to facilitate the trading of odd lots (if any) of the Shares arising from the Rights Issue, a designated broker, BOCI Securities Limited, has been appointed by the Company to match the purchase and sale of odd lots of the Shares at the relevant market price per Share for the period from Wednesday, 18 June 2025 to Tuesday, 8 July 2025 (both dates inclusive). Holders of the Shares in odd lots represented by the existing share certificates for the Shares who wish to take advantage of this facility either to dispose of their odd lots of the Shares or to top up their odd lots to a full new board lot, may directly or through their broker, contact Mr. Ng, Yiu Kwan at (852) 2718 9663 of BOCI Securities Limited during such period. Holders of odd lots of Shares should note that successful matching of the sale and purchase of odd lots of Shares

is on a best effort basis and not guaranteed. Any Shareholder who is in any doubt about the odd lot arrangement is recommended to consult his/her/its own professional advisers.

# ADJUSTMENTS RELATING TO THE OUTSTANDING SHARE OPTIONS UNDER THE 2012 SHARE OPTION SCHEME

Immediately before completion of the Rights Issue, there are 2,017,000 Outstanding Share Options under the 2012 Share Option Scheme. Pursuant to the terms and conditions of the 2012 Share Option Scheme and the Listing Rules, the exercise price and/or the number of Shares entitled to be subscribed under the Outstanding Share Options granted under the 2012 Share Option Scheme will be adjusted.

As a result of the Rights Issue, adjustments to the exercise price and the number of Shares to be issued upon exercise of the Outstanding Share Options pursuant to (i) the terms and conditions of the 2012 Share Option Scheme, (ii) Rule 17.03(13) of the Listing Rules and (iii) the Supplementary Guidance on Main Board Listing Rule 17.03(13)/GEM Listing Rule 23.03(13) and the Note to the Rule set out in appendix 1 to the Frequently Asked Questions FAQ13 – No. 1-20 issued by the Stock Exchange in November 2020 and updated in June 2024 (the "**Stock Exchange Supplementary Guidance**") are as follows and will become effective from Tuesday, 17 June 2025 upon the allotment and issue of the Rights Shares pursuant to the Rights Issue:

			Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
		Exercise	Number of Shares to be issued upon exercise of the Outstanding	Exercise price of the Outstanding	Adjusted number of Shares to be issued upon exercise of the Outstanding	Adjusted exercise price of the Outstanding
Category of participants	Date of grant	Period (note)	Share Options	Share Options	Share Options	Share Options
participants	grant	(note)	Options	HK\$ per Share	options	HK\$ per Share
Other employees	8 April 2016	2	324,000	10.24	418,025	7.9368
Other employees	10 April 2017	3	91,000	15.00	117,409	11.6261
Other employees	10 April 2018	4	84,000	23.15	108,377	17.9430
Other employees	10 April 2019	5	69,000	19.90	89,024	15.4240
Other employees	14 April 2020	6	42,000	12.70	54,188	9.8434
Other employees	6 April 2022	7	933,000	7.278	1,203,757	5.6410
Other employees	6 April 2022	8	453,000	7.278	584,461	5.6410
Service provider <sup>(9)</sup>	8 April 2016	2	21,000	10.24	27,094	7.9368
Total			2,017,000		2,602,335	

Notes:

- 1. Other employee participants include former directors, and both current and former employees of the Company and/or its subsidiaries.
- 2. The outstanding share options granted on 8 April 2016 are divided into 4 tranches exercisable from 8 April 2016, 8 April 2017, 8 April 2018 and 8 April 2019, respectively, to 7 April 2026.

- 3. The outstanding share options granted on 10 April 2017 are divided into 4 tranches exercisable from 10 April 2017, 10 April 2018, 10 April 2019 and 10 April 2020, respectively, to 9 April 2027.
- 4. The outstanding share options granted on 10 April 2018 are divided into 4 tranches exercisable from 10 April 2018, 10 April 2019, 10 April 2020 and 10 April 2021, respectively, to 9 April 2028.
- 5. The outstanding share options granted on 10 April 2019 are divided into 4 tranches exercisable from 10 April 2019, 10 April 2020, 10 April 2021 and 10 April 2022, respectively, to 9 April 2029.
- 6. The outstanding share options granted on 14 April 2020 are divided into 4 tranches exercisable from 14 April 2020, 14 April 2021, 14 April 2022 and 14 April 2023, respectively, to 13 April 2030.
- 7. The outstanding share options granted on 6 April 2022 are divided into 3 tranches exercisable from 6 April 2023, 6 April 2024 and 6 April 2025, respectively, to 5 April 2032.
- 8. The outstanding share options granted on 6 April 2022 are divided into 2 tranches exercisable from 6 April 2023 and 6 April 2024, respectively, to 5 April 2032.
- 9. The service provider refers to Mr. Lee Siu Hong of Guangzhou Luhu Tourist Country Club, Luhu Park, Lujing Road, Guangzhou, Guangdong, China 510095 (广州麓湖高尔夫球乡村俱乐部中国广东省广州 市麓景路麓湖公园内 510095).

Save for the above adjustments, all other terms and conditions of the Outstanding Share Options remain unchanged.

Deloitte Touche Tohmatsu, the independent auditor of the Company, was engaged to conduct agreed-upon procedures with respect to the calculations of the adjusted number of Shares to be issued upon exercise of the Outstanding Share Options and the adjusted exercise price of the Outstanding Share Options in accordance with Hong Kong Standard on Related Services 4400 (Revised) "Agreed-Upon Procedures Engagements" issued by the Hong Kong Institute of Certified Public Accountants. Deloitte Touche Tohmatsu has issued a report of factual finding to the Board, stating that the calculations of the adjusted number of Shares to be issued upon exercise of the Outstanding Share Options and the adjusted services price of the Outstanding Share Options are in accordance with the Stock Exchange Supplementary Guidance and arithmetically accurate.

By Order of the Board of Melco International Development Limited Ho, Lawrence Yau Lung Chairman and Chief Executive Officer

Hong Kong 16 June 2025

As at the date of this announcement, the Board comprises four Executive Directors, namely Mr. Ho, Lawrence Yau Lung (Chairman and Chief Executive Officer), Mr. Evan Andrew Winkler (President and Managing Director), Mr. Chung Yuk Man, Clarence and Mr. Geoffrey Stuart Davis (Chief Financial Officer); and three Independent Non-executive Directors, namely Mr. Tsui Che Yin, Frank, Ms. Karuna Evelyne Shinsho and Mr. Ko Chun Fung, Henry.