



MelcoLot Limited

(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8198)

**Form of proxy for use by shareholders of MelcoLot Limited (the “Company”)
at the annual general meeting of the Company (the “Meeting”) to be held
on Thursday, 12 May 2011 at 11:30 a.m.**

I/We ^(Note 1) _____
of _____
being the registered holder(s) of _____ shares ^(Note 2) of HK\$0.01 each in the capital
of the Company, HEREBY APPOINT ^(Note 3) _____
of _____

or failing him, the Chairman of the Meeting as my/our proxy to attend and act for me/us and on my/our behalf at the Meeting (or at any adjournment thereof), for the purpose of considering and, if thought fit, passing the resolutions set out in the notice convening the Meeting, to be held at Units 3101-2A, 31st Floor, The Centrium, 60 Wyndham Street, Central, Hong Kong on Thursday, 12 May 2011 at 11:30 a.m. and at such meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) as hereunder indicated, and if no such indication is given, as my/our proxy thinks fit.

Please indicate with “✓” in the spaces provided how you wish your vote(s) to be cast.

RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
1.	To consider and approve the audited financial statements and the reports of the directors and auditors for the year ended 31 December 2010		
2.	(I) (a) To re-elect Mr. Moumouris, Christos as an executive director		
	(b) To re-elect Mr. Tsoi, David as an independent non-executive director		
	(c) To re-elect Mr. Pang Hing Chung, Alfred as an independent non-executive director		
	(II) To authorize the board of directors to fix the remuneration for the directors		
3.	To re-appoint Deloitte Touche Tohmatsu as auditor and to authorize the board of directors to fix their remuneration		
ORDINARY RESOLUTIONS		FOR ^(Note 4)	AGAINST ^(Note 4)
4.	To grant a general mandate to the directors to issue shares in the Company		
5.	To grant a general mandate to the directors to repurchase shares in the Company		
6.	To extend the general mandate to issue shares to cover shares repurchased by the Company		
7.	To refresh the limit of the existing share option scheme of the Company		

Dated this _____ day of _____ 2011 Shareholder's signature ^(Note 5): _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares in the Company registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. A shareholder of the Company may appoint a proxy of his/her choice who need not be a shareholder of the Company, but such appointed proxy must attend the Meeting in person to represent you. Please insert the name and address of the appointed proxy in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy.
4. **IMPORTANT:** If you wish to vote for a resolution, please place a “✓” in the relevant box marked in the column headed “For”. If you wish to vote against a resolution, please place a “✓” in the relevant box marked in the column headed “Against”. Failure to tick either box will entitle your proxy to cast your vote at his/her discretion in respect of that resolution.
5. This form of proxy must be signed by you or your attorney duly authorized in writing, or in the case of a corporation, either under its common seal or under the hand of an officer, attorney or other person duly authorized.
6. In the case of joint holders, any one of the joint holders may vote at the Meeting, either in person or by proxy, as if he/she were solely entitled thereto. But if more than one joint holder is present, whether in person or by proxy, only the vote of the senior holder will be counted. For this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
7. All resolutions will be put to vote by way of poll at the Meeting. Every shareholder of the Company presents in person (in the case of a shareholder being a corporation, by its duly authorized representative) or by proxy shall have one vote for every fully paid share of which he/she/it is the holder. A person entitled to more than one vote on a poll need not use all his/her votes or cast all the votes he/she uses in the same way and in such cases, please state the relevant number of shares in the appropriate box(es) above.
8. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the Company's branch transfer office and share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 48 hours before the time appointed for the Meeting (or any adjournment thereof).
9. **Any alterations made to this form of proxy must be initialed by the person who signs it.**
10. Completion and delivery of this proxy form will not preclude you from attending and voting at the Meeting if you so wish and in such case, the form of proxy shall be deemed to be revoked.