



MGM CHINA HOLDINGS LIMITED
美高梅中國控股有限公司

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(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2282 and Debt Stock Codes: 6026, 6028, 40258, 40634)

Proxy Form for the Extraordinary General Meeting to be held on September 9, 2022

Number of shares to which this proxy form relates ¹	
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I/We,² _____
of _____, being the
registered shareholder(s) in the issued share capital of **MGM China Holdings Limited** (the “Company”), hereby appoint³ _____
of _____

or failing him/her, the Chairman of the meeting as my/our proxy to attend and vote on my/our behalf at the extraordinary general meeting of the Company to be held at Ballroom 3, MGM COTAI, Avenida da Nave Desportiva, Cotai, Macau on September 9, 2022 (Friday) at 10:30 a.m. or at any adjournment of the extraordinary general meeting. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by a “✓” in the appropriate boxes. Should this form of proxy be returned duly signed but in absence of any indication, the proxy may vote for or against the resolution or abstain at his/her own discretion.

ORDINARY RESOLUTIONS		FOR ⁴	AGAINST ⁴
1.	(A) To approve, confirm and ratify the Services Agreement dated August 21, 2022 entered into among the Managing Director and MGM Grand Paradise pursuant to which Ms. Pansy Ho will serve as the Managing Director of MGM Grand Paradise for the same term as the Concession Term in consideration of the remuneration and incentive payments set out therein, and the transactions contemplated thereunder		
	(B) To authorize any director of the Company to do all such acts and things, to sign and execute documents or agreements or deeds on behalf of the Company and to do such other things and to take all such actions as he or she considers necessary, appropriate, desirable or expedient for the purposes of giving effect to or in connection with the Services Agreement and any transactions contemplated thereunder, and to agree to such variation, amendments or waiver of matters relating thereto as are, in the opinion of such director, in the interests of the Company and its shareholders as a whole.		

Dated this _____ day of _____ 2022

Signature⁵ _____

Notes:

- Please insert the number of share registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to be related to all the shares of the Company registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK CAPITALS** as shown in the register of members of the Company.
- Please insert the name and address of the proxy. If no name is inserted, the Chairman of the extraordinary general meeting will act as your proxy. A shareholder holding two or more shares entitled to attend and vote at the extraordinary general meeting may appoint one or more proxies to attend the extraordinary general meeting and vote for him. If more than one proxy is appointed, the number of shares in respect of which each proxy so appointed must be specified. The proxy need not be a member of the Company but must attend the extraordinary general meeting in person to represent you. Any alteration made to this proxy form must be initialed by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK (✓) THE RELEVANT BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK (✓) THE RELEVANT BOX MARKED “AGAINST”.** If you do not indicate how you wish your proxy to vote, your proxy will be entitled to exercise his/her discretion or to abstain. Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the extraordinary general meeting other than those referred to in the notice convening the extraordinary general meeting.
- This form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer, attorney or other person authorized to sign the same.
- In the case of joint holders of any share, any one of such joint holders may vote at the extraordinary general meeting, either personally or by proxy, in respect of such shares as if he were solely entitled thereto. However, if more than one of such joint holders be present at the extraordinary general meeting personally or by proxy, the vote of the joint holder whose name stands first in the register of members of the Company and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, this completed and signed proxy form and the relevant notarized power of attorney (if any) and other relevant document of authorization (if any), must be lodged with the Company’s Hong Kong branch share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 10:30 a.m., Wednesday, September 7, 2022 (Hong Kong time) or 48 hours before the adjournment of the EGM (as the case may be).
- Completion and return of the proxy form will not preclude you from attending and voting at the extraordinary general meeting if you so wish. In such event, the instrument appointing a proxy shall be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of Personal Data to MGM China Holdings Limited is on a voluntary basis. “Personal Data” in this statement has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which may include your name, identity card number, mailing address, telephone number, e-mail address, login name and/or your opinion. Your Personal Data may be used in connection with processing your appointment of proxy and instructions. Your Personal Data will be retained for such period as may be necessary for our record and verification purposes.

You have the rights to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. We have the right to charge a reasonable fee for processing any Personal Data access request. Any such request for access to and/or correction of your Personal Data should be in writing by mail to MGM China Holdings Limited at 1402 China Merchants Tower, 200 Connaught Road, Central, Hong Kong.