

**MELCO CROWN (PHILIPPINES) RESORTS CORPORATION**  
Makati City

02 July 2013

**THE PHILIPPINE STOCK EXCHANGE, INC.**  
3/F Philippine Stock Exchange Plaza-  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **MS. JANET A. ENCARNACION**  
Head, Disclosure Department

**MS. SHEENA PAULA H. PEDRIETA**  
Senior Specialist, Disclosure Department

Re: SEC Form 17-C

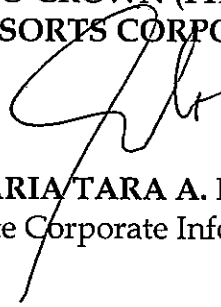
Gentlemen:

We submit herewith Melco Crown (Philippines) Resorts Corporation's (the "Corporation") SEC Form 17-C on the grant of options and shares under the Corporation's Share Incentive Plan.

Very truly yours,

**MELCO CROWN (PHILIPPINES)  
RESORTS CORPORATION**

By:



**MARIA TARA A. MERCADO**  
Alternate Corporate Information Officer

COVER SHEET

0 0 0 0 0 5 8 6 4 8

S.E.C. Registration Number

M E L C O C R O W N ( P H I L I P P I N E S )

R E S O R T S C O R P O R A T I O N

(Company's Full Name)

1 0 T H F L O O R L I B E R T Y

C E N T E R 1 0 4 H V D E L A C O S T A

S T . S A L C E D O V I L L A G E M A K A T I

(Business Address: No. Street/City/Province)

c/o Atty. Frances T. Yuyucheng

Contact Person

c/o 555-9555

Company Telephone Number

1 2 3 1

Month Day Fiscal Year

DISCLOSURE ON GRANT OF OPTIONS & SHARES UNDER THE SIP / AMENDMENT TO THE ACGR

FORM TYPE

3rd Friday of June

Month Day Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes



**DISCLOSURE ON THE GRANT OF OPTIONS AND SHARES UNDER THE SHARE INCENTIVE PLAN / AMENDMENT TO THE ANNUAL CORPORATE GOVERNANCE REPORT**

Melco Crown (Philippines) Resorts Corporation (the "Corporation" or "MCP") hereby discloses that it has granted to certain employees and directors of the Corporation and its ultimate parent, Melco Crown Entertainment Limited ("MCE") and other eligible participants of the share incentive plan of MCP ("MCP Share Incentive Plan") (i) share options (the "MCP Share Options") to subscribe for a total of 120,826,336 ordinary shares of Php1.00 each of MCP (the "MCP Shares") and (ii) restricted shares in respect of a total of 60,413,167 MCP Shares (the "MCP Restricted Shares") pursuant to the MCP Share Incentive Plan. The total number of underlying MCP Shares ("Underlying Shares") related to the aforesaid MCP Share Options and MCP Restricted Shares granted is 181,239,503 MCP Shares. As of the date of grant, MCP has obtained formal written approval from the Securities and Exchange Commission of the Philippines ("SEC") to exempt from registration the issuance of up to 175,793,085 Underlying Shares upon exercise of MCP Share Options and/or grant of MCP Restricted Shares pursuant to the MCP Share Incentive Plan.

MCP has filed a request for exemption for the issuance of the additional 5,446,418 Underlying Shares ("Relevant Shares") and the Corporation does not foresee any issue in obtaining such approval from the SEC. None of the MCP Share Options or MCP Restricted Shares related to the Relevant Shares were granted to the directors of MCE or MCP.

Details of the grant are as follows:

**(i) MCP Share Options**

Date of grant	June 28, 2013
Exercise price	₱8.30 per MCP Share
Number of Underlying Shares involved	120,826,336
Closing price of the MCP Shares on the date of grant	₱8.30 per MCP Share
Validity period of the MCP Share Options	The MCP Share Options are valid for a period of 10 years from the date of grant

Among the MCP Share Options granted above, MCP Share Options to subscribe for 53,324,859 MCP Shares were granted, with the approval of the compensation committee of the Corporation and the approval of the independent non-executive directors of the compensation committee of MCE, to the following directors of the Corporation and MCE, the details of which are as follows:

Name	Position	Number of Underlying MCP Shares Involved
Mr. Lawrence Yau Lung Ho	Co-chairman, chief executive officer and executive director (MCE)	15,607,276
Mr. James Douglas Packer	Co-chairman and non-executive director (MCE)	15,607,276
Mr. Yuk Man Chung	Non-executive director (MCE) President / Chairman of the Board / Director (MCP)	10,404,851
Mr. William Todd Nisbet	Non-executive director (MCE) Director (MCP)	7,803,638

Mr. James Andrew Charles MacKenzie	Independent non-executive director (MCE) Independent director (MCP)	1,950,909
Mr. Yiu Wa Alec Tsui	Independent non-executive director (MCE) Independent director (MCP)	1,950,909

**(ii) MCP Restricted Shares**

Date of grant June 28, 2013  
Number of MCP Shares involved 60,413,167  
Vesting Period 3 years from the date of grant

Among the MCP Restricted Shares granted above, 26,662,430 MCP Restricted Shares were granted, with the approval of the compensation committee of MCP and the approval of the independent non-executive directors of the compensation committee of MCE, to the following directors of the Corporation and MCE, the details of which are as follows:

Name	Position	Number of MCP Restricted Shares	Number of Underlying MCP Shares involved	Vesting date		
				30 days after the opening of Melco Crown Philippines resort	April 29, 2015	April 29, 2016
Mr. Lawrence Yau Lung Ho	Co-chairman, chief executive officer and executive director (MCE)	7,803,638	7,803,638	2,601,213	2,601,213	2,601,212
Mr. James Douglas Packer	Co-chairman and non-executive director (MCE)	7,803,638	7,803,638	2,601,213	2,601,213	2,601,212
Mr. Yuk Man Chung	Non-executive director (MCE) President / Chairman of the Board / Director (MCP)	5,202,425	5,202,425	1,734,142	1,734,142	1,734,141
Mr. William Todd Nisbet	Non-executive director (MCE) Director (MCP)	3,901,819	3,901,819	1,300,606	1,300,606	1,300,607
Mr. James Andrew Charles MacKenzie	Independent non-executive director (MCE) Independent director (MCP)	975,455	975,455	325,152	325,152	325,151
Mr. Yiu Wa Alec Tsui	Independent non-executive director (MCE) Independent director (MCP)	975,455	975,455	325,152	325,152	325,151

The grant of MCP Restricted Shares in this announcement does not constitute non-exempt connected transactions under Chapter 14A of the Rules Governing the Listing of Securities on the The Stock Exchange of Hong Kong Limited ("**HKSE Listing Rules**"), and does not constitute notifiable transactions under Chapter 14 of the HKSE Listing Rules.

Furthermore, we are disclosing the foregoing information pursuant to Securities and Exchange Commission Memorandum Circular No. 5, Series of 2013, on the Annual Corporate Governance Report of listed companies, particularly Section D (4) thereof on the Board of Directors' Stock Rights, Options and Warrants.

*As of the date of this announcement, the directors of the Corporation are Yuk Man Chung, Jose F. Buenaventura, Frances T. Yuyucheng, Rena Rico-Pamfilo, Anna Cristina Collantes-Garcia, Yvette P. Chua, William Todd Nisbet, James Andrew Charles MacKenzie (Independent Director), and Yiu Wa Alec Tsui (Independent Director).*

**SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MELCO CROWN (PHILIPPINES) RESORTS  
CORPORATION**

By:



**MARIA TARA A. MERCADO**  
Assistant Corporate Secretary

**2 July 2013**  
Date