



MACAU

Wynn Macau, Limited
永利澳門有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1128)

**FORM OF PROXY FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON TUESDAY, 17 MAY 2011 AT 12 P.M. (NOON)**

I/We ^(Note 1) _____ (name)
of _____ (address)
being the registered holder(s) of ^(Note 2) _____ ordinary shares of
HK\$0.001 each in the share capital of Wynn Macau, Limited (the “**Company**”) hereby appoint the Chairman of the meeting ^(Note 3)
or _____ (name)
of _____ (address)
as my/our proxy to attend, act and vote for me/us and on my/our behalf at the annual general meeting (the “**2011 Annual General Meeting**”) of the Company to be held at the Grand Ballroom at Wynn Macau, Rua Cidade de Sintra, NAPE, Macau SAR on Tuesday, 17 May 2011 at 12 p.m. (noon) (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below. ^(Note 4)

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors of the Company for the year ended 31 December 2010.		
2.	To re-elect the following directors:		
	(a) To re-elect Ms. Linda Chen as executive director of the Company.		
	(b) To re-elect Dr. Allan Zeman as non-executive director of the Company.		
	(c) To re-elect Mr. Bruce Rockowitz as independent non-executive director of the Company.		
	(d) To authorize the board of directors of the Company to fix the respective directors’ remuneration.		
3.	To re-appoint Ernst & Young as auditors of the Company and to authorize the board of directors of the Company to fix auditors’ remuneration.		
4.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.		
5.	To give a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution.		
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with new shares of the Company by the aggregate nominal amount of shares repurchased by the Company.		

Date: _____ 2011 Signature(s) ^(Note 5) _____

Notes:

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares of the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman of the meeting is preferred, please strike out the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. A member entitled to attend and vote at the 2011 Annual General Meeting may appoint more than one proxy to attend and vote on his behalf, provided that if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“/”) THE BOX MARKED “AGAINST”.** Failure to tick or complete any or all the boxes will entitle your proxy to cast his/her votes at his/her discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the 2011 Annual General Meeting other than those referred to in the notice convening the 2011 Annual General Meeting.
- This form of proxy must be signed by you or your attorney duly authorized in writing or in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney so authorized.
- In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s share registrar at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the 2011 Annual General Meeting or any adjournment thereof.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the 2011 Annual General Meeting or any adjournment thereof and, in such event, the form of proxy shall be deemed to be revoked.

* For identification purposes only