
FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**REPORT OF FOREIGN ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of February 2017

Commission File Number: 001-33178

MELCO CROWN ENTERTAINMENT LIMITED

**36th Floor, The Centrium
60 Wyndham Street
Central
Hong Kong**
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F. Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes ☐ No ☒

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- N/A

MELCO CROWN ENTERTAINMENT LIMITED
Form 6-K
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Exhibit 20.1 [Depositary's Notice of Annual General Meeting of the Registrant](#)

Exhibit 20.2 [Registrant's Notice of Annual General Meeting](#)

Exhibit 20.3 [Voting Card](#)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MELCO CROWN ENTERTAINMENT LIMITED

By: /s/ Stephanie Cheung

Name: Stephanie Cheung

Title: Chief Legal Officer and Company Secretary

Date: February 14, 2017

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
20.1	Depository's Notice of Annual General Meeting of the Registrant
20.2	Registrant's Notice of Annual General Meeting
20.3	Voting Card

Deutsche Bank Trust Company Americas
Trust & Securities Services
Global Equity Services

February 14, 2017

DEPOSITARY RECEIPTS

Depositary's Notice of Annual General Meeting of Shareholders of Melco Crown Entertainment Limited (the "Company"):

Issuer:	Melco Crown Entertainment Limited / Cusip 585464100
Country:	Incorporated in the Cayman Islands
Meeting Details:	Annual General Meeting of Shareholders of the Company on 29 March 2017 at 4:00 p.m. (Hong Kong Time) at Salon VI, Level 2, Grand Hyatt Macau, City of Dreams, Estrada do Istmo, Cotai, Macau
Meeting Agenda:	The Company's Notice of Meeting including the Agenda is attached
Voting Deadline:	On or before 22 March 2017 (New York City Time)
ADR Record Date:	21 February 2017
Ordinary Shares: ADR ratio	3 ordinary shares: 1 ADR

Holders of American Depositary Receipts ("ADRs") representing ordinary shares, par value US\$0.01 per share (the "Deposited Securities") of the Company are hereby notified of the Company's Annual General Meeting of shareholders. A copy of the Notice of Meeting from the Company, which includes the agenda for such meeting, is attached.

Holders of record of ADRs as of the close of business on the ADR Record Date (the "Holders") will be entitled, subject to any applicable law, the deposit agreement entered into on 22 December 2006, as amended from time to time, between the Company, Deutsche Bank Trust Company Americas as depositary (the "Depositary") and the Holders and beneficial owners of American Depositary Shares ("ADSs") (the "Deposit Agreement"), the Company's Memorandum and Articles of Association and the provisions of or governing the Deposited Securities, to instruct the Depositary as to the exercise of voting rights, if any, pertaining to the Deposited Securities represented by their respective ADRs. Voting instructions may be given only in respect of a number of ADSs representing an integral number of ordinary shares or other Deposited Securities. Upon the timely receipt of written instructions of a Holder of ADRs on the ADR Record Date of voting instructions in the manner specified by the Depositary, the Depositary shall endeavor, insofar as practicable and permitted under applicable law, the provisions of the Deposit Agreement, the Company's Memorandum and Articles of Association and the provisions of or governing the Deposited Securities, to vote or cause the Custodian (as defined in the Deposit Agreement) to vote the ordinary shares and/or other Deposited Securities (in person or by proxy) represented by ADSs evidenced by such ADR in accordance with such voting instructions. Neither the Depositary nor the Custodian shall, under any circumstances exercise any discretion as to voting, and neither the Depositary nor the Custodian shall vote, or attempt to exercise the right to vote, or in any way make use of for purposes of establishing a quorum or otherwise, the ordinary shares or other Deposited Securities represented by ADRs except pursuant to and in accordance with such written instructions from the Holders. Notwithstanding the above, save for applicable provisions of the law of the Cayman Islands, and in accordance with the terms of Section 5.3 of the Deposit Agreement, the Depositary shall not be liable for any failure to carry out any instructions to vote any of the Deposited Securities or for the manner in which such vote is cast or the effect of any such vote.

Deutsche Bank - Depositary Receipts



Melco Crown Entertainment
新濠博亞娛樂

Melco Crown Entertainment Limited
新濠博亞娛樂有限公司

(Incorporated in the Cayman Islands with Limited Liability)

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON 29 MARCH 2017

Dear Shareholders,

You are cordially invited to attend the Annual General Meeting of Shareholders (the “**Annual General Meeting**”) of Melco Crown Entertainment Limited 新濠博亞娛樂有限公司 (the “**Company**”), which will be held at Salon VI, Level 2, Grand Hyatt Macau, City of Dreams, Estrada do Istmo, Cotai, Macau on 29 March 2017 at 4:00 p.m. (Hong Kong time). The meeting is being held to consider and, if thought fit, pass the following as special resolutions:

Proposal No.1

“**THAT** the Company’s English name be changed from “Melco Crown Entertainment Limited” to “Melco Resorts & Entertainment Limited” (the “**Name Change**”).”

Proposal No.2

“**THAT** the adoption of the new amended and restated memorandum and articles of association of the Company, incorporating, amongst other amendments, the Name Change (the “**New M&A**”), in the form produced at the Annual General Meeting and marked “A” and initialed by the chairman of the Annual General Meeting for the purpose of identification, be hereby approved and adopted as the new amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company; and **THAT** any one Director or the Company Secretary of the Company, acting singly, be hereby authorized to do all acts and things and to sign, execute and deliver all documents as any such Director or Company Secretary may deem necessary, expedient or appropriate to give effect to or otherwise in connection with the Name Change and the adoption of the New M&A, including but not limited to providing any relevant instructions to the Company’s registered office.”

The major proposed amendments as reflected in the New M&A are summarised as follows:

1. Article 1 of the Memorandum of Association shall be amended to reflect the change of the Company’s English name from “Melco Crown Entertainment Limited” to “Melco Resorts & Entertainment Limited”;
2. Article 71 of the Articles of Association shall be amended to provide for a single Chairman (without any Deputy Chairman) to preside as chairman at every general meeting of the Company;
3. Article 73 of the Articles of Association shall be amended to remove the reference to the Deputy Chairman;
4. Article 91(5) of the Articles of Association shall be amended to provide for a single Chairman of the Board of Directors (without any Deputy Chairman), elected and appointed by, for a period to be decided by, the majority of the Board of Directors. The Article shall in addition provide that the Chairman shall preside as chairman at every meeting of the Board of Directors unless he is not present, in which case the attending Directors may choose one of their number to preside as chairman of that meeting;

5. Article 91(6) of the Articles of Association, which provides for, amongst others, the role and appointment of Deputy Chairman of the Board of Directors, shall be deleted in its entirety;
6. Article 111 of the Articles of Association shall be amended to provide for the Chairman of the Board to have a second casting vote in case of an equality of votes; and
7. In addition, the Articles of Association shall be renumbered as necessary to take the above amendments into account, and certain minor typographical changes and corrections shall be made.

Only shareholders of record in the books of the Company at the close of business on 21 February 2017 will be entitled to vote at the meeting or any adjournment that may take place.

A shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his/her/its place. A proxy need not be a shareholder of the Company. A form of proxy is enclosed.

Shareholders are requested to complete, date, sign and return the enclosed proxy form to reach the Company as promptly as possible but not later than 48 hours prior to the Annual General Meeting or adjourned meeting at which the proxy is to be used. The giving of such proxy will not affect your right to vote in person should you decide to attend the Annual General Meeting or adjourned meeting.

If Typhoon Signal No. 8 or above, is in effect any time after 12:00 noon on the date of the above meeting, the meeting will be postponed. The Company will post an announcement on its website (www.melco-crown.com) to notify shareholders of the date, time and place of the rescheduled meeting.

Shareholders or their proxies are responsible for their own expenses for attending the meeting, including, but not limited to, transportation and accommodation expenses.

Dated this 14 February 2017

By Order of the Board of Directors,

Stephanie Cheung
Company Secretary



Melco Crown Entertainment
新濠博亞娛樂

Melco Crown Entertainment Limited
新濠博亞娛樂有限公司

(Incorporated in the Cayman Islands with Limited Liability)

Annual General Meeting of Shareholders

(Name of ADR holder)

(Number of ADRs held)

Resolutions presented for consideration by the Annual General Meeting of Shareholders of Melco Crown Entertainment Limited (the “Company”) at Salon VI, Level 2, Grand Hyatt Macau, City of Dreams, Estrada do Istmo, Cotai, Macau on 29 March 2017 at 4:00 p.m. (Hong Kong time).

	<u>Special Resolutions</u>	<u>For</u>	<u>Against</u>	<u>Abstained</u>
1.	THAT the Company’s English name be changed from “Melco Crown Entertainment Limited” to “Melco Resorts & Entertainment Limited” (the “ Name Change ”).			
2.	THAT the adoption of the new amended and restated memorandum and articles of association of the Company, incorporating, amongst other amendments, the Name Change (the “ New M&A ”), in the form produced at the Annual General Meeting and marked “A” and initialed by the chairman of the Annual General Meeting for the purpose of identification, be hereby approved and adopted as the new amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company; and THAT any one Director or the Company Secretary of the Company, acting singly, be hereby authorized to do all acts and things and to sign, execute and deliver all documents as any such Director or Company Secretary may deem necessary, expedient or appropriate to give effect to or otherwise in connection with the Name Change and the adoption of the New M&A, including but not limited to providing any relevant instructions to the Company’s registered office.			

(Signature)