

SANDS CHINA LTD.

金沙中國有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1928)

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

Capitalized terms used herein shall have the meanings ascribed to them in the Amended and Restated Memorandum and Articles of Association (the “**Articles**”) of Sands China Ltd. (the “**Company**”).

Article 108(2) of the Articles provides that, subject to the Articles and the Companies Act, the Company may by Ordinary Resolution elect any person to be a Director either to fill a casual vacancy on the Board of Directors, or as an addition to the existing Board of Directors, provided that at least one-third of the Board of Directors shall be Independent Non-Executive Directors.

Article 114 of the Articles provides that no person other than a Director retiring at the meeting shall, unless recommended by the Directors for election, be eligible for election as a Director at any general meeting unless:

- (a) a notice signed by a Member (other than the person to be proposed) duly qualified to attend and vote at the meeting for which such notice is given of his intention to propose such person for election; and
- (b) a notice signed by the person to be proposed of his willingness to be elected

shall have been lodged at the head office or at the Office, provided that the minimum length of the period during which such notice(s) (in (a) and (b) above) are given shall be at least ten business days, and that (if the notices are submitted after the dispatch of the notice of the general meeting appointed for such election) the period for lodgment of such notice(s) shall commence on the day after the dispatch of the notice of the general meeting appointed for such election and shall end no later than ten business days prior to the date of such general meeting.

The notice in (a) and (b) above should be lodged at the Company’s head office at The Venetian Macao, Executive Offices — L2, Estrada da Baia de Nossa Senhora da Esperanca, Taipa, Macao (for the attention of the Company Secretary) and accompanied by the biographical details required under Rule 13.51(2) of the Listing Rules of the person being proposed for election as Director. The person being proposed for election should also provide his consent to the publication by the Company of his personal data together with the notice in (b) above.

Pursuant to Rules 13.70 and 13.74 of the Listing Rules, upon receipt of the above notices, the Company shall publish an announcement or issue a supplemental circular to the Members, in each case containing the particulars required under Rule 13.51(2) of the Listing Rules of the proposed Director.

Provided that the formalities of the general meeting have been complied with, a Member proposing that person for election may read out aloud the proposed resolution in respect of that person’s election at the general meeting.

These procedures for shareholders to propose a person for election as a director are available for viewing in English and Chinese. In case of any inconsistency between the English and Chinese versions, the English version shall prevail.