

SANDS CHINA LTD.

金沙中國有限公司*

(the “Company”)

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1928)

Shareholders’ Communication Policy (Adopted by the Board on March 2, 2012)

1. Principle

The Board is responsible for maintaining an on-going dialogue with the shareholders of the Company (the “**Shareholders**”) and in particular, shall communicate with Shareholders and encourage Shareholder participation.

The aim of this Policy is to provide Shareholders with information about the Company to enable them to engage actively with the Company and exercise their rights as shareholders in an informed manner.

2. General Policy

- (A) The Company will provide Shareholders with access to balanced and understandable information about the Company.
- (B) The Company will assign dedicated management personnel to be in charge of ensuring effective and timely dissemination of information to Shareholders.

3. Specific Policies

3.1 Approval of Shareholders’ Communications

- (A) All circulars and listing particulars as required by The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) or any other relevant stock exchange will be approved by the board of directors of the Company (the “**Board**”) as a whole.
- (B) Formal announcements concerning matters decided by the Board will be approved by the Board where specifically required under the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Hong Kong Listing Rules**”) or rules of any other relevant stock exchange.
- (C) Approval of any information (including but not limited to (A) and (B) above and the disclosure of any of them) in the Shareholders’ communications will take full account of the Company’s obligations under the Hong Kong Listing Rules and other relevant laws and regulations.

3.2 Financial Reports and other Corporate Communications

- (A) The Company’s annual reports and interim reports will be prepared in accordance with the Hong Kong Listing Rules and any other relevant laws and regulations.
- (B) The Company will make available its annual reports and interim reports to its Shareholders in accordance with the Hong Kong Listing Rules and any other relevant laws and regulations. Where the Board considers appropriate, the Company will publish an announcement whenever its parent, Las Vegas Sands Corp., publishes any financial report or earnings announcement.

- (C) Corporate communications will be provided to Shareholders in both English and Chinese versions in accordance with the Hong Kong Listing Rules and any other relevant laws and regulations to facilitate Shareholders' understanding. Shareholders have the right to choose the language (either English or Chinese).

3.3 General Meetings

- (A) The Board will use the annual general meetings and other meetings of the Company to communicate with Shareholders and encourage Shareholder participation.
- (B) The annual general meetings and other general meetings of the Company are opportunities for Shareholders to exercise their right to express their views on the business activities of the Company in so far as they are relevant to the resolutions under consideration. The Chairman will, therefore, facilitate relevant debate and questioning.
- (C) The Chairman of the Board proposes to attend the Company's annual general meeting in normal circumstances.
- (D) The chairman of the annual general meeting will invite the chairmen of the Audit Committee, Nominations Committee, Remuneration Committee and any other committees (as appropriate) to attend. These persons propose, in normal circumstances, to be available to answer questions at a general meeting.
- (E) The external auditor of the Company will be requested to attend the annual general meeting to answer questions about the conduct of the audit, the preparation and content of the auditor's report, the accounting policies and auditor independence.
- (F) For each substantially separate issue at a general meeting, a separate resolution will be proposed by the chairman of that meeting. The Company should avoid "bundling" resolutions unless they are interdependent and linked forming one significant proposal. Where the resolutions are "bundled", the Company should explain the reasons and material implications in the notice of meeting.
- (G) Notices to Shareholders in respect of annual general meetings and other general meetings will be sent in accordance with the requirements under the Hong Kong Listing Rules and other relevant laws and regulations.
- (H) The Chairman of a meeting will ensure that an explanation is provided of the detailed procedures for conducting a poll and will answer any questions from Shareholders on voting by poll.
- (I) The Company will make it easy for Shareholders to participate in annual general meetings and will make available the chairmen of the board committees, appropriate management executives and auditors at annual general meetings to answer questions from Shareholders.

3.4 The Company's website (www.sandschinaltd.com)

- (A) The Company will place on its website all the Hong Kong Stock Exchange announcements, notices, circulars and other documents as required by the Hong Kong Listing Rules and any other relevant laws and regulations.
- (B) The Company's financial reports and information relating to the latest developments of the Company will be made available by the Company on its website.

3.5 Access to the Board and Management

Shareholders are, at any time, welcome to raise questions and request information (to the extent it is publicly available and appropriate to provide) from the Board and management by writing to:

General Counsel & Company Secretary
The Venetian Macao-Resort-Hotel, Executive Offices - L2
Estrada da Baia de N. Senhora da Esperanca, s/n, Taipa, Macao

Any such letter from the Shareholders should be marked "Shareholders' Communication" on the envelope.

3.6 Shareholder Privacy

The Company recognises the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by law, regulation or a regulator to do so.

3.7 Review of this Policy

The Board will review this Policy on a regular basis to ensure its effectiveness.

** For identification purposes only*

This Shareholders' Communication Policy is available for viewing in English and Chinese. If there is any inconsistency between the English and Chinese versions, the English version shall prevail over the Chinese version.