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SANDS CHINA LTD.
金沙中國有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1928)

**EXTENSION OF GAMING SUBCONCESSION TO
DECEMBER 31, 2022 BY WAY OF AMENDMENT TO
THE SUBCONCESSION CONTRACT**

**ENTRY INTO UNDERTAKINGS TO REVERT GAMES
OF CHANCE AREAS AND GAMES OF CHANCE
SUPPORTING AREAS AT OUR INTEGRATED RESORTS
UPON THE EXPIRY OF THE EXTENDED TERM OF
THE SUBCONCESSION CONTRACT**

This announcement is issued on a voluntary basis. Capitalized terms used but not defined herein shall have the meanings ascribed to them in our 2021 Annual Report.

INTRODUCTION

On December 26, 2002, as recognized and approved by the Macao government, our subsidiary, VML was granted a gaming subconcession under the Subconcession Contract, effective December 26, 2002 and expiring on June 26, 2022, to operate casino games of chance or games of other forms in Macao.

Pursuant to article 40 of the Gaming Law and our Subconcession Contract, our casinos and all equipment and utensils necessary for the operation of casinos shall immediately and automatically revert to Macao on June 26, 2022 upon the expiry of our Subconcession Contract without compensation and free of any liens or charges.

In March 2022, the Macao government announced its intention to extend the term of Macao's six concession and subconcession contracts from June 26, 2022 until December 31, 2022 in order to ensure sufficient time to complete the amendment to the Gaming Law and conduct a public tender for the awarding of new gaming concessions. The Macao government invited VML to submit a formal request for an extension along with a commitment to pay the Macao government up to MOP47 million (equivalent to approximately US\$6 million) and provide a bank guarantee to secure the fulfilment of VML's payment obligations towards its employees should VML be unsuccessful in tendering for a new concession contract after its Subconcession expires. VML submitted its request for an extension on March 14, 2022.

THE SUBCONCESSION EXTENSION CONTRACT

The Board is pleased to announce that on June 23, 2022, a Subconcession Extension Contract was approved and authorized by the Macao government and executed between VML and Galaxy, pursuant to which the gaming subconcession of VML has been extended from June 26, 2022 to December 31, 2022.

The principal terms of the Subconcession Extension Contract are set out below:

Date : June 23, 2022

Parties : (i) Galaxy; and

(ii) VML

Extension of the term of Subconcession

The Subconcession is extended from June 26, 2022 to December 31, 2022.

Contract premium for the extension

VML has paid the Macao government MOP47 million (equivalent to approximately US\$6 million) with the execution of the Subconcession Extension Contract as the contract premium for such extension.

Bank guarantee for fulfillment of the labor liabilities

VML will provide a bank guarantee in an amount of approximately MOP2,310 million (equivalent to approximately US\$286 million) to the Macao government within three months from the date of execution of the Subconcession Extension Contract to guarantee the satisfaction of its existing commitment of labor liabilities upon expiry of the Subconcession Extension Contract. The Macao government may require an increase in the amount of the said guarantee, depending on the actual number of employees employed by VML.

The contract premium and arrangements for the provision of the bank guarantee were determined following arm's length negotiations between the Macao government and VML.

ENTRY INTO THE UNDERTAKINGS TO REVERT GAMES OF CHANCE AREAS AND GAMES OF CHANCE SUPPORTING AREAS AT OUR INTEGRATED RESORTS

In order to enable VML to fulfill the relevant requirements to become eligible to obtain the Subconcession Extension Contract, on June 23, 2022 (being the same date as the Subconcession Extension Contract), each of VML, VCL and VOL entered into a letter of undertaking (“Undertakings”), pursuant to which each of VML, VCL and VOL has undertaken, pursuant to article 40 of the Gaming Law and our Subconcession Contract, to revert to Macao the Relevant Areas without compensation and free of any liens or charges upon the expiry of the term of the Subconcession Contract, as amended by the Subconcession Extension Contract.

REASONS FOR AND BENEFITS OF THE UNDERTAKINGS AND THE SUBCONCESSION EXTENSION CONTRACT

The principal activity of the Group is the development and operation of integrated resorts in Macao, which contain not only gaming areas but also meeting space, convention and exhibition halls, retail and dining areas and entertainment venues. The Board considers that the entry into the Undertakings and the Subconcession Extension Contract represent an important development for the Group as they ensure our current Subconcession will continue to remain valid until the amendment to the Gaming Law is completed and the Macao government conducts a public tender for the awarding of new gaming concessions, which the Group intends to participate. The Board considers that the terms of the Undertakings and the Subconcession Extension Contract are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

INFORMATION ON THE PARTIES

The Company is the holding company of VML, one of the six companies authorized to operate casino games of chance or games of other forms in Macao, under the terms of the Subconcession recognized and approved by the Macao government and granted by Galaxy.

Galaxy is a subsidiary of Galaxy Entertainment, one of the six companies authorized to operate casino games of chance or games of other forms in Macao, under the terms of a concession granted by Macao to Galaxy.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, Macao and Galaxy are third parties independent of and not connected with the Company and its connected persons.

Holders of our Company's securities and potential investors are urged to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

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| “Board” | means the board of Directors of the Company. |
| “Company” or “our” | means Sands China Ltd., a company incorporated in the Cayman Islands on July 15, 2009 as an exempted company with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange. When used in the context of gaming operations or the Subconcession, “our” refers exclusively to VML. |
| “concessionaire(s)” | means the holder(s) of a concession for the operation of casino games of chance or games of other forms in Macao. |
| “Directors” | means members of the board of directors of the Company. |

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| “Galaxy” | means Galaxy Casino, S.A. (also known as Galaxy Casino Company Limited), a company incorporated under the laws of Macao on November 30, 2001. |
| “Galaxy Entertainment” | means Galaxy Entertainment Group Limited, a company incorporated in Hong Kong with limited liability, the ordinary shares of which are listed on the Main Board of the Stock Exchange with stock code 27. |
| “Gaming Law” | means the Law No. 16/2001 (the Juridical System for Operating of Games of Fortune in Casinos in Macao) as amended. |
| “Group” | means the Company and its subsidiaries from time to time. |
| “Listing Rules” | means the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time). |
| “Macao” | means the Macao Special Administrative Region. |
| “MOP” | means Macao pataca, the lawful currency of Macao. |
| “Relevant Areas” | means the specific “games of chance areas” and “games of chance supporting areas” located at the Sands Macao, The Venetian Macao, The Parisian Macao, The Plaza Macao and The Londoner Macao. |
| “Shareholder(s)” | means holder(s) of ordinary share(s) in our Company with a nominal value of US\$0.01 each. |
| “Stock Exchange” | means The Stock Exchange of Hong Kong Limited. |
| “Subconcession” or “Subconcession Contract” | means the tripartite Subconcession Contract for the operation of casino games of chance or games of other forms in Macao effective December 26, 2002 among Galaxy, Macao and VML. |
| “Subconcession Extension Contract” | means the amendment contract to the Subconcession Contract between VML and Galaxy executed on June 23, 2022 for extension of the term of the Subconcession Contract from June 26, 2022 to December 31, 2022. |
| “Undertakings” | means the letters of undertaking executed by each of VML, VCL and VOL on June 23, 2022 as further described on page 2 of this announcement. |
| “US\$” | means United States dollars, the lawful currency of the United States of America. |

- “VCL” means our subsidiary, Venetian Cotai, S.A. (also known as Venetian Cotai Limited), a public company limited by shares (“*sociedade anónima*”) incorporated on November 11, 2004 under the laws of Macao, a concessionaire of the land where certain Relevant Areas are situated.
- “VML” means our subsidiary, Venetian Macau, S.A. (also known as Venetian Macau Limited), a public company limited by shares (“*sociedade anónima*”) incorporated on June 21, 2002 under the laws of Macao, a concessionaire of the land where certain Relevant Areas are situated and the holder of the Subconcession.
- “VOL” means our subsidiary, Venetian Orient Limited, a company incorporated on February 2, 2006 under the laws of Macao, a concessionaire of the land where certain Relevant Areas are situated.

By order of the Board
Sands China Ltd.
Dylan James Williams
Company Secretary

Macao, June 23, 2022

As at the date of this announcement, the directors of the Company are:

Executive Directors:

Robert Glen Goldstein
Wong Ying Wai
Chum Kwan Lock, Grant

Non-Executive Director:

Charles Daniel Forman

Independent Non-Executive Directors:

Chiang Yun
Victor Patrick Hoog Antink
Steven Zygmunt Strasser
Kenneth Patrick Chung

In case of any inconsistency between the English version and the Chinese version of this announcement, the English version shall prevail.