

**MINUTES** of an Annual General Meeting of the Members of **SUN INTERBREW LIMITED** held at 13-14 Esplanade, St Helier, Jersey, Channel Islands on Thursday 30 April 2009 at 11.00 a.m.

**PRESENT:** Richard John Stobart Prosser as Proxy for BNY (Nominees) Limited

William Patrick Jones as Proxy for Worldoor Limited

Karen Jane Benest as Proxy for Inbev S.A.

**IN ATTENDANCE:** Yvonne Holbrey

**CHAIRMAN:**

**IT WAS RESOLVED** that Richard John Stobart Prosser be appointed as Chairman of the Meeting.

**QUORUM/  
PROXIES:**

1. **IT WAS NOTED** that a quorum of members was present in person or by proxy

**NOTICE:**

2. **THE CHAIRMAN** stated that with the consent of the members he proposed to take the Notice convening the Meeting as read and a copy is attached to the Minutes for further reference.

**REDOMICILI-  
ATION OF THE  
COMPANY  
FROM JERSEY  
TO  
LUXEMBOURG**

3. **THE CHAIRMAN** proposed that the following Resolution, as set out in the Notice of the Meeting be adopted:-

“To consider and approve the redomiciliation of the Company from Jersey to Luxembourg”

**AUDITORS:**

“To consider and appoint KPMG as Auditors of the Company until the next following Annual General Meeting at a fee to be agreed by the Directors”.

Karen Jane Benest seconded the motion and the Chairman invited questions. No questions having been raised, the Chairman put the Resolution to the Meeting. Karen Jane Benest and the Chairman voted in favour of the Resolution

4. **THE CHAIRMAN** then declared that he wished to exercise his authority to demand a poll to be taken immediately.

5. **THE CHAIRMAN** then requested that each of those in favour of the Resolution so signify by raising his hand and stating his name and the number of Class B shares which he represented.

27,765,675 votes were cast in favour of the Resolution as follows:-

William Patrick Jones representing Worldoor Limited	9,519,601 shares
Karen Jane Benest representing Inbev S A	2,765,718 shares
William Patrick Jones representing BNY Nominees Limited	15,480,356 shares

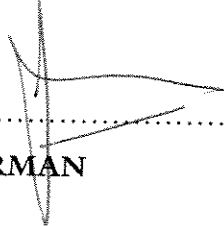
6. **THE CHAIRMAN** then requested that each of those against the adoption of the Resolution so signify by raising his hand and stating his name and the number of Class B shares which he represented.

No votes were cast against the Resolutions.

7. **IT WAS NOTED THAT** the redomiciliation of the Company required the consent of all shareholders and since not all had given their consent this resolution was not passed.

**TERMINATION:**

There being no further business to transact, the Chairman declared the Meeting closed.



.....  
**CHAIRMAN**

*30<sup>th</sup> April 2009*  
.....  
**Date**

**SUN INTERBREW LIMITED**

(the "Company")

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of the Company will be held at 13-14 Esplanade, St Helier, Jersey, Channel Islands on 30 April 2009, at 11.00 a.m. for the purpose of transacting the following business:

- 1 To consider and approve the redomiciliation of the Company from Jersey to Luxembourg.
- 2 To consider and appoint Auditors of the Company until the next following Annual General Meeting at a fee to be agreed with the Directors.

**BY ORDER OF THE BOARD**

Yvonne Holbrey, Authorised Signatory  
Appleby Secretaries (Jersey) Limited  
Corporate Secretary

Notes:

A Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not also be a Member. The appointments of a proxy will not preclude a Member from attending the Meeting and voting in person should he wish to do so. The appointment of a proxy must be deposited at the registered office of the Company, being 13-14 Esplanade, St Helier, Jersey, JE1 1BD, not later than 48 hours before the time of the Meeting at which it is to be used. Further particulars concerning appointment of proxies are contained in the Articles of Association of the Company.

**SUN INTERBREW LIMITED**

**Form of Proxy for use by Class B Shareholders**

I, Marilen Carleta Kenington, the Director of Worldoor Limited, being Class B Shareholders of the above named Company and entitled to vote, hereby appoint Richard John Stobart Prosser the Chairman of the Meeting or failing him Karen Benest, or Patrick Jones of Appleby Trust (Jersey) Limited as my/our proxy to vote for me on my behalf at the Annual General Meeting of the Company to be held on the 30<sup>th</sup> day of April 2009 and any adjournment thereof.

**Annual General Meeting**

- 1 To consider and approve the redomiciliation of the Company from Jersey to Luxembourg.
- 2 To consider and appoint Auditors of the Company until the next following Annual General Meeting at a fee to be agreed with the Directors.

**FOR  
NO. OF SHARES**

**AGAINST  
NO. OF SHARES**

9,519,601

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Signed this 28 day of April 2009



.....  
Marilen Carleta Kenington

**SUN INTERBREW LIMITED**

**Form of Proxy for use by Class B Shareholders**

We, Jean-Louis Van de Perre and Benoit Loore, acting as proxy holders of the company Anheuser-Busch InBev NV/SA, being Class B Shareholders of the above named Company and entitled to vote, hereby appoint Richard John Stobart Prosser the Chairman of the Meeting or failing him Karen Benest, or Patrick Jones of Appleby Trust (Jersey) Limited as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the 30<sup>th</sup> day of April 2009 and any adjournment thereof.

**Annual General Meeting**

- 1 To consider and approve the redomiciliation of the Company from Jersey to Luxembourg.
  
- 3 To consider and appoint Auditors of the Company until the next following Annual General Meeting at a fee to be agreed with the Directors.

**FOR  
NO. OF SHARES**

**AGAINST  
NO. OF SHARES**

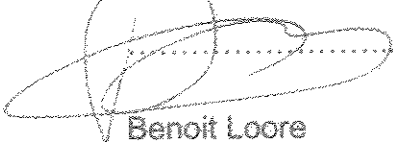
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Signed this 27 day of April 2009



Jean-Louis Van de Perre



Benoit Loore

**SUN INTERBREW LIMITED**

**Form of Proxy for use by Class B Shareholders**

I/We Neil Atkinson a partner of of BNY (NOMINEES) LIMITED being Class B Shareholders of the above named Company and entitled to vote, hereby appoint Richard John Stobart Prosser the Chairman of the Meeting or failing him Karen Benest, or Patrick Jones of Appleby Trust (Jersey) Limited as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the 30<sup>th</sup> day of April 2009 and any adjournment thereof at his own discretion.

**Annual General Meeting**

- 1 To consider and approve the redomiciliation of the Company from Jersey to Luxembourg.
- 3 To consider and appoint Auditors of the Company until the next following Annual General Meeting at a fee to be agreed with the Directors.

**NO. OF SHARES**

15,480,356

Signed this 28 day of APRIL 2009

  
Name: Neil Atkinson