

Company Number 00026018

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

MOLSON COORS BREWING COMPANY (UK) LIMITED (the "Company")

Circulation Date 26 May 2017 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS

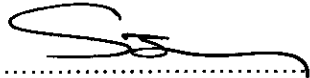
- 1 That £590,000,000 of the share premium account of the Company be cancelled and the amount by which the share premium account is so reduced be credited to the profit and loss reserve.
-

AGREEMENT

Please read the notes at the end of this document before indicating your agreement to the Resolutions.

The undersigned, being a person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature



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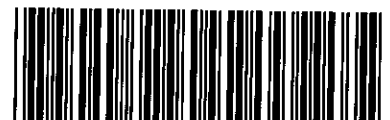
Print name: Simon Kerry

Director duly authorised for and on behalf of **MOLSON COORS HOLDINGS LIMITED**

Date:

26 May 2017

WEDNESDAY



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31/05/2017

#47

COMPANIES HOUSE

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by one of the following methods:
 - 1.1 if you received the Resolutions by e-mail by replying to that e-mail and stating in your reply your name and that you agree to the Resolutions; or
 - 1.2 by signing and dating this document where indicated above and returning it to the Company either:
 - 1.2.1 by hand: by delivering the signed and dated Resolutions to the company secretary at the Company's registered office; or
 - 1.2.2 by post: by returning the signed and dated Resolutions to the company secretary at the Company's registered office.
- 2 If you are indicating agreement to the Resolutions on behalf of a company or person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority with your indication of agreement.
- 3 If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 5 When agreement to the Resolutions has been received from members representing more than 75% of the total voting rights, they will be deemed passed. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolutions to pass, it will lapse.

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 00026018

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MOLSON COORS BREWING COMPANY (UK) LIMITED (the "Company")

passed on 26 May 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following special resolutions were duly passed as a written resolution of the Company:

SPECIAL RESOLUTIONS

- 1 That £590,000,000 of the share premium account of the Company be and is hereby cancelled and the amount by which the share premium account is so reduced be and is hereby credited to the profit and loss reserve.



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Director