

Company No. 08926994

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

AB INBEV AUSTRALIA HOLDINGS LIMITED

(the "Company")

We, being the sole member of the Company (representing 100 per cent. of the total voting rights of the Company) who at the circulation date of this resolution would have been entitled to vote on the resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006 (the "**Act**"), to pass the following resolutions which have been proposed, in the case of resolution 1 as an ordinary resolution, and in the case of resolution 2 as a special resolution:

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 618 of the Act, each Redeemable "C" Preference Share of USD 1,000.00 be sub-divided into 1,000 new Redeemable "C" Preference Shares of USD 1.00 each, having the rights and subject to the restrictions applicable to the Redeemable "C" Preference Shares in issue immediately prior to the date of this resolution.

SPECIAL RESOLUTION

2. **THAT**, subject to and immediately after resolution 1 takes effect, all of the Redeemable "C" Preference Shares be and are hereby redesignated and reclassified as Ordinary Shares, having the rights and subject to the restrictions applicable to the Ordinary Shares in issue immediately prior to the date of this resolution.



Signed: _____

Name: _____

YANNICK ROMANS

Signed: _____

Name: _____

For and on behalf of **ABI AUSTRALIA BEVERAGE HOLDING LIMITED**

Dated: _____

06/11/17

~~2017~~

Time: _____

10.19am

Notes:

1. The circulation date of this resolution is 6 November 2017. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify his or its agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to Tom Colwell by hand or by sending a copy of the signed resolution in hard copy form by post to Tom Colwell or by email to Tom.Colwell@ab-inbev.com. An eligible member can also signify his or its agreement to the resolution by sending an e mail from his or its e mail address held by the company for such purposes to Tom Colwell at Tom.Colwell@ab-inbev.com identifying the resolution and indicating his or its agreement to the resolution.
3. This resolution must be passed by 4 December 2017. If the resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
4. A copy of this resolution has been sent to the auditors.