Resolution (please mark ‘X’ to indicate how you wish to vote)

1. THAT:
   (a) the terms of a proposed contract between holders of the deferred shares in the Company and the Company providing for the purchase by the Company of the deferred shares to be held in treasury be approved and authorised;
   (b) the directors of the Company be authorised to take all such action as they may consider necessary or appropriate for carrying the Scheme into effect;
   (c) the articles of association of the Company be amended by the adoption of the proposed new articles 186, 187 and 188;
   (d) the articles of association of the Company be amended by the adoption of the proposed new article 57A; and
   (e) the Belgian Offer and the Belgian Merger be approved, and the directors be authorised to take all steps necessary or desirable in connection with the Belgian Offer and the Belgian Merger.

or, failing him or her, the chairman of the SABMiller General Meeting (the Chairman) to act as my/our proxy to exercise all or any of my/our rights to attend and to speak for me/us and to vote for me/us on my/our behalf at the SABMiller General Meeting to be held at the Grosvenor House Hotel, 86-90 Park Lane, London, W1K 7TN, United Kingdom on 28 September 2016 at 9.15 a.m. (London time) and at any adjournment thereof.

If you wish to appoint multiple proxies please see note 1 overleaf. Please tick this box if you are appointing more than one proxy.

Please indicate with an ‘X’ in the appropriate box below how you wish to vote and then sign in the space provided below. Your proxy may vote or abstain from voting at his or her discretion on the resolution where no specific direction as to voting is given and on any other business which is properly put before the meeting. If the Chairman is appointed as proxy and no specific direction as to voting is given, the Chairman will vote in favour of the below resolution. If you mark more than one box or fail to sign in the appropriate place, this Form of Proxy will be invalid.

SABMiller plc General Meeting to be held at 9.15 a.m. (London time) on 28 September 2016

Please read the important notes overleaf and the notice convening the SABMiller General Meeting set out at Part XII of the UK Scheme Document published on or around 26 August 2016 before completing this Form of Proxy.

I/We the undersigned, being (a) member(s) of SABMiller plc (the Company), hereby appoint (see note 1 overleaf) or, failing him or her, the chairman of the SABMiller General Meeting (the Chairman) to act as my/our proxy to exercise all or any of my/our rights to attend and to speak for me/us and to vote for me/us on my/our behalf at the SABMiller General Meeting to be held at the Grosvenor House Hotel, 86-90 Park Lane, London, W1K 7TN, United Kingdom on 28 September 2016 at 9.15 a.m. (London time) and at any adjournment thereof.

If you wish to appoint multiple proxies please see note 1 overleaf. Please tick this box if you are appointing more than one proxy.

Important: If you wish to vote for the UK Scheme, insert your signature in the box marked "FOR the UK Scheme". If you wish to vote against the UK Scheme, insert your signature in the box marked "AGAINST the UK Scheme". Only insert your signature once. This Form of Proxy must be signed in order to be valid. If you sign in both boxes, or if you do not sign either, then this Form of Proxy shall be invalid.

Only insert your signature once

FOR the UK Scheme

AGAINST the UK Scheme

Date

Voting ID

Task ID

Shareholder Reference Number

Please refer to the important notes overleaf

SABMiller plc General Meeting

Form of Proxy

Voting ID

Task ID

Shareholder Reference Number

SABMiller plc

UK Scheme Court Meeting

Form of Proxy

Voting ID

Task ID

Shareholder Reference Number

UK Scheme Court Meeting of SABMiller plc to be held at 9.00 a.m. (London time) on 28 September 2016

Please read the important notes overleaf and the notice convening the UK Scheme Court Meeting set out at Part XI of the UK Scheme Document published on or around 26 August 2016 before completing this Form of Proxy.

I/We the undersigned, being (a) member(s) of SABMiller plc (the Company), hereby appoint (see note 1 overleaf) or, failing him or her, the chairman of the UK Scheme Court Meeting (the Chairman) to act as my/our proxy to exercise all or any of my/our rights to attend and to speak and vote for me/us on my/our behalf at the UK Scheme Court Meeting to be held at the Grosvenor House Hotel, 86-90 Park Lane, London, W1K 7TN, United Kingdom on 28 September 2016 at 9.00 a.m. (London time) and at any adjournment thereof for the purpose of considering and, if thought fit, approving, with or without modification, the UK Scheme referred to in the notice convening the UK Scheme Court Meeting and at such UK Scheme Court Meeting to speak for me/us and to vote for me/us and in my/our name for the UK Scheme (either with or without modification, as my/our proxy may approve), or against the UK Scheme as indicated below.

If you wish to appoint multiple proxies please see note 1 overleaf. Please tick this box if you are appointing more than one proxy.

Important: If you wish to vote for the UK Scheme, insert your signature in the box marked "FOR the UK Scheme". If you wish to vote against the UK Scheme, insert your signature in the box marked "AGAINST the UK Scheme". Only insert your signature once. This Form of Proxy must be signed in order to be valid. If you sign in both boxes, or if you do not sign either, then this Form of Proxy shall be invalid.

Only insert your signature once

FOR the UK Scheme

AGAINST the UK Scheme

Date

Please refer to the important notes overleaf

SABMiller plc

Attendance card

The UK Scheme Court Meeting to be held at 9.00 a.m. (London time) and the SABMiller General Meeting to be held at 9.15 a.m. (London time) on Wednesday 28 September 2016 at the Grosvenor House Hotel, 86-90 Park Lane, London W1K 7TN, United Kingdom.

If you wish to attend these meetings in your capacity as a holder of SABMiller Shares, please hand this card in on arrival.

SABMiller plc UK Scheme Court Meeting

Form of Proxy

Voting ID

Task ID

Shareholder Reference Number

UK Scheme Court Meeting of SABMiller plc to be held at 9.00 a.m. (London time) on 28 September 2016

Please read the important notes overleaf and the notice convening the UK Scheme Court Meeting set out at Part XI of the UK Scheme Document published on or around 26 August 2016 before completing this Form of Proxy.

I/We the undersigned, being (a) member(s) of SABMiller plc (the Company), hereby appoint (see note 1 overleaf) or, failing him or her, the chairman of the UK Scheme Court Meeting (the Chairman) to act as my/our proxy to exercise all or any of my/our rights to attend and to speak and vote for me/us on my/our behalf at the UK Scheme Court Meeting to be held at the Grosvenor House Hotel, 86-90 Park Lane, London, W1K 7TN, United Kingdom on 28 September 2016 at 9.00 a.m. (London time) and at any adjournment thereof for the purpose of considering and, if thought fit, approving, with or without modification, the UK Scheme referred to in the notice convening the UK Scheme Court Meeting and at such UK Scheme Court Meeting to speak for me/us and to vote for me/us and in my/our name for the UK Scheme (either with or without modification, as my/our proxy may approve), or against the UK Scheme as indicated below.

If you wish to appoint multiple proxies please see note 1 overleaf. Please tick this box if you are appointing more than one proxy.

Important: If you wish to vote for the UK Scheme, insert your signature in the box marked "FOR the UK Scheme". If you wish to vote against the UK Scheme, insert your signature in the box marked "AGAINST the UK Scheme". Only insert your signature once. This Form of Proxy must be signed in order to be valid. If you sign in both boxes, or if you do not sign either, then this Form of Proxy shall be invalid.

Only insert your signature once

FOR the UK Scheme

AGAINST the UK Scheme

Date

Please refer to the important notes overleaf

SABMiller plc

General Meeting

Form of Proxy

Voting ID

Task ID

Shareholder Reference Number

SABMiller General Meeting to be held at 9.15 a.m. (London time) on 28 September 2016

Please read the important notes overleaf and the notice convening the SABMiller General Meeting set out at Part XII of the UK Scheme Document published on or around 26 August 2016 before completing this Form of Proxy.

I/We the undersigned, being (a) member(s) of SABMiller plc (the Company), hereby appoint (see note 1 overleaf) or, failing him or her, the chairman of the SABMiller General Meeting (the Chairman) to act as my/our proxy to exercise all or any of my/our rights to attend and to speak for me/us and to vote for me/us on my/our behalf at the SABMiller General Meeting to be held at the Grosvenor House Hotel, 86-90 Park Lane, London, W1K 7TN, United Kingdom on 28 September 2016 at 9.15 a.m. (London time) and at any adjournment thereof.

If you wish to appoint multiple proxies please see note 1 overleaf. Please tick this box if you are appointing more than one proxy.

Important: If you wish to vote for the UK Scheme, insert your signature in the box marked "FOR the UK Scheme". If you wish to vote against the UK Scheme, insert your signature in the box marked "AGAINST the UK Scheme". Only insert your signature once. This Form of Proxy must be signed in order to be valid. If you sign in both boxes, or if you do not sign either, then this Form of Proxy shall be invalid.

Only insert your signature once

FOR the UK Scheme

AGAINST the UK Scheme

Date

Please refer to the important notes overleaf

SABMiller plc

Attendance card

The UK Scheme Court Meeting to be held at 9.00 a.m. (London time) and the SABMiller General Meeting to be held at 9.15 a.m. (London time) on Wednesday 28 September 2016 at the Grosvenor House Hotel, 86-90 Park Lane, London W1K 7TN, United Kingdom.

If you wish to attend these meetings in your capacity as a holder of SABMiller Shares, please hand this card in on arrival.
In the case of joint holders, only one need sign the Form of Proxy.

To appoint more than one proxy you may photocopy this Form of Proxy or contact the UK Company’s registrar, Equiniti Limited, for further Forms of Proxy. Please indicate the proxy holder’s name and the number and shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.

The person(s) appointed to act as proxy or proxies need not be members of the Company. Your proxy may vote at the meeting whether voting at his or her discretion on any other business which is properly put before the meeting.

If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

** Please enter the number of shares your proxy is authorised to vote to be cast. This Form of Proxy must be marked and signed by you and returned in a properly sealed envelope.

To appoint more than one proxy you may photocopy this Form of Proxy or contact the UK Company’s registrar, Equiniti Limited, for further Forms of Proxy. Please indicate the proxy holder’s name and the number and shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

** Please enter the number of shares your proxy is authorised to vote to be cast. This Form of Proxy must be marked and signed by you and returned in a properly sealed envelope.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

** Please enter the number of shares your proxy is authorised to vote to be cast. This Form of Proxy must be marked and signed by you and returned in a properly sealed envelope.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

** Please enter the number of shares your proxy is authorised to vote to be cast. This Form of Proxy must be marked and signed by you and returned in a properly sealed envelope.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

** Please enter the number of shares your proxy is authorised to vote to be cast. This Form of Proxy must be marked and signed by you and returned in a properly sealed envelope.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.

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If this box is left blank your proxy will represent your voting at his or her discretion on any other business which is properly put before the meeting. If the Chairman is appointed as proxy, your vote will only be cast if that person is present at the SABMiller General Meeting.