SABMiller plc Annual General Meeting
Attendance card

To be held at 11.00am on Thursday 26 July 2012 at Pennyhill Park Hotel, London Road, Bagshot, Surrey, GU19 5EU.

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it in.

Bar Code:

Investor Code:

Signature

Dear Shareholder

I have pleasure in enclosing our 2012 Annual Report, Notice of Annual General Meeting and Form of Proxy.

If you are unable to attend the Annual General Meeting on 26 July 2012, you should complete, sign and return the attached proxy form, using the enclosed pre-paid reply envelope.

If you wish to attend the meeting please remember to bring along the Attendance card printed above.

All shareholders will be able to view a recording of the meeting that will be placed on our website on 27 July 2012 (www.sabmiller.com/agm2012).

John Davidson
General Counsel and
Group Company Secretary

11 June 2012

SABMiller plc, incorporated in England and Wales with registered number 3528416.
Registered office SABMiller House, Church Street West, Woking, Surrey GU21 6HS, England.

SABMiller plc Annual General Meeting
Form of Proxy

Bar Code:

Investor Code:

Event Code:

I/We

being (a) holder(s) of ordinary shares of US$0.10 each

in the capital of the Company, hereby appoint*

of address

or, failing him or her, the Chairman of the Meeting as my/our proxy to vote in my/our name(s) and on my/our behalf in respect of shares at the Annual General Meeting of the Company to be held at the Pennyhill Park Hotel, London Road, Bagshot, Surrey, GU19 5EU, England on Thursday, 26 July 2012 at 11.00am (London time) and at any adjournment thereof.

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

Please indicate with an 'X' in the appropriate box below how the proxy should vote and then sign in the space provided below. If no specific direction as to voting is given, the proxy may vote or abstain at his or her discretion. If the Chairman of the Meeting is appointed as proxy and no specific direction as to voting is given, the Chairman will vote in favour of the resolution.

Resolutions **Please mark 'X' to indicate how you wish to vote**

	Ordinary Resolutions	**For**	**Against**	**#Vote Withheld**
1	To receive and adopt the financial statements for the year ended 31 March 2012, together with the reports of the directors and auditors therein.			
2	To receive and, if thought fit, to approve the Directors' Remuneration Report 2012 contained in the Annual Report for the year ended 31 March 2012.			
3	To elect Dr A J Clark as a director of the Company.			
4	To re-elect Mr M H Armour as a director of the Company.			
5	To re-elect Mr G C Bible as a director of the Company.			
6	To re-elect Mr D S Devitre as a director of the Company.			
7	To re-elect Ms L M S Knox as a director of the Company.			
8	To re-elect Mr E A G Mackay as a director of the Company.			
9	To re-elect Mr P J Manser as a director of the Company.			
10	To re-elect Mr J A Manzoni as a director of the Company.			
11	To re-elect Mr M Q Morland as a director of the Company.			
12	To re-elect Dr D F Moyo as a director of the Company.			
13	To re-elect Mr C A Pérez Dávila as a director of the Company.			
14	To re-elect Mr M C Ramaphosa as a director of the Company.			
15	To re-elect Mr A Santo Domingo Dávila as a director of the Company.			
16	To re-elect Ms H A Weir as director of the Company.			
17	To re-elect Mr H A Willard as a director of the Company.			
18	To re-elect Mr J S Wilson as a director of the Company.			
19	To declare a final dividend of 69.5 US cents per share.			
20	To re-appoint PricewaterhouseCoopers LLP as auditors of the Company, to hold office until the conclusion of the next general meeting at which accounts are laid.			
21	To authorise the directors to determine the remuneration of the auditors.			
22	To give a general power and authority to the directors to allot shares.			
	Special Resolutions			
23	To give a general power and authority to the directors to allot shares for cash otherwise than *pro rata* to all shareholders.			
24	To give a general authority to the directors to make market purchases of ordinary shares of US$0.10 each in the capital of the Company.			
25	To approve the calling of general meetings, other than an annual general meeting, on not less than 14 clear days' notice.			

Signature **Date**

Please refer to the important notes overleaf

SABMiller plc Annual General Meeting
Notes

Notes in respect of the Form of Proxy

1 *If you wish to appoint any person other than the Chairman as your proxy, insert his or her name and address in the space provided, delete 'or failing him or her the Chairman of the Meeting' and initial the alteration. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of 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. Unless otherwise indicated, the proxy will vote as he/she thinks fit or, at his/her discretion, will abstain from voting. If the Chairman of the Meeting is appointed proxy and no specific direction as to voting is given, the Chairman of the Meeting will vote in favour of the resolution.

2 #The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against'.

3 In the case of a corporation, the Form of Proxy must be expressed to be executed by the corporation and executed under its common seal or the hand of a duly authorised attorney or a duly authorised agent or officer of the corporation.

4 In the case of joint holders, the vote of the senior holder tendering a vote will be accepted to the exclusion of the votes of the other joint holders. Seniority depends on the order in which the names stand in the register of members.

5 To be effective, this Form of Proxy and any power of attorney or other written authority under which it is signed (or a notarially certified or office copy of such power or authority) must reach the office of the Company's registrars, Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU no later than 11.00am (London time) on 24 July 2012.

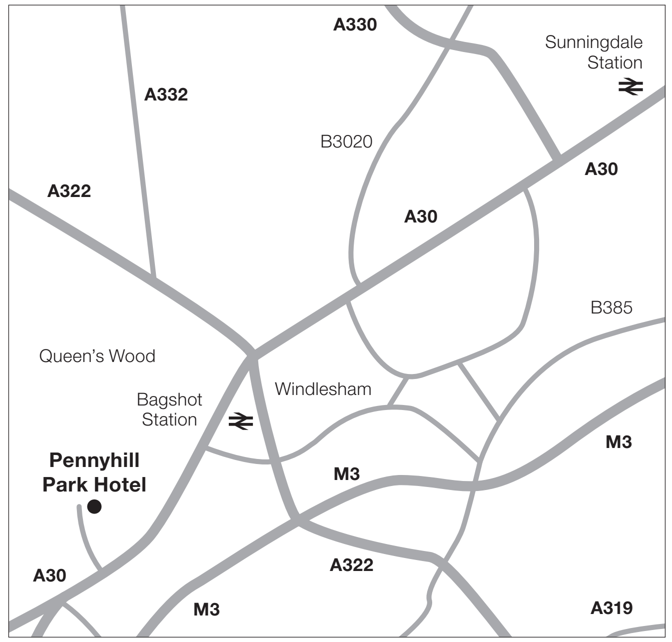
6 Alternatively, if your shares are held through CREST, you may submit your proxy appointment via the CREST electronic proxy service. To do so, please refer to the Notes to the Notice of Annual General Meeting.

7 Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the Annual General Meeting should you subsequently decide to do so.

SABMiller plc Annual General Meeting
How to get there

We wish you a pleasant journey
and look forward to welcoming you to the

Pennyhill Park Hotel
London Road
Bagshot
Surrey GU19 5EU
England



Page 12 of the Notice of Annual General Meeting includes details of how to get to Pennyhill Park Hotel. Shareholders planning to use the free shuttle bus service from Sunningdale or Bagshot rail stations are invited to contact us in advance by calling (+44) (0)1483 754477 so that we can ensure sufficient transport is available.