

SABMiller plc Annual General Meeting

Form of Proxy



Bar Code:

Investor Code:

I/We

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

Event Code:

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 InterContinental London Park Lane, One Hamilton Place, Park Lane, London W1J 7QY, England on Thursday, 25 July 2013 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 2013, together with the reports of the directors and auditors therein.			
2 To receive and, if thought fit, to approve the Directors' Remuneration Report 2013 contained in the Annual Report for the year ended 31 March 2013.			
3 To elect Mr G R Elliott 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 A J Clark as a director of the Company.			
7 To re-elect Mr D S Devitre as a director of the Company.			
8 To re-elect Ms L M S Knox as a director of the Company.			
9 To re-elect Mr E A G Mackay as a director of the Company.			
10 To re-elect Mr P J Manser as a director of the Company.			
11 To re-elect Mr J A Manzoni as a director of the Company.			
12 To re-elect Mr M Q Morland as a director of the Company.			
13 To re-elect Dr D F Moyo as a director of the Company.			
14 To re-elect Mr C A Pérez Dávila 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 77 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

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 23 July 2013.
- 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.