

Company No. 07816628

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

of

AB INBEV SOUTHERN CAPITAL LIMITED
(the "Company")

We, being all the eligible members of the Company (representing 100 per cent. of the total voting rights of the Company) who at the circulation date of these resolutions would have been entitled to vote on the resolutions, 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 a special resolution, and, in the case of resolution 2, as an ordinary resolution:

SPECIAL RESOLUTION

1. THAT, subject to the receipt by the Company of the written consent of AB InBev America Holdings Limited ("UK4"), ABI Southern Holding Ltd and Anheuser-Busch Mexico LLC ("AB Mexico") (as all the members of the Company) in the terms annexed to these written resolutions, the Company adopt new articles of association in the terms annexed to these written resolutions.

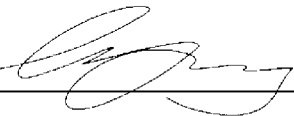
ORDINARY RESOLUTION

2. THAT, subject to the adoption of the new articles of association of the Company in the terms annexed to these written resolutions taking effect, and in accordance with section 630 of the Act:
 - (a) 4,455 of the redeemable B preference shares of USD 0.000001 each in the issued share capital of the Company held by UK4 at the date of this resolution, be and are hereby converted into the same number of redeemable D preference shares of USD 0.000001 each, having the rights and subject to the restrictions set out in the Company's articles of association; and
 - (b) 10,340 of the redeemable C preference shares of USD 0.000001 each in the issued share capital of the Company held by UK4 at the date of this resolution,

be and are hereby converted into the same number of redeemable E preference shares of USD 0.000001 each, having the rights and subject to the restrictions set out in the Company's articles of association.

Signed:  ST

Name: Stephen John Turner

Signed: 

Name: Sibil Jiang - Director


For and on behalf of
AB INBEV AMERICA HOLDINGS LIMITED

Dated: 18 November 2020

Time: 1:47PM

Signed:  ST

Name: Stephen John Turner

Signed: 

Name: Sibil Jiang - Director

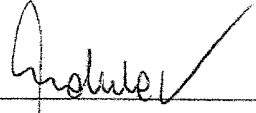
For and on behalf of
ABI SOUTHERN HOLDING LTD

Dated: 18 November 2020

Time: 1:48PM

Signed:  _____

Name: Betty Marcelino

Signed:  _____

Name: Isabela Gerjoi Bezerra de Souza

For and on behalf of
ANHEUSER-BUSCH MEXICO LLC

Dated: 18 November 2020
Time: 1:49PM

Notes:

1. The circulation date of these resolutions is 18 November 2020. These resolutions have been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons duly authorised on their behalf) should sign these resolutions.
2. An eligible member can signify his, her or its agreement to these resolutions by signing the resolutions and by either delivering a copy of the signed resolutions to Simon Phillips by hand or by sending a copy of the signed resolutions in hard copy form by post to Simon Phillips or by e-mail to Simon.Phillips@AB-Inbev.com. An eligible member can also signify his, her or its agreement to the resolutions by sending an e-mail from his, her or its e-mail address held by the Company for such purposes to Simon Phillips at Simon.Phillips@AB-Inbev.com identifying the resolutions and indicating his, her or its agreement to such resolutions.
3. These resolutions must be passed by 15 December 2020. If the resolutions are not passed by such date they will lapse. The agreement of a member to these resolutions is ineffective if signified after this date.