



**EXTRACT FROM THE MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF
SHAREHOLDERS OF EFES BREWERIES INTERNATIONAL N.V.**

28 June 2010

Extract from the minutes of the proceedings at the extraordinary general meeting of shareholders of Efes Breweries International N.V., a public company limited by shares, organised under the laws of the Netherlands, having its corporate seat in Amsterdam and address at Strawinskyiaan 1227, 1077 XX Amsterdam, the Netherlands, hereinafter referred to as "the Company", which meeting was held in Amsterdam on the 28th day of June, 2010 at 14:00 h.

In accordance with article 30, paragraph 1 of the articles of association of the Company, Mr. Deniz Celik acted as the Chairman of the meeting. The Chairman designated Ms. Nathalie Peters as the Secretary of the meeting. Mr. Deniz Celik acted as the representative of the shareholder that appeared, being Anadolu Efes Biracilik ve Malt Sanayii A.S. ("Anadolu Efes"). The Secretary also acted as the representative of the Bank of New York Mellon in its capacity of representative of the holders of global depositary receipts (GDRs) in the capital of the Company.

The Chairman recorded that the extraordinary general meeting was held in the place referred to in the articles of association of the Company and that the extraordinary general meeting had been convened with due observance of all requirements prescribed by the law and the articles of association, that in particular the holders of depositary receipts issued with the cooperation of the Company and the holders of a right of usufruct or a right of pledge entitled to the rights granted by virtue of the law to holders of depositary receipts for shares which have been issued with the cooperation of a company, were given notice. The Chairman established that the shareholders represented at the meeting, are together entitled to 100% of the votes on all issued shares, amounting to 211,428,569 shares in the capital of the Company for which 211,428,569 votes may be cast.

The Chairman mentioned that the proposals as mentioned in the agenda for this meeting were made by the Board of Management and the Supervisory Board. In light thereof the Chairman proposed:

Resolution 1

To approve the cancellation of the admission of the Global Deposit Receipts ("GDRs") to the Official List of the UK Listing Authority and to trading on the London Stock Exchange's main market for listed securities, conditional upon the effectiveness of the amendment to the Deposit Agreement between the Company and the Bank of New York Mellon (the "Depositary") dated 20 October 2004 (the "Deposit Agreement").

EFES BREWERIES INTERNATIONAL N.V.

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Resolution 2

To approve the amendment of the Deposit Agreement pursuant to clause 13 thereof (i) to remove the covenant set out in clause 7.1 of the Deposit Agreement that the Company will use its best endeavours to maintain a listing for the outstanding GDRs on the Official List; and (ii) to provide that, if all the deposited shares are acquired by Anadolu Efes pursuant to the squeeze-out process, the Depositary will not be required to distribute the resulting net proceeds except upon surrender of the GDRs and payment of the cancellation fee, both in accordance with the terms of the Deposit Agreement.

Resolution 3

Confirmation of the representative authority in respect of the Company in case of any conflicts of interests (as referred to in article 2:146 of the Burgerlijk Wetboek (Netherlands Civil Code)). It is proposed to the extraordinary general meeting of shareholders of the Company to designate each member of the Management Board as a fully authorised representative of the Company to take all steps as may be necessary or desirable in order to give full force and effect to the resolutions referred to above, including the entering into of an amendment to the Deposit Agreement and requesting the cancellation of the GDRs.

After a brief discussion the Chairman put the proposals to a vote. The Chairman recorded that:

For resolution 1 211,104,904 votes were cast in favour of the proposals; 78,565 votes were cast against the proposals, 0 votes abstained from voting and that there were 245,100 blank votes and 0 invalid votes;

For resolution 2 211,104,904 votes were cast in favour of the proposals; 78,565 votes were cast against the proposals, 0 abstained from voting and that there were 245,100 blank votes and 0 invalid votes;

For resolution 3 211,104,904 votes were cast in favour of the proposals; 78,565 votes were cast against the proposals, 0 abstained from voting and that there were 245,100 blank votes and 0 invalid votes;

so that all the resolutions were adopted.

No other business to be transacted, the Chairman closed the meeting.

CHAIRMAN:

SECRETARY:

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