



**SAN MIGUEL BREWERY
HONG KONG LTD.**

香港生力啤酒廠有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 236)

PROXY FORM

I/We (note 1) _____
of _____
being registered holder(s) of (note 2) _____ shares of HK\$0.50 each of San Miguel Brewery Hong Kong Limited (the "Company") hereby appoint the Chairman of the meeting (note 3) or _____
of _____
or failing him _____
of _____

as my/our proxy to attend, act and vote for me/us and on my/our behalf at the extraordinary general meeting of the Company to be held at Island Ballroom, Level 5, Island Shangri-La Hong Kong, Two Pacific Place, Supreme Court Road, Central, Hong Kong on 16 June 2009, Tuesday at 3:30 p.m. (or as soon as the annual general meeting of the Company convened at the same date and place shall conclude or adjourn) and at any adjournment(s) thereof on the undermentioned ordinary resolution as indicated:

Ordinary Resolution	See (note 4)	
	FOR	AGAINST
To approve the agreement dated 11 May 2009 (the "Agreement") entered into between San Miguel Corporation, the ultimate controlling shareholder of the Company, and the Company, in respect of certain transactions and the proposed annual caps in relation to the transactions contemplated under the Agreement for each of the two financial years ending 31 December 2009 and 2010 as set out in the Company's circular dated 29 May 2009.		

As witness my/our hand this _____ day of _____ 2009.

Signature(s) _____

Notes:

1. Please insert full name(s) and address(es) in **BLOCK LETTERS**.
2. Please insert the number of shares registered in your name(s). If no such indication is given, this proxy form will be deemed to relate to all the shares of the Company registered in your name(s).
3. If any proxy other than the Chairman of the meeting is preferred, please cross out the words "the Chairman of the meeting" herein and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE IN THIS PROXY FORM MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. Please indicate with an "X" in the appropriate space beside the resolution how you wish the proxy to vote on your behalf. In the absence of any such indication, the proxy will be entitled to vote for or against the resolution or will abstain at his discretion.
5. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either signed under its seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint holders, any one of such persons may attend and vote at the meeting either personally or by proxy. If more than one of such joint holders is present at the meeting personally or by proxy, then the person whose name stands first on the Register of Members in respect of the joint holding shall alone be entitled to vote.
7. To be valid, this proxy form must be completed, signed and deposited at the Company's share registrar, Computershare Hong Kong Investor Services Limited, at 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time of the meeting.
8. A proxy needs not be a shareholder of the Company.