

FINAL TERMS

PROHIBITION OF SALES TO EEA RETAIL INVESTORS - The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended "MiFID II"); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended or superseded), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Directive 2003/71/EC (as amended or superseded). No key information document required by Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

MiFID II product governance/Professional investors and ECPs only target market – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

Notification under Section 309B(1)(c) of the Securities and Futures Act (Chapter 289) of Singapore (the SFA) - In connection with Section 309B of the Securities and Futures Act (Chapter 289) of Singapore (the SFA) and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the CMP Regulations 2018), the Issuer has determined the classification of the Notes as prescribed capital markets products (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Final Terms dated 28 March 2019

ANHEUSER-BUSCH INBEV SA/NV

Legal Entity Identifier (LEI): 5493008H3828EMEXB082

Issue of €1,000,000,000 1.650 per cent. Notes due 2031

Guaranteed by

**ANHEUSER-BUSCH COMPANIES, LLC
ANHEUSER-BUSCH INBEV FINANCE INC.
ANHEUSER-BUSCH INBEV WORLDWIDE INC.
BRANDBEV S.À R.L.
BRANDBREW S.A.
COBREW NV**

under the €40,000,000,000

Euro Medium Term Note Programme

The expression "**Prospectus Directive**" means Directive 2003/71/EC (as amended or superseded, including by Directive 2010/73/EU) and includes any relevant implementing measure in a relevant Member State of the European Economic Area.

PART A CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Base Prospectus dated 12 December 2018 which, as supplemented by the supplement to the Base

Prospectus dated 25 March 2019 (the "**Supplement**"), together constitute a base prospectus (the "**Base Prospectus**") for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus.

Full information on the Issuer, the Guarantors and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus (as so supplemented). The Base Prospectus and the Supplement are available for viewing on the website of the Regulatory News Service operated by the London Stock Exchange (at <https://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>) and copies may be obtained during normal business hours at the specified offices of the Domiciliary Agent for the time being in Belgium.

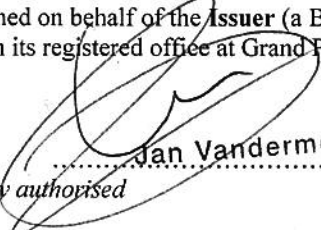
1.	(a)	Issuer:	Anheuser-Busch InBev SA/NV
	(b)	Guarantors:	Anheuser-Busch Companies, LLC Anheuser-Busch InBev Finance Inc. Anheuser-Busch InBev Worldwide Inc. Brandbev S.à r.l. Brandbrew S.A. Cobrew NV
2.	(a)	Series Number:	36
	(b)	Tranche Number:	1
	(c)	Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3.		Specified Currency or Currencies:	Euro ("€")
4.		Aggregate Principal Amount:	
	(a)	Series:	€1,000,000,000
	(b)	Tranche:	€1,000,000,000
5.		Issue Price:	99.483 per cent. of the Aggregate Principal Amount
6.	(a)	Specified Denominations:	€100,000 and integral multiples of €1,000 in excess thereof
	(b)	Calculation Amount:	€1,000
7.	(a)	Issue Date:	29 March 2019
	(b)	Interest Commencement Date:	Issue Date
8.		Maturity Date:	28 March 2031
9.		Interest Basis:	1.650 per cent. Fixed Rate (further particulars specified below)
10.		Redemption Basis:	Subject to any purchase and cancellation or early redemption the Notes will be redeemed on the Maturity Date at 100 per cent. of their principal amount
11.		Change of Interest Basis:	Not Applicable
12.		Put/Call Options:	Issuer Call


(further particulars specified below)

13. Date of Board approval for issuance of Notes and Guarantee(s) obtained: 11 December 2018 in the case of Anheuser-Busch InBev SA/NV; 10 January 2019 in the case of Anheuser-Busch Companies, LLC; 9 January 2019 in the case of Anheuser-Busch InBev Finance Inc.; 10 January 2019 in the case of Anheuser-Busch Worldwide Inc.; 25 March 2019 in the case of Brandbev S.à r.l.; 25 March 2019 in the case of Brandbrew S.A. and 7 January 2019 in the case of Cobrew NV
14. Fixed Rate Note Provisions: Applicable
- (a) Rate(s) of Interest: 1.650 per cent. per annum payable in arrear on each Interest Payment Date
- (b) Interest Payment Date(s): 28 March in each year, commencing on 28 March 2020, up to and including the Maturity Date.
- There will be a short first coupon in respect of the period from, and including, the Interest Commencement Date to, but excluding, 28 March 2020.
- (c) Day Count Fraction: Actual/Actual (ICMA)
- (d) Determination Date(s): 28 March in each year
- (e) Ratings Step-up/Step-down: Not Applicable
15. Floating Rate Note Provisions: Not Applicable
16. Zero Coupon Note Provisions: Not Applicable
17. Issuer Call: Applicable
- (a) Optional Redemption Date(s): Any Business Day (as defined in Condition 4.2(a)) up to but excluding the Maturity Date
- (b) Optional Redemption Amount of each Note: In respect of:
- (1) any Optional Redemption Date falling in the period from, and including, the Issue Date to, but excluding, 28 December 2030, Reference Bond Basis; or
- (2) any Optional Redemption Date falling in the period from, and including, 28 December 2030 to, but excluding, the Maturity Date, €1,000 per Calculation Amount.
- (i) Optional Redemption Margin: +30 basis points
- (ii) Reference Bond: CA Selected Bond
- (iii) Quotation Time: 5.00 p.m. Brussels time
- (iv) Reference Rate: The third Business Day preceding the relevant

	Determination Day:	Optional Redemption Date
(c)	If redeemable in part:	
	(i) Minimum Redemption Amount:	Not Applicable
	(ii) Maximum Redemption Amount:	Not Applicable
18.	Investor Put:	Not Applicable
19.	Final Redemption Amount:	€1,000 per Calculation Amount
20.	Early Redemption Amount payable on redemption for taxation reasons or on event of default:	€1,000 per Calculation Amount
21.	Additional Financial Centre(s) or other special provisions relating to Payment Days:	London

Signed on behalf of the Issuer (a Belgian limited liability company (*société anonyme / naamloze vennootschap*) with its registered office at Grand Place 1 / Grote Markt 1, 1000 Brussels, enterprise number 0417.497.106):

By:  Jan Vandermeersch
Duly authorised

By: 
Duly authorised A. LEGOSTAEV

Signed on behalf of Anheuser-Busch Companies, LLC:

By:
Duly authorised

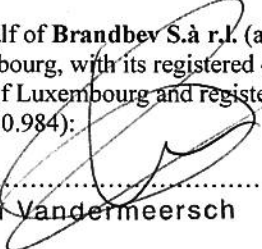
Signed on behalf of Anheuser-Busch InBev Finance Inc.:

By:
Duly authorised

Signed on behalf of Anheuser-Busch InBev Worldwide Inc.:

By:
Duly authorised

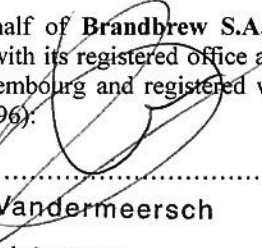
Signed on behalf of **Brandbev S.à r.l.** (a *société à responsabilité limitée*, incorporated and existing under the laws of Luxembourg, with its registered office at Zone Industrielle Breedewues No. 15, L-1259 Senningerberg, Grand Duchy of Luxembourg and registered with the Luxembourg register of commerce and companies under the number B 80.984):

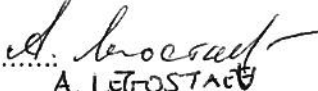
By: 
Name: Jan Vandermeersch


A. LEGOSTAEV

Title: authorised signatory

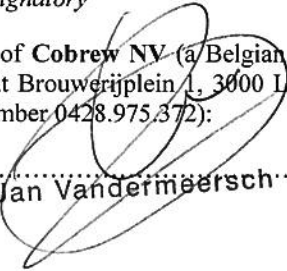
Signed on behalf of **Brandbrew S.A.** (a *société anonyme*, incorporated and existing under the laws of Luxembourg, with its registered office at Zone Industrielle Breedewues No. 15, L-1259 Senningerberg, Grand Duchy of Luxembourg and registered with the Luxembourg register of commerce and companies under the number B 75.696):

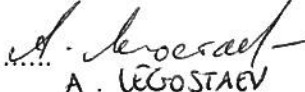
By: 
Name: Jan Vandermeersch


A. LEGOSTAEV

Title: authorised signatory

Signed on behalf of **Cobrew NV** (a Belgian public limited liability company (*naamloze vennootschap*), with registered office at Brouwerijplein 1, 3000 Leuven, Belgium registered with the Register of Legal Entities of Brussels under number 0428.975.372):

By: 
Duly authorised: Jan Vandermeersch

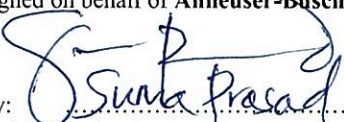

A. LEGOSTAEV

Signed on behalf of the **Issuer** (a Belgian limited liability company (*société anonyme / naamloze vennootschap*) with its registered office at Grand Place 1 / Grote Markt 1, 1000 Brussels, enterprise number 0417.497.106):

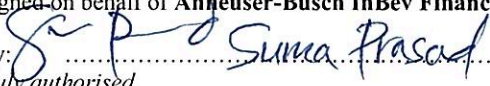
By:
Duly authorised

By:
Duly authorised

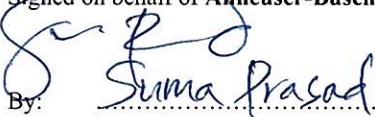
Signed on behalf of **Anheuser-Busch Companies, LLC:**

By: 
Duly authorised

Signed on behalf of **Anheuser-Busch InBev Finance Inc.:**

By: 
Duly authorised

Signed on behalf of **Anheuser-Busch InBev Worldwide Inc.:**

By: 
Duly authorised

Signed on behalf of **Brandbev S.à r.l.** (a *société à responsabilité limitée*, incorporated and existing under the laws of Luxembourg, with its registered office at Zone Industrielle Breedewues No. 15, L-1259 Senningerberg, Grand Duchy of Luxembourg and registered with the Luxembourg register of commerce and companies under the number B 80.984):

By:
Name:

Title: authorised signatory

Signed on behalf of **Brandbrew S.A.** (a *société anonyme*, incorporated and existing under the laws of Luxembourg, with its registered office at Zone Industrielle Breedewues No. 15, L-1259 Senningerberg, Grand Duchy of Luxembourg and registered with the Luxembourg register of commerce and companies under the number B 75.696):

By:
Name:

Title: authorised signatory

Signed on behalf of **Cobrew NV** (a Belgian public limited liability company (*naamloze vennootschap*), with registered office at Brouwerijplein 1, 3000 Leuven, Belgium registered with the Register of Legal Entities of Brussels under number 0428.975.372):

By:
Duly authorised:

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market and to listing on the Official List of the FCA with effect from 29 March 2019.
- (ii) Estimate of total expenses related to admission to trading: £4,560

2. RATINGS

The Notes to be issued are expected to be rated:

S&P: A- (negative)
Moody's: Baa1 (stable)

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to Banco Santander, S.A., BNP Paribas, Deutsche Bank AG, London Branch, ING Bank N.V. Belgian Branch, HSBC Bank plc, Société Générale, Banca IMI S.p.A. and UniCredit Bank AG (together, the "**Managers**"), so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and the Guarantors and their affiliates in the ordinary course of business.

4. USE OF PROCEEDS

General corporate purposes, including the repayment of upcoming debt maturities in 2021 to 2024 and 2020.

5. YIELD

Indication of yield: 1.698 per cent. per annum

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. OPERATIONAL INFORMATION

- (i) ISIN Code: BE6312822628
- (ii) Common Code: 197438681
- (iii) CFI: DTFNXR, as updated as set out on the website of the Association of the National Numbering Agencies (ANNA) or as alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (iv) FISN: AB INBEV/EMTN 20310328 SR REGS, as updated as set out on the website of the Association of the National Numbering Agencies (ANNA) or as alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
- (v) Any clearing system(s) other than the X/N Clearing System and the relevant identification number(s): Not Applicable

- (vi) Delivery: Delivery free of payment
- (vii) Names and addresses of additional paying agent(s) (if any): Not Applicable
- (viii) Intended to be held in a manner which would allow Eurosystem eligibility: Yes

7. **DISTRIBUTION**

- (i) Method of distribution: Syndicated
- (ii) If syndicated:
 - (a) Date of subscription agreement: 28 March 2019
 - (b) Stabilising Manager(s) (if any): Deutsche Bank AG, London Branch
- (iii) If non-syndicated, name and address of Dealer: Not Applicable
- (iv) U.S. Selling Restrictions: Reg. S Compliance Category 2; TEFRA not applicable
- (v) Public Offer: Not Applicable
- (vi) Prohibition of Sales to Belgium Consumers: Applicable
- (vii) Prohibition of sales to EEA Retail Investors: Applicable

8. **TERMS AND CONDITIONS OF THE OFFER**

Not Applicable