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**RECOMMENDED CASH OFFER FOR SCOTTISH &  
NEWCASTLE PLC BY SUNRISE ACQUISITIONS LIMITED  
(A COMPANY JOINTLY OWNED BY CARLSBERG AND  
HEINEKEN)**

**Scheme of Arrangement Becomes Effective**

Carlsberg A/S and Heineken N.V. note that the Scheme of Arrangement to effect the acquisition of Scottish & Newcastle plc ("S&N") by Sunrise Acquisitions Limited ("BidCo") has now become effective in accordance with its terms.

Consideration due to S&N shareholders will be despatched by cheques or the issue of loan notes or settled through CREST, as appropriate, by 12 May 2008.

Commenting on the completion of the acquisition, Jorgen Buhl Rasmussen, President and CEO of Carlsberg, said:

"This is one of the most important days in the history of the Carlsberg Group. With this acquisition we have taken a very important step up into a new league. Each of the acquired companies has a fantastic history and some remarkable brands which will become an important part of the Group's portfolio. We have created a new and stronger balance between mature and growing markets and we are exceptionally well positioned for profitable growth. Ahead of us now lies a lot of work with the integration and merger of existing and new businesses, but we are well prepared and look forward to welcoming all our new colleagues to the Carlsberg Group."

Commenting on the closure of the transaction, Jean-François van Boxmeer, Chairman and CEO of Heineken, said:

"This is the start of an exciting new era for Heineken. We will now accelerate the process of uniting people, brands and best practice from both Heineken and S&N to create a single, stronger, more competitive business focused on sustainable growth. With the combination of people, passion and brands from both Heineken and S&N, I believe we have everything we need to achieve this aim. To all our new colleagues, business partners and consumers I say welcome to Heineken and welcome to an exciting future together."

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*Unless the context otherwise requires, terms defined in the Scheme Document dated 22 February 2008 have the same meaning in this announcement.*

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*Carlsberg is one of the leading brewery groups in the world, with a large portfolio of beer and soft drinks brands. Its flagship brand – Carlsberg – is one of the fastest-growing and best-known beer brands in the world. More than 30,000 people work for Carlsberg in 48 countries, and its products are sold in more than 150 markets. In 2007 Carlsberg sold more than 115 million hectolitres of beer, which is about 95 million bottles of beer a day. Find out more at [www.carlsberggroup.com](http://www.carlsberggroup.com).*