

21 June 2011

BY FAX - ORIGINAL IN POST
(61 29 259 6614)

Coca-Cola Amatil Limited
Level 14, 40 Mount Street
North Sydney, NSW
Australia, 2060

Re: Notice of Change in Interests of Substantial Shareholder under Section 671B

Dear Company Secretary:

Enclosed is a Notice of Change in Interests of Substantial Shareholder under Section 671B dated 20 June 2011. Please note that a copy of this report has been sent to the Australian Stock Exchange.

Neither the Capital Group Companies, Inc. nor any of its affiliates own shares of your company for its own account. Rather, the shares reported on Form 604 are owned by accounts under the discretionary investment management of one or more of the investment management companies that make up the Capital Group Companies, Inc.

For the purpose of this Notice, an outstanding share balance of 757,981,346 shares was used to calculate the percentage of holdings of the relevant share capital. We believe this outstanding share balance is current; however, if this number is not accurate, please contact us as soon as possible so that we may make the necessary revisions to this Notice.

Should you have questions or require additional information, please contact Gina Martinez or Vivien Tan at (213) 615-0469, or send a fax message to (213) 486-9698. Alternatively, you may contact us via e-mail at GRGroup@capgroup.com.

Regards,

Christopher Aquino
Compliance Associate

Form 604**Corporations Act 2001 Section 671B****Notice of change of interests of substantial holder**

To Company Name/Scheme Coca-Cola Amatil Limited

ACN/ARSN _____

1. Details of substantial holder(1)

Name The Capital Group Companies, Inc.

ACN/ARSN (if applicable) n/a

There was a change in the interests of the substantial holder on 20 June 2011

The previous notice was given to the company on 19 October 2010

The previous notice was dated 18 October 2010

The shares reported were owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital Guardian Trust Company, Capital International Limited, Capital International Sàrl, and Capital International, Inc.) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	77,228,398 shares	10.2162%	57,707,949 shares	7.6133%

The shares being reported under this section are owned by accounts under the discretionary investment management of 5 investment management companies (Capital Research and Management Company, Capital Guardian Trust Company, Capital International Limited, Capital International Sàrl, and Capital International, Inc.) which are direct or indirect subsidiaries of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071 and such shares are being reported in the aggregate.

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
19 October 2010 - 20 June 2011	The Capital Group Companies, Inc.	Disposition of shares	Average price of 11.3238 AUD	19,520,449 Ordinary Shares	19,520,449

See Annexure A dated 18 October 2010

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
		none			
See Annexure A dated 20 June 2011 (copy attached)					

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
The Capital Group Companies, Inc.	333 South Hope Street, 55 th Floor Los Angeles, CA 90071

Signature

print name: Katherine H. Newhall

Capacity: Counsel

sign here _____

date:

21 June 2011

Annexure “A”

This is the Annexure of 4 pages marked Annexure “A” referred to in Form 604 signed by this corporation dated 20 June 2011.

The Capital Group Companies, Inc.

By:

Katherine H. Newhall
Counsel

Australia Annexure
Coca-Cola Amatil Limited
20 June 2011

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Guardian Trust Company	44000300	631,142	
	44000500	20,759	
	44002000	42,963	
	44022900	31,544	
	44023900	23,451	
	44025900	86,158	
	44028100	42,438	
	44028600	21,979	
	44029700	81,576	
	44032100	49,574	
	44036500	606,013	
	44036900	120,880	
	44040900	95,455	
	44043000	16,797	
	44043700	14,071	
	44044000	8,331	
	44044700	11,574	
	44045900	99,004	
	44123600	18,274	
	44123700	5,846	
	44159600	6,937	
	44240600	54,218	
	44255000	196,337	
	44255500	50,253	
	44259400	239,800	
	44263800	6,069	
	44267200	43,029	
	44268600	13,353	
	44269700	7,947	
	44271500	14,124	
	44273000	28,450	
	44273400	6,574	
	44278600	16,738	
	44279100	25,563	
	44283000	6,993	
	44283900	69,301	
	44288500	35,356	
	44295500	49,320	
	44302000	1,361	
	44302200	28,549	
	44304500	20,800	

Australia Annexure
Coca-Cola Amatil Limited
20 June 2011

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Guardian Trust Company	44308600	47,200	
	44315000	102,698	
	44316900	26,131	
	44318300	11,740	
	44331200	22,083	
	44336000	124,703	
	44336100	9,695	
	44344600	28,937	
	44344800	16,164	
	44351800	53,965	
	44352100	20,687	
	44352200	5,343	
	44356900	18,636	
	44357100	27,609	
	44358800	104,973	
	44359700	8,147	
	44359800	128,067	
	44365200	32,417	
	44368900	3,489	
	44370400	36,210	
	44370700	9,678	
	44373900	12,556	
	44375500	53,686	
	44375800	16,626	
	44376300	55,801	
	44376700	138,762	
	44377400	39,165	
	44378200	54,269	
	44378300	9,343	
	44378900	63,497	
	44387700	22,285	
	44940300	239,770	
	44951400	44,433	
	70304400	27,948	
	70533501	1,942	
	70721700	3,800	
	70726400	3,900	
	70726700	5,226	
		4,580,482	

Australia Annexure
Coca-Cola Amatil Limited
20 June 2011

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital International Limited	43051100	52,864	
	43057200	8,204	
	43057600	17,266	
	43060800	69,662	
	43356100	38,945	
	43417700	1,018,843	
	43419300	286,313	
	43426300	470,378	
	43426800	289,024	
	43426900	239,794	
	43427100	230,894	
	43433000	53,954	
	43445200	185,915	
	43451200	40,566	
	43463000	31,066	
	43487500	38,123	
	43487800	30,200	
	43518400	21,665	
	43522300	19,137	
	43558600	223,728	
	43570200	40,082	
	43570300	13,819	
	43583100	361,935	
		3,782,377	
		<hr/>	
Capital International Sàrl	45063800	18,771	
	45415100	48,265	
	45415200	146,756	
	45500200	41,732	
	45500300	9,843	
	45503100	10,597	
	45503200	9,780	
	45503300	25,307	
	45508200	19,135	
	45515100	37,864	
	45516200	23,959	
	45520900	13,159	
	45522000	9,811	
	45590100	155,264	
	45590400	23,117	

Australia Annexure
Coca-Cola Amatil Limited
20 June 2011

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
		593,360	
Capital International, Inc.	46052600	100,853	
	46056800	6,907	
	46060000	7,197	
	46405300	89,774	
	46438800	73,454	
	46452300	220,285	
	46456000	38,962	
	46458500	4,228	
	46520500	55,036	
	46523400	137,996	
	46600000	119,235	
	46600100	22,057	
	46601800	70,865	
	46602000	3,275	
	46602100	53,991	
		1,004,115	
Capital Research and Management Company	11000006	11,640,441	
	11000007	9,500,875	
	11000010	10,725,000	
	11000016	12,980,194	
	11000034	2,033,819	
	11000073	867,286	
		47,747,615	
GRAND TOTAL		57,707,949	7.61%

Nominee List

Coca-Cola Amatil Limited

20 June 2011

Nominee Name

ANZ Nominees
Level 25, Collins Street
GPO Box 2842 AA
Melbourne 3001 VIC

43060800	69,662
45503100	10,597
46056800	6,907
46452300	220,285

Total Shares: 307,451

ANZ Nominees Limited (Melbourne)
GPO Box 2842AA
Melbourne, Victoria 3001
Australia

43451200	40,566
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Total Shares: 40,566

Bankers Trust Australia
Level 9, The Chifley Tower
2, Chifley Square
Sydney NSW 2000, Australia

43051100	52,864
43057200	8,204
44036900	120,880
44040900	95,455
44263800	6,069
44268600	13,353
44269700	7,947
44283900	69,301
46456000	38,962

Total Shares: 413,035

Chase Manhattan Bank Australia Limited
Level 36 World Trade Centre
Jamison Street
Sydney, NSW 2000 Australia

11000006	11,640,441
11000007	9,500,875
11000016	12,980,194
44000300	631,142
44000500	20,759

Nominee List

Coca-Cola Amatil Limited

20 June 2011

Nominee Name

44002000	42,963
44022900	31,544
44028600	21,979
44036500	606,013
44043000	16,797
44123600	18,274
44123700	5,846
44255000	196,337
44255500	50,253
44288500	35,356
45500200	41,732
45500300	9,843
70533501	1,942
70726400	3,900
70726700	5,226

Total Shares: 35,861,416

Chase Manhattan Nominee Ltd.

Australia

43417700	1,018,843
44352100	20,687
44352200	5,343
44376300	55,801
44940300	239,770
45590100	155,264

Total Shares: 1,495,708

Citibank Australia

46602100	53,991
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Total Shares: 53,991

Citibank N.A. (Sing)

UIC Building, #01-00

5 Shenton Way

Singapore 0106

46060000	7,197
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Total Shares: 7,197

Citibank NA

Toronto

Nominee List

Coca-Cola Amatil Limited

20 June 2011

Nominee Name

46600000	119,235
46600100	22,057

Total Shares: 141,292

Citibank Nominees
23 Customs Street East
P.O. Box 3429
Auckland, New Zealand

43518400	21,665
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Total Shares: 21,665

Citicorp Nominees PTY Ltd
Level 26, Mitre 502-30
101 Collins Street
Melbourne, Victoria 3000

43426300	470,378
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Total Shares: 470,378

Commonwealth Bank of Australia
Level 7, Bank House, 309-315 George St.
Sydney NSW 2000
Australia

44267200	43,029
44278600	16,738
44304500	20,800
44318300	11,740

Total Shares: 92,307

DBS Nominees Pte. Ltd.
6 Shenton Way
Singapore
0106

11000073	867,286
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Total Shares: 867,286

HSBC
2 Leboh Ampang
50100 Kuala Lumpur, Malaysia

43356100	38,945
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Total Shares: 38,945

Nominee List

Coca-Cola Amatil Limited
20 June 2011

Nominee Name

Investors Bank & Trust Co.

44368900	3,489
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Total Shares: 3,489

JP Morgan Chase Bank

11000034	2,033,819
44259400	239,800
44951400	44,433
45063800	18,771
45590400	23,117
46052600	100,853
46438800	73,454
46523400	137,996
46601800	70,865

Total Shares: 2,743,108

KAS UK

Kass Associate

P.O Box 178

1000 AD Amsterdam

43463000	31,066
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Total Shares: 31,066

Mellon Bank N.A.

London Branch

London

United Kingdom

44356900	18,636
44375800	16,626

Total Shares: 35,262

National Australian Bank LTD.

271 Collins St.

5th Floor South

Melbourne, Victoria 3000

43419300	286,313
43426800	289,024
43570300	13,819
44025900	86,158
44028100	42,438

Nominee List

Coca-Cola Amatil Limited

20 June 2011

Nominee Name

44032100	49,574
44043700	14,071
44044000	8,331
44159600	6,937
44240600	54,218
44273400	6,574
44279100	25,563
44295500	49,320
44302200	28,549
44331200	22,083
44344600	28,937
44344800	16,164
44373900	12,556
44375500	53,686
45503200	9,780
45515100	37,864
45520900	13,159
45522000	9,811
46458500	4,228
46520500	55,036

Total Shares: 1,224,193

National Nominees
82 Pitt Street
Sydney, NSW 2000
Australia

44315000	102,698
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Total Shares: 102,698

Northern Trust
c/o NorTrust Nominees Limited
155 Bishopsgate
London EC2M 3XS

43426900	239,794
43433000	53,954
43522300	19,137
44377400	39,165
44378200	54,269
44378300	9,343
46405300	89,774
70304400	27,948

Nominee List

Coca-Cola Amatil Limited
20 June 2011

Nominee Name

Total Shares: 533,384

State Street Bank & Trust Co.

44387700	22,285
70721700	3,800

Total Shares: 26,085

Westpac Banking Corp

43427100	230,894
43487500	38,123
44023900	23,451
44029700	81,576
44359700	8,147
45415100	48,265
45508200	19,135
45516200	23,959

Total Shares: 473,550

Westpac Custodian Nominees

50 Pitt Street, 8th Floor

Sydney, NSW 2000

Australia

11000010	10,725,000
43057600	17,266
43445200	185,915
43487800	30,200
43558600	223,728
43570200	40,082
43583100	361,935
44044700	11,574
44045900	99,004
44271500	14,124
44273000	28,450
44283000	6,993
44302000	1,361
44308600	47,200
44316900	26,131
44336000	124,703
44336100	9,695
44351800	53,965
44357100	27,609

Nominee List

Coca-Cola Amatil Limited

20 June 2011

Nominee Name

44358800	104,973
44359800	128,067
44365200	32,417
44370400	36,210
44370700	9,678
44376700	138,762
44378900	63,497
45415200	146,756
45503300	25,307
46602000	3,275

Total Shares:

12,723,877
