

15 February 2012

BY FAX - ORIGINAL IN POST
(61 29 259 6233)

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

Company Secretary:

Enclosed is a Notice of Change in Interests of Substantial Shareholder under Section 671B dated 14 February 2012. 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 759,567,552 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 14 February 2012

The previous notice was given to the company on 21 June 2011

The previous notice was dated 20 June 2011

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	57,707,949 shares	7.6133%	49,463,583 shares	6.512%

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
21 June 2011 - 14 February 2012	The Capital Group Companies, Inc.	Disposition of Shares	Average price of 11.5919 AUD	(8,244,366) Ordinary Shares	8,244,366

See Annexure A dated 20 June 2011

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 14 February 2012 (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

15 February 2012

Annexure “A”

This is the Annexure of 4 pages marked Annexure “A” referred to in Form 604 signed by this corporation dated 14 February 2012.

The Capital Group Companies, Inc.

By:

Katherine H. Newhall
Counsel

Australia Annexure
Coca-Cola Amatil Limited
14 February 2012

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Guardian Trust Company	44000300	62,270	
	44000500	6,375	
	44002000	16,747	
	44023900	2,997	
	44025900	13,471	
	44028100	4,859	
	44028600	3,316	
	44029700	15,981	
	44032100	7,949	
	44036500	42,710	
	44036900	15,102	
	44040900	15,684	
	44043000	2,181	
	44044000	1,663	
	44044700	2,692	
	44045900	7,935	
	44259400	67,825	
	44263800	1,030	
	44267200	6,806	
	44268600	3,249	
	44269700	2,350	
	44271500	3,042	
	44273000	4,742	
	44273400	1,175	
	44278600	2,445	
	44279100	3,027	
	44283000	2,044	
	44283900	7,162	
	44288500	5,712	
	44295500	24,205	
	44302000	1,072	
	44304500	10,228	
	44308600	7,525	
	44315000	8,994	
	44316900	12,888	
	44318300	2,741	
	44331200	13,488	
	44336000	15,419	
	44336100	2,313	
	44344600	3,524	
	44344800	3,310	

Australia Annexure
Coca-Cola Amatil Limited
14 February 2012

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Guardian Trust Company	44351800	8,594	
	44352100	3,878	
	44352200	1,559	
	44356900	2,785	
	44357100	5,582	
	44358800	11,912	
	44365200	40,430	
	44368900	1,252	
	44373900	1,865	
	44375500	6,424	
	44375800	3,765	
	44376300	8,837	
	44376700	18,130	
	44377400	4,359	
	44378200	26,018	
	44378300	4,574	
	44951400	58,426	
	70716000	19	
		646,657	
		<hr/>	
Capital International Limited	43051100	16,287	
	43057200	3,217	
	43060800	31,876	
	43356100	7,632	
	43417700	410,708	
	43419300	189,737	
	43426300	149,912	
	43426800	60,207	
	43426900	81,313	
	43427100	34,645	
	43433000	67,377	
	43445200	70,311	
	43451200	12,498	
	43463000	19,228	
	43487500	11,744	
	43518400	7,970	
	43550000	104,737	
	43558600	116,889	
	43570200	17,984	
	43570300	7,439	

Australia Annexure
Coca-Cola Amatil Limited
14 February 2012

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital International Limited	43583100	108,405	
		1,530,116	
		<hr/>	
Capital International Sàrl	45063800	23,793	
	45415100	25,798	
	45415200	71,660	
	45426000	28,583	
	45500200	7,898	
	45500300	2,308	
	45503100	2,532	
	45503200	3,836	
	45503300	7,798	
	45508200	8,700	
	45515100	11,665	
	45516200	9,322	
	45520900	4,055	
	45522000	3,848	
	45590100	27,190	
	45590400	12,021	
		251,007	
		<hr/>	
Capital International, Inc.	46056800	3,123	
	46405300	115,438	
	46452300	44,522	
	46456000	12,004	
	46458500	2,313	
	46520500	16,956	
	46523400	41,331	
	46600000	23,431	
	46600100	6,797	
	46601800	3,478	
	46602100	16,633	
	46603000	21,456	
		307,482	
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Capital Research and Management Company	11000006	11,640,441	
	11000007	9,500,875	

Australia Annexure
Coca-Cola Amatil Limited
14 February 2012

<u>CG Investment Management Company</u>	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Research and Management Company	11000010	10,725,000	
	11000016	12,428,216	
	11000034	1,703,988	
	11000073	729,801	
		46,728,321	
		<hr/>	
GRAND TOTAL		49,463,583	6.51%

Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

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

43060800	31,876
45503100	2,532
46056800	3,123
46452300	44,522

Total Shares: 82,053

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

43451200	12,498
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Total Shares: 12,498

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

43051100	16,287
43057200	3,217
44036900	15,102
44040900	15,684
44263800	1,030
44268600	3,249
44269700	2,350
44283900	7,162
46456000	12,004

Total Shares: 76,085

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	12,428,216
44000300	62,270
44000500	6,375

Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

44002000	16,747
44028600	3,316
44036500	42,710
44043000	2,181
44288500	5,712
45500200	7,898
45500300	2,308

Total Shares: 33,719,049

Chase Manhattan Nominee Ltd.
Australia

43417700	410,708
44352100	3,878
44352200	1,559
44376300	8,837
45590100	27,190

Total Shares: 452,172

Citibank Australia

46602100	16,633
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Total Shares: 16,633

Citibank NA
Toronto

46600000	23,431
46600100	6,797

Total Shares: 30,228

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

43518400	7,970
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Total Shares: 7,970

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

43426300	149,912
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Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

Total Shares: 149,912

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

44267200	6,806
44278600	2,445
44304500	10,228
44318300	2,741

Total Shares: 22,220

DBS Nominees Pte. Ltd.
6 Shenton Way
Singapore
0106

11000073	729,801
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Total Shares: 729,801

HSBC
2 Leboh Ampang
50100 Kuala Lumpur, Malaysia

43356100	7,632
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Total Shares: 7,632

Investors Bank & Trust Co.

44368900	1,252
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Total Shares: 1,252

JP Morgan Chase Bank

11000034	1,703,988
44259400	67,825
44951400	58,426
45063800	23,793
45590400	12,021
46523400	41,331
46601800	3,478

Total Shares: 1,910,862

KAS UK

Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

Kass Associate
P.O Box 178
1000 AD Amsterdam

43463000	19,228
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Total Shares: 19,228

Mellon Bank N.A.
London Branch
London
United Kingdom

44356900	2,785
44375800	3,765

Total Shares: 6,550

National Australian Bank LTD.
271 Collins St.
5th Floor South
Melbourne, Victoria 3000

43419300	189,737
43426800	60,207
43550000	104,737
43570300	7,439
44025900	13,471
44028100	4,859
44032100	7,949
44044000	1,663
44273400	1,175
44279100	3,027
44295500	24,205
44331200	13,488
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44344800	3,310
44373900	1,865
44375500	6,424
45503200	3,836
45515100	11,665
45520900	4,055
45522000	3,848
46458500	2,313
46520500	16,956
46603000	21,456

Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

Total Shares: 511,209

National Nominees
82 Pitt Street
Sydney, NSW 2000
Australia

44315000	8,994
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Total Shares: 8,994

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

43426900	81,313
43433000	67,377
44377400	4,359
44378200	26,018
44378300	4,574
46405300	115,438

Total Shares: 299,079

State Street Bank & Trust Co.

70716000	19
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Total Shares: 19

Westpac Banking Corp

43427100	34,645
43487500	11,744
44023900	2,997
44029700	15,981
45415100	25,798
45508200	8,700
45516200	9,322

Total Shares: 109,187

Westpac Custodian Nominees
50 Pitt Street, 8th Floor
Sydney, NSW 2000
Australia

11000010	10,725,000
43445200	70,311

Nominee List

Coca-Cola Amatil Limited

14 February 2012

Nominee Name

43558600	116,889
43570200	17,984
43583100	108,405
44044700	2,692
44045900	7,935
44271500	3,042
44273000	4,742
44283000	2,044
44302000	1,072
44308600	7,525
44316900	12,888
44336000	15,419
44336100	2,313
44351800	8,594
44357100	5,582
44358800	11,912
44365200	40,430
44376700	18,130
45415200	71,660
45426000	28,583
45503300	7,798

Total Shares:

11,290,950
