

**SOUTH PACIFIC**

Coca-Cola South Pacific Pty Ltd

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FACSIMILE TRANSMISSION

Our ref: CP-000557D**DATE:** 22 March 2012**TO:** Company Announcements Office
Australian Stock Exchange
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FROM: Maria Poulos

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This facsimile will be sent by mail:

Yes

No

Number of pages (including this page): 4

Dear Sir / Madam

Form 604 – Notice of change of interests of substantial holder – Coca-Cola Amatil Limited (CCL)

Please see attached Form 604, Notice of change of interests of substantial holder with respect to Coca-Cola Amatil Limited.

Regards

Maria Poulos
Legal Assistant
South Pacific Region

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Classified - Confidential

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

In Company Name/Scheme

COCA-COLA AMATIL LIMITED (CCL)

ACN/ARSN-

004 139 397

1. Details of substantial holder(1)

Name

THE COCA-COLA COMPANY and its subsidiaries

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on

27,02,2012

The previous notice was given to the company on

28,09,2007

The previous notice was dated

28,09,2007

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)
FULLY PAID ORDINARY SHARES	223,049,276	29.59%	223,049,276	29.37%

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
	SEE ANNEXURE A				

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
	SEE ANNEXURE A				

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
SEE ANNEXURE A	

Signature

print name Gloria Bowden capacity Associate General Counsel and Secretary
 sign here Gloria Bowden date 19 March 2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

ANNEXURE A

COCA-COLA AMATIL LIMITED
ACN 004 139 397

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial holder

3. Changes in relevant interests

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
27 February 2012	The Coca-Cola Company	Transfer of shares	\$11.86 per ordinary share	Fully paid ordinary – 73,656,304	The Coca-Cola Export Corporation
27 February 2012	The Coca-Cola Export Corporation	Transfer of shares	\$11.86 per ordinary share	Fully paid ordinary – 73,656,304	Coca-Cola Overseas Parent Limited
27 February 2012	Coca-Cola Overseas Parent Limited	Transfer of shares	\$11.86 per ordinary share	Fully paid ordinary – 73,656,304	Coca-Cola Holdings (Overseas) Limited

4. Present relevant interests

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
Coca-Cola Holdings (Overseas) Limited	Coca-Cola Holdings (Overseas) Limited	Coca-Cola Holdings (Overseas) Limited	Registered holder	Fully paid ordinary – 223,049,276	29.37%

6. Addresses

Name	Address
The Coca-Cola Company	One Coca-Cola Plaza, Atlanta, Georgia, 30313, United States of America
The Coca-Cola Export Corporation	One Coca-Cola Plaza, Atlanta, Georgia, 30313, United States of America
Coca-Cola Overseas Parent Limited	One Coca-Cola Plaza, Atlanta, Georgia, 30313, United States of America
Coca-Cola Holdings (Overseas) Limited	One Coca-Cola Plaza, Atlanta, Georgia, 30313, United States of America

Print Name: Gloria Bowden Capacity: Associate General Counsel and Secretary
Signature: Gloria Bowden Date: 19 March 2012