

ASX Release

12 March 2021

COURT APPROVES CONVENING OF SCHEME MEETING AND DISTRIBUTION OF SCHEME BOOKLET

Coca-Cola Amatil Limited (**Amatil** or the **Company**) today announces an update on the proposed acquisition by Coca-Cola European Partners plc (**CCEP**) of all of the issued shares held by independent shareholders of Amatil (**Independent Shareholders**) pursuant to a Scheme of Arrangement (**Scheme**).

Court Approval

The Supreme Court of New South Wales has today made the following orders in relation to the Scheme:

- that Amatil convene and hold a meeting of Independent Shareholders to consider and vote on the Scheme (**Scheme Meeting**); and
- approving the distribution of an explanatory statement providing information about the Scheme and the notice of Scheme Meeting (**Scheme Booklet**) to Independent Shareholders.

The Scheme Meeting, at which Independent Shareholders will vote on the proposed Scheme, will be held at 10.00am (Sydney time) on Friday, 16 April 2021.

Scheme Booklet and Independent Expert's Report

The Scheme Booklet will be released to the ASX following registration with the Australian Securities and Investments Commission (**ASIC**) and will also be available on Amatil's website.

The Scheme Booklet will include a copy of the independent expert's report prepared by Grant Samuel & Associates Pty Limited (**Independent Expert**).

The Scheme Booklet, including the Independent Expert's Report and notice of Scheme Meeting, as well as the proxy form, is expected to be dispatched to Independent Shareholders on 15 March 2021.

Amatil shareholders who have nominated an email address for the purposes of receiving communications from Amatil will receive an email containing a link to a website where they can download the Scheme Booklet and access the Scheme Meeting Online Guide, and a personalised proxy form. Amatil shareholders who have not nominated an email address for this purpose will receive a letter (sent by post) containing details of where they can view and download the Scheme Booklet and the Scheme Meeting Online Guide, as well as details about how to obtain a hard copy of the Scheme Booklet, and enclosing a proxy form.

The Scheme Booklet should be read in its entirety before making a decision on whether or not to vote in favour of the Scheme.

Amatil Independent Directors' & Group Managing Director's recommendation

In the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is fair and reasonable and in the best interests of Independent Shareholders:

- the Amatil Related Party Committee continues to unanimously recommend that Independent Shareholders vote in favour of the Scheme; and
- the Amatil Group Managing Director, Ms Alison Watkins, also continues to recommend that Independent Shareholders vote in favour of the Scheme.

Subject to those same qualifications, each Amatil Related Party Committee Member and Ms Watkins intends to vote, or procure the voting of, the Amatil Shares they own or control in favour of the Scheme.

Scheme Meeting

In the interests of the health and safety of shareholders, employees and other stakeholders in the context of the coronavirus (COVID-19) pandemic, including the restrictions on physical gatherings, the Scheme Meeting will be held as a virtual meeting.

Independent Shareholders may attend, participate in and vote at the Scheme Meeting online at <https://agmlive.link/CCLSM21>. All registered Independent Shareholders as at 7.00pm (Sydney time) on Wednesday, 14 April 2021 will be eligible to vote at the Scheme Meeting. Further information about how to attend, participate in and vote at the Scheme Meeting will be provided in the notice of Scheme Meeting annexed to the Scheme Booklet.

Indicative Timetable

An updated indicative timetable for the Scheme is outlined in **Appendix A** to this announcement.

For further information:

Media

James Lopez
+61 437 937 100

james.lopez@ccamatil.com

Authorised by the Related Party Committee.

Investor Relations

Helen Karlis
+61 419 593 348

helen@domestiqueconsulting.com.au

Group Company Secretary

Richard Conway
+61 438 751 883

richard.conway@ccamatil.com

ABOUT COCA-COLA AMATIL

Coca-Cola Amatil Limited (including subsidiaries, group entities and related bodies corporate) is one of the largest bottlers and distributors of ready-to-drink non-alcohol and alcohol beverages and coffee in the Asia Pacific region. Coca-Cola Amatil is also the authorised bottler and distributor of The Coca-Cola Company's beverage brands in Australia, New Zealand, Fiji, Indonesia, Papua New Guinea and Samoa. Coca-Cola Amatil directly employs around 12,000 people and indirectly creates thousands more jobs across the supply chain, partnering with key suppliers to bottle, package, sell and distribute its products. With access to around 270 million potential consumers through more than 630,000 active customers Coca-Cola Amatil is committed to leading through innovation, building a sustainable future and delivering long-term value, both to shareholders and to society.

For more information, visit www.cccamatil.com or search for Coca-Cola Amatil on LinkedIn, Facebook or Twitter.

APPENDIX A: CCEP PROPOSED SCHEME OF ARRANGEMENT INDICATIVE TIMETABLE*

12 March 2021	Release of Scheme Booklet and Independent Expert's Report to ASX
15 March 2021	Dispatch of Scheme Booklet to Independent Shareholders
10.00am on 14 April 2021	Latest time and date for receipt of proxy forms or powers of attorney by the Amatil share registry for the Scheme Meeting
7.00pm on 14 April 2021	Time and date for determining eligibility to vote at the Scheme Meeting
16 April 2021	Scheme Meeting
16 April 2021	2H 2020 Dividend Ex Date
19 April 2021	2H 2020 Dividend Record Date
20 April 2021	Second Court Date
21 April 2021	Effective Date
30 April 2021	2H 2020 Dividend Payment Date
3 May 2021	Scheme Record Date
10 May 2021	Implementation Date

*All times and dates in the above timetable are references to the time and date in Sydney, Australia and all such times and dates are subject to change and to regulatory approval. In particular, the date of the Scheme Meeting may be postponed or adjourned if satisfaction of the New Zealand Overseas Investment Office approval condition precedent is delayed. In addition, certain times and dates are conditional on the approval of the Scheme by Independent Shareholders and by the Court.

Amatil may make changes to the 2H 2020 Dividend Record Date and/or 2H 2020 Dividend Payment Date in the event that the date for the Scheme Meeting is delayed or to ensure that the 2H 2020 Dividend is paid before the Scheme Record Date. Amatil and CCEP may also agree changes to the above timetable to delay one or more events following the Scheme Meeting to the extent necessary to enable the 2H 2020 Dividend to be paid before the Scheme Record Date.

Any changes to the above timetable will be announced by Amatil to the ASX.