



Proposal to acquire the issued shares in the company by Coca-Cola European Partners plc

Company/ASX Code	Coca Cola Amatil Ltd/CCL
Scheme Meeting date	16 April 2021
Time and location	10am AEST virtual
Registry	Link Market Services
Webcast	Virtual meeting
Poll or show of hands	Poll
Monitor	Roger Ashley
Pre-EGM Meeting?	No

This meeting has been called to vote on proposed scheme of arrangement.

This resolution is commercial in nature. Shareholders who wish to appoint the Australian Shareholders' Association as their proxy are urged to read the documentation and give a directed vote that takes into account their individual circumstances. Open proxies will be voted in favour of the resolution in the absence of a superior proposal.

Item 1	Scheme Resolution
ASA Vote	For

Summary of ASA Position

The purpose of the Scheme Meeting is to consider and vote on the following resolution (with or without amendment): 'That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between Coca-Cola Amatil Limited and the holders of its ordinary shares (other than certain Excluded Shareholders), as contained in and more particularly described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to, with or without alterations or conditions as approved by the Supreme Court of New South Wales to which Coca-Cola Amatil Limited and Coca-Cola European Partners plc agree.'

We urge shareholders to read the details of the scheme booklet which we note includes:

1. In the absence of a superior proposal and the independent expert continuing to consider the offer fair and reasonable to independent shareholders, the independent NEDs and MD unanimously recommend shareholders vote in favour of the scheme;
2. The independent expert has deemed that the offer is fair and reasonable, and accordingly is in the best interests of Independent Amatil Shareholders;
3. The cash amount offered being \$13.32 plus second half dividend of 18c is considered attractive by the independent expert - see report for more details.

Please make sure you read the key considerations relevant to your vote and about the taxation implications.

For the Scheme to be implemented, more than 50% of independent shareholders voting at the meeting and at least 75% of the total number of shares voted will need to be in favour. The independent shareholders exclude TCCC Group, who are not permitted to participate in the Scheme.

If the Scheme is not implemented by 30 August 2021, Amatil may declare and pay an interim dividend in respect of the half year ending 30 June 2021 (1H21) up to a maximum of 15 cents per Amatil Share. The Scheme Consideration will not be reduced by any 1H 2021 Dividend provided it is paid before the Scheme Record Date and is in line with historical payout ratios

The individual (or their associates) involved in the preparation of this voting intention has no shareholding in this company.

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