

Coca-Cola İçecek

**Informative Document
for General Assembly**

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

In our Board of Directors' meeting held on April 25, 2012;

It was unanimously decided by the present members of the Board, to invite shareholders of the Company to the Ordinary General Assembly meeting to be held on May 21, 2012 at 13.30 at "Esenkent Mahallesi, Deniz Feneri Sk. No: 4 Ümraniye 34776, Istanbul" in order to discuss the below written agenda items; to announce this meeting pursuant to Article 368 of the Turkish Commercial Code, to apply to the Republic of Turkey, Ministry of Custom and Trade to invite the superintendent and execute other necessary legal procedures and to discuss and decide on the below agenda items. The agenda of the meeting is given below.

Additionally, It was unanimously decided by the present members of the Board, to invite our Company's (A) and (B) Group Shareholders as per articles 389 and 391 of the Turkish Commercial Code for discussion of the below listed agenda items to the Ordinary General Shareholders Meeting to be held on May 21, 2012, at 14:30 hours for (A) Group Preferred Shareholders and 14:45 hours for (B) Group Preferred Shareholders at the address Esenkent Mahallesi, Deniz Feneri Sk. No: 4 Ümraniye 34776, Istanbul and to apply to the Republic of Turkey, Ministry of Custom and Trade to invite the superintendent and execute other necessary legal procedures.

Shareholders have to obtain an entrance card at the latest one week before the meeting in order to participate in the meeting and exercise their voting rights.

For this purpose those of our shareholders whose shares are kept in safe custody in investor accounts under Intermediary Firms with the Central Registry Agency (CRA) and who wish to participate in the General Assembly have to act in accordance with such provisions applicable to "General Assembly Blockage" transactions in the "CRA Business and IT Code of Practice" manual posted in website http://www.mkk.com.tr/MkkComTr/assets/files/tr/yay/formlar/is_bilisim.pdf as an annex to the General Letter number 2005/28 of the CRA and have themselves entered on the General Assembly Blockage List.

We would like to inform Our Esteemed Shareholders that it is not legally permissible for them to participate in the meeting should they fail to have themselves entered on the "Blockage List" with the CRA.

Real person or legal entity Shareholders who wish to have themselves represented by a proxy have to duly fill in and sign the power of attorney in the form given below and present their notarized powers of attorney to the Company Headquarters in accordance with Capital Market Board Communiqué Series: IV No: 8 promulgated on the Official Gazette dated 09.03.1994 issue number 21872.

As stated in the CRA General Letter number 294, pursuant to Provisional Article 6 of the Capital Market Law right holder investors may not participate in General Assemblies and exercise their shareholder rights unless and until they dematerialize their shares. Applications for participation in the General Assembly made by such investors who have not yet dematerialized their shares shall be taken into account only after the dematerialization of their shares. Shareholders who have physical possession of their shares are kindly requested to apply to the Department of Investor Relations at the Company Headquarters in order to dematerialize their shares first.

Newspaper advertisements of the invitation to our shareholders will be published in the Turkish Commercial Registry Gazette and in the daily "Posta" on April 26, 2012.

The agenda items shall be voted upon by open ballot at the General Assembly meeting.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Annual Report, the Reports of the Boards of Directors and Auditors, the External Auditors' Report, the Balance Sheet, Income Statement and Dividend Proposal for the year 2011 as well as the Informative Document for the General Assembly meeting shall be made available to Shareholders at the Company headquarters located at "Esenkent Mahallesi, Deniz Feneri Sk. No: 4 Ümraniye 34776, İstanbul" as well as on the corporate website at www.cci.com.tr, three weeks prior to the meeting.

All of our shareholders holding rights and benefits and members of the media are invited to participate in the General Assembly meeting.

The above details are submitted to the information of the Shareholders.

OUR ADDITIONAL EXPLANATIONS UNDER CMB REGULATIONS

Such additional explanations concerning agenda items which are required to be made pursuant to the CMB "Communiqué on Principles to be Abided by Joint Stock Companies That are Subject to Capital Market Law" Series: IV No: 41 and Communiqué concerning the Determination and Implementation of Corporate Governance Principles Series: IV No: 56 (amended by Series: IV No: 57) are given in the relevant agenda item below and general explanations are submitted for your information in this section:

1. Shareholding Structure and Voting Rights

The Articles of Association of our Company do not stipulate any privileges for the exercise of voting rights.

CCI's Articles of Association do not restrict the transfer of Class C shares. However, there are certain stipulations for the transfer of Class A and Class B Shares.

Class A and Class B shares have certain privileged rights with respect to management. CCI's Board of Directors consists of 10 members, 6 of whom are nominated by Class A shareholders and 3 of whom are nominated by Class B Shareholders. The remaining Director is nominated by any one shareholder.

The voting rights of our shareholders are submitted for your information in the table below:

Trade Title/Name Surname of Shareholder	Share in Capital (TRL)	Share in Capital (%)	Voting Right (TRL)	Voting Right Percentage (%)
Anadolu Efes Biracılık ve Malt San. A.Ş.	102.047.307,75	40,12	102.047.307,75	40,12
The Coca-Cola Export Corporation	51.114.279,79	20,09	51.114.279,79	20,09
Efes Pazarlama ve Dağıtım Tic. A.Ş.	25.788.051,33	10,14	25.788.051,33	10,14
Özgörkey Holding A.Ş.	10.227.010,61	4,02	10.227.010,61	4,02
Halka Açık Kısım	65.189.806,16	25,63	65.189.806,16	25,63
Diğer	4.326,37	0	4.326,37	0
TOPLAM	254.370.782,00	100	254.370.782,00	100

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

2. Information on Requests by Shareholders, CMB or Other Public Authorities to Include Items on the Agenda:

No such request has been communicated for the Ordinary General Assembly meeting convened to discuss the activities of 2011.

A) COCA-COLA İÇECEK ANONİM ŞİRKETİ AGENDA FOR THE ORDINARY GENERAL ASSEMBLY DATED APRIL 27, 2011

1. Opening of the meeting and election of the Chairmanship Council

The President and the Presidential Board that will chair the General Assembly shall be elected pursuant to the “Turkish Commercial Code (TCC)” and the “Regulation on the General Assembly Assembly of Capital Stock Companies and Commissaries of the Ministry of Industry and Trade”. (Regulation).

2. Authorization of the Chairmanship Council for signing of meeting minutes

The authorization of the Presidential Board for recording the decisions of the General Assembly to the meeting minutes pursuant to the TCC and the Regulation shall be submitted to the approval of the shareholders.

3. Briefing the General Assembly on 2011 reports as presented by the Board of Directors, Auditors and Independent Audit Company

Pursuant to the provisions of the TCC, the provisions of the Capital Markets Law as well as the Regulation, the Annual Report of the Board of Directors, the Board of Auditors’ Report and the Independent Audit Report shall be read out at the General Assembly. These reports shall be discussed and voted upon individually.

These documents are available at the Company headquarters as well as on the corporate website at www.cci.com.tr. Moreover, the 2011 Annual Report of Coca-Cola İçecek A.Ş. contains the Board of Auditors’ Report and the Independent Audit Report.

4. Review and approval of our Company’s Balance sheet and Profit and Loss accounts for 2011

Pursuant to the TCC, the CMB and the Regulation, the Consolidated Balance Sheet as of 31 December 2011 and the Income Statement for the period 1 January 2011 and 31 December 2011 shall be read out, discussed and voted upon at the General Assembly. These documents are available at the company headquarters and on the corporate website at www.cci.com.tr.

5. Approval of the changes to the members of the Board of Directors in 2011 as per Article 315 of the Turkish Commercial Code

Since January 1, 2012 Mr. Michael O’Neill continues as a member of the Board of Directors. Resignation of Mr. S. Metin Ecevit was accepted on January 1, 2012 and Mr. John M. Guarino’s resignation was accepted on January 2, 2012. Damian Gammell has been appointed to the position of Chief Executive Officer and Managing Director as In January 1 2012 and Kevin Andrew Warren has been appointed as a member of the Board of Directors as In January 2.

The resumes of Mr. Damian Paul Gammell, Mr. Michael A. O’Neill, Mr. Kevin Andrew Warren and Mr. Metin Ecevit are available in **Appendix 1**.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

6. Individually acquitting the Chairman and members of the Board of Directors and the Auditors regarding the accounts and activities for 2011

Pursuant to the TCC and the Regulation, a proposal for acquitting the members of the Board of Directors for the accounts and operations of 2011, shall be submitted to the approval of the General Assembly.

7. Election of members to the Board of Directors, whose terms of office have expired, election of the Independent Board of Directors and determination of their term of office and fees

Currently, our Board of Directors is composed of 10 members, namely Mr. Tuncay Özilhan (Chairman), Mr. Mehmet Cem Kozlu (Deputy Chairman), Mr. Damian Paul Gammell (Executive Director), Mr. Michael A. O'Neill, Mr. Mehmet Hurşit Zorlu, Mr. Kevin Andrew Warren, Mr. Gerard Anthony Reidy, Mr. Ahmet Boyacıoğlu, Mr. R. Yılmaz Argüden and Mr. Armağan Özgörkey.

The term of duty of the chairman and members of the Board of Directors shall start on April 27, 2011 and continue for one year, and in any case until their successors are elected in the subsequent Ordinary General Assembly.

Independent members shall be elected in place of those Board Members whose terms of office have expired and to ensure compliance with the CMB Communiqué Series: IV, Number: 56. 4 members in the Board of Directors which has been proposed to consist of 12 persons have to meet the independence conditions defined in CMB Mandatory Corporate Governance Principles.

With the resolution adopted by our Board of Directors upon the recommendation of our Corporate Governance Committee following its assessment of such candidates which has assessed the candidates communicated to it, Mr. Kamil Ömer Bozer, Mr. Ahmet Cemal Dördüncü, Mr. Michael Spanos and Mr. Mehmet Mete Başol have been determined as Independent Board Member candidates and approved by CMB decision dated 13.04.2012 number 12/431.

The resumes of current members of the Board of Directors are available in the annual report and on the corporate website at www.cci.com.tr. The resumes of new candidates are available in **APPENDIX 1**.

Monthly gross remuneration payable to members of Board of Directors and auditors shall be determined according to the provisions of TCC and Regulations and the principles set forth in our articles of association

8. Election of the auditors, whose terms of office have expired and determination of their term of office and fees

The term of the auditors started on April 27, 2011 and continued for one year, and in any case until their successors are elected in the subsequent Ordinary General Assembly. The election of the auditors whose terms of office have expired will be conducted.

9. Resolving on the distribution of 2011 annual profit and distribution date as proposed by the Board of Directors

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Based on the financial statements for the accounting period 01.01.2011- 31.12.2011 prepared by our Company in compliance with International Financial Reporting Standards subject to the provisions of Capital Market Board Communiqué Series: XI, No: 29 and audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.S (A member firm of Ernst & Young Global Limited) a net profit in the amount of TRL 140.279.783,00 was obtained for the period and the list concerning our profit distribution proposal prepared as per the profit distribution policy of our Company is provided in APPENDIX 2.

There is no dividend privilege that applies to share certificates.

As a general rule, except for investment periods requiring high cash outflows, distributing dividends of up to 50% of the distributable net profit to shareholders has been adopted as a principle. Maintenance of this policy is among the primary objectives of the Company except for special conditions which might be caused by extraordinary developments in general economic conditions as well as investment and other funding requirements necessary for the long-term growth of the Company.

10. Briefing the General Assembly in accordance with the Capital Markets Board's regulation on donations made by the Company in 2011

In accordance with Communiqué Series: IV, No: 27, Article 7 of the Capital Markets Board, the General Assembly must be informed about the donations made within the year. The article in question does not stipulate the approval of the General Assembly and is intended only for information purposes.

Article 15 of the Company's Articles of Association is as follows: "Out of the profit of the Company before corporate tax and other payables taxes and fees, 2% shall be allocated to Anadolu Education and Welfare Foundation and 1% to a foundation to be selected by the majority of Group B shareholders, without prejudice to first dividends and first series of legal reserves, provided that such donation is tax exempt."

According to the Article of Association Article 15, Coca-Cola İçecek donated TL 1,600,000 to Anadolu Education and Welfare Foundation during 2011.

11. Approval of the Independent Audit Company as proposed by the Audit Committee and selected by the Board of Directors for examination of activities and accounts in 2012 as per the Communiqué pertaining to the Capital Markets Independent Audit Standards published by the Capital Markets Board

In line with the opinion of the Audit Committee and in compliance with Capital Markets Board's Communiqué on Independent Audit, CCI Board of Directors, at its meeting on March 30, 2011, resolved to appoint Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (A member firm of Ernst&Young Global Limited) to audit our Company's 2011 financial statements. It was also decided to submit the appointment resolution for the approval of the General Assembly.

12. Briefing the General Assembly on any Guarantees, Pledges and Mortgages issued by the Company in favor of third persons, in accordance with the regulations laid down by the Capital Markets Board

There is no suretyship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

13. Briefing the General Assembly on Related Party Transactions in 2012 in accordance with the regulations laid down by the Capital Markets Board

According to Article 5 of communiqué Series: IV, No:41 amended with communiqué dated 20.7.2011 Series: IV No: 52, principles governing transactions that involve the transfer of assets, services and liabilities of such corporations whose shares are traded on the stock exchange with related parties and which are of a frequent and continuous nature are determined with a Board of Directors' resolution. In the event the amount of the said transactions during an accounting period reaches 10% or more of the total assets or total gross sales reported in the annual financial statements to be disclosed to the public as per CMB regulations, the Board of Directors of the corporation shall prepare a report setting forth the conditions of the transactions and comparing the same with market conditions. The said report shall be submitted for examination by shareholders 15 days prior to the annual ordinary General Assembly and shareholders shall be informed about the said transactions in the General Assembly.

Accordingly, information shall be provided to our shareholders about our related party transactions during 2012 of such nature explained above and the report which has been prepared is given in APPENDIX 3.

14. Briefing the General Assembly about the “Remuneration Policy” established for Members of Board of Directors and top managers pursuant to Corporate Governance Principles

As per the mandatory principle number 4.6.2 of the CMB Communiqué Concerning the Determination and Implementation of Corporate Governance Principles Series: IV No:56 (amended by Series: IV No: 57) principles governing remuneration payable to members of Board of Directors and senior managers have to be set out in written form and submitted to shareholders as a separate item in the General Assembly granting the shareholders the opportunity to voice their opinion on the matter. The Remuneration Policy prepared for this purpose is given in APPENDIX 4.

15. Amendment of article 4 with the heading “Head Office and Branches”, article 6 with the heading “Capital”, article 7 with the heading “Types of Shares and Share Allocation”, articles 8.1, 8.3.1, 8.3.2, 8.3.3 with the heading “Board of Directors”, article 10.3 with the heading “Auditors”, article 11”a”, “e” with the heading “General Meeting of Shareholders”, article 12 with the heading “Presence of Government Commissary at the Meeting”, article 13 with the heading “Announcements”, article 20 with the heading “Provisions of Law” and to remove the “Temporary Article 1” and “Temporary Article 2” of the Company’s Articles of Association as approved by the Capital Markets Board and Ministry of Custom and Trade, and submission to the votes of the General Assembly Meeting and authorization of the Board of Directors pertaining to the finalization of the amendment and registration of the Articles of Association

Coca-Cola İçecek A.Ş.’s (CCI) Board of Directors, at its meeting on March 16, 2012, approved the amendments to article 4 with the heading “Head Office and Branches”, article 6 with the heading “Capital”, article 7 with the heading “Types of Shares and Share Allocation”, article 8 with the heading “Board of Directors”, article 10 with the heading “Auditors”, article 11 with the heading “General Assembly meeting”, article 12 with the heading “Presence of Government Commissary at the Meeting”, article 13 with the heading “Announcements”, article 20 with the heading “Provisions of Law” and for the removal of the “Temporary Article 1” and “Temporary Article 2” of the CCI Articles of Association in the form attached hereto, in line with Turkish Commercial Code and Capital Market Board’s Corporate Governance Principles.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Already approved by Capital Markets Board and Ministry of Custom and Trade, these proposed amendments, included in APPENDIX 5, will be submitted for approval to the General Assembly.

- 16. Granting authority to shareholders, Members of Board of Directors, top managers that have management control and spouses and relatives of the same by blood and marriage up to second degree based on Corporate Governance Principles of the Capital Market Board in order to allow such persons to carry out any transactions of such nature that may result in conflicts of interest with the Company or its affiliates, to compete, to carry out either personally or on behalf of others those transactions that are included under the field of activity of the company and to allow the same to become shareholders in companies that carry out these kinds of transactions and to conduct any other transactions**

As per the mandatory Corporate Governance Principle number 1.3.7 of the CMB Communiqué Concerning the Determination and Implementation of Corporate Governance Principles Series: IV No:56 (amended by Series: IV No: 57); shareholders, members of Board of Directors, senior managers and spouses and relatives of the same by blood and marriage up to second degree have to obtain the prior approval of the General Assembly in order to carry out any transaction of a nature which may result in conflicts of interest and compete with the Company or its affiliates and the General Assembly has to be informed about the said transactions as well. With a view to carrying out the requirements under these regulations the grant of the said approval shall be submitted for approval by our shareholders in the General Assembly.

- 17. Granting authority to Members of Board of Directors according to Articles 334 and 335 of Turkish Commercial Code**

Performance of any of the transactions described in Articles 334 (Prohibition of Transactions with Company) and 335 (Non-Competition) of the TCC by members of the Board of Directors is subject to the approval of the General Assembly. Therefore, permitting members to perform such transactions shall be submitted to the approval of the General Assembly.

- 18. Wishes and closing**

B) COCA-COLA İÇECEK ANONİM ŞİRKETİ (A) AND (B) GROUP SHAREHOLDERS SPECIAL MEETING DATED MAY 21, 2012 AGENDA

- 1. Opening of the meeting and election of the Chairmanship Council,**
- 2. Authorization of the Chairmanship Council for signing of meeting minutes,**
- 3. To approve the resolution of the Ordinary General Assembly meeting dated May 21, 2012 regarding the amendment of article 4 with the heading "Head Office and Branches", article 6 with the heading "Capital", article 7 with the heading "Types of Shares and Share Allocation", articles 8.1, 8.3.1, 8.3.2, 8.3.3 with the heading "Board of Directors", article 10.3 with the heading "Auditors", article 11/"a", "e" with the heading "General Meeting of Shareholders", article 12 with the heading "Presence of Government Commissary at the Meeting", article 13 with the heading "Announcements", article 20 with the heading "Provisions of Law" and to remove the "Temporary Article 1" and "Temporary Article 2" of the Company's Articles of Association as approved by the Capital Markets Board and Ministry of Custom and Trade,**
- 4. Closing.**

Informative Document for Coca-Cola İecek A.Ş. General Assembly

APPENDIX:

APPENDIX 1: Resumes of Candidate Members of the Board of Directors

APPENDIX 2: Coca-Cola İecek A.Ş. 2011 Dividend Distribution Proposal

APPENDIX 3: Coca-Cola İecek A.Ş. 2011 Report on Related Party Transactions

APPENDIX 4: The Compensation Policy of Coca-Cola İecek A.Ş. for The Board Members and Senior Executives

APPENDIX 5: Amendments to the Articles of Association

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

APPENDIX 1: RESUMES OF CANDIDATE MEMBERS OF THE BOARD OF DIRECTORS

Tuncay Özilhan

Board of Directors member candidate

Mr. Özilhan has been Chairman of the Board of CCI since 1996. He started his career as General Director of Erciyas Biracılık in 1977. He became Coordinator of the Beer Group and General Coordinator at Anadolu Endüstri Holding before his appointment to Anadolu Group as CEO in 1984. Mr. Özilhan is Chairman of the Boards of Anadolu Endüstri Holding and various group companies, including Anadolu Efes Biracılık, Efes Pazarlama, Tarbes, Coca-Cola Satış ve Dağıtım, Anadolu Etap, Ant Sınai ve Ticari Ürünler, Ana Gıda, ABank, Alternatif Finansal Kiralama, Alternatif Yatırım, Anadolu Elektronik, ANTEK, Anadolu Kafkasya Enerji Yatırımları, Anadolu Termik Santralleri, AES, Anadolu Taşıt Ticaret, AEH Sigorta Acentalığı and Anadolu Sağlık Merkezi. Mr. Özilhan served as TÜSİAD's (Turkish Industrialist's and Businessmen's Association) Chairman from 2001 to 2003 and is currently Vice Chairman of its High Advisory Council. His other responsibilities include Vice Chairman of the Business and Industry Advisory Committee to the OECD (BIAC), President of the Turkish Japanese Business Council at the Foreign Economic Relations Board (DEİK), Honorary Consul for Estonia, and President of Efes Pilsen Sports Club. Mr. Özilhan graduated from the Istanbul University Faculty of Economics and he holds an MBA from Long Island University.

Dr. Yılmaz Argüden

Board of Directors member candidate

Dr. Yılmaz Argüden is a leading strategist, advisor, and board member of major public and private institutions, and NGOs. He is the Chairman of ARGE Consulting, a leading management consulting firm in Turkey. ARGE has been recognized at the European Parliament as one of the best three companies "shaping the future" with its commitment to corporate social responsibility and is the first Turkish signatory of the Global Compact. He is also the Chairman of Rothschild investment bank in Turkey; an adjunct Professor of business strategy; an author of numerous books and a columnist focusing on business and strategy issues. Mr. Argüden is the National Representative of the Global Compact and a member of the Private Sector Advisory Group of the Global Corporate Governance Forum. He has a Ph.D. in policy analysis from the RAND Graduate School. He is an Eisenhower, Fulbright, NATO, and Tubitak fellow. He is a recipient of numerous leadership, distinguished citizenship and career awards, and was selected as a Global Leader for Tomorrow, by the World Economic Forum for his commitment to improve the state of the world.

Armağan Özgörkey

Board of Directors member candidate

Mr. Özgörkey has been a Board Member of CCI since 1998. He began his career in 1985 as Commercial Manager at The Coca-Cola Bottling Company covering Aegean and Mediterranean regions where he was appointed General Coordinator in 1989. Mr. Özgörkey, who is on the Board of Directors, has served as Deputy Chairman of Özgörkey Holding A.Ş., a family-owned business active in plastics, packaging, fruit juice concentrates and soft drinks sector, since 1997. He joined Efes Beverage Group in 1996 and worked in Romania as Vice President of Eastern European region. Armağan Özgörkey is Member of Board of Directors of Anadolu Etap Tarım ve Gıda Ürünleri Sanayi ve Ticaret A.Şi, Honorary Consul for Romania in Antalya, President of Turkish Equestrian Association and Member of Board of Directors of the European Equestrian Federation (EEF). He holds a Bachelor's Degree in Accounting from Oglethorpe University.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Mehmet Hürşit Zorlu

Board of Directors member candidate

Born in 1959, Mr. Zorlu completed his university studies at the İstanbul University, Faculty of Economics. Prior to joining Anadolu Group he worked for Toz Metal and Turkish Airlines. Mr. Zorlu joined Anadolu Endüstri Holding in 1984 as a Marketing Specialist at the Efes Beverage Group and has held various positions including Assistant Marketing Manager, Assistant Project Development Manager, Project Development Manager and Business Development & Investor Relations Director. Between 2000 and 2008, Mr. Zorlu held the positions of CFO and Investor Relations Director for Efes Breweries. Mr. Zorlu is the CFO of the Anadolu Group since 2008 and is also acting as the member of the Board of Directors in the various companies of the Anadolu Group. Further, he has assumed the duty of the member of the Board of Directors at Corporate Governance Association of Turkey (TKYD), Turkish Investor Relations Association (TUYID), Ethics and Reputation Society of Turkey and Association of Stock Exchange Quotation Partnership Managers (KOTEDER).

Salih Metin Ecevit

Board of Directors member candidate

Born in 1946, Mr. Ecevit graduated from Siyasal Bilgiler Fakültesi in 1967. He also received a masters degree from Syracuse University in Economics in 1976. Between 1967-1980, he worked as a Tax Inspector and Deputy General Manager of General Directorate of Revenues in Finance Ministry. Mr. Ecevit joined Anadolu Group in 1980 and worked at various levels, serving as General Manager in Automotive companies of the Group, Board Member, Chairman of the Board of Directors. He retired in 2006, while he was serving as the Automotive Group President. He also served as the Board Member and Chairman in the "Association of Imported Car Distributors in Turkey" between 1992-2004. He holds memberships in Board of Directors of Coca-Cola Satış ve Dağıtım A.Ş. and some other Anadolu Group companies.

Damian Paul Gammell

Board of Directors member candidate

Mr. Gammell has been appointed to the position of Chief Executive Officer and Managing Director effective January 1, 2012. Mr. Gammell has over 20 years of experience in the Coca-Cola system. He held a variety of senior roles across the fields of commercial and general management both in Europe and Australia. He was Chief Executive Officer of the bottling business in Russia between 2001 and 2004. Appointed as CEO of Coca-Cola Erfrischungsgetranke in 2005, he led the German business through increasing both volume growth and profitability, consistently over the past 6 years. Germany is the fifth largest market for Coca-Cola worldwide with employee's excess of 11,000 people. In 2009 Mr. Gammell was nominated as Young Global Leader (YGL) of the World Economic Forum and is currently serving on the health care committee. As a YGL, he is involved in a number of global non-profit initiatives. Gammell is a graduate of the College of Marketing, Dublin. He studied for his Masters at Oxford University and HEC Paris and graduated with a MSc in Change Management.

Michael A. O'Neill

Board of Directors member candidate

Mr. O'Neill, who became CCI's Managing Director (CEO) in February 2006, continues as a member of the Board of Directors effective January 1, 2012. Mr. O'Neill graduated from Rathmines College, Dublin as an Industrial Engineer in 1969, and during his career has served in various positions including the Foreign Trade Services of Ireland, as a Commercial Attache at Ireland's Embassy to Moscow and Director of Operations in Germany, Austria and Switzerland. Additionally, Mr. O'Neill was the Director of Ireland's Food and Drink Export Initiative from 1980

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

to 1983. Mr. O'Neill joined TCCC in 1989, and worked as Eurasia Regional Director until 1996. Between 1996 and 2000, he was the President of the Nordic and Northern Eurasia Division of TCCC, responsible for 11 countries.

Kevin Andrew Warren **Board of Directors member candidate**

Mr. Warren graduated in law from Bristol University in England and subsequently gained extensive experience in the leisure and beverage industries. His early career included periods with The Walt Disney Company in the U.S.A and various leisure organisations in the U.K. He joined the Cadbury Schweppes' Great Britain beverage business in 1990 before moving to Coca-Cola Enterprises (CCE) in 1997. He held various senior commercial leadership roles in CCE prior to his appointment in 2005 as Region Vice President and General Manager of CCE Ltd, GB. In 2008 he was appointed as President of CCE's Canadian business which under his leadership enjoyed a period of unprecedented growth. In 2010 following the acquisition of CCE's North American business by The Coca-Cola Company (TCCC) he joined TCCC as President of Coca-Cola Refreshments (CCR) Canada and as a member of the CCR North America executive leadership team. In January 2012 he was appointed as TCCC Bottling Investments Group Regional Director for Russia, Middle East and Africa. He is responsible for bottling interests in the Middle East, including U.A.E., Oman, Bahrain, Qatar. He is also involved in bottling interests in Egypt and Shanduka Beverages in South Africa as well as the Nidan juice business in Russia. He also represents TCCC on the boards of several independent Coca-Cola bottlers.

Ahmet Cemal Dördüncü **Independent Candidate for Membership of the Board of Directors**

Born in İstanbul in 1953, Mr. Dördüncü completed his high school education at Çukurova College, and obtained his bachelor's degree at the Çukurova University and his master's degree at Mannheim University. Having started his work life in Germany in 1981, Mr. Dördüncü joined the Sabancı Group in 1987, and served in various managerial positions, and further carried out the duties of Chairman of the Board of Directors and General Manager in the Group companies located abroad during the period 1999-2004. In 2004, he took up office as the Business Development and Strategic Planning Group President of Sabancı Holding, and acted as CEO and Member of the Board of Directors during 2005-2010. Mr. Dördüncü is also the President of TÜSİAD (Turkish Industrialists' and Businessmen's Association) Energy Working Group and the Member of Endeavor Turkey and the Charter Member of the National Innovation Initiative. Mr. Dördüncü has not served as the membership of the Board of Directors at Coca-Cola İçecek A.Ş. and Anadolu Group companies for more than a total of 6 years during the past ten years. Neither did he take office as the executive member of the Board of Directors of Coca-Cola İçecek A.Ş. and Anadolu Group companies during the past five years.

Kamil Ömer Bozer **Independent Candidate for Membership of the Board of Directors**

Born in İstanbul in 1958, Mr. Bozer graduated from the department of Business Administration at ODTÜ (Middle East Technical University), following which he earned his master's degree at the Georgia State University. Bozer who started his work life as a trainee at the Koç Group in 1983, then acted as manager at Maret and Düzey Pazarlama, respectively, and he became the General Manager of Migros in 2002. At the Koç Group, Mr. Bozer took up the offices of the President of the Food, Retail and Tourism Group during 2005–2006, the President of the Food and Retail Group during 2006–2008, and again the President of the Food, Retail and Tourism Group during 2008–2011. Mr. Bozer has not served in the membership of the Board of Directors at Coca-Cola İçecek A.Ş. and the Anadolu Group companies for more than a total of 6 years during the past ten years. Neither did he take office as the executive member of the Board of

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Directors of Coca-Cola İçecek A.Ş. and the Anadolu Group companies during the past five years.

Mehmet Mete Başol

Independent Candidate for Membership of the Board of Directors

Born in 1957, Mete Başol graduated with a BSc degree from the Arizona State University, Department of Economics, and started his career in banking by making the economic evaluations of a variety of investment projects and by preparing sectoral reports at the Medium Term Loans division of INTERBANK in 1984. In 1988, he transferred to the Turkish Merchant Bank, which was an investment bank established jointly by Bankers Trust Co. Newyork and T. İş Bankası, as the Treasury, Fund Management and Foreign Relations Manager. In 1992 he also assumed the responsibility for the capital markets group as the Assistant General Manager. In 1995, upon the purchase of the bank completely by the Bankers Trust, he was elected to the Membership of the Board of Directors and the Credit Committee. He assumed the offices of Chairman of the Board of Directors and the General Manager of the bank whose title was changed as Bankers Trust A.Ş during 1997-2001. During the period 2001-2003, he participated as Executive Director in the joint Board of Directors of the public banks which were established pursuant to the law (T.C Ziraat Bankası, T.Halk Bankası, T.Emlak Bankası). Presently he acts as the Member of the Board of Directors of T.İş Bankası A.Ş (2011), Dedeman Holding A.Ş. (2008), Dedeman Gayrimenkul A.Ş. (2012), Galatasaray Sportif A.Ş. (2011). Mehmet Mete Başol has not served as the membership of the Board of Directors at Coca-Cola İçecek A.Ş. and the Anadolu Group companies for more than a total of 6 years during the past ten years. Neither did he take office as the executive member of the Board of Directors of Coca-Cola İçecek A.Ş. and the Anadolu Group companies during the past five years.

Michael Spanos

Independent Candidate for Membership of the Board of Directors

Born in 1953, Mr. Spanos completed his high school education in Lefkoşa (Nicosia), Cyprus, following which he earned his bachelor's and master's degrees at the North Carolina State University. At Lanitis Bros Ltd. Co. where he took up employment in 1981, Mr. Spanos served in a number of managerial positions as, respectively, the marketing manager, the general manager, and the chief executive officer until 2008. Mr. Spanos, who made a major contribution to the establishment of the awareness of recycling in Cyprus through the Green Dot Public company which he founded in 2004, also performed the duty of member of the Board of Directors at Heineken Lefkoşa (Nicosia) Company during 2005-2007. Currently, he serves as the Non-executive Chairman of the Board of Directors at Lanitis Bros Ltd company and the Member of the Board of Directors at Lumiere T.V. Public Ltd. Company. Neither did he take office as the executive member of the Board of Directors of Coca-Cola İçecek A.Ş. and the Anadolu Group companies during the past five years.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

APPENDIX 2: COCA-COLA İÇECEK A.Ş. 2011 DIVIDEND DISTRIBUTION PROPOSAL

DIVIDEND DISTRIBUTION PROPOSAL

“Valuable Shareholders,

As displayed in the consolidated financial statements prepared in compliance with the Communiqué Series: XI, No: 29 of the Capital Markets Board on “Financial Reporting Standards in the Capital Markets”, our profit for 2011 calendar year stands at TL 140,279,783.00.

Therefore, we are proposing to distribute in total TL 60,031,505.00 (TL 40,000,000.00 TL after deduction of legal obligations from the period’s profit and in the amount of TL 20,031,505.00 from the previous years’ reserve fund) cash dividends out of the distributable net profit starting from May 25, 2012 and requesting that you kindly approve our Balance Sheet as of 31 December 2011, and Income Statement for the period between 1 January 2011 and 31 December 2011 as well as the notes to the income statement.

Out of the 2011 profit of our Company, in consideration of 100 shares each with a nominal value of TL 1, fully-fledged taxpayer companies and foreign-based taxpayer companies earning dividends through a business or a permanent representation office in Turkey shall be distributed cash dividends in value of gross TL 0.2360000 (net TL 0.2360000); while other shareholders shall be distributed cash dividends of gross TL 0.2360000 (net TL 0.2006000).

I would like to express my deepest respect on behalf of myself and the Board of Directors

Tuncay Özilhan
Chairman”

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

COCA-COLA İÇECEK A.Ş. 2011 DIVIDEND DISTRIBUTION PROPOSAL (TL)

1.	Share Capital	254,370,782.00	254.370.782,00
2.	Total Legal Reserves (as per Statutory Records)	45,219,774.15	45.219.774,15
	Information Regarding the privilege, if there is any dividend privilege in accordance with the Articles of Association		
		As per CMB	As per Statutory Records
3.	Profit Before Tax 2011	182,164,702.00	64.933.577,70
4.	Provision for Taxes (-)	41,884,919.00	11.445.229,88
5.	Net Income (=)	140,279,783.00	53.488.347,82
6.	Previous Years' Losses (-)		
7.	First Series of Legal Reserves (-)	2,674,417.39	2.674.417,39
	Distributable Profit of Consolidate Participation (*), which decision for Distribution is not taken (-)	-	
8.	NET DISTRIBUTABLE PROFIT (=)	137,605,365.61	50.813.930,43
9.	Donations within the year (+)	2,092,015.66	
10.	Net Distributable Profit including the Donations to calculate the First Dividend to Shareholders	139,697,381.27	
11.	First Dividend to Shareholders of Ordinary Shares % 20	27,939,476.25	
	-Cash Dividend	27,939,476.25	
	-Bonus Issue		
	-Total	27,939,476.25	
12.	Dividends to the holders of Preferred Shares		
13.	Dividends to Board of Directors, Employees etc.		
14.	Dividends to the holders of Redeemed Shares		
15.	Second Dividend to Shareholders of Ordinary Shares	12,060,523.75	
16.	Second Series of Legal Reserves	4,731,296.60	
17.	EXTRAORDINARY RESERVES	92,874,069.01	
19.	Distributable Other Sources	20,031,505.00	
	-Previous Year Profit		
	- Extraordinary Reserves	20,031,505.00	
	-Other Reserves Distributable as per Law and Articles of Association		

(*) Participation: Including parent company's subsidiaries, affiliate company and joint ventures.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

INFORMATION ABOUT DISTRIBUTABLE PROFIT

INFORMATION ABOUT DIVIDEND PER SHARE				
	GROUB	TOTAL DIVIDEND (TL)	DIVIDEND PER 1 TL NOMINAL VALUED SHARE	
			TUTARI (TL)	ORAN (%)
GROSS	A	18.880.000,14	0,2360000	23,60000
	B	12.062.974,57	0,2360000	23,60000
	C	29.088.530,29	0,2360000	23,60000
	TOTAL	60.031.505,00		
NET	A	18.880.000,14	0,2360000	23,60000
	B	10.253.528,38	0,2006000	20,06000
	C	13.077.939,30	0,2006000	20,06000
	C (no withholding tax)	13.702.719,35	0,2360000	23,60000
	TOTAL	55.914.187,17		
THE RATIO OF DISTRIBUTED DIVIDENDS TO DISTRIBUTABLE PROFIT INCLUDING DONATIONS				
THE AMOUNT OF DISTRIBUTED DIVIDENDS (TL)	PAY OUT RATIO (DIVIDENDS/NET DISTRIBUTABLE INCOME INCLUDING DONATIONS)			
60.031.505 TL.	42,97%			

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

APPENDIX 3: COCA-COLA İÇECEK A.Ş. 2011 REPORT ON RELATED PARTY TRANSACTIONS

GENERAL INFORMATION

Pursuant to the Capital Market Board communiqué Series: IV Number: 41 promulgated on 19.03.2008 and the communiqué Series: IV, Number: 52 promulgated on 20.07.2011 amending the said communiqué ("Communiqué") those corporations whose shares are traded in the stock exchange are required to have a report issued by their Board of Directors in the event the amount of transactions, that are of a frequent and continuous nature and involving the transfers of assets, services, and liabilities between these corporations and their related parties during any accounting period reaches 10% or more of the total assets or total gross sales reported in the annual financial statements which are to be disclosed to the public in accordance with Capital Market Board regulations, with a view to setting forth the conditions of these transactions and comparing the same with the market conditions. The said corporations have to submit the said report for examination by shareholders 15 days prior to the annual ordinary general assembly and inform the shareholders about the said transactions in the general assembly.

Coca-Cola İçecek A.Ş. sells almost all the products it manufactures to Coca-Cola Satış ve Dağıtım A.Ş. These sales made by Coca-Cola İçecek A.Ş. to its related Company Coca-Cola Satış ve Dağıtım A.Ş. in which it holds 99,97% share are covered under the Communiqué.

In order to reach a judgment as to whether the transactions which are carried out are reasonable, a method comparing the profit margins which Coca-Cola İçecek A.Ş. obtains from sales, made to Coca-Cola Satış ve Dağıtım A.Ş. and profit margins which Coca-Cola Satış ve Dağıtım A.Ş. obtains from the sales, realized as a result of the purchases, which makes from Coca-Cola İçecek A.Ş. is adopted.

Whereas in connection with "Concentrate/Beverage Base" purchases the Coca-Cola İçecek A.Ş. makes from Coca-Cola Export Corporation and its subsidiaries which are covered under the communiqué, the materiality of the amount of profits the Coca-Cola İçecek A.Ş. obtained as of years and dividends it distributed for reason of making these purchases was taken as a criteria since there is no possibility of making any comparisons in relation with these purchases and due to the fact that making purchases has been imposed as an obligation under the bottling agreement executed with the said firm.

As a result;

Coca-Cola İçecek A.Ş. obtained a profit in the amount of TRL 271.846.000 in 2010 and TRL 328.305.000 in 2011 from the production and sales transactions carried out as a result of "Concentrate/Beverage Base" purchases which the company made from Coca-Cola Export Corporation and its subsidiaries and which are covered under the communiqué and distributed dividends in the amount of TRL 50.000.000 in 2010 and TRL 70.000.000 in 2011 to its shareholders,

Coca-Cola İçecek A.Ş. owns 99,97% of Coca-Cola Satış ve Dağıtım A.Ş. and in accordance with Capital Market Board Communiqués Coca-Cola Satış ve Dağıtım A.Ş. is included in Coca-Cola İçecek A.Ş. consolidation through the full consolidation method,

and by taking into account the risks which occur in the production organization and carrying out of the distribution function it was concluded that the profit distribution is reasonable and fair.

Yours Sincerely

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

APPENDIX 4: THE COMPENSATION POLICY OF COCA-COLA İÇECEK A.Ş. FOR THE BOARD MEMBERS AND SENIOR EXECUTIVES

The compensation policy of Coca-Cola İçecek A.Ş. for the board members and senior executives was prepared to identify the compensation system and practices applicable to and the other rights and benefits offered to the board members and the senior executives.

The chairman and the members of the board of directors of the Company may be paid a monthly compensation/ remuneration in consideration of their services rendered with the said capacities. The amounts so payable shall be determined at the shareholders' assembly meetings. However; the independent members of the board shall, in any case, be paid a certain amount in order for them to maintain and preserve their independent status, and shall not be subject to company's performance-based compensation schemes.

Executive board members with shall be compensated under the policy set out for senior executives as detailed below.

The rights and the benefits offered to the senior executives within the Company's organization are identified within the following framework:

Monthly Wage: The monthly wage shall be determined on the basis of the market and/or industry conditions, the level of inflation and the respective position, seniority, qualifications and the individual performance of the executive, and be payable throughout the duration of the applicable employment contract. The monthly wage shall be reviewed on annual basis in accordance with the established principles and with due consideration of the criteria, on which the determination of the wage is based, if the market conditions do not change.

The information about the market and/or industry conditions shall be gathered through the agency of the generally accepted consultancy firms and the data obtained from other sources is used as a basis of the achievement of the goals set by and the future projections of the company.

The individual performance level shall be determined with due consideration of the matters related to the approach, the modus operandi and the conduct as well as the annual goals set by the executive along with the superior executive, to whom he/she is accountable, by the ratios defined.

Bonus Payment: The bonus payment shall be determined on the basis of the monthly wage and be paid in monthly installments four monthly wage in a year.

Short-term Premium: In the event the lower limit identified with respect to certain weights on the basis of the Key Performance Indicators (KPI), which are defined for the calendar year and approved by the Board of Directors, is exceeded; a certain proportion depending on the executive's position of the annual sum of the monthly wage and bonus payments paid to the executive may be calculated on the basis of the KPI and the level of individual performance and be so paid to the executive as Short-term Premium.

Long-term Premium: In the event the lower limit identified with respect to certain weights on the basis of the Key Performance Indicators (KPI), which are defined for the one business plan period (three calendar years) and approved by the Board of Directors, is exceeded; a certain proportion depending on the executive's position of the annual sum of the monthly wage and bonus payments paid to the executive may be calculated on the basis of the KPI and the level of individual performance and be so paid to the executive as Long-term Premium.

Informative Document for Coca-Cola İecek A.Ş. General Assembly

Other Rights and Benefits: Such fringe benefits as health insurance, life insurance, private pension, company vehicle and company phone are provided to the individuals generally and/or according to their respective qualifications, positions and the like conditions under the defined policies and regulations of the Company.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

APPENDIX 5: AMENDMENTS TO THE ARTICLES OF ASSOCIATION

OLD TEXT	NEW TEXT
<p><u>Head Office and Branches</u> Article 4 :</p> <p>The head office of the Company is in Istanbul. The address of the Company is Esensehir Mahallesi, Erzincan Caddesi No. 36 34776 Umraniye, Istanbul. The Company may establish offices, open branches and agencies in or outside Turkey by informing the Ministry of Industry and Commerce and the Foreign Investment Directorate and the Capital Market Board. In case of an address change, the new address is announced in the Turkish Commercial Registry Gazette and The Ministry of Industry and Commerce and the Capital Market Board are informed. Service on the address registered and announced is deemed a proper service to the Company. In the event that the Company left the address registered and announced and that the new address is not duly registered, this will constitute grounds for the dissolution of the Company.</p>	<p><u>Head Office and Branches</u> Article 4 :</p> <p>The head office of the Company is in Istanbul. The address of the Company is Esenkent Mah. Deniz Feneri Sokak No.4 34776 Umraniye, Istanbul. The Company may establish offices, open branches and agencies in or outside Turkey by informing the Ministry of Industry and Commerce and the Foreign Investment Directorate and the Capital Market Board. In case of an address change, the new address is announced in the Turkish Commercial Registry Gazette and posted on the website of the Company and The Ministry of Custom and Commerce and the Capital Market Board are informed. Service on the address registered and announced is deemed a proper service to the Company. In the event that the Company left the address registered and announced and that the new address is not duly registered, this will constitute grounds for the dissolution of the Company.</p>
<p><u>Capital</u> Article 6:</p> <p>The capital of the company is YTL 254.370.782.-. This capital is divided into 25.437.078.200 shares with a nominal value of YKr 1 each. These shares are divided into (A), (B) and (C) Group Shares.</p> <p>(A) and (B) Group Shares are registered shares and these shares have the special rights and privileges stated in this Articles of Association. (C) Group Shares are to the bearer and they are not entitled to special rights or privileges.</p> <p>The amount of YTL 249.589.770.- which constituted the previous capital of the Company was previously paid in full.</p> <p>The amount of YTL 4.781.012.- which was increased this time was met as a result of the merger which was conducted by the taking over of Efes Sinai Yatırım Holding A.Ş. ("Efes Sinai") as a whole with all its assets and liabilities within the framework of the Merger Contract that was prepared in accordance with Articles 17, 18, 19 and 20 of the Corporation Tax Law number 5520, Article 451 and other relevant articles of the Turkish Commercial Code and the provisions of the Capital Market Regulations.</p>	<p><u>Capital</u> Article 6:</p> <p>The capital of the company is TL 254.370.782.-. This capital is divided into 25.437.078.200 shares with a nominal value of Kr 1 each. These shares are divided into (A), (B) and (C) Group Shares.</p> <p>(A) and (B) Group Shares are registered shares and these shares have the special rights and privileges stated in this Articles of Association. (C) Group Shares are to the bearer and they are not entitled to special rights or privileges.</p> <p>The amount of TL 254.370.782.- which constituted the capital of the Company paid in full.</p>

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

478.101.200 number of 4th Serial C Group bearer shares having a nominal value of YKr 1 each to be issued as a result of the merger shall be distributed as bonus shares in exchange of existing Efes Sınai shares to the shareholders other than Coca-Cola İçecek A.Ş. of Efes Sınai Yatırım Holding A.Ş. which is to be dissolved with the merger according to the principles set out in the Merger Contract.

In capital increases, in order to represent the increased capital, A Group shares will be issued pro rata to the A Group shares, B Group shares will be issued pro rata to the B Group shares, C Group shares will be issued pro rata to C Group shares.

In capital increases, the shares remaining after use of the preemptive rights or the shares newly issued by restricting the use of the preemptive rights will be C Group bearer shares and will be offered to the public at the market price, which will not be below the nominal value, in accordance with the communiqués of the Capital Market Board provided that the topic is on the General Meeting Agenda and there is a clear resolution in this regard.

The Board of Directors is authorized to combine and issue the shares in bigger denominations to represent more than one share according to the Capital Markets Board legislation related with the issue, provided that the nominal value of the shares remain the same.

Types of Shares and Share Allocation:

Article 7:

The total capital in the amount of YTL 254.370.782.- is composed of:

YTL 80.000.000,0000 3rd serial A Group registered shares

YTL 51.114.298,6310 3rd serial B Group registered shares

YTL 118.475.471,3690 3rd serial C Group bearer shares

YTL 4.781.012,0000 4th serial C Group bearer shares

The shares are allocated among the Shareholders as follows:

In capital increases, in order to represent the increased capital, A Group shares will be issued pro rata to the A Group shares, B Group shares will be issued pro rata to the B Group shares, C Group shares will be issued pro rata to C Group shares.

In capital increases, the shares remaining after use of the preemptive rights or the shares newly issued by restricting the use of the preemptive rights will be C Group bearer shares and will be offered to the public at the market price, which will not be below the nominal value, in accordance with the communiqués of the Capital Market Board provided that the topic is on the General Meeting Agenda and there is a clear resolution in this regard.

The Board of Directors is authorized to combine and issue the shares in bigger denominations to represent more than one share according to the Capital Markets Board legislation related with the issue, provided that the nominal value of the shares remain the same.

Shares representing the capital are followed up in their dematerialized form according to the principles of dematerialization.

Types of Shares and Share Allocation:

Article 7:

The total capital in the amount of TL 254.370.782.- is composed of:

TL 80.000.000,000 A Group registered shares

TL 51.114.298,631 B Group registered shares

TL 123.256.483,369 C Group bearer shares

The shares are allocated among the Shareholders as follows:

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Shareholder	Number of Shares	Number of Shares Represented by Fraction Receipts	Group/Type of Shares	Amount of Share (YTL)
Anadolu Efes Biracılık ve Malt Sanayii A.Ş.	7.900.000.000	0.0	A Group 3rd Serial Registered shares	79.000.000,0000
The Coca-Cola Export Corporation	5.111.427.978	0.6	B Group 3rd Serial Registered shares	51.114.279,7860
Efes Pazarlama ve Dağıtım Ticaret A.Ş.	100.000.000	0.0	A Group 3rd Serial Registered shares	1.000.000,0000
Cemal Ahmet Bozer	1.884	0.5	B Group 3rd Serial Registered shares	18,8450
Other	6.061.792.636	0.9	C Group 3rd Serial Bearer shares	60.617.926,3690
Other Offered to the Public	5.785.754.500	0.0	C Group 3rd Serial Bearer shares	57.857.545,0000
Other	478.101.200	0.0	C Group 4th Serial Bearer shares	4.781.012,0000
TOTAL	25.437.078.198	2.0		254.370.782,0000

Board of Directors

Article 8

8.1. The Company shall be administered and managed by a Board of Directors and the Managing Director who shall report to the Board of Directors and the Board of Directors is composed of 10 members. The Company is represented by the Board of Directors elected by the General Meeting of Shareholders in the form set forth in this Article 8.1. in accordance with the provisions of the Turkish Commercial Code.

Six (6) members shall be elected from amongst the candidates nominated by the majority of A Group Shares, three (3) members shall be elected from amongst the candidates nominated by the majority of B Group Shares and 1 (one) member shall be elected from amongst the candidate(s) nominated by any shareholder.

In the event that the majority of A and/or B Group

Shareholder	Percentage of Shares	Number of Shares	Number of Shares Represented by Fraction Receipts	Group/Type of Shares	Amount of Share (TL)
Anadolu Efes Biracılık ve Malt Sanayii A.Ş.	31,057%	7.900.000.000	0.00	A Group Registered shares	79.000.000,0000
The Coca-Cola Export Corporation	20,094%	5.111.427.978	0.60	B Group Registered shares	51.114.279,7860
Efes Pazarlama ve Dağıtım Ticaret A.Ş.	0,393%	100.000.000	0.00	A Group Registered shares	1.000.000,0000
Cemal Ahmet Bozer	0,000%	1.884	0.50	B Group Registered shares	18,8450
Anadolu Efes Biracılık ve Malt Sanayii A.Ş.	9,061%	2.304.730.774	0.60	C Group Bearer Shares	23.047.307,75
Efes Pazarlama ve Dağıtım Ticaret A.Ş.	9,745%	2.478.805.132	0.60	C Group Bearer Shares	24.788.051,33
Özgörkey Holding A.Ş.	4,021%	1.022.701.061	0.00	C Group Bearer Shares	10.227.010,61
Armağan Özgörkey	0,000%	1.000	0.50	C Group Bearer Shares	10,01
PUBLIC	25,630%	6.519.410.368	0.20	C Group Bearer Shares	65.194.103,68
TOTAL	100,000%	25.437.078.200	3		254.370.782,00

Board of Directors

Article 8

8.1. The Company shall be administered and managed by a Board of Directors and the Managing Director who shall report to the Board of Directors and the Board of Directors is composed of **12** members. The Company is represented by the Board of Directors elected by the General Meeting of Shareholders in the form set forth in this Article 8.1. in accordance with the provisions of the Turkish Commercial Code.

Seven (7) members shall be elected from amongst the candidates nominated by the majority of A Group Shares, **one (1)** member shall be elected from amongst the candidates nominated by the majority of B Group Shares and **4 (four)** member shall be elected from amongst the candidate(s) nominated by any shareholder. **The number and qualifications of independent members to officiate in the Board of Directors shall be determined according to the regulations concerning corporate governance issued by the Capital Market Board.**

In the event that the majority of A and/or B Group

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

shares have not been able to nominate candidates to the Board membership, the election will be made by the General Meeting of Shareholders in accordance with the general provisions.

Each year the Board of Directors shall elect from among their members one Chairman to preside at the Board of Directors meetings and one Vice-Chairman to preside in his absence. The Chairman of the Board of Directors shall be elected from among the Board members nominated by the majority of A Group Shares and the Vice-Chairman of the Board of Directors shall be elected from among the Board members nominated by the majority of B Group Shares.

Board members may be elected for a maximum term of office of three (3) years and until the time their successors are elected. A member whose term of office expires may be re-elected. Should any member vacate the membership in the Board of Directors, the Board of Directors shall temporarily appoint a person with the qualifications required by the law from those nominated by the same group of shares. The member so appointed shall serve until the next General Meeting of Shareholders, and if the appointment is approved by the General Meeting of Shareholders, he shall continue to complete the term of office of the member he replaced. Should it be given notice of the fact that a member of the Board representing any of the legal entity shareholders no longer has any relationship with such shareholder, that member shall be deemed to have resigned from the Board, and the Board shall as soon as possible, but not later than the next Board meeting, temporarily appoint a replacement from among candidates of such shareholder.

8.3. Quorum and Major Decisions

8.3.1. The quorum for meetings of the Board shall be 6 (six) members.

8.3.2. Any decision of the Board will be taken with the following quorums of the Board members present at the meetings: if 10 or 9 members are present at the meeting, the decisions will require the affirmative vote of 6 members; if 8 or 7 or 6 members are present at the meeting, decisions will require the affirmative vote of 5 members .

8.3.3. All "Major Decisions" defined in subparagraph 8.3.5 below of the Board of Directors shall require the quorum set forth in subparagraph

shares have not been able to nominate candidates to the Board membership, the election will be made by the General Meeting of Shareholders in accordance with the general provisions.

Each year the Board of Directors shall elect from among their members one Chairman to preside at the Board of Directors meetings and one Vice-Chairman to preside in his absence. The Chairman of the Board of Directors shall be elected from among the Board members nominated by the majority of A Group Shares and the Vice-Chairman of the Board of Directors shall be elected from among the Board members nominated by the majority of B Group Shares.

Board members may be elected for a maximum term of office of three (3) years and until the time their successors are elected. A member whose term of office expires may be re-elected. Should any member vacate the membership in the Board of Directors, the Board of Directors shall temporarily appoint a person with the qualifications required by the law from those nominated by the same group of shares. The member so appointed shall serve until the next General Meeting of Shareholders, and if the appointment is approved by the General Meeting of Shareholders, he shall continue to complete the term of office of the member he replaced. Should it be given notice of the fact that a member of the Board representing any of the legal entity shareholders no longer has any relationship with such shareholder, that member shall be deemed to have resigned from the Board, and the Board shall as soon as possible, but not later than the next Board meeting, temporarily appoint a replacement from among candidates of such shareholder.

8.3. Quorum and Major Decisions

8.3.1. The quorum for meetings of the Board shall be 7 (seven) members.

8.3.2. Turkish Commercial Code, Capital Market Law and regulations which the Capital Market Board requires to be implemented shall be applied to quorums for Board of Directors' resolutions.

8.3.3. All "Major Decisions" defined in subparagraph 8.3.5 below of the Board of Directors shall require the quorum set forth in subparagraph 8.3.2. provided

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

8.3.2. provided that in order for the “Major Decisions” to be taken, at least 2 (two) members who are elected from among the candidates nominated by the majority of (B) Group Shares in accordance with Article 8.1., shall vote affirmatively.

However, in the event that the share of the B Group Shares in the capital of the Company falls under 15%, the subprovisions of (i), (ii-e), (iv), (v), (vi), (ix), (x), (xi), (xii) and (xiii) of the subparagraph 8.3.5. below, shall automatically become null and void. The shareholders holding B Group Shares shall vote in the same direction as the shareholders holding A Group Shares in the Board meetings and the General Meetings of Shareholders to be held to amend the Articles of Association accordingly and the shareholders holding B Group Shares shall approve such decision in the special general meeting to be held by the shareholders holding B Group shares. The provisions in Article 17.2. (E) below are reserved.

Auditors

Article 10 :

10.3. The Board of Directors shall establish a committee of minimum two members elected from among the Board members to be responsible for auditing. In case the Audit Committee is composed of (i) 2 members, one member shall be elected from among the Board members elected by being nominated by the majority of A Group Shares and the other from among the Board members elected by being nominated by the majority of B Group Shares, (ii) more than 2 members, the majority shall be elected from among the Board members elected by being nominated by the majority of A Group Shares and the rest shall be elected from among Board members elected by being nominated by the majority of B Group Shares. In case the committee is composed of 2 members, both members and in case the committee is composed of more than two members, the majority of the members, shall be the zBoard members who do not have a direct executive function or be incumbent with management issues such as the general manager or a member of the executive committee. The committee responsible for auditing shall supervise the accounting system, independent audits and the operation and efficiency of the internal control system of the partnership.

that in order for the “Major Decisions” to be taken, the member who is elected from among the candidates nominated by the majority of (B) Group Shares in accordance with Article 8.1., shall vote affirmatively.

However, in the event that the share of the B Group Shares in the capital of the Company falls under 15%, the subprovisions of (i), (ii-e), (iv), (v), (vi), (ix), (x), (xi), (xii) and (xiii) of the subparagraph 8.3.5. below, shall automatically become null and void. The shareholders holding B Group Shares shall vote in the same direction as the shareholders holding A Group Shares in the Board meetings and the General Meetings of Shareholders to be held to amend the Articles of Association accordingly and the shareholders holding B Group Shares shall approve such decision in the special general meeting to be held by the shareholders holding B Group shares. The provisions in Article 17.2. (E) below are reserved.

Auditors

Article 10 :

10.3. **Pursuant to the Capital Market Law and regulations which the Capital arket Board requires to be implemented** The Board of Directors shall establish a committee of minimum two members elected from among the Board members to be responsible for auditing.

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

General Meeting of Shareholders

Article 11 :

a) Method to Call for General Meeting :

General Meeting of Shareholders shall be either ordinary or extraordinary. The provisions of Articles 355, 365, 366 and 368 of the Turkish Commercial Code shall apply to the invitation to such meetings within the limits set forth in Article 11 of the Capital Market Law.

e) Notification:

Ordinary and extraordinary General Meetings shall be notified to the Turkish Republic Ministry of Industry and Trade, Istanbul Stock Exchange and Capital Markets Board two weeks prior to the date of the meeting. The Agenda and the other documents related with the meeting shall be attached to such notification. The notifications to be made shall comply with the Capital Market Board legislation.

Presence of Government Commissary at the Meeting

Article 12 :

A commissary from the Ministry of Industry and Commerce must be present in ordinary or extraordinary General Meetings of Shareholders and must sign the minutes of the meetings together with the relevant persons. Any resolutions taken at General Meetings of Shareholders held in the absence of the Commissary and the minutes not signed by the Commissary are null and void.

Announcements

Article 13 :

In addition to the publication of announcements in the Turkish Commercial Registry Gazette when so required by paragraph 4 of Article 37 of the Turkish Commercial Code, all announcements of the Company must be published at least 2 (two) weeks in advance in a newspaper published in the city where the head office of the Company is located. However, announcements calling for the General Meeting of Shareholders must be published 2 (two) weeks prior to the date of such meeting excluding the dates of the publication and meeting in accordance with the provision of Article 368 of the Turkish Commercial Code.

General Meeting of Shareholders

Article 11 :

a) Method to Call for General Meeting :

General Meeting of Shareholders shall be either ordinary or extraordinary. The provisions of Articles 355, 365, 366 and 368 of the Turkish Commercial Code shall apply to the invitation to such meetings within the limits set forth in Article 11 of the Capital Market Law. **Regulations issued by the Capital Market Board concerning calls to meeting of the General Assembly as well as announcement of meetings shall be complied with.**

e) Notification:

Ordinary and extraordinary General Meetings shall be notified to the Ministry of **Custom** and Trade, Istanbul Stock Exchange and Capital Markets Board two weeks prior to the date of the meeting. The Agenda and the other documents related with the meeting shall be attached to such notification. The notifications to be made shall comply with the Capital Market Board legislation.

Presence of Government Representative at the Meeting

Article 12 :

A **representative** from the Ministry of **Custom** and Commerce must be present in ordinary or extraordinary General Meetings of Shareholders and must sign the minutes of the meetings together with the relevant persons. Any resolutions taken at General Meetings of Shareholders held in the absence of the **Representative** and the minutes not signed by the **Representative** are null and void.

Announcements

Article 13 :

Announcements regarding the Company shall be made through a newspaper published in the place where the Company headquarters is located provided that paragraph 4 Article 37 of Turkish Commercial Code, provisions of Capital Market Law and communiqués issued by the Capital Market Board are reserved. However, pursuant to the provisions of Article 368 of Turkish Commercial Code, Capital Market Law and regulations which the Capital Market Board requires to be implemented, announcements concerning calls for General Assembly meetings have to be made at least 3 (three) weeks in

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

The provisions of Article 370 of the Turkish Commercial Code are reserved.

The provisions of Article 397 and Article 438 of the Turkish Commercial Code shall apply to the announcements for capital decrease and dissolution. All the announcements concerning the Company shall be sent by registered mail to the addresses of the shareholders holding registered shares which are recorded in the books of the Company.

The regulations of the Capital Market Board regarding announcements shall be complied with.

Provisions of Law

Article 20 :

The provisions of the Turkish Commercial Code and the Capital Market Law and its related communiqués shall be applicable in all matters not specified in these Articles of Association.

The financial statements and reports, the preparations of which are foreseen by the Capital Market Board and the independent audit report if an independent audit is required, will be sent to the Board and disclosed to public according to the procedures and principles set forth by the Board.

advance excluding announcement and meeting days.

The provisions of Article 370 of the Turkish Commercial Code are reserved.

The provisions of Article 397 and Article 438 of the Turkish Commercial Code shall apply to the announcements for capital decrease and dissolution. All the announcements concerning the Company shall be sent by registered mail to the addresses of the shareholders holding registered shares which are recorded in the books of the Company.

Provisions of Law

Article 20 :

The provisions of the Turkish Commercial Code and the Capital Market Law and its related communiqués shall be applicable in all matters not specified in these Articles of Association.

The financial statements and reports, the preparations of which are foreseen by the Capital Market Board and the independent audit report if an independent audit is required, will be sent to the Board and disclosed to public according to the procedures and principles set forth by the Board.

Corporate Governance Principles which the Capital Market Board requires to be implemented shall be complied with. Any transactions and board of directors' resolutions that are carried out and adopted without compliance with these compulsory principles shall be null and void and shall be deemed contrary to the articles of association.

In such transactions that are considered material for the implementation of Corporate Governance Principles and in all kinds of related party transactions of the company as well as in any transactions involving guarantees, pledges and mortgages established in favor of third parties corporate governance regulations issued by the Capital Market Board shall be complied with.

The number, qualifications, criteria, election, terms of office, working principles, scope of duties of and similar matters regarding independent members to officiate in the Board of

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Temporary Article 1: Pursuant to Law number 5083, the official currency was changed as New Turkish Liras (YTL) and under Article 399 of Turkish Commercial Code as amended through Law number 5274, it was provisioned that the nominal values of shares would be minimum 1,00 New Kurus (YKr).

Parallel to these amendments;

1- The capital of the company was expressed in YTL and the nominal values of shares were determined as 1,00 YKr.

2- Accordingly, 1 new share with a nominal value of YKr 1 shall be given in consideration of 10 previous shares having a nominal value of TL 1.000.-. A fraction receipt shall be issued for shares which can not be rounded up to YKr 1.

3- Within the framework of the reasons and restructuring explained above;

33.570.257.947 existing A Group registered shares have been fully converted into 3.357.025.794,7 new 1st Serial B Group registered shares,

41.015.085.511 existing B Group registered shares have been fully converted into 4.101.508.551,1 new 1st Serial B Group registered shares,

89.513.390.829 existing C Group registered shares have been fully converted into 8.951.339.082,9 new 1st Serial A Group registered shares,

14.928.047.460 existing D Group registered shares have been fully converted into 1.492.804.746,0 new 1st Serial B Group registered shares,

Out of 25.065.792.600 existing D1 Group registered shares, the number of 12.532.896.300 shares has been converted into 1.253.289.630 new 1st Serial A Group registered shares whereas the number of 12.532.896.300 has been converted into 1.253.289.630 new 1st Serial C Group bearer shares,

19.694.551.329 existing D2 Group registered shares have been fully converted into 1.969.455.132,9 new 1st Serial C Group bearer shares,

Directors shall be determined according to the Turkish Commercial Code, Capital Market Law, regulations issued by the Capital Market Board with respect to Corporate Governance and provisions of other relevant legislation.

Temporary Article 1: Cancelled

Informative Document for Coca-Cola İçecek A.Ş. General Assembly

Out of 14.593.973 existing E Group bearer shares, the number of 1.020.617 has been converted into 102.061,7 new 1st Serial A Group registered shares, the number of 907.713 has been converted into 90.771,3 new 1st Serial B Group registered shares whereas the number of 12.665.643 has been converted into 1.266.564,3 new 1st Serial C Group bearer shares.

Temporary Article 2: Out of 10.204.730.774,6 existing 1st Serial A Group registered shares, the number of 7.900.000.000 shares has been converted into 3rd Serial A Group registered shares whereas the number of 2.304.730.774,6 shares has been converted into 3rd Serial C Group bearer shares;

Out of 2.578.805.035,1 existing 2nd Serial A Group registered shares, the number of 100.000.000 shares has been converted into new 3rd Serial A Group registered shares whereas the number of 2.478.805.035,1 shares has been converted into new 3rd Serial C Group bearer shares;

Out of 8.951.429.863,1 existing 1st Serial B Group registered shares, the number of 5.111.429.863,1 shares has been converted into new 3rd Serial B Group registered shares whereas the number of 3.840.000.000 shares has been converted into new 3rd Serial C Group bearer shares;
3.224.011.327,2 existing 1st Serial C Group bearer shares have been fully converted into new 3rd Serial C Group bearer shares.

Temporary Article 2: Cancelled