

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 6, 2010;

It was unanimously decided by the present members of the Board, to invite shareholders of the Company to the Ordinary General Meeting of Shareholders to be held on April 28, 2010 at 14.00 at "Esenşehir Mahallesi, Erzincan Caddesi No: 36, Ümraniye 34776, İstanbul" in order to discuss the below written agenda items; to announce this meeting pursuant to Article 368 of the Turkish Commercial Code; to request a commissary from the Ministry of Industry and Commerce, to carry out all the other necessary legal procedures and to discuss and decide on the below agenda items. The agenda of the meeting is given below.

Newspaper advertisements of the invitation to our shareholders will be published in the Turkish Commercial Registry Gazette and in the daily "Milliyet" on April 7, 2010.

The agenda items shall be voted upon by open ballot at the General Meeting of Shareholders.

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 2009 as well as the Information Sheet for the General Meeting of Shareholders shall be made available to Shareholders at the Company headquarters located at "Esenşehir Mah. Erzincan Cad. No: 36, 34776 Ümraniye, İstanbul" as well as on the corporate website at www.cci.com.tr, three weeks prior to the meeting.

All of our stakeholders holding rights and benefits and members of the media are invited to participate in the General Meeting of Shareholders.

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

COCA-COLA İÇECEK ANONİM ŞİRKETİ AGENDA FOR THE ORDINARY GENERAL ASSEMBLY DATED APRIL 28, 2010

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

The President and the Presidential Board that will chair the General Meeting shall be elected pursuant to the "Turkish Commercial Code (TCC)" and the "Regulation on the General Meeting 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 Meeting 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 2009 reports as presented by the Board of Directors, Auditors and Independent Audit Company and Coca-Cola İçecek A.Ş.'s Code of Ethics

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 Meeting. These reports shall be discussed and voted upon individually.

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These documents are available at the Company headquarters as well as on the corporate website at www.cci.com.tr. Moreover, the 2009 Annual Report of Coca-Cola İecek A.Ş. contains the Board of Auditors' Report and the Independent Audit Report.

Coca-Cola İecek A.Ş.'s Code of Ethics consists of two parts. The first part aims to explain the values that CCI strives to protect everywhere it is active and the Company's responsibilities to the public and to its employees. The second part aims to explain employees' responsibilities to the firm. The Code of Ethics encompasses all directors and employees including our firm and branch structures. The Code is shared with each new employee during his/her orientation program and is an indispensable part of each employee's contract. CCI reviews the content of Code of Ethics every two years and provides necessary trainings to its employees with proper documentation.

Based on the BOD resolution dated June 30, 2009, "Insider Trading" topic has become part of our "CCI Code of Ethics" which is also published on our web site, in order to inform all CCI employees of this important subject and make it an element of our managerial discipline. CCI Code of Ethics is available on our corporate site.

4. Review and approval of the Company's Balance sheet and Profit and Loss statements for the year 2009

Pursuant to the TCC, the CMB and the Regulation, the Consolidated Balance Sheet as of 31 December 2009 and the Income Statement for the period 1 January 2009 and 31 December 2009 shall be read out, discussed and voted upon at the General Meeting. These documents are available at the company headquarters and on the corporate website at www.cci.com.tr.

5. Acquittal of the Chairman and members of the Board of Directors regarding the accounts and activities for the year 2009

Pursuant to the TCC and the Regulation, a proposal for acquitting the members of the Board of Directors for the accounts and operations of 2009, shall be submitted to the approval of the General Meeting.

6. Acquittal of the Auditors regarding the accounts and activities for the year 2009

Pursuant to the TCC and the Regulation, a proposal for acquitting the members of the Board of Auditors for the accounts and operations of 2009 shall be submitted to the approval of the General Meeting.

7. Election of the auditors and determination of their term of office and fees

The term of the auditors started on April 28, 2009 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.

8. Resolving on the distribution of 2009 annual profit

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PROFIT 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 2009 calendar year stands at TL 169,584,003.00.

Therefore, we are proposing to distribute in total TL 50,000,000,000.- cash dividends out of the distributable net profit starting from May 26, 2010 and requesting that you kindly approve our Balance Sheet as of 31 December 2009, and Income Statement for the period between 1 January 2009 and 31 December 2009 as well as the notes to the income statement.

Out of the 2009 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 0.196563 (net TL 0.196563); while other shareholders shall be distributed cash dividends of gross TL 0.196563 (net TL 0.167079).

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

Tuncay Özilhan
Chairman”

9. Briefing the General Assembly in accordance with the Capital Markets Board’s regulation on donations made by the Company in 2009

In accordance with Communiqué Series IV, No.27, Article 7 of the Capital Markets Board, the General Meeting 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 14, Coca-Cola İçecek donated TL 4,500,000 to Anadolu Foundation during 2009.

10. Determination of the salaries of the Board of Directors’ members John Paul Sechi and Gerard A. Reidy for the April 01, 2010 - March 31, 2011 period

Gerard A. Reidy appointed to the Board of Directors of CCI by The Coca-Cola Company and John P. Sechi appointed by Anadolu Efes do not have any affiliation with the Shareholders who have appointed them. John Sechi and Gerard A. Reidy, who are independent according to generally accepted standards, were paid a total net annual compensation of USD 115,000 for the period between April 1, 2009 and March 31, 2010.

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11. Discussion on and approval of the Chairman and members of the Board of Directors to be granted with the authorities prescribed under Articles 334 and 335 of the 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 Meeting. Therefore, permitting members to perform such transactions shall be submitted to the approval of the General Meeting.

12. Approval of the Independent Audit Company selected by the Board of Directors for examination of activities and accounts in the year 2010 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 31, 2010, 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 2010 financial statements. It was also decided to submit the appointment resolution for the approval of the General Assembly.

13. 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.

14. Amendment of article 3 of the Company's Articles of Association and discussion of the draft amendment approved by the Capital Markets Board and Ministry of Industry and Trade pertaining to the amendment 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

CCI Board of Directors, at its meeting on March 17, 2010, approved the amendment of Article 3 of its Articles of Association as per the resolution adopted in Capital Markets Board meeting dated 09.09.2009 number 28/780. Accordingly, the following sentence is proposed to be inserted in Article 3, paragraph (iii) "Scope and Objectives" section of the CCI Articles of Association: "Regulations laid down by the Capital Markets Board shall be primarily complied with in connection with any suretyship and guarantees to be granted or pledges including mortgages to be instituted by the Company in favor of third persons." Already approved by Capital Markets Board and Industry and Trade Ministry, this proposed amendment will be submitted for approval to the General Assembly.

15. Wishes and Closing

Wishes, request and opinions about the Company shall be voiced and shared.