

Company No. 00027173

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**COCA-COLA EUROPEAN PARTNERS GREAT BRITAIN LIMITED**

(the "Company")

21 July 2017

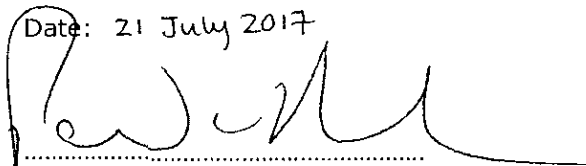
(the "Circulation Date")

We, the undersigned, being the eligible member of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following resolution of the Company, having effect as a special resolution, in accordance with Chapter 2 Part 13 of the Companies Act 2006:

**SPECIAL RESOLUTION**

"THAT the amount of £228,967,301 standing to credit of the share premium account of the Company as at the date on which this resolution is passed be cancelled and extinguished."

Date: 21 July 2017



Duly authorised for and on behalf of **Coca-Cola European Partners Holdings Great Britain Limited**



## NOTES

1. If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By Hand: delivering the signed copy to Huma Allana Blunt at Coca-Cola European Partners Great Britain Limited, Pemberton House Bakers Road Uxbridge UB8 1EZ.
- Post: returning the signed copy by post to Huma Allana Blunt at Coca-Cola European Partners Great Britain Limited, Pemberton House Bakers Road Uxbridge UB8 1EZ.
- Email: by attaching a scanned copy of the signed document to an email and sending it to [hallana@COKECCE.COM](mailto:hallana@COKECCE.COM). Please enter "Written resolution dated 21 July 2017" in the email subject box.

If you do not agree to the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.