

Supplementary Prospectus number 1 dated 11 May 2012 to the Base Prospectus dated 10 April
2012



COCA-COLA HBC FINANCE B.V.

(the "Issuer")

(a private limited liability company incorporated under the laws of The Netherlands)

Guaranteed by

**COCA-COLA HELLENIC BOTTLING
COMPANY S.A.**

(the "Guarantor")

(incorporated with limited liability in the Hellenic Republic)

€3,000,000,000

Euro Medium Term Note Programme

Supplementary Prospectus incorporating by reference the press release of the Guarantor dated 10 May 2012 relating to its financial results for the three months ended 30 March 2012 (the "Guarantor Results").

Terms defined in the Base Prospectus (as defined below) shall, unless the context otherwise requires, have the same meanings when used in this Supplementary Prospectus.

This Supplementary Prospectus (the "**Supplementary Prospectus**", which definition shall also include all information incorporated by reference herein) has been prepared for use in connection with the €3,000,000,000 Euro Medium Term Note Programme (the "**Programme**") for the issuance of up to €3,000,000,000 in aggregate principal amount of notes (the "**Notes**") issued by the Issuer and guaranteed by the Guarantor. A base prospectus dated 10 April 2012 (the "**Base Prospectus**") has been prepared by the Issuer and approved as a base prospectus for the purposes of Directive 2003/71/EC (the "**Prospectus Directive**") by the United Kingdom Financial Services Authority (the "**FSA**") which is the United Kingdom competent authority for the purposes of the Prospectus Directive and relevant implementing measures in the United Kingdom, for use in connection with the issue of Notes under the Programme. This Supplementary Prospectus supplements, updates and forms part of the Base Prospectus, and should be read and construed in conjunction therewith, together with any other supplement to the Base Prospectus issued by the Issuer. This Supplementary Prospectus has been approved by the FSA as a supplement to the Base Prospectus issued in compliance with the Prospectus Directive and relevant implementing measures in the United Kingdom.

The Guarantor Results have been previously published or are published simultaneously with this Supplementary Prospectus, and have been approved by or filed with the FSA. With effect from the date of this Supplementary Prospectus, the Guarantor Results shall be deemed to be incorporated in, and to form part of, this Supplementary Prospectus and the Base Prospectus, save that:

- 1 The following words contained in the sixth bullet point on page one of the Guarantor Results shall not be deemed to be incorporated in and shall not be deemed to form part of, the Supplementary Prospectus or the Base Prospectus:

"For the period 2012-2014 we plan to invest cumulative capital expenditure of €1.45 billion and expect to generate free cash flow of €145 billion."

- 2 The following words contained in the fifth paragraph on page eight of the Guarantor Results shall not be deemed to be incorporated in and shall not be deemed to form part of, the Supplementary Prospectus or the Base Prospectus:

"We expect to incur costs of approximately €50 million for restructuring initiatives in 2012 which are expected to yield €35 million in annualised benefits from 2013 onwards. We expect initiatives already taken in 2011 and initiatives being undertaken in 2012 to yield approximately €40 million in total benefits in 2012."

3 The following words contained in the seventh paragraph on page eight of the Guarantor Results shall not be deemed to be incorporated in and shall not be deemed to form part of, the Supplementary Prospectus or the Base Prospectus:

"We expect our effective tax rate for the mid-term to range between 25-27%."

4 The following words contained in the eighth paragraph on page eight of the Guarantor Results shall not be deemed to be incorporated in and shall not be deemed to form part of, the Supplementary Prospectus or the Base Prospectus:

"Our guidance for both free cash flow and capital expenditure for the three year period ending 31 December 2014 remains at €1.45 billion".

The non-incorporated parts of the Guarantor Results are not relevant to investors.

Copies of the Guarantor Results are available for viewing at <http://www.hemscott.com/nsm.do> and the Guarantor and the Issuer will, at the specified offices of the Paying Agents, provide, free of charge, upon request, copies of this Supplementary Prospectus (together with the Guarantor Results incorporated by reference herein) and the Base Prospectus. Written or oral requests for such documents should be directed to the Specified Office of any Paying Agent or any successor thereto.

The Issuer and the Guarantor accept responsibility for the information contained in this Supplementary Prospectus. Each of the Issuer and the Guarantor declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplementary Prospectus is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

This Supplementary Prospectus and the Base Prospectus are to be read and construed in conjunction with all documents which are incorporated herein and therein by reference.

To the extent that there is any inconsistency between (a) any statement in this Supplementary Prospectus or any statement incorporated by reference into the Base Prospectus by this Supplementary Prospectus and (b) any other statement in, or incorporated by reference into, the Base Prospectus prior to the date of this Supplementary Prospectus, the statements in (a) will prevail.

To the extent that any document or information incorporated by reference or attached to this Supplementary Prospectus, itself incorporates any information by reference, either expressly or

impliedly, such information will not form part of this Supplementary Prospectus for the purposes of the Prospectus Directive, except where such information or documents are stated within this Supplementary Prospectus as specifically being incorporated by reference or where this Supplementary Prospectus is specifically defined as including such information.

Save as disclosed in this Supplementary Prospectus and the Base Prospectus, there has been no significant new factor, material mistake or inaccuracy relating to information contained in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

Investors should be aware of their rights under Section 87Q(4) of the Financial Services and Markets Act 2000, as amended. An investor which has agreed, prior to the date of publication of this Supplementary Prospectus, to purchase or subscribe for Notes issued under the Programme may withdraw its acceptance before the end of the period of two working days beginning with the first working day after the date on which this Supplementary Prospectus is published in accordance with the Prospectus Directive.

There are certain risks related to any issue of Notes Under the Programme, which investors should ensure that they fully understand (see "*Risk Factors*" beginning on page 8 of the Base Prospectus).