

**SUPPLEMENTARY PROSPECTUS DATED 11 NOVEMBER 2014**

**COCA-COLA HBC FINANCE B.V.**

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

guaranteed by

**COCA-COLA HBC AG**

*(incorporated as a company limited by shares (Aktiengesellschaft) under the laws of Switzerland)*

and

**COCA-COLA HBC HOLDINGS B.V.**

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

**€3,000,000,000**

**Euro Medium Term Note Programme**

This supplement (the “**Supplement**”) to the base prospectus dated 18 September 2014 (the “**Base Prospectus**”) constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the “**FSMA**”) and is prepared in connection with the Euro Medium Term Note Programme (the “**Programme**”) established by Coca-Cola HBC Finance B.V. (the “**Issuer**”) and guaranteed by Coca-Cola HBC AG and Coca-Cola HBC Holdings B.V. (each a “**Guarantor**”, and together, the “**Guarantors**”). This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

The Issuer and the Guarantors accept responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer and the Guarantors (having taken reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

**Purpose of this Supplement**

The purpose of this Supplement is to incorporate by reference in the Base Prospectus the CCH Group’s third quarter results for the period ended 26 September 2014 (the “**CCH Group Results**”).

**The CCH Group’s Results**

On 6 November 2014 the CCH Group published its third quarter results for the period ended 26 September 2014.

Copies of the CCH Group Results have been filed with the Financial Conduct Authority and, by virtue of this Supplement, the CCH Group Results are incorporated in, and form part of, the Base Prospectus, save that the ninth paragraph on page twelve of the CCH Group Results shall not be deemed to be incorporated in and shall not be deemed to form part of this Supplement.

Any information contained in the CCH Group Results which is not expressly incorporated by reference in this Supplement does not form part of this Supplement and is either not relevant to investors or is covered elsewhere in the Base Prospectus.

Copies of this Supplement, the Base Prospectus and any documents which are incorporated by reference in the Base Prospectus can be obtained, upon request and free of charge, from the specified offices of the Principal Paying Agent. In addition, this Supplement, the Base Prospectus and the documents incorporated by reference in the Base Prospectus are available for viewing at [www.morningstar.co.uk](http://www.morningstar.co.uk).

### **General Information**

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

To the extent that any document or information incorporated by reference itself incorporates any information by reference, either expressly or impliedly, such information will not form part of this Supplement for the purposes of the Prospectus Directive, except where such information or documents are stated within this Supplement as being incorporated by reference or where this Supplement is specifically defined as including such information.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.