

Final Terms dated 8 March 2016

COCA-COLA HBC FINANCE B.V.

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

Issue of €600,000,000 1.875 per cent. Guaranteed Notes due November 2024

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)

under the €3,000,000,000 Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the base prospectus dated 30 September 2015 and the supplemental base prospectus dated 19 February 2016 which together constitute a base prospectus (the "**Base Prospectus**") for the purposes of Directive 2003/71/EC, as amended, including by Directive 2010/73/EU and as implemented by any relevant implementing measure in the relevant Member State (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive. These Final Terms contain the final terms of the Notes and must be read in conjunction with such Base Prospectus.

Full information on the Issuer, the Guarantors and the offer of the Notes described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus. The base prospectus dated 30 September 2015 and the supplemental base prospectus dated 19 February 2016 are available for viewing at www.londonstockexchange.com/exchange/news/market-news/market-news-home.html.

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|----|-------|--|---|
| 1. | (i) | Issuer: | Coca-Cola HBC Finance B.V. |
| | (ii) | Guarantors: | Coca-Cola HBC AG
Coca-Cola HBC Holdings B.V. |
| 2. | (i) | Series Number: | 2 |
| | (ii) | Tranche Number: | 1 |
| | (iii) | Date on which the Notes will be consolidated and form a single Series: | Not Applicable |

3.	Specified Currency or Currencies:	Euro (“€”)
4.	Aggregate Principal Amount:	€600,000,000
5.	Issue Price:	99.671 per cent. of the Aggregate Principal Amount
6.	(i) Specified Denomination(s):	€100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000.
	(ii) Calculation Amount:	€1,000
7.	(i) Issue Date:	10 March 2016
	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	11 November 2024
9.	Interest Basis:	1.875 per cent. Fixed Rate
10.	Redemption Basis:	Subject to any purchase or cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their principal amount.
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Date Board approval for issuance of Notes and Guarantees obtained	22 February 2016 (in respect of the approval for the issuance of Notes by Coca-Cola HBC Finance B.V.), 23 February 2016 (in respect of the approval for the guarantee by Coca-Cola HBC AG) and 22 February 2016 (in respect of the approval for the guarantee by Coca-Cola HBC Holdings B.V.).

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	1.875 per cent. per annum (payable annually) in arrear
	(ii) Interest Payment Date(s):	11 November in each year from and including 11 November 2016 (the " First Interest Payment Date ") to and including the Maturity Date
	(iii) Fixed Coupon Amount:	€18.75 will be paid per Calculation Amount on each Interest Payment Date from and including 11 November 2017 to and

		including the Maturity Date
(iv)	Broken Amount(s):	There will be a short first coupon of €12.60 per Calculation Amount payable on the First Interest Payment Date
(v)	Day Count Fraction:	Actual/Actual (ICMA)
(vi)	Determination Date(s):	11 November in each year
15.	Floating Rate Note Provisions	Not Applicable
16.	Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17.	Call Option	Not Applicable
18.	Put Option	Not Applicable
19.	Final Redemption Amount:	€1,000 per Calculation Amount
20.	Early Redemption Amount	
	Early Redemption Amount(s) payable on redemption for taxation reasons or on event of default:	€1,000 per Calculation Amount
21.	Make-whole Redemption	Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

22.	Form of Notes:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note.
23.	New Global Note:	Yes
24.	Additional Financial Centre:	London
25.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No
26.	U.S. Selling Restrictions	TEFRA D

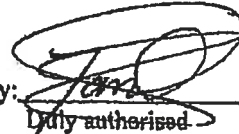
Signed on behalf of Coca-Cola HBC Finance B.V.

By: _____
Duly authorised

By:  
Duly authorised
M. IMELLOS R.A. VAN HILST.

Signed on behalf of Coca-Cola HBC AG

By:  _____ MICHALIS IMELLOS
Duly authorised

By:  _____ JAN GUSTAVSSON
Duly authorised

Signed on behalf of Coca-Cola HBC Holdings B.V.

By: _____
Duly authorised

By: _____
Duly authorised

Signed on behalf of Coca-Cola HBC Finance B.V.

By: _____
Duly authorised

By: _____
Duly authorised

Signed on behalf of Coca-Cola HBC AG

By: _____
Duly authorised

By: _____
Duly authorised

Signed on behalf of Coca-Cola HBC Holdings B.V.

By: _____
Duly authorised

By: Garyfalla Spyriou
Duly authorised


W.J. Langeveld
Managing Director

PART B – OTHER INFORMATION

1. LISTING

- (i) Admission to trading Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange plc's Regulated Market listed on the Official List of the Financial Conduct Authority with effect from 10 March 2016.
- (ii) Estimate of total expenses related to admission to trading £3,650

2. RATINGS

The Notes to be issued are expected to be rated:

Ratings: Standard & Poor's: BBB
Moody's: Baal

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in “*General Information - Interest of natural and legal persons*”, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. YIELD

Indication of yield: 1.917 per cent. per annum

5. OPERATIONAL INFORMATION

ISIN Code: XS1377682676

Common Code: 137768267

Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s) Not Applicable

Delivery: Delivery against payment

Names and addresses of initial Paying Agent: Citibank, N.A., London Branch
Canada Square
Canary Wharf
London E14 5LB

Names and addresses of Not Applicable
additional Paying Agent(s) (if
any):