

**COCA-COLA INTERNATIONAL SALES LIMITED**

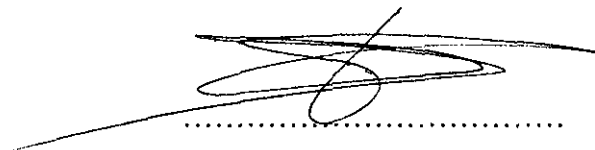
(Registered number 1861142)

(the "Company")

At an **EXTRAORDINARY GENERAL MEETING** of the Company held on 9<sup>th</sup> November 2004 the following resolutions were passed as special resolutions:

**SPECIAL RESOLUTIONS**

1. That the authorised share capital of the Company be increased from £100 to £9,148,686 by the creation of 9,148,586 new ordinary shares of £1 each. L
2. That the Directors be and are generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985, as amended (the "Act") to exercise all powers of the Company to allot relevant securities (within the meaning of the said section 80) up to a nominal amount of £9,148,686 (comprised of 9,148,686 ordinary shares), provided that this authority shall expire on 10<sup>th</sup> November 2005 (the "section 80 period") save that the Company may, before the expiry of the section 80 period, make offers or agreements which would or might require relevant securities to be allotted after the expiry of the section 80 period and the Directors may allot relevant securities in pursuance of any such offer or agreement as if the authority hereby conferred had not expired. 10
3. That during the section 80 period the Directors be empowered to allot ordinary shares as if section 89(1) of the Act did not apply to such allotment.



Chairman

Dated this 9<sup>th</sup> day of November 2004

