

3 February 2005

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ASX announcement for immediate release

SPC Ardmona shareholders support CCA Acquisition Proposal

SPC Ardmona Ltd (**SPC Ardmona**) advises that earlier today its shareholders overwhelmingly voted to support the proposed acquisition of SPC Ardmona by Coca-Cola Amatil Ltd (**CCA** and **CCA Acquisition Proposal**).

Two approvals by SPC Ardmona shareholders were required for the CCA Acquisition Proposal - one relating to the scheme of arrangement between SPC Ardmona and its shareholders and one relating to a special resolution to repeal a provision in SPC Ardmona's constitution giving directors the power to enforce a 20% shareholding restriction in SPC Ardmona's constitution.

At the shareholder meeting to consider the scheme of arrangement, shareholders voted 94% in favour by number of shares held, exceeding the 75% approval threshold, and 93% in favour by number of shareholders voting, exceeding the 50% in number approval threshold.

At the subsequent shareholder meeting to consider the constitutional amendment resolution, shareholders voted 94% in favour by number of shares held, exceeding the 75% approval threshold.

Accordingly, all requisite shareholder approvals for the CCA Acquisition Proposal have been received. Statistics in respect of proxy votes cast on each resolution accompany this announcement.

In addition, SPC Ardmona's Chairman, Mr David Meiklejohn, confirmed that regulatory approvals of the proposed scheme of arrangement had been received from the Australian Securities and Investments Commission and the Australian Stock Exchange subject to the results of today's meeting. He further confirmed that CCA had received advice from the Australian Competition and Consumer Commission and the Foreign Investment Review Board that there were no objections to the proposed transaction.

"We are very pleased with the strong support received today from our shareholders for the Coca-Cola Amatil proposal in what marks an important step in the ongoing development of the SPC Ardmona business", Mr Meiklejohn said.

The last remaining approval is that of the Supreme Court of Victoria and a Court hearing is scheduled for Friday, 11 February 2005 in that regard.

Enquiries

SPC Ardmona shareholder enquiries: SPC Ardmona Shareholder Information Line: 1300 302 124 (international callers: +6 2 9240 7463), Monday to Friday between 9.00 am and 5.00 pm (Melbourne time).

Monika Maedler
Company Secretary

3 February 2005

By Facsimile: 1300 300 021
Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

Scheme Meeting
SPC Ardmona Limited

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect to each motion on the agenda. In respect to each motion the total number of votes exercisable by all validly appointed proxies was:

That pursuant to section 411(4)(a)(ii) of the Corporations Act 2001 (Cth), members are in favour of the scheme of arrangement proposed between SPC Ardmona Limited and the holders of its ordinary shares as more particularly described in the Scheme of Arrangement which is contained in the Explanatory Booklet accompanying the Notice convening this meeting, with or without modification as approved by the Supreme Court of Victoria.

Votes where the proxy was directed to vote 'for' the motion	125,390,951
Votes where the proxy was directed to vote 'against' the motion	8,398,067
Votes where the proxy may exercise a discretion how to vote	15,159,729
In addition, the number of votes where the proxy was directed to abstain from voting on the motion was	86,439

The results of voting on this motion is as follows:

The motion was carried as an ordinary resolution on a poll the details of which are:

The number of votes cast 'for' the motion was	140,800,179
The number of votes cast 'against' the motion was	8,469,062
In addition the number of votes which 'abstained' from voting was	86,439
The number of shareholders who voted 'for' the resolution was	3,682
The number of shareholders who voted 'against' the resolution was	259
The number of shareholders who 'abstained'	18

Dated this 3rd day of February 2005

Monika Maedler
Company Secretary

3 February 2005

By Facsimile: 1300 300 021
Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

General Meeting
SPC Ardmona Limited

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect to each motion on the agenda. In respect to each motion the total number of votes exercisable by all validly appointed proxies was:

Subject to, and interdependent with, the approval of the Scheme by the Court in accordance with section 411(4)(b) of the Corporations Act and the effective Date occurring on or before the End Date, that with effect on and from the Effective Date, SPC Ardmona Limited modify its constitution by omitting Rule 25.

Votes where the proxy was directed to vote 'for' the motion	123,681,260
Votes where the proxy was directed to vote 'against' the motion	8,223,147
Votes where the proxy may exercise a discretion how to vote	10,593,124

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was	147,973
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The results of voting on this motion is as follows:

The motion was carried as a special resolution on a poll the details of which are:

The number of votes cast 'for' the motion was	134,550,718
The number of votes cast 'against' the motion was	8,269,311
In addition the number of votes which 'abstained' from voting was	147,973

Dated this 3rd day of February 2005

Monika Maedler
Company Secretary