

The Depository Trust Company

IMPORTANT

B#: 9677-06

DATE: May 30, 2006

TO: ALL PARTICIPANTS

CATEGORY: Proxy

FROM: DTC PROXY DEPARTMENT

ATTENTION: PROXY/REORGANIZATION

SUBJECT: COCA-COLA HBC S.A.
AMERICAN DEPOSITARY SHARES
CUSIP#1912EP104

The Bank of New York (BNY), Depository for the above captioned American Depositary Shares, has advised DTC that Coca-Cola HBC S.A., the issuer of the Ordinary shares underlying these ADR's, is holding its Annual General Meeting on June 20, 2006 at 11:00 a.m. Coca-Cola HBC S.A. advises BNY that under Greek Law, shareholders wishing to vote at the meeting must, among other matters, effectively own shares on the day of the meeting itself.

To enable U.S. holders of Coca-Cola HBC S.A. ADRs to vote at the meeting, BNY has established a record date of May 11, 2006. Persons who hold Coca-Cola HBC S.A. ADR's May 11, 2006 on and on the day of the meeting and wish to vote the Ordinary Shares underlying their ADSs (subject to any applicable requirements or restrictions under Greek Law or Coca-Cola HBC S.A., Articles of Association) may provide instructions to BNY. Participants must provide such instructions to BNY by June 13, 2006. Participants should obtain the voting instructions forms for that purpose from Mary Gormley (212) 815-3326. In addition, Participants must follow the procedure described below.

To provide BNY with assurance that ADSs on which it has received voting instructions from a Participant will still be held in that Participant's account on the meeting date, DTC has agreed to segregate positions on which voting instructions have been filed under a separate contra-CUSIP number. The number to be used for this purpose is (19121EP997). A Participant filing voting instructions with BNY on a position in its DTC account will be asked to provide BNY as a part of those instructions a letter authorizing DTC to have its

nominee, Cede & Co., execute a proxy on the Participant's behalf and to take certain other actions (described below).

BNY will advise DTC of all voting instructions received under this procedure and provide DTC with the proxy forms and the authorization letters signed by Participants relating to those instructions. For each such instruction, DTC will then execute the proxy, temporarily deduct the position being voted from the Participant's holdings under the Coca-Cola HBC S.A., ADSs CUSIP (1912EP104), temporarily credit the position to an account maintained by BNY, ADS Contra-CUSIP #(1912EP997). DTC will return this position to the Participant's account under the base CUSIP number upon instructions from BNY once the blocking process has been completed, this should occur on June 20, 2006.

Inquiries regarding this notice should be directed to Kathy Caziarc (813) 470-1115.

Oma Khan

Manager

Attachments

THE DEPOSITORY TRUST COMPANY

55 Water Street, 50th Floor
NEW YORK, NEW YORK 10041

VIA FACSIMILE: (212) 571-3050

THE BANK OF NEW YORK, AS DEPOSITARY ("BNY")
101 BARCLAY STREET, 22W
NEW YORK, NEW YORK 10286
ATTN.: Mary Gormley
ADR DEPARTMENT

EXPIRATION - June 13, 2006
1:00 P.M.

FOR PURPOSES OF ATTENDING THE GENERAL MEETING OF SHAREHOLDERS OF COCA-COLA HBC S.A., A CORPORATION ORGANIZED UNDER THE LAWS OF GREECE ("THE COMPANY"), TO BE HELD IN GREECE, ON JUNE 20, 2006 at 11:00 a.m., ("THE MEETING"), TO ADDRESS THE MEETING AND TO VOTE THEREAT.

CEDE & CO. THE NOMINEE OF THE DEPOSITORY TRUST COMPANY ("DTC") CERTIFIES THAT ON THE INSTRUCTIONS OF THE PARTICIPANT NAMED BELOW DTC HAS DELIVERED TO A DTC ACCOUNT MAINTAINED ON BEHALF OF BNY THE NUMBER OF AMERICAN DEPOSITARY SHARES ("ADRS") SPECIFIED BELOW, WHICH ADRS REPRESENT AMERICAN DEPOSITARY SHARES OF THE COMPANY, UNTIL THE BANK OF NEW YORK ADVISES DTC THAT THE MEETING HAS CONCLUDED. CEDE & CO. HEREBY APPOINTS SUCH PARTICIPANT AS ITS AGENT AND PROXY TO GIVE OR CONFIRM ALL SUCH INSTRUCTIONS TO BNY AS MAY BE NECESSARY OR APPROPRIATE TO IDENTIFY THE BENEFICIAL OWNER(S) OF THE NUMBER OF ADRS SPECIFIED BELOW AND TO ENABLE THE PARTICIPANT OR THE BENEFICIAL OWNER(S) OF THE ADRS REPRESENTED BY THE ADRS SPECIFIED BELOW TO ATTEND AND ADDRESS THE MEETING AND VOTE THEREAFTER.

THIS PROXY IS REVOCABLE AT ANY TIME AND IN ANY MANNER, INCLUDING BUT NOT LIMITED TO THE FILING BY CEDE & CO. WITH BNY OF AN INSTRUMENT SIMILAR TO THIS INSTRUMENT RELATING TO THE VOTING OF ADRS SPECIFIED BELOW AT THE MEETING, THE FILING OF WHICH INSTRUMENT SHALL REVOKE ALL THE AGREEMENTS AND INSTRUCTIONS SPECIFIED HEREIN.

NAME OF PARTICIPANT

NUMBER OF AMERICAN DEPOSITARY SHARES

DATED: _____, 20__

FACSIMILE SIGNATURE OF CEDE & CO.

THE DEPOSITORY TRUST COMPANY

55 Water Street, 50th Floor
NEW YORK, NEW YORK 10041

_____, 20____

The Depository Trust Company
55 Water Street, 50th Floor
New York, NY 10041

*Expiration: June 13, 2006
1:00 P.M.*

RE: COCA-COLA HBC S.A.
CUSIP No. 1912EP104
DTC Account No. _____
Number of ADRs: _____

Gentlemen:

In order to enable the beneficial owner(s) of the number specified above (the "Deposited ADRs") of COCA-COLA HBC S.A. American Depository Shares to vote at the Annual General Meeting of Shareholders of COCA-COLA HBC S.A. scheduled to be held on JUNE 20, 2006, at 11:00 a.m., please take the following actions:

- (1) Have your nominees, Cede & Co., complete and sign the attached Proxy with respect to the deposited ADRs and make the signed Proxy available for pick-up by The Bank of New York, ("BNY"); and
- (2) Deliver the Deposited ADRs from the undersigned's above-referenced account to an account with you maintained on behalf of BNY until BNY instructs you to return the Deposited ADRs to the undersigned's above-referenced account.

The undersigned certifies to you that the Deposited ADRs were on May 11, 2006, and are on the date hereof, on deposit in the undersigned's above-referenced account.

Very truly yours,

(Print Participant's Name)

BY:

(Signature)

(Print Name)

(Print Title)

THE BANK OF NEW YORK

NEW YORK'S FIRST BANK-FOUNDED 1784 BY ALEXANDER HAMILTON

101 BARCLAY STREET, N.Y. N.Y. 10286

DEPOSITARY RECEIPTS

Notice to Registered Owners of American Depositary Receipts of

Coca-Cola HBC S.A.

Owners of Record on May 11, 2006 of American Depositary Shares (each representing 1 (one) Ordinary Share of Coca-Cola HBC S.A.) issued under the Deposit Agreement dated as of October 9, 2002 among Coca-Cola HBC S.A., The Bank of New York, as Depositary, and the Owners from time to time of the American Depositary Shares issued thereunder, are hereby notified that The Bank of New York, as Depositary has received Notice of an Annual General Meeting of Coca-Cola HBC S.A.. The Annual General Meeting of Shareholders will be held at the Village Center Cinema room 8, 3 Fragoklissias Street, Maroussi, Athens, Greece on June 20, 2006, at 11:00 a.m. (Athens time).

By provision of Section 4.07 of the aforementioned Deposit Agreement, Owners of American Depositary Shares are entitled, subject to any applicable provision of the laws of Greece and of the Articles of the Issuer, to instruct The Bank of New York, as Depositary, as to the exercise of the voting rights, if any, pertaining to the amount of Shares or other Deposited Securities represented by their respective American Depositary Shares. Voting instructions may only be given in respect of a number of American Depositary Shares representing an integral number of shares. In order to exercise its voting rights, a Holder, who is not an Owner on the books of the Depositary, will be required, subject to applicable provisions of the laws of Greece, the Articles of the Issuer and the Deposit Agreement, to cause the delivery of its American Depositary Shares to a blocked account with The Depositary Trust Company for the account of the Depositary or to physically deliver its Receipts to the Depositary for holding. The American Depositary Shares or the Receipts represented by such Shares shall remain in the designated blocked account at The Depositary Trust Company or shall be held by the Depositary, as the case may be, until the conclusion of the meeting at which such voting rights are to be exercised, at which time they shall be promptly re-delivered to or for the account of the holder. Following any deposit of American Depositary Shares or delivery of Receipts a holder of American Depositary Shares or Receipts may still sell or otherwise dispose of such American Depositary Shares or Receipts, provided, however, that any voting instructions with regard to the Shares or other Deposited Securities represented by such American Depositary Shares or Receipts that such holder may have given will be invalidated. **NOTE: Voting instructions must accompany The Depositary Trust Company's certification in order to be valid.**

Upon the written request of an Owner on such record date, received before the close of business on June 13, 2006, The Bank of New York, as Depositary, shall use reasonable efforts, in so far as practicable, to vote or cause to be voted the amount of Shares represented by the American Depositary Shares evidenced by such receipt in accordance with the instructions set forth in such request. Instructions that are improperly completed will not be voted. Instructions that are properly completed except for voting instructions relating to any resolutions that have been left blank will be voted in favor of such resolutions.

In view of the fact that requests from Owners of record on May 11, 2006, must be received prior to the close of business on June 13, 2006 to be effective, there is enclosed a form for instructing the Depositary as to the exercise of voting rights together with a postage paid and addressed envelope for the return of such form.

**The Bank of New York,
as Depositary**

May 17, 2006