



Related Party Committee Charter

Introduction	This Charter defines the purpose, authority and responsibility of Coca-Cola Amatil Limited's Related Party Committee (RPC).
Purpose	<p>The purpose of the RPC is to provide a forum for the review of transactions between the Company and its related parties. In particular, to review agreements/business transactions with related parties, ensuring that they:</p> <ul style="list-style-type: none">— occurred within a normal business relationship, and— were on terms which were no more favourable than would reasonably be expected of transactions negotiated on an arms-length basis.
Definition	For the purposes of this Charter, "related party" has the meaning given to it by Accounting Standard AASB 1017 issued by the Australian Accounting Standards Board.
Membership	<p>Membership will be comprised of Non-Executive Directors who have not been associated with a related party.</p> <p>The composition of the Committee and its Chairman will be appointed from time to time by the Board.</p> <p>Having regard to the current activities of the Group, it is expected that the preponderance of transactions to come before the Committee will involve The Coca-Cola Company and, accordingly, the initial membership of the Committee will be those Directors who are not associated with The Coca-Cola Company and are not executives of the Group.</p> <p>It is acknowledged that should a related party transaction arise which involves directly or indirectly one of the then current members of this Committee, the Board will alter the composition of the Committee to consider that transaction.</p>
Meetings	<p>The Committee will meet at least once a year and on other occasions as deemed necessary by the Chairman.</p> <p>A quorum for meetings will be 2 members.</p> <p>Minutes of each meeting will be prepared and copies will be distributed to all Directors.</p>
Powers	The Committee will be provided with any information or assistance it requires from any officer or employee of the Company or its subsidiary companies and may seek outside advice as it may consider necessary in carrying out its role.