

COCA COLA ENTERPRISES INC

Form 425

June 14, 2010

Filed by
Coca-Cola
Enterprises Inc.
pursuant to
Rule 425 of the
Securities Act of
1933 and
deemed filed
pursuant to Rule
14a-12 of the
Securities
Exchange Act of
1934
Subject Company:
Coca-Cola
Enterprises Inc.
Commission File
No.: 001-09300

OPEN MORE
BUSINESS
Simon Baldry
Managing Director
CCE Great Britain

Forward Looking Statements

Included in this presentation are forward-looking management comments and other statements that reflect management's current outlook for future periods. As always, these expectations are based on currently available competitive, financial, and economic data along with our current operating plans and are subject to risks and uncertainties that could cause actual results to differ materially from the results contemplated by the forward-looking statements. The forward-looking statements in this news release should be read in conjunction with the risks and uncertainties discussed in our filings with the Securities and Exchange Commission, including our most recent annual report on Form 10-K and other SEC filings.

IMPORTANT ADDITIONAL INFORMATION AND WHERE TO FIND IT

This communication may be deemed to be solicitation material in respect of the proposed transaction. In connection with the proposed transaction and required shareowner approval, the Company will file relevant materials with the Securities and Exchange Commission (the "SEC"), including a proxy statement/prospectus contained in a Form S-4 registration statement, which will be mailed to the shareowners of the Company.

SHAREOWNERS OF THE COMPANY ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH THE SEC, INCLUDING THE PROXY STATEMENT/PROSPECTUS WHEN IT BECOMES AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION.

Shareowners may obtain a free copy of the proxy statement/prospectus, when it becomes available, and other documents filed by the Company at the SEC's web site at www.sec.gov. Copies of the documents filed with the SEC by the Company will be available free of charge on the Company's website at www.cokecce.com under the tab "Investor Relations" or by contacting the Investor Relations Department of Coca-Cola Enterprises at 770-989-3246.

PARTICIPANTS IN THE SOLICITATION

Coca-Cola Enterprises ("Company") and its directors, executive officers and certain other members of its management and employees may be deemed to be participants in the solicitation of proxies from its shareowners in connection with the proposed transaction. Information regarding the interests of such directors and executive officers was included in the Company's Proxy Statement for its 2010 Annual Meeting of Shareowners filed with the SEC March 5, 2010 and a Form 10-K filed on February 12, 2010 and information concerning the participants in the solicitation will be included in the proxy statement/prospectus relating to the proposed transaction when it becomes available. Each of these documents is, or will be, available free of charge at the SEC's website at www.sec.gov and from the Company on its website or by contacting the Investor Relations Department at the telephone number above.

Open More Business
our leadership position
our category ambition
how we will unlock growth
how we will grow responsibly

3

Coca-Cola Enterprises
Operating Framework

4

- \$7.3 billion revenue
(pro forma FY 2009)
 - 600 million
physical cases
 - 550,000 pieces of
cold drink equipment
 - 18 manufacturing
facilities
 - 13,000 employees

5

Source: internal reports; numbers are rounded

Coca-Cola Enterprises
Great Britain

- 4 billion bottles and cans sold
 - Almost 4,700 employees in 36 facilities
- 194,000 pieces of equipment serviced

6

Source: internal reports; numbers are rounded

Market Overview

Great Britain

7

2009 Soft Drinks Category Growth

Soft drinks category growth is
outpacing food sales in grocery

72% of 2009 category growth
was from CCE brands

Soft Drinks = NARTD + squashes; Sources: Nielsen 2009 Total Cov Value; Nielsen, All Food sales within Grocery vs
Total Soft
drinks (Groc + Imp)

8

- GB soft drink category is worth £11.4 billion at retail
 - We believe the category could achieve an additional £1.4 billion of growth by:
 - Open More Business
 - Benefitting from a Growing Population (in millions)
 - Growing Underdeveloped Per Cap Consumption
- TCCC Consumption Per Capita (2008, 8 oz servings)
- Belgium
Norway
Great Britain
Ireland
2008
Estimate
2018
Estimate

Soft Drinks = NARTD + squashes; Sources: Office of National Statistics 2008; TCCC 2008

OPEN MORE BUSINESS

GB soft drink category is worth £11.4 billion

We believe the category could achieve an additional £1.4 billion of growth by focusing on five shopping environments in 3 key segments:

Future Consumption

On Premise

On the Go

SUPERSTORES

FOOD HALL

PUBS, BARS & CLUBS

CANTEEN

FUEL

NEIGHBOURHOOD

9

Source: TCCC 2008; CCE internal estimates, 2009

Shopper Based Insights
Driving Opportunities
Superstore Food Hall
Soft drinks feature in
just 26% of take
home food trips
Improved Category
Segmentation and
Signage

SOLUTION

Source: Kantar Worldpanel; 52w/e April 2010

Food To Go
67% of food
purchases do not
include a soft drink
Meal Deal and
Visibility

SOLUTION

Source: NPD/Crest 2009

Pubs, Bars & Clubs
25% of consumers
enter a pub looking
for only a soft drink
Improve visibility &
range of Soft
drinks

SOLUTION

Source: Distillery research; 2008

Shopper Based Insights

Driving Opportunities

- Packaging

- Shelf

- Pricing

Key Features:

User Controlled

Highly Flexible

Interactive

Smart

- POS

- Displays

- Macro Store Layouts

Re-creating a 'real' store in the virtual world

12

[Real Time Video Material]

13

SUSTAINABLE PACKAGING
AND RECYCLING
WATER
STEWARDSHIP
ENERGY CONSERVATION
AND CLIMATE CHANGE
PRODUCT PORTFOLIO /
BALANCED & ACTIVE LIFESTYLE
These are the five areas where we believe we can
make the biggest difference
They are also where
we have the
biggest impact
Our Corporate Responsibility &
Sustainability (CRS) Priorities
DIVERSITY AND
INCLUSION

15

Key Takeaways

Great Britain is a key component of our
European business

We have identified a real opportunity to grow
our business in Great Britain

We are clear about how we can unlock
this growth

We are clear about our commitment to
Corporate Responsibility and Sustainability

16

OPEN MORE
BUSINESS
Simon Baldry
Managing Director
CCE Great Britain
17

Important Additional Information and Where to Find It

This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval. In connection with the proposed transaction and required shareowner approval, the Company will file relevant materials with the Securities and Exchange Commission (the "SEC"), including a proxy statement/prospectus contained in a registration statement on Form S-4, which will be mailed to the shareowners of the Company after the registration statement is declared effective. The registration statement has not yet become effective.

SHAREOWNERS OF THE COMPANY ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH THE SEC, INCLUDING THE PROXY STATEMENT/PROSPECTUS WHEN IT BECOMES AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION.

Shareowners may obtain a free copy of the proxy statement/prospectus, when it becomes available, and other documents filed by the Company at the SEC's web site at www.sec.gov. Copies of the documents filed with the SEC by the Company will be available free of charge on the Company's website at www.cokecce.com under the tab "Investor Relations" or by contacting the Investor Relations Department of Coca-Cola Enterprises at 770-989-3246.

Participants in the Solicitation

Coca-Cola Enterprises Inc. (the "Company") and its directors, executive officers and certain other members of its management and employees may be deemed to be participants in the solicitation of proxies from its shareowners in connection with the proposed transaction. Information regarding the interests of such directors and executive officers was included in the Company's Proxy Statement for its 2010 Annual Meeting of Shareowners filed with the SEC March 5, 2010 and its Form 10-K filed on February 12, 2010 and information concerning the participants in the solicitation will be included in the proxy statement/prospectus relating to the proposed transaction when it becomes available. Each of these documents is, or will be, available free of charge at the SEC's website at www.sec.gov and from the Company on its website or by contacting the Investor Relations Department at the telephone number above.