STATEMENT FROM THE REMUNERATION COMMITTEE CHAIRMAN

"Remuneration outcomes continue to reflect good underlying business performance within a framework aligned to the business strategy and reflecting good governance."

Dear Shareholder

On behalf of the Board, I am pleased to present the Directors' Remuneration Report for CCEP (or the Group) for the year ended 31 December 2018. This includes a summary of our Remuneration Policy, which was approved by shareholders at our 2017 AGM and our Annual Report on Remuneration (ARR), which will be subject to an advisory vote at our 2019 AGM.

Context for executive remuneration at CCEP – New UK Corporate Governance Code

We take our reporting obligations to our shareholders and our duty to our employees very seriously. As outlined in my letter last year, we have paid close attention to the new UK Corporate Governance Code that was published in July 2018, and will apply to us from 1 January 2019, plus the annual guidance updates from the three main proxy advisory firms (The Investment Association, ISS and Glass Lewis).

Expanded remit

In line with the provisions of the 2018 UKCGC we have expanded the Committee's remit to cover reviewing workforce remuneration and related policies.

Our management is developing appropriate reporting mechanisms to enable the Committee to fulfill its responsibilities in this regard and workforce remuneration and policies will be taken into account when setting the remuneration for Executive Directors. The Committee will also have responsibility for ensuring these policies and processes support the culture, purpose, values and diversity initiatives across CCEP.

We intend to report on our activities in this area, in next year's Directors' Remuneration Report.

Introduction of LTI holding period

Long-Term Incentive (LTI) awards made to our CEO Damian Gammell in 2019 and future years will be subject to an additional two year holding period following the end of the three year performance period.

CCEP already has a strong focus on ensuring there is alignment between the CEO and the long-term interests of shareholders. The CEO is required to build up and hold shares equivalent to 300% of salary, which he must continue to hold for one year following cessation of employment. He currently holds shares equivalent to 283% of salary.

The introduction of an additional two year holding period in respect of all LTI awards made from 2019 will further enhance this alignment and ensure CCEP is compliant with the provision as set out in the 2018 UKCGC.

Context for executive remuneration at CCEP - business performance

The Remuneration Policy is designed to be simple, transparent and incentivise the delivery of the business strategy in a manner that aligns the interests of management and shareholders. This alignment is reflected through the significant focus on variable remuneration, which sets stretching performance targets against our key financial performance indicators.

SEE OUR PERFORMANCE INDICTORS ON **PAGE 1**

Performance during 2018 has been strong, with above target performance being achieved in respect of all our key financial measures. This has resulted from the delivery of our Merger commitments and our ongoing focus on driving profitable revenue growth through strong price and mix realisation as well as solid in market execution. Payments in respect of our incentive arrangements are reflective of this underlying business performance.

Remuneration outcomes for 2018

Annual bonus

Similarly to last year, the Committee used its discretion to adjust the formulaic outcome of the bonus calculation. This discretion was applied to ensure that the bonus payment was a true reflection of underlying business performance and in particular, not artificially inflated as a result of the underspend in respect of restructuring costs that occurred during the year.

Overall, the adjustments have resulted in a reduction in the overall bonus for Damian Gammell from 71% of maximum to 63% of maximum or 256% of salary to 227% of salary. See further details on page 81.

Long-term incentives

Damian Gammell had no long-term incentive awards vesting in the year that were subject to performance conditions for the year ending 31 December 2018. However, the final tranches of Restricted Stock Units (RSUs) and share option awards that were made prior to the Merger, in November 2015, did vest during the year. See full details on page 83.

Implementation of Remuneration Policy in 2019

Our strategic priorities remain unchanged as we continue to focus on delivering growth aligned with our three year plan. The current remuneration framework continues to support this strategy and therefore the Remuneration Policy will be operated in 2019 on a very similar basis as it was during 2018.

Remuneration element	2019 Implementation	Key terms
Base salary See page 85	2.6% increase	Aligned with UK wider workforce increase
Pension See page 85	£30,000 (2.6% of salary)	Payment in lieu of pension – aligned with policy for all other UK employees
Annual bonus See page 85 for further details including definitions of financial metrics	Target opportunity of 150% of salary	Subject to financial and individual performance calculated on a multiplicative basis
		Financial measures of operating profit, revenue and operating free cash flow aligned with key financial indicators
LTI See page 86	Target award of 250% of salary	Subject to Earnings Per Share (EPS) and Return on Invested Capital (ROIC) performance each with an equal weighting
		Additional two year holding period to apply following three year performance period

Looking ahead

2019 ARR

The Committee continues to focus on ensuring that the ARR remains compliant with all legislative requirements as they come into force and is aligned with evolving good governance, while remaining meaningful and motivational for our employees.

On this basis, the 2019 ARR will include further details of how the provisions of the 2018 UKCGC have been implemented as well as disclosure of the CEO pay ratio for 2019.

Remuneration Policy review

We are entering the third year of our first Remuneration Policy, which was approved by shareholders in 2017 following the Merger. We intend to review this policy fully during 2019 to ensure that it:

- Remains focused on delivering our business strategy
- Continues to be aligned with the latest Corporate Governance guidelines, legislative requirements and best practice
- Is considered in the context of the remuneration of the wider workforce
- Maintains the principles of simplicity, transparency and alignment of interests between management and shareholders

We will ask shareholders to approve this revised Remuneration Policy at our AGM in 2020.

I hope we continue to receive your support in respect of our ARR at our forthcoming AGM and look forward to engaging with you during 2019 as we review our Remuneration Policy.

Christine Cross
Chairman of the Remuneration Committee
14 March 2019

OVERVIEW OF THE REMUNERATION POLICY

OVERVIEW OF THE REMUNERATION POLICY

OUR REMUNERATION POLICY WAS APPROVED BY OVER 90% OF OUR SHAREHOLDERS AND IS BASED ON THE FOLLOWING PRINCIPLES

KEY PRINCIPLE	APPLICATION TO POLICY	CURRENT IMPLEMENTATION
INCENTIVISE DELIVERY OF THE BUSINESS STRATEGY	Annual bonus and LTIP measures aligned to the KPIs of the business	**Annual bonus metrics** Operating profit (50%) Revenue (30%) Operating free cash flow (20%) **LTIP metrics** EPS (50%) ROIC (50%) See ARR for detailed definitions
SIMPLE, TRANSPARENT AND ALIGNED BETWEEN PARTICIPANTS AND SHAREHOLDERS	• Only two simple incentive plans operated • Strong focus on pay for performance • Majority of remuneration package delivered in shares • Significant shareholding requirement of three times salary	**CEO PAY MIX LINKED TO PERFORMANCE** Target: 22% / 29% / 49% Maximum: 12% / 37% / 51%
CONSISTENT POLICY ACROSS THE MANAGEMENT TEAM TO FOSTER THE DEVELOPMENT OF TALENT AND SUCCESSION	The same remuneration framework is applied to all members of the ELT (but with lower incentive levels)	Fixed pay + Annual bonus + LTIP
VARIABLE REMUNERATION SHOULD BE PERFORMANCE RELATED AGAINST STRETCHING TARGETS	Targets are set at stretching levels in the context of the business plan and external forecasts	• Target performance linked to business plan • Maximum payout requires performance significantly above consensus

SUMMARY OF REMUNERATION POLICY TABLE

Fixed pay

KEY FEATURES

Base salary: Annual increases will normally take into account business performance and increases awarded to the general workforce.

Benefits: A range of benefits may be provided in line with market practice.

Pension:
- Can participate in the UK pension plan or receive a cash allowance on the same basis as all other employees
- Maximum employer contribution is £30k

LINK TO STRATEGY

Supports recruitment and retention of Executive Directors of the calibre required for the long-term success of the business

Annual bonus

KEY FEATURES

- Target bonus opportunity is 150% of salary
- Bonus calculated by multiplying the target bonus by a Business Performance Factor (0-200%) and an Individual Performance Factor (0-120%).
- Business and Individual performance targets are set in the context of the strategic plan.
- Malus and clawback provisions may apply to awards

LINK TO STRATEGY

- Incentivises delivery of the business plan on an annual basis
- Rewards performance against key indicators which are critical to the delivery of the strategy

LTIP

KEY FEATURES

- Based on performance measures aligned to the strategic plan and measured over at least three financial years
- Target LTIP award is 250% of salary (500% of salary maximum)
- Malus and clawback provisions may apply to awards

LINK TO STRATEGY

- Focused on delivery of Group performance over the long term
- Delivered in shares to provide alignment with shareholders' interests

A full copy of the Remuneration Policy can be found in the 2016 Annual Report which is in the Financial Reports section within the Investor section of our website at **http://ir.ccep.com**

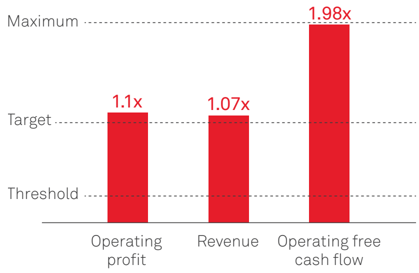
REMUNERATION AT A GLANCE

OVERVIEW OF 2018 REMUNERATION PERFORMANCE

CCEP SHARE PRICE
US$

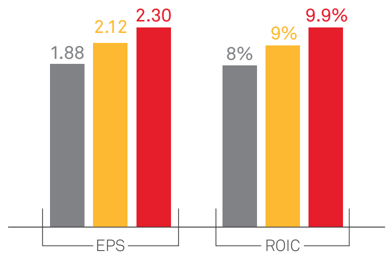
15.8%
GROWTH

PERFORMANCE VS ANNUAL KPIs
BONUS PAYOUT = 63% OF MAXIMUM
(Including IPF of 1.2x)



See ARR for detailed definitions

PERFORMANCE VS LONG-TERM KPIs
● 2016 ● 2017 ● 2018

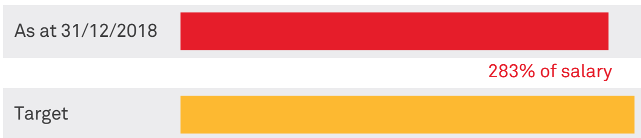


2018 CEO SINGLE FIGURE

Total Value £3.81m

● Fixed pay ● Annual Bonus

CEO SHAREHOLDING



283% of salary

300% of salary

● Current shareholding (% salary) ● Shareholding requirement by 31/12/2021

READ MORE IN THE ANNUAL REPORT ON REMUNERATION FROM **PAGE 80**

OVERVIEW OF 2019 CEO REMUNERATION FRAMEWORK

Fixed pay + Annual bonus + LTIP

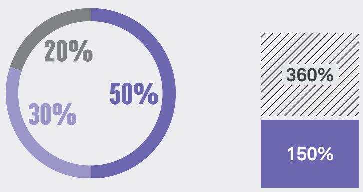
Base salary
Effective from 1 April 2019

£1.16M

Benefits
- Car allowance
- Private medical
- School fees
- Financial planning

Pension
Cash in lieu

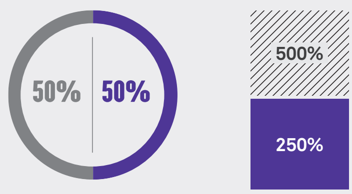
£30K



0x–1.2x Individual Multiplier

● Operating profit
● Revenue
● Operating free cash flow

● Target
Maximum



● ROIC
● EPS

● Target
Maximum

READ MORE IN THE ANNUAL REPORT ON REMUNERATION FROM **PAGE 85**

ANNUAL REPORT ON REMUNERATION

Remuneration outcomes for 2018

The following pages set out details of the remuneration received by Directors for the financial year ending 31 December 2018. Prior year figures have also been shown. Audited sections of the report have been identified.

Single figure table for Executive Directors (audited)

Individual	Year	Salary (£000)	Taxable benefits (£000)	Annual bonus (£000)	Long-term incentives (£000)	Pension (£000)	Total remuneration (£000)
Damian Gammell	2018	1,121	121	2,546	0	26	3,814
	2017	1,100	185	2,405	0	26	3,716

Notes to the single figure table for Executive Directors (audited)

Base salary

Damian Gammell received a base salary increase of 2.6% from £1,100,000 to £1,128,600 effective from 1 April 2018. This increase was in line with the average increase provided to the wider UK workforce.

Taxable benefits

During the year, Damian Gammell received the following main benefits: car allowance (£14,000), financial planning allowance (£10,000), schooling allowance (£75,000) and family private medical coverage (£8,000).

Pension

The pension provisions that apply to Damian Gammell are aligned to all other UK employees. Damian Gammell elected to receive a cash allowance in lieu of participation in the pension scheme. This equates to a payment of £30,000 from CCEP inclusive of employer National Insurance costs (i.e. the actual benefit received by Damian is less than £30,000 per year).

Annual bonus

Overview of CCEP's annual bonus design

The 2018 CCEP annual bonus plan was designed to incentivise the delivery of the business strategy and comprised the following elements:

Business Performance Factor (BPF) – provides alignment with our core objectives to deliver strong financial performance against our main financial performance indicators of:

- Operating profit (50%)
- Revenue (30%)
- Operating free cash flow (20%)

Individual Performance Factor (IPF) – individual objectives were also set for Damian Gammell focused on our five strategic imperatives. The five objectives were as follows:

- Driving top line revenue growth
- Improving the customer experience
- Strategic cost management
- Building stakeholder equity
- Leading the development of CCEP's culture, talent and diversity

In line with the Remuneration Policy, Damian Gammell had a target bonus opportunity of 150% of salary. Actual payments could range from zero to a maximum of 360% of salary depending on the extent to which both business and individual performance measures were achieved.

Target bonus (150% of base salary) x **BPF** (0x to 2.0x) x **IPF** (0x to 1.2x) = **Final bonus outcome** (0% salary to 360% salary)

2018 annual bonus outcome – BPF

Performance in 2018 has been strong with above target performance being achieved in respect of all three financial measures:

		Performance targets[A]			Performance outcome	
Measures	Weighting	Threshold (0.25x multiplier)	Target (1.0x multiplier)	Maximum (2.0x multiplier)	Actual outcome[B]	Multiplier achieved
Operating profit[C]	50%	€1,097m	€1,273m	€1,426m	€1,284m	1.10x
Revenue[D]	30%	€11,154m	€11,652m	€12,051m	€11,693m	1.07x
Operating free cash flow[E]	20%	€1,186m	€1,361m	€1,514m	€1,510m	1.98x
Total	**100%**					1.26x

(A) All targets set on a constant currency basis at budgeted foreign exchange rates. Operating profit is defined as comparable operating profit including restructuring expenses. Refer to page 85 for definition of revenue and operating free cash flow targets.
(B) Actual outcome is provided only to assess performance against performance targets for the purpose of calculating the Business Performance Factor (BPF) relating to the annual bonus.
(C) Comparable operating profit (refer to page 29) adjusted for budgeted restructuring and other items (see below), at 2018 budgeted foreign exchange rates.
(D) For the purposes of the annual bonus, revenue is as defined on page 29, at 2018 budgeted foreign exchange rates.
(E) For the purposes of the annual bonus, this measure is defined as comparable operating profit as set out on page 29, including depreciation and amortisation and adjusting for capital expenditures and proceeds from sale of property, plant and equipment, budgeted restructuring cash expenditures (see below) and changes in operating working capital, at 2018 budgeted foreign exchange rates.

The Committee once again determined that in calculating the bonus outcome, all restructuring expenses in respect of the operating profit measure and all cash restructuring costs in respect of the operating free cash flow measure should be held at budgeted amounts. This applied the same principle that was used in respect of the 2017 annual bonus, to ensure that management does not benefit from any underspend in restructuring costs during 2018 that arose purely as a result of a change in assumptions. The Remuneration Committee also neutralised other minor variances in respect of exceptional items which were considered to be outside of management's control or where there had been significant changes to original budget assumptions. These variances related to the acceleration of capital expenditure from 2018 to 2019, the recovery of VAT payments and increases in inventory levels.

The Committee exercised its discretion such that the overall impact of these adjustments resulted in a reduction to the formulaic bonus payout, with a decrease in the Business Performance Factor from 1.42x to 1.26x.

2018 annual bonus outcome – IPF

To determine an appropriate IPF, the Chairman of the Board assesses Damian Gammell's performance against the individual performance objectives that were set at the start of the year based on our five strategic imperatives. The outcome is then discussed with and recommended by the Committee for final approval by the Board.

Overall, the Committee determined that Damian led the business exceptionally well duing 2018, delivering both strong in year business results and laying further foundations for future growth in accordance with the Company's long-term strategic objectives. This performance was also delivered in a challenging external environment which included the sugar tax in the UK as well as the CO_2 shortage across Europe. Given this strong performance the Committee awarded an IPF of 1.2x.

Further details of some of the specific objectives achieved are included in the table below:

Objective	Achievements
Drive top line revenue growth	• Total revenue growth above target levels • Continued diversification and portfolio expansion across CCEP (e.g. successful launch of Fuze Tea) • Implemented number of projects to support future growth ambitions
Improve the customer experience	• Obtained Board approval for a new CCEP sales force strategy • Continued to build world class key account and wholesaler capabilities
Strategic cost management	• Delivered target level of synergies of €120m • Implemented digital transformation programme across the business • Created new long-term ways of working with TCCC
Building stakeholder equity	• Has taken a lead role in finding solutions to single use plastics • Significant engagement and collaboration with TCCC to align strategic objectives • Objectives met in respect of wider stakeholder engagement including investors and regulators
Leading the development of CCEP's culture, talent and diversity	• Lost time incident rate reduced from 1.23 to 1.14 • Strong employee engagement score • On track to meet targeted improvements in respect of diversity • Excellent progress on sustainabilty commitments through This is Forward

2018 annual bonus outcome – Calculation

Based on the level of performance achieved as set out above, this resulted in a bonus payment to Damian Gammell of £2.546 million:

Target bonus (150% of base salary) x **BPF** (1.26x) x **IPF** (1.2x) = **Final bonus outcome** (227% of salary)

Long-term incentives

Awards vesting for performance in respect of 2018

Damian Gammell had no long-term incentive awards vesting in the year that were subject to performance conditions for the period ending 31 December 2018. Full details of all outstanding awards are on page 83.

Awards granted in 2018

A conditional award was made under the CCEP Long-Term Incentive Plan to Damian Gammell on 12 March 2018, with a target value of 250% of salary. Further details are set out below:

Individual	Date of award	Maximum number of shares under award	Closing share price at date of award	Face value	Performance period	Normal vesting date
Damian Gammell	12/03/2018	178,000	$41.78	$7,436,840	1 Jan 2018 - 31 Dec 2020	12/03/2021

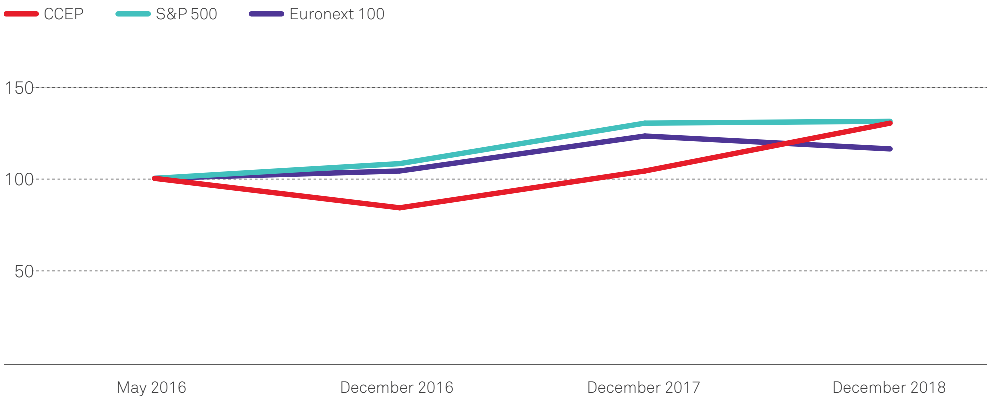
The vesting of awards is subject to the achievement of the following performance targets:

			Vesting level[C]		
Measure	Definition	Weighting	25%	50%	100%
EPS[A]	Compound annual growth over the three year period 2018–2020	50%	4.0% p.a.	7.5% p.a.	11.0% p.a.
ROIC[B]	ROIC achieved in the final year of the performance period (2020)	50%	9.5%	11.0%	12.5%

(A) Comparable and on a tax, currency and share buyback neutral basis.
(B) ROIC calculated as comparable operating profit after tax, on a tax and currency neutral basis, divided by the average of opening and closing invested capital for the year. Invested capital is calculated as the addition of borrowings and equity less cash and cash equivalents. For the purpose of these awards, invested capital excludes the effect of the Group's adoption of IFRS 16 on 1 January 2019.
(C) Straight line vesting between each vesting level (shown).

Historical TSR performance and Chief Executive remuneration outcomes

The chart below compares the Total Shareholder Return (TSR) performance of CCEP from Admission up until 31 December 2018 with the TSR of both the Euronext 100 and the S&P 500. These indices have been chosen as recognised equity market indices of companies of a similar size, complexity and global reach as CCEP.



The following table summarises the historical CEO's single figure of total remuneration and annual bonus payout as a percentage of the maximum opportunity over this period:

	2016[A] John Brock	2016[A] Damian Gammell	2017 Damian Gammell	2018 Damian Gammell
CEO single figure of remuneration ('000)	$3,890	£27	£3,716	£3,814
Annual bonus payout (as a % of maximum opportunity)	31.23%	40.6%	60.7%	63.1%
LTI vesting (as a % of maximum opportunity)	N/A	N/A	N/A	N/A

(A) The figures for 2016 are in respect of the period for which each individual served as CEO during the year. John Brock served as CEO from 29 May to 28 December 2016. Damian Gammell served as CEO from 29 December to 31 December 2016.

Percentage change in CEO remuneration

The table below shows the percentage change in CEO remuneration from 2017 to 2018 compared to the average percentage change in remuneration for all UK employees. The UK population was considered to be the most appropriate as it most closely reflects the reward environment of the CEO.

	CEO	Other employees
Base salary	2.6%	2.6%
Taxable benefits	(34.6%)	1.7%
Annual bonus	5.9%	9.9%

Relative importance of spend on pay

The table below shows a summary of distributions to shareholders by way of dividends and share buyback as well as total employee expenditure for 2017 and 2018, along with the percentage change of each.

	2018	2017	% change
Total employee expenditure	€1,768m	€1,719m	2.9%
Dividends	€513m	€489m	4.9%
Share buybacks	€502m	N/A	N/A

Payments to past Directors (audited)

As disclosed fully in the 2016 ARR, payments were made to John Brock subsequent to his retirement following the Merger. These payments were in accordance with the rights and obligations set out in his employment agreement, the last of which was paid in May 2018.

Payments for loss of office (audited)

There were no payments for loss of office during the year.

Statement of Directors' share ownership and share interests (audited)

Interests of the CEO

As stated above, the CEO is required to hold 300% of his base salary in shares. The guideline is expected to be met within five years of appointment. Until the guideline is met, 50% of any vested shares from incentive awards (post-tax) must be retained. The guideline continues to apply for one year following termination of employment.

Share ownership requirements and the number of shares held by Damian Gammell are set out in the table below.

	Interests in shares at 31 December 2018	Interests in share incentive schemes subject to performance conditions at 31 December 2018(A)(B)	Interests in share incentive schemes not subject to performance conditions at 31 December 2018(A)(C)	Interests in share option schemes(A)(B)	Share ownership requirement as a % of salary	Share ownership as a % of salary achieved at 31 December 2018(D)
Damian Gammell	90,345	445,400	60,300	324,643	300%	283%

(A) For further details of these interests, please refer to the outstanding awards table below.
(B) Do not count towards achievement of the share ownership guideline.
(C) Count towards achievement of the share ownership guideline on an assumed net of tax basis.
(D) Our share ownership policy stipulates that the Committee will translate the percentage of base salary requirement (300%) into a number of shares, using base salary (£1.1m), average of the high and low share price on the NYSE ($31.97), and the currency exchange rate (GBP/USD exchange rate of 1:1.25604) on 1 December 2016. This results in a share ownership requirement for Damian Gammell of 129,651 shares.

Details of the CEO's outstanding share awards are set out in the table below.

Director and grant date	Form of award	Exercise price	Number of shares subject to awards at 31 December 2017	Granted during the year	Vested during the year	Exercised during the year	Lapsed during the year	Number of shares subject to awards at 31 December 2018	End of performance period	Vesting date	Exercise period end
Damian Gammell											
02.11.15	RSU(A)	N/A	39,000	—	39,000	N/A	—	—	N/A	12.10.18	N/A
05.11.15	PSU(B)	N/A	60,300	—	—	N/A	—	60,300	31.12.16	30.04.19	N/A
05.11.15	Options(C)	$39.00	108,215	—	108,215	—	—	—		05.11.18	05.11.25
27.03.17	PSU(D)	N/A	267,400	—	—	N/A	—	267,400	31.12.19	28.03.20	N/A
12.03.18	PSU(D)	N/A	—	178,000	—	N/A	—	178,000	31.12.20	12.03.21	N/A

(A) Restricted Stock Unit (RSU) award vests in three tranches. First tranche (19,500) vested on 12 October 2016. Second tranche (19,500) vested on 12 October 2017. Final tranche (39,000) vested on 12 October 2018.
(B) Performance Share Unit (PSU) – the performance condition was satisfied at target on 31 December 2016. Award will vest on 30 April 2019.
(C) Options vest in three equal tranches. First tranche (108,214) vested on 5 November 2016. Second tranche (108,214) vested on 5 November 2017. Final tranche (108,215) vested on 5 November 2018. All options remain unexercised.
(D) Performance Share Unit. The number of shares shown is the maximum number of shares that may vest if the performance targets are met in full.

Interests of other Directors

The table below gives details of the share interests of each NED either through direct ownership or connected persons.

	Interests in shares at 31 December 2018
Sol Daurella[A]	32,354,039
Jan Bennink	27,200
José Ignacio Comenge Sánchez-Real[A]	7,740,332
Francisco Crespo Benítez[C]	—
Christine Cross	—
J. Alexander M. Douglas, Jr[B]	—
Javier Ferrán	—
Irial Finan	—
Álvaro Gómez-Trénor Aguilar[C]	3,102,926
L. Phillip Humann	51,717
Orrin H. Ingram II	10,000
Thomas H. Johnson	10,000
Alfonso Líbano Daurella[A]	6,495,125
Véronique Morali	—
Mario Rotllant Solá	—
Francisco Ruiz de la Torre Esporrín[B]	—
Garry Watts	10,000
Curtis R. Welling	10,000

(A) Shares held indirectly through Olive Partners. The numbers of shares increased slightly during the year as a result of a reduction in Olive Partners' share capital.
(B) Resigned from the Board on 7 March 2018.
(C) Appointed to the Board on 7 March 2018.

Dilution levels

The terms of the Company's share plans set limits on the number of newly issued shares that may be issued to satisfy awards. In accordance with guidance from the Investment Association, these limits restrict overall dilution under all plans to under 10% of the Company's issued share capital over a 10 year period in relation to the Company's issued share capital, with a further limitation of 5% in any 10 year period on discretionary plans.

Single figure table for NEDs (audited)

The following table sets out the total fees and taxable benefits received by the Chairman and NEDs for the year ended 31 December 2018. Prior year figures are also shown.

	2018 (£'000)				2017 (£'000)			
Individual	Base fee	Chairman/ Committee fees	Taxable benefits[A]	Total fees	Base fee	Chairman/ Committee fees	Taxable benefits[A]	Total fees
Sol Daurella	550	25	–	575	550	25	6	581
Jan Bennink	80	45	7	132	80	45	6	131
José Ignacio Comenge Sánchez-Real	80	15	7	102	80	15	6	101
Francisco Crespo Benítez[C]	66	8	7	81	N/A	N/A	N/A	N/A
Christine Cross	80	50	8	138	80	50	5	135
J. Alexander M. Douglas, Jr[B]	15	2	–	17	80	10	7	97
Javier Ferrán	80	30	1	111	80	30	6	116
Irial Finan	80	25	7	112	80	25	6	111
Álvaro Gómez-Trénor Aguilar[C]	66	–	6	72	N/A	N/A	N/A	N/A
L. Phillip Humann	80	20	11	111	80	20	11	111
Orrin H. Ingram II	80	25	8	113	80	25	8	113
Thomas H. Johnson	110	25	11	146	110	25	14	149
Alfonso Líbano Daurella	80	20	1	101	80	20	6	106
Véronique Morali	80	25	3	108	80	25	9	114
Mario Rotllant Solá	80	15	6	101	80	15	6	101
Francisco Ruiz de la Torre Esporrín[B]	15	–	–	15	80	–	6	86
Garry Watts	80	50	1	131	80	50	4	134
Curtis R. Welling	80	25	6	111	80	25	8	113

(A) Taxable benefits mainly relate to travel and accommodation costs in respect of attendance at Board meetings with fx rates used as at the date of the transaction.
(B) Resigned from the Board on 7 March 2018.
(C) Appointed to the Board on 7 March 2018.

Implementation of Remuneration Policy for 2019

Base salary

Damian Gammell will receive a 2.6% salary increase with effect from 1 April 2019. This reflects strong performance during the year and is in line with the average increase provided to the wider UK workforce and more generally across the business.

Individual	2018 salary	2019 salary (effective from 1 April)	% increase
Damian Gammell	£1,128,600	£1,157,944	2.6%

Taxable benefits

No significant changes to the provision of benefits are proposed for 2019. The main benefits for Damian Gammell will continue to include allowances in respect of: a car, financial planning, schooling and private healthcare.

Pension

No changes are proposed in respect of the pension provision for Damian Gammell. He will continue to receive a cash allowance of £30,000 (inclusive of employer National Insurance contributions) in lieu of participation in the pension scheme.

Annual bonus

No changes have been made to the structure of the annual bonus plan for 2019 and the opportunity for Damian Gammell will remain unchanged at 150% of salary for target performance and 360% for maximum performance.

Performance will continue to be assessed against financial and individual performance measures on a multiplicative basis as set out on page 80. The financial measures and relative weightings will also remain unchanged. However, the operating profit measure will no longer include restructuring expenses as we are now coming to the end of our synergy programme following the Merger.

Measure	Definition	Weighting
Operating profit	Comparable operating profit on a currency neutral basis	50%
Revenue	Revenue on a currency neutral basis	30%
Operating free cash flow	Comparable operating profit before depreciation and amortisation and adjusting for capital expenditures, proceeds from sale of property, plant and equipment, restructuring cash expenditures and changes in operating working capital, on a currency neutral basis	20%

In determining the IPF for Damian Gammell for 2019 he will be assessed against a number of areas of focus which are aligned to the key longer-term strategic objectives of the business, which include:

Strategic Intent	Areas of focus include:
Increase and diversify the revenue and profit pools for CCEP	• Value share in sparkling • Away from home revenues • NPD revenues
Deliver great service internally and externally for our employees and customers	• Customer satisfaction/service levels
Improve the competitivenes of CCEP	• Implementation of competitiveness plan to deliver targeted value of productivity
Enhance and protect CCEP and its industry licence to operate with our stakeholders	• Franchise alignment • Further development of This is Forward • Investor relations
Improve the engagement, diversity and capability of our workforce	• Health and safety, including further improvement of lost time accident rate • Achieve targeted levels in respect of diversity and inclusion • Engagement action plan

The actual financial targets are not disclosed prospectively as they are deemed commercially sensitive. We intend to disclose them in next year's ARR. A description of individual performance including specific quantitative measures (where appropriate) will also be disclosed in next year's ARR.

Long-term incentive

Damian Gammell's long-term incentive opportunity for 2019 will be aligned with the limits set out in the Remuneration Policy. He will be made a target award of 250% of salary and may receive up to 2x this target award if the maximum performance targets are achieved.

Performance will be assessed against the following EPS and ROIC targets over a three year period, each with an equal weighting. Targets have been set at stretching levels taking into account both our long-term plan and external forecasts. EPS targets for 2019 awards include the impact of share buybacks to provide greater alignment with external expectations. The targets have been set based on current assumptions in respect of share buybacks over the performance period. The final performance targets will be adjusted to reflect the actual value of share buybacks made during the performance period to neutralise any variances and will be fully disclosed at the time of vesting.

Following the end of the performance period, awards will be subject to an additional two year holding period.

			Vesting level[C]		
Measure	Definition	Weighting	25%	100%	200%
EPS[A]	Compound annual growth over the three year period to FY 2021	50%	5.7%	11.0%	15.5%
ROIC[B]	ROIC achieved in the final year of the performance period (FY 2021)	50%	10.9%	12.4%	13.9%

(A) Comparable and on a tax and currency neutral basis.
(B) ROIC calculated as comparable operating profit after tax, on a tax and currency neutral basis, divided by the average of opening and closing invested capital for the year. Invested capital is calculated as the total of borrowings and equity less cash and cash equivalents. For the purpose of these awards, invested capital excludes the effect of the Group's adoption of IFRS 16 on 1 January 2019.
(C) Straight line vesting between each vesting level.

Chairman and NED fees

NED fees were set prior to the Merger and are subject to a review every three years. In accordance with this timeline, the NED and Chairman fees have been reviewed and will increase by approximately 2.6%. This increase will be effective from 1 April 2019.

Role		Current fees	Fees effective 1 April 2019
Chairman		£550,000	£564,250
NED basic fee		£80,000	£82,000
Additional fee for Senior Independent Director		£30,000	£30,750
Additional fee for Committee Chairman:	Audit, Remuneration and Affiliated Transaction Committees	£35,000	£36,000
	Nomination and CSR Committees	£20,000	£20,500
Additional fee for Committee Membership:	Audit, Remuneration and Affiliated Transaction Committees	£15,000	£15,500
	Nomination and CSR Committees	£10,000	£10,250

The Remuneration Committee

The entire Board determines the terms of the compensation of the CEO and fees for the NEDs and Chairman on the Committee's recommendation. The Committee is also responsible for approving the Remuneration Policy and setting the remuneration for each member of the ELT reporting to the CEO. The Committee's terms of reference were reviewed during 2018 in the context of the 2018 UKCGC and approved by the Board on 24 October 2018. They can be found in the corporate governance section within the Investors section of our website at ir.ccep.com.

Remuneration Committee members and attendance

In line with the Shareholders' Agreement, the Committee has five members. They are three independent NEDs, one Director nominated by Olive Partners and one Director nominated by European Refreshments (an indirect subsidiary of TCCC). The Committee met five times during the year, with attendance as set out in the table on page 60 of the Corporate Governance Report.

Remuneration Committee key activities

The table below gives an overview of the key agenda items discussed at each meeting of the Committee during 2018:

Meeting date	Key agenda items
February 2018	• Determine performance outcomes for the 2017 annual bonus • ELT individual objectives for 2018 annual bonus
March 2018	• Annual base salary review for the ELT • Agree target award levels for 2018 Annual Bonus and LTIP awards • Determination of financial performance targets for the 2018 annual bonus and LTIP awards • Agree final performance outcome for legacy German Cash LTIP • Review of Remuneration Policy and ARR • Progress report on ELT shareholding requirements • Consideration of LTI holding period
May 2018	• Annual pension review • Gender and equal pay review • Review of ELT service contracts • AGM voting update
October 2018	• ELT benchmarking review • Performance update for 2018 annual bonus and 2017 LTIP • AGM season review and UK corporate governance reforms update • Update on proposed remuneration arrangements across the wider workforce • Updates to LTI award documentation • Review of terms of reference to align with the 2018 UKCGC
December 2018	• Review of first draft of the ARR • Performance update for 2018 annual bonus and 2017 LTIP • Base pay design for 2019 • Annual bonus and LTIP design for 2019 • All employee remuneration arrangements

Support for the Remuneration Committee

During the year, Deloitte LLP (Deloitte) provided the Committee with external advice on executive remuneration. Deloitte is a member of the Remuneration Consultants Group and has voluntarily signed up to the Remuneration Consultants' Code of Conduct relating to executive remuneration consulting in the UK. The Committee is satisfied that the engagement partner and team that provides advice to the Committee do not have connections with CCEP that may impair their independence. During 2018, the wider Deloitte firm also provided CCEP with unrelated tax and consultancy services, including employment tax and financial advisory services.

Total fees received by Deloitte in relation to the remuneration advice provided to the Committee during the year amounted to £54,350 based on the required time commitment.

The Chairman, the CEO, the CFO, and the Chief Human Resources Officer attended meetings by invitation of the Committee in order to provide it with additional context or information, except where their own remuneration was discussed.

Summary of voting outcomes

The table below shows how shareholders voted in respect of the ARR at the AGM held on 31 May 2018 and the Remuneration Policy at the AGM held on 22 June 2017:

Resolution	Votes For (%)	Votes Against (%)	Number of votes Withheld
Approval of the ARR	99.91%	0.09%	130,634
Approval of the Remuneration Policy	90.27%	9.37%	152,723

This Directors' Remuneration Report is approved by the Board and signed on its behalf by

Christine Cross
Chairman of the Remuneration Committee
14 March 2019