DOUGLAS J ALEXANDER JR

Form 4 May 02, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

response...

may continue. See Instruction

obligations

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DOUGLAS J ALEXANDER JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) COCA COLA CO [KO]

(Check all applicable)

THE COCA-COLA

COMPANY, ONE COCA-COLA **PLAZA**

3. Date of Earliest Transaction

(Month/Day/Year) 04/30/2012

Director 10% Owner Officer (give title __X_ Other (specify below) below)

Group President

(Street)

(Middle)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30313

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative Securities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) omr Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.25 Par Value	04/30/2012		M	45,000 A \$ 48.21	97,369	D	
Common Stock, \$.25 Par Value	04/30/2012		M	30,000 A \$ 47.84	127,369	D	
Common Stock, \$.25 Par	04/30/2012		M	16,782 A \$43.2	144,151	D	

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Value

Common Stock, \$.25 Par Value	04/30/2012	S	91,782 D	\$ 76.3349	52,369	D	
Common Stock, \$.25 Par					4,491 (2)	I	By 401(k) Plan
Value							

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Employee Stock Option (Right to Buy)	\$ 48.21	04/30/2012		M	45,000	(3)	05/29/2016	Common Stock, \$.25 Par Value	45,00
Employee Stock Option (Right to Buy)	\$ 47.84	04/30/2012		M	30,000	<u>(4)</u>	02/14/2017	Common Stock, \$.25 Par Value	30,00
Employee Stock Option (Right to Buy)	\$ 43.2	04/30/2012		M	16,782	<u>(5)</u>	02/18/2019	Common Stock, \$.25 Par Value	16,78
Hypothetical Shares	\$ 0 <u>(6)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock, \$.25 Par Value	8,48

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DOUGLAS J ALEXANDER JR THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313

Group President

Signatures

J. Alexander Douglas, Jr. 05/01/2012

**Signature of Reporting Date
Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price is the weighted average sale price of the aggregate number of shares that were sold by the reporting person. These shares were sold in multiple transactions at prices ranging from \$76.25 to \$76.48. The reporting person undertakes to provide to the issuer, any
- security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- (2) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of April 30, 2012.
- (3) Option granted on May 30, 2001 under The Coca-Cola Company's 1999 Stock Option Plan. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
- (4) Option (with tax withholding right) granted on February 15, 2007 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
- Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
- (6) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (7) There is no data applicable with respect to the hypothetical shares.
- (8) As of April 30, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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