## Edgar Filing: COCA COLA CO - Form 4

COCA COLA CO

| Form 4  |  |   |   |  |  |                                     |  |  |
|---|--|---|---|--|--|-------------------------------------|--|--|
| April 05, 201   |  |   |   |  |  |                                     |  |  |
| <b>FORM</b><br>Check thi  | UNITED 5                                       |   | ITIES AND EXCHANGE (<br>hington, D.C. 20549   | COMMISSION   | OMB<br>Number:   | PPROVAL<br>3235-0287<br>January 31, |  |  |
| Check this boxif no longer<br>subject to<br>Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIESExpires:<br>Estimate<br>burden h<br>responseSobligations<br>may continue.<br>See Instruction<br>1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>30(h) of the Investment Company Act of 1940Expires:<br>Estimate<br>burden h<br>response |  |   |   |  |  |                                     |  |  |
| (Print or Type R  | esponses)                                      |   |   |  |  |                                     |  |  |
| 1. Name and A<br>NUNN SAM   | ddress of Reporting P<br>IUEL A                | Symbol                                  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>COCA COLA CO [KO]  |  | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)          |                                     |  |  |
|   | (First) (M<br>JUNN SCHOOL (<br>JIRS, 781 MARIE | (Month/Da<br>OF 04/01/20                | -   | X Director<br>Officer (give<br>below)  | 109  | 6 Owner<br>er (specify              |  |  |
|   |  |   | ndment, Date Original<br>th/Day/Year)   | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting |  |                                     |  |  |
| (City)  |  | Zip) Table                              | I. N. D. C. C. State  | Person   | Decement   |                                     |  |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year)        | 2A. Deemed<br>Execution Date, if<br>any | 2 I - Non-Derivative Securities Act<br>3. 4. Securities<br>TransactionAcquired (A) or<br>Code Disposed of (D)<br>(Instr. 8) (Instr. 3, 4 and 5)<br>(A)<br>or<br>Code V Amount (D) Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned  | , or Beneficia<br>6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of                        |  |  |
| Common<br>Stock, \$.25<br>Par Value   |  |   | Code V Amount (D) Price   | 1,000  | D  |                                     |  |  |
| Reminder: Repo  | ort on a separate line f                       | or each class of secur                  | ities beneficially owned directly or  | indirectly.  |  |                                     |  |  |

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5. Number of<br>orDerivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                  |
|---|---|---|---|---------------------------------------|--|--|--------------------|---|----------------------------------|
|   |   |   |   | Code V                                | (A) (D   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount of<br>Number of<br>Shares |
| Phantom<br>Stock<br>Units                           | \$ 0 <u>(1)</u>   | 04/01/2010                              |   | A                                     | 2,556.1514<br>(2)  | <u>(3)</u>   | <u>(3)</u>         | Common<br>Stock,<br>\$.25 Par<br>Value                              | 2,556.1                          |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships             |      |         |       |  |
|---|---------------------------|------|---------|-------|--|
| 1   | Director 10% Owner Office |      | Officer | Other |  |
| NUNN SAMUEL A<br>THE SAM NUNN SCHOOL OF INT'L AFFAIRS<br>781 MARIETTA STREET<br>ATLANTA, GA 30318 | Х                         |      |         |       |  |
| Signatures  |                           |      |         |       |  |
| /s/ Gloria K. Bowden, attorney-in-fact for Sam<br>Nunn  | 04/05/2010                |      |         |       |  |
| **Signature of Reporting Person   |                           | Date |         |       |  |

## **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).
- (1) Each phantom share unit is economically equivalent to one share of Common Stock.
- Consists of 2,261.4202 phantom share units credited to the reporting person under The Coca-Cola Company Compensation and Deferred
   (2) Compensation Plan for Non-Employee Directors (the 'Directors' Plan') for 2010 compensation and 294.7312 phantom share units accrued under the Directors' Plan as a result of crediting phantom dividends.
- (3) The phantom share units credited under the Directors' Plan are settled in cash the later of (i) January 15 of the year following the year in which the reporting person leaves the Board, or (ii) six months following the date on which the reporting person leaves the Board.

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.