

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2011-11-07** | Period of Report: **2011-11-03**

SEC Accession No. **0001127602-11-028743**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### REPORTING OWNER

**DOUGLAS J ALEXANDER JR**

CIK: **1253446**

Type: **4** | Act: **34** | File No.: **001-02217** | Film No.: **111184847**

Mailing Address

*3925 BROOKSIDE PARKWAY  
ALPHARETTA GA 30022*

### ISSUER

**COCA COLA CO**

CIK: **21344** | IRS No.: **580628465** | State of Incorporation: **DE** | Fiscal Year End: **0417**

SIC: **2080** Beverages

Mailing Address

*ONE COCA COLA PLAZA  
ATLANTA GA 30313*

Business Address

*ONE COCA COLA PLAZA  
ATLANTA GA 30313  
404-676-2121*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden hours per response 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>DOUGLAS J ALEXANDER JR</b>			2. Issuer Name and Ticker or Trading Symbol <b>COCA COLA CO [KO]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner ____ Officer (give title below) <u>X</u> Other (specify below) <b>Group President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/03/2011</b>					
THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <u>X</u> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street) <b>ATLANTA, GA 30313</b>								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.25 Par Value	11/03/2011		<u>M</u>		43,242	A	\$47.84	155,487	D	
Common Stock, \$.25 Par Value	11/03/2011		<u>S</u>		43,242	D	\$68.4288 <sup>(1)</sup>	112,245	D	
Common Stock, \$.25 Par Value	11/04/2011		<u>M</u>		43,241	A	\$47.84	155,486	D	
Common Stock, \$.25 Par Value	11/04/2011		<u>M</u>		20,000	A	\$43.2	175,486	D	
Common Stock, \$.25 Par Value	11/04/2011		<u>S</u>		63,241	D	\$67.353 <sup>(2)</sup>	112,245	D	
Common Stock, \$.25 Par Value	11/04/2011		<u>J</u> <sup>(3)</sup>		19,583	D	<sup>(3)</sup>	92,662	D	
Common Stock, \$.25 Par Value								1,201 <sup>(4)</sup>	I	By Wife As Trustee
Common Stock, \$.25 Par Value								4,305 <sup>(5)</sup>	I	By 401(k) Plan

**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 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Employee Stock Option (Right to Buy)	\$47.84	11/03/2011		<u>M</u>			43,242	(6)	02/14/2017	Common Stock, \$.25 Par Value	43,242	\$ 0	129,724	D	
Employee Stock Option (Right to Buy)	\$47.84	11/04/2011		<u>M</u>			43,241	(6)	02/14/2017	Common Stock, \$.25 Par Value	43,241	\$ 0	86,483	D	
Employee Stock Option (Right to Buy)	\$43.2	11/04/2011		<u>M</u>			20,000	(7)	02/18/2019	Common Stock, \$.25 Par Value	20,000	\$ 0	238,123	D	
Hypothetical Shares	\$ 0 (8)							(9)	(9)	Common Stock, \$.25 Par Value	7,762		7,762 (10)	I	By Supplemental Benefit Plan

### Explanation of Responses:

1. 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 \$68.39 to \$68.50. 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. 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 \$67.32 to \$67.40. 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.
3. The reporting person transferred these shares to his wife pursuant to a property settlement agreement entered into in connection with pending divorce proceedings.
4. These shares are held by trusts for the benefit of the reporting person's four children.
5. Shares credited to my account under The Coca-Cola Company Thrift & Investment Plan, a tax-qualified 401(k) plan, as of November 2, 2011.
6. 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.
7. Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
8. Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
9. There is no data applicable with respect to the hypothetical shares.
10. As of November 2, 2011.

### Signatures

/s/ Gloria K. Bowden, attorney-in-fact for J. Alexander Douglas Jr.

\*\* Signature of Reporting Person

11/07/2011

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**