

DOUGLAS J ALEXANDER JR
Form 4
February 28, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
COCA COLA CO [KO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/26/2013

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Senior Vice President

THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

ATLANTA, GA 30313

(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	02/26/2013		M		15,000	A	\$ 26.7031
Common Stock, \$.25 Par Value	02/26/2013		M		35,000	A	\$ 27.1719
Common Stock, \$.25 Par	02/26/2013		M		59,380	A	\$ 28.9219

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Value								
Common Stock, \$0.25 Par Value	02/26/2013	M	98,906	A	\$ 21.6	391,624	D	
Common Stock, \$0.25 Par Value	02/26/2013	S	208,286	D	\$ 37.9462 <u>(1)</u>	183,338	D	
Common Stock, \$0.25 Par Value						9,241 <u>(2)</u>	I	By 401(k) Plan

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

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(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 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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 26.7031	02/26/2013		M	15,000	<u>(3)</u> 10/20/2014	Common Stock, \$0.25 Par Value	15,000
Employee Stock Option (Right to Buy)	\$ 27.1719	02/26/2013		M	35,000	<u>(4)</u> 02/15/2015	Common Stock, \$0.25 Par Value	35,000
Employee Stock Option (Right to Buy)	\$ 28.9219	02/26/2013		M	59,380	<u>(5)</u> 10/17/2015	Common Stock, \$0.25 Par Value	59,380
	\$ 21.6	02/26/2013		M	98,906	<u>(6)</u> 02/18/2019		98,906

Employee Stock Option (Right to Buy)				Common Stock, \$.25 Par Value	
Hypothetical Shares	\$ 0 ⁽⁷⁾		<u>(8)</u>	<u>(8)</u>	Common Stock, \$.25 Par Value 17,72

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			Senior Vice President	

Signatures

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

02/28/2013

__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).

- 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 \$37.85 to \$38.03. 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.
- (1) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of February 25, 2013.
 - (2) Grant was awarded on October 21, 1999. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
 - (3) Grant was awarded on February 16, 2000. Grant became exercisable in its entirety on the third anniversary of the grant date.
 - (4) Grant was awarded on October 18, 2000. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
 - (5) Option (with tax withholding right) granted on February 19, 2009 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.
 - (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 February 25, 2013.
 - (9)

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

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