

Brock John  
Form 4  
May 02, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 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 \*  
Brock John

2. Issuer Name and Ticker or Trading Symbol  
COCA-COLA ENTERPRISES, INC.  
[CCE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/30/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman and CEO

2500 WINDY RIDGE PARKWAY, 14TH FLOOR

(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 30339

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	02/22/2013		G	V	2,781	D	Ⓣ 840,557
Common Stock	02/22/2013		G	V	13,908	D	Ⓣ 826,649
Common Stock	02/22/2013		G	V	25,034	D	Ⓣ 801,615
Common Stock	02/22/2013		G	V	27,816	D	Ⓣ 773,799
Common Stock	04/30/2013		A		641,252	A	Ⓣ 1,415,051

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Common Stock	Date	Type	Quantity	Code	Price	Value	Code	Notes
Common Stock	04/30/2013	F	307,481	D	\$ 36.4 (3)	1,107,570	D	
Common Stock	05/01/2013	G V	2,731	D	(1)	1,104,839	D	
Common Stock	05/01/2013	G V	5,461	D	(1)	1,099,378	D	
Common Stock	05/02/2013	G V	50	D	(1)	1,099,328	D	
Common Stock	05/02/2013	G V	30	D	(1)	1,099,298	D	
Common Stock	05/02/2013	S	66,755	D	(4)	1,032,543	D	
Common Stock						158,000	I	by GRAT
Common Stock						50,600	I	by Spouse

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

**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 control number.**

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 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Brock John  
2500 WINDY RIDGE PARKWAY  
14TH FLOOR  
ATLANTA, GA 30339

X

Chairman and CEO

## Signatures

Suzanne N. Forlidas,  
attorney-in-fact

05/02/2013

\_\_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).
- (1) Gift to charitable organization of shares owned by reporting person, pursuant to a 10b5-1 trading plan.
- (2) Shares were granted by the company to reporting person upon the vesting of his 2008 performance share unit award.
- (3) Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of this award.
- (4) These shares were sold pursuant to 10b5-1 trading plan and they were sold at various prices ranging from \$35.56 to 36.80.

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.