

COCA COLA ENTERPRISES INC
 Form 5
 February 14, 2002
 SEC Form 5

FORM 5
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
[] Form 3 Holdings Reported
[] Form 4 Transactions Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0362
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1. Name and Address of Reporting Person* Johnston, Jr., Summerfield K. <hr/> (Last) (First) (Middle) <hr/> Suite 700 2500 Windy Ridge Parkway <hr/> (Street) <hr/> Atlanta, GA 30339 <hr/> (City) (State) (Zip) <hr/> U.S.	2. Issuer Name and Ticker or Trading Symbol Coca-Cola Enterprises Inc. CCE	4. Statement for (Month/Year) December 2001	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ <input type="checkbox"/> 10% Owner _____ <input type="checkbox"/> Officer _____ Other _____ Officer/Other Description _____ <hr/> 7. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Individual Filing <input checked="" type="checkbox"/> Joint/Group Filing
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of	6. Ownership Form: Direct(D) or	7. Nature of Indirect Beneficial Ownership

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			Amount A/D Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	05/15/2001	G	6,000 D	21,794,030	D	
Common Stock				14,414	I	By 401(k)
Common Stock				25,782	I	By Spouse
Common Stock				1,244,568	I	Co-trustee of Daughter's Trust
Common Stock				3,943,968	I	Co-trustee of Family Trust
Common Stock				1,598,541	I	Co-trustee of Son's Trust
Common Stock				10,000	I	Limited Liability Partnership

If the form is filed by more than one reporting person, see instruction 4(b)(v).

(over)
SEC 2270 (3-99)

Johnston, Jr., Summerfield K. - December 2001

Form 5 (continued)

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)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year) (DE) (ED)	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 at End of Year (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)

Explanation of Responses :

** Intentional misstatements or omissions of facts _____ constitute Federal Criminal Violations. 2/14/02

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** Signature of Reporting Person
Date

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

See Instruction 6 for procedure.

**E. Liston Bishop III, Attorney-in-Fact for
Summerfield K. Johnston, Jr.**

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.