

COCA COLA ENTERPRISES INC  
 Form 4  
 February 19, 2003  
 SEC Form 4

<p><b>FORM 4</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p>(Print or Type Responses)</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>                  Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287                  Expires: January 31, 2005                  Estimated average burden hours per response: . . . . 0.5</p>
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<p>1. Name and Address of Reporting Person*</p> <p><b>Gray, Robert F.</b></p> <hr/> <p>(Last) (First) (Middle)</p> <p><b>Suite 700</b>  <b>2500 Windy Ridge Parkway</b></p> <hr/> <p>(Street)</p> <p><b>Atlanta, GA 30339</b></p> <hr/> <p>(City) (State) (Zip)</p> <p><b>U.S.</b></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Coca-Cola Enterprises Inc. CCE</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>_____ Director _____ 10% Owner  <input checked="" type="checkbox"/> Officer _____ Other  <b>Senior Vice President, Operations and Capital Planning</b></p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
<p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for Month/Day/Year</p> <p><b>February 17, 2003</b></p>	<p>5. If Amendment, Date of Original (Month/Day/Year)</p>

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 and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (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   Price A/D			
Common Stock	02/17/2003 (1)		A	15,000   A	248,462	D	
Common Stock					50,009	I	By 401(k) and Supplement MESIP

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.

(over)  
SEC 1474 (9-02)

**Gray, Robert F. - February 17, 2003**

**Form 4 (continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
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<i>(e.g., puts, calls, warrants, options, convertible securities)</i>											
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 and Voluntary Code (V) (Instr.8)	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)	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 Following Reported Transactions (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)
<b>2003 Stock Option Award to Certain Executives</b>	<b>\$20.7950</b>	<b>02/17/2003</b>		<b>M I</b>	<b>(A) 50,000</b>	<b>02/03/2004 (2)   02/17/2013</b>	<b>Common Stock - 50,000</b>		<b>50,000</b>	<b>D</b>	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**By: E. Liston Bishop III,**  
**Attorney-in-Fact for Robert F. Gray**  
**02-19-2003**

\*\* 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.  
**Power of Attorney**

Page 2

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.

**Gray, Robert F. - February 17, 2003**

**Form 4 (continued)**

<p><b>FOOTNOTE Descriptions for Coca-Cola Enterprises Inc.</b>  <b>CCE</b></p> <p style="text-align: right;">Form 4 - February 2003</p> <p><b>Robert F. Gray</b>  <b>Suite 700</b>  <b>2500 Windy Ridge Parkway</b>  <b>Atlanta, GA 30339</b></p> <hr/> <p><b>Explanation of responses:</b></p> <p>(1) This 2003 restricted stock award transaction was previously reported as having been made on 12/17/02, when in fact the award approval date was 02/17/2003.</p>
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(2) One-third per year after one, two and three years, measured from grant date; or upon death, disability or retirement.

Page 3