

COCA COLA CO
Form 4
September 23, 2014

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 *
TUGGLE CLYDE C

(Last) (First) (Middle)

THE COCA-COLA
COMPANY, ONE COCA-COLA
PLAZA

(Street)

ATLANTA, GA 30313

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/19/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	09/19/2014		M		14,140	A	\$ 26.7031
Common Stock, \$.25 Par Value	09/19/2014		M		130,000	A	\$ 20.635
Common Stock, \$.25 Par	09/19/2014		M		30,000	A	\$ 27.1719
							169,140
							299,140
							329,140

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Value								
Common Stock, \$0.25 Par Value	09/19/2014	S ⁽¹⁾	174,140	D	\$ 41.99	155,000	D	
Common Stock, \$0.25 Par Value						2,008	I	By Trusts ⁽²⁾
Common Stock, \$0.25 Par Value						27,454 ⁽³⁾	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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 26.7031	09/19/2014		M	14,140	⁽⁴⁾ 10/20/2014	Common Stock, \$0.25 Par Value 14,140
Employee Stock Option (Right to Buy)	\$ 20.635	09/19/2014		M	130,000	⁽⁵⁾ 12/15/2014	Common Stock, \$0.25 Par Value 130,000
Employee Stock Option (Right to Buy)	\$ 27.1719	09/19/2014		M	30,000	⁽⁶⁾ 02/15/2015	Common Stock, \$0.25 Par Value 30,000
Hypothetical Shares	⁽⁷⁾					⁽⁸⁾ ⁽⁸⁾	Common Stock, \$0.25 Par 12,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TUGGLE CLYDE C THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313			Senior Vice President	

Signatures

/s/ Clyde C.
Tuggle

09/22/2014

**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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan established by the reporting person on August 15, 2014.
- (2) Shares held in trusts, of which the reporting person's brother is the trustee, for the benefit of each of the reporting person's two children.
- (3) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of September 18, 2014.
- (4) Option (with tax withholding right) granted on October 21, 1999. 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 December 16, 2004 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (6) Option (with tax withholding right) granted on February 16, 2000. Grant became exercisable in its entirety on the third anniversary of the grant date.
- (7) Each hypothetical share is equal to one share of Common Stock of The Coca-Cola Company.
- (8) There is no data applicable with respect to the hypothetical shares.
- (9) As of September 18, 2014.

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.