

Walter Glen
Form 3
January 10, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *
Walter Glen
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
01/01/2013

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

4. Relationship of Reporting Person(s) to Issuer

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

C/O THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Pres/COO, CC Refreshments

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

(Street)

ATLANTA, GA 30313

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$.25 Par Value | 33,363 ⁽¹⁾ | D ⁽²⁾ | By 401(k) Plan |
| Common Stock, \$.25 Par Value | 256 ⁽³⁾ | I | By 401(k) Plan |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

Edgar Filing: Walter Glen - Form 3

| | Date Exercisable | Expiration Date | (Instr. 4) | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|-------------------------------|----------------------------|------------------------------|---|----------------------------------|
| | | | Title | | | | |
| Employee Stock Option (Right to Buy) | Â (5) | 11/04/2019 | Common Stock, \$.25 Par Value | 4,924 (4) | \$ 17.765 | D | Â |
| Employee Stock Option (Right to Buy) | Â (6) | 02/16/2021 | Common Stock, \$.25 Par Value | 87,600 | \$ 31.9975 | D | Â |
| Employee Stock Option (Right to Buy) | Â (7) | 02/15/2022 | Common Stock, \$.25 Par Value | 98,550 | \$ 34.3525 | D | Â |
| Hypothetical Shares | Â (8) | Â (8) | Common Stock, \$.25 Par Value | 394 | \$ 0 (9) | I | By Supplemental 401(k) Plan (10) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|---------------------------|
| | Director | 10% Owner | Officer | Other |
| Walter Glen C/O THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313 | Â | Â | Â | Pres/COO, CC Refreshments |

Signatures

/s/ Glen Walter 01/09/2013

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 19,704 shares that represent the common stock of The Coca-Cola Company issuable upon vesting of restricted stock units granted on November 4, 2009 when the reporting person was employed by Coca-Cola Enterprises Inc. ("CCE"). Pursuant to the Business Separation and Merger Agreement dated February 25, 2010 by and among CCE, International CCE, Inc., The Coca-Cola Company and Cobalt Subsidiary LLC (the "Merger Agreement"), outstanding restricted stock units held by the reporting person were cancelled as of October 2, 2010 at 12:01 a.m. (the "Effective Time") and converted to that number of restricted stock units of The Coca-Cola Company obtained by multiplying the number of restricted stock units granted by CCE by 0.53788904.
 - (2) Exhibit Index - Exhibit No. 24 - Power of Attorney
 - (3) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of January 1, 2013.

Edgar Filing: Walter Glen - Form 3

- These options were granted on November 4, 2009 when the reporting person was employed by CCE. Pursuant to the Merger Agreement, the outstanding options to purchase shares of CCE's common stock were cancelled at the Effective Time and converted to that number
- (4) of options to purchase Common Stock of The Coca-Cola Company obtained by multiplying the number of outstanding options granted by CCE by 0.53788904. The exercise price of each outstanding CCE option was adjusted by multiplying the exercise price by 1.85911950.
 - (5) Options vested 33% per year from November 4, 2009.
 - (6) Option (with tax withholding right) granted on February 17, 2011 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (7) Option (with tax withholding right) granted on February 16, 2012 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (8) There is no data applicable with respect to the hypothetical shares.
 - (9) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
 - (10) As of January 1, 2013.

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.