Instruction 1(b).

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Print or Type Responses)  1. Name and Address of Reporting Person   DILLER BARRY			2. Issuer Name and Ticker or Trading Symbol COCA COLA CO [KO]						5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X_ Director 10% Owner					
IAC/INT	(Last) (First) (Middle) (AC/INTERACTIVECORP, 555 WEST 18TH STREET, 5TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 10/01/2010						Officer (give	title below)	Other	(specify below)		
(Street) NEW YORK, NY 10011				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				
(City		(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Dispose					ed, Disposed	of, or Benef	ficially Owned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea	Exect any	A. Deemed secution Date, if y Ionth/Day/Year			(A)	Securities A ) or Dispose str. 3, 4 and	d of (D) (5)				wnership orm:	7. Nature of Indirect Beneficial Ownership	
							Code	V An	nount (A)				(	Indirect ( ) nstr. 4)	Instr. 4)
Common	Stock, \$.2	25 Par Value								1	1,011,000		I	)	
	Report on a s	separate line for each	class of securities b	eneficial	lly owne	ed directly	or inc	Persons in this fo	rm are not	required	to respond ι		on contained form display		174 (9-02)
	Report on a s	separate line for each		- Deriva	ntive Se	ecurities A	cquir	Persons in this fo a current	rm are not ly valid Of ed of, or Be	required  MB contro  neficially O	to respond ι I number.				174 (9-02)
Reminder: I	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Table II  3A. Deemed Execution Date, if	- Deriva (e.g., p 4. Transac Code	ative Secuts, cal  5. tion De Se Ac Di	Number of erivative ecurities equired (Aisposed of Instr. 3, 4, 4	ocquir nts, op of (a (b) or (D)	Persons in this fo a current	rm are not ly valid Of ed of, or Ben vertible securcisable on Date	required MB contro neficially O prities) 7. Title and	to respond unumber.  Dwned  d Amount of g Securities	unless the	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownershi Form of Derivativ Security: Direct (D or Indirec	11. Nature of Indire Beneficie Owners! (Instr. 4)
Reminder: I	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table II  3A. Deemed Execution Date, if any	- Deriva (e.g., p 4. Transac Code	stive Secuts, cal 5. Secuts, cal Di (In	Number of erivative ecurities equired (Aisposed of Instr. 3, 4, 4	ocquir nts, op of (a (a) or (D) and	Persons in this fo a current red, Dispose ptions, conversed of the Exercise of	rm are not ly valid Off ed of, or Bei vertible secu- rcisable on Date /Year)	required MB contro neficially Ourities) 7. Title and Underlying	to respond unumber.  Dwned  d Amount of g Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Ownershi Form of Derivativ Security: Direct (D	11. Nature of Indire Beneficie Owners! (Instr. 4

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
DILLER BARRY IAC/INTERACTIVECORP 555 WEST 18TH STREET, 5TH FLOOR NEW YORK, NY 10011	X				

## **Signatures**

/s/ Gloria K. Bowden, attorney-in-fact for Barry Diller	10/05/2010
**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) Each phantom share unit is economically equivalent to one share of Common Stock.
- (2) Phantom share units accrued under The Coca-Cola Company Compensation and Deferred Compensation Plan for Non-Employee Directors (the "Directors' Plan") as a result of crediting phantom dividends phantom dividends.

The phantom share units credited under the Directors' Plan are settled in cash the later of (i) January 15 of the year following the year in which the reporting person leaves the Board, or (ii) (3) six months following the date on which the reporting person leaves the Board.

 $Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, {\it see}\ Instruction\ 6 for procedure.$ 

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.