

# FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <b>DOUGLAS J ALEXANDER JR</b>		2. Issuer Name and Ticker or Trading Symbol <b>COCA COLA CO [KO]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <input checked="" type="checkbox"/> <b>Group President</b>	
(Last) (First) (Middle) <b>THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>02/21/2012</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street) <b>ATLANTA, GA 30313</b>		4. If Amendment, Date Original Filed (Month/Day/Year)			
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	02/21/2012		M		12,000	A	\$ 44.655	89,611	D	
Common Stock, \$.25 Par Value	02/21/2012		M		23,000	A	\$ 49.8	112,611	D	
Common Stock, \$.25 Par Value	02/21/2012		M		17,500	A	\$ 47.84	130,111	D	
Common Stock, \$.25 Par Value	02/21/2012		M		92,280	A	\$ 43.2	222,391	D	
Common Stock, \$.25 Par Value	02/21/2012		S		144,780	D	\$ 68.6829 (1)	77,611	D	
Common Stock, \$.25 Par Value	02/21/2012		F(2)		11,349	D	\$ 68.775	66,262	D	
Common Stock, \$.25 Par Value	02/21/2012		S		6,478	D	\$ 68.8 (3)	59,784	D	
Common Stock, \$.25 Par Value								4,377 (4)	I	By 401(k) Plan

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. SEC 1474 (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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (Right to Buy)	\$ 44.655	02/21/2012		M		12,000		(5)	12/17/2017	Common Stock, \$.25 Par Value	12,000	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 49.8	02/21/2012		M		23,000		(6)	12/17/2013	Common Stock, \$.25 Par Value	23,000	\$ 0	0	D	

Employee Stock Option (Right to Buy)	\$ 47.84	02/21/2012		M		17,500	(7)	02/14/2017	Common Stock, \$.25 Par Value	17,500	\$ 0	68,983	D	
Employee Stock Option (Right to Buy)	\$ 43.2	02/21/2012		M		92,280	(8)	02/18/2019	Common Stock, \$.25 Par Value	92,280	\$ 0	113,812	D	
Hypothetical Shares	\$ 0 (9)						(10)	(10)	Common Stock, \$.25 Par Value	7,865		7,865 (11)	I	By Supplemental 401(k) Plan

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOUGLAS J ALEXANDER JR THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313				Group President

## Signatures

/s/ Alexander J. Douglas Jr.		02/22/2012
<small>Signature of Reporting Person</small>		<small>Date</small>

## 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).
- The price is the weighted average sale price of the aggregate number of shares that were sold by the reporting person. These shares were sold in multiple transactions at prices ranging from \$68.50 to \$68.8903. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- (1) Represents shares withheld to satisfy tax liabilities upon the vesting of restricted stock units issued under the 2008-2010 performance share unit program.
- The price is the weighted average sale price of the aggregate number of shares that were sold by the reporting person. These shares were sold in multiple transactions at prices ranging from \$68.8003 to \$68.8110. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- (2) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of February 21, 2012.
- (3) Option (with tax withholding right) granted on December 18, 2002 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.
- (4) Option (with tax withholding right) granted on December 18, 2003 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.
- (5) Option (with tax withholding right) granted on February 15, 2007 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
- (6) Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries 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 February 21, 2012.

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.