## FORM 4

Stock

Option

Buy)

Stock

Buy)

Option

(Right to

(Right to

Employee

\$ 44.655

\$49.8

02/21/2012

02/21/2012

# 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

obligations may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment 1(b). Company Act of 1940

COCA COLA CO   KO	Person(s) to Issuer	5	d Address of Reporting Person * 2. Issuer Name and Ticker or Trading Symbol						(Print or Type Re 1. Name and Ad						
Common Stock, \$.25 Par Value   02/21/2012	all applicable) 10% Owner	(Check all applicable)										. ~			
ATLANTA, GA 30313   Clap   A. If Amendment, Date Original Filed/MembrDay/Vear)   A. Scarriffe Acquired (A) or Separate Pressure	X_ Other (specify below) up President		Officer (g												
ATLANTA, GA 30313									.2	)2/21/20	COCA-	MPANY, ONE			
ATLANTA, GA 30313					ear)	Month/Day/Y	Filed(	ate Origina	ment, E	. If Amen	4	(Street)			
1. Title of Security (Instr. 3)													GA 30313	ATLANTA,	
Date (Month/Day/Year)   Date	ially Owned	ed of, or Beneficially Own	Table I - Non-Derivative Securities Acquired, Disposed							(Zip)	(State)		(City)		
Month/Day/Year  Month/Day/Ye			uired (A) or	Disposed of (D)			e, if Code (Instr. 8)					ty			
Code   V   Amount   Code	Form: Beneficial	n(s)							r) any				(Illstr. 3)		
Common Stock, \$.25 Par Value   02/21/2012   M   12,000   A   \$ 4,655   89,611   D	Direct (D) Ownership or Indirect (Instr. 4)	d 4)	(Instr. 3 and		(A)				y/Year)	(Month/Da					
Common Stock, \$.25 Par Value   02/21/2012   M   23,000   A   \$4,655   \$89,611   D	(I) (Instr. 4)			Price	or	Amount	V	Code							
A			00.611	Ŷ.	. ,						02/21/2012		-1- ¢ 25 D	C	
Common Stock, \$.25 Par Value	D		89,611	44.655	А	12,000		IVI			02/21/2012				
Common Stock, \$.25 Par Value					A	23,000		M			02/21/2012	r Value (	ck, \$.25 Pa	Common Sto	
Common Stock, \$.25 Par Value															
Common Stock, \$.25 Par Value	D		222,391	\$ 43.2	A	92,280		M			02/21/2012	ır Value (	ck, \$.25 Pa	Common Sto	
Common Stock, \$.25 Par Value	D		77,611		D	144,780		S			02/21/2012	nr Value	ck, \$.25 Pa	Common Sto	
Common Stock, \$.25 Par Value    Common Stock, \$.25 Par Value   S   6,4/8   D   (3)   39,784   D   I	D		66,262	Ψ	D	11,349		F <sup>(2)</sup>			02/21/2012	r Value (	ck, \$.25 Pa	Common Sto	
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.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  Execution Date (Month/Day/Year) Acquired (Month/Day/Year) Of Derivative (Month/Day/Year) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) (Instr. 5) Beneficially Derivative D	D		59,784		D	6,478		S			02/21/2012	r Value	ck, \$.25 Pa	Common Sto	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date Security or Exercise (Instr. 3) Price of Price of Code Security (Month/Day/Year) (Instr. 8) 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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of 2. Transaction Date Exercisable and Execution Date Derivative Code Securities (Month/Day/Year) Securities Security Securities Security Securities Security Securities Securities (Month/Day/Year) (Instr. 3) Price of Owned (Instr. 5) Beneficially Derivative Owned (Instr. 5) Beneficially Owned (Instr. 6) Benef	I By 401(k) Plan		4,377 (4)									nr Value	ck, \$.25 Pa	Common Sto	
this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Conversion of Date Securities)  Security or Exercise (Month/Day/Year) (Instr. 3) Price of Price of (Month/Day/Year) (Instr. 8) Acquired (A) (Instr. 3 and 4) (Instr. 5) Beneficially Derivative Derivati					Г		ectly.	tly or indir	ed dire	icially ow	s of securities bene	te line for each class	rt on a separa	Reminder: Repor	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date Securition Date Securition Date (Month/Day/Year) (Instr. 3)  2. 3. Transaction Date Securition Date Securition Date (Month/Day/Year) (Instr. 8)  3. Transaction Date Securition Date Securition Date Securities (Month/Day/Year) (Instr. 8)  4. Derivative Securities Derivative Derivative Derivative Derivative Derivative Derivative Derivative Securities Derivative Derivative Derivative Derivative Derivative Derivative Derivative Securities Derivative Derivative Derivative Derivative Derivative Derivative Securities Securit			respond ur	quired to r	not re	form are	this			·					
1. Title of Derivative Security or Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3) Price of Security Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3) Security (Month/Day/Year) (Month/Day/Year) (Instr. 8) Securities (I			umber.	control n	a OME	ently vali	curr								
1. Title of Derivative Conversion Operivative Security (Instr. 3)  2. 3. Transaction Date Execution Date, if Operivative Conversion Operivative (Month/Day/Year) (Instr. 8)  3. Transaction Date Execution Date (Month/Day/Year) Operivative Securities (Month/Day/Year) (Instr. 3)  4. 5. Number of Operivative Expiration Date (Month/Day/Year) Operivative Securities (Month/Day/Year) Operivative Securities (Instr. 3)  7. Title and Amount of Underlying Operivative Securities (Month/Day/Year) Operivative Securities (Instr. 3)  8. Price of Operivative Operivative Securities (Instr. 3)  9. Number of Operivative Operivative Operivative Securities (Instr. 3)  9. Number of Operivative			wned								Table II				
Security or Exercise (Month/Day/Year) any Code (Instr. 3) Price of Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) Securities (Month/Day/Year) (Securities (Instr. 3 and 4) (Instr. 5) Securities (Instr. 5) Beneficially Deriv				7. Title an		Exercisable	Date	umber 6	5. N	4.			2.		
	urities Form of Beneficial	Security Securities	3	Securities		on Date Day/Year)	xpıratı Month/	rities (	Secu	Code	any	(Month/Day/Year)	or Exercise	Security	
Security of (D) Following Direct	ned Security: (Instr. 4) lowing Direct (D) or Indirect	Owned Following Reported	Owned Followin Reported Transacti					isposed D) r. 3, 4,	or D of (I	(Instr. 8)	(Month/Day/Year		Derivative	(Instr. 3)	
(Instr 4) (Instr								)	and						
Date Exercisable Exercisable Date Title Or Number of			Number of	Title	ation			F							
Code V (A) (D) Shares			Shares					(D)	V (A)	Code				E 1	

12,000

23,000

M

M

<u>(5)</u>

<u>(6)</u>

12/17/2017

12/17/2013

Common

Stock,

\$.25 Par

Value

Common

Stock,

\$.25 Par

Value

12,000

23,000

\$0

\$0

0

0

D

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 <sup>(9)</sup>					(10)	(10)	Common Stock, \$.25 Par Value	7,865		7,865 (11)	I	By Supplemental 401(k) Plan

#### **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	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
**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).
- 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 (1) 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.
- (2) 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 (3) \$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.
- (4) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of February 21, 2012.
- (5) 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.
- (6) 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.
- (7) 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.
- (8) 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.
- (9) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (10) There is no data applicable with respect to the hypothetical shares.
- (11) 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.