| FORM | 4 |
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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).      |

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

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

#### 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)<br>1. Name and Address of Reporting Person<br>DOUGLAS J ALEXANDER JR | 2. Issuer Name and<br>COCA COLA CO        |  | ading         | g Symbol |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner |   |  |   |                      |  |
|--|---|--|---------------|----------|---|--|---|--|---|----------------------|--|
| (Last) (First)<br>THE COCA-COLA COMPANY,<br>COLA PLAZA   | 0. TR. 0.0.0.1                            | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/22/2012                   |               |          |   |  |   | Officer (give title below) X Other (specify below) Group President                                     |   |                      |  |
| (Street)<br>ATLANTA, GA 30313  | 4   | 4. If Amendment, Da  | te Original F | iled(N   | /onth/Day/Y   | ear)   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |  |   |                      |  |
| (City) (State)   | (Zip)                                     | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |               |          |   |  |   |  |   |                      |  |
| 1.Title of Security<br>(Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year | Execution Date, if   | (Instr. 8)    |          | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |  |   | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |                      |  |
|  |   |  | Code          | V        | Amount  | (A) or<br>(D)  | Price   |  | or Indirect<br>(I)<br>(Instr. 4)                    | (Instr. 4)           |  |
| Common Stock, \$.25 Par Value  | 03/22/2012                                |  | J <u>(1)</u>  |          | 7,415   | D  | \$ 0  | 52,369   | D   |                      |  |
| Common Stock, \$.25 Par Value  |   |  |               |          |   |  |   | 4,461 <sup>(2)</sup>   | Ι   | By<br>401(k)<br>Plan |  |

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (e.g., puts, calls, warrants, options, convertible securities) |                 |                  |                    |            |     |       |                            |              |                    |               |               |             |                        |             |               |
|--|-----------------|------------------|--------------------|------------|-----|-------|----------------------------|--------------|--------------------|---------------|---------------|-------------|------------------------|-------------|---------------|
| 1. Title of  | 2.              | 3. Transaction   | 3A. Deemed         | 4.         |     | 5.    |                            | 6. Date Exer | cisable            | 7. Title and  | Amount        | 8. Price of | 9. Number of           | 10.         | 11. Nature of |
| Derivative   | Conversion      | Date             | Execution Date, if | Transact   | ion | Num   | Number and Expiration Date |              | of Underlying      |               | Derivative    | Derivative  | Ownership              | Indirect    |               |
| Security   | or Exercise     | (Month/Day/Year) |                    | Code       |     | of    | of (Month/Day/Year)        |              | Securities S       |               | Security      | Securities  | Form of                | Beneficial  |               |
| (Instr. 3)   | Price of        |                  | (Month/Day/Year)   | (Instr. 8) |     |       | ative                      |              |                    | (Instr. 3 and | 4)            | (Instr. 5)  |                        | Derivative  | Ownership     |
|  | Derivative      |                  |                    |            |     | Secu  |                            |              |                    |               |               |             |                        |             | (Instr. 4)    |
|  | Security        |                  |                    |            |     | Acqu  |                            |              |                    |               |               |             |                        | Direct (D)  |               |
|  |                 |                  |                    |            |     | (A) c |                            |              |                    |               |               |             | 1                      | or Indirect |               |
|  |                 |                  |                    |            |     | Disp  |                            |              |                    |               |               |             | Transaction(s)         | · · ·       |               |
|  |                 |                  |                    |            |     | of (D | · · · · ·                  |              |                    |               |               |             | (Instr. 4)             | (Instr. 4)  |               |
|  |                 |                  |                    |            |     |       | (Instr. 3,<br>4, and 5)    |              |                    |               |               |             |                        |             |               |
|  |                 |                  |                    |            |     | -, an | u <i>5)</i>                |              |                    |               |               |             |                        |             |               |
|  |                 |                  |                    |            |     |       |                            |              |                    |               | Amount        |             |                        |             |               |
|  |                 |                  |                    |            |     |       |                            | Date         | Expiration<br>Date | T:41-         | or<br>Norshan |             |                        |             |               |
|  |                 |                  |                    |            |     |       |                            | Exercisable  | Date               |               | Number<br>of  |             |                        |             |               |
|  |                 |                  |                    | Code       | v   | (4)   | (D)                        |              |                    |               | Shares        |             |                        |             |               |
|  |                 |                  |                    | Code       | •   | (11)  | (D)                        |              |                    |               | Shares        |             |                        |             |               |
|  |                 |                  |                    |            |     |       |                            |              |                    | Common        |               |             |                        |             | By            |
| Hypothetical   | \$ 0 <u>(3)</u> |                  |                    |            |     |       |                            | <u>(4)</u>   | (4)                | Stock,        | 8,394         |             | 8,394 <mark>(5)</mark> |             | •             |
| Shares   | \$0.5           |                  |                    |            |     |       |                            | <u></u>      | <u></u>            | \$.25 Par     | 0,394         |             | 8,394                  |             | Supplemental  |
|  |                 |                  |                    |            |     |       |                            |              |                    | Value         |               |             |                        |             | 401(k) Plan   |
|  |                 |                  |                    |            |     |       |                            |              |                    |               |               |             |                        |             |               |

## **Reporting Owners**

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

# Signatures

| /s/ Gloria K. Bowden, attorney-in-fact for J. Alexander Douglas Jr. | 03/26/2012 |
|---|------------|
| **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).
- (1) The reporting person transferred these shares to his ex-wife pursuant to a property settlement agreement entered into in connection with divorce proceedings.
- (2) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of March 21, 2012.
- (3) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (4) There is no data applicable with respect to the hypothetical shares.
- (5) As of March 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.

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