

FORM 4

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

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* CAHILLANE STEVEN A		2. Issuer Name and Ticker or Trading Symbol COCA COLA CO [KO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Pres/CEO, CC Refreshments USA	
(Last) (First) (Middle) THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA		3. Date of Earliest Transaction (Month/Day/Year) 04/30/2012			
(Street) ATLANTA, GA 30313		4. If Amendment, Date Original Filed(Month/Day/Year)		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	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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	04/30/2012		F		44,663 <u>(1)</u>	D	\$ 76.415	117,997	D	
Common Stock, \$.25 Par Value								90 <u>(2)</u>	I	By 401(k) 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 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					
Hypothetical Shares	\$ 0 <u>(3)</u>							<u>(4)</u>	<u>(4)</u>	Common Stock, \$.25 Par Value	638	638 <u>(5)</u>	I	By Supplemental 401(k) Plan

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAHILLANE STEVEN A THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313				Pres/CEO, CC Refreshments USA

Signatures

/s/ Steven A. Cahillane	05/01/2012
<small>**Signature of Reporting Person</small>	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).

Represents shares withheld to satisfy tax liabilities upon the vesting of performance share units granted on October 30, 2008 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

(1) Cobalt Subsidiary LLC, outstanding restricted stock units and performance share units held by the reporting person were cancelled as of October 2, 2010 at 12:01 a.m. and converted to that number of restricted stock units and performance share units of The Coca-Cola Company obtained by multiplying the number of restricted stock units and performance share units granted by CCE by 0.53788904.

(2) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of April 30, 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 April 30, 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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