| FORM | 4 |
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

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 [±] BOTIN ANA | | | 2. Issuer Name and COCA COLA CO | | ading | Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director10% Owner | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Tra | unsaction (M | onth/ | Day/Year |) | Officer (give title below) Oth | er (specify below | w) | | |
| C/O THE COCA-COL | A COMPANY, | ONE COCA- | 04/01/2014 | | | | | | | | | |
| COLA PLAZA | | | | | | | | | | | | |
| | (Street) | 4 | 4. If Amendment, Dat | e Original F | iled(M | onth/Day/Y | ear) | | 6. Individual or Joint/Group Filing(Check J X_Form filed by One Reporting Person | Applicable Line |) | |
| ATLANTA, GA 30313 | 3 | | | | | | | | 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 | | 2. Transaction | 2A. Deemed | 3. Transacti | ion | 4. Securi | ties Acqu | ired | 5. Amount of Securities Beneficially | 6. | 7. Nature | |
| (Instr. 3) Date | | | Execution Date, if | | | | | | Owned Following Reported | Ownership | | |
| | | (Month/Day/Year | (Month/Day/Year) | (Instr. 8) | | (Instr. 3, | 4 and 5) | 1 | Transaction(s) (Instr. 3 and 4) | Form: Direct (D) | Beneficial Ownership | |
| | | | (Wohth/Day/Tear) | | | | | | (instr. 5 and 4) | or Indirect | | |
| | | | | | | | (A) or | | | (I) | () | |
| | | | | Code | V | Amount | (D) | Price | | (Instr. 4) | | |
| Common Stock, \$.25 I | Par Value | | | | | | | | 2,500 | I | By Spanish limited company (1) | |

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 SEC 1474 (9-02) 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) | | | | | | | | | | | | | | |
|---------------------------|--|--------------------------|--|--|---|--|--|---|--------------------|--|-------------------------------------|---|----------------|----------------------------------|--|
| | Conversion | Date (Month/Day/Year) | | 4. 5. Number of Transaction Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | Derivative Security (Instr. 5) | Securities Beneficially Owned | Ownership Form of Derivative Security: Direct (D) | Beneficial | | |
| | | | | Code | v | (A) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) | or Indirect (I) (Instr. 4) | |
| Phantom Stock Units | \$ 0 <u>(2)</u> | 04/01/2014 | | A | | 5,246.1408 <u>(3)</u> | | <u>(4)</u> | <u>(4)</u> | Common Stock, \$.25 Par Value | | \$ 38.6 | 8,264.9059 | D | |

Reporting Owners

| | Relationships | | | | | | |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| BOTIN ANA C/O THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313 | Х | | | | | | |

Signatures

 Karen V. Danielson, attorney-in-fact for Ana Botin
 04/03/2014

 **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) These shares are held by a Spanish limited company in which the reporting person indirectly holds a majority of the economic interest and over which she has investment control.

(2) Each phantom share unit is economically equivalent to one share of Common Stock.

- (3) Consists of 5,181.3472 phantom share units credited to the reporting person under The Coca-Cola Company Directors' Plan effective January 1, 2013 (the "Directors' Plan") for 2014 compensation, which may include voluntary deferred compensation, and 64.7936 phantom share units accrued under the Directors' Plan as a result of crediting phantom dividends.
- (4) 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) 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, see Instruction 6 for procedure.

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