# FORM 4

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

| OMB APPROVAL      |           |  |  |  |  |
|-------------------|-----------|--|--|--|--|
| OMB Number:       | 3235-0287 |  |  |  |  |
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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 * Gayle Helene D |   |                       |   | 2. Issuer Name and Ticker or Trading Symbol COCA COLA CO [KO] |   |  |  |  |  | :  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)X_ Director10% Owner |                                 |  |   |   |
|---|---|-----------------------|---|---|---|--|--|--|--|--|---|---------------------------------|--|---|---|
| (Last) (First) (Middle) C/O THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA              |   |                       |   | 3. Date of Earliest Transaction (Month/Day/Year) 04/29/2015   |   |  |  |  |  | =  | Officer (give   | title below)                    | Othe   | r (specify below  | 7)  |
| (Street) ATLANTA, GA 30313  |   |                       |   | 4. If Amendment, Date Original Filed(Month/Day/Year)          |   |  |  |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person |   |                                 |  |   |   |
| (Cit  | <i>y</i> )  | (State)               | (Zip)   |   |   | Table 1  | - Non-l  | Derivativ  | ve Secur   | ities Acquir   | red, Disposed   | of, or Bene                     | ficially Owner   | i   |   |
| 1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)               |   |                       | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) |   | 3. Tran<br>Code<br>(Instr. 8  |  | 4. Securities According or Disposed of (Instr. 3, 4 and 5  |  | D)   | Owned Follow<br>Transaction(s)   |   |                                 | 6.<br>Ownership<br>Form:   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)           |   |
|   |   |                       |   |   | Code V  |  | Amoun  | (A) or (D)   | Price  | (Instr. 3 and 4)   |   |                                 |  |   |   |
| Common  | Stock, \$.2   | 25 Par Value          | 04/29/2015  |   |   | Р  |  | 2,000  | A  |  | 3,000   |                                 |  | D   |   |
|   |   |                       |   |   |   |  |  |  |  | (1)  |   |                                 |  |   |   |
| Reminder:   | Report on a s   | eparate line for each |   | - Deriva  | ative Securi  | ties Acq   | Pers<br>in th<br>a cu<br>uired, D  | sons what is form the strently is is sposed to   | are not<br>valid O   | ond to the<br>t required<br>MB contro  | collection of<br>to respond u<br>ol number.   |                                 |  |   | 1474 (9-02)   |
| 1. Title of Derivative  | 2.<br>Conversion  | 3. Transaction Date   | Table II  3A. Deemed Execution Date, if                     | - Deriva<br>(e.g., p<br>4.<br>Transac                         | ative Securi<br>outs, calls, w<br>5. Nun<br>otion Deriva                                      | ties Acquarrants,  | Persin that a cu   | sons who is form irrently isposed of conver e Exercise  | of, or Be tible second                                       | ond to the trequired MB control neficially Curities)  7. Title an Underlyin  | to respond uplanumber.  Dwned  d Amount of g Securities                                     | 8. Price of Derivative          | 9. Number of Derivative  | 10.<br>Ownersh  | 11. Nature  |
| 1. Title of   | 2.  | 3. Transaction Date   | Table II  3A. Deemed Execution Date, if                     | - Deriva<br>(e.g., p<br>4.<br>Transac<br>Code                 | ative Securi<br>tuts, calls, w<br>5. Nun<br>Deriva<br>Securit<br>Acquir<br>Dispos             | ties Acquarrants,  | Persin that a cumuired, Doptions 6. Data and Ex (Monter)   | sons who is form irrently isposed of converge Exercise   | of, or Be tible second                                       | ond to the trequired MB control neficially Curities)   | to respond uplanumber.  Dwned  d Amount of g Securities                                     | 8. Price of                     | 9. Number of   | /s 10.  | 11. Nature<br>of Indirec<br>Beneficial<br>ve Ownershi<br>: (Instr. 4) |
| 1. Title of<br>Derivative<br>Security   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Transaction Date   | Table II  3A. Deemed Execution Date, if any                 | - Deriva<br>(e.g., p<br>4.<br>Transac<br>Code                 | sative Securi<br>outs, calls, w<br>5. Nun<br>Deriva<br>Securie<br>Acquir<br>Dispos<br>(Instr. | ties Acquarrants,<br>aber of<br>tive<br>cies<br>red (A) or<br>red of (D<br>3, 4, and | Persin that a cultivate of the cultivate | isposed of converted Exercises the converted Exercises | are not valid Of valid Of of, or Be tible sectable Date ear) | ond to the trequired MB control neficially Curities)  7. Title an Underlyin  | to respond uplanumber.  Dwned  d Amount of g Securities                                     | 8. Price of Derivative Security | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following | 10.<br>Ownersh<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire | 11. Nature of Indirec Beneficial Ownershi (Instr. 4)                  |

### **Reporting Owners**

|   | Relationships |              |         |       |  |
|---|---------------|--------------|---------|-------|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer | Other |  |
| Gayle Helene D<br>C/O THE COCA-COLA COMPANY<br>ONE COCA-COLA PLAZA<br>ATLANTA, GA 30313 | X             |              |         |       |  |

# **Signatures**

| Gloria K. Bowden, attorney-in-fact for Helene D. Gayle | 10/05/2015 |
|--|------------|
| **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 purchase price of the aggregate number of shares that were purchased by the reporting person. These shares were purchased in multiple transactions at (1) prices ranging from \$40.53 to \$40.54. 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 purchased at each separate price.

- (2) Each phantom share unit is economically equivalent to one share of Common Stock.
- (3) Phantom share units accrued under The Coca-Cola Company Directors' Plan (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.

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.