

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* Quincey James		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"/> Officer (give title below) Chairman and CEO			
(Last) (First) (Middle) THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA		3. Date of Earliest Transaction (Month/Day/Year) 02/24/2020					
(Street) ATLANTA, GA 30313		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input 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)
Common Stock, \$.25 Par Value	02/24/2020		M	82,125 A	\$ 37.61 467,407	D	
Common Stock, \$.25 Par Value	02/24/2020		S	66,673 D	\$ 59.0848 (1) 400,734	D	
Common Stock, \$.25 Par Value	02/25/2020		M	139,972 A	\$ 37.61 540,706	D	
Common Stock, \$.25 Par Value	02/25/2020		M	38,260 A	\$ 34.3525 578,966	D	
Common Stock, \$.25 Par Value	02/25/2020		S	169,538 D	\$ 59.047 (2) 409,428	D	
Common Stock, \$.25 Par Value					44,678	I	By Wife
Common Stock, \$.25 Par Value					3,724 (3)	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	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	\$ 37.61	02/24/2020		M		82,125	(4)	02/20/2023	Common Stock, \$.25 Par Value	82,125	\$ 0	174,847	D	
Employee Stock Option (Right to Buy)	\$ 37.61	02/25/2020		M		139,972	(4)	02/20/2023	Common Stock, \$.25 Par Value	139,972	\$ 0	34,875	D	
Employee Stock Option (Right to Buy)	\$ 34.3525	02/25/2020		M		38,260	(5)	02/15/2022	Common Stock, \$.25 Par Value	38,260	\$ 0	0	D	

Hypothetical Shares	\$ 0 (6)							(7)	(7)	Common Stock, \$.25 Par Value	8,382		8,382 (8)	I	By Supplemental 401(k) Plan
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Quincey James THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313	X		Chairman and CEO	

Signatures

/s/ Karen V. Danielson, attorney-in-fact for James Quincey		02/26/2020
** 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 \$59.00 to \$59.21. 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.
- (1) 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 \$59.00 to \$59.19. 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) Shares credited to the reporting person's account under The Coca-Cola Company 401(k) Plan, as of February 24, 2020.
- (3) Option (with tax withholding right) granted on February 21, 2013 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (4) Option (with tax withholding right) granted on February 16, 2012 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (5) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (6) There is no data applicable with respect to the hypothetical shares.
- (7) As of February 24, 2020.
- (8)

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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