ENGUM RICK

Form 4

February 05, 2003

SEC Form 4

FORM 4		UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
[] Check this box if no longer subject to Section 16. Form 4			W							
or Form 5 obligations may continue. See Instruction 1(b).		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP						OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden		
(Print or Type Respons	es)	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								
1. Name and Address of Reporting Person* Engum, Rick L.		2. Issuer	r Name and Ticker or Ti	rading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) Suite 700 2500 Windy Ridge Parkway		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year February 03, 2003		Director10% Owner X OfficerOther Vice President, Controller and Principal Accounting Officer				
(Street) Atlanta, GA 30339 (City) (State) (Zip) U.S.		-		5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Deriva	ative Securiti	es Acqui	red, Disposed of, or Be					_		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	Code and Voluntary Code (Instr. 8)	4. Securities Acqui (A) or Disposed (E) Of (Instr. 3, 4, and	Securities Beneficially	6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount A/D Pr	ce				
Common Stock	Stock 02/03/2003			M I	15,000 A \$5.0000	39,180	D			
Common Stock						31	I	By Custodian For Child		
Common Stock						43,013	I	By 401(k) and Supplemental 401(k)		

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

* If the form is filed by more than one reporting person, see

Instruction 4(b)(v).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(over) SEC 1474 (9-02)

Form 4 (continued)

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)	sion or Exercise	3. Transaction Date (Month/ Day/ Year)		4. Transaction Code and Voluntary (V) Code (Instr.8)	of Derivative	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)		of	9. Number of Derivative Securities Beneficially Owned Following Reported Transactions (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)	
1991 SOP (Restated 2/92) 1993 Grant	\$5.0000	02/03/2003		M	(D) 15,000	02/10/1994 02/11/2003	Common Stock - 15,000		0	D		
2003 Stock Option Award	\$21.9450	02/03/2003		Al	(A) 25,000	02/03/2004 (1) 02/03/2013	Common Stock - 25,000	\$21.9450	25,000	D		

Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: E. Liston Bishop III, Attorney-in-Fact for Rick L. Engum 02-05-2003

** Signature of Reporting Person

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

see Instruction 6 for procedure.

Power of Attorney

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required to respond unless the form displays a

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Form 4 (continued)

FOOTNOTE Descriptions for Coca-Cola Enterprises Inc. CCE

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Rick L. Engum Suite 700 2500 Windy Ridge Parkway Atlanta, GA 30339 **Explanation of responses:**

(1) One-third per year after one, two and three years, measured from grant date.

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