

DOUGLAS J ALEXANDER JR
Form 4
October 20, 2010

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOUGLAS J ALEXANDER JR

(Last) (First) (Middle)

THE COCA-COLA
COMPANY, ONE COCA-COLA
PLAZA

(Street)

ATLANTA, GA 30313

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COCA COLA CO [KO]

3. Date of Earliest Transaction
(Month/Day/Year)
10/18/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
___ Officer (give title below) ___X___ Other (specify below)
Group President

6. 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-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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock, \$.25 Par Value | 10/18/2010 | | M | | 17,000 A \$ 41.27 | 125,012 | D |
| Common Stock, \$.25 Par Value | 10/18/2010 | | S | | 17,000 (1) D \$ 60 | 108,012 | D |
| Common Stock, \$.25 Par | 10/18/2010 | | M | | 20,000 A \$ 41.185 | 128,012 | D |

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| | | | | | | | | |
|-------------------------------|------------|---|------------------------------|---|-----------|----------------------|---|--------------------|
| Value | | | | | | | | |
| Common Stock, \$.25 Par Value | 10/18/2010 | S | <u>20,000</u> ⁽¹⁾ | D | \$ 60 | 108,012 | D | |
| Common Stock, \$.25 Par Value | 10/19/2010 | M | 1,500 | A | \$ 41.185 | 109,512 | D | |
| Common Stock, \$.25 Par Value | 10/19/2010 | S | <u>1,500</u> ⁽¹⁾ | D | \$ 60 | 108,012 | D | |
| Common Stock, \$.25 Par Value | | | | | | 4,071 ⁽²⁾ | I | By 401(k) Plan |
| Common Stock, \$.25 Par Value | | | | | | 1,201 ⁽³⁾ | I | By Wife As Trustee |

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

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(9-02)

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (Right to Buy) | \$ 41.27 | 10/18/2010 | | M | 17,000 | ⁽⁴⁾ | 12/15/2014 | Common Stock, \$.25 Par Value | 17,000 |
| | \$ 41.185 | 10/18/2010 | | M | 20,000 | ⁽⁵⁾ | 12/13/2015 | | 1,500 |

| | | | | | | | | | |
|--------------------------------------|-----------|------------|--|---|-------|-----|------------|-------------------------------|-------|
| Employee Stock Option (Right to Buy) | | | | | | | | Common Stock, \$.25 Par Value | |
| Employee Stock Option (Right to Buy) | \$ 41.185 | 10/19/2010 | | M | 1,500 | (5) | 12/13/2015 | Common Stock, \$.25 Par Value | 1,500 |
| Hypothetical Shares | \$ 0 (6) | | | | | (7) | (7) | Common Stock, \$.25 Par Value | 6,720 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| DOUGLAS J ALEXANDER JR THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313 | | | Group President | |

Signatures

/s/ Alexander J. Douglas Jr. 10/19/2010

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan established by the reporting person on November 4, 2009.
- (2) Shares credited to my account under The Coca-Cola Company Thrift & Investment Plan, a tax-qualified 401(k) plan, as of October 15, 2010.
- (3) These shares are held by trusts for the benefit of the reporting person's four children.
- (4) Option (with tax withholding right) granted on December 16, 2004 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (5) Option (with tax withholding right) granted on December 14, 2005 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (6) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (7) There is no data applicable with respect to the hypothetical shares.
- (8) As of October 15, 2010.

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.