

COCA COLA ENTERPRISES INC  
 Form 4  
 January 03, 2003  
 SEC Form 4

<p align="center"><b>FORM 4</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>                  Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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(f) of the Investment Company Act of 1940</p>	<p align="center">OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287                  Expires: January 31, 2005                  Estimated average burden hours per response: . . . . 0.5</p>
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<p>1. Name and Address of Reporting Person*  <b>Kline, Lowry F.</b></p> <hr/> <p>(Last) (First) (Middle)  <b>Suite 700</b>  <b>2500 Windy Ridge Parkway</b></p> <hr/> <p>(Street)  <b>Atlanta, GA 30339</b></p> <hr/> <p>(City) (State) (Zip)  <b>U.S.</b></p>	<p>2. Issuer Name and Ticker or Trading Symbol  <b>Coca-Cola Enterprises Inc. CCE</b></p>	<p>4. Statement for (Month/Day/Year)  <b>December 31, 2002</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer                  (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director _____ 10%                  Owner  <input checked="" type="checkbox"/> Officer _____                  Other                  Officer/Other Description <b>Chairman and Chief Executive Officer</b></p>
<p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>		<p>5. If Amendment, Date of Original (Month/Day/Year)</p>	<p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing  <input type="checkbox"/> Joint/Group Filing</p>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code   V	Amount   A/D   Price			

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).

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**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	2. Conversion or Exercise	3. Transaction Date	4. Transaction	5. Number of Derivative	6. Date Exercisable(DE) and Expiration	7. Title and Amount of Underlying	8. Price of Derivative	9. Number of Derivative Securities	10. Ownership	11. Nature of Indirect Beneficial

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	Code and Voluntary Code (Instr.8)	Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	Date(ED) (Month/Day/Year)	Securities (Instr. 3 and 4)	Security (Instr.5)	Beneficially Owned at End of Month (Instr.4)	Form of Derivative Security: Direct (D) or Indirect (I)	Ownership (Instr.4)
<b>Phantom Stock</b>	<b>1 for 1</b>	<b>12/31/2002</b>	<b>A  </b>	<b>(A) 173</b>	<b>(1)   (1)</b>	<b>Common Stock - 173</b>	<b>\$21.6000</b>	<b>576</b>	<b>D</b>	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. **By: E. Liston Bishop III, Attorney-in-Fact for Lowry F. Kline**

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). 01-03-2003 -

\*\* Signature of Reporting Person

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

Date

**Power of Attorney**

See Instruction 6 for procedure.

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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.

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**Form 4 (continued)**

<p><b>FOOTNOTE Descriptions for Coca-Cola Enterprises Inc. CCE</b></p> <p align="right">Form 4 - December 31, 2002</p> <p><b>Lowry F. Kline Suite 700 2500 Windy Ridge Parkway Atlanta, GA 30339</b></p> <hr/> <p><b>Explanation of responses:</b></p> <p><b>(1) Phantom Stock acquired pursuant to a deferred compensation agreement between the reporting person and the Company. Payment of the number of shares or the value thereof credited to the account occurs following retirement from the board of directors.</b></p>
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