

COCA COLA CO
Form FWP
May 26, 2016

**Registration Statement No. 333-191953
Filed Pursuant to Rule 433
Supplementing the Preliminary
Prospectus Supplement
Dated May 25, 2016
(To Prospectus dated October 28, 2013)**

Pricing Term Sheet

Fixed-Rate Notes due 2019 and 2026

The information in this pricing term sheet relates only to the offering of Notes (the Notes Offering) and should be read together with (i) the preliminary prospectus supplement dated May 25, 2016 relating to the Notes Offering, including the documents incorporated by reference therein, and (ii) the related base prospectus dated October 28, 2013, each filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, Registration Statement No. 333-191953.

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|--------------------------|--|
| Issuer: | The Coca-Cola Company |
| Security: | 1.375% Notes due 2019 2.550% Notes due 2026 |
| Offering Format: | SEC Registered |
| Principal Amount: | \$1,000,000,000 of 2019 Notes \$500,000,000 of 2026 Notes |
| Maturity Date: | May 30, 2019 for 2019 Notes June 1, 2026 for 2026 Notes |
| Coupon: | 1.375% per year for 2019 Notes 2.550% per year for 2026 Notes |
| Price to Public: | 99.930% of principal amount for 2019 Notes |

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99.982% of principal amount for 2026 Notes

Yield to maturity:

1.399% for 2019 Notes

2.552% for 2026 Notes

Spread to Benchmark Treasury:

+32 bps for 2019 Notes

+68 bps for 2026 Notes

Benchmark Treasury:

UST 0.875% due May 15, 2019 for 2019 Notes

UST 1.625% due May 15, 2026 for 2026 Notes

Benchmark Treasury Yield:

1.079% for 2019 Notes

1.872% for 2026 Notes

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|----------------------------------|---|
| Benchmark Treasury Price: | 99-13 for 2019 Notes 97-24+ for 2026 Notes |
| Interest Payment Dates: | Semiannually on May 30 and November 30, commencing on November 30, 2016 for the 2019 Notes Semiannually on June 1 and December 1, commencing on December 1, 2016 for the 2026 Notes |
| Make-Whole Call: | +5 bps for 2019 Notes +12.5 bps for 2026 Notes |
| Day Count Convention: | 30 / 360 |
| Trade Date: | May 25, 2016 |
| Settlement Date: | May 31, 2016 (T+3) |
| CUSIP / ISIN: | 191216 BV1 / US191216BV17 for 2019 Notes 191216 BW9 / US191216BW99 for 2026 Notes |
| Denominations: | \$2,000 x \$1,000 |
| Ratings: | Aa3 by Moody's Investors Service, Inc. AA- by Standard & Poor's Ratings Services A+ by Fitch Ratings |
| Underwriters: | Bookrunners: Barclays Capital Inc. Citigroup Global Markets Inc. Deutsche Bank Securities Inc. Co-Managers: Lebenthal & Co. Standard Chartered Bank The Williams Capital Group, L.P. U.S. Bancorp Investments, Inc. |

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

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The issuer has filed a registration statement (including a prospectus) with the U.S. Securities and Exchange Commission (SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.

You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to

send you the prospectus if you request it by calling Barclays Capital Inc. toll-free at 1-888-603-5847, Citigroup Global Markets Inc. toll-free at 1-800-831-9146 or Deutsche Bank Securities Inc. toll-free at 1-800-503-4611.

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