

Wilson Jerry S Jr  
 Form 4  
 February 28, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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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 \*  
 Wilson Jerry S Jr

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/24/2012

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Senior Vice President

THE COCA-COLA COMPANY, ONE COCA-COLA PLAZA

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

ATLANTA, GA 30313

(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)
			Code	V	Amount	(D)	Price
Common Stock, \$.25 Par Value	02/24/2012		M		38,749	A	\$ 43.2
Common Stock, \$.25 Par Value	02/24/2012		M		17,300	A	\$ 55.535
Common Stock, \$.25 Par	02/24/2012		M		19,900	A	\$ 63.995

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Value							
Common Stock, \$.25 Par Value	02/24/2012	S	75,949	D	\$ 68.8435 <u>(1)</u>	46,424	D
Common Stock, \$.25 Par Value						11,929	I By wife
Common Stock, \$.25 Par Value						9,297 <u>(2)</u>	I By 401(k) Plan

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

**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.**

SEC 1474  
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 43.2	02/24/2012		M	38,749	<u>(3)</u> 02/18/2019	Common Stock, \$.25 Par Value 38,749
Employee Stock Option (Right to Buy)	\$ 55.535	02/24/2012		M	17,300	<u>(4)</u> 02/17/2020	Common Stock, \$.25 Par Value 17,300
Employee Stock Option (Right to Buy)	\$ 63.995	02/24/2012		M	19,900	<u>(5)</u> 02/16/2021	Common Stock, \$.25 Par Value 19,900
	<u>(6)</u>					<u>(7)</u> <u>(7)</u>	4,759

