KEURIG GREEN MOUNTAIN, INC.
Form 4
May 12, 2014

# FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## 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

OMB APPROVAL

| | |
|---|---|
| OMB Number: | 3235-0287 |
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(Print or Type Responses)

1. Name and Address of Reporting Person *
COCA COLA CO

(Last) (First) (Middle)

ONE COCA-COLA PLAZA

(Street)

ATLANTA, GA 30313

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
KEURIG GREEN MOUNTAIN, INC. [GMCR]

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ 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 Indirect Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value $0.10 per share | 05/08/2014 | | P | | 4,200 (1) (2) | A | $ 96.9511 (1) (3) | 16,688,339 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/08/2014 | | P | | 15,792 (1) (2) | A | $ 100.2985 (1) (4) | 16,704,131 | I | See note (2) |
| Common Stock, par | 05/08/2014 | | P | | 23,008 (1) (2) | A | $ 101.6251 | 16,727,139 | I | See note (2) |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| value $0.10 per share | | | | | | | (1) (5) | | | |
| Common Stock, par value $0.10 per share | 05/08/2014 | | P | | 55,495 (1) (2) | A | $ 102.6436 (1) (6) | 16,782,634 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/08/2014 | | P | | 201,787 (1) (2) | A | $ 104.0648 (1) (7) | 16,984,421 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/09/2014 | | P | | 45,495 (1) (2) | A | $ 103.9392 (1) (8) | 17,029,916 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/09/2014 | | P | | 29,200 (1) (2) | A | $ 105.0318 (1) (9) | 17,059,116 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/09/2014 | | P | | 282,300 (1) (2) | A | $ 106.5258 (1) (10) | 17,341,416 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/09/2014 | | P | | 272,609 (1) (2) | A | $ 107.1962 (1) (11) | 17,614,025 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/09/2014 | | P | | 246,251 (1) (2) | A | $ 108.2477 (1) (12) | 17,860,276 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/12/2014 | | P | | 699,919 (1) (2) | A | $ 107.9334 (1) (13) | 18,560,195 | I | See note (2) |
| Common Stock, par value | 05/12/2014 | | P | | 471,506 (1) (2) | A | $ 109.0253 (1) (14) | 19,031,701 | I | See note (2) |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| $0.10 per share | | | | | | | | | | |
| Common Stock, par value $0.10 per share | 05/12/2014 | | P | | 258,029 (1) (2) | A | $ 110.2705 (1) (15) | 19,289,730 | I | See note (2) |
| Common Stock, par value $0.10 per share | 05/12/2014 | | P | | 200,000 (2) | A | $ 110.71 | 19,489,730 | I | See note (2) |

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) | | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| COCA COLA CO<br>ONE COCA-COLA PLAZA<br>ATLANTA, GA 30313 | | X | | |
| ATLANTIC INDUSTRIES<br>ONE COCA-COLA PLAZA<br>ATLANTA, GA 30313 | | X | | |

# Signatures

| | |
|---|---|
| By: /s/ Kathy N. Waller, Executive Vice President and Chief Financial Officer of The Coca-Cola Company | 05/12/2014 |
| **Signature of Reporting Person | Date |
| By: /s/ Kathy N. Waller, President and Chief Financial Officer of Atlantic Industries | 05/12/2014 |
| **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 number of shares reported represents an aggregate number of shares purchased in multiple market transactions over a range of purchase prices. The price reported represents the weighted average price per share. The Reporting Persons (as defined below) undertake to provide the staff of the Securities and Exchange Commission, the issuer, or a stockholder of the issuer, upon request, the number of shares so purchased at each separate price within the range.

**(2)** The shares of Common Stock of Keurig Green Mountain, Inc. described in this report are held by Atlantic Industries ("Atlantic"). Atlantic is an indirect wholly owned subsidiary of The Coca-Cola Company ("TCCC", and together with Atlantic, the "Reporting Persons"). In TCCC's capacity as ultimate parent company and controlling shareholder of Atlantic, TCCC may be deemed to beneficially own these shares.

**(3)** Purchase prices range from $96.645 to $97.00 per share, inclusive.

**(4)** Purchase prices range from $99.96 to $100.46 per share, inclusive.

**(5)** Purchase prices range from $101.10 to $102.02 per share, inclusive.

**(6)** Purchase prices range from $102.18 to $103.14 per share, inclusive.

**(7)** Purchase prices range from $103.21 to $104.20 per share, inclusive.

**(8)** Purchase prices range from $103.50 to $104.00 per share, inclusive.

**(9)** Purchase prices range from $104.86 to $105.69 per share, inclusive.

**(10)** Purchase prices range from $105.86 to $106.85 per share, inclusive.

**(11)** Purchase prices range from $106.86 to $107.845 per share, inclusive.

**(12)** Purchase prices range from $107.86 to $108.60 per share, inclusive.

**(13)** Purchase prices range from $107.68 to $108.67 per share, inclusive.

**(14)** Purchase prices range from $108.70 to $109.69 per share, inclusive.

**(15)** Purchase prices range from $109.70 to $110.50 per share, inclusive.

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.