

Walter Glen
Form 3
January 10, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Walter Glen

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/01/2013

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

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ☒ Other

(give title below) (specify below)

Pres/COO, CC Refreshments

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

C/O THE COCA-COLA
COMPANY, ONE
COCA-COLA PLAZA

(Street)

ATLANTA, GA 30313

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, \$.25 Par Value

33,363 ⁽¹⁾D ⁽²⁾

A

Common Stock, \$.25 Par Value

256 ⁽³⁾

I

By 401(k) Plan

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (5)	11/04/2019	Common Stock, \$.25 Par Value	4,924 (4)	\$ 17.765	D	Â
Employee Stock Option (Right to Buy)	Â (6)	02/16/2021	Common Stock, \$.25 Par Value	87,600	\$ 31.9975	D	Â
Employee Stock Option (Right to Buy)	Â (7)	02/15/2022	Common Stock, \$.25 Par Value	98,550	\$ 34.3525	D	Â
Hypothetical Shares	Â (8)	Â (8)	Common Stock, \$.25 Par Value	394	\$ 0 (9)	I	By Supplemental 401(k) Plan (10)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walter Glen C/O THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313	Â	Â	Â	Pres/COO, CC Refreshments

Signatures

/s/ Glen Walter 01/09/2013

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 19,704 shares that represent the common stock of The Coca-Cola Company issuable upon vesting of restricted stock units granted on November 4, 2009 when the reporting person was employed by Coca-Cola Enterprises Inc. ("CCE"). Pursuant to the Business Separation and Merger Agreement dated February 25, 2010 by and among CCE, International CCE, Inc., The Coca-Cola Company and Cobalt Subsidiary LLC (the "Merger Agreement"), outstanding restricted stock units held by the reporting person were cancelled as of October 2, 2010 at 12:01 a.m. (the "Effective Time") and converted to that number of restricted stock units of The Coca-Cola Company obtained by multiplying the number of restricted stock units granted by CCE by 0.53788904.
- (2) Exhibit Index - Exhibit No. 24 - Power of Attorney
- (3) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of January 1, 2013.

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These options were granted on November 4, 2009 when the reporting person was employed by CCE. Pursuant to the Merger Agreement, the outstanding options to purchase shares of CCE's common stock were cancelled at the Effective Time and converted to that number of options to purchase Common Stock of The Coca-Cola Company obtained by multiplying the number of outstanding options granted by CCE by 0.53788904. The exercise price of each outstanding CCE option was adjusted by multiplying the exercise price by 1.85911950.

- (5) Options vested 33% per year from November 4, 2009.
- (6) Option (with tax withholding right) granted on February 17, 2011 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (7) Option (with tax withholding right) granted on February 16, 2012 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (8) There is no data applicable with respect to the hypothetical shares.
- (9) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (10) As of January 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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