

Wilson Jerry S Jr  
Form 4  
February 28, 2012

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

OMB APPROVAL

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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

(Last) (First) (Middle)

THE COCA-COLA  
COMPANY, ONE COCA-COLA  
PLAZA

(Street)

ATLANTA, GA 30313

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ 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)
				(A) or (D)	Price		
Common Stock, \$.25 Par Value	02/24/2012		M	38,749 A	\$ 43.2	85,173	D
Common Stock, \$.25 Par Value	02/24/2012		M	17,300 A	\$ 55.535	102,473	D
Common Stock, \$.25 Par	02/24/2012		M	19,900 A	\$ 63.995	122,373	D

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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.

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**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>	4,750

