

COCA COLA CO
Form 3
March 31, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â HAYS ED | | (Month/Day/Year) | COCA COLA CO [KO] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 03/25/2015 | | |
| C/O THE COCA-COLA COMPANY,Â ONE COCA-COLA PLAZA | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | VP & Chief Technical Officer | |
| ATLANTA,Â GAÂ 30313 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 5,012 | D ⁽¹⁾ | Â |
| Common Stock, \$.25 Par Value | 15,425 ⁽²⁾ | I | By 401(k) |

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

SEC 1473 (7-02)

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.

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 <u>(3)</u> | 12/17/2017 | Common Stock, \$.25 Par Value | 35,438 | \$ 22.3275 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(4)</u> | 02/20/2018 | Common Stock, \$.25 Par Value | 29,818 | \$ 29.0725 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u> | 02/18/2019 | Common Stock, \$.25 Par Value | 28,216 | \$ 21.6 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 02/17/2020 | Common Stock, \$.25 Par Value | 84,400 | \$ 27.7675 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u> | 02/16/2021 | Common Stock, \$.25 Par Value | 136,400 | \$ 31.9975 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(8)</u> | 02/15/2022 | Common Stock, \$.25 Par Value | 121,546 | \$ 34.3525 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(9)</u> | 02/20/2023 | Common Stock, \$.25 Par Value | 101,594 | \$ 37.61 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(10)</u> | 02/19/2024 | Common Stock, \$.25 Par Value | 132,878 | \$ 37.205 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(11)</u> | 02/18/2025 | Common Stock, \$.25 Par Value | 49,824 | \$ 41.885 | D | Â |
| Hypothetical Shares | Â <u>(12)</u> | Â <u>(12)</u> | Common Stock, \$.25 Par Value | 6,286 | \$ 0 <u>(13)</u> | I | By Supplemental 401(k) <u>(14)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HAYS ED C/O THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313 | Â | Â | Â VP & Chief Technical Officer | Â |

Signatures

/s/ Ed Hays 03/30/2015

__Signature of
Reporting Person

Date

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) Exhibit Index - Exhibit No. 24 - Power of Attorney
 - (2) Shares credited to my account under The Coca-Cola Company 401(k) Plan, as of March 25, 2015.
 - (3) Option (with tax withholding right) granted on December 18, 2002 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (4) Option (with tax withholding right) granted on February 21, 2008 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
 - (5) Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on the first, second, third and fourth anniversaries of the grant date.
 - (6) Option (with tax withholding right) granted on February 18, 2010 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (7) Option (with tax withholding right) granted on February 17, 2011 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (8) 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.
 - (9) Option (with tax withholding right) granted on February 21, 2013 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.
 - (10) Option (with tax withholding right) granted on February 20, 2014 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.
 - (11) Option (with tax withholding right) granted on February 19, 2015 under The Coca-Cola Company 2014 Equity Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
 - (12) There is no data applicable with respect to the hypothetical shares.
 - (13) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
 - (14) As of March 25, 2015.

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.