#### COCA COLA ENTERPRISES INC

Form 4 April 26, 2006

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person \* JOHNSTON SUMMERFIELD K III

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

Symbol

COCA COLA ENTERPRISES INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CCE] (Middle)

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

X Director Officer (give title below)

10% Owner Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

600 KRYSTAL BUILDING

04/24/2006

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

(Instr. 4)

Filed(Month/Day/Year)

Form filed by More than One Reporting

Person

CHATTANOOGA, TN 37402

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D) Price

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and Amount of 8. Price of **Underlying Securities Expiration Date** Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Derivative (Month/Day/Year) (Instr. 3 and 4) Security or Exercise Code Security any of

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	S A (, I o (,	Derivative Securities Acquired A) or Disposed of (D) Instr. 3,	S				(Instr. 5)
				Code '	V (	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(1)	04/24/2006		A	3	32	<u>(2)</u>	(2)	Common Stock	32	\$ 20.5
Phantom Stock	(1)	04/25/2006		A	2	32	<u>(2)</u>	(2)	Common Stock	32	\$ 20.605

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

JOHNSTON SUMMERFIELD K III 600 KRYSTAL BUILDING X CHATTANOOGA, TN 37402

### **Signatures**

By: E. Liston Bishop III,

Attorney-in-Fact 04/26/2006

\*\*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)** 1 for 1
- (2) Phantom Stock acquired pursuant to a deferred compensation agreement between the reporting person and the Company. Payment of the number of shares or the value thereof credited to the account occurs following retirement from the board of directors.

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.

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