COCA COLA ENTERPRISES INC

Form 4

August 04, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

Check this box if no longer subject to Section 16. Form 4 or

Form 5

obligations

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Brock John

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Symbol

COCA COLA ENTERPRISES INC

[CCE]

(Last)

Security

(Instr. 3)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify

(Check all applicable)

08/03/2006

(Month/Day/Year)

President and CEO

6. Individual or Joint/Group Filing(Check

(Instr. 4)

SUITE 700, 2500 WINDY RIDGE **PARKWAY**

> (Street) 4. If Amendment, Date Original

> > Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

ATLANTA, GA 30339

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

5. Amount of Securities Beneficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4)

Following Reported (A) or

Code V Amount (D) Price

(Instr. 3, 4 and 5)

Transaction(s) (Instr. 3 and 4)

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

(Month/Day/Year)

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)

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if TransactionDerivative Conversion

5. Number of

6. Date Exercisable and **Expiration Date**

7. Title and Amount Underlying Securiti

Edgar Filing: COCA COLA ENTERPRISES INC - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	3) <i>.</i>	Securities (Month/Day/Year Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4)		4)	
				Code \	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
2006 Deferred Stock Unit Award	<u>(1)</u>	08/03/2006		A		183,550		(2)	08/03/2011	Common Stock	183,
2006 Stock Option Award (right to buy)	\$ 21.79	08/03/2006		A		255,000		08/03/2007(3)	08/03/2016	Common Stock	255,

Reporting Owners

Reporting Owner Name / Address	Relationships						
coporaing of more realized	Director	10% Owner	Officer	Other			
Brock John							
SUITE 700			President				
2500 WINDY RIDGE PARKWAY			and CEO				
ATLANTA GA 30339							

Signatures

By: E. Liston Bishop III,
Attorney-in-Fact

**Signature of Reporting Person

08/04/2006 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) Each deferred stock unit represents the contingent right to recieve one share of the company's common stock.
- Vests upon satisfaction of both a four-year service condition and a performance condition that the fair market value of the company stock must increase by 25% over twenty consecutive trading days, measured from the value of the stock on August 3, 2006.
- (3) Vest 33% per year, measured from August 3, 2006

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.

Reporting Owners 2