

COCA COLA CO  
Form 8-K  
April 29, 2011

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 27, 2011

(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction  
of incorporation)

001-02217  
(Commission  
File Number)

58-0628465  
(IRS Employer  
Identification No.)

One Coca-Cola Plaza  
Atlanta, Georgia  
(Address of principal executive offices)

30313  
(Zip Code)

Registrant's telephone number, including area code: (404) 676-2121

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act  
(17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act  
(17 CFR 240.13e-4(c))



## Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company's Annual Meeting of Shareowners was held on Wednesday, April 27, 2011, in Atlanta, Georgia. The results of the matters submitted to a vote of the shareowners at the meeting were as follows:

(a) Votes regarding the election of the persons named below as Directors for a term expiring in 2012 were as follows:

|                           | FOR           | AGAINST     | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------------------|---------------|-------------|-------------|---------------------|
| Herbert A. Allen          | 1,490,892,577 | 97,929,770  | 3,100,676   | 303,315,037         |
| Ronald W. Allen           | 1,465,463,817 | 123,252,785 | 3,206,421   | 303,315,037         |
| Howard G. Buffett         | 1,580,488,938 | 8,394,932   | 3,039,180   | 303,315,037         |
| Barry Diller              | 1,488,189,427 | 100,356,566 | 3,375,860   | 303,315,037         |
| Evan G. Greenberg         | 1,532,897,283 | 55,803,818  | 3,221,194   | 303,315,037         |
| Alexis M. Herman          | 1,561,225,035 | 26,333,413  | 4,363,242   | 303,315,037         |
| Muhtar Kent               | 1,553,298,340 | 35,324,998  | 3,295,488   | 303,315,037         |
| Donald R. Keough          | 1,570,809,570 | 18,050,074  | 3,063,406   | 303,315,037         |
| Maria Elena<br>Lagomasino | 1,574,154,507 | 14,751,531  | 3,017,012   | 303,315,037         |
| Donald F. McHenry         | 1,570,085,021 | 18,189,985  | 3,645,794   | 303,315,037         |
| Sam Nunn                  | 1,566,412,802 | 22,622,735  | 2,887,220   | 303,315,037         |
| James D. Robinson III     | 1,565,168,484 | 23,614,557  | 3,140,009   | 303,315,037         |
| Peter V. Ueberroth        | 1,521,980,343 | 67,026,013  | 2,916,675   | 303,315,037         |
| Jacob Wallenberg          | 1,406,147,518 | 181,949,563 | 3,825,476   | 303,315,037         |
| James B. Williams         | 1,494,501,460 | 94,257,951  | 3,163,639   | 303,315,037         |

(b) Votes regarding ratification of the appointment of Ernst & Young LLP as independent auditors of the Company to serve for the fiscal year ending December 31, 2011, were as follows:

| FOR           | AGAINST    | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------|------------|-------------|---------------------|
| 1,876,388,426 | 15,452,421 | 3,393,347   | —                   |

(c) Votes regarding approval of the performance measures available under the Performance Incentive Plan of The Coca-Cola Company to preserve the tax deductibility of the awards:

| FOR           | AGAINST    | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------|------------|-------------|---------------------|
| 1,543,791,929 | 40,800,984 | 7,330,137   | 303,315,037         |

(d) Votes regarding approval of the performance measures available under The Coca-Cola Company 1989 Restricted Stock Award Plan to preserve the tax deductibility of the awards:

| FOR           | AGAINST    | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------|------------|-------------|---------------------|
| 1,528,932,655 | 57,078,714 | 5,909,430   | 303,315,037         |

(e) Results of advisory vote on executive compensation (the “say on pay vote”):

| FOR           | AGAINST    | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------|------------|-------------|---------------------|
| 1,526,281,626 | 35,995,636 | 29,624,096  | 303,315,037         |

(f) Results of advisory vote on the frequency of holding the say on pay vote in the future:

| EVERY YEAR    | EVERY TWO<br>YEARS | EVERY THREE<br>YEARS | ABSTENTIONS | BROKER<br>NON-VOTES |
|---------------|--------------------|----------------------|-------------|---------------------|
| 1,419,139,830 | 5,907,636          | 158,118,621          | 8,747,351   | 303,315,037         |

In accordance with the Board of Directors’ recommendation and the voting results on this advisory proposal, the Board has determined that the Company will hold an advisory say on pay vote annually.

(g) Votes on a shareowner proposal regarding a report on Bisphenol-A were as follows:

| FOR         | AGAINST     | ABSTENTIONS | BROKER<br>NON-VOTES |
|-------------|-------------|-------------|---------------------|
| 332,192,832 | 993,841,798 | 265,885,472 | 303,315,037         |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE COCA-COLA COMPANY  
(REGISTRANT)

Date: April 29, 2011

By: /s/ Kathy N. Waller  
Kathy N. Waller  
Vice President and Controller

