

COCA COLA CO  
Form 4  
October 28, 2009

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**DILLER BARRY**

(Last) (First) (Middle)

**IAC/INTERACTIVECORP, 555  
WEST 18TH STREET, 5TH FLOOR**

(Street)

**NEW YORK, NY 10011**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/26/2009**

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock, \$.25 Par Value   | 10/26/2009                           |  | P                              |   | 510,000   | A  | \$ 54.033<br>(1)                           |
|                                 |                                      |  |                                |   | 1,011,000   | D  |  |

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

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(9-02)

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

## Edgar Filing: COCA COLA CO - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. F<br>Der<br>Sec<br>(In              |                                  |
|---|---|---|---|---|---|--|---|--|----------------------------------|
|   |   |   |   |   |   | Date<br>Exercisable  | Expiration<br>Date  | Title                                  | Amount or<br>Number of<br>Shares |
|   |   |   |   |   |   | Code   | V   | (A)                                    | (D)                              |
| Phantom<br>Stock<br>Units                           | \$ 0 <sup>(2)</sup>   |   |   |   |   | <u>(3)</u>   | <u>(3)</u>  | Common<br>Stock,<br>\$.25 Par<br>Value | 19,664.4234                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| DILLER BARRY<br>IAC/INTERACTIVECORP<br>555 WEST 18TH STREET, 5TH FLOOR<br>NEW YORK, NY 10011 | X             |           |         |       |

## Signatures

/s/ Barry Diller                      10/27/2009

          
\*\*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).

The price is the weighted average purchase price of the aggregate number of shares that were purchased by the reporting person and the

(1) range of prices paid was \$53.74 to \$54.30. Full information regarding the number of shares purchased at each separate price will be provided upon request to the Securities and Exchange Commission, the issuer, or a security holder of the issuer by the reporting person.

(2) Each phantom share unit is economically equivalent to one share of Common Stock.

The phantom share units credited under The Coca-Cola Company Compensation and Deferred Compensation Plan for Non-Employee

(3) Directors are settled in cash the later of (i) January 15 of the year following the year in which the reporting person leaves the Board, or (ii) six months following the date on which the reporting person leaves the Board.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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