

HARRISON J FRANK III
Form 4
March 08, 2012

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARRISON J FRANK III

2. Issuer Name **and** Ticker or Trading
Symbol
COCA COLA BOTTLING CO
CONSOLIDATED /DE/ [COKE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4100 COCA COLA PLAZA
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/06/2012

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

CHARLOTTE, NC 28211

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not
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SEC 1474
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(1)	03/06/2012	A	40,000 (2)		(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)	03/06/2012	F		17,680 (5)	(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)
Class B Common Stock	(1)					(3)	(4)	Common Stock	(1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRISON J FRANK III 4100 COCA COLA PLAZA CHARLOTTE, NC 28211	X	X	Chairman and CEO	

Signatures

/s/ J. Frank
Harrison, III

03/08/2012

__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) Class B Common Stock is convertible into Common Stock, on a share-for-share basis, at any time at the option of the holder.
- (2) Represents shares delivered upon the vesting of 40,000 performance-based restricted stock units.
- (3) Immediately.
- (4) None.
- (5) Represents shares withheld to satisfy the reporting person's tax liability in connection with the vesting of 40,000 performance-based restricted stock units.
- (6) Such shares are held directly by one of three family limited partnerships (the "Family LPs"). A family limited liability company (the "Family LLC") holds a general partnership interest in each of the Family LPs. A family trust, of which the reporting person is a co-trustee and beneficiary, holds a membership interest in the Family LLC. A residuary sub-trust, of which the reporting person is a co-trustee and beneficiary, also holds a membership interest in the Family LLC. Two residuary sub-trusts, each of which the reporting person is a co-trustee, also hold membership interests in the Family LLC. The reporting person disclaims beneficial ownership in all of these securities except to the extent of his pecuniary interest therein.
- (7) Such shares are held directly by a sub-trust of which the reporting person is a co-trustee and beneficiary.
- (8) Such shares are held directly by a sub-trust of which the reporting person is a co-trustee and certain family members are beneficiaries. The reporting person disclaims beneficial ownership in all of these securities except to the extent of his pecuniary interest therein.

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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