

Waller Kathy N
Form 3
August 06, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Waller Kathy N | | (Month/Day/Year) | COCA COLA CO [KO] | |
| (Last) | (First) | 08/01/2009 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | (Middle) | | | |
| THE COCA-COLA COMPANY,Â ONE COCA-COLA PLAZA | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | Vice President, Controller | |
| ATLANTA,Â GAÂ 30313 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$.25 Par Value | 383 | D ⁽¹⁾ | Â |
| Common Stock, \$.25 Par Value | 5,598 ⁽²⁾ | I | By 401(k) plan |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|-------------------------------|----------------------------|------------------------------|---|---|
| Employee Stock Option (Right to Buy) | Â <u>(3)</u> | 10/20/2009 | Common Stock, \$.25 Par Value | 107 | \$ 53.4062 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(4)</u> | 12/17/2013 | Common Stock, \$.25 Par Value | 8,750 | \$ 49.8 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u> | 10/20/2014 | Common Stock, \$.25 Par Value | 5,790 | \$ 53.4062 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 12/15/2014 | Common Stock, \$.25 Par Value | 24,300 | \$ 41.27 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u> | 10/17/2015 | Common Stock, \$.25 Par Value | 6,000 | \$ 57.8437 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(8)</u> | 12/13/2015 | Common Stock, \$.25 Par Value | 28,440 | \$ 41.185 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(9)</u> | 05/29/2016 | Common Stock, \$.25 Par Value | 8,460 | \$ 48.21 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(10)</u> | 02/14/2017 | Common Stock, \$.25 Par Value | 23,400 | \$ 47.84 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(11)</u> | 12/17/2017 | Common Stock, \$.25 Par Value | 6,316 | \$ 44.655 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(12)</u> | 02/20/2018 | Common Stock, \$.25 Par Value | 11,620 | \$ 58.145 | D | Â |

| | | | | | | | |
|---|--------|------------|--|--------|---------|---|--------------------------------------|
| Employee Stock Option (Right to Buy) | Â (13) | 02/18/2019 | Common Stock, \$.25 Par Value | 10,000 | \$ 43.2 | D | Â |
| Employee Stock Option (Right to Buy) | Â (14) | 02/18/2019 | Common Stock, \$.25 Par Value | 24,115 | \$ 43.2 | D | Â |
| Hypothetical Shares | Â (15) | Â (15) | Common Stock, \$.25 Par Value | 669 | \$ (16) | I | By Supplemental Benefit Plan (17) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Waller Kathy N THE COCA-COLA COMPANY ONE COCA-COLA PLAZA ATLANTA, GA 30313 | Â | Â | Â Vice President, Controller | Â |

Signatures

/s/ Kathy N.
Waller

08/04/2009

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Exhibit Index - Exhibit No. 24 - Power of Attorney
- (2) Shares credited to my account under The Coca-Cola Company Thrift & Investment Plan, a tax-qualified 401(k) plan, as of August 1, 2009.
- (3) Option was issued as part of a court-approved settlement of a class action lawsuit on July 9, 2001 and is immediately exercisable.
- (4) Option (with tax withholding right) granted on December 18, 2003 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (5) Option (with tax withholding right) granted on October 21, 1999 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (6) Option (with tax withholding right) granted on December 16, 2004 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (7) Option (with tax withholding right) granted on October 18, 2000 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (8) Option (with tax withholding right) granted on December 14, 2005 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (9)

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Option (with tax withholding right) granted on May 30, 2001 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.

- (10) Option (with tax withholding right) granted on February 15, 2007 under The Coca-Cola Company 1999 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
- (11) Option (with tax withholding right) granted on December 18, 2002 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant became exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (12) Option (with tax withholding right) granted on February 21, 2008 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
- (13) Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 2008 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
- (14) Option (with tax withholding right) granted on February 19, 2009 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant becomes exercisable on the first, second, third and fourth anniversaries of the grant date.
- (15) There is no data applicable with respect to the Hypothetical Shares.
- (16) Each hypothetical share is equal to one share of common stock of The Coca-Cola Company.
- (17) As of August 1, 2009.

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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