

WEINBERG DAVID B  
Form 4  
April 03, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**WEINBERG DAVID B**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**04/01/2019**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**C/O JUDD ENTERPRISES, 401 N. MICHIGAN AVE., SUITE 3050**

(Street)

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

**CHICAGO, IL 60611**

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, \$.25 Par Value   |                                      |  |                                | (A) or (D)  | Amount (D) Price  |  |   |
|                                 |                                      |  |                                |   | 355,214   | D <sup>(1)</sup>   |   |
| Common Stock, \$.25 Par Value   |                                      |  |                                |   | 3,540,000   | I  | By Family Limited Partnerships <sup>(2)</sup>         |
| Common Stock, \$.25 Par Value   |                                      |  |                                |   | 3,000,000   | I  | By Family Trusts <sup>(3)</sup>                       |
| Common                          |                                      |  |                                |   | 1,152,930   | I  | By Family   |

|                                     |  |  |  |           |   |   |
|-------------------------------------|--|--|--|-----------|---|---|
| Stock, \$.25<br>Par Value           |  |  |  |           |   | Member's<br>Living Trust  |
| Common<br>Stock, \$.25<br>Par Value |  |  |  | 2,466,558 | I | By Family<br>Member's<br>Marital<br>Grantor Trust<br><u>(4)</u> |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. 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. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 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) |                                  |
|---|--|---|---|--------------------------------------|--|--|---|----------------------------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable<br>Expiration<br>Date                      | Title   | Amount of<br>Number of<br>Shares |
| Phantom<br>Stock<br>Units                           | <u>(5)</u>   | 04/01/2019                              |   | A                                    | 5,332.7645<br><u>(6)</u>   | <u>(7)</u> <u>(7)</u>  | Common<br>Stock,<br>\$.25 Par<br>Value                              | 5,332.76                         |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

WEINBERG DAVID B  
C/O JUDD ENTERPRISES  
401 N. MICHIGAN AVE., SUITE 3050  
CHICAGO, IL 60611

X

## Signatures

/s/ David B.  
Weinberg 04/03/2019

        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) Exhibit Index - Exhibit No. 24 - Power of Attorney
- (2) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (3) The reported securities are held in three trusts of which the reporting person is one of three trustees. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (4) The reporting person is one of three trustees and holds a remainder interest in the trust. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (5) Each phantom share unit is economically equivalent to one share of Common Stock.
- (6) Phantom share units credited to the reporting person under The Coca-Cola Company Directors' Plan effective January 1, 2013 (the "Directors' Plan") for 2019 compensation, which may include voluntary deferred compensation.
- (7) The phantom share units credited under the Directors' Plan 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.
- (8) This number includes phantom share units accrued through April 1, 2019 under the Directors' Plan as result of crediting phantom dividends.

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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