

COCA COLA CO

Form 4

April 05, 2006

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

OMB
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUFFETT WARREN E

(Last) (First) (Middle)

1440 KIEWIT PLAZA

(Street)

OMAHA, NE 68131

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2006

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 Beneficial Ownership (Instr. 4)
Common Stock, \$.25 par value			Code V	Amount (D) Price	200,000,000	I	See Notes (1) (2)

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	(3)	04/03/2006		A		924.094		(5)	(5)	Common Stock, \$.25 par value	924.094

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUFFETT WARREN E 1440 KIEWIT PLAZA OMAHA, NE 68131		X		

Signatures

Warren E.
Buffett

04/05/2006

__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) The stock is owned directly by the following subsidiaries of Berkshire Hathaway Inc.: National Indemnity Company (137,187,200 shares); National Fire and Marine Insurance Company (7,495,200 shares); Columbia Insurance Company (40,141,600 shares); Cypress Insurance Company (912,000 shares); National Liability & Fire Insurance Company (1,776,000 shares); Wesco-Financial Insurance Company (7,205,600 shares); Oak River Insurance Company (720,000 shares); National Indemnity Company of the South (1,002,400 shares); National Indemnity Company of Mid-America (1,036,000 shares); Redwood Fire & Casualty Insurance Company (1,644,000 shares); Nebraska Furniture Mart (480,000 shares); and Central States Indemnity Co. of Omaha (400,000 shares).

(2) Mr. Buffett is Chairman of the Board of Berkshire Hathaway Inc. and may be deemed to control Berkshire Hathaway Inc. and its subsidiaries. Mr. Buffett disclaims 'beneficial ownership' for purposes of Section 16 of the Securities and Exchange Act of 1934, of shares owned by Berkshire Hathaway Inc. or its subsidiaries.

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

(4) Includes 180.3123 phantom stock units accrued as a result of crediting phantom dividends.

(5) The phantom stock units were accrued under The Coca-Cola Company Deferred Compensation Plan for Non-Employee Directors and are to be settled 100% in cash after 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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