

COCA COLA CO
Form 4
April 05, 2006

FORM 4

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

OMB APPROVAL

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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 *
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 Ownership (Instr. 4)
Common Stock, \$.25 par value				(A) or (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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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. 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.