

COCA-COLA ENTERPRISES, INC.
Form 4
March 03, 2016

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 *
Brock John

2. Issuer Name and Ticker or Trading Symbol
COCA-COLA ENTERPRISES, INC.
[CCE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

2500 WINDY RIDGE
PARKWAY, 14TH FLOOR

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2016

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

ATLANTA, GA 30339

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	(A) or (D)	Price
Common Stock	03/01/2016		M		104,150	A	\$ 14.19
Common Stock	03/01/2016		M		120,462	A	\$ 14.94
Common Stock	03/01/2016		S ⁽¹⁾		224,612	D	\$ 49.0132
Common Stock	03/02/2016		M		75,329	A	\$ 14.19
Common Stock	03/02/2016		M		159,155	A	\$ 14.94

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Common Stock								
Common Stock	03/02/2016		S ⁽¹⁾	234,484	D	\$ 48.4892	549,265	D
Common Stock	03/03/2016		M	39,328	A	\$ 14.19	588,593	D
Common Stock	03/03/2016		M	92,355	A	\$ 14.94	680,948	D
Common Stock	03/03/2016		S ⁽¹⁾	131,683	D	\$ 48.4092	549,265	D

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

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

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
2006 Special Stock Option Awards	\$ 14.19	03/01/2016		M ⁽⁵⁾		104,150		04/25/2007	04/25/2016	Common Stock	104,150
2006 Stock Option Awards	\$ 14.94	03/01/2016		M ⁽⁵⁾		120,462		08/03/2007	08/03/2016	Common Stock	120,462
2006 Special Stock Option Awards	\$ 14.19	03/02/2016		M ⁽⁵⁾		75,329		04/25/2007	04/25/2016	Common Stock	75,329
2006	\$ 14.94	03/02/2016		M ⁽⁵⁾		159,155		08/03/2007	08/03/2016	Common	159,155

Stock Option Awards								Stock	
2006 Special Stock Option Awards	\$ 14.19	03/03/2016	M ⁽⁵⁾	39,328	04/25/2007	04/25/2016	Common Stock	39,328	
2006 Stock Option Awards	\$ 14.94	03/03/2016	M ⁽⁵⁾	92,355	08/03/2007	08/03/2016	Common Stock	92,355	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brock John 2500 WINDY RIDGE PARKWAY 14TH FLOOR ATLANTA, GA 30339	X		Chairman and CEO	

Signatures

Suzanne N. Forlidas, attorney-in-fact	03/03/2016
**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) These shares were sold pursuant to a 10b5-1 trading plan.
- (2) The 224,612 shares were sold through separate trades, with the sale prices ranging from \$48.58 to 49.25, and a weighted average sales price of \$49.0132.
- (3) The 234,484 shares were sold through separate trades, with the sale prices ranging from \$48.37 to \$48.73, and a weighted average sale price of \$48.4892.
- (4) The 131,683 shares were sold through separate trades, with the sale prices ranging from \$48.25 to \$48.74, and a weighted average sale price of \$48.4092.
- (5) These options were exercised pursuant to a 10b5-1 trading plan.

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.