

COCA COLA ENTERPRISES INC

Form 4

March 11, 2002

<b>FORM 4</b>  [ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>  Washington, D.C. 20549  <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  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(f) of the Investment Company Act of 1940	OMB APPROVAL  <hr/> OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. . . . 0.5	
1. Name and Address of Reporting Person* <b>Findley, Norman P.</b>  <div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>Suite 700</b> <b>2500 Windy Ridge Parkway</b>  <div style="text-align: center;">(Street)</div> <b>Atlanta, GA 30339</b>  <div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div> <b>U.S.</b>	2. Issuer Name and Ticker or Trading Symbol  <b>Coca-Cola Enterprises Inc. CCE</b>  3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for (Month/Year)  <b>February 2002</b>  5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <div style="display: flex; justify-content: space-between;"> <span>_____ Director _____ 10%</span> </div> Owner <div style="display: flex; justify-content: space-between;"> <span><input checked="" type="checkbox"/> _____ Officer _____</span> </div> Other  Officer/Other Description <b><u>Executive Vice President, Marketing</u></b>  7. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (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/D   Price			
Common Stock	02/07/2002	S   &nbsp;nbsp;nbsp;	3,300   D   \$16.690		D	
Common Stock	02/07/2002	S   &nbsp;nbsp;nbsp;	31,700   D   \$16.700		D	
Common Stock	02/07/2002	S   &nbsp;nbsp;nbsp;	5,000   D   \$16.710		D	
Common Stock	02/08/2002	S			D	

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		&nbsp; S	120   D   \$16.450			
Common Stock	02/08/2002	&nbsp; S	40,000   D   \$16.420		D	
Common Stock	02/08/2002	&nbsp; S	700   D   \$16.400	48,280	D	
Common Stock				6,486	I	By 401(k) and Supplement MESIP

(over)  
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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. Conver- sion or Exercise Price of Deri- vative Security	3. Transac- tion Date  (Month/ Day/ Year)	4. Transac- tion Code and Voluntary (V) Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of  (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
2002 Stock Option Grant (right to buy)	\$16.110	02/01/2002	A    &nbsp;	(A) 71,900	(1)    02/01/2012	Common Stock - 71,900		71,900	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

03-11-2002

\*\* Signature of Reporting Person  
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

**John R. Parker, Jr., Attorney-in-Fact**  
**Norman P. Findley**

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.

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FOOTNOTE Descriptions for Coca-Cola Enterprises Inc. CCE

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Norman P. Findley  
Suite 700  
2500 Windy Ridge Parkway  
Atlanta, GA 30339

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Explanation of responses:

(1) The options vest one-third per year after one, two and three years, measured from February 1, 2002.

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