

COCA COLA ENTERPRISES INC  
 Form 4  
 December 07, 2004

**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 \*  
**KLIN LOWRY F**

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)  
**SUITE 700, 2500 WINDY RIDGE PARKWAY**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/06/2004**

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

**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 Ownership: Beneficial or Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/06/2004		M <sup>(1)</sup>		18,600	A	\$ 5.9584	280,419	D	
Common Stock	12/06/2004		S <sup>(1)</sup>		1,800	D	\$ 20.95	278,619	D	
Common Stock	12/06/2004		S <sup>(1)</sup>		1,300	D	\$ 20.96	277,319	D	
Common Stock	12/06/2004		S <sup>(1)</sup>		100	D	\$ 20.98	277,219	D	
Common Stock	12/06/2004		S <sup>(1)</sup>		1,400	D	\$ 20.99	275,819	D	

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Common Stock	12/06/2004	S <sup>(1)</sup>	2,000	D	\$ 21	273,819	D
Common Stock	12/06/2004	S <sup>(1)</sup>	3,000	D	\$ 21.01	270,819	D
Common Stock	12/06/2004	S <sup>(1)</sup>	400	D	\$ 21.02	270,419	D
Common Stock	12/06/2004	S <sup>(1)</sup>	8,600	D	\$ 21.11	261,819	D

Common Stock						6,772	I	By 401(k) and Supplement MESIP
Common Stock						500	I	By Spouse

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 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)	Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
1995 Stock Option Plan	\$ 5.9584	12/06/2004		M <sup>(1)</sup>	18,600	01/03/1996 01/03/2005	Common Stock	18,600	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLINE LOWRY F SUITE 700	X		Chairman	

2500 WINDY RIDGE PARKWAY  
ATLANTA, GA 30339

## Signatures

By: E. Liston Bishop III,  
Attorney-in-Fact

12/06/2004

\_\_\_\_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) Transaction pursuant to 10b5-1 plan entered into by filer 11/2/2004 effective as of 12/2/2004.

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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