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Brock John												
Form 4												
October 04, 2	2010											
FORM	4						T A N T			OMB AF	PROVAL	
	UNITE	D STATES		shington,				GE C	OMMISSION	OMB Number:	3235-0287	
Check this if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er STATI 5. Filed p ¹⁵ Section 1	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								Expires: January 31 2003 Estimated average burden hours per response 0.3		
(Print or Type R	esponses)											
0			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) 3. D (Mo			3. Date of (Month/D	3. Date of Earliest Transaction Month/Day/Year) 10/02/2010					Director 10% Owner X_ Officer (give title Other (specify below) Chairman and CEO			
	(Street)		Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
ATLANTA,	GA 30339								Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivativ	e See	curiti	es Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Yea	ar) Executio any	med n Date, if Day/Year)	3. Transactic Code (Instr. 8) Code V	(Instr. :	Dispo 3, 4 a	osed c	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	10/02/2010			D <u>(1)</u>	171,1	97	D	\$0	0	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transactio Code (Instr. 8)	orDeri Secu Acqu Disp	umber of vative6. Date Exercisable and Expiration Dateurities(Month/Day/Year)uired (A) or posed of (D)(Month/Day/Year)ur. 3, 4, and 5)(Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Nun Shai
2007 Stock Option Award (right to buy)	\$ 25.81	10/02/2010		D <u>(2)</u>		233,300	10/31/2008 <u>(3)</u>	10/31/2017	Common Stock	23
2008 Stock Option Award	\$ 9.82	10/02/2010		D <u>(2)</u>		1,010,600	<u>(4)</u>	10/30/2018	Common Stock	1,0
2009 Stock Option Award	\$ 19.11	10/02/2010		D <u>(2)</u>		532,300	(5)	11/04/2012	Common Stock	53
Special Stock Option Award (right to buy)	\$ 20.69	10/02/2010		D <u>(2)</u>		900,000	04/25/2007 <u>(6)</u>	04/25/2016	Common Stock	90

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Brock John SUITE 700 2500 WINDY RIDGE PARKWAY ATLANTA, GA 30339			Chairman and CEO					
Signatures								
By: John R. Parker, Attorney-in-fact	10/04	/2010						

**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).

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Pursuant to the Business Separation and Merger Agreement dated February 25, 2010 by and among Issuer, International CCE, Inc., The Coca-Cola Company and Cobalt Subsidiary LLC, (the "Merger Agreement"), all shares of the Issuer's common stock owned by Reporting

- Person were cancelled in exchange for an equal number shares of common stock of International CCE Inc., which will be renamed Coca-Cola Enterprises, Inc., ("ICCE") common stock per share of Coca-Cola Enterprises Inc. common stock, which exchange will occur on October 2, 2010 at 12:01 a.m. (the "Effective Time").
- (2) Pursuant to the Merger Agreement, each outstanding option to purchase a share of Issuer's common stock was cancelled at the Effective Time and converted to an option to purchase ICCE common stock
- (3) Options vest 33% per year from October 31, 2007.
- (4) Options vested 33% per year from October 30, 2008.
- (5) Options vest 33% per year from November 4, 2009.
- (6) Filer was awarded an initial grant of 900,000 stock options, which would become exercisable only upon the satisfaction of both a graduated, three-year service condition and performance conditions.

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.