

FAYARD GARY P
 Form 4
 December 20, 2002
 SEC Form 4

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| <p align="center">FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> | <p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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</p> | <p align="center">OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response: 0.5</p> |
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|--|---|--|--|
| <p>1. Name and Address of Reporting Person* Fayard, Gary P.</p> <hr/> <p>(Last) (First) (Middle) The Coca-Cola Company One Coca-Cola Plaza</p> <hr/> <p>(Street) Atlanta, GA 30313</p> <hr/> <p>(City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol THE COCA-COLA COMPANY (KO)</p> | <p>4. Statement for (Month/Year) December 18, 2002</p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>_____ Director _____ 10%</p> <p>Owner <input checked="" type="checkbox"/> Officer _____</p> <p>Other Officer/Other Description Senior Vice President and Chief Financial Officer</p> |
| <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> | | <p>5. If Amendment, Date of Original (Month/Year)</p> | <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing</p> |

| 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, \$.25 par value | | | | 19,061 (1) | D | |
| Common Stock, \$.25 par value | | | | 2,605 (2) | I | By 401(k) plan |
| | | | | | | |

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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) | 4. Transaction 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. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 11. Nature of Indirect Beneficial Ownership (Instr.4) |
| Employee Stock Option (right to buy) | \$44.6550 | 12/18/2002 | A | (A) 175,000 | (3) 12/17/2017 | Common Stock, \$.25 par value - 175,000 | | 175,000 | D | |
| Hypothetical shares | | | | | | Common Stock, \$.25 par value - 1,336 | | 1,336 (4) | I | By Supplemental Benefit Plan |
| | | | | | | | | | | |

Explanation of Responses :

** Intentional misstatements or omissions of facts /s/ Gary P. Fayard

constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

12-19-2002

** Signature of Reporting Person

Date

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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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 THE COCA-COLA COMPANY (KO)

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Gary P. Fayard
The Coca-Cola Company
One Coca-Cola Plaza
Atlanta, GA 30313

Explanation of responses:

- (1) Includes 714 shares acquired from April through October 2002 under The Coca-Cola Company Dividend and Cash Investment Plan.
- (2) Shares credited to my account under The Coca-Cola Company Thrift & Investment Plan, a tax-qualified 401(k) plan, as of December 17, 2002.
- (3) Option (with tax withholding right) granted on December 18, 2002 under The Coca-Cola Company 2002 Stock Option Plan. One-fourth of grant becomes exercisable on each of the first, second, third and fourth anniversaries of the grant date.
- (4) As of June 30, 2002.

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