

Brock John
Form 4
May 02, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
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)
04/30/2013

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)		
				(A) or (D)	Price				
Common Stock	02/22/2013		G	V	2,781	D	Ⓐ	840,557	D
Common Stock	02/22/2013		G	V	13,908	D	Ⓐ	826,649	D
Common Stock	02/22/2013		G	V	25,034	D	Ⓐ	801,615	D
Common Stock	02/22/2013		G	V	27,816	D	Ⓐ	773,799	D
Common Stock	04/30/2013		A		641,252	A	Ⓐ	1,415,051	D

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Common Stock	Date	Type	Quantity	Code	Price	Value	Code	Notes
Common Stock	04/30/2013	F	307,481	D	\$ 36.4 (3)	1,107,570	D	
Common Stock	05/01/2013	G V	2,731	D	(1)	1,104,839	D	
Common Stock	05/01/2013	G V	5,461	D	(1)	1,099,378	D	
Common Stock	05/02/2013	G V	50	D	(1)	1,099,328	D	
Common Stock	05/02/2013	G V	30	D	(1)	1,099,298	D	
Common Stock	05/02/2013	S	66,755	D	(4)	1,032,543	D	
Common Stock						158,000	I	by GRAT
Common Stock						50,600	I	by Spouse

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.

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

05/02/2013

__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) Gift to charitable organization of shares owned by reporting person, pursuant to a 10b5-1 trading plan.
- (2) Shares were granted by the company to reporting person upon the vesting of his 2008 performance share unit award.
- (3) Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of this award.
- (4) These shares were sold pursuant to 10b5-1 trading plan and they were sold at various prices ranging from \$35.56 to 36.80.

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.