

KEURIG GREEN MOUNTAIN, INC.
Form 4
May 12, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
COCA COLA CO

2. Issuer Name and Ticker or Trading Symbol
KEURIG GREEN MOUNTAIN, INC. [GMCR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2014

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

ONE COCA-COLA PLAZA

(Street)

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

ATLANTA, GA 30313

(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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock, par value \$0.10 per share | 05/08/2014 | | P | 4,200 ⁽¹⁾ <u>(2)</u> A \$ 96.9511 <u>(1) (3)</u> | 16,688,339 | I | See note <u>(2)</u> |
| Common Stock, par value \$0.10 per share | 05/08/2014 | | P | 15,792 ⁽¹⁾ <u>(2)</u> A \$ 100.2985 <u>(1) (4)</u> | 16,704,131 | I | See note <u>(2)</u> |
| Common Stock, par | 05/08/2014 | | P | 23,008 ⁽¹⁾ <u>(2)</u> A \$ 101.6251 | 16,727,139 | I | See note <u>(2)</u> |

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| | | | | | | | |
|-------------------------|------------|---|---------------------------|---------|-----------------------------------|------------|---------------------------------|
| value | | | | (1) (5) | | | |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/08/2014 | P | 55,495 <u>(1) (2)</u> | A | \$ 102.6436 <u>(1) (6)</u> | 16,782,634 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/08/2014 | P | 201,787 <u>(1) (2)</u> | A | \$ 104.0648 <u>(1) (7)</u> | 16,984,421 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/09/2014 | P | 45,495 <u>(1) (2)</u> | A | \$ 103.9392 <u>(1) (8)</u> | 17,029,916 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/09/2014 | P | 29,200 <u>(1) (2)</u> | A | \$ 105.0318 <u>(1) (9)</u> | 17,059,116 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/09/2014 | P | 282,300 <u>(1) (2)</u> | A | \$ 106.5258 <u>(1) (10)</u> | 17,341,416 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/09/2014 | P | 272,609 <u>(1) (2)</u> | A | \$ 107.1962 <u>(1) (11)</u> | 17,614,025 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/09/2014 | P | 246,251 <u>(1) (2)</u> | A | \$ 108.2477 <u>(1) (12)</u> | 17,860,276 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/12/2014 | P | 699,919 <u>(1) (2)</u> | A | \$ 107.9334 <u>(1) (13)</u> | 18,560,195 | I See note <u>(2)</u> |
| \$0.10 per share | | | | | | | |
| Common Stock, par value | 05/12/2014 | P | 471,506 <u>(1) (2)</u> | A | \$ 109.0253 <u>(1) (14)</u> | 19,031,701 | I See note <u>(2)</u> |

\$0.10 per share

Common Stock, par value

05/12/2014

P

258,029
(1) (2)

A

\$
110.2705
(1) (15)

19,289,730

I

See note
(2)

\$0.10 per share

Common Stock, par value

05/12/2014

P

200,000
(2)

A

\$ 110.71

19,489,730

I

See note
(2)

\$0.10 per share

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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(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 |
| COCA COLA CO ONE COCA-COLA PLAZA ATLANTA, GA 30313 | | X | | |
| ATLANTIC INDUSTRIES ONE COCA-COLA PLAZA ATLANTA, GA 30313 | | X | | |

Signatures

By: /s/ Kathy N. Waller, Executive Vice President and Chief Financial Officer of The Coca-Cola Company

05/12/2014

__Signature of Reporting Person

Date

By: /s/ Kathy N. Waller, President and Chief Financial Officer of Atlantic Industries

05/12/2014

__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) The number of shares reported represents an aggregate number of shares purchased in multiple market transactions over a range of purchase prices. The price reported represents the weighted average price per share. The Reporting Persons (as defined below) undertake to provide the staff of the Securities and Exchange Commission, the issuer, or a stockholder of the issuer, upon request, the number of shares so purchased at each separate price within the range.

(2) The shares of Common Stock of Keurig Green Mountain, Inc. described in this report are held by Atlantic Industries ("Atlantic"). Atlantic is an indirect wholly owned subsidiary of The Coca-Cola Company ("TCCC", and together with Atlantic, the "Reporting Persons"). In TCCC's capacity as ultimate parent company and controlling shareholder of Atlantic, TCCC may be deemed to beneficially own these shares.

(3) Purchase prices range from \$96.645 to \$97.00 per share, inclusive.

(4) Purchase prices range from \$99.96 to \$100.46 per share, inclusive.

(5) Purchase prices range from \$101.10 to \$102.02 per share, inclusive.

(6) Purchase prices range from \$102.18 to \$103.14 per share, inclusive.

(7) Purchase prices range from \$103.21 to \$104.20 per share, inclusive.

(8) Purchase prices range from \$103.50 to \$104.00 per share, inclusive.

(9) Purchase prices range from \$104.86 to \$105.69 per share, inclusive.

(10) Purchase prices range from \$105.86 to \$106.85 per share, inclusive.

(11) Purchase prices range from \$106.86 to \$107.845 per share, inclusive.

(12) Purchase prices range from \$107.86 to \$108.60 per share, inclusive.

(13) Purchase prices range from \$107.68 to \$108.67 per share, inclusive.

(14) Purchase prices range from \$108.70 to \$109.69 per share, inclusive.

(15) Purchase prices range from \$109.70 to \$110.50 per share, inclusive.

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.