

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) The following documents are filed as part of this report:

1. Financial Statements:

Consolidated Statements of Income—Years ended December 31, 2007, 2006 and 2005.

Consolidated Balance Sheets—December 31, 2007 and 2006.

Consolidated Statements of Cash Flows—Years ended December 31, 2007, 2006 and 2005.

Consolidated Statements of Shareowners' Equity—Years ended December 31, 2007, 2006 and 2005.

Notes to Consolidated Financial Statements.

Report of Independent Registered Public Accounting Firm.

Report of Independent Registered Public Accounting Firm on Internal Control Over Financial Reporting.

2. Financial Statement Schedules:

The schedules for which provision is made in the applicable accounting regulations of the SEC are not required under the related instructions or are inapplicable and, therefore, have been omitted.

3. Exhibits

Exhibit No.

- 2.1 Control and Profit and Loss Transfer Agreement, dated November 21, 2001, between Coca-Cola GmbH and Coca-Cola Erfrischungsgesellschaft AG—incorporated herein by reference to Exhibit 2 of the Company’s Form 10-Q Quarterly Report for the quarter ended March 31, 2002. (With regard to applicable cross-references in this report, the Company’s Current, Quarterly and Annual Reports are filed with the SEC under File No. 1-2217.)
- 2.2 Agreement and Plan of Merger by and among The Coca-Cola Company, Mustang Acquisition Company, LLP, Energy Brands Inc. d/b/a Glaceau, and the Stockholder Representatives identified therein, dated as of May 24, 2007—incorporated herein by reference to Exhibit 2.1 to the Company’s Current Report on Form 8-K filed May 31, 2007. In accordance with Item 601(b)(2) of Regulation S-X, the disclosure schedules to the Agreement and Plan of Merger were not filed. The Agreement and Plan of Merger contains a list briefly identifying the contents of all omitted disclosure schedules and the Company hereby agrees to furnish supplementally a copy of any omitted disclosure schedule to the Securities and Exchange Commission upon request.
- 3.1 Certificate of Incorporation of the Company, including Amendment of Certificate of Incorporation, effective May 1, 1996—incorporated herein by reference to Exhibit 3 of the Company’s Form 10-Q Quarterly Report for the quarter ended March 31, 1996.
- 3.2 By-Laws of the Company, as amended and restated through October 19, 2006—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report, filed October 20, 2006.
- 4.1 The Company agrees to furnish to the Securities and Exchange Commission, upon request, a copy of any instrument defining the rights of holders of long-term debt of the Company and all of its consolidated subsidiaries and unconsolidated subsidiaries for which financial statements are required to be filed with the SEC.
- 4.2 Form of Note for 5.350% Notes due November 15, 2017—incorporated herein by reference to Exhibit 4.1 to the Company’s Current Report on Form 8-K filed October 31, 2007
- 10.1 Supplemental Disability Plan of the Company, as amended and restated effective January 1, 2003—incorporated herein by reference to Exhibit 10.2 of the Company’s Form 10-K Annual Report for the year ended December 31, 2002.*
- 10.2 Performance Incentive Plan of the Company, as amended and restated December 13, 2006—incorporated herein by reference to Exhibit 10.3 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2006.*
- 10.3 1991 Stock Option Plan of the Company, as amended and restated through December 13, 2006—incorporated herein by reference to Exhibit 10.4 to the Company’s Annual Report on Form 10-K for the year ended December 31, 2006.*
- 10.4.1 1999 Stock Option Plan of the Company, as amended and restated through December 1, 2007—incorporated herein by reference to Exhibit 10.2 to the Company’s Form 8-K Current Report, filed February 21, 2008.*
- 10.4.2 Form of Stock Option Agreement in connection with the 1999 Stock Option Plan of the Company—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed February 14, 2007.*
- 10.4.3 Form of Stock Option Agreement for E. Neville Isdell in connection with the 1999 Stock Option Plan of the Company—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed February 14, 2007.*

Exhibit No.

- 10.4.4 Form of Stock Option Agreement for E. Neville Isdell in connection with the 1999 Stock Option Plan of the Company, as adopted December 12, 2007—incorporated herein by reference to Exhibit 10.7 of the Company’s Form 8-K Current Report filed February 21 2008.*
- 10.4.5 Form of Stock Option Agreement in connection with the 1999 Stock Option Plan of the Company, as adopted December 12, 2007—incorporated herein by reference to Exhibit 10.8 of the Company’s Form 8-K Current Report filed February 21 2008.*
- 10.5.1 2002 Stock Option Plan of the Company, as amended and restated through December 1, 2007—incorporated herein by reference to Exhibit 10.3 to the Company’s Form 8-K Current Report, filed February 21, 2008.*
- 10.5.2 Form of Stock Option Agreement in connection with the 2002 Stock Option Plan, as amended—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed on December 8, 2004.*
- 10.5.3 Form of Stock Option Agreement for E. Neville Isdell in connection with the 2002 Stock Option Plan, as amended—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed February 23, 2005.*
- 10.5.4 Form of Stock Option Agreement in connection with the 2002 Stock Option Plan, as adopted December 12, 2007—incorporated herein by reference to 10.9 of the Company’s Form 8-K Current Report filed on February 21, 2008.*
- 10.6 1983 Restricted Stock Award Plan of the Company, as amended through December 1, 2007.*
- 10.7.1 1989 Restricted Stock Award Plan of the Company, as amended through February 20, 2008—incorporated herein by reference to Exhibit 10.1 to the Company’s Form 8-K Current Report, filed February 21, 2008.*
- 10.7.2 Form of Restricted Stock Agreement (Performance Share Unit Agreement) in connection with the 1989 Restricted Stock Award Plan of the Company—incorporated herein by reference to Exhibit 10.1 of the Company’s Form 8-K Current Report filed April 19, 2005.*
- 10.7.3 Form of Restricted Stock Agreement (Performance Share Unit Agreement) in connection with the 1989 Restricted Stock Award Plan of the Company, effective as of December 2005—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed December 14, 2005.*
- 10.7.4 Form of Restricted Stock Agreement (Performance Share Unit Agreement) for E. Neville Isdell in connection with the 1989 Restricted Stock Award Plan of the Company, as amended—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on February 23, 2005.*
- 10.7.5 Form of Restricted Stock Agreement (Performance Share Unit Agreement) in connection with the 1989 Restricted Stock Award Plan of the Company—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on February 15, 2006.*
- 10.7.6 Form of Restricted Stock Agreement (Performance Share Unit Agreement) for E. Neville Isdell in connection with the 1989 Restricted Stock Award Plan of the Company—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed on February 17, 2006.*
- 10.7.7 Form of Restricted Stock Agreement (Performance Share Unit Agreement) in connection with the 1989 Restricted Stock Award Plan of the Company—incorporated herein by reference to Exhibit 99.3 of the Company’s Form 8-K Current Report filed February 14, 2007.*

Exhibit No.

- 10.7.8 Form of Restricted Stock Agreement (Performance Share Unit Agreement) for E. Neville Isdell in connection with the 1989 Restricted Stock Award Plan of the Company, as adopted December 12, 2007—incorporated herein by reference to Exhibit 10.4 of the Company’s Form 8-K Current Report filed February 21, 2008.*
- 10.7.9 Form of Restricted Stock Agreement (Performance Share Unit Agreement) in connection with the 1989 Restricted Stock Award Plan of the Company, as adopted December 12, 2007—incorporated herein by reference to Exhibit 10.5 of the Company’s Form 8-K Current Report filed February 21, 2008.*
- 10.7.10 Form of Restricted Stock Agreement (Performance Share Unit Agreement) for France in connection with the 1989 Restricted Stock Award Plan of the Company, as adopted December 12, 2007—incorporated herein by reference to Exhibit 10.6 of the Company’s Form 8-K Current Report filed February 21, 2008.*
- 10.8.1 Compensation Deferral & Investment Program of the Company, as amended, including Amendment Number Four dated November 28, 1995—incorporated herein by reference to Exhibit 10.13 of the Company’s Form 10-K Annual Report for the year ended December 31, 1995.*
- 10.8.2 Amendment Number Five to the Compensation Deferral & Investment Program of the Company, effective as of January 1, 1998—incorporated herein by reference to Exhibit 10.8.2 of the Company’s Form 10-K Annual Report for the year ended December 31, 1997.*
- 10.8.3 Amendment Number Six to the Compensation Deferral & Investment Program of the Company, dated as of January 12, 2004, effective January 1, 2004—incorporated herein by reference to Exhibit 10.9.3 of the Company’s Form 10-K Annual Report for the year ended December 31, 2003.*
- 10.9.1 Executive Medical Plan of the Company, as amended and restated effective January 1, 2001—incorporated herein by reference to Exhibit 10.10 of the Company’s Form 10-K Annual Report for the year ended December 31, 2002.*
- 10.9.2 Amendment Number One to the Executive Medical Plan of the Company, dated April 15, 2003—incorporated herein by reference to Exhibit 10.1 of the Company’s Form 10-Q Quarterly Report for the quarter ended June 30, 2003.*
- 10.9.3 Amendment Number Two to the Executive Medical Plan of the Company, dated August 27, 2003—incorporated herein by reference to Exhibit 10 of the Company’s Form 10-Q Quarterly Report for the quarter ended September 30, 2003.*
- 10.9.4 Amendment Number Three to the Executive Medical Plan of the Company, dated December 29, 2004, effective January 1, 2005—incorporated herein by reference to Exhibit 10.10.4 of the Company’s Form 10-K Annual Report for the year ended December 31, 2004.*
- 10.9.5 Amendment Number Four to the Executive Medical Plan of the Company—incorporated herein by reference to Exhibit 10.6 of the Company’s Form 10-Q Quarterly Report for the quarter ended July 1, 2005.*
- 10.9.6 Amendment Number Five to the Executive Medical Plan of the Company, dated December 20, 2005—incorporated herein by reference to Exhibit 10.10.6 of the Company’s Form 10-K Annual Report for the year ended December 31, 2005.*
- 10.10.1 Supplemental Benefit Plan of the Company, as amended and restated effective January 1, 2002—incorporated herein by reference to Exhibit 10.11 of the Company’s Form 10-K Annual Report for the year ended December 31, 2002.*
- 10.10.2 Amendment One to the Supplemental Benefit Plan of the Company, dated as of February 27, 2003—incorporated herein by reference to Exhibit 10.5 of the Company’s Form 10-Q Quarterly Report for the quarter ended March 31, 2003.*

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- 10.10.3 Amendment Two to the Supplemental Benefit Plan of the Company, dated as of November 14, 2003, effective October 21, 2003—incorporated herein by reference to Exhibit 10.11.3 of the Company’s Form 10-K Annual Report for the year ended December 31, 2003.*
- 10.10.4 Amendment Three to the Supplemental Benefit Plan of the Company, dated April 14, 2004, effective as of January 1, 2004—incorporated herein by reference to Exhibit 10.3 of the Company’s Form 10-Q Quarterly Report for the quarter ended March 31, 2004.*
- 10.10.5 Amendment Four to the Supplemental Benefit Plan of the Company, dated December 15, 2004, effective January 1, 2005—incorporated herein by reference to Exhibit 10.11.5 of the Company’s Form 10-K Annual Report for the year ended December 31, 2004.*
- 10.10.6 Amendment Five to the Supplemental Benefit Plan of the Company, dated December 21, 2005—incorporated herein by reference to Exhibit 10.11.6 of the Company’s Form 10-K Annual Report for the year ended December 31, 2005.*
- 10.10.7 Amendment Six to the Supplemental Benefit Plan of the Company, dated July 18, 2006—incorporated herein by reference to Exhibit 10.3 of the Company’s Form 10-Q Quarterly Report for the quarter ended June 30, 2006.*
- 10.11 The Coca-Cola Company Deferred Compensation Plan for Non-Employee Directors, as amended and restated effective April 1, 2006—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed April 5, 2006.*
- 10.12 Compensation Plan for Non-Employee Directors of The Coca-Cola Company, as amended and restated on December 13, 2007—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed on December 19, 2007.
- 10.13 Long-Term Performance Incentive Plan of the Company, as amended and restated effective December 13, 2006.*
- 10.14 Executive Incentive Plan of the Company, adopted as of February 14, 2001—incorporated herein by reference to Exhibit 10.19 of the Company’s Form 10-K Annual Report for the year ended December 31, 2000.*
- 10.15 Form of United States Master Bottler Contract between the Company and Coca-Cola Enterprises Inc. (“Coca-Cola Enterprises”) or its subsidiaries—incorporated herein by reference to Exhibit 10.24 of Coca-Cola Enterprises’ Annual Report on Form 10-K for the fiscal year ended December 30, 1988 (File No. 01-09300).
- 10.16.1 Deferred Compensation Plan of the Company, as amended and restated December 17, 2003—incorporated herein by reference to Exhibit 10.26.1 of the Company’s Form 10-K Annual Report for the year ended December 31, 2003.*
- 10.16.2 Deferred Compensation Plan Delegation of Authority from the Compensation Committee to the Management Committee, adopted as of December 17, 2003—incorporated herein by reference to Exhibit 10.26.2 of the Company’s Form 10-K Annual Report for the year ended December 31, 2003.*
- 10.16.3 Amendment One to the Deferred Compensation Plan of the Company, as amended and restated effective December 17, 2003—incorporated herein by reference to Exhibit 10.24.3 of the Company’s Form 10-K Annual Report for the year ended December 31, 2005.*
- 10.17 The Coca-Cola Export Corporation Employee Share Plan, effective as of March 13, 2002—incorporated herein by reference to Exhibit 10.31 of the Company’s Form 10-K Annual Report for the year ended December 31, 2002.*

Exhibit No.

- 10.18 Employees' Savings and Share Ownership Plan of Coca-Cola Ltd., effective as of January 1, 1990—incorporated herein by reference to Exhibit 10.32 of the Company's Form 10-K Annual Report for the year ended December 31, 2002.*
- 10.19 Share Purchase Plan—Denmark, effective as of 1991—incorporated herein by reference to Exhibit 10.33 of the Company's Form 10-K Annual Report for the year ended December 31, 2002.*
- 10.20.1 The Coca-Cola Company Benefits Plan for Members of the Board of Directors, as amended and restated through April 14, 2004—incorporated herein by reference to Exhibit 10.1 of the Company's Form 10-Q Quarterly Report for the quarter ended March 31, 2004.*
- 10.20.2 Amendment Number One to the Company's Benefits Plan for Members of the Board of Directors, dated December 16, 2005—incorporated herein by reference to Exhibit 10.31.2 of the Company's Form 10-K Annual Report for the year ended December 31, 2005.*
- 10.21 Employment Agreement, dated as of March 11, 2002, between The Coca-Cola Export Corporation and Alexander R.C. Allan—incorporated herein by reference to Exhibit 10.4 of the Company's Form 10-Q Quarterly Report for the quarter ended June 30, 2004.*
- 10.22 Letter, dated September 16, 2004, from the Company to E. Neville Isdell—incorporated herein by reference to Exhibit 99.1 of the Company's Form 8-K Current Report filed on September 17, 2004.*
- 10.23 Stock Award Agreement for E. Neville Isdell, dated September 14, 2004, under the 1989 Restricted Stock Award Plan of the Company—incorporated herein by reference to Exhibit 99.2 of the Company's Form 8-K Current Report filed on September 17, 2004.*
- 10.24 Stock Option Agreement for E. Neville Isdell, dated July 22, 2004, under the 2002 Stock Option Plan of the Company, as amended—incorporated herein by reference to Exhibit 10.3 of the Company's Form 10-Q Quarterly Report for the quarter ended September 30, 2004.*
- 10.25 Letter, dated August 6, 2004, from the Chairman of the Compensation Committee of the Board of Directors of the Company to Douglas N. Daft—incorporated herein by reference to Exhibit 10.5 of the Company's Form 10-Q Quarterly Report for the quarter ended September 30, 2004.*
- 10.26 Letter, dated January 4, 2006, from the Company to Tom Mattia—incorporated herein by reference to Exhibit 10.40 of the Company's Form 10-K Annual Report for the year ended December 31, 2005.*
- 10.27 Letter Agreement, dated October 7, 2004, between the Company and Daniel Palumbo—incorporated herein by reference to Exhibit 10.41 of the Company's Form 10-K Annual Report for the year ended December 31, 2004.*
- 10.28 Letter, dated February 12, 2005, from the Company to Mary E. Minnick—incorporated herein by reference to Exhibit 99.3 to the Company's Form 8-K Current Report filed on February 23, 2005.*
- 10.29 Employment Agreement, dated as of February 20, 2003, between the Company and José Octavio Reyes—incorporated herein by reference to Exhibit 10.43 of the Company's Form 10-K Annual Report for the year ended December 31, 2004.*
- 10.30 Severance Pay Plan of the Company, including Amendments One through Three.*
- 10.31 Employment Agreement, dated as of July 18, 2002, between the Company and Alexander B. Cummings—incorporated herein by reference to Exhibit 10.45 of the Company's Form 10-K Annual Report for the year ended December 31, 2004.*
- 10.32 Employment Agreement, dated as of July 18, 2002, between The Coca-Cola Export Corporation and Alexander B. Cummings—incorporated herein by reference to Exhibit 10.46 of the Company's Form 10-K Annual Report for the year ended December 31, 2004.*

Exhibit No.

- 10.33 Order Instituting Cease and Desist Proceedings, Making Findings and Imposing a Cease-and-Desist Order Pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on April 18, 2005.
- 10.34 Offer of Settlement of The Coca-Cola Company—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on April 18, 2005.
- 10.35 Final Undertaking from The Coca-Cola Company and certain of its bottlers, adopted by the European Commission on June 22, 2005, relating to various commercial practices in the European Economic Area—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed June 22, 2005.
- 10.36 Employment Agreement, effective as of May 1, 2005, between Refreshment Services, S.A.S. and Dominique Reiniche, dated September 7, 2006—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed on September 12, 2006.*
- 10.37 Refreshment Services S.A.S. Defined Benefit Plan, dated September 25, 2006—incorporated herein by reference to Exhibit 10.3 of the Company’s Form 10-Q Quarterly Report for the quarter ended September 29, 2006.*
- 10.38 Share Purchase Agreement among Coca-Cola South Asia Holdings, Inc. and San Miguel Corporation, San Miguel Beverages (L) Pte Limited and San Miguel Holdings Limited in connection with the Company’s purchase of Coca-Cola Bottlers Philippines, Inc., dated December 23, 2006—incorporated herein by reference to Exhibit 99.1 of the Company’s Form 8-K Current Report filed on December 29, 2006.*
- 10.39 Cooperation Agreement between Coca-Cola South Asia Holdings, Inc. and San Miguel Corporation in connection with the Company’s purchase of Coca-Cola Bottlers Philippines, Inc., dated December 23, 2006—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on December 29, 2006.*
- 10.40 Separation Agreement between The Coca-Cola Company and Mary Minnick—incorporated herein by reference to Exhibit 99.1 to the Company’s Current Report on Form 8-K filed on March 6, 2007.*
- 10.41 Full and Complete Release and Agreement on Competition, Trade Secrets and Confidentiality between the Company and Mary Minnick—incorporated herein by reference to Exhibit 99.2 of the Company’s Form 8-K Current Report filed on March 6, 2007.
- 10.42 Roll-Over Agreement among Tata Tea (GB) Investments Limited, Tata Limited and Mustang Acquisition Company, LLP, dated as of May 24, 2007—incorporated herein by reference to Exhibit 99.1 to the Company’s Current Report on Form 8-K filed on May 31, 2007.
- 10.43 Put and Call Option Agreement among Tata Tea (GB) Limited, Tata Tea (GB) Investments Limited, Tata Limited and The Coca-Cola Company, dated as of May 24, 2007—incorporated herein by reference to Exhibit 99.2 to the Company’s Current Report on Form 8-K filed on May 31, 2007.
- 10.44 Voting Agreement among Tata Limited, Tata Tea (GB) Investments Limited and The Coca-Cola Company, dated as of May 24, 2007—incorporated herein by reference to Exhibit 99.3 to the Company’s Current Report on Form 8-K filed on May 31, 2007.
- 10.45 Supplemental Indemnity Agreement between J. Darius Bikoff and The Coca-Cola Company, dated May 24, 2007—incorporated herein by reference to Exhibit 99.4 to the Company’s Current Report on Form 8-K filed on May 31, 2007.
- 10.46 Form of Investment Agreement, dated as of May 24, 2007, between each of J. Darius Bikoff, Michael Repole and Michael Venuti and The Coca-Cola Company—incorporated herein by reference to Exhibit 99.5 to the Company’s Current Report on Form 8-K filed on May 31, 2007.

Exhibit No.

- 10.47 Offer Letter dated July 20, 2007 from the Company to Joseph V. Tripodi, including Agreement on Confidentiality, Non-Competition and Non-Solicitation, dated July 20, 2007—incorporated herein by reference to Exhibit 10.1 to the Company’s Form 10-Q Quarterly Report for the quarter ended September 28, 2007.*
- 12.1 Computation of Ratios of Earnings to Fixed Charges for the years ended December 31, 2007, 2006, 2005, 2004 and 2003
- 21.1 List of subsidiaries of the Company as of December 31, 2007.
- 23.1 Consent of Independent Registered Public Accounting Firm.
- 24.1 Powers of Attorney of Officers and Directors signing this report.
- 31.1 Rule 13a-14(a)/15d-14(a) Certification, executed by E. Neville Isdell, Chairman, Board of Directors, and Chief Executive Officer of The Coca-Cola Company.
- 31.2 Rule 13a-14(a)/15d-14(a) Certification, executed by Gary P. Fayard, Executive Vice President and Chief Financial Officer of The Coca-Cola Company.
- 32.1 Certifications required by Rule 13a-14(b) or Rule 15d-14(b) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350), executed by E. Neville Isdell, Chairman, Board of Directors, and Chief Executive Officer of The Coca-Cola Company and by Gary P. Fayard, Executive Vice President and Chief Financial Officer of The Coca-Cola Company.

* Management contracts and compensatory plans and arrangements required to be filed as exhibits pursuant to Item 15(c) of this report.