Brock John Form 4 May 02, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Brock John

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

COCA-COLA ENTERPRISES, INC.

(Check all applicable)

[CCE]

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year) 04/30/2012

X Director X_ Officer (give title below)

10% Owner Other (specify

2500 WINDY RIDGE PARKWAY, 14TH FLOOR

4. If Amendment, Date Original

Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30339

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative Sec	curitie	s Acquire	ed, Disposed of, o	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. Transactio Code (Instr. 8)	4. Securities Approximately 4.	of (D)	red (A)	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)
Common Stock	02/22/2012		G V	66,409	D	\$ 28.85 (1)	346,729	D	
Common Stock	04/30/2012		A	1,158,512	A	\$ 0 (2)	1,505,241	D	
Common Stock	04/30/2012		F	491,789	D	\$ 29.95 (3)	1,013,452	D	
Common Stock	05/02/2012		S	66,672	D	\$ 29.5 (4) (5)	946,780	D	

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Da	Date Am		int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration Date	Title 1	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

Reporting Owners

Director 10% Owner Officer Other

Brock John 2500 WINDY RIDGE PARKWAY 14TH FLOOR ATLANTA, GA 30339

X

Chairman and CEO

Signatures

Suzanne N. Forlidas, 05/02/2012 attorney-in-fact

**Signature of Reporting Person

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 organizations of shares owned by reporting person, pursuant to a 10b5-1 trading plan.
- Shares were granted by the company to reportnig person upon the vesting of his 2008 performance share unit award.
- Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of reporting person's 2008 performance unit award.
- Reflected price is a weighted average of prices ranging from \$29.33 to \$29.60.
- (5) These shares were sold pursuant to a 10b5-1 plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

9. Nu Deriv

SEC 1474

(9-02)

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