

COCA COLA ENTERPRISES INC
 Form 4
 February 11, 2002

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| <p>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</p> <p>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>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. 0.5</p> |
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| <p>1. Name and Address of Reporting Person* Mannelly, Patrick J.</p> <p>(Last) (First) (Middle)</p> <p>Suite 700 2500 Windy Ridge Parkway</p> <p>(Street)</p> <p>Atlanta, GA 30339</p> <p>(City) (State) (Zip)</p> <p>U.S.</p> | <p>2. Issuer Name and Ticker or Trading Symbol Coca-Cola Enterprises Inc. CCE</p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> | <p>4. Statement for (Month/Year) January 2002</p> <p>5. If Amendment, Date of Original (Month/Year)</p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>_____ Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer _____ Other Officer/Other Description Senior Vice President and Chief Financial Officer</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing _____ Joint/Group Filing</p> |
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| 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 | 01/02/2002 | A (1) V | 75,000 A | 116,318(2) | D | |
| Common Stock | | | | 9,888 | I | By 401(k) and Supplemental 401(k) |
| Common Stock | | | | 2,400 | I | Custodian For Minor Children |
| | | | | | | |

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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 Code (V) or 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) |
| | | | Code V | | (DE) (ED) | | | | | |
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Explanation of Responses :

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. 2/8/02
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** 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.
E. Liston Bishop III, Attorney-in-Fact for Patrick J. Mannely

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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| <p>FOOTNOTE Descriptions for Coca-Cola Enterprises Inc. CCE</p> <p>Form 4 - January 2002</p> <p>Patrick J. Mannely Suite 700 2500 Windy Ridge Parkway Atlanta, GA 30339</p> <hr/> <p>Explanation of responses:</p> <p>(1) 2002 Restricted Stock Award (2) End of period holdings adjusted to include 1,118 shares acquired between 1996 and 2001 through the dividend reinvestment plan.</p> |
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