

COCA-COLA ENTERPRISES, INC.  
Form 8-K  
December 17, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 17, 2010

**COCA-COLA ENTERPRISES, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction)

001-34874  
(Commission)

27-2197395  
(IRS Employer)

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of incorporation)

File No.)

Identification No.)

**2500 Windy Ridge Parkway, Atlanta, Georgia 30339**

(Address of principal executive offices, including zip code)

**(678) 260-3000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other events**

The Coca-Cola Enterprises, Inc. Legacy Long-Term Incentive Plan (the CCE Legacy Plan ), was established for the purpose of replacing the equity awards previously granted by the former Coca-Cola Enterprises Inc. to individuals who became employees of our company on October 2, 2010. On December 14, 2010, the Company s board of directors approved the amendment to the CCE Legacy Plan to reduce the number of shares of the Company s stock authorized for issuance under the plan from 22,000,000 to 14,000,000 shares. The Coca-Cola Enterprises, Inc. Legacy Plan (As Amended and Restated Effective December 14, 2010) is attached as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(a) Not Applicable.

(b) Not Applicable.

(c) Not Applicable.

(d) Exhibits

**EXHIBIT**

<b>NUMBER</b>	<b>DESCRIPTION</b>
99.1	CCE Legacy Plan

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**COCA-COLA ENTERPRISES, INC.**  
**(Registrant)**

Date: December 17, 2010

By: /s/ Suzanne N. Forlidas  
Name: Suzanne N. Forlidas  
Title: Vice President, Assistant Secretary and

Deputy General Counsel

**EXHIBIT LIST**

<b>EXHIBIT NUMBER</b>	<b>DESCRIPTION</b>
99.1	CCE Legacy Plan