

COCA COLA ENTERPRISES INC
Form 8-K
October 27, 2005

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): October 25, 2005

COCA-COLA ENTERPRISES INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

01-09300
(Commission File No.)

58-0503352
(IRS Employer Identification No.)

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2500 Windy Ridge Parkway, Atlanta, Georgia 30339

(Address of principal executive offices, including zip code)

(770) 989-3000

(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)
 - .. Precommencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Precommencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement

On October 25, 2005, the Compensation Committee of the Board of Directors approved guidelines to be considered in providing severance benefits to executive and senior officers. A copy of the Executive Severance Guidelines is attached as Exhibit 10.1 to this report.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On October 25, 2005 the Board of Directors approved an amendment to Article III, Section 9, of the Company's Bylaws. The bylaws, as amended through October 25, 2005, are attached as Exhibit 3(ii).

Item 9.01. Exhibits

Exhibit 3(ii)

Bylaws as amended through October 25, 2005

Exhibit 10.1

Executive Severance Guidelines.

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: October 27, 2005

By: /S/ JOHN J. CULHANE
John J. Culhane
Executive Vice President and
General Counsel

EXHIBIT INDEX

Exhibit 3(ii)	Bylaws as amended through October 25, 2005
Exhibit 10.1	Executive Severance Guidelines.