

COCA COLA FEMSA SAB DE CV

Form 6-K

December 05, 2013

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

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**  
**PURSUANT TO RULE 13a-16 OR 15d-16 UNDER**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of December 2013**

**Commission File Number 1-12260**

**COCA-COLA FEMSA, S.A.B. de C.V.**

**(Translation of registrant's name into English)**

**United Mexican States**

**(Jurisdiction of incorporation or organization)**

**Calle Mario Pani No. 100**

**Santa Fe Cuajimalpa**

**05348 México, D.F., México**

**(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1)

Yes  No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7)

Yes  No

**SIGNATURES**

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, thereunto duly authorized.

**COCA-COLA FEMSA, S.A.B. DE C.V.**

By: /s/ Héctor Treviño Gutiérrez  
Héctor Treviño Gutiérrez  
Chief Financial Officer

Date: December 5, 2013

We have prepared this report to provide our investors with the following documents:

- (i) the Underwriting Agreement, dated November 19, 2013, among Coca-Cola FEMSA, S.A.B. de C.V. (the Company), the guarantors named therein (the Guarantors) and the several underwriters named in Schedule I thereto;
- (ii) the Fifth Supplemental Indenture, dated as of November 26, 2013, among the Company, the Guarantors, the Bank of New York Mellon, as trustee, security registrar, paying agent and transfer agent (the Trustee), and The Bank of New York Mellon SA/NV, Dublin Branch, as Irish paying agent;
- (iii) specimens of the Global Notes representing the 2.375% Senior Notes due 2018 (the 2018 Notes), the 3.875% Senior Notes due 2023 (the 2023 Notes) and the 5.250% Senior Notes 2043 (the 2043 Notes);
- (iv) the opinion of Cleary Gottlieb Steen & Hamilton LLP as to the legality of the securities; and
- (v) the opinion of Carlos Luis Díaz Sáenz, general counsel of the Company, as to the legality of the securities.

<b>Exhibit Number</b>	<b>Exhibit Description</b>
1.1	Underwriting Agreement, dated November 19, 2013, among the Company, the Guarantors and the several underwriters named in Schedule I thereto.
4.1	Fifth Supplemental Indenture, dated as of November 26, 2013, among the Company, the Guarantors, the Trustee and The Bank of New York Mellon SA/NV, Dublin Branch, as Irish paying agent.
4.2	Specimen of Global Note representing the 2018 Notes.
4.3	Specimen of Global Note representing the 2023 Notes.
4.4	Specimen of Global Note representing the 2043 Notes.
5.1	Opinion of Cleary Gottlieb Steen & Hamilton LLP as to the legality of the securities, dated November 26, 2013.
5.2	Opinion of Carlos Luis Díaz Sáenz, general counsel of the Company, as to the legality of the securities, dated November 26, 2013.

Coca-Cola FEMSA hereby designates this report on Form 6-K as being incorporated by reference into its Registration Statement on Form F-3 (No. 333-187275) filed with the SEC on March 15, 2013, as amended and filed with the SEC on November 8, 2013.