#### PEPSI BOTTLING GROUP INC

Form 4 June 12, 2008

## FORM 4

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

**OMB** Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \*

PEPSICO INC

2. Issuer Name and Ticker or Trading

Symbol

PEPSI BOTTLING GROUP INC [PBG]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

\_X\_\_ 10% Owner Director \_ Other (specify Officer (give title

700 ANDERSON HILL ROAD

06/11/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

PURCHASE, NY 10577

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of 4 and (A) or		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, par value \$.01 per share	06/11/2008		S <u>(1)</u>	7,700	D	\$ 31.5201	73,936,850	D	
Common Stock, par value \$.01 per share	06/11/2008		S	7,900	D	\$ 31.53	73,928,950	D	
Common Stock, par value \$.01 per share	06/11/2008		S	6,100	D	\$ 31.54	73,922,850	D	

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Common Stock, par value \$.01 per share	06/11/2008	S	6,100	D	\$ 31.5501	73,916,750	D
Common Stock, par value \$.01 per share	06/11/2008	S	8,500	D	\$ 31.56	73,908,250	D
Common Stock, par value \$.01 per share	06/11/2008	S	4,500	D	\$ 31.57	73,903,750	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,000	D	\$ 31.58	73,902,750	D
Common Stock, par value \$.01 per share	06/11/2008	S	300	D	\$ 31.59	73,902,450	D
Common Stock, par value \$.01 per share	06/11/2008	S	600	D	\$ 31.6	73,901,850	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,500	D	\$ 31.61	73,900,350	D
Common Stock, par value \$.01 per share	06/11/2008	S	200	D	\$ 31.62	73,900,150	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,600	D	\$ 31.6397	73,898,550	D
Common Stock, par value \$.01 per share	06/11/2008	S	2,900	D	\$ 31.65	73,895,650	D
Common Stock, par value \$.01 per share	06/11/2008	S	200	D	\$ 31.6594	73,895,450	D
	06/11/2008	S	1,871	D	\$ 31.67	73,893,579	D

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Common Stock, par value \$.01 per share							
Common Stock, par value \$.01 per share	06/11/2008	S	334	D	\$ 31.7	73,893,245	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,500	D	\$ 31.7103	73,891,745	D
Common Stock, par value \$.01 per share	06/11/2008	S	195	D	\$ 31.72	73,891,550	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,100	D	\$ 31.73	73,890,450	D
Common Stock, par value \$.01 per share	06/11/2008	P	600	D	\$ 31.74	73,889,850	D
Common Stock, par value \$.01 per share	06/11/2008	S	1,200	D	\$ 31.76	73,888,650	D
Common Stock, par value \$.01 per share	06/11/2008	S	100	D	\$ 31.8	73,888,550	D

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	Execution Date, if any	Code	of Derivativ Securities	Expiration Date (Month/Day/Year) e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	Deriv Secur Bene Own
	Security				Acquired				Follo

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(A) or Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Expiration Title Amount Exercisable Date or

or Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

PEPSICO INC
700 ANDERSON HILL ROAD X

PURCHASE, NY 10577

# **Signatures**

/s/ Thomas H. Tamoney, Jr. 06/12/2008

\*\*Signature of Reporting Date
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) All sales listed on these Forms 4 for June 11, 2008 were made by PepsiCo, Inc., on behalf of its affiliates pursuant to a plan adopted May 19, 2008, which is intended to comply with Rule 10b5-1(c).

#### Remarks:

Form 2 of 2 dated June 12, 2008

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

Reporting Owners 4

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