

PEPSI BOTTLING GROUP INC
Form 4
June 25, 2008

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

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

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

700 ANDERSON HILL ROAD

06/23/2008

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PURCHASE, NY 10577

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01 per share	06/24/2008		S ⁽¹⁾		2,600	D	\$ 29.062
					73,237,158	D	
Common Stock, par value \$.01 per share	06/24/2008		S		1,000	D	\$ 29.0697
					73,236,158	D	
Common Stock, par value \$.01 per share	06/24/2008		S		4,100	D	\$ 29.081
					73,232,058	D	

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Common Stock, par value \$.01 per share	06/24/2008	S	1,800	D	\$ 29.09	73,230,258	D
Common Stock, par value \$.01 per share	06/24/2008	S	2,400	D	\$ 29.1	73,227,858	D
Common Stock, par value \$.01 per share	06/24/2008	S	1,500	D	\$ 29.1102	73,226,358	D
Common Stock, par value \$.01 per share	06/24/2008	S	1,600	D	\$ 29.118	73,224,758	D
Common Stock, par value \$.01 per share	06/24/2008	S	200	D	\$ 29.14	73,224,558	D
Common Stock, par value \$.01 per share	06/24/2008	S	100	D	\$ 29.1506	73,224,458	D
Common Stock, par value \$.01 per share	06/24/2008	S	200	D	\$ 29.17	73,224,258	D
Common Stock, par value \$.01 per share	06/24/2008	S	200	D	\$ 29.18	73,224,058	D
Common Stock, par value \$.01 per share	06/24/2008	S	200	D	\$ 29.22	73,223,858	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

