

PEPSI BOTTLING GROUP INC
Form 4
June 12, 2008

FORM 4

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

OMB APPROVAL

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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)
700 ANDERSON HILL ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/11/2008

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

PURCHASE, NY 10577

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

(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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$.01 per share	06/11/2008		S ⁽¹⁾		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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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