

PERFORMANCE FOOD GROUP CO
Form 4/A
March 22, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SLEDD ROBERT C

2. Issuer Name and Ticker or Trading Symbol
PERFORMANCE FOOD GROUP CO [PFGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
12500 WEST CREEK PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/19/2007

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

RICHMOND, VA 23238

4. If Amendment, Date Original Filed(Month/Day/Year)
03/21/2007

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				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	03/19/2007		S		9,610	D	\$ 29.6	287,509	D	
Common stock	03/19/2007		M		9,390	A	\$ 9.25	296,899	D	
Common stock	03/19/2007		S		9,390	D	\$ 29.6	287,509	D	
Common stock	03/20/2007		M		26,000	A	\$ 9.25	313,509	D	
Common stock	03/20/2007		S		6,000	D	\$ 29.6	307,509	D	

Edgar Filing: PERFORMANCE FOOD GROUP CO - Form 4/A

Common stock 03/20/2007 S 20,000 D \$ 29.65 287,509 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. SEC 1474 (9-02)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock options	\$ 9.25	03/19/2007		M	9,390	02/11/2002 02/11/2008	Common stock 9,390
Employee stock option	\$ 9.25	03/20/2007		M	26,000	02/11/2002 02/11/2008	Common stock 26,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SLEDD ROBERT C
12500 WEST CREEK PARKWAY X
RICHMOND, VA 23238

Signatures

J. Keith Middleton, by power of attorney 03/22/2007

**Signature of Reporting Person

Date

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).

Remarks:

Amendment to Form 4 filed on 3/21/07 to correctly characterize the transactions as exercises of stock options and immediate c

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.