#### PEPSI BOTTLING GROUP INC

Form 4

March 13, 2008

# FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or Form 5

obligations may continue. See Instruction

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

1(b). (Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* PEPSICO INC

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

PEPSI BOTTLING GROUP INC

Issuer

below)

[PBG] 3. Date of Earliest Transaction

(Month/Day/Year)

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

(Check all applicable)

5. Relationship of Reporting Person(s) to

700 ANDERSON HILL ROAD 03/11/2008

(Middle)

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) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, 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. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, par value \$.01 per share	03/11/2008		S	1,200 (1)	D	\$ 33.05	77,637,558	D	
Common Stock, par value \$.01 per share	03/11/2008		S	500	D	\$ 33.06	77,637,058	D	
Common Stock, par value \$.01 per share	03/11/2008		S	1,500	D	\$ 33.07	77,635,558	D	

# Edgar Filing: PEPSI BOTTLING GROUP INC - Form 4

Common Stock, par value \$.01 per share	03/11/2008	S	1,000	D	\$ 33.08	77,634,558	D
Common Stock, par value \$.01 per share	03/11/2008	S	300	D	\$ 33.09	77,634,258	D
Common Stock, par value \$.01 per share	03/11/2008	S	200	D	\$ 33.1	77,634,058	D
Common Stock, par value \$.01 per share	03/11/2008	S	1,200	D	\$ 33.12	77,632,858	D
Common Stock, par value \$.01 per share	03/11/2008	S	1,400	D	\$ 33.13	77,631,458	D
Common Stock, par value \$.01 per share	03/11/2008	S	1,200	D	\$ 33.14	77,630,258	D
Common Stock, par value \$.01 per share	03/11/2008	S	5,500	D	\$ 33.15	77,624,758	D
Common Stock, par value \$.01 per share	03/11/2008	S	1,000	D	\$ 33.16	77,623,758	D
Common Stock, par value \$.01 per share	03/11/2008	S	1,100	D	\$ 33.17	77,622,658	D
Common Stock, par value \$.01 per share	03/11/2008	S	2,200	D	\$ 33.18	77,620,458	D
Common Stock, par value \$.01 per share	03/11/2008	S	3,000	D	\$ 33.19	77,617,458	D
	03/11/2008	S	1,300	D	\$ 33.2	77,616,158	D

### Edgar Filing: PEPSI BOTTLING GROUP INC - Form 4

Common Stock, par value \$.01 per share							
Common Stock, par value \$.01 per share	03/11/2008	S	1,800	D	\$ 33.21	77,614,358	D
Common Stock, par value \$.01 per share	03/11/2008	S	100	D	\$ 33.22	77,614,258	D
Common Stock, par value \$.01 per share	03/11/2008	S	200	D	\$ 33.29	77,614,058	D
Common Stock, par value \$.01 per share	03/11/2008	S	500	D	\$ 33.37	77,613,558	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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	5. tionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
			Code V	/ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

(e.g., puts, calls, warrants, options, convertible securities)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PEPSICO INC

700 ANDERSON HILL ROAD X

PURCHASE, NY 10577

# **Signatures**

/s/ Thomas H. Tamoney, Jr. 03/13/2008

\*\*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 this Form 4 for March 11, 2008 were made by PepsiCo, Inc., on behalf of its affiliates pursuant to a plan adopted December 4, 2007, which is intended to comply with Rule 10b5-1(c).

#### **Remarks:**

Form 2 of 2 dated March 13, 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