Edgar Filing: PEPSI BOTTLING GROUP INC - Form 4

Form 4	TLING GROUP	INC									
August 18, 2006 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMIS Washington, D.C. 20549						OMMISSION	OMB Number:	PROVAL 3235-0287 January 31			
if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed pur ns Section 17(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								Expires: 2005 Estimated average burden hours per response 0.5	
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> 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			3. Date of Earliest Transaction(Month/Day/Year)08/16/2006				Director X 10% Owner Officer (give title below) Other (specify below)				
				endment, Date Original nth/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 			
PURCHASI	E, NY 10577							Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	ecuriti	es Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if			3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock, par value \$.01 per share	08/16/2006			S	70,200 (1)	D	(<u>2</u>)	90,248,258	D		
Common Stock, par value \$.01 per share	08/17/2006			S	100,000 (1)	D	<u>(3)</u>	90,148,258	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Edgar Filing: PEPSI BOTTLING GROUP INC - Form 4

required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	;	Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PEPSICO INC 700 ANDERSON HILL ROAD PURCHASE, NY 10577		Х				
Signatures						

/s/ Robert E. Cox <u>**Signature of</u> 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).
- (1) All sales listed on this Form 4 were made by PepsiCo, Inc., on behalf of its affiliates pursuant to a plan adopted February 10, 2006, which is intended to comply with Rule 10b5-1(c).
- (2) The shares with respect to this transaction were sold at prices ranging from \$33.89 to \$34.02.
- (3) The shares with respect to this transaction were sold at prices ranging from \$33.36 to \$33.99.

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.