

PEPSI BOTTLING GROUP INC
Form 4
February 14, 2005

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
ANDERSON HILL
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/10/2005

____ 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 (Instr. 4)
			Code	V	Amount or Price		
Common Stock, par value \$.01 per share	02/10/2005		S		1,100 D \$ 27.6	105,810,258 (1)	D
Common Stock, par value \$.01 per share	02/10/2005		S		1,300 D \$ 27.61	105,808,958	D
Common Stock, par value \$.01	02/10/2005		S		700 D \$ 27.62	105,808,258	D

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per share							
Common Stock, par value \$.01 per share	02/10/2005	S	3,900	D	\$ 27.63	105,804,358	D
Common Stock, par value \$.01 per share	02/10/2005	S	1,100	D	\$ 27.64	105,803,258	D
Common Stock, par value \$.01 per share	02/10/2005	S	1,300	D	\$ 27.67	105,801,958	D
Common Stock, par value \$.01 per share	02/10/2005	S	200	D	\$ 27.68	105,801,758	D
Common Stock, par value \$.01 per share	02/10/2005	S	2,400	D	\$ 27.69	105,799,358	D
Common Stock, par value \$.01 per share	02/10/2005	S	1,200	D	\$ 27.7	105,798,158	D
Common Stock, par value \$.01 per share	02/10/2005	S	1,200	D	\$ 27.71	105,796,958	D
Common Stock, par value \$.01 per share	02/10/2005	S	4,200	D	\$ 27.72	105,792,758	D
Common Stock, par value \$.01 per share	02/10/2005	S	10,900	D	\$ 27.73	105,781,858	D
Common Stock, par value \$.01 per share	02/10/2005	S	5,600	D	\$ 27.74	105,776,258	D
Common Stock, par value \$.01 per share	02/10/2005	S	6,500	D	\$ 27.75	105,769,758	D

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Common Stock, par value \$.01 per share	02/10/2005	S	9,100	D	\$ 27.76	105,760,658	D
Common Stock, par value \$.01 per share	02/10/2005	S	6,900	D	\$ 27.77	105,753,758	D
Common Stock, par value \$.01 per share	02/10/2005	S	6,200	D	\$ 27.78	105,747,558	D
Common Stock, par value \$.01 per share	02/10/2005	S	4,200	D	\$ 27.79	105,743,358	D
Common Stock, par value \$.01 per share	02/10/2005	S	4,500	D	\$ 27.8	105,738,858	D
Common Stock, par value \$.01 per share	02/10/2005	S	2,700	D	\$ 27.81	105,736,158	D
Common Stock, par value \$.01 per share	02/10/2005	S	4,600	D	\$ 27.82	105,731,558	D
Common Stock, par value \$.01 per share	02/10/2005	S	1,900	D	\$ 27.83	105,729,658	D
Common Stock, par value \$.01 per share	02/10/2005	S	6,200	D	\$ 27.84	105,723,458	D
Common Stock, par value \$.01 per share	02/10/2005	S	4,800	D	\$ 27.85	105,718,658	D
Common Stock, par value \$.01 per share	02/10/2005	S	3,300	D	\$ 27.86	105,715,358	D
	02/10/2005	S	3,200	D		105,712,158	D

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 pursuant to a plan, adopted February 7, 2005, which is intended to comply with Rule 10b5-1(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.