

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 10-K/A

(X) ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the fiscal year ended January 2, 1994

OR

() TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

Commission file number 0-9286

COCA-COLA BOTTLING CO. CONSOLIDATED

(Exact name of Registrant as specified in its charter)

Delaware 56-0950585

(State or other jurisdiction of (I.R.S. Employer Identification Number)
incorporation or organization)

1900 Rexford Road, Charlotte, North Carolina 28211

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (704) 551-4400

Securities Registered Pursuant to Section 12(b) of the Act: None

Securities Registered Pursuant to Section 12(g) of the Act:

Common Stock, \$1.00 par value

(Title of Class)

Indicate by check mark whether the Registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act
of 1934 during the preceding 12 months (or for such shorter period that
the Registrant was required to file such reports), and (2) has been
subject to such filing requirements for the past 90 days. Yes X No

Indicate by check mark if disclosure of delinquent filers pursuant to Item
405 of Regulation S-K is not contained herein, and will not be contained,
to the best of Registrant's knowledge, in definitive proxy or information
statements, incorporated by reference in Part III of this Form 10-K or any
amendment to this Form 10-K.

State the aggregate market value of voting stock held by non-affiliates of
the Registrant.

	Market Value as of March 25, 1994
Common Stock, \$1 par value	\$208,357,000
Class B Common Stock, \$1 par value	*

*No market exists for the shares of Class B Common Stock, which is neither
registered under Section 12 of the Act nor subject to Section 15(d) of the
Act.

Indicate the number of shares outstanding of each of the Registrant's
classes of common stock, as of the latest practicable date.

Class	Outstanding as of March 25, 1994
Common Stock, \$1 Par Value	7,958,059
Class B Common Stock, \$1 Par Value	1,336,362

Documents Incorporated by Reference

Proxy Statement to be filed pursuant to Section 14

of the Exchange Act with respect to the 1994 Annual

Meeting of Shareholders Part III, Items 10-13

The registrant hereby amends the following items, financial statements,
exhibits or other portions of its Annual Report on Form 10-K for the fiscal
year ended January 2, 1994, which was filed with the Commission on April 1,
1994, as set forth in the pages attached hereto:

- A. Part IV, Item 14 A.3(ii) of the Annual Report on Form 10-K
is amended to reflect the filing of Exhibit (99.1),
"Information, Financial Statements and Exhibits required by
Form 11-K with Respect to the Coca-Cola Bottling Co.
Consolidated Savings Plan."
- B. Exhibit (99.1), "Information, Financial Statements and
Exhibits Required by Form 11-K with Respect to the Coca-Cola
Bottling Co. Consolidated Savings Plan" is filed herewith
pursuant to Rule 15d-21 of the Securities Act of 1934.

Pursuant to the requirements of the Securities Exchange Act of 1934, the
registrant has duly caused this Amendment to be signed on its behalf by the
undersigned, thereunto duly authorized.

COCA-COLA BOTTLING CO. CONSOLIDATED
(Registrant)

By: /s/ David V. Singer
David V. Singer
Vice President & Chief Financial Officer

Dated: June 27, 1994

Report of Independent Accountants

In our opinion, the accompanying statements of net assets available for plan benefits and the related statements of changes in net assets available for plan benefits present fairly, in all material respects, the net assets available for benefits of the Coca-Cola Bottling Co. Consolidated Savings Plan at December 31, 1993 and 1992, and the changes in net assets available for benefits for the years then ended, in conformity with generally accepted accounting principles. These financial statements are the responsibility of the plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with generally accepted auditing standards which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for the opinion expressed above.

Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The additional information included in Schedules I and II is presented for purposes of additional analysis and is not a required part of the basic financial statements but is additional information required by ERISA. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PRICE WATERHOUSE

Charlotte, North Carolina
May 13, 1994

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Coca-Cola Bottling Co. Consolidated Savings Plan

Financial Statements and Schedules

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STATEMENT OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
DECEMBER 31, 1993

	Fixed Income Fund	New Perspective Fund	Washington Mutual Investors Fund	Bond Fund of America	Loan Fund	CCBCC Common Stock	Total
Coca-Cola Bottling Co. Consolidated ("CCBCC") Common Stock						\$ 982,580	\$ 982,580
Aetna Life Insurance and Annuity Company Guaranteed Accumulation Account	\$ 9,682,977						9,682,977
Washington Mutual Investors Fund			\$ 4,464,614				4,464,614
New Perspective Fund		\$ 733,036					733,036
Bond Fund of America				\$ 457,431			457,431
Wachovia Bank Diversified Trust Fund Short-Term Investment Fund	21,838	33,378	33,378	25,000		21,416	135,010
Loans to participants					\$ 918,123		918,123
Employee contributions receivable	68,103	4,216	18,454	4,376			95,149
Employer contributions receivable	724,934	51,535	269,506	50,956			1,096,931
Interest and dividends receivable	331	91	121	72		30	645
Receivable from the Eastern Coca-Cola 401(k) Plan	144,744						144,744
Net assets available for plan benefits	\$10,642,927	\$ 822,256	\$ 4,786,073	\$ 537,835	\$ 918,123	\$1,004,026	\$18,711,240

The accompanying notes are an integral part of these financial statements.

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Coca-Cola Bottling Co. Consolidated Savings Plan

Financial Statements and Schedules

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STATEMENT OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
DECEMBER 31, 1992

	Fixed Income Fund	New Perspective Fund	Washington Mutual Investors Fund	Bond Fund of America	Loan Fund	CCBCC Common Stock	Total
CCBCC Common Stock						\$ 534,068	\$ 534,068
Aetna Life Insurance and Annuity Company Guaranteed Accumulation Account	\$ 7,885,297						7,885,297
Washington Mutual Investors Fund			\$ 2,831,712				2,831,712
New Perspective Fund		\$ 263,090					263,090
Bond Fund of America				\$ 135,356			135,356
Wachovia Bank Diversified Trust Fund Short-Term Investment Fund	75,472	17,611	11,961	23,313		6,736	135,093
Loans to participants					\$ 628,958		628,958
Employee contributions receivable	39,367	1,220	6,530	1,061			48,178
Employer contributions receivable	1,361	304	1,634	265			3,564
Net assets available for plan benefits	\$ 8,001,497	\$ 282,225	\$ 2,851,837	\$ 159,995	\$ 628,958	\$ 540,804	\$ 12,465,316

The accompanying notes are an integral part of these financial statements.

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STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
YEAR ENDED DECEMBER 31, 1993

	Fixed Income Fund	New Perspective Fund	Washington Mutual Investors Fund	Bond Fund of America	Loan Fund	CCBCC Common Stock	Total
Additions to net assets:							
Employee contributions	\$ 2,358,431	\$ 157,766	\$ 800,471	\$ 145,042			\$ 3,461,710
Employer contributions (Note 2)	1,249,437	85,783	458,132	89,663			1,883,015
Interest and dividends	629,193	18,808	196,082	29,428	\$ 51,659		925,170
Realized gain (loss) on sale of investments			3,006	829		\$ 14,409	18,244
Net unrealized gain (loss) on investments		73,693	198,563	(1,096)		502,537	773,697
Interfund transfers	(1,009,150)	216,856	442,369	119,154	237,506	(6,735)	
Total additions	3,227,911	552,906	2,098,623	383,020	289,165	510,211	7,061,836
Deductions from net assets:							
Benefits paid	705,750	11,680	158,664	4,236		46,989	927,319
Forfeitures	25,475	1,195	5,723	944			33,337
Total deductions	731,225	12,875	164,387	5,180		46,989	960,656
Increase (decrease) in net assets for year	2,496,686	540,031	1,934,236	377,840	289,165	463,222	6,101,180
Transfer of net assets from Eastern Coca-Cola 401(k)	144,744						144,744
Net assets available for plan benefits at December 31, 1992	8,001,497	282,225	2,851,837	159,995	628,958	540,804	12,465,316
Net assets available for plan benefits at December 31, 1993	\$ 10,642,927	\$ 822,256	\$ 4,786,073	\$ 537,835	\$ 918,123	\$ 1,004,026	\$18,711,240

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
YEAR ENDED DECEMBER 31, 1992

	NationsBank		Wachovia	
	Fixed Income Fund	Consolidated Equity Fund	Fixed Income Fund	New Perspective Fund
Additions to net assets:				
Employee contributions	\$ 323,888	\$ 86,820	\$ 1,542,439	\$ 65,670
Employer contributions (Note 2)	90,026	21,708	367,588	15,386
Interest and dividends	81,857	3,241	399,935	4,643
Realized gain (loss) on sale of investments		(140,932)		(167)
Net unrealized gain (loss) on investments				3,575
Interfund transfers			(293,503)	12,290
 Total additions	 495,771	 (29,163)	 2,016,459	 101,397
Deductions from net assets:				
Benefits paid	211,961	55,781	344,745	245
Forfeitures			30,746	29
 Total deductions	 211,961	 55,781	 375,491	 274
 Increase (decrease) in net assets for year	 283,810	 (84,944)	 1,640,968	 101,123
 Transfer to successor trustee	 (6,626,109)	 (2,446,049)	 6,360,529	 181,102
 Net assets available for plan benefits at December 31, 1991	 6,342,299	 2,530,993		
 Net assets available for Plan benefits at December 31, 1992	 \$	 \$	 \$ 8,001,497	 \$ 282,225

The accompanying notes are an integral part of these financial statements.

	Wachovia				
	Washington Mutual Investors Fund	Bond Fund of America	Loan Fund	CCBCC Common Stock	Total
Additions to net assets:					
Employee contributions	\$ 442,091	\$ 46,263			\$ 2,507,171
Employer contributions (Note 2)	109,188	10,728			614,624
Interest and dividends	100,592	6,334	\$ 9,422		606,024
Realized gain (loss) on sale of investments	11,533	(30)		\$(19,581)	(149,177)
Net unrealized gain (loss) on investments	193,138	1,063		(58,528)	139,248
Interfund transfers	(331,820)	6,639	620,684	(14,290)	
 Total additions	 524,722	 70,997	 630,106	 (92,399)	 3,717,890
Deductions from net assets:					
Benefits paid	114,928	1,458	1,148	45,007	775,273
Forfeitures	3,138	96		546	34,555
 Total deductions	 118,066	 1,554	 1,148	 45,553	 809,828
 Increase (decrease) in net assets for year	 406,656	 69,443	 628,958	 (137,952)	 2,908,062
 Transfer to successor trustee	 2,445,181	 90,552		 (5,206)	
 Net assets available for plan benefits at December 31, 1991				 683,962	 9,557,254

Net assets available for Plan benefits at December 31, 1992	\$ 2,851,837	\$ 159,995	\$ 628,958	\$ 540,804	\$ 12,465,316
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The accompanying notes are an integral part of these financial statements.

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Coca-Cola Bottling Co. Consolidated Savings Plan

Notes to Financial Statements

NOTE 1 - ACCOUNTING PRINCIPLES AND PRACTICES:

The significant accounting principles and practices of the Coca-Cola Bottling Co. Consolidated Savings Plan (the "Savings Plan") are summarized as follows:

Accounting Method:

The accompanying financial statements have been prepared on the accrual basis of accounting.

Valuation of Investments:

The investments of the Savings Plan are recorded at fair value which is based primarily on quoted market values. The investment in the Aetna Life Insurance and Annuity Company Guaranteed Accumulation Account is stated at contract value.

Investment Transactions:

Realized gains and losses on sales of investments are recorded as the difference between proceeds received and cost. Cost is determined using the specific identification method. Net appreciation (depreciation) in fair value of investments includes the reversal of previously recognized appreciation (depreciation) relating to investments sold during the period.

Reclassifications:

Certain prior year amounts have been reclassified to conform to current year classifications.

NOTE 2 - DESCRIPTION OF PLAN:

General:

The following brief description of the Savings Plan is provided for general information purposes only. Participants should refer to the Plan agreements for more complete information.

The Savings Plan allows participation by substantially all full time non-union employees of Coca-Cola Bottling Co. Consolidated (the "Company"). The Savings Plan is a defined contribution plan which provides benefits to participants upon retirement, hardship, attainment of age 59 1/2, death or termination of service.

The Savings Plan is administered by a Plan Committee currently composed of two persons appointed by the Board of Directors of the Company. The Board of Directors of the Company has the right at any time to remove members of the Plan Committee, who serve without compensation. The Plan Committee has complete responsibility for the operation and administration of the Savings Plan including, without limitation, the power to construe and interpret the Savings Plan and to resolve all questions that arise thereunder.

The Savings Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA") applicable to defined contribution or individual account plans. The Plan Committee believes the Savings Plan meets all significant requirements of ERISA.

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Coca-Cola Bottling Co. Consolidated Savings Plan

Notes to Financial Statements

NOTE 2 - DESCRIPTION OF PLAN (Continued):

Savings Plan Eligibility:

Employees are eligible to participate in the Savings Plan on the first day of the first pay period that begins in the month subsequent to the date of completion of ninety days of employment. Participants become fully vested with respect to contributions by the Company ("Company Contribution") after the earlier of having contributed to the Savings Plan for two full years or having completed five years of service since April 30, 1986.

Contributions:

Participants in the Savings Plan may contribute from 1% to 6% of their total pre-tax compensation (Salary Reduction Contribution). Salary Reduction Contributions were limited by the Internal Revenue Code to \$8,994 and \$8,728 in 1993 and 1992, respectively. The limit is increased annually by certain cost of living adjustments and decreased for contributions to certain other plans. In addition, Salary Reduction Contributions of highly compensated employees may be further limited to comply with Internal Revenue Code discrimination requirements. The Company makes a contribution equal to 25% of the participant's Salary Reduction Contribution up to 6% of the participant's contribution. Company Contributions for highly compensated employees may be limited to comply with Internal Revenue Code discrimination requirements. During 1993, the Company made a discretionary contribution of approximately \$1 million which was allocated, in general, to individual participant's accounts based on the participant's deferral percentage for the last pay period in 1993 multiplied by 25% of the participants' 1993 salary.

At the discretion of the Plan Committee, participants may be permitted to deposit amounts received from other qualified plans (Rollover Contributions). During 1993 and 1992 approximately \$52,000 and \$136,000, respectively, was deposited into the Savings Plan under the rollover provisions.

Forfeitures of Company Contribution accounts serve to reduce current year Company Contributions.

Investment Options:

The Savings Plan allows participants to select investment options for all contributions and earnings thereon. Participants may place contributions and transfers from other funds in any available fund in multiples of 10%. Investment options may be changed quarterly.

Effective April 1, 1992, the trustee for the Savings Plan was changed from NationsBank (formerly NNCB National Bank of North Carolina) to Wachovia Bank of North Carolina, N.A. (Wachovia).

In conjunction with the transfer of assets to Wachovia, the Savings Plan offers new investment options for participants. The options are as follows:

- (1) Fixed Income Fund - This fund is maintained by Wachovia and invests in guaranteed investment contracts of the Aetna Life Insurance and Annuity Company and is intended to insure preservation of principal and to provide a minimum credited interest rate which is redetermined as of January 1 and July 1 of each year.

Coca-Cola Bottling Co. Consolidated Savings Plan

Notes to Financial Statements

NOTE 2 - DESCRIPTION OF PLAN (Continued):

- (2) Equity Funds - Participants are offered a choice of three funds which are all maintained by the American Funds Group.
- (a) Washington Mutual Investors Fund - This fund is fully invested in common stocks and convertible securities.
 - (b) New Perspective Fund - Investments for this fund are made in both U.S. and foreign securities.
 - (c) Bond Fund of America - This fund invests in a diversified portfolio of bonds and other fixed-income obligations.
- (3) Coca-Cola Bottling Co. Consolidated Common Stock - This fund consists of investments in the common stock of the Company purchased on the open market or shares which were sold by the trustee for other Plan participants. Effective January 1, 1991, this investment option was terminated with respect to future contributions. As a result, no participant may change his or her investment options to increase the amount held in the fund. Dividends received after that date are invested in the Fixed Income Fund.

Earnings Allocation:

Each participant's account is credited with the participant's contributions, an allocation of the Company's contributions and an allocation of the earnings of the funds in which the participant has directed investments on a quarterly basis.

Payments and Withdrawals:

Following a participant's retirement, death or other separation from service, distribution of amounts credited to the participant's account will occur. The participant or the named beneficiary will receive an amount equal to the value of the participant's account arising from the participant's and company contributions and earnings thereon in cash or in Company Stock, to the extent so requested by the participant and held in the participant's account.

Pre-termination distributions are allowed upon the participant's attainment of age 59 1/2 or on account of hardship.

Withdrawals other than those allowed upon attainment of age 59 1/2 or death may result in the imposition of a 10% penalty on amounts withdrawn.

Effective April 1, 1992, the Savings Plan was amended to allow participants to obtain loans subject to approval by the Plan Committee. Such loans are limited to one-half of a participant's vested interest in his or her Savings Plan account up to \$50,000.

Other:

Administrative expenses incurred directly by the Savings Plan are generally paid by the Company.

The Company reserves the right to amend, discontinue or terminate the Savings Plan. If the Savings Plan should be terminated, each participating employee will become fully vested and will be entitled to receive payment from his or her account as provided in the Savings Plan. Because the Savings Plan is an individual account plan, it is not insured under the plan termination provision of ERISA as administered by the Pension Benefit Guaranty Corporation.

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Coca-Cola Bottling Co. Consolidated Savings Plan

Notes to Financial Statements

NOTE 3 - TAX STATUS OF THE SAVINGS PLAN:

The Savings Plan has received a favorable determination letter from the Internal Revenue Service with respect to the qualified status of the Savings Plan. The Plan Committee believes the Savings Plan continues to fulfill the requirements of a qualified plan and is not subject to tax. Accordingly, no provision for income taxes has been reflected in the accompanying financial statements.

Under the present federal income tax laws, a participating employee will not become subject to federal income tax with respect to contributions or income earned thereon until the participating employee's account is distributed to the employee from the Savings Plan.

NOTE 4 - NET APPRECIATION (DEPRECIATION) IN FAIR VALUE OF INVESTMENTS:

For 1993 and 1992 the following investments of the Savings Plan had changes in fair market value as follows:

	1993	1992
Net increase (decrease) in unrealized appreciation for the year:		
Coca-Cola Bottling Co. Consolidated Common Stock	\$ 502,537	\$ (58,528)
New Perspective Fund	73,693	3,575
Washington Mutual Investors Fund	198,563	193,138
Bond Fund of America	(1,096)	1,063
	\$ 773,697	\$ 139,248

NOTE 5 - PLAN MERGERS:

During 1993, the Company and The Coca-Cola Company formed Piedmont Coca-Cola Bottling Partnership ("Piedmont"). The Company manages the operations of Piedmont pursuant to a management agreement. In conjunction with the management agreement, the Company is responsible for administering benefits of employees of Piedmont which Piedmont leases from the Company. Effective December 31, 1993, the Eastern Coca-Cola Bottling Company 401(k) Plan ("Eastern Plan"), a plan for certain employees of Piedmont, was merged into the Plan. The assets of the Eastern Plan were transferred into the Savings Plan during the first quarter of 1994.

Coca-Cola Bottling Co. Consolidated Savings Plan

Notes to Financial Statements

NOTE 6 - RECONCILIATION TO FORM 5500

The calculation of unrealized appreciation/(depreciation) and realized gains/(losses) differs for financial reporting purposes and the reporting required under ERISA, although the aggregate realized and unrealized gain or loss is the same for financial reporting and ERISA reporting purposes. Benefit obligations payable to participants at December 31, 1993 and 1992 are reflected as Savings Plan liabilities in the Form 5500, but are not included in the Savings Plan's net assets on the financial statements.

Benefit obligations payable to participants at December 31, 1993 and 1992, respectively, included in the Savings Plan's net assets amounted to the following:

	December 31, 1993	December 31, 1992
Fixed Income Fund	\$ 67,969	\$ 843
New Perspective Fund	249	
Washington Mutual Investors Fund	6,585	
Bond Fund of America	1,021	
CCBCC Common Stock	1,183	
	-----	-----
	\$ 77,007	\$ 843

These amounts are reflected as plan liabilities in the Form 5500 filed for ERISA reporting purposes.

NOTE 7 - SUBSEQUENT EVENTS

The trustee for the Plan was changed from Wachovia to Investors Fiduciary Trust Company on January 1, 1994. All investment options available to Plan participants remain unchanged.

Also, effective January 1, 1994, participants may contribute up to 10% of their pre-tax earnings to the Plan, of which the Company matches 25% of the first 6% contributed by participants.

ASSETS HELD FOR INVESTMENT
DECEMBER 31, 1993

Units	Description	Cost	Market
26,920	Coca-Cola Bottling Co. Consolidated Common Stock	\$ 713,263	\$ 982,580
9,682,977	Aetna Life Insurance and Annuity Company Guaranteed Accumulation Account	9,682,977	9,682,977
251,103.158	Washington Mutual Investors Fund	4,072,213	4,464,614
48,836.505	New Perspective Fund	655,755	733,036
31,656.155	Bond Fund of America	457,461	457,431
135,010	Wachovia Bank Diversified Trust Fund Short-Term Investment Fund	135,010	135,010
	Loans to participants	918,123	918,123
		\$16,634,802	\$17,373,771

REPORTABLE TRANSACTIONS IN EXCESS OF 5% OF PLAN ASSETS
YEAR ENDED DECEMBER 31, 1993

Description	Number of purchases	Number of sales	Dollar value of purchases	Dollar value of sales	Net gain
Aetna Life Insurance and Annuity Company Guaranteed Accumulation Account	31	2	\$2,009,166	\$806,000	
Washington Mutual Investors Fund	44		1,459,541		

Consent of Independent Accountants

We hereby consent to the incorporation by reference in the Prospectus constituting part of the Registration Statement on Form S-3 (No. 33-4325) of our report dated May 13, 1994 appearing in this Form 10-K/A.

PRICE WATERHOUSE

Charlotte, North Carolina
June 27, 1994

