



---

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

---

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported):  
April 29, 2008**

---

**COCA-COLA BOTTLING CO. CONSOLIDATED**

---

(Exact name of registrant as specified in its charter)

---

Delaware  
(State or other jurisdiction  
of incorporation)

---

0-9286  
(Commission File Number)

---

56-0950585  
(IRS Employer Identification No.)

---

4100 Coca-Cola Plaza, Charlotte, North Carolina 28211  
(Address of principal executive offices) (Zip Code)

---

(704) 557-4400

---

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On April 29, 2008, the stockholders of Coca-Cola Bottling Co. Consolidated (the “Company”) approved a Performance Unit Award Agreement with J. Frank Harrison, III, the Company’s Chairman and Chief Executive Officer (the “Award Agreement”). A summary description of the Award Agreement is set forth on pages 34 through 36 of the Company’s Proxy Statement for its Annual Meeting of Stockholders held on April 29, 2008, which description is incorporated herein by reference.

