

COCA COLA BOTTLING CO CONSOLIDATED /DE/  
Form 8-K  
December 22, 2011

**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):

December 20, 2011

**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 1.01. Entry into a Material Definitive Agreement.**

Coca-Cola Bottling Co. Consolidated (the Company ) and The Coca-Cola Company, by and through its Coca-Cola North America division, entered into an amendment, dated December 20, 2011, to the Incidence Pricing Agreement, dated March 16, 2009 (the Pricing Agreement ), between the parties. The amendment extended the minimum term of the Pricing Agreement until December 31, 2013. A copy of the amendment is attached hereto as Exhibit 10.1 and incorporated herein by reference. A copy of the Pricing Agreement was previously filed as Exhibit 10.6 to the Company s Quarterly Report on Form 10-Q for the quarter ended October 3, 2010.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

- 10.1 Amendment to Pricing Agreement, dated December 20, 2011, between the Company and The Coca-Cola Company, by and through its Coca-Cola North America division.

Signature

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

**COCA-COLA BOTTLING CO. CONSOLIDATED**  
(REGISTRANT)

Date: December 22, 2011

BY:                               /s/ James E. Harris  
  James E. Harris  
  Principal Financial Officer of the Registrant  
  and  
  Senior Vice President, Shared Services  
  and  
  Chief Financial Officer

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC

EXHIBITS

CURRENT REPORT

ON

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COCA-COLA BOTTLING CO. CONSOLIDATED

EXHIBIT INDEX

Exhibit No.	Exhibit Description
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