

PERFORMANCE FOOD GROUP CO
Form 4
November 15, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
AUSTIN JOHN D

2. Issuer Name and Ticker or Trading Symbol
PERFORMANCE FOOD GROUP CO [PFGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
12500 WEST CREEK PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

RICHMOND, VA 23238

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	(A) or (D)	Price	
Common stock	11/14/2006		M		8,000	A	\$ 9.25 17,158	D
Common stock	11/14/2006		S		300	D	\$ 27.82 16,858	D
Common stock	11/14/2006		S		400	D	\$ 27.83 16,458	D
Common stock	11/14/2006		S		100	D	\$ 27.84 16,358	D
Common stock	11/14/2006		S		718	D	\$ 27.85 15,640	D

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Common stock	11/14/2006	S	900	D	\$ 27.86	14,740	D	
Common stock	11/14/2006	S	400	D	\$ 27.87	14,340	D	
Common stock	11/14/2006	S	182	D	\$ 27.88	14,158	D	
Common stock	11/14/2006	S	736	D	\$ 27.89	13,422	D	
Common stock	11/14/2006	S	100	D	\$ 27.895	13,322	D	
Common stock	11/14/2006	S	2,474	D	\$ 27.9	10,848	D	
Common stock	11/14/2006	S	490	D	\$ 27.91	10,358	D	
Common stock	11/14/2006	S	100	D	\$ 27.92	10,258	D	
Common stock	11/14/2006	S	100	D	\$ 27.93	10,158	D	
Common stock	11/14/2006	S	500	D	\$ 27.94	9,658	D	
Common stock	11/14/2006	S	400	D	\$ 27.95	9,258	D	
Common stock	11/14/2006	S	100	D	\$ 27.96	9,158	D	
Common stock						2,501.6433	I	By ESOP
Common stock						189.6978	I	By 401k

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

	Code	V	(Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			(A)	(D)				
Employee stock options					02/11/2002	02/11/2008	Common stock	8,000
			\$ 9.25	11/14/2006				
	M			8,000				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AUSTIN JOHN D 12500 WEST CREEK PARKWAY RICHMOND, VA 23238			Chief Financial Officer	

Signatures

J. Keith Middleton, by power of
attorney

11/15/2006

__Signature of 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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