

PERFORMANCE FOOD GROUP CO

Form 4

November 15, 2006

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

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

OMB APPROVAL

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(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
__X__ Officer (give title ____ Other (specify
below) 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)
__X__ 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 Indirect Beneficial 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.

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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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Reporting Owners

Signatures

 **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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