

Edgar Filing: PERFORMANCE FOOD GROUP CO - Form SC 13G/A

PERFORMANCE FOOD GROUP CO
Form SC 13G/A
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G/A
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO
FILED PURSUANT TO 13d-2(b)
(Amendment No. 8)

Performance Food Group Company

(Name of Issuer)

Common Stock

(Title of Class of Securities)

713755106

(CUSIP Number)

December 31, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

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(1) NAME OF REPORTING PERSON

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Performance Food Group Company Employee Savings and Stock
Ownership Plan and Trust

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
N/A (b) []

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5) SOLE VOTING POWER	0
	(6) SHARED VOTING POWER	539,666
	(7) SOLE DISPOSITIVE POWER	0
	(8) SHARED DISPOSITIVE POWER	2,083,333

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,083,333

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES* (a) []

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.76%

(12) TYPE OF REPORTING PERSON*

EP

*SEE INSTRUCTION BEFORE FILLING OUT!

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Item 1(a). Name of Issuer: Performance Food Group Company

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- Item 1(b). Address of Issuer's Principal Executive Offices: 12500 West Creek Parkway Richmond, VA 23238
- Item 2(a). Name of Person Filing: Performance Food Group Company Employee Savings and Stock Ownership Plan and Trust (the "Plan")
- Item 2(b). Address of Principal Business Office: 12500 West Creek Parkway Richmond, VA 23238
- Item 2(c). Organization/Citizenship: United States
- Item 2(d). Title of Class Of Securities: Common stock ("Common Stock")
- Item 2(e). CUSIP Number: 713755106
- Item 3. If this statement is filed pursuant to 13d-1(b), or 13d-2(b), check whether the person is a f) Employment Benefit Plan, Pension Fund which is subject to the provision of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 240.13d-1(b) (ii) (F).
- Item 4. Ownership.

As of December 31, 2001, there were 2,083,333 shares of common stock of the Company (the "Shares") held within the Plan (4.76% of the total outstanding Shares), of which 1,543,667 shares have been allocated to the accounts of participants. Total Shares over which the Plan has shared voting power is 539,666 (1.2% of the total outstanding Shares) and total shares over which the Plan has shared dispositive power is 2,083,333 (4.76% of the total outstanding Shares). The Plan has sole voting and sole disposition power over no Shares.*

*The Plan is administered by a committee appointed by the Board of Directors of the Company, which committee is comprised of, Roger L. Boeve, the Company's Chief Financial Officer, Nathan P. Duet, the Company's Corporate Director of Human Resources, and John D. Austin, the Company's Vice President-Finance. The committee directs investment decisions (other than permitted participant directed transactions) and shares voting power with the Plan trustees with respect to unallocated Shares in the Plan.

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- Item 5. Ownership of Five Percent or Less of a Class.
Inapplicable.
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Inapplicable.
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.
Inapplicable.

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Item 8. Identification and Classification of Members of the Group.

Inapplicable.

Item 9. Notice of Dissolution of Group.

Inapplicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transactions having such purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct, as of the 14th day of February 2002.

PERFORMANCE FOOD GROUP COMPANY EMPLOYEE
SAVINGS AND STOCK OWNERSHIP PLAN AND TRUST

By: /s/ Roger L. Boeve

Roger L. Boeve, Trustee

By: /s/ Nathan P. Duet

Nathan P. Duet, Trustee

By: /s/ John D. Austin

John D. Austin, Trustee