UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended JUNE 28, 1998

Commission File Number 0-9286

COCA-COLA BOTTLING CO. CONSOLIDATED
(Exact name of registrant as specified in its charter)

DELAWARE	56-0950585
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

1900 REXFORD ROAD, CHARLOTTE, NORTH CAROLINA	28211
(Address of principal executive offices)	(Zip Code)

(704) 551-4400
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No [ ]

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class	Outstanding at July 31, 1998
Common Stock, $1 Par Value	7,045,047
Class B Common Stock, $1 Par Value	1,319,800

PART I - FINANCIAL INFORMATION

Item l. Financial Statements

Coca-Cola Bottling Co. Consolidated
CONSOLIDATED BALANCE SHEETS (UNAUDITED)
In Thousands (Except Share Data)

	June 28, 1998	Dec. 28, 1997	June 29, 1997
ASSETS			
Current Assets:			
Cash	$ 5,518	$ 4,427	$ 3,733
Accounts receivable, trade, less allowance for doubtful accounts of $528, $513 and $420	62,320	55,258	52,097
Accounts receivable from The Coca-Cola Company	12,971	4,690	9,126
Due from Piedmont Coca-Cola Bottling Partnership	127	2,009	3,531
Accounts receivable, other	7,752	8,776	9,154
Inventories	46,536	38,738	37,265
Prepaid expenses and other current assets	15,821	12,674	9,732
Total current assets	151,045	126,572	124,638

Property, plant and equipment, less accumulated

depreciation of $186,444, $175,766 and $170,982	257,417	250,904	251,409
Investment in Piedmont Coca-Cola Bottling Partnership	62,999	63,326	64,399
Other assets	45,879	43,138	40,321
Identifiable intangible assets, less accumulated amortization of $110,630, $105,334 and $100,365	257,757	231,034	235,890
Excess of cost over fair value of net assets of businesses acquired, less accumulated amortization of $29,705, $28,560 and $27,415	61,914	63,059	64,204
Total	$837,011	$778,033	$780,861

See Accompanying Notes to Consolidated Financial Statements

Coca-Cola Bottling Co. Consolidated
CONSOLIDATED BALANCE SHEETS (UNAUDITED)
In Thousands (Except Share Data)

	June 28, 1998	Dec. 28, 1997	June 29, 1997
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current Liabilities:			
Portion of long-term debt payable within one year	$ 60,884	$12,000	$ 12,135
Accounts payable and accrued liabilities	67,117	71,583	58,461
Accounts payable to The Coca-Cola Company	9,985	4,108	6,795
Accrued compensation	4,944	5,075	3,801
Accrued interest payable	14,273	14,038	11,097
Total current liabilities	157,203	106,804	92,289
Deferred income taxes	115,680	111,594	109,667
Deferred credits	5,968	7,139	8,592
Other liabilities	57,074	49,434	47,135
Long-term debt	489,068	493,789	515,847
Total liabilities	824,993	768,760	773,530
Shareholders' Equity:			
Convertible Preferred Stock, $100 par value: Authorized-50,000 shares; Issued-None			
Nonconvertible Preferred Stock, $100 par value: Authorized-50,000 shares; Issued-None			
Preferred Stock, $.01 par value: Authorized-20,000,000 shares; Issued-None			
Common Stock, $1 par value: Authorized - 30,000,000 shares Issued -10,107,421 shares	10,107	10,107	10,107
Class B Common Stock, $1 par value: Authorized-10,000,000 shares Issued - 1,947,914 shares	1,948	1,948	1,948
Class C Common Stock, $1 par value: Authorized-20,000,000 shares; Issued-None			
Capital in excess of par value	98,892	103,074	107,257
Accumulated deficit	(37,675)	(44,602)	(50,623)
Minimum pension liability adjustment			(104)
	73,272	70,527	68,585
Less-Treasury stock, at cost:			
Common-3,062,374 shares	60,845	60,845	60,845
Class B Common-628,114 shares	409	409	409
Total shareholders' equity	12,018	9,273	7,331
Total	$ 837,011	$ 778,033	$ 780,861

See Accompanying Notes to Consolidated Financial Statements

Coca-Cola Bottling Co. Consolidated
CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
In Thousands (Except Per Share Data)

	Second Quarter 1998	Second Quarter 1997	First Half 1998	First Half 1997
Net sales (includes sales to Piedmont of $18,699, $15,485, $30,902 and $26,076)	$ 241,415	$ 208,174	$ 444,746	$ 386,569
Cost of sales, excluding depreciation shown below (includes $13,621, $11,407, $24,456 and $20,010 related to sales to Piedmont)	137,037	114,393	255,434	213,843
Gross margin	104,378	93,781	189,312	172,726
Selling expenses, excluding depreciation shown below	49,048	43,314	99,746	87,378
General and administrative expenses	17,740	14,792	33,521	28,780
Depreciation expense	9,062	8,288	17,796	16,421
Amortization of goodwill and intangibles	3,316	3,091	6,537	6,155
Income from operations	25,212	24,296	31,712	33,992
Interest expense	9,088	9,385	18,346	18,509
Other income (expense), net	(1,196)	(378)	(2,353)	(785)
Income before income taxes	14,928	14,533	11,013	14,698
Federal and state income taxes	5,539	5,392	4,086	5,453
Net income	$ 9,389	$ 9,141	$ 6,927	$ 9,245
Basic net income per share	$ 1.12	$ 1.09	$ .83	$ 1.09
Diluted net income per share	$ 1.11	$ 1.08	$ .82	$ 1.08
Weighted average number of common shares outstanding	8,365	8,365	8,365	8,450
Weighted average number of common shares outstanding - assuming dilution	8,496	8,448	8,495	8,536

See Accompanying Notes to Consolidated Financial Statements

Coca-Cola Bottling Co. Consolidated
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)
In Thousands

	Common Stock	Class B Common Stock	Capital in Excess of Par Value	Accumulated Deficit	Minimum Pension Liability Adjustment	Treasury Stock
Balance on December 29, 1996	$ 10,107	$ 1,948	$111,439	$ (59,868)	$ (104)	$ 41,253
Net income				9,245		
Cash dividends paid: Common			(4,182)			
Purchase of Common Stock						20,001
Balance on June 29, 1997	$ 10,107	$ 1,948	$107,257	$ (50,623)	$ (104)	$ 61,254
Balance on December 28, 1997	$10,107	$ 1,948	$103,074	$ (44,602)	$ -	$ 61,254
Net income				6,927		
Cash dividends paid: Common			(4,182)			
Balance on June 28, 1998	$ 10,107	$ 1,948	$ 98,892	$ (37,675)	$ -	$ 61,254

See Accompanying Notes to Consolidated Financial Statements

Coca-Cola Bottling Co. Consolidated
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
In Thousands

	First Half 1998	First Half 1997
Cash Flows from Operating Activities		
Net income	$ 6,927	$ 9,245
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation expense	17,796	16,421
Amortization of goodwill and intangibles	6,537	6,155
Deferred income taxes	4,086	
Losses on sale of property, plant and equipment	1,445	838
Amortization of debt costs	297	280
Undistributed losses of Piedmont Coca-Cola Bottling Partnership	327	63
Increase in current assets less current liabilities	(21,142)	(12,679)
Increase in other noncurrent assets	(2,968)	(6,005)
Increase in other noncurrent liabilities	6,470	4,858
Other	(5)	3,009
Total adjustments	12,843	12,940
Net cash provided by operating activities	19,770	22,185
Cash Flows from Financing Activities		
Proceeds from the issuance of long-term debt		76,619
Increase in current portion of long-term debt	48,884	12,030
Payments on long-term debt	(4,721)	(226)
Purchase of Common Stock		(20,001)
Cash dividends paid	(4,182)	(4,182)
Other	(11)	(352)
Net cash provided by financing activities	39,970	63,888
Cash Flows from Investing Activities		
Additions to property, plant and equipment	(24,511)	(81,578)
Proceeds from the sale of property, plant and equipment	656	103
Acquisition of companies, net of cash acquired	(34,794)	(3,806)
Net cash used in investing activities	(58,649)	(85,281)
Net increase in cash	1,091	792
Cash at beginning of period	4,427	2,941
Cash at end of period	$ 5,518	$ 3,733

See Accompanying Notes to Consolidated Financial Statements

Coca-Cola Bottling Co. Consolidated
Notes to Consolidated Financial Statements (Unaudited)

1. Accounting Policies

The consolidated financial statements include the accounts of Coca-Cola Bottling Co. Consolidated and its majority owned subsidiaries (the "Company"). All significant intercompany accounts and transactions have been eliminated.

The information contained in the financial statements is unaudited. The statements reflect all adjustments which, in the opinion of management, are necessary for a fair statement of the results for the interim periods presented. All such adjustments are of a normal, recurring nature.

The accounting policies followed in the presentation of interim financial results are the same as those followed on an annual basis. These policies are presented in Note 1 to the consolidated financial statements included in the Company's Annual Report on Form 10-K for the year ended December 28, 1997 filed with the Securities and Exchange Commission.

Certain prior year amounts have been reclassified to conform to current year classifications.

2. Summarized Income Statement Data of Piedmont Coca-Cola Bottling Partnership

On July 2, 1993, the Company and The Coca-Cola Company formed Piedmont Coca-Cola Bottling Partnership ("Piedmont") to distribute and market soft drink products primarily in portions of North Carolina and South Carolina. The Company and The Coca-Cola Company, through their respective subsidiaries, each beneficially own a 50% interest in Piedmont. The Company provides a portion of the soft drink products to Piedmont at cost and receives a fee for managing the business of Piedmont pursuant to a management agreement. Summarized income statement data for Piedmont is as follows:

	Second Quarter		First Half	
In Thousands	1998	1997	1998	1997
Net sales	$71,168	$63,037	$128,526	$115,868
Gross margin	31,541	28,218	56,266	51,946
Income from operations	5,862	4,535	5,643	5,919
Net income (loss)	2,796	1,508	(654)	(126)

3. Inventories

Inventories are summarized as follows:

In Thousands	June 28, 1998	Dec. 28, 1997	June 29, 1997
Finished products	$30,523	$21,542	$20,914
Manufacturing materials	12,545	14,171	10,394
Plastic pallets and other	3,468	3,025	5,957
Total inventories	$46,536	$38,738	$37,265

The amounts included above for inventories valued by the LIFO method were greater than replacement or current cost by approximately $2.7 million, $2.8 million and $2.1 million on June 28, 1998, December 28, 1997 and June 29, 1997, respectively, as a result of inventory premiums associated with certain acquisitions.

Coca-Cola Bottling Co. Consolidated
Notes to Consolidated Financial Statements (Unaudited)

4. Long-Term Debt

Long-term debt is summarized as follows:

In Thousands	Maturity	Interest Rate	Fixed(F) or Variable (V) Rate	Interest Paid	June 28, 1998	Dec. 28, 1997	June 29, 1997
Lines of Credit	2002	5.81%- 5.86%	V	Varies	$ 34,200	$ 10,300	$132,350
Term Loan Agreement	2004	6.33%	V	Varies	85,000	85,000	170,000
Term Loan Agreement	2005	6.33%	V	Varies	85,000	85,000	
Medium-Term Notes	1998	6.28%	V	Quarterly	-	10,000	10,000
Medium-Term Notes	1998	10.05%	F	Semi- annually	-	2,000	2,000
Medium-Term Notes	1999	7.99%	F	Semi- annually	28,585	28,585	28,585
Medium-Term Notes	2000	10.00%	F	Semi- annually	25,500	25,500	25,500
Medium-Term Notes	2002	8.56%	F	Semi- annually	47,000	47,000	47,000
Debentures	2007	6.85%	F	Semi- annually	100,000	100,000	100,000
Debentures	2009	7.20%	F	Semi- annually	100,000	100,000	
Other notes payable	1998- 2001	6.00%- 10.00%	F	Varies	44,667	12,404	12,547
					549,952	505,789	527,982
Less: Portion of long-term debt payable within one year					60,884	12,000	12,135
Long-term debt					$489,068	$493,789	$515,847

4. Long-Term Debt (cont.)

It is the Company's intent to renew its line of credit borrowings and borrowings under the revolving credit facility as they mature. To the extent that these borrowings do not exceed the amount available under the Company's $170 million revolving credit facility, they are classified as noncurrent liabilities.

On October 12, 1994, a $400 million shelf registration for debt and equity securities filed with the Securities and Exchange Commission became effective and the securities thereunder became available for issuance. On November 1, 1995, the Company issued $100 million of 6.85% debentures due 2007 pursuant to such registration. In July 1997, the Company issued $100 million of 7.20% debentures due 2009. The net proceeds from these issuances were used for refinancing a portion of existing public debt with the remainder used to repay other debt.

On November 20, 1995, the Company entered into a $170 million term loan agreement with $85 million maturing in July 2004 and $85 million maturing in July 2005. This loan was used to repay two $60 million loans previously entered into by the Company and other bank debt.

The Company has guaranteed a portion of the debt for two cooperatives in which the Company is a member. The amounts guaranteed were $30.7 million, $31.1 million and $31.5 million as of June 28, 1998, December 28, 1997 and June 29, 1997, respectively.

5. Derivative Financial Instruments

The Company uses derivative financial instruments to modify risk from interest rate fluctuations in its underlying debt. The Company has historically altered its fixed/floating interest rate mix based upon anticipated operating cash flows of the Company relative to its debt level and the Company's ability to absorb increases in interest rates. These derivative financial instruments are not used for trading purposes.

The Company had weighted average interest rates for the debt portfolio of approximately 7.1%, 7.1% and 6.8% as of June 28, 1998, December 28, 1997 and June 29, 1997, respectively. The Company's overall weighted average interest rate on its long-term debt increased from an average of 6.9% during the first half of 1997 to an average of 7.1% during the first half of 1998. After taking into account the effect of all of the interest rate swap activities, approximately 28%, 50% and 59% of the total debt portfolio was subject to changes in short-term interest rates as of June 28, 1998, December 28, 1997 and June 29, 1997, respectively.

A rate increase of 1% on the floating rate component of the Company's debt would have increased interest expense for the first half of 1998 by approximately $1.0 million and net income for the first six months ended June 28, 1998 would have been reduced by approximately $.6 million.

The Company currently has three interest rate swap agreements, including a fixed rate interest swap for $50 million added in the first quarter of 1998.

Derivative financial instruments were as follows:

	June 28, 1998		December 28, 1997		June 29, 1997	
In Thousands	Amount	Remaining Term	Amount	Remaining Term	Amount	Remaining Term
Interest rate swaps-floating	$ 60,000	5.25 years	$ 60,000	5.75 years	$ 60,000	6.25 years
Interest rate swaps-floating			100,000	11.5 years		
Interest rate swaps-fixed	60,000	5.25 years	60,000	5.75 years	60,000	6.25 years
Interest rate swaps-fixed	50,000	6.5 years				
Interest rate cap	35,000	2.0 years	35,000	2.5 years		

In January 1998, the Company terminated two floating rate interest swaps with a total notional amount of $100 million. The gain of $6.5 million resulting from this termination will be amortized over 11.5 years, the remaining term of the initial swap agreements.

5. Derivative Financial Instruments (cont.)

The carrying amounts and fair values of the Company's balance sheet and off-balance-sheet instruments were as follows:

In Thousands	June 28, 1998 Carrying Amount	June 28, 1998 Fair Value	December 28, 1997 Carrying Amount	December 28, 1997 Fair Value	June 29, 1997 Carrying Amount	June 29, 1997 Fair Value
Balance Sheet Instruments						
Public debt	$301,085	$311,965	$313,085	$327,486	$213,085	$216,850
Non-public variable rate long-term debt	204,200	204,200	180,300	180,300	302,350	302,350
Non-public fixed rate long-term debt	44,667	45,429	12,404	13,297	12,547	13,334
Off-Balance-Sheet Instruments						
Interest rate swaps		(397)		1,854		(3,730)
Interest rate cap		18		80		

The fair values of the interest rate swaps at June 28, 1998 and June 29, 1997 represent the estimated amounts the Company would have had to pay to terminate these agreements. The fair values of the interest rate cap and the fair value of the interest rate swap at December 28, 1997 represent the estimated amounts the Company would have received upon termination of these agreements.

6. Supplemental Disclosures of Cash Flow Information

Changes in current assets and current liabilities affecting cash, net of effect of acquisitions, were as follows:

	First Half	
In Thousands	1998	1997
Accounts receivable, trade, net	$ (6,444)	$ (1,074)
Accounts receivable from The Coca-Cola Company	(8,281)	(5,366)
Due from Piedmont Coca-Cola Bottling Partnership	1,882	2,357
Accounts receivable, other	1,069	(2,020)
Inventories	(7,610)	(6,438)
Prepaid expenses and other current assets	(3,058)	(274)
Accounts payable and accrued liabilities	(4,661)	(1,913)
Accounts payable to The Coca-Cola Company	5,877	3,546
Accrued compensation	(151)	(1,482)
Accrued interest payable	235	(15)
Increase in current assets less current liabilities	$(21,142)	$(12,679)

7. Acquisition

On January 21, 1998, the Company purchased the franchise rights and operating assets of a Coca-Cola bottler located in Florence, Alabama for $33.6 million. The bottling territory covers portions of northwest Alabama and South Central Tennessee and is contiguous to the Company's Tennessee bottling territory. The Company issued notes payable to the seller for approximately $32.1 million and used the Company's existing lines of credit to fund the cash portion of the acquisition. A portion of the notes payable issued is due on July 15, 1998 with the remaining notes payable due on January 31, 1999. The interest rate for the notes payable issued is 6.5%.

The acquisition was accounted for using the purchase method of accounting. Accordingly, the Company's financial statements reflect the operating results since the acquisition date. The results of operations for the periods presented would not have been materially different had this acquisition taken place at the beginning of the periods.

8. Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Introduction:

The following discussion presents management's analysis of the results of operations for the second quarter and first six months of 1998 compared to the second quarter and first six months of 1997 and changes in financial condition from June 29, 1997 and December 28, 1997 to June 28, 1998.

The Company reported net income of $9.4 million or $1.12 per share for the second quarter of 1998 compared with net income of $9.1 million or $1.09 per share for the same period in 1997. For the first half of 1998, net income was $6.9 million or $.83 per share compared to net income of $9.2 million or $1.09 per share for the first half of 1997. The second quarter of 1998 was highlighted by strong volume growth across all significant market channels and improved net selling prices as compared to the first quarter of 1998. Franchise bottle/can volume increased by 12% in the second quarter and was up 13% for the first half of 1998.

The Company purchased the franchise rights and operating assets of a Coca-Cola bottler in Florence, Alabama in January 1998. The Company purchased St. Paul Coca-Cola Bottling Company, Inc., a small Coca-Cola bottler in southwestern Virginia, in June 1998.

In June 1998, the Financial Accounting Standards Board issued Statement No. 133, "Accounting for Derivative Instruments and Hedging Activities", which is required to be adopted in years beginning after June 15, 1999. The Statement permits early adoption as of the beginning of any fiscal quarter after its issuance. The Company has not determined at this time when Statement No. 133 will be adopted. The Statement will require the Company to recognize all derivatives on the balance sheet at fair value. Derivatives that are not hedges must be adjusted to fair value through income. If the derivative is a hedge, depending on the nature of the hedge, changes in the fair value of derivatives will either be offset against the change in fair value of the hedged assets, liabilities or firm commitments through earnings or recognized in other comprehensive income until the hedged item is recognized in earnings. The ineffective portion of a derivative's change in fair value will be immediately recognized in earnings. The Company has not yet determined what the effect of adoption of Statement 133 will be on the earnings and financial position of the Company.

The results for interim periods are not necessarily indicative of the results to be expected for the year due to seasonal factors.

Results of Operations:

The Company continued its trend of strong volume growth in the second quarter with an increase of over 12% in franchise volume. Net sales for the quarter increased 16% over the same period in 1997. Franchise volume for the first six months of 1998 increased by 13% over 1997. Net sales for the first half of 1998 increased by 15% over the first half of 1997. The volume and sales gains for the second quarter and first half of 1998 are being driven primarily by targeted marketing programs with key accounts and the Company's significant investment in cold drink equipment and infrastructure. Net selling prices were approximately the same in the second quarter of 1998 versus the same period in 1997 reflecting an improved pricing trend. For the first half of 1998, net selling prices were down about 1% compared to the corresponding period in 1997. Volume growth was strong across all significant channels. Also, fountain volume increased 19% for the second quarter and 18% for the first six months of 1998.

The Company has enjoyed strong growth in its flagship brand, Coca-Cola classic, with volume up over 7% for the first half of 1998. Volume in the citrus category (Sprite, Mello Yello and Surge) increased 20% over the first half of the prior year. The Company continues to expand its sales of noncarbonated products with volume in the first half of 1998 more than doubling that of the first half of 1997. Noncarbonated products, including POWERaDE, Fruitopia, Cool from Nestea and bottled water, now account for over 5% of the Company's franchise bottle/can volume.

Gross margin as a percentage of sales decreased slightly for both the second quarter and the first half of 1998. This was due primarily to net selling prices which in a very competitive soft drink market, did not cover the increases in cost of sales.

Selling expenses for the second quarter and first half of 1998 increased by 13% and 14%, respectively, from 1997 levels. Increased selling expenses resulted from higher sales volume, employment costs for additional sales personnel, a new incentive program for certain employees, additional marketing expenses, higher costs for sales development programs and increased lease expense for cold drink equipment and vehicles, offset somewhat by increased marketing funding and infrastructure support from The Coca-Cola Company. The Company has made a significant investment in its sales force and anticipates that over time, the increases in sales revenue from this investment will outpace the growth in costs. The significant growth in selling expenses reflects the Company's commitment to accelerated volume growth.

The Company relies extensively on advertising and sales promotion in the marketing of its products. The Coca-Cola Company and other beverage companies that supply concentrates, syrups and finished products to the Company make substantial advertising expenditures to promote sales in the local territories served by the Company. The Company also benefits from national advertising programs conducted by The Coca-Cola Company and other beverage companies. Certain of the marketing expenditures by The Coca-Cola Company and other beverage companies are made pursuant to annual arrangements. Although The Coca-Cola Company has advised the Company that it intends to provide marketing funding support in 1998, it is not obligated to do so under the Company's Master Bottle Contract. Also, The Coca-Cola Company has agreed to provide additional marketing funding under a multi-year program to support the Company's cold drink infrastructure. Total marketing funding and infrastructure support from The Coca-Cola Company and other beverage companies in the first half of 1998 and 1997 was $25.8 million and $17.3 million, respectively. Total marketing funding and infrastructure support in the second quarter of 1998 and 1997 was $16.2 million and $10.8 million, respectively.

General and administrative expenses in the second quarter increased by 20% from the second quarter of 1997. General and administrative expenses for the first six months of 1998 increased by 16% over 1997 first half levels. The increase in general and administrative was due to hiring of additional support personnel and higher employment costs in certain of the Company's labor markets. The Company has made an investment in additional administrative infrastructure to support the projected accelerated growth of the Company.

Depreciation expense increased 9% and 8% between the second quarter and first half of 1998 and the comparable periods in 1997. This increase was due to significant ongoing capital investment, including over $100 million in 1997.

Interest expense during the second quarter declined 3% from the second quarter of 1997 due to more favorable interest rates on the Company's floating rate debt. Interest expense for the first half of 1998 was relatively unchanged from the same period in 1997.

The Company's overall weighted average interest rate increased from an average of 6.9% during the first half of 1997 to an average of 7.1% during the first half of 1998.

Other expense for the first half of 1998 increased by $1.6 million over the same period in 1997. The increase is due primarily to losses on the disposal of cold drink equipment.

CHANGES IN FINANCIAL CONDITION:

Working capital decreased $25.9 million from December 28, 1997 and decreased $38.5 million from June 29, 1997 to June 28, 1998. The decrease from December 28, 1997 is attributable to an increase in the current portion of long-term debt of $48.9 million offset by increases in accounts receivable ($7.1 million), accounts receivable from The Coca-Cola Company ($8.3 million) and inventory ($8.0 million). The increase in the current portion of long-term debt is due to the maturing of $28.6 million of the Company's Medium-Term Notes in the first quarter of 1999 and additional debt related to the acquisition of a Coca-Cola bottler in northwest Alabama during the first quarter of 1998. The increase in accounts receivable resulted primarily from the increase in sales over the prior year. The increase in inventory is due to the previously discussed sales increase and a greater number of stockkeeping units being sold. The increase in accounts receivable from The Coca-Cola Company is due to higher levels of marketing funding and infrastructure support in the current year. The decrease in working capital of $38.5 million from June 29, 1997 is due to the aforementioned increase in the current portion of long-term debt offset by an increase in accounts receivable of $10.2 million.

Capital expenditures in the first half of 1998 were $24.5 million as compared to $81.6 million in the first half of 1997. Capital expenditures for the first half of 1997 included $66.3 million of previously leased equipment that was purchased.

Long-term debt decreased by $26.8 million from June 29, 1997 and decreased by $4.7 million from December 28, 1997. The decrease from June 29, 1997 is primarily due to the reclassification of $28.6 million of the Company's Medium-Term Notes to current liabilities as of June 28, 1998. The Company currently intends to use its informal lines of credit to refinance the Medium-Term Notes as they come due.

It is the Company's intent to renew any borrowings under its $170 million revolving credit facility and the informal line of credit borrowings as they mature and, to the extent that any borrowings under the revolving credit facility and the informal lines of credit do not exceed the amount available under the Company's $170 million revolving credit facility, they are classified as noncurrent liabilities. As of June 28, 1998, the Company had no borrowings outstanding under the revolving credit facility and had approximately $34.2 million outstanding under the informal lines of credit.

As of June 28, 1998 the debt portfolio had a weighted average interest rate of approximately 7.1% and approximately 28% of the total debt portfolio was subject to changes in short-term interest rates.

Other liabilities increased from December 28, 1997 to June 28, 1998 by approximately $7.6 million. This increase is primarily due to a $6.5 million gain which resulted from the termination of two interest rate swaps in the first quarter of 1998. The $6.5 million gain will be amortized over 11.5 years, the remaining term of the initial swap agreements.

Management believes that the Company, through the generation of cash flow from operations and the utilization of unused borrowing capacity, has sufficient financial resources available to maintain its current operations and provide for its current capital expenditure requirements. The Company considers the acquisition of additional franchise territories on an ongoing basis.

YEAR 2000:

The Company uses software and other related technologies throughout its business that will be affected by the date change in the year 2000. In general, the Company has completed the assessment phase and is progressing with appropriate modifications. Overall, the Company has targeted year 2000 remediation primarily by the end of 1998, with certain applications targeted for completion by mid-1999. While the Company's plans are underway, and the Company does not anticipate such, the consequences of noncompliance by the Company, its customers or its suppliers, could have a material adverse impact on the Company's operations. The Company continues to incur expenses related to these efforts; however, such expenses are not expected to have a material impact on the Company's results of operations.

PART II - OTHER INFORMATION

Item 4. Submission of Matters to a Vote of Security Holders

(a) The Annual Meeting of the Company's shareholders was held on May 13, 1998.

(b) The meeting was held to consider and vote upon (i) fixing the number of the Company's directors at eleven, (ii) electing four directors, each for a term of three years or until his successor shall be elected and shall qualify, and (iii) approving the Company's new Long Term Incentive Plan in order to permit bonuses paid thereunder to qualify as "performance based" compensation within the meaning of Section 162(m) of the Internal Revenue Code of 1986, as amended.

The votes cast on the question of fixing the number of directors at eleven are summarized as follows:

For	Against	Abstain	Total Votes
32,636,725	8,910	4,116	32,649,751

The votes cast with respect to each director are summarized as follows:

Director Name	For	Abstain	Total Votes
J. Frank Harrison, Jr.	32,617,258	32,494	32,649,752
J. Frank Harrison, III	32,617,518	32,234	32,649,752
James L. Moore, Jr.	32,617,519	32,233	32,649,752
Ned R. McWherter	32,617,201	32,552	32,649,753

The votes cast for approving the Long Term Incentive Plan are summarized as follows:

For	Against	Abstain	Total Votes
32,562,454	75,812	11,486	32,649,752

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

Exhibit No.	Description
27	Financial data schedule for period ended June 28, 1998.

(b) Reports on Form 8-K

None.

SIGNATURES

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, thereunto duly authorized.

COCA-COLA BOTTLING CO. CONSOLIDATED

(REGISTRANT)

Date: August 7, 1998

By: /s/ David V. Singer

David V. Singer

Principal Financial Officer of the Registrant
and Vice President - Chief Financial Officer

WARNING: THE EDGAR SYSTEM ENCOUNTERED ERROR(S) WHILE PROCESSING THIS SCHEDULE.

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This schedule contains summary financial information extracted from the financial statements as of and for the six months ended June 28, 1998 and is qualified in its entirety by reference to such financial statements.

0000317540
COCA-COLA BOTTLING CO. CONSOLIDATED
1000
U.S. DOLLARS

6-MOS
JAN-03-1999
DEC-29-1997
JUN-28-1998
5,518
0
62,848
528
46,536
151,045
443,861
186,444
837,011
157,203
489,068
0
0
12,055
(37)
837,011
444,746
444,746
255,434
255,434
157,600
0
18,346
11,013
4,086
6,927
0
0
0
6,927
0.83
0.82