

\$35,000,000

PEPSICO, INC.

7.50% Callable Debt Securities Due April 24, 2002
Interest Payable Monthly

Underwriter: Lehman Brothers Inc.

Initial Offering Price: 100.00%

Underwriter's Discount: 0.00%

Currency: U. S. dollars

Date of Issue: April 24, 1995

Issuance form: Book entry.

Scheduled Maturity Date: April 24, 2002

Coupon: 7.50% per annum

Day count basis: 30/360

Interest Accrual Date: April 24, 1995, or the most recent date for which interest has been paid or provided for, as the case may be. Interest will accrue from each Interest Accrual Date to but excluding the next succeeding Interest Payment Date.

Interest Payment Dates: Monthly on the 24th of each month, commencing May 24, 1995 and ending on the Scheduled Maturity Date or an earlier

Optional Redemption Date. If any Interest Payment Date falls on a date that is not a Business Day, such Interest Payment Date will be the next succeeding Business Day with no additional interest accruing.

Principal Payment Dates: Scheduled Maturity Date, or an earlier
Optional Redemption Date

Business Days: New York

Calculation Agent: PepsiCo, Inc.

Optional Redemption Dates: The 7.50% Callable Debt Securities Due April 24, 2002 may be redeemed, in whole but not in part, at the option of PepsiCo, at 100% of the principal amount thereof, plus accrued interest to the date of such redemption, on April 24, 1996, or on any subsequent Interest Payment Date prior to the Scheduled Maturity Date, upon 15 days' written notice by PepsiCo to the holders of such Notes.

Option to elect prepayment: None

Sinking fund: Not applicable

Settlement Date: April 24, 1995

The 7.50% Callable Debt Securities Due April 24, 2002 will be purchased by the Underwriter at 100.00% of their principal amount (the "Initial Offering Price"). The Underwriter has advised PepsiCo that it intends to offer all or part of the 7.50% Callable Debt Securities Due April 24, 2002 directly to the public initially at the Initial Offering Price of such Debt Securities. After the 7.50% Callable Debt Securities Due April 24, 2002 are released for sale to the public, the offering price and other selling terms may from time to time be varied by the Underwriter.

For U.S. federal income tax purposes, the 7.50% Callable Debt Securities Due April 24, 2002 will be treated as Fixed Rate Debt Securities, issued without OID. This treatment is consistent with the

applicable provisions of the Internal Revenue Code of 1986, as amended, and the final OID regulations, which are generally effective for debt instruments issued on or after April 4, 1994.

Lehman Brothers Inc.

March 29, 1995