

4,410,655 Shares

 PepsiCo, Inc.

CAPITAL STOCK
 (Par Value 1-2/3 Cents per Share)
 Available to be Resold

 The following information updates and supplements the prospectus dated July 26, 1994 (the "Prospectus") covering affiliates reoffers and resales of PepsiCo, Inc. Capital Stock, par value 1-2/3 cents per share, which were acquired under PepsiCo's 1969 or 1975 Stock Option Plans or 1972 Performance Share Plan, as amended, or which were or are expected to be acquired under PepsiCo's 1979, 1987 or 1994 Incentive Plans. Such Prospectus was filed with the Securities and Exchange Commission as part of Registration No. 33-54733.

The "Selling Stockholders" information is updated and restated in its entirety as follows:

STOCKHOLDERS ELIGIBLE TO RESELL

Name and Material Relationships with PepsiCo Since March, 1992	Shares of Capital Stock Available to be Resold (whether or not there is a present intent to do so)	Shares of Capital Stock Beneficially Owned	Shares of Capital Stock Subject to Right to Acquire Prior to April 30, 1996
Brenda Barnes Chief Operating Officer, Pepsi-Cola North America; Chief Operating Officer, Pepsi-Cola Company South/West; President, Pepsi-Cola Company South	73,965	430	73,965

April 28, 1995

2

Name and Material Relationships with PepsiCo Since March, 1992	Shares of Capital Stock Available to be Resold (whether or not there is a present intent to do so)	Shares of Capital Stock Beneficially Owned	Shares of Capital Stock Subject to Right to Acquire Prior to April 30, 1996
Randall C. Barnes Senior Vice President and Treasurer	229,265	9	229,256
D. Wayne Calloway Director; Chairman of the Board and Chief Executive Officer	2,365,448	189,936	2,175,528

Robert L. Carleton Senior Vice President and Controller	98,471	34,029	64,458
Robert G. Dettmer Executive Vice President and Chief Financial Officer	537,145	14,484	522,677
Roger A. Enrico Director; Vice Chairman of the Board; Chairman and Chief Executive Officer, PepsiCo Worldwide Restaurants; Chairman and Chief Executive Officer, PepsiCo Worldwide Foods; Chairman, Frito- Lay, Inc.	575,703	28,100	547,619
Edward V. Lahey, Jr. Senior Vice President, General Counsel and Secretary	369,709	14,625	360,953
Andrall E. Pearson Director	134,577	134,577	-0-
Indra K. Nooyi Senior Vice President, Strategic Planning	26,372	-0-	26,372

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The address for each Selling Stockholder is c/o PepsiCo,
Inc., Anderson Hill Road, Purchase, New York 10577