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February 21, 2013

United States Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

Re: Notice Pursuant to Section 13(r)(3) of the Securities Exchange Act of 1934, as amended (the "Act")

Ladies and Gentlemen:

PepsiCo, Inc. (the "issuer") hereby provides notice that disclosure of activity described in Section 13(r)(1) of the Act has been included in the issuer's Annual Report on Form 10-K filed on February 21, 2013. The Annual Report contains the information required by Section 13(r)(2) of the Act.

Respectfully submitted,

PEPSICO, INC.

/s/ Kelly Mahon Tullier

Name: Kelly Mahon Tullier

Title: Senior Vice President, Deputy General Counsel