FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	OMB APPROVAL								
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Willemsen Eugene			2. Issuer Name and Ticker or Trading Symbol PEPSICO INC [PEP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify								
(Last) PEPSICO	(Fir	st) (N	Middle) HILL ROAD	3. Date of Earliest Transaction (Month/Day/Year) 05/16/2022								X Officer (give title Other (specify below) CEO, AMESA							
(Street) PURCHA			0577 Zip)	4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							i. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp		. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				Beneficially Owned Following			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code	v	Amo	ount	(A) or (D)	Pr	ice		Reported Transaction(s) (Instr. 3 and 4)							
PepsiCo, Inc. Common Stock 05/16		05/16/2022			S		4,	4,560 D \$175.60		175.6094	8,277		I		By Revocable Trust				
PepsiCo, Inc. Common Stock													32,548			D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		5. Nu of Deriv Secul Acqu (A) or Dispo of (D) (Instr	Expiration Date (Month/Day/Year) Amount of Securitie Underlyin Derivative Security 3 and 4) Amount of Securitie Underlyin Derivative Security 3 and 4)				unt of rities rlying rative rity (Instr.	8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership ct (Instr. 4)		
				Code	v	(A)	A) (D) Date Exerci		ate Expiratio			of Shares							

Explanation of Responses:

Remarks:

/s/ Cynthia A. Nastanski, 05/18/2022 Attorney-in-Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{1.} The shares with respect to this transaction were sold at prices ranging from \$175.5500 to \$175.7000. Upon request, the reporting person will provide to the Securities and Exchange Commission staff, the Company, or a security holder of the Company, full information regarding the number of shares sold at each separate price.