FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Fatimated augrees I	aurdon							

0.5

hours per response:

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

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

				_									_						
1. Name and Address of Reporting Person [*] Laguarta Ramon					2. Issuer Name and Ticker or Trading Symbol PEPSICO INC [PEP]										all app	licable)	g Person	. ,	
(Last) (First) (Middle) 700 ANDERSON HILL ROAD					3. Date of Earliest Transaction (Month/Day/Year) 09/23/2015									X		v) ``	siCo ES	Other (specify below) o ESSA	
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tabl	e I - No	n-Deriva	ative	Sec	curitie	s Ac	quired	, Dis	posed o	f, o	r Ben	eficia	ally	Owne	ed			
Date					Execution Date, (y/Year) if any			Transaction Disposed Code (Instr.						l and 5) Se Be Ov		Securities F Beneficially (Dwned Following (rect direct	7. Nature of Indirect Beneficial Ownership
							Code	v	Amount		(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
PepsiCo, Inc. Common Stock 09/23/2			2015	2015		F		13,031(1)		D	\$92.28		8 115,019		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		Executio if any	n Date,	Transa Code (I 8)	nstr.	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expirati (Month/	on Da Day/Ye	te	Amour		ount nber	Deriv Secu	vative urity tr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: t (D) direct	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fig. 2. Conversion or Exercise Price of Derivative	(First) (CERSON HILL ROAD ASE NY (State) (Table Security (Instr. 3) Inc. Common Stock Table Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) DERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - No Security (Instr. 3) Inc. Common Stock Table II - 2. Conversion or Exercise Price of Derivative (Month/Day/Year) Price of Derivative (Month/Day/Year)	(First) (Middle) DERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - Non-Derive (Month/Date (Month/Date (Month/Date (Month/Date (Month/Date (Month/Day/Year)) Inc. Common Stock 09/23/ Table II - Derivati (e.g., pt. (Month/Day/Year)) 2. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date (if any (Month/Day/Year))	(First) (Middle) DERSON HILL ROAD Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) Table III - Derivative Security 3. Dransaction Date (Month/Day/Year) A. Inc. Common Stock Table III - Derivative Security A. Transaction Date (Month/Day/Year) A. Transaction Date (Month/Day/Year)	(First) (Middle) DERSON HILL ROAD Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3) Table II - Derivative Security (e.g., puts, calls, Price of Derivative Security (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls, If any (Month/Day/Year) 3. Date of 09/23/2015 Table II - Derivative Security Transaction Conde (Instr. 8)	(First) (Middle) DERSON HILL ROAD Table I - Non-Derivative Securities Gecurity (Instr. 3) Table II - Derivative Securities (e.g., puts, calls, warr. Table II - Derivative Securities (e.g., puts, calls, warr. ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.) ASE Table II - Derivative Securities (e.g., puts, calls, warr.)	Table I - Non-Derivative Securities Acquescution Date (Month/Day/Year) Table II - Derivative Securities Acquescution Date (Month/Day/Year)	PEPSICO INC PEP	Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) PEPSICO INC [PEP] 3. Date of Earliest Transaction (Month. 09/23/2015 4. If Amendment, Date of Original Filed Assertion (Month. 09/23/2015 4. If Amendment, Date of Original Filed Assertion Date, if any (Month/Day/Year) Table II - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) PEPSICO INC [PEP] 3. Date of Earliest Transaction (Month. 09/23/2015 4. If Amendment, Date of Original Filed Execution Date, if any (Month/Day/Year) 4. If Amendment, Date of Original Filed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercise Of (D) (Instr. 3, 4 and 5) 6. Date Exercise Of (D) (Instr. 3, 4 and 5)	PEPSICO INC PEP	PEPSICO INC [PEP] (First) (Middle) DERSON HILL ROAD Table I - Non-Derivative Securities Acquired, Disposed of, of Execurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed Of (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed Of (Disposed	PEPSICO INC [PEP]	PEPSICO INC PEP	PEPSICO INC [PEP] Check	PEPSICO INC PEP	PEPSICO INC [PEP] (Check all applicable) Director X Officer (give title below) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 3) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Code (Instr. 3) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Securities Acquired (A) or Date (Month/Day/Year) 5. Amount of Date (Month/Day/Year) 5. Number of Date (Month/Day/Year) 6. Date Exercisable and (Month/Day/Year) 7. Title and (Month/Day/Year) 8. Price of Derivative 8. Pric	PEPSICO INC PEP	PEPSICO INC PEP

Explanation of Responses:

1. This number represents shares of PepsiCo Common Stock withheld to satisfy the tax withholding obligation due upon vesting of restricted stock units.

Remarks:

/s/ Cynthia A. Nastanski, Attyin-Fact 09/25/2015

** Signature of Reporting Person Date

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

- * 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.