FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

wasnington,	D.C.	20549	

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	OMB APPROVAL								
	OMB Number:	3235-0287							
	Estimated average burden								
-1	haura nar raananaa	0.5							

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 Popovici Silviu				PEPSICO INC [PEP]									Check all ap Dire	olicable) ctor	10%	Owner	
(Last) (First) (Middle) PEPSICO, INC., 700 ANDERSON HILL ROAD				3. Date of Earliest Transaction (Month/Day/Year) 10/01/2017									w) ``	below			
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)						ne) X Fori Fori	idual or Joint/Group Filing (Check Applicable 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)			Date	Date (Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)					nd Secur Benef Owne	ities icially d Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or D)	Price	Trans	action(s)		(111501.4)
PepsiCo, Inc. Common Stock			10/01	./2017				A		5,020((1) A		\$ 0 .	0.00 40,006		D	
	Та													y Owned			
Title of rivative Conversion curity str. 3) Str. 3) 2. 3. Transaction Date Execution Date, if any (Month/Day/Year) Security 3. Transaction Date Execution Date, if any (Month/Day/Year)		Date, ny/Year)	Code (8)	ransaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) Date Expiration		Amoun or Numbe		ount nber	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Ci Silviu (Fi D, INC., 700 ASE N' (Si Gecurity (Inst Inc. Comm 2. Conversion or Exercise Price of Derivative	(First) (Control of Exercise Price of Derivative (First) (Control of Exercise Price of Derivative (First) (Conversion of Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) D, INC., 700 ANDERSON HILL RO ASE NY 10577 (State) (Zip) Table I - Nor Security (Instr. 3) Inc. Common Stock Table II - I (Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Pear)	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - Non-Derive (Month/It) Inc. Common Stock 10/01 Table II - Derivat (e.g., ptop in a price of perivative (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - Non-Derivative Gecurity (Instr. 3) Inc. Common Stock 10/01/2017 Table II - Derivative Security (e.g., puts, compared perivative (Month/Day/Year) (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) 2, INC., 700 ANDERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Inc. Common Stock 10/01/2017 Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD ASE NY 10577 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Inc. Common Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warr (Month/Day/Year) 2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 2. Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 3. Date of Earlies 10/01/2017 4. If Amendment Execution if any (Month/Day/Year) Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 2. Table III - Derivative Securities (e.g., puts, calls, warr of Derivative Security) 2. Table III - Derivative Securities (e.g., puts, calls, warr of Derivative Security)	(First) (Middle) 2, INC., 700 ANDERSON HILL ROAD Table I - Non-Derivative Securities Accurity (Instr. 3) Table II - Derivative Securities Acquester (Month/Day/Year) Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquester (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD Table I - Non-Derivative Securities Acquired, Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Month/Day/Year) Inc. Common Stock Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option of Exercise Price of Date (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, option of Exercise Price of Derivative Security Security A. Transaction Date (Month/Day/Year) A. Transaction Code (Instr. 8) A. Transaction Date of Execution Date, if any (Month/Day/Year) [A. Date of Earliest Transaction (Month/Day/Year) [A. Deemed Execution Date, if any (Month/Day/Year) [A. Date of Earliest Transaction (Month/Day/Year) [B. Date of Earliest Transaction (Month/Day/Year) [A. Deemed Execution Date, if any (Month/Day/Year) [B. Date of Earliest Transaction (Month/Day/Year) [B. Date of Earliest Transaction (Month/Day/Year) [B. Deate of	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD Table I - Non-Derivative Securities Acquired, Dissecurity (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code Control Date Control Date	(First) (Middle) D, INC., 700 ANDERSON HILL ROAD Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security A 5. Number of Original Filed (Month/Day/Year) B 5. Number of Original Filed (Month/Day/Year) A 5. Number of Original Filed (Month/Day/Year) B 6. Date Exercisal Expiration B 7. Date Original Filed (Month/Day/Year)	PEPSICO INC [PEP] 3. Date of Earliest Transaction (Month/Day/Year) 10/01/2017 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Date (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or B (e.g., puts, calls, warrants, options, convertible security Conversion or Exercise Month/Day/Year) A	Security (Instr. 3) Security (Instr. 3)	Common Stock 10/01/2017 A Sourities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (ransaction Date (ransaction of Date (ransaction Date (ransa	PEPSICO INC PEP	PEPSICO INC PEP Check all applicable Director X Officer (give title below) Preside	PEPSICO INC PEP Check all applicable Director 10% of Check Check Director 10% of Check Che

Explanation of Responses:

1. This number represents the performance-based restricted stock units ("PSUs") granted as a portion of the reporting person's compensation from PepsiCo, Inc. These PSUs will become vested on October 1, 2020 contingent upon the achievement of pre-established performance targets over a three-year performance period and Compensation Committee approval. The reporting person may receive a number of shares of PepsiCo Common Stock from 0% to 175% of the PSUs granted, depending on the performance level achieved.

Remarks:

/s/ Cynthia A. Nastanski, Atty-11/03/2017 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.