

\$25,000,000

PEPSICO, INC.

7.425% Callable Fixed Rate Debt Securities Due August 17, 2007  
Interest Payable Semiannually

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Underwriter: Merrill Lynch, Pierce, Fenner & Smith Incorporated

Initial Offering Price: 100.00%

Underwriter's Discount: 0.50%

Currency: U. S. Dollars

Date of Issue: August 17, 1995

Issuance form: Book entry

Scheduled Maturity Date: August 17, 2007

Coupon: 7.425% per annum

Day count basis: 30/360

Interest Accrual Date: August 17, 1995, or the most recent date for which interest has been paid or provided for, as the case may be. Interest will accrue from each Interest Accrual Date to but excluding the next succeeding Interest Payment Date.

Interest Payment Dates: Semiannually on the 17th of each February and August, commencing February 17, 1996 and ending on the Scheduled Maturity Date or an earlier Optional Redemption Date.

Principal Payment Dates: Scheduled Maturity Date, or an earlier Optional Redemption Date

Business Days: New York

Calculation Agent: PepsiCo, Inc.

Optional Redemption Dates: The 7.425% Callable Fixed Rate Debt Securities Due August 17, 2007 may be redeemed, in whole but not in part, at the option of PepsiCo, at 100% of the principal amount thereof, plus accrued interest to the date of such redemption, on August 17, 1999, or on any subsequent Interest Payment Date prior to the Scheduled Maturity Date, with not less than 30 days' written notice by PepsiCo to the holders of such Notes.

Option to elect prepayment: None

Sinking fund: Not applicable

Settlement Date: August 17, 1995

The 7.425% Callable Fixed Rate Debt Securities Due August 17, 2007 will be purchased by the Underwriter at 99.50% of their principal amount, and will be initially offered to the public at 100.00% of their principal amount (the "Initial Offering Price"). The Underwriter has advised PepsiCo that it intends to offer all or part of the 7.425% Callable Fixed Rate Debt Securities Due August 17, 2007 directly to the public initially at the Initial Offering Price of such Debt Securities. After the 7.425% Callable Fixed Rate Debt Securities Due August 17, 2007 are released for sale to the public, the offering price and other selling terms may from time to time be varied by the Underwriter.

For U.S. federal income tax purposes, the 7.425% Callable Fixed Rate Debt Securities Due August 17, 2007 will be treated as Fixed Rate Debt Securities, issued without OID. This treatment is consistent with the applicable provisions of the Internal Revenue Code of 1986, as amended,

and the final OID regulations, which are generally effective for debt instruments issued on or after April 4, 1994.

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Merrill Lynch & Co.

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August 10, 1995