

6,226,415 Shares

PepsiCo, Inc.

CAPITAL STOCK
 (Par Value 1-2/3 Cents per Share)
 Available to be Resold

The following information updates and supplements the prospectus dated July 26, 1994 (the "Prospectus") covering affiliate reoffers and resales of PepsiCo, Inc. Capital Stock, par value 1-2/3 cents per share, which were acquired under PepsiCo's 1969 or 1975 Stock Option Plans, 1972 Performance Share Plan, as amended, or 1979 Incentive Plan; or which were or are expected to be acquired under PepsiCo's 1987 Incentive Plan or 1994 Long-Term Incentive Plan. Such Prospectus was filed with the Securities and Exchange Commission as part of Registration No. 33-54733.

The "Selling Stockholders" information is updated and restated in its entirety as follows:

STOCKHOLDERS ELIGIBLE TO RESELL

Name and Material Relationships with PepsiCo Since April 1993	Shares of Capital Stock Available to be Resold (whether or not there is a present intent to do so)	Shares of Capital Stock Beneficially Owned	Shares of Capital Stock Subject to Right to Acquire Prior to April 30, 1997
Brenda Barnes President and Chief Executive Officer, Pepsi-Cola North America; Chief Operating Officer, Pepsi-Cola North America; Chief Operating Officer, Pepsi-Cola Company South/West	6,956	435	6,956

May 2, 1996

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Name and Material Relationships with PepsiCo Since April 1993	Shares of Capital Stock Available to be Resold (whether or not there is a present intent to do so)	Shares of Capital Stock Beneficially Owned	Shares of Capital Stock Subject to Right to Acquire Prior to April 30, 1997
Randall C. Barnes Senior Vice President and Treasurer	190,362	9	190,353
Wayne Calloway Director and Chairman of the Board; Chief Executive Officer	2,887,490	185,988	2,701,519
Robert L. Carleton Senior Vice President and Controller	99,553	34,000	65,570
Robert G. Dettmer Executive Vice President and Chief Financial Officer	473,476	14,485	459,008
Roger A. Enrico Director, Vice Chairman of the Board and Chief Executive Officer; Chairman and	855,691	30,018	825,690

Chief Executive Officer, PepsiCo
Worldwide Restaurants; Chairman and Chief
Executive Officer, PepsiCo Worldwide Foods

Edward V. Lahey, Jr. Senior Vice President, General Counsel and Secretary	334,153	14,220	325,967
Indra K. Nooyi Senior Vice President, Strategic Planning	26,464	-0-	26,464
Andrall E. Pearson Former Director	99,577	99,577	-0-

Name and Material Relationships with PepsiCo Since April 1993	Shares of Capital Stock Available to be Resold (whether or not there is a present intent to do so)	Shares of Capital Stock Beneficially Owned	Shares of Capital Stock Subject to Right to Acquire Prior to April 30, 1997
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Steven S Reinemund Director; Chairman and Chief Executive Officer, Frito-Lay Company; President and Chief Executive Officer, Frito-Lay, Inc.	300,514	4,636	297,713
Christopher A. Sinclair Director; Chairman and Chief Executive Officer, Pepsi-Cola Company; President and Chief Executive Officer, PepsiCo Foods and Beverages International; President and Chief Executive Officer, Pepsi-Cola International	161,232	16,645	150,470
Craig E. Weatherup Director and President; President and Chief Executive Officer, Pepsi-Cola North America	790,947	4,442	788,256

The address for each Selling Stockholder is c/o PepsiCo, Inc., Anderson Hill Road, Purchase, New York 10577