

\$2,000,000,000

PepsiCo, Inc.

FLOATING RATE NOTES DUE AUGUST 19, 1999  
Interest Payable Quarterly  
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Type of Securities: Floating Rate Debt Securities

Lead Underwriter: Credit Suisse First Boston Corporation

Co-Manager: Chase Securities Inc.

Initial Purchase Price: 99.98134%

Underwriters' Discount: See below

Currency: U. S. Dollars

Date of Issue: August 19, 1998

Issuance form: Book entry

Scheduled Maturity Date: August 19, 1999

Base Rate: LIBOR

Index Maturity: Three Month

Spread: Minus 19 basis points (minus 0.19%)

Interest Period: Quarterly

Interest Reset Dates: Quarterly on August 19, 1998, November 19, 1998, February 19, 1999 and May 19, 1999. If any Interest Reset Date falls on a date that is not a Business Day, such Interest Reset Date will be the next succeeding Business Day.

Interest Determination Dates: Two London Business Days prior to each Interest Reset Date

Daycount basis: Actual/360

Interest Accrual Date: August 19, 1998, 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: Quarterly on November 19, 1998, February 19, 1999, May 19, 1999 and the Scheduled Maturity Date. If any Interest Payment Date falls on a date that is not a Business Day, such Interest Payment Date will be the next succeeding Business Day.

Principal Payment Date: Scheduled Maturity Date

Business Days: New York

Calculation Agent: PepsiCo, Inc.

Optional redemption dates: Not applicable

Option to elect prepayment: None  
Sinking fund: Not applicable  
Settlement Date: August 19, 1998

The Floating Rate Notes Due August 19, 1999 (the "Notes") will be purchased by the Lead Underwriter and Co-Manager (collectively, the "Underwriters"), severally and not jointly, at 99.98134% of their principal amount, and will be offered to the public at varying prices to be determined by the Underwriters based on prevailing market prices at the time of sale. Any discounts, commissions or profits on resale received by the Underwriters may be deemed underwriting discounts or commissions. The Company has paid no Underwriters' discount.

For U.S. federal income tax purposes, the Notes will be treated as Floating 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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CREDIT SUISSE FIRST BOSTON  
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CHASE SECURITIES INC.  
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August 11, 1998