

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL	
OMB Number:	3235-0104
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1. Name and Address of Reporting Person* <u>Maniscalco Charles</u> (Last) (First) (Middle) <u>PEPSICO, INC.</u> <u>700 ANDERSON HILL ROAD</u> (Street) <u>PURCHASE NY 10577</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/15/2006</u>	3. Issuer Name and Ticker or Trading Symbol <u>PEPSICO INC [PEP]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO of QTG</u>	
		5. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>PepsiCo, Inc. Common Stock</u>	<u>74,713⁽¹⁾</u>	<u>D</u>	
<u>PepsiCo, Inc. Common Stock</u>	<u>23,242⁽²⁾</u>	<u>I</u>	<u>by 401(k)</u>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Employee Stock Option (right to buy)</u>	<u>08/03/2002</u>	<u>08/02/2011</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>34,151</u>	<u>44.5</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2004</u>	<u>01/31/2011</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>1,336</u>	<u>44.5</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2005</u>	<u>01/31/2012</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>66,048</u>	<u>50</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>07/18/2005</u>	<u>07/17/2012</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>75,000</u>	<u>41.5</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2006</u>	<u>01/31/2013</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>86,095</u>	<u>39.75</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>07/18/2007</u>	<u>07/17/2012</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>150,000</u>	<u>41.5</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2007</u>	<u>01/31/2014</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>27,951</u>	<u>47.25</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2008</u>	<u>01/31/2015</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>24,571</u>	<u>53.75</u>	<u>D</u>	
<u>Employee Stock Option (right to buy)</u>	<u>02/01/2009</u>	<u>01/31/2016</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>22,969</u>	<u>57.5</u>	<u>D</u>	
<u>PepsiCo, Inc. Convertible Preferred Stock</u>	<u>(3)</u>	<u>(3)</u>	<u>PepsiCo, Inc. Common Stock</u>	<u>4,599⁽⁴⁾</u>	<u>(5)</u>	<u>I</u>	<u>by 401(k)</u>

Explanation of Responses:

1. This number reflects restricted stock units granted to the reporting person as a portion of his compensation for serving as an officer of PepsiCo, Inc. Restricted stock units are calculated on a one unit for one share basis. These restricted stock units vest at various dates between February 1, 2007 and July 1, 2011. Vesting of all restricted stock units is contingent upon the reporting person's continued employment with the company.
2. Reflects number of shares held under the reporting person's account in the PepsiCo 401(k) Plan as of September 15, 2006.
3. PepsiCo convertible preferred stock was issued only for an employee stock ownership plan (ESOP) established by Quaker and these shares are redeemable for common stock by the ESOP participants. Each share of preferred stock is convertible at any time at the option of the holder into 4.9625 shares of PepsiCo common stock and has no expiration date. All shares of preferred stock are held under the reporting person's account in the PepsiCo 401(k) Plan.
4. This number reflects the equivalent number of shares of PepsiCo common stock held under the reporting person's account in the PepsiCo 401(k) Plan.
5. PepsiCo convertible preferred stock is redeemable into PepsiCo common stock at a fixed ratio of 4.9625.

Remarks:

/s/ Charles Maniscalco

09/25/2006

** 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 5 (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.

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