

PROSPECTUS SUPPLEMENT  
(To Prospectus dated July 25, 1989)

70,465 Shares

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PEPSICO, INC.

CAPITAL STOCK  
(Par Value 1-2/3 Cents Per Share)

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This Prospectus Supplement supplements the accompanying Prospectus and relates to an aggregate of 70,465 shares of Capital Stock, par value 1-2/3 cents per share ("Capital Stock"), of PepsiCo, Inc. ("PepsiCo"), offered by or for the account of certain non-employee directors of PepsiCo (the "Selling Stockholders") in order to permit such person to sell or otherwise dispose of such securities from time to time. Certain information concerning the Selling Stockholders and their ownership of PepsiCo Capital Stock is set forth in this Prospectus Supplement under the caption "SELLING STOCKHOLDERS".

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION NOR HAS THE COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

No person has been authorized to give any information or to make any representations, other than those contained or incorporated by reference in this Prospectus Supplement or the accompanying Prospectus, and, if given or made, such information or representations must not be relied upon as having been authorized by PepsiCo. Neither this Prospectus Supplement nor the accompanying Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sales of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Neither delivery of this Prospectus Supplement or the accompanying Prospectus nor any sale made hereunder shall, under any circumstances, create any implication that the information herein is correct as of any time subsequent to the date hereof.

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The date of this Prospectus Supplement is July 27, 1995

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Set forth below is certain information with respect to the Selling Stockholders, which information supersedes in its entirety the information under the heading "Selling Stockholders" in the accompanying Prospectus.

#### SELLING STOCKHOLDERS

Each of the Selling Stockholders has been a director of PepsiCo since July 1992. The address for each Selling Stockholder is c/o PepsiCo, Inc., 700 Anderson Hill Road, Purchase, New York 10577.

		Shares of Capital Stock Beneficially Owned*	Shares Previously Received Pursuant to the Plan	Shares Received Pursuant to the Plan in 1995	Total Shares of Capital Stock Offered
John F. Akers	11,800	3,271	663	3,934	
Robert E. Allen	3,070	2,170	-0-	2,170	
John J. Murphy	10,509	8,709	-0-	8,709	
Andrall E. Pearson	134,577	4,240	-0-	4,240	
Sharon Percy Rockefeller	30,320	8,473	663	9,136	
Roger B. Smith	6,022	3,022	-0-	3,022	
Robert H. Stewart, III	68,200	18,205	663	18,868	
P. Roy Vagelos	2,655	2,655	663	3,318	
Arnold R. Weber	19,345	16,405	663	17,068	
		----- 286,498	----- 67,150	----- 3,315	----- 70,465

\* These figures represent the number of shares of PepsiCo Capital Stock beneficially owned by each non-employee director as of July 21, 1995, not including the total number of shares to be received under the Plan in 1995.