

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A
Amendment No. 1

ANNUAL REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
For the Fiscal Year Ended December 25, 1999

PepsiCo, Inc.
Incorporated in North Carolina
700 Anderson Hill Road
Purchase, New York 10577-1444
(914) 253-2000

13-1584302
(I.R.S. Employer Identification No.)

Securities registered pursuant to Section 12(b)
of the Securities Exchange Act of 1934:

Title of Each Class -----	Name of Each Exchange on Which Registered -----
Capital Stock, par value 1-2/3 cents per share	New York and Chicago Stock Exchanges

Securities registered pursuant to Section 12(g) of the Securities Exchange Act of 1934: None

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes X No ___

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. []

The number of shares of PepsiCo Capital Stock outstanding as of March 10, 2000 was 1,443,515,702. The aggregate market value of PepsiCo Capital Stock held by nonaffiliates of PepsiCo as of March 10, 2000 was \$44,309,988,968.

Documents of Which Portions Are Incorporated by Reference -----	Parts of Form 10-K into Which Portion of Documents Are Incorporated -----
Proxy Statement for PepsiCo's May 3, 2000 Annual Meeting of Shareholders	III

Explanatory Note

PepsiCo, Inc.'s Form 10-K for the year ended December 25, 1999, filed on March 21, 2000, is hereby amended by amending Exhibit 23 thereof to read as set forth below.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, PepsiCo has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: March 23, 2000

PepsiCo, Inc.

By: /S/ ROBERT F. SHARPE, JR.
Robert F. Sharpe, Jr.
Senior Vice President, Public Affairs,
General Counsel and Secretary

Consent of Independent Auditors

The Board of Directors
PepsiCo, Inc.

We consent to incorporation by reference in the registration statements listed below of PepsiCo, Inc. of our report dated February 9, 2000, relating to the consolidated balance sheet of PepsiCo, Inc. and Subsidiaries as of December 25, 1999 and 1998 and the related consolidated statements of income, cash flows and shareholders' equity for each of the years in the three-year period ended December 25, 1999, which report appears in the December 25, 1999 annual report on Form 10-K of PepsiCo, Inc.:

Description	Registration Statement Number
Form S-3 - - - - -	
PepsiCo SharePower Stock Option Plan for PCDC Employees	33-42121
\$32,500,000 Puerto Rico Industrial, Medical and Environmental Pollution Control Facilities Financing Authority AdjustableRate Industrial Revenue Bonds	33-53232
Extension of the PepsiCo SharePower Stock Option Plan to Employees of Snack Ventures Europe, a joint venture between PepsiCo Foods International and General Mills, Inc.	33-50685
\$4,587,000,000 Debt Securities and Warrants	33-64243
Form S-8 - - - - -	
PepsiCo SharePower Stock Option Plan	33-35602, 33-29037, 33-42058, 33-51496, 33-54731& 33-66150
1988 Director Stock Plan	33-22970
1979 Incentive Plan and the 1987 Incentive Plan	33-19539
1994 Long-Term Incentive Plan	33-54733
1995 Stock Option Incentive Plan	33-61731 & 333-09363
1979 Incentive Plan	2-65410
PepsiCo, Inc. Long Term Savings Program	2-82645, 33-51514 & 33-60965
PepsiCo 401(K) Plan	333-89265

KPMG LLP

New York, New York
March 21, 2000