PEPSICO INC Form 4

November 19, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * BRIDGMAN PETER A			Symbol	2. Issuer Name and Ticker or Trading Symbol PEPSICO INC [PEP] 3. Date of Earliest Transaction (Month/Day/Year) 11/16/2007					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 700 ANDE	(Month/D								(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) SVP and Controller			
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tabl	e I - Non-	-De	erivative	Secur	rities Aca	Person uired, Disposed o	f. or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date any (Month/Day.		emed on Date, if	d 3. 4. Date, if Transaction(A Code (Ir			ties A ispose 4 and (A) or	cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
PepsiCo, Inc. Common Stock	11/16/2007			S		600	D	\$ 73.77	42,394.43	D		
PepsiCo, Inc. Common Stock	11/16/2007			S		500	D	\$ 73.76	41,894.43	D		
PepsiCo, Inc. Common	11/16/2007			S		3,900	D	\$ 73.75	37,994.43	D		

PepsiCo, Inc.

438.1 (1) Ι by 401(k) Common

Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date		Amount of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	/Year)	Underlying	Security	Secui
Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
Derivative				Securities			(Instr. 3 and 4))	Owne
Security				Acquired					Follo
				(A) or					Repo
				Disposed					Trans
				of (D)					(Instr
				(Instr. 3,					
				4, and 5)					
							Amoun	•	
								L	
					Date Expiration Exercisable Date	Expiration			
			Code V	(A) (D)			Shares		
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion or Exercise any Code of Price of Derivative Security (Month/Day/Year) Execution Date, if any Code of (Instr. 8) Derivative Security Security Security Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Conversion or Exercise any Code of (Month/Day/Pear) Execution Date, if any Code of (Month/Day/Pear) (Instr. 8) Derivative Security Securit	Conversion or Exercise any Code of (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) (Instr. 8) Derivative Security Securit	Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Underlying Code of (Month/Day/Year) Underlying Securities Price of (Month/Day/Year) (Instr. 8) Derivative Securities Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date Amount of (Month/Day/Year) Underlying Securities Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4) Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4) Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4) Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4) Amount of (Month/Day/Year) Underlying Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of (Month/Day/Year) Underlying Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of (Month/Day/Year) Underlying Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of (Month/Day/Year) Underlying Securities Acquired (A) or Disposed of (D) (Instr. 3) Amount of (Month/Day/Year) Underlying Securities	Conversion (Month/Day/Year) Execution Date, if any core Exercise Price of Derivative Security Price of Derivative Security Recursion Date (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 5) (Instr. 3 and 4) Recursion Date (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 5) (Instr. 3 and 4) Recursion Date (Month/Day/Year) (Instr. 5) (Instr. 3 and 4) Recursion Date (Instr. 5) Recursion Date (Instr. 5)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

BRIDGMAN PETER A 700 ANDERSON HILL ROAD PURCHASE, NY 10577

SVP and Controller

Signatures

/s/ Peter A. 11/19/2007 Bridgman

**Signature of Date

Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) Reflects number of shares held under the reporting person's account in the PepsiCo 401(k) Plan as of November 16, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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