

BRU ABELARDO E  
Form 4  
October 14, 2004

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BRU ABELARDO E

(Last) (First) (Middle)

7701 LEGACY DRIVE7701  
LEGACY DRIVE

(Street)

PLANO, TX 75266

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
PEPSICO INC [PEP]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/13/2004

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Vice Chairman

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Indirect Beneficial Ownership (Instr. 4)
PepsiCo, Inc. Common Stock	10/13/2004		M	40,000 A	\$ 27.38 57,492	D	
PepsiCo, Inc. Common Stock	10/13/2004		S	40,000 D	\$ 48.25 17,492	D	
PepsiCo, Inc. Common Stock	10/13/2004		M	6,700 A	\$ 26.42 24,192	D	

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PepsiCo, Inc. Common Stock	10/13/2004	S	6,700	D	\$ 48.25	17,492	D	
PepsiCo, Inc. Common Stock	10/13/2004	M	400	A	\$ 26.42	17,892	D	
PepsiCo, Inc. Common Stock	10/13/2004	S	400	D	\$ 48.26	17,492	D	
PepsiCo, Inc. Common Stock	10/13/2004	M	5,205	A	\$ 26.42	22,697	D	
PepsiCo, Inc. Common Stock	10/13/2004	S	5,205	D	\$ 48.27	17,492	D	
PepsiCo, Inc. Common Stock						4,978 <sup>(1)</sup>	I	By 401(k)

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 27.38	10/13/2004		M		40,000		02/01/2000	01/25/2006	PepsiCo, Inc. Common	40,000

(right to  
buy)

Stock

Employee  
Stock

Option \$ 26.42 10/13/2004

M

12,305 02/01/2000 01/25/2006

PepsiCo,  
Inc.  
Common  
Stock

12,305

(right to  
buy)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

BRU ABELARDO E  
7701 LEGACY DRIVE7701 LEGACY DRIVE  
PLANO, TX 75266

Vice Chairman

## Signatures

Abelardo E. Bru 10/14/2004

\_\_Signature of  
Reporting Person

Date

## 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 the number of shares held under the reporting person's account in the PepsiCo 401(k) Plan as of 10/12/2004.

(2) There is no price for this derivative security.

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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