



DIVISION OF  
CORPORATION FINANCE

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

August 30, 2010

Indra K. Nooyi  
Chief Executive Officer  
PepsiCo, Inc.  
700 Anderson Hill Road  
Purchase, NY 10577

**Re: PepsiCo, Inc.**  
**Form 10-K for Fiscal Year Ended**  
**December 26, 2009**  
**Filed February 22, 2010**  
**File No. 001-01183**  
**Schedule 14A**  
**Filed March 23, 2010**

Dear Ms. Nooyi:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

John Reynolds  
Assistant Director  
Office of Beverages, Apparel and  
Health Care Services