



DIVISION OF  
CORPORATION FINANCE

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

October 23, 2013

Via E-mail

Indra K. Nooyi  
Chairman and Chief Executive Officer  
PepsiCo, Inc.  
700 Anderson Hill Road  
Purchase, New York 10577

**Re: PepsiCo, Inc.**  
**Form 10-K for Fiscal Year Ended December 29, 2012**  
**Filed February 21, 2013**  
**File No. 1-01183**

Dear Ms. Nooyi:

We refer you to our comment letter dated September 12, 2013, regarding business contacts with Cuba, Sudan and Syria. We have completed our review of this subject matter. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Cecilia Blye

Cecilia Blye, Chief  
Office of Global Security Risk

cc: John Reynolds  
Assistant Director  
Division of Corporation Finance

Larry D. Thompson  
Executive Vice President, Government Affairs,  
General Counsel and Corporate Secretary  
PepsiCo, Inc.