## Edgar Filing: PEPSICO INC - Form 4

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Form 4										
FORM	ЛЛ								OMB AP	PROVAL
	UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						MMISSION	OMB Number:	3235-0287	
Check t if no lo subject Section Form 4	to <b>SIAIE</b> 16.								Expires: Estimated av burden hour response	
Form 5 obligati may co <i>See</i> Inst 1(b).	ions Section 17	(a) of the P	ublic U	Utility Ho		pany	Act of 19	Act of 1934, 935 or Section		
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <sup>*</sup> BUCKLEY GEORGE W (Last) (First) (Middle) 700 ANDERSON HILL ROAD (Street) PURCHASE, NY 10577			21 issuer i tante una riener er riading				5. Relationship of Reporting Person(s) to ssuer (Check all applicable)			
			3. Date of Earliest Transaction							
			(Month/Day/Year)				_X_ Director 10% Owner Officer (give title Other (specify below)			
							<ul> <li>Individual or Joint/Group Filing(Check applicable Line)</li> <li>X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul>			
(City)	(State)	(Zip)	Tal	hla T. Niam	Davingting	• • • • •		erson	an Dan affai all	O d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		l Date, if	3.		Acqui (D)	_	red, Disposed of, 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	12/01/2015			A	544.2311 (1)	A	\$ 101.06	12,352.5262	D	

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.

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

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BUCKLEY GEORGE W 700 ANDERSON HILL ROAD PURCHASE, NY 10577	Х						
Signatures							
/s/ Cynthia A. Nastanski, Atty-in-Fact		12/03/2015					
**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) This number represents the regular cash payment, or portion thereof, that the filing person elected to defer under the PepsiCo Director Deferral Program that is payable in shares of PepsiCo Common Stock at the end of the deferral period selected by the filing person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.