

PEPSICO INC
 Form 424B3
 October 30, 2002

File No. 33-54733
 Filed pursuant to
 Rule 424(b)(3) and
 Rule 424(c)

PROSPECTUS SUPPLEMENT NO. 8

(To Prospectus dated July 26, 1994)

11,789,419 Shares

PepsiCo, Inc.

COMMON STOCK
(Par Value 1 2/3 Cents per Share)
Available to be Resold

The following information updates and supplements the prospectus dated July 26, 1994 (the "Prospectus") covering affiliate reoffers and resales of PepsiCo, Inc. Common Stock, par value 1 2/3 cents per share, which were acquired under PepsiCo's 1969 or 1975 Stock Option Plans, 1972 Performance Share Plan, as amended, or 1979 Incentive Plan; or which were or are expected to be acquired under PepsiCo's 1987 Incentive Plan or 1994 Long-Term Incentive Plan. Such Prospectus was filed with the Securities and Exchange Commission as part of Registration No. 33-54733.

The "Selling Stockholders" information is updated and restated in its entirety as follows:

STOCKHOLDERS ELIGIBLE TO RESELL

| Name and Material Relationships with <u>PepsiCo Since October 1999</u> | Shares of Common Stock Available to be Resold (whether or not there is a present intent <u>to do so</u>) | Shares of Common Stock Beneficially <u>Owned</u> | Shares of Common Stock Subject to Right to Acquire Prior to <u>October 29, 2003</u> |
|---------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| David R. Andrews Senior Vice President, Government Affairs, General Counsel and Secretary | 36,000 | 0 | 36,000 |
| Peter A. Bridgman Senior Vice President and Controller; Senior Vice President and Controller, The Pepsi Bottling Group, Inc. | 105,561 | 3,056 | 105,561 |

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|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|--------|-----------|
| Abelardo E. Bru President and Chief Executive Officer, Frito-Lay North America | 1,006,122 | 4,443 | 1,006,122 |
| Roger A. Enrico Director; Vice Chairman; Chairman and Chief Executive Officer | 4,013,235 | 50,095 | 4,005,142 |
| Matthew M. McKenna Senior Vice President of Finance; Senior Vice President and Treasurer | 360,214 | 564 | 360,214 |
| Margaret D. Moore Senior Vice President, Human Resources; Senior Vice President and Treasurer, The Pepsi Bottling Group, Inc. | 291,370 | 27,759 | 281,870 |
| Indra K. Nooyi Director; President and Chief Financial Officer; Senior Vice President and Chief Financial Officer; Senior Vice President, Corporate Strategy and Development | 716,806 | 1,275 | 716,806 |
| Lionel L. Nowell, III Senior Vice President and Treasurer; Executive Vice President and Chief Financial Officer, The Pepsi Bottling Group, Inc.; Senior Vice President and Controller | 305,504 | 423 | 305,504 |
| Rogelio Rebolledo President and Chief Executive Officer, Frito-Lay International; President and Chief Executive Officer, Frito-Lay Latin America, Asia Pacific and Australia Regions; Chief Operating Officer, PepsiCo Foods International | 973,151 | 36 | 973,151 |
| Steven S Reinemund Director; Chairman and Chief Executive Officer; President and Chief Operating Officer; Chairman and Chief Executive Officer, The Frito- Lay Company | 1,581,643 | 11,273 | 1,577,381 |
| Gary M. Rodkin President and Chief Executive Officer, PepsiCo Beverages and Foods North America; Chief Executive Officer, Pepsi-Cola North America | 695,624 | 3,761 | 695,624 |
| Peter M. Thompson President and Chief Executive Officer, PepsiCo Beverages International; President and Chief Executive Officer, | 1,122,905 | 23,757 | 1,122,905 |

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Pepsi-Cola International

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|-------------------------------------------------------------------------------|---------|--------|---------|
| Karl M. von der Heyden Director; Vice Chairman; Chief Financial Officer | 581,284 | 40,000 | 581,284 |
|-------------------------------------------------------------------------------|---------|--------|---------|

October 30, 2002

The address for each Selling Stockholder is c/o PepsiCo, Inc., 700 Anderson Hill Road,
Purchase, New York 10577