

PEPSICO INC  
Form 8-K  
February 18, 2004

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

February 18, 2004

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Date of Report (Date of earliest event reported)

**PepsiCo, Inc.**

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(Exact name of registrant as specified in its charter)

North Carolina

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(State or other jurisdiction of incorporation)

1-1183  
(Commission File Number)

13-1584302  
(IRS Employer Identification No.)

700 Anderson Hill Road, Purchase, New York 10577

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(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (914) 253-2000

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**Item 12. Results of Operations and Financial Condition.**

The information, including the exhibits attached hereto, in this Current Report is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as otherwise expressly stated in such filing.

Attached and incorporated herein by reference are the following exhibits:

- 99.1 PepsiCo Posts Quarterly Income Statement Details Reflecting Stock Option Expense.
- 99.2 Financial schedules.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 18, 2004

**PepsiCo, Inc.**

By: /s/ THOMAS H. TAMONEY, JR.

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Thomas H. Tamoney, Jr.

Vice President, Associate General Counsel  
and Assistant Secretary

**INDEX TO EXHIBITS**

<b>Exhibit Number</b>	<b>Description</b>
99.1	PepsiCo Posts Quarterly Income Statement Details Reflecting Stock Option Expense.
99.2	Financial schedules.