Edgar Filing: BRIDGMAN PETER A - Form 4

BRIDGMAN PETER A Form 4 February 24, 2003

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response.......0.5

(Print or Type Responses)

1. Name and Ad	dress of Reporting	Person*	2. Issuer Name	and Ticker or Trac	ling Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Bridgman	Peter	Α.	PepsiCo, Inc.	(PEP)		O Director O 10% Owner X Officer O Other (specify below) (give title below)								
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)				ement for Month	/Day/Year	Senior Vice President and Controller					
700 Anderson F	Iill Road													
	(Street)						mendment, Date /Day/Year)	of Original	7. Individual or Joint/Group Filing (Check Applicable Line)					
Purchase	NY	10577							X Form filed by One Reporting Person O Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)			2. Trans- action Date (Month/ Day/ Year)	action Date Execution Date, if any (Month/ Day/ Day/Year)			3. Trans- action Code (Instr. 8) 4. Securities Acquired (A) or Dis (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	4)			
PepsiCo, Inc. Common Stock			2/21/2003		M		9,418.00	A	\$39.60		D			
PepsiCo, Inc. Common Stock			2/21/2003		M		1,207.00	A	\$39.60		D			
PepsiCo, Inc. Common Stock			2/21/2003		S		10,236.00	D	\$39.60	3,467.49	D			

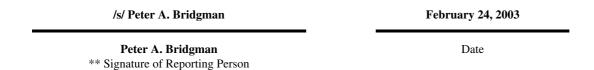
FORM 4 (continued)

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. Trans- action Date (Month/ Day/Year)	3A. Deemed Execution Date, if any, (Month/ Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securites Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Trans- action(s)	10. Owner- ship Form of Derivative Securities: Direct(D) or Indirect(I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Excer- cisable	Expira- tion Date	Title	Amount or Number of Shares		(Instr. 4)		
Employee Stock Option (right to buy)	\$18.58	2/21/2003		M			9,418.00	02/01/98	01/27/04	PepsiCo, Inc. Common Stock	9,418.00		0.00	D	
Employee Stock Option (right to buy)	\$17.06	2/21/2003		М			1,207.00	(1)	06/30/03	PepsiCo, Inc. Common Stock	1,207.00		0.00	D	

Explanation of Responses:



Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

^{1.} Twenty percent of these options became exercisable one year after the grant date, and an additional twenty percent became exercisable each of the four years thereafter.