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Form **990-PF**

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning , and ending

Name of foundation: **PepsiCo Foundation, Inc.**

Number and street (or P O box number if mail is not delivered to street address): **700 Anderson Hill Road**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **NY 10577**

Purchase: _____

Foreign country name: _____ Foreign province/state/country: _____ Foreign postal code: _____

A Employer identification number: **13-6163174**

B Telephone number (see instructions): **(914) 253-2000**

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation **NY**
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 120,208,549**

J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

3
4

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	30,000,000			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	1,339,636	1,339,636		
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	-124,955			
12	Total. Add lines 1 through 11	31,214,681	1,339,636	0	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See Attachment 1	29,248			29,248
b	Accounting fees (attach schedule) See Attachment 1	5,600			5,600
c	Other professional fees (attach schedule) See Attachment 1	6,000			6,000
17	Interest				
18	Taxes (attach schedule) (see instructions) See Attachment 2	32,289			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Attachment 3	2,727,991			2,727,991
24	Total operating and administrative expenses. Add lines 13 through 23	2,801,128	0	0	2,768,839
25	Contributions, gifts, grants paid	30,389,744			30,389,744
26	Total expenses and disbursements. Add lines 24 and 25	33,190,872	0	0	33,158,583
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-1,976,191			
b	Net investment income (if negative, enter -0-)		1,339,636		
c	Adjusted net income (if negative, enter -0-)			0	

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Form **990-PF** (2017)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	3,751,430	11,448,214	11,448,214
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule) See Attachment 4	116,982,514	106,819,364	106,819,364	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ Program Related Investment)		1,940,971	1,940,971	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	120,733,944	120,208,549	120,208,549	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	9,316,000	12,378,481	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	9,316,000	12,378,481	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted	111,417,944	107,830,068	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	111,417,944	107,830,068	
31	Total liabilities and net assets/fund balances (see instructions)	120,733,944	120,208,549		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	111,417,944
2	Enter amount from Part I, line 27a	2	-1,976,191
3	Other increases not included in line 2 (itemize) ▶ See Attachment 5	3	2,065,926
4	Add lines 1, 2, and 3	4	111,507,679
5	Decreases not included in line 2 (itemize) ▶ See Attachment 5	5	3,677,611
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	107,830,068

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(l) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 if (loss), enter -0- in Part I, line 7 }		2	0
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8	{ }		3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	28,019,785	66,996,962	0.418225
2015	36,474,626	52,346,833	0.696788
2014	30,095,859	40,583,000	0.741588
2013	32,229,824	55,406,003	0.581703
2012	25,414,950	73,078,809	0.347775
2 Total of line 1, column (d)			2 2.786079
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.557216
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 128,496,678
5 Multiply line 4 by line 3			5 71,600,405
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,396
7 Add lines 5 and 6			7 71,613,801
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 33,773,713

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	26,793	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	0	
3	Add lines 1 and 2	3	26,793	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	26,793	
6	Credits/Payments:			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	29,000	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	29,000	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,207	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>http://www.pepsico.com/sustainability/Philanthropy</u>				
14	The books are in care of ▶ <u>Sue Norton c/o PepsiCo, Inc.</u> Telephone no. ▶ <u>(914) 253-2228</u>			
Located at ▶ <u>700 Anderson Hill Road, Purchase, NY</u> ZIP+4 ▶ <u>10577</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year ▶	15		<input type="checkbox"/>
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year, did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

<p>5a During the year, did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions 5b <input type="checkbox"/> <input checked="" type="checkbox"/></p> <p>Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b <input type="checkbox"/> <input type="checkbox"/></p> <p>If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A <input type="checkbox"/></p>								
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attachment 6				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
YourCause, LLC 2508 Highlander Way, Suite 210, Carrollton, TX 08536	Matching Gift Administration	381,934
Synergos Institute 3 East 54th Street, 14th Floor, New York, NY 10022	Program Administration	244,000
Scholarship America 7900 International Drive, Suite 500, Minneapolis, MN 55425	Employee Scholarship	109,210
True Impact, LLC 74 Kent Street, 1D, Brookline, MA 02445	Program Administration	88,629
Pyxera Global Inc 1030 15th Street NW, Suite 730 East, Washington, DC 20005	Program Administration	52,003
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 In response to hurricanes Harvey, Irma and Maria impacting Texas, Florida and Puerto Rico in August and September of 2017, the PepsiCo Foundation partnered with PepsiCo's Food for Good initiative to provide up to 1 million meals to those in need. Direct activities were to procure ingredients, materials and/or prepared meals from third parties.	1,847,468
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 Closed Loop Fund, LP does research and development of technologies and business models both focused on building a circular economy. The "Closed Loop Fund" is a Social Impact Investment Vehicle to provide lower interest loans to projects that increase recycling rates. Loans are repaid with the savings from increased landfill diversion and/or revenue from the sale of commodities.	615,130
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	615,130

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	5,010,603
c	Fair market value of all other assets (see instructions)	1c	125,442,877
d	Total (add lines 1a, b, and c)	1d	130,453,480
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	130,453,480
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	1,956,802
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	128,496,678
6	Minimum investment return. Enter 5% of line 5	6	6,424,834

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	6,424,834
2a	Tax on investment income for 2017 from Part VI, line 5	2a	26,793
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	26,793
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,398,041
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,398,041
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,398,041

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	33,158,583
b	Program-related investments—total from Part IX-B	1b	615,130
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	33,773,713
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,773,713

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				6,398,041
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012	21,741,179			
b From 2013	29,461,375			
c From 2014	27,830,584			
d From 2015	33,822,762			
e From 2016	24,622,312			
f Total of lines 3a through e	137,478,212			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>33,773,713</u>				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				6,398,041
e Remaining amount distributed out of corpus	27,375,672			
5 Excess distributions carryover applied to 2017. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	164,853,884			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	21,741,179			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	143,112,705			
10 Analysis of line 9				
a Excess from 2013	29,461,375			
b Excess from 2014	27,830,584			
c Excess from 2015	33,822,762			
d Excess from 2016	24,622,312			
e Excess from 2017	27,375,672			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Prior 3 years				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

- a** The name, address, and telephone number or email address of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attachment 7		PC		30,389,744
Total ▶				3a 30,389,744
b <i>Approved for future payment</i> See Attachment 8				12,378,481
Total ▶				3b 12,378,481

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

Name of the organization

PepsiCo Foundation, Inc

Employer identification number

13-6163174

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization PepsiCo Foundation, Inc	Employer identification number 13-6163174
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PepsiCo, Inc 700 Anderson Hill Road Purchase NY 10577 Foreign State or Province _____ Foreign Country _____	\$ 30,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-----	_____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
PepsiCo Foundation, Inc

Employer identification number
13-6163174

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$ -----	-----

Name of organization PepsiCo Foundation, Inc	Employer identification number 13-6163174
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Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ _____ 0
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----
For Prov _____ Country _____	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----
For Prov _____ Country _____	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----
For Prov _____ Country _____	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----
For Prov _____ Country _____	

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Line 16 (990-PF)			(a)	(b)	(c)	(d)
(a) Legal Fees	Simpson, Thacher & Bartlett LLP	Consulting	29,248			29,248
(b) Accounting Fees	PricewaterhouseCoopers, LLC	Accounting	5,600			5,600
(c) Other Professional Fees	Philanthropy Advisor	Advisory	6,000			6,000
Total			40,848	-	-	40,848

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Line 18 (990-PF)- Taxes	(a)	(b)	(c)	(d)
(1) Excise Tax	32,289	-	-	-
Total	32,289	-	-	-

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Line 23 (990-PF)- Other Expenses	(a)	(b)	(c)	(d)
(1) Management Fees*	493,842			493,842
(2) Administrative Fees*	385,181			385,181
(3) New York Attorney General Filing Fee	1,500			1,500
(4) Direct Charitable Expenditures	1,847,468			1,847,468
Total	2,727,991	-	-	2,727,991

**For additional detail regarding (1) Management Fees and (2) Administrative Fees, see Part VIII, Line 3*

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Part II- Balance Sheets	Beinning of Year		End of Year	
Line 13- Investments - Other	(a)	(b)	(c)	
(1) Treasury Investment-T-Notes	52,295,359	71,519,364	71,519,364	
(2) Treasury Investment Time Deposits and T Bills	64,687,155	35,300,000	35,300,000	
Total	116,982,514	106,819,364	106,819,364	

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Part III- Analysis of Changes in Net Assets or Fund Balance

Line 3- Increases

(1) Program Related Investment - Closed Loop		2,065,926
	Total	<u>2,065,926</u>

Line 5- Decreases

(1) Unconditional Future Commitments		3,062,481
(2) Program Related Investment - Closed Loop		615,130
	Total	<u>3,677,611</u>

PepsiCo Foundation Board of Directors

Indra K. Nooyi *Chairman*
Chairman of the Board and Chief Executive Officer, PepsiCo

Jon Banner
Executive Vice President, Communications

Al Carey
Chief Executive Officer, North America

Hugh Johnston
Chief Financial Officer, PepsiCo

Dr. Mehmood Khan
Vice Chairmen, Executive Vice President and Chief Scientific Officer, Global Research and Development

Ramon LaGuarta
President

Laxman Narasimhan
Chief Executive Officer, Latin America and Europe Sub-Saharan Africa

David Yawman
Executive Vice President, Government Affairs, General Counsel and Corporate Secretary

Officers

Indra K. Nooyi, Chairman

Jon Banner, President

Sue Norton, Vice President

Christine Griff, Secretary

Ken Smith, Treasurer

** No officer and/or board director was compensated by the foundation*

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
AARB Foundation, Inc. 15 08 College Point Boulevard 2nd Floor College Point, NY 11356	N/A	PC	General Support	\$ 25,000
Akshaya Patra Foundation 92 Montvale Avenue Suite 2500 Stonham, MA 02180	N/A	PC	Positive Nutrition Program	\$ 550,348
American Corporate Partners 2 Grand Central Tower New York, NY 10017	N/A	PC	Women Veterans Program	\$ 50,000
American Red Cross 2025 E Street NW Washington, DC 20006-5009	N/A	PC	General Support	\$ 1,000,000
American Red Cross 520 W 49th Street 3rd Floor New York, NY 10019	N/A	PC	Disaster Relief	\$ 2,010,000
Americares 88 Hamilton Avenue Stamford, CT 06902-3111	N/A	PC	Sponsorship	\$ 10,000
Asia Initiatives, Inc 200 E 61st Street # 25AB New York, NY 10065	N/A	PC	Sponsorship	\$ 10,000
Association of Retirees of the Inter-American Development Bank 1300 New York Avenue NW Washington, DC 20577	N/A	PC	HydroBid Water Conservation / Dispersed Rural Communities	\$ 1,000,000
Bay Area Council Economic Institute 353 Sacramento Street Floor 10 San Francisco, CA 94111	N/A	PC	My Brother's Keeper	\$ 75,000
Breast Cancer Alliance 48 Maple Avenue Greenwich, CT 06830	N/A	PC	Sponsorship	\$ 25,000
Business Consortium Fund, Inc 305 Seventh Avenue 20th Floor New York, NY 10001	N/A	PC	General Support	\$ 25,000
California Fire Foundation 1780 Creekside Oaks Drive Sacramento, CA 95833	N/A	PC	Disaster Relief	\$ 100,000
Campaign for Black Male Achievement 570 Lexington Avenue Floor 5 New York, NY 10022	N/A	PC	My Brother's Keeper	\$ 125,000
Carnegie Hall Corp 881 7th Avenue New York, NY 10019	N/A	PC	General Support	\$ 75,000
Center for Communication, Inc. 195 Plymouth Street Suite 320 Brooklyn, NY 11201	N/A	PC	General Support	\$ 20,000

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
Central Detroit Christian Community Development Corporation 8840 2nd Avenue Detroit, MI 48202	N/A	PC	Food for Good	\$ 50,000
Charities Aid Foundation 1800 Diagonal Road Suite 150 Alexandria, VA 22314-2840	N/A	PC	General Support	\$ 286,875
Children of Fallen Patriots 419 3rd Street N Jacksonville, FL 32250	N/A	PC	General Support	\$ 20,000
Childrens Hope India, Inc 7 Edgemere Drive Searingtown, NY 11507	N/A	PC	Sponsorship	\$ 10,000
City Year, Inc 287 Columbus Avenue Boston, MA 02116-5114	N/A	PC	Sponsorship	\$ 50,000
Closed Loop Foundation 817 Broadway Floor 5 New York, NY 10003	N/A	PC	Recycling Closed Loop Fund	\$ 80,001
Conexion Americas 2195 Nolensville Pike Nashville, TN 37211	N/A	PC	General Support	\$ 2,000
Congressional Hispanic Caucus Institute, Inc 1128 16th Street NW Washington, DC 20036	N/A	PC	CHCI - Fellowship	\$ 500,000
Cooperative for Assistance and Relief Everywhere, Inc. 151 Ellis Street NE Atlanta, GA 30303	N/A	PC	Care Foundation - Peru Flooding	\$ 50,000
Daily Table 54 Wilde Road Waban, MA 02468	N/A	PC	Nutrition - Urban Food Initiative	\$ 525,000
Dallas Foundation A TX Nonprofit Corporation 3963 Maple Avenue Suite 390 Dallas, TX 75219	N/A	PC	Food for Good	\$ 50,000
DC Central Kitchen, Inc 2625 Evans Street NE Washington, DC 20018	N/A	PC	Food for Good	\$ 50,000
Equal Heart 4848 Lemmon Avenue 513 Dallas, TX 75219	N/A	PC	Food for Good	\$ 50,000
Executive Leadership Council, Inc 1001 N Fairfax Street Suite # 300 Alexandria, VA 22314	N/A	PC	Mid-Level Manager Program	\$ 150,000
Feed the Children, Inc. 333 N Meridian Oklahoma City, OK 73107	N/A	PC	General Support	\$ 5,000

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
Feeding America 35 E Wacker Drive Suite 2000 Chicago, IL 60601	N/A	PC	Disaster Relief	\$ 1,130,000
Florida Introduces Physical Activity and Nutrition to Youth Incorporated 1777 N Dixie Hwy Fort Lauderdale, FL 33305	N/A	PC	Summer Camp Nutrition Program	\$ 50,000
Food Bank For Westchester, Inc 200 Clearbrook Road Elmsford, NY 10523	N/A	PC	Sponsorship	\$ 10,000
Food Bank of Central & Eastern North Carolina, Inc 3808 Tarheel Drive Raleigh, NC 27609	N/A	PC	Summer Hunger Program	\$ 25,000
Food Bank of Eastern Michigan, Inc 2300 Lapeer Road Flint, MI 48503	N/A	PC	HELP Center grant	\$ 200,000
Gen Youth Foundation 10255 W Higgins Road Suite 900 Rosemont, IL 60018	N/A	PC	Intrepid Sponsorship/Ready Step Move Grant	\$ 242,500
George HW Bush Presidential Library Foundation 1002 George Bush Drive W College Station, TX 77845	N/A	PC	One America Appeal Disaster Relief Effort	\$ 50,000
George W Bush Foundation 2943 SMU Boulevard Dallas, TX 75205	N/A	PC	Spirit of Liberty Forum	\$ 90,000
GIVE2Asia 340 Pine Street Suite 501 San Francisco, CA 94104	N/A	PC	Smile Foundation Planning Grant	\$ 23,500
Gleaners Community Food Bank, Inc 2131 Beaufait Street Detroit, MI 48207	N/A	PC	My Neighborhood Mobile Grocery Program	\$ 125,000
Global Foodbanking Network 70 E Lake Street Suite 1200 Chicago, IL 60640	N/A	PC	General Support	\$ 500,000
Global Impact 1199 N Fairfax Street Suite 300 Alexandria, VA 22314	N/A	PC	Global Emergency Response Coalition	\$ 1,000,000
Global Lyme Alliance, Inc 222 Railroad Avenue Suite 2B Greenwich, CT 06830	N/A	PC	Sponsorship	\$ 10,000
Greater Washington Educational Telecommunications Association, Inc 3939 Campbell Avenue Arlington, VA 22206	N/A	PC	Sponsorship	\$ 50,000
Greenwich Hospital 5 Perryridge Road Greenwich, CT 06830	N/A	PC	Sponsorship	\$ 25,000

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
Hispanic Association on Corporate Responsibility 1220 L Street NW Suite 701 Washington, DC 20005	N/A	PC	Corporate Achievers Program & Summit Sponsorship	\$ 50,000
Hunger Free America 50 Broad Street Suite 1103 New York, NY 10004	N/A	PC	Nutrition Program	\$ 200,000
Hunger Free Colorado 1801 Williams Street Suite 200 Denver, CO 80218	N/A	PC	General Support	\$ 50,000
Inner-City Scholarship Fund, Inc 1011 1st Avenue 14th Floor New York, NY 10022	N/A	PC	Inner-City High School Scholarship Fund	\$ 50,000
International Rescue Committee, Inc 122 East 42nd Street New York, NY 10168	N/A	PC	Sponsorship	\$ 50,000
International Youth Foundation 1 E Pratt Street Suite 701 Baltimore, MD 21202	N/A	PC	Sustainable Communities	\$ 786,422
Junior Achievement of New York Inc 420 Lexington Avenue Suite 204-5 New York, NY 10170	N/A	PC	Junior Achievement Volunteer Engagement	\$ 35,000
La Plaza De Cultura Y Artes Foundation 501 N Main Street Los Angeles, CA 90012	N/A	PC	Mobile Garden & Culinary Arts Program	\$ 166,827
Lesbian and Gay Community Services Center, Inc 208 W 13th Street New York, NY 10011	N/A	PC	Sponsorship	\$ 50,000
Lincoln Center for the Performing Arts Inc 70 Lincoln Center Plaza Floor 9 New York, NY 10023	N/A	PC	Middle School Arts Initiative	\$ 250,000
Lulac National Educational Service Centers, Inc. 1133 19th Street NW Suite 1000 Washington, DC 20036	N/A	PC	STEM (Science, Technology, Engineering and Mathematics) After School Program	\$ 75,000
Marine Toys for Tots Foundation 18251 Quantico Gateway Drive Triangle, VA 22172	N/A	PC	Sponsorship	\$ 2,000
Martin Luther King Jr. Center for Non Violent Social Change, Inc. 449 Auburn Avenue Atlanta, GA 30312	N/A	PC	Sponsorship	\$ 50,000
Mercy Corps Foundation 45 SW Ankeny Street Portland, OR 97204	N/A	PC	Landslide Disaster Relief	\$ 50,000
Museum Of Modern Art 11 W 53rd Street New York, NY 10019	N/A	PC	MoMA Award Sponsorship	\$ 25,000

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
N Street Village, Inc 1333 N Street NW Washington, DC 20005	N/A	PC	Sponsorship	\$ 40,000
National Merit Scholarship Corporation 1560 Sherman Avenue Suite 200 Evanston, IL 60201	N/A	PC	Scholarship Program	\$ 50,795
New Venture Fund 1201 Connecticut Avenue NW Suite 300 Washington, DC 20036	N/A	PC	Scholarship Program	\$ 50,000
25 W 4th Street Floor 4 New York, NY 10012	N/A	PC	NYU Langone Spring Fling Sponsorship	\$ 25,000
Operation Food Search, Inc 1644 Lotsie Boulevard Saint Louis, MO 63132	N/A	PC	Food for Good	\$ 50,000
Pan American Development Foundation 1889 F Street NW Floor 2 Washington, DC 20006	N/A	PC	Disaster Relief	\$ 1,010,000
Partnership With Native Americans 16415 Addison Road Suite 200 Addison, TX 75001	N/A	PC	Strong Native Women 4 Directions Development Program	\$ 25,000
Planet Finance Corp 220 5th Avenue Floor 8 Demo Dept New York, NY 10001	N/A	PC	Sponsorship	\$ 217,500
Points Of Light Foundation 1400 Eye Street NW Washington, DC 20005	N/A	PC	Sponsorship	\$ 175,000
POLICYLINK 1438 Webster Street Suite 303 Oakland, CA 94612	N/A	PC	My Brothers Keeper	\$ 75,000
Pro Bono Partnership, Inc 215 Park Avenue Street Suite 2014 New York, NY 10003	N/A	PC	My Brothers Keeper	\$ 25,000
Rise Against Hunger 3733 National Drive Suite 200 Raleigh, NC 27612	N/A	PC	Meal Packing	\$ 2,944
Robin Hood Foundation 826 Broadway Floor 9 New York, NY 10003	N/A	PC	Sponsorship	\$ 300,000
Sandy Hook Promise Foundation 13 Church Hill Road Newtown, CT 06470	N/A	PC	Sponsorship	\$ 150,000
Scholarship America, Inc 7900 International Drive Suite 500 Minneapolis, MN 55425	N/A	PC	Scholarship Program	\$ 3,429,803

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
Ser-Metro Detroit Jobs For Progress, Inc 9301 Michigan Avenue Detroit, MI 48210	N/A	PC	My Brothers Keeper	\$ 80,000
Share Our Strength Inc 1030 15th Street NW Suite 1100 W Washington, DC 20005	N/A	PC	General Support	\$ 48,000
Silicon Valley Community Foundation 2440 W El Camino Real Suite 300 Mountainview, CA 94040 Smithsonian Institution	N/A	PC	Donor Advised Fund	\$ 372,575
1000 Jefferson Drive SW Washington, DC 20560	N/A	PC	General Support	\$ 5,000
Sound Waters, Inc. Cove Island Park 1281 Cove Road Stamford, CT 06902	N/A	PC	General Support	\$ 50,000
Southwest Economic Solutions 5716 Michigan Avenue Detroit, MI 48210	N/A	PC	My Brothers Keeper	\$ 45,000
Sunny Impact Foundation Inc 116 E 55th Street New York, NY 10022	N/A	PC	Sponsorship	\$ 5,000
Susan G Komen Greater New York City 246 W 38th Street Suite 503 New York, NY 10018	N/A	PC	General Support	\$ 10,000
Taste of the NFL 5100 Eder Avenue Suite 103 Edina, MN 55436	N/A	PC	General Support	\$ 50,000
Telacu Education Foundation 5400 E Olympic Boulevard Suite 300 Los Angeles, CA 90022	N/A	PC	General Support	\$ 100,000
Trustees of Columbia University in the City of New York 615 W 131st Street New York, NY 10027	N/A	PC	Velocity Columbia's Ride to End Cancer	\$ 125,000
Tryon Palace Foundation, Inc. 529 S Front Street New Bern, NC 28562	N/A	PC	General Support	\$ 25,000
UNC Law Foundation Inc 323 W Barbee Chapel Road Chapel Hill, NC 27517	N/A	PC	Civil Rights Fellowship	\$ 125,000
United Negro College Fund, Inc 120 Wall St 9th Floor New York, NY 10005	N/A	PC	Bronx Women's initiative	\$ 100,000
United Way Of Metropolitan Dallas, Inc 1800 N Lamar Street Dallas, TX 75202	N/A	PC	Healthy Zone Schools Program	\$ 192,500

Recipient Named, Street Address, City, State, Zip Code	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Total
US Sciences PO Foundation 85 Broad Street Floor 17 New York, NY 10004	N/A	PC	Sponsorship	\$ 10,000
Volunteer New York 220 White Plains Road Tarrytown, NY 10591	N/A	PC	Days of Service Program	\$ 43,423
Warrior-Scholar Project 1012 14th St NW Suite 1200 Washington, DC 20005	N/A	PC	General Support	\$ 250,000
Water Org 117 W 20th Street Suite 203 Kansas City, MO 64108	N/A	PC	Grant for WEF / Davos	\$ 27,000
Wateraid America Inc 233 Broadway Rm 2705 New York, NY 10279	N/A	PC	Sponsorship	\$ 1,487,000
Wellness in the Schools Inc 31 W 125th Street New York, NY 10027	N/A	PC	General Support	\$ 50,000
Women in Need, Inc 115 W 31st Street 6th Floor New York, NY 10001	N/A	PC	Sponsorship	\$ 50,000
Working in the Schools 200 West Adams Suite # 1205 Chicago, IL 60606	N/A	PC	General Support	\$ 5,000
Young Womens Leadership Network Inc 322 Eighth Avenue 14th Floor New York, NY 10001	N/A	PC	Sponsorship	\$ 10,000
United Way Worldwide 701 N Fairfax Street Alexandria, VA 22314	N/A	PC	Donor Advised Fund - Matching Gifts	\$ 8,992,732
Youth Employment Partnership, Inc 2300 International Boulevard Oakland, CA 94601	N/A	PC	My Brothers Keeper	\$ 100,000
YWCA Greenwich Connecticut, Inc 259 E Putnam Avenue Greenwich, CT 06830	N/A	PC	Sponsorship	\$ 5,000
Grand Total				\$ 30,389,744

PepsiCo Foundation, Inc
FEIN. 13-6163174
For the year ending December 31, 2017

Proposed Commitments for Future Year Payment:

Recipient Named, Street Address, City, State, Zip Code	if recipient is an individual, show any relationship to any foundation manager or substantial contributor.	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Closed Loop Fund 227 Central Park W, New York, NY 10024	N/A	PC	Recycling Closed Loop Fund	615,131
Congressional Hispanic Caucus Institute (CHCI) 911 2nd St NE, Washington, DC 20002-3501	N/A	PC	Fellowship	500,000
Daily Table 450 Washington Street, Dorchester, MA 02124	N/A	PC	Daily Table	525,000
Food Bank for Westchester 200 Clearbrook Road, Elmsford, NY 10523	N/A	PC	Mobile Food Pantry	325,000
Food Bank of Eastern Michigan 2300 Lapeer Rd, Flint, MI 48503	N/A	PC	Help Center	200,000
GENYOUth 515 Madison Avenue 26th Floor, New York, NY 10022	NA	PC	Ready, Step, Move, Give	223,696
Inter-Amecan Development Bank 1300 New York Ave NW Washington DC 20577	N/A	PC	SPOON Program Sustained Program for Improving	1,000,000
Inter-Amecan Development Bank 1300 New York Ave NW, Washington, DC 20577	N/A	PC	Dispersed Rural Communities	1,250,000
Inter-Amecan Development Bank 1300 New York Ave NW, Washington, DC 20577	N/A	PC	HydroBid	1,750,000
LA Plaza de Cultura y Artes 501 N Main St Los Angeles, CA 90012	N/A	PC	Mobile Teaching Garden	333,654
Lincoln Center for the Performing Arts 10 Lincoln Center Plaza, New York, NY 10023	N/A	PC	Middle School Arts Initiative	125,000
Operation Oppomunity Foundation 1012 14th Street NW, Suite 1200, Washington D C 20005	N/A	PC	Warrior Scholar Project	500,000
Tsinghua Education Foundation N A, Inc 2200 Sand Hill Rd, Suite 160 Menlo Park, CA 94025	N/A	PC	Schwarzman Scholarship	1,666,000
United Negro College Fund 1805 7th Street, NW, Washington, DC 20001	N/A	PC	Bronx Women's Initiative	100,000
United Way of Metro Dallad 1800 N Lamar, Dallas, TX 75202	N/A	PC	Healthy Zone Schools Program	192,000
WaterAid Amenca Inc 233 Broadway, Suite 2705, New York, NY, 10279	N/A	PC	Access to Safe Water in India	2,773,000
World Food Programme 1725 I Street NW, Suit 510, Washington, DC 20006	NA	PC	Ready, Step, Move, Give	300,000
Grand Total			Total	12,378,481

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Part VII-A
Line 12

The PepsiCo Foundation, Inc. contributed \$372,575 to a non-permanent donor advised fund with the Silicon Valley Community Foundation in 2017. The Foundation treated the distribution as a qualifying distribution that will accomplish a purpose as described in section 170(c)(2)(b) as it will be used for exclusively religious, charitable, scientific, literary or educational purposes.

The PepsiCo Foundation, Inc. contributed \$8,992,732 to a non-permanent donor advised fund with United Way Worldwide in 2017. The Foundation treated the distribution as a qualifying distribution that will accomplish a purpose as described in section 170(c)(2)(b) as it will be used for exclusively religious, charitable, scientific, literary or educational purposes.

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2017

Part VII-B
Line 5a(5)c

On November 14, 2017, The PepsiCo Foundation, Inc. contributed \$615,130 to Closed Loop Fund, LP, a program-related investment. The purpose of the grant is to focus on increasing recycling by investing in recycling related projects with local municipalities, as well as other organizations across the United States. The Foundation has no reason to doubt the accuracy or reliability of the report from the grantee so no independent verification of the report was required or made