

Form **990-PF**

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

OMB No 1545-0052

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

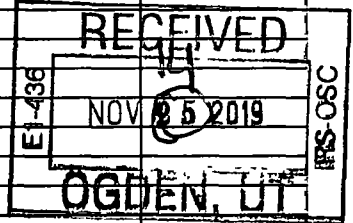
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▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2018 or tax year beginning

, and ending

Name of foundation PepsiCo Foundation, Inc		A Employer identification number 13-6163174
Number and street (or PO box number if mail is not delivered to street address) 700 Anderson Hill Road	Room/suite	B Telephone number (see instructions) (914) 253-2000
City or town, state or province, country, and ZIP or foreign postal code Purchase NY 10577	Foreign province/state/country Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation dl <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 75,540,024	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,661,735	1,661,735		
	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)	-73,402	-73,402			
12 Total. Add lines 1 through 11	1,588,333	1,588,333	0		
Operating and Administrative Expenses	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	126,960			126,960
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) See Attachment 1	2,839,088			2,839,088
	17 Interest				
	18 Taxes (attach schedule) (see instructions) See Attachment 2	32,000			
	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	913,806			913,806
	24 Total operating and administrative expenses. Add lines 13 through 23	3,911,854	0	0	3,879,854
	25 Contributions, gifts, grants paid	42,352,263			42,352,263
26 Total expenses and disbursements. Add lines 24 and 25.	46,264,117	0	0	46,232,117	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-44,675,784				
b Net investment income (if negative, enter -0-)		1,588,333			
c Adjusted net income (if negative, enter -0-)			0		



SCANNED DEC 31 2019

For Paperwork Reduction Act Notice, see instructions.

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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	11,448,214	857,964	857,964
	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) ^{See Attachment 4}	71,519,364	22,940,315	22,940,315
	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}	35,300,000	49,000,000	49,000,000	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ <u>See Attached Statement</u>)	1,940,971	2,741,745	2,741,745	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	120,208,549	75,540,024	75,540,024	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	12,378,481	35,569,868	
	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)	12,378,481	35,569,868	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	107,830,068	39,970,156	
	25	Temporarily restricted	12,378,481	35,569,868	
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	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)	120,208,549	75,540,024	
31	Total liabilities and net assets/fund balances (see instructions)	132,587,030	111,109,892		

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	120,208,549
2	Enter amount from Part I, line 27a	2	-44,675,784
3	Other increases not included in line 2 (itemize) ▶ <u>See Attachment 5</u>	3	7,259
4	Add lines 1, 2, and 3	4	75,540,024
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	75,540,024

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				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV 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))	
2017	33,773,713	128,496,678	0.262837	
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	
2	Total of line 1, column (d)		2	2.701141
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	0.540228
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5		4	90,904,572
5	Multiply line 4 by line 3		5	49,109,195
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	15,883
7	Add lines 5 and 6		7	49,125,078
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	47,099,034

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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)			
1			31,767	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		0	
3	Add lines 1 and 2		31,767	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		31,767	
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	34,207	
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		34,207	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		438	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		2,002	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 2,002 Refunded <input type="checkbox"/>		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	
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		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		X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>http://www.pepsico.com/sustainability/Philanthropy</u>		X	
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			
16	At any time during calendar year 2018, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		Yes	No
		16		X

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.

1a	During the year, did the foundation (either directly or indirectly)		Yes	No
(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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <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 2018 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 2018)	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 2018?	4b		X

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

5a	During the year, did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(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		
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	X
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	
	If "Yes" to 6b, file Form 8870			
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		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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		0		

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
Daniel J. Edelman, Inc 250 Hudson Street, New York, NY 10013	Media / Communications Services	953,213
YourCause, LLC 2508 Highlander Way, Suite 210, Carrollton, TX 08536	Matching Gift Administration	419,102
Synergos Institute 3 East 54th Street, 14th Floor, New York, NY 10022	Program Administration	264,000
Oxford Economics USA Inc 303 West Lancaster Avenue 2E, Wayne, PA 19087	Program Administration	235,000
Berman Consulting 18904 Union Turnpike, Fresh Meadows, NY 11366	Consulting	142,960
Total number of others receiving over \$50,000 for professional services		6

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 The PepsiCo Foundation, Inc. partnered with PepsiCo's Food for Good initiative and provided up to one million meals to those in need in disaster areas across the United States. The funds were used to procure ingredients, material, or prepared meals from third-party vendors, which in turn were used by the Food for Good team to make and distribute meals.	910,806
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.	639,776
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	639,776

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	6,519,314
c	Fair market value of all other assets (see instructions)	1c	85,769,592
d	Total (add lines 1a, b, and c)	1d	92,288,906
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	92,288,906
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	1,384,334
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	90,904,572
6	Minimum investment return. Enter 5% of line 5	6	4,545,229

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	4,545,229
2a	Tax on investment income for 2018 from Part VI, line 5	2a	31,767
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	31,767
3	Distributable amount before adjustments Subtract line 2c from line 1	3	4,513,462
4	Recoveries of amounts treated as qualifying distributions	4	7,259
5	Add lines 3 and 4	5	4,520,721
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	4,520,721

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	46,459,258
b	Program-related investments—total from Part IX-B	1b	639,776
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	47,099,034
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	47,099,034

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				4,520,721
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013	29,461,375			
b From 2014	27,830,584			
c From 2014	33,822,762			
d From 2016	24,622,312			
e From 2017	27,375,672			
f Total of lines 3a through e	143,112,705			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 47,099,034				
a Applied to 2017, 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 2018 distributable amount				4,520,721
e Remaining amount distributed out of corpus	42,578,313			
5 Excess distributions carryover applied to 2018 (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	185,691,018			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions)	29,461,375			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	156,229,643			
10 Analysis of line 9				
a Excess from 2014	27,830,584			
b Excess from 2014	33,822,762			
c Excess from 2016	24,622,312			
d Excess from 2017	27,375,672			
e Excess from 2018	42,578,313			

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 2018, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(2) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

- 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	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
Name and address (home or business)				
<p>a Paid during the year See Attachment 7</p>		PC		42,352,263
Total				▶ 3a 42,352,263
<p>b Approved for future payment See Attachment 8</p>		PC		35,569,868
Total				▶ 3b 35,569,868

PepsiCo Foundation, Inc
 FEIN 13-6163174
 For the year ending December 31, 2018

Line 16 (990-PF)			(a)	(b)	(c)	(d)
(a) Legal Fees	Simpson, Thacher & Bartlett LLP	Consulting	126,960			126,960
(b) Accounting Fees	PricewaterhouseCoopers, LLC	Accounting	-			-
(c) Other Professional Fees	Berman Consulting	Consulting	142,960			142,960
	Jane Polin	Consulting	18,365			18,365
	JustShareHope Advisors	Consulting	114,842			114,842
	Oxford Economics USA Inc	Consulting	235,000			235,000
	Pontoon Solutions Inc	Consulting	24,745			24,745
	Resource Recycling Systems Inc	Consulting	35,555			35,555
	TerraCycle Inc	Consulting	95,000			95,000
	Ember Digital	Media / Communications Services	47,063			47,063
	Heifer International	Media / Communications Services	17,100			17,100
	OMD USA LLC	Media / Communications Services	106,964			106,964
	Play Nice LLC	Media / Communications Services	17,900			17,900
	Politico LLC	Media / Communications Services	75,000			75,000
	Propac Marketing Inc	Media / Communications Services	21,446			21,446
	Daniel J Edelman, Inc	Media / Communications Services	953,213			953,213
	Give2Asia	Program Administration	50,000			50,000
	Scholarship Amerca	Program Administration	107,700			107,700
	Synergos Institute	Program Administration	264,000			264,000
	True Impact	Program Administration	93,133			93,133
	YourCause	Program Administration	419,102			419,102
	Total		2,966,048	-	-	2,966,048

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2018

Line 18 (990-PF)- Taxes	(a)	(b)	(c)	(d)
(1) Excise Tax	32,000	-	-	-
Total	32,000	-	-	-

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2018

Line 23 (990-PF)- Other Expenses	(a)	(b)	(c)	(d)
(1) New York Attorney General Filing Fee	3,000			3,000
(2) Direct Charitable Expenditures	910,806			910,806
Total	913,806			913,806

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2018

Part II- Balance Sheets	Beinning of Year	End of Year	
Line 10a - Investments - U.S. and State Government Obligations	(a)	(b)	(c)
(1) Treasury Investment - Treasury Bills	71,519,364	22,940,315	22,940,315
Total	71,519,364	22,940,315	22,940,315
<hr/>			
Line 13- Investments - Other	(a)	(b)	(c)
(1) Treasury Investment - Time Deposits	35,300,000	49,000,000	49,000,000
Total	35,300,000	49,000,000	49,000,000

PepsiCo Foundation, Inc.
FEIN: 13-6163174
For the year ending December 31, 2018

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

Line 3- Increases

(1) Prior Year Grant Recoveries		7,259
	Total	<u>7,259</u>

Line 5- Decreases

(1) N/A		-
	Total	<u>-</u>

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
AABR Foundation, Inc 15 08 College Point Boulevard 2nd Floor College Point, NY 11356	N/A	PC	Sponsorship	\$ 25,000.00
African Leadership Foundation 349 5th Ave Suite 508 New York, NY 10016	N/A	PC	African Leadership Academy	\$ 150,000.00
Alzheimers Association 225 N Michigan Ave Floor 17 Chicago, IL 60601	N/A	PC	Sponsorship	\$ 15,000.00
American Corporate Partners 2 Grand Central Tower New York, NY 10017	N/A	PC	Women Veterans Program	\$ 50,000.00
American Kidney Fund, Inc 11921 Rockville Pike Suite 300 Rockville, MD 20852	N/A	PC	General Support	\$ 5,000.00
American Red Cross 520 W 49th St 3rd Floor New York, NY 10019	N/A	PC	Disaster Relief	\$ 600,000.00
American Red Cross 520 W 49th St 3rd Floor New York, NY 10019	N/A	PC	ADGP Funding	\$ 500,000.00
Bedford Playhouse, Inc 633 Old Post Rd Bedford, NY 10506	N/A	PC	Box office refurbishment and logo naming	\$ 50,000.00
Big Brothers Big Sisters NYC 845 3rd Ave Floor 6 New York, NY 10022	N/A	PC	Sponsorship	\$ 75,000.00
Breast Cancer Alliance 48 Maple Ave Greenwich, CT 6830	N/A	PC	Sponsorship	\$ 25,000.00
Cabin Creek Center For Work 270 Lafayette St Suite 710 New York, NY 10012	N/A	PC	Production of a documentary film about civil rights leaders	\$ 50,000.00
Charities Aid Foundation 225 Reinekers Ln Suite 375 Alexandria, VA 22314-2840	N/A	PC	Recycling	\$ 261,250.00
Children of Fallen Patriots Foundation 1818 Library St Suite 500 Reston, VA 20190-6274	N/A	PC	Johnny Mac Match	\$ 250,000.00
Children of Fallen Patriots Foundation 1818 Library St Suite 500 Reston, VA 20190-6274	N/A	PC	General Support	\$ 20,000.00
City Harvest, Inc 6 E 32nd St Floor 5 Manhattan, NY 10016	N/A	PC	Sponsorship	\$ 100,000.00

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
Citysquare 4000 E Side Ave Dallas, TX 75226	N/A	PC	Food for Good Program	\$ 50,000.00
Congressional Black Caucus 1720 Massachusetts Ave NW Washington, DC 20036-1903	N/A	PC	Fellowship Program	\$ 150,000.00
Congressional Hispanic Caucus 1128 16th St NW Washington, DC 20036	N/A	PC	CHCI - Fellowship Program	\$ 500,000.00
Cooperative For Assistance & Relief Everywhere 115 Broadway 7th Floor New York, NY 10006	N/A	PC	She Feeds the World - Uganda	\$ 715,000.00
Cooperative For Assistance & Relief Everywhere 115 Broadway 7th Floor New York, NY 10006	N/A	PC	Closing the Crop Gap implementation - Guatemala	\$ 115,000.00
Daily Table 420 Washington St Dorchester, MA 2124	N/A	PC	Nutrition - Urban Food Initiative	\$ 125,000.00
Dream 333 E 100th St New York, NY 10029	N/A	PC	Sponsorship	\$ 50,000.00
Edgemont School Foundation PO Box 1154 Scarsdale, NY 10583	N/A	PC	Edgemont Match Circles Program	\$ 5,000.00
Executive Leadership Council, Inc 1001 N Fairfax St Suite 300 Alexandria, VA 22314	N/A	PC	Mid-level Managers' Symposium Sponsorship	\$ 150,000.00
Feeding America 35 E Wacker Dr Suite 2000 Chicago, IL 60601	N/A	PC	Sponsorship	\$ 10,000.00
Food Bank For Westchester, Inc 200 Clearbrook Rd Elmsford, NY 10523	N/A	PC	Nutrition - Mobile food pantry	\$ 325,000.00
Food Bank For Westchester, Inc 200 Clearbrook Rd Elmsford, NY 10523	N/A	PC	Truck Wraps Artwork	\$ 36,320.00
Food Bank For Westchester, Inc 200 Clearbrook Rd Elmsford, NY 10523	N/A	PC	Meal Packing Event	\$ 25,000.00
Food Bank Of Central & Eastern Raleigh, NC 27604	N/A	PC	Nutrition - Stop hunger sponsorship	\$ 25,000.00
Foundation For Art & Preservation in Embassies 1725 L St NW Suite 510 Washington, DC 20006	N/A	PC	Sponsorship	\$ 25,000.00

Matching Gifts Program. The Foundation matches contributions made by employees of PepsiCo, Inc that meet certain requirements and are subject to certain limits

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
Friends Of The World Food Program 1725 L St NW Suite 510 Washington, DC 20006	N/A	PC	WFP Ready Suite up Move Give	\$ 300,000.00
Friends Of The World Food Program 1725 L St NW Suite 510 Washington, DC 20006	N/A	PC	WFP Egypt School Meals	\$ 150,000.00
Gen Youth Foundation 10255 W Higgins Rd Suite 900 Rosemont, IL 60018-5638	N/A	PC	Ready, Step, Move, Give	\$ 1,147,145.08
Gen Youth Foundation 10255 W Higgins Rd Suite 900 Rosemont, IL 60018-5638	N/A	PC	FJTP60 en Espanol 2 0 '18/'19	\$ 500,000.00
Gen Youth Foundation 10255 W Higgins Rd Suite 900 Rosemont, IL 60018-5638	N/A	PC	Intrepid Sponsorship	\$ 150,000.00
Girl Scouts Heart Of The Hudson 2 Great Oak Ln Pleasantville, NY 10570-2110	N/A	PC	General Support	\$ 5,000.00
Give2Asia 600 California St Floor 11 San Francisco, CA 94108	N/A	PC	China Women's Development Foundation (CWDF) & China Foundation Poverty Alleviation (CFPA)	\$ 3,362,528.00
Give2Asia 600 California St. Floor 11 San Francisco, CA 94108	N/A	PC	Disaster Relief	\$ 535,000.00
Give2Asia 600 California St. Floor 11 San Francisco, CA 94108	N/A	PC	Amal Career-Prep Fellowship	\$ 318,603.00
Give2Asia 600 California St. Floor 11 San Francisco, CA 94108	N/A	PC	Nutrition - Smile FDN Sri City	\$ 306,892.00
Give2Asia 600 California St. Floor 11 San Francisco, CA 94108	N/A	PC	Nutrition - Banaskantha grant	\$ 296,000.00
Greenwich Hospital 35 River Rd Suite 100 Cos Cob, CT 6807	N/A	PC	Sponsorship	\$ 25,000.00
Habitat For Humanity International 270 Peachtree St Suite 1300 Atlanta, GA 30303	N/A	PC	Disaster Relief	\$ 2,300,000.00
Immunotherapy Foundation 3525 Del Mar Heights Rd 819 San Diego, CA 92130	N/A	PC	General Support	\$ 20,000.00

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
Inter American Development Bank 1300 New York Ave NW Washington, DC 20577	N/A	PC	Hydrobid	\$ 850,000.00
Inter American Development Bank 1300 New York Ave NW Washington, DC 20577	N/A	PC	Dispersed Rural Communities	\$ 850,000.00
International Bank For Reconstruction And Development (Ibrd) 1818 H St NW Washington, DC 20433	N/A	GOV	IBRD 2030 Water Resources Group	\$ 1,500,000.00
International Rescue Committee 122 East 42nd St New York, NY 10168	N/A	PC	Sponsorship	\$ 50,000.00
International Youth Foundation 1 E Pratt St Suite 701 Baltimore, MD 21202	N/A	PC	Passport to Success Online	\$ 1,500,000.00
International Youth Foundation 1 E Pratt St Suite 701 Baltimore, MD 21202	N/A	PC	Pathways to Success - Guadalajara	\$ 1,100,000.00
International Youth Foundation 1 E Pratt St Suite 701 Baltimore, MD 21202	N/A	PC	Skills for Life (South Africa)	\$ 639,959.00
International Youth Foundation 1 E Pratt St Suite 701 Baltimore, MD 21202	N/A	PC	IYF - Egypt grant	\$ 100,000.00
Jason Wittens Score Foundation 2020 Willowmet Ln Brentwood, TN 37027	N/A	PC	Collegiate Man of the Year Award Ceremony	\$ 40,000.00
Kens Krew, Inc 555 Madison Ave New York, NY 10022	N/A	PC	Event Sponsorship	\$ 25,000.00
King Center 449 Auburn Ave Atlanta, GA 30312	N/A	PC	General Support	\$ 25,000.00
La Plaza De Cultura Artes 501 N Main St Los Angeles, CA 90012	N/A	PC	La Plaza mobile garden Program	\$ 166,827.00
Lesbian Gay Bisexual & Transgender 208 W 13th St New York, NY 10011	N/A	PC	Event Sponsorship	\$ 5,000.00
Lupus Research Alliance, Inc 275 Madison Ave Floor 10 New York, NY 10016	N/A	PC	Sponsorship Walk	\$ 25,000.00
Marine Corps Scholarship Foundation 909 N Washington St Suite 400 Alexandria, VA 22314	N/A	PC	Sponsorship	\$ 25,000.00

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
Meharry Medical College 1005 Dr Db Todd Jr Blvd Suite 505 Nashville, TN 37208	N/A	PC	General Support	\$ 10,000.00
Mount Vernon Technology & Science Youth Center for Advanceme 50 Columbus Ave Tuckahoe, NY 10707	N/A	PC	Sponsorship	\$ 25,000.00
November Foundation 8559 Higuera St Culver City, CA 90232	N/A	PC	General Support	\$ 5,000.00
N Street Village 1333 N St NW Washington, DC 20005	N/A	PC	Sponsorship	\$ 40,000.00
National Academy Foundation 845 3rd Ave Floor 6 New York, NY 10022	N/A	PC	Sponsorship	\$ 25,000.00
National Merit Scholarship Corp 1560 Sherman Avenue Suite 200 Chicago, IL 60693	N/A	PC	Scholarship Program	\$ 54,515.00
National Trust For Historic 2600 Virginia Ave Nw Suite 1100 Washington, DC 20037	N/A	PC	General Support	\$ 100,000.00
National Underground Railroad 50 E Freedom Way Cincinnati, OH 45202	N/A	PC	General Support	\$ 34,000.00
New York Cares, Inc 65 Broadway 19th Floor New York, NY 10006	N/A	PC	Sponsorship	\$ 10,000.00
New York Presbyterian Fund, Inc 525 E 68th St New York, NY 10065	N/A	PC	Sponsorship	\$ 25,000.00
Oregon Tradeswomen, Inc 3934 NE Martin Luther King Blvd Portland, OR 97212	N/A	PC	General Support	\$ 45,000.00
Palmetto Palace PO Box 21076 Charleston, SC 29413	N/A	PC	Nutrition Program	\$ 25,000.00
Planet Finance Corp 220 5th Ave Floor 8 New York, NY 10001	N/A	PC	Conference Sponsorship	\$ 116,783.00
Project Gatehouse Endowment 670 Westport Parkway Grapevine, TX 76099	N/A	PC	Sponsorship	\$ 50,000.00
Project Gatehouse Endowment 670 Westport Parkway Grapevine, TX 76099	N/A	PC	Career Development Program	\$ 50,000.00

Matching Gifts Program. The Foundation matches contributions made by employees of PepsiCo, Inc that meet certain requirements and are subject to certain limits

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
Public Foundation 244 Club Place Atlanta, GA 30317	N/A	PC	Event Sponsorship	\$ 15,000.00
Recycling Partnership 125 Rowell Ct Falls Church, VA 22046	N/A	PC	Recycling	\$ 2,000,000.00
Rightfit, Inc 3401 N Meridian St Indianapolis, IN 46204	N/A	PC	Rightfit School Programs	\$ 50,000.00
Robin Hood Foundation 826 Broadway Floor 9 New York, NY 10003	N/A	PC	Women - Bronx Sustainable Community	\$ 1,000,000.00
Safe Water Network 122 E 42nd St 26th Floor New York, NY 10168	N/A	PC	Safe Water Network Pledge	\$ 10,000.00
Sandy Hook Promise Foundation PO Box 3489 Newtown, CT 6470	N/A	PC	General Support	\$ 200,000.00
Save The Children 501 Kings Hwy E Suite 400 Fairfield, CT 6825	N/A	PC	Disaster Relief - Guatemala Volcano	\$ 100,000.00
Scholarship America 7900 International Dr Suite 500 Minneapolis, MN 55425	N/A	PC	Scholarship Program	\$ 2,982,240.50
Scholarship America 7900 International Dr Suite 500 Minneapolis, MN 55425	N/A	PC	PEPHELP Program	\$ 42,857.99
Shes The First 590 Avenue Of The Americas Floor 13 New York, NY 10011	N/A	PC	STF Community Impact Fellowship	\$ 25,000.00
Silicon Valley Community Foundation 2440 W El Camino Real Suite 300 Mountain View, CA 94040	N/A	PC	Corporate Advised Fund	\$ 780,075.00
St Jude Childrens Research 501 St Jude Place Memphis, TN 38105	N/A	PC	Event Sponsorship	\$ 10,000.00
Stop Hunger Now, Inc 3733 National Dr Suite 200 Raleigh, NC 27612	N/A	PC	RiseAgainstHunger meal packaging	\$ 301,800.00
Student Leadership Network, Inc 322 Eighth Ave 4th Fl New York, NY 10001	N/A	PC	YWLN (Em)Power breakfast	\$ 10,000.00
Susan G Komen Race For The Cure 246 W 38th St Suite 503 New York, NY 10018	N/A	PC	Sponsorship	\$ 15,000.00

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
Swiss Bear, Inc 316 S Front St New Bern, NC 28560	N/A	PC	Sponsorship	\$ 50,000.00
Taste Of The NFL 5100 Eden Ave Suite 103 Edina, MN 55436	N/A	PC	Nutrition	\$ 75,000.00
Telacu Education Foundation 5400 E Olympic Blvd Suite 300 Los Angeles, CA 90022	N/A	SO I	General Support	\$ 250,000.00
The Salvation Army 1424 NE Expressway Brookhaven, GA 30329	N/A	PC	Disaster Relief	\$ 600,000.00
True Impact LLC 74 Kent St. 1D Brookline, MA 2445	N/A	PC	Grantee Reports	\$ 2,250.00
Trustees Of Tufts College 136 Harrison Av Posner Floor 2 Boston, MA 2111	N/A	PC	Tufts Food competition sponsorship	\$ 20,000.00
Tsinghua Education Foundation Na 2200 Sand Hill Rd Suite 160 Menlo Park, CA 94025	N/A	PC	Schwarzman Scholarship	\$ 1,666,000.00
Undosus 1126 16th St NW Suite 600 Washington, DC 20036	N/A	PC	Mujeres en Escalera program support	\$ 334,000.00
United Negro College Fund 80 Pine St Floor 9 New York, NY 10005	N/A	PC	Bronx Women's initiative	\$ 100,000.00
United Way Of Metro Dallas 1800 N Lamar St Dallas, TX 75202-1701	N/A	PC	First Five - Child Care Centers	\$ 400,000.00
United Way Of Westchester 336 Central Park Ave White Plains, NY 10606-1502	N/A	PC	Teach me to Fish Program	\$ 100,000.00
United Way Worldwide 336 Central Park Ave White Plains, NY 10606-1502	N/A	PC	Sponsorship	\$ 60,000.00
United Way Worldwide 701 N Fairfax St Alexandria, VA 22314	N/A	PC	Nutrition - Dividendo Voluntario Para La Comunidad	\$ 53,550.00
United Way Worldwide 701 N Fairfax Street Alexandria, VA 22314	N/A	PC	Donor Advised Fund - Matching Gifts	\$ 7,034,168.24
Vanderbilt University Medical 1161 21st Ave Nashville, TN 37232-5545	N/A	PC	Team Reward Programs	\$ 2,000.00

Matching Gifts Program. The Foundation matches contributions made by employees of PepsiCo, Inc. that meet certain requirements and are subject to certain limits.

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
Volunteer New York 220 White Plains Rd Tarrytown, NY 10591	N/A	PC	Days of Service Program	\$ 47,500.00
Warrior Scholar Project 1012 14th St. NW Suite 1200 Washington, DC 20005	N/A	PC	General Support	\$ 250,000.00
Water Org 920 Main St Suite 1800 Kansas City, MO 64105	N/A	PC	General Support	\$ 10,000.00
Wateraid America, Inc 233 Broadway Rm 2705 New York, NY 10279	N/A	PC	Access to Safe Water - India	\$ 1,615,000.00
Women in Need, Inc 115 W 31st St 6th Floor New York, NY 10001	N/A	PC	Sponsorship	\$ 650,000.00
Womens Business Enterprise National Council 1120 Connecticut Ave Washington, DC 20036	N/A	PC	WBENC Pitch Contest	\$ 50,000.00
Womens Refugee Commission 15 West 37th St Floor 9 New York, NY 10018	N/A	PC	Event Sponsorship	\$ 25,000.00
Grand Total				\$ 42,352,263.81

PepsiCo Foundation, Inc
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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
CARE, INC 65 Broadway 19th FL, New York, NY 10006	N/A	PC	She feeds the World -Uganda	1,285,000
Circulate Capital 204 Huntington St, Brooklyn, New York 11231	N/A	NC	The Ocean Fund	15,000,000
Inter-American Development Bank 1300 New York Ave NW, Washington, DC 20577	N/A	PC	Dispersed Rural Communities	400,000
Inter-American Development Bank 1300 New York Ave NW, Washington, DC 20577	N/A	PC	Hydrobid	900,000
International Youth Foundation (IFY) 1 E Pratt St Ste 701, Baltimore, MD 21202	N/A	PC	Pathways to Success in Guadalajara	1,550,000
International Youth Foundation (IFY) 1 E Pratt St Ste 701, Baltimore, MD 21202	N/A	PC	Passport to Success	1,000,000
International Youth Foundation (IFY) 1 E Pratt St Ste 701, Baltimore, MD 21202	N/A	PC	Skills for Life in South Africa	1,160,041
LA Plaza de Cultura y Artes 501 N Main St, Los Angeles, CA 90012	N/A	PC	Mobile Teaching Garden	166,827
Lincoln Center for the Performing Arts 10 Lincoln Center Plaza, New York, NY 10023	N/A	PC	Middle School Arts Initiative	100,000
Robimhood 86 Broadway FL 9, New York, NY 10003	N/A	PC	Women & Girls Fund for the Bronx	3,000,000
Give2Asia (Smile Foundation India) 600 California Street 11th Floor San Francisco, CA 94108	N/A	PC	Women's Empowerment Program	1,000,000
TELACU Education Foundation 5400 E Olympic Blvd Ste 300, Los Angeles, CA 90022	N/A	PC	College Readiness and College Success Program	250,000
The Recycling Partnership 125 Rowell Ct, Falls Church, VA 22046	N/A	PC	Industry Challenge	8,000,000
United Way of Metro Dallas 1800 N Lamar, Dallas, TX 75202	N/A	PC	First Five	200,000
WaterAid America Inc 233 Broadway, Suite 2705, New York, NY, 10279	N/A	PC	Access to Safe Water in India	1,156,000
World Food Programme 1725 I Street NW, Suit 510, Washington, DC 20006	N/A	PC	RSMG 2018	400,000
			Grand Total	35,569,868.00

PepsiCo Foundation, Inc
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Part VII-A
Line 12

The PepsiCo Foundation, Inc contributed \$780,075 to a non-permanent donor advised fund with the Silicon Valley Community Foundation in 2018. 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 \$7,034,168 to a non-permanent donor advised fund with United Way Worldwide in 2018. 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
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 December 31, 2018

Part VII-B
 Line 5a(5)c

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended by Grantee	Any Diversion by Grantee
Closed Loop Fund, LP	3 Columbus Circle, Ste 1656 New York, NY 10019	7/13/2018	\$639,776	Direct equity for program-related investment	\$639,776	No
Closed Loop Fund, LP	3 Columbus Circle, Ste 1608 New York, NY 10019	11/24/2017	\$615,131	Direct equity for program-related investment	\$615,131	No
Closed Loop Fund, LP	817 Broadway 5th Floor New York, NY 10003	7/22/2016	\$513,618	Direct equity for program-related investment	\$513,618	No
Closed Loop Fund, LP	817 Broadway 5th Floor New York, NY 10003	1/27/2016	\$631,476	Direct equity for program-related investment	\$631,476	No
Closed Loop Fund, LP	227 Central Park West #6A New York, NY 10024	12/23/2014	\$600,000	Direct equity for program-related investment	\$600,000	No

Closed Loop Fund, LP is 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.