

Children's Food and Beverage Advertising Initiative

2011 Amended Pledge of PepsiCo Inc.

PepsiCo, Inc. is proud to be one of the first companies to commit as a participant in the Children's Food and Beverage Advertising Initiative (CFBAI). As an industry leader in the discussions of children's marketing, PepsiCo believes children are a special audience and takes particular care developing advertisements and evaluating programming that carries messages to children.

Through the company's major business units, which include Pepsi-Cola and Aquafina beverages, Frito-Lay snack foods, Quaker food products, Tropicana juices and Gatorade sports beverages, PepsiCo is continuously transforming its portfolio to meet consumer needs, including products chosen by young people. As part of that on-going transformation, PepsiCo has improved the nutritional profile of its flagship brands by changing to healthier oils, reducing sugar and sodium content, and expanding the range of products offered. A major plank of PepsiCo's "Performance with Purpose" commitment revolves around improving "human sustainability" and continuing the transformation of the PepsiCo portfolio to support that commitment.

PepsiCo is the only food and beverage company to have signed voluntary agreements regarding beverages in schools and snacks in schools through the partnership with the Alliance for a Healthier Generation - a joint initiative of the William J. Clinton Foundation and the American Heart Association. Both agreements represent break-through steps to adopt a practical policy in the U.S. that provides a sensible and workable solution for young people, parents and educators.

In accordance with CARU guidelines, PepsiCo defines "advertising directed primarily to children under 12" based on an analysis of the following factors, no single one of which will be controlling:

whether the content of the media (e.g.: subject matter, format, characters and other advertising) is designed for children under 12,

whether the advertised product or service is intended for use by, or is of interest to children under 12;

where the media in which the advertising appears is promoted and advertised;

whether 35% or more of the audience is projected to be children under 12, based on available projections, at the time the advertising is placed, of audience demographics; and

for television programs, whether they are aired during what is generally understood to be children's programming.

To continue its responsible leadership, PepsiCo pledges to incorporate the core principles of the CFBAI into its advertising primarily directed to children under 12 as fully described below (the "PepsiCo Pledge").

The PepsiCo Pledge

PepsiCo understands the importance of being a responsible marketer to children and we commit to standards that exceed the CFBAI policies and programs.

PepsiCo does not direct any form of advertising primarily to children under 6. PepsiCo defines "advertising directed primarily to children under 6" utilizing the same factors set forth above, substituting "6" for "12" where appropriate.

PepsiCo advertising (including TV, radio, print and internet advertising) directed primarily to children under 12 will feature only products that meet PepsiCo's Nutrition Criteria for Advertising to Children. These criteria meet or exceed established nutrition criteria based on authoritative statements from the Food and Drug Administration and the National Academy of Sciences, as well as standards that the CFBAI finds acceptable.

PepsiCo Inc. is headquartered at 700 Anderson Hill Road, Purchase, New York 10577. For information regarding Pledge implementation contact Jeanne E. O'Neill, Frito-Lay Marketing Counsel, 7701 Legacy Drive, Plano TX 75024; Phone: (972) 334-3839; email: Jeanne.e.oneill@pepsico.com.

On behalf of all of its U.S.-based businesses PepsiCo makes the

following commitments that are in effect not later than January 1, 2011:

TV & Radio

One hundred percent (100%) of any PepsiCo advertising on television or radio directed primarily to children under 12 will be for products that meet PepsiCo's Nutrition Criteria for Advertising to Children. Television compliance will be measured using Nielsen and IRI ratings at the time the advertisement is purchased as well as the time of programming and programming content. Radio compliance will be measured using Arbitron and/ or RADAR ratings as appropriate. Compliance will be measured separately for each medium. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Print Advertising

One hundred per cent (100%) of any print advertising directed primarily to children under 12 will be for products that meet PepsiCo's Nutrition Criteria for Advertising to Children. Compliance will be measured using PIB (Publisher's Information Bureau) or MRI (Mediamark research) data. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Internet Advertising Not On Company Owned Websites

One hundred per cent (100%) of any internet advertising directed primarily to children under 12 will be for products that meet PepsiCo's Nutrition Criteria for Advertising to Children. Compliance will be calculated relying upon ComScore Networks estimate of target age. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Advertising on Company Owned Websites

Any company owned websites directed primarily to children under 12 will acknowledge that the website is a form of advertising and will do so in language appropriate for communication to the target audience. One hundred per cent (100%) of the products featured will meet PepsiCo's Nutrition Criteria for Advertising to Children and the site will also encourage active lifestyles. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Third-Party Licensed Characters

PepsiCo acknowledges that from time-to-time third-party characters may be used to promote its products. In contrast to company-owned characters such as Cap'n Crunch or Chester Cheetah, these third-party characters are usually licensed for a set period of time. These third-party characters may be associated with television programs, movies, or the like. When such third-party characters are used in advertising directed primarily at children under 12, they will be used in conjunction with only those products meeting PepsiCo's Nutrition Criteria for Advertising to Children. Licensing agencies have been notified of PepsiCo's position. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Product Placement

PepsiCo will not pay for or actively seek placement of our products in the content of any medium directed primarily to children under 12. Product placement agencies were notified of PepsiCo's position. This commitment has been in place since not later than January 1, 2008.

Use of Products in Interactive Games

PepsiCo will not allow its products to be incorporated into interactive games designed primarily for children under 12 unless such products meet PepsiCo's Nutrition Criteria for Advertising to Children. Such interactive games include video and computer games rated "Early Childhood" or "EC" and other video/computer games that are age graded on the label or packaging as being primarily directed to children under 12. Licensing agencies were notified of PepsiCo's position. This commitment (or a similar commitment based on the prior Smart Spot nutrition criteria) has been in effect since not later than January 1, 2008.

Paid-Word-of-Mouth Advertising

PepsiCo does not and will not advertise its products to children under 12 via the medium of word-of-mouth advertising.

Cellphones and PDAs

PepsiCo does not and will not advertise its products to children under 12 via these media.

DVD Advertising and Sponsorship

PepsiCo does not advertise on nor sponsor DVDs of “G” rated movies that are primarily directed to children under 12. Neither does it advertise on or sponsor other DVDs whose content is primarily child-directed.

Advertising in Schools

PepsiCo will not advertise our products in elementary and middle schools as these are the schools which children under 12 attend. This includes book covers, book packs, pencils, posters and the like. PepsiCo is the only company which is a signatory to both the snack food and the beverage school policy statements of the Alliance for a Healthier Generation, a joint initiative of the William J. Clinton Foundation and the American Heart Association. PepsiCo is fully committed to compliance with these policy commitments.

Advertising Not Directed Primarily at Children

PepsiCo has provided CFBAI with a list of all of our brands, including those that do not direct advertising primarily to children under 12. PepsiCo advertising which is not directed primarily to children under 12 will continue to be held to the highest standards of the advertising industry.

Nutrition Standards

PepsiCo has provided CFBAI with references and citations to support the nutrition foundation of its “Advertising to Children” nutrition criteria. These criteria and standards are grounded in well-established and broadly recognized scientific and/ or governmental standards. PepsiCo’s Nutrition Criteria for Advertising to Children can be found at www.pepsico.com/Purpose/Performance-with-Purpose/Policies.html#responsible-marketing.

As of January 1, 2011, the only PepsiCo products that are anticipated to engage in advertising primarily to children under 12 are:

QUAKER CHEWY® Granola Bar – Chocolate Swirl (with 10g whole grain per 24g serving; low sodium; good source of

calcium) – marketed by The Quaker Oats Company, a division of PepsiCo, Inc.;

QUAKER CHEWY® Granola Bar – Chocolatey Mint (with 10g whole grain per 24g serving; low sodium; good source of calcium) – marketed by The Quaker Oats Company, a division of PepsiCo, Inc.;

QUAKER CHEWY® Granola Bar – Chocolatey Caramel (with 10g whole grain per 24g serving; low sodium; good source of calcium) – marketed by The Quaker Oats Company, a division of PepsiCo, Inc.;

QUAKER CHEWY® Granola Bar – Chocolate Chip Cookie Dough Bar (with 10g whole grain per 24g serving; low sodium; good source of calcium) – marketed by The Quaker Oats Company, a division of PepsiCo, Inc.

TROPICANA TROPOLIS™ real fruit squeezers - Apple World™ (flavored with other natural flavors) Fruit Puree & Juice Blend with Vitamin C and Fiber – marketed by Tropicana Products, Inc., a division of PepsiCo, Inc.;

TROPICANA TROPOLIS™ real fruit squeezers Cherry World™ (flavored with other natural flavors) Fruit Puree & Juice Blend with Vitamin C and Fiber – marketed by Tropicana Products, Inc., a division of PepsiCo, Inc.; and

TROPICANA TROPOLIS™ real fruit squeezers Grape World™ (flavored with other natural flavors) Fruit Puree & Juice Blend with Vitamin C and Fiber – marketed by Tropicana Products, Inc., a division of PepsiCo, Inc.

At any time in the future should a decision be made to advertise one or more additional PepsiCo products to children under 12, PepsiCo agrees that only products which meet its Nutrition Criteria for Advertising to Children will be so advertised. PepsiCo will notify CFBAI of any such decision and will amend our Pledge accordingly so that CFBAI can effectively monitor PepsiCo's on-going compliance.