



112282012000013



## SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines  
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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### Company Representative

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### Company Information

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SEC Registration No. 0000160968  
Company Name PEPSI-COLA PRODUCTS PHILS. INC.  
Industry Classification  
Company Type Stock Corporation

### Document Information

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# COVER SHEET

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S.E.C. Registration Number

<b>PEPSI-COLA PRODUCTS PHILIPPINES, INC.</b>
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(Company's Full Name)

<b>Km. 29 National Road, Tunasan, Muntinlupa City</b>
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(Business Address: No. Street City/Town/Province)

<b>Ma. Rosario C.Z. Nava</b>
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Contact Person

<b>750-9687</b>
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Company Telephone Number

1	2
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Month Day  
Fiscal Year

3	1
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<b>Certification on Compliance with Manual on Corporate Governance for 2012 (SEC Form MCG-2002)</b>
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FORM TYPE

<b>Last Friday of May</b>
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Month Date  
Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Article Number/Section

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Total No. of Stockholders

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Total Amount of Borrowings

Domestic

Foreign

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To be accomplished by SEC Personnel concerned

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File Number

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LCU

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Document I.D.

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Cashier

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Remarks = pls. Use black ink for scanning purposes

**SECURITIES AND EXCHANGE COMMISSION**  
**SEC Form MCG -2002**

**CERTIFICATE**

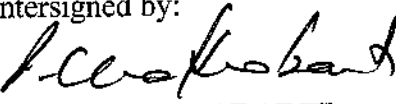
I, **MA. ROSARIO C.Z. NAVA**, of legal age and with office address at the 7<sup>th</sup> Floor, The Pearlbank Centre, 146 Valero Street, Salcedo Village, Makati City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of **PEPSI-COLA PRODUCTS PHILIPPINES, INC.** (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at Km. 29 National Road, Tunasan, Muntinlupa City.
2. In 2012, the Company substantially adopted all the provisions of the Manual on Corporate Governance (Model Corporation), as prescribed by SEC Memorandum Circular No. 2, Series of 2002 as revised by SEC Memorandum Circular No. 6, Series of 2009.
3. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Manual on Corporate Governance.

IN WITNESS WHEREOF, I have signed this certificate this DEC 28 2012 in Makati City, Philippines.

  
**MA. ROSARIO C.Z. NAVA**  
*Compliance Officer*

Countersigned by:

  
**PARTHA CHAKRABARTI**  
*President*

**SUBSCRIBED AND SWORN TO** before me this      day of DEC 28 2012  
in MAKATI CITY, affiant exhibiting to me competent evidence of her identity in the  
form of her Passport No. XX1856523 issued on 23 August 2008 in Manila and expiring  
on 22 August 2013.

WITNESS my hand and notarial seal on the date and place above written.

Doc. No. 433 ;  
Page No. 88 ;  
Book No. I ;  
Series of 2012.

**PAULA KATRINA L. NORA**  
Appointment No. M-525  
Notary Public City of Makati  
Until 31 December 2012  
Nava & Associates  
7<sup>th</sup> Floor, The Pearlbank Center,  
146 Valero Street, Salcedo Village, Makati City  
PTR No. ~~317~~ 012-01-0212; Makati  
IBP No. 873990, 12-20-11 Makati  
Roll No. 35971