



PEPSI-COLA PRODUCTS PHILIPPINES, INC.

Km. 29 National Road, Tunasan, Muntinlupa City 1773 Philippines
Tel. No.: (632) 850-7901 Fax No.: (632) 850-7928
Website : www.pepsiphilippines.com

29 January 2009

THE PHILIPPINE STOCK EXCHANGE, INC.

Philippine Stock Exchange Centre
Exchange Road, Ortigas Center
Pasig City

Attention: Atty. Pete M. Malabanan
Head, Disclosure Department

Re: Certification on Compliance with Manual on Corporate Governance for 2008

Gentlemen:

We transmit the Certification by the undersigned as Compliance Officer of Pepsi-Cola Products Philippines, Inc. (PCPPI) on PCPPI's compliance with its Manual on Corporate Governance for 2008 duly filed on 28 January 2009 with the Securities and Exchange Commission.

Very truly yours,

MA. ROSARIO C. Z. NAVA
Corporate Secretary

Encls: a/s



COVER SHEET

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S.E.C. Identification No.

PEPSI-COLA PRODUCTS PHILIPPINES, INC.

(Company's Full Name)

Km. 29 National Road, Tunasan, Muntinlupa City

(Business Address: No. Street City/Town/Province)

Ma. Rosario C.Z. Nava

Contact Person

750-9687

Company Telephone Number

0 6

Month Day
Fiscal Year

3 0

Day

**Certification on Compliance with
Manual on Corporate Governance
for 2008**

FORM TYPE

Any day in October

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

**Six Hundred
Twenty- Six
(626)**

Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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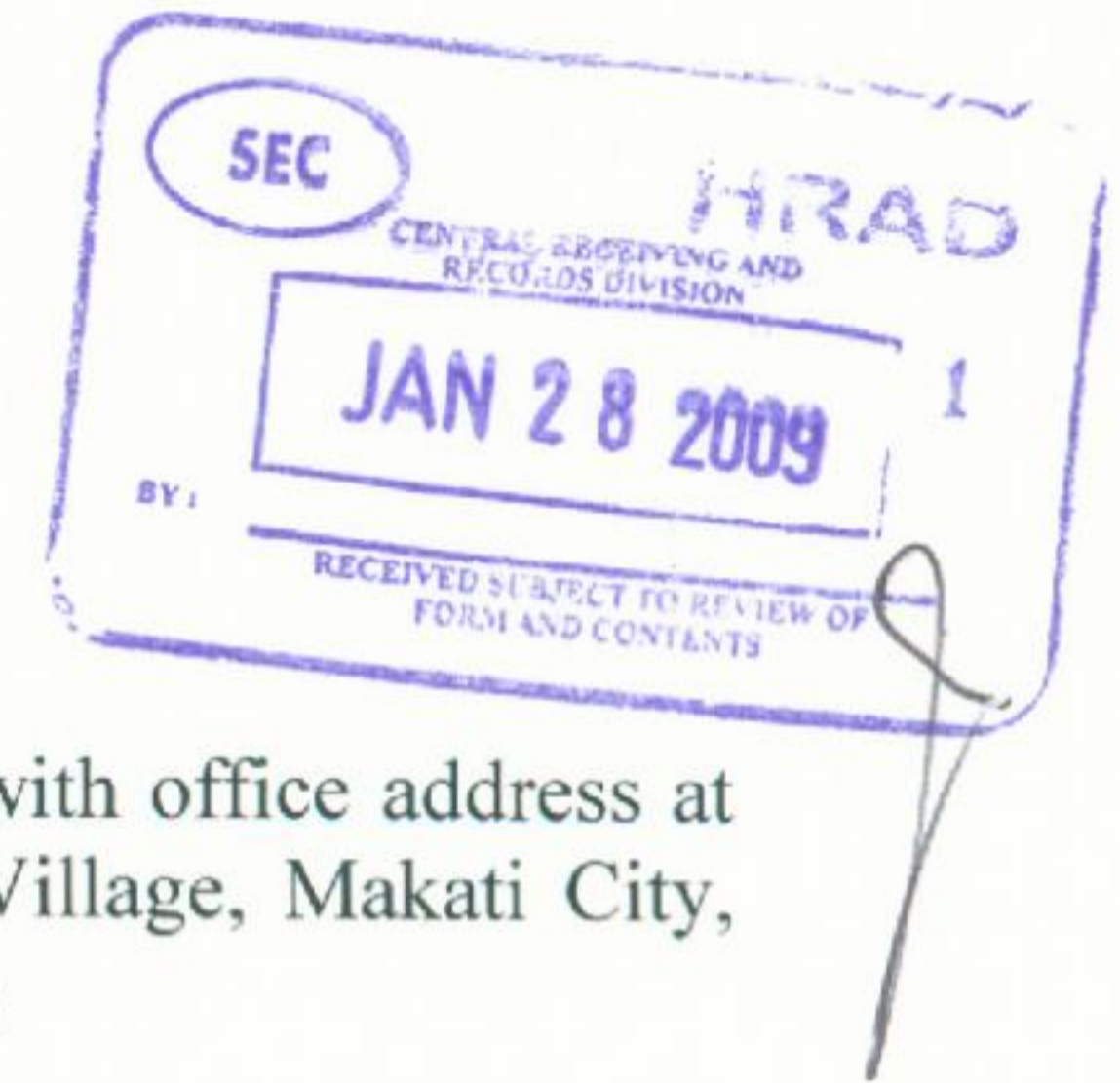
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Cashier

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REPUBLIC OF THE PHILIPPINES)
QUEZON CITY) S.S.



CERTIFICATION

I, **MA. ROSARIO C.Z. NAVA**, of legal age, Filipino, and with office address at the 7th Floor, The Pearlbank Centre, 146 Valero Street, Salcedo Village, Makati City, after having been duly sworn in accordance with law, hereby certify:

1. I am the Compliance Officer of **PEPSI-COLA PRODUCTS PHILIPPINES, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines with offices at Km. 29 National Road, Tunasan, Muntinlupa City.
2. The Corporation has fully complied with its Manual on Corporate Governance for the year 2008.
3. This certification is being issued pursuant to Clause 2.1.2 of the Corporation's Manual on Corporate Governance.

IN WITNESS WHEREOF, I have hereunto affixed my signature this JAN 28 2009 in QUEZON CITY


MA. ROSARIO C.Z. NAVA
Compliance Officer

SUBSCRIBED AND SWORN to before me this JAN 28 2009 in QUEZON CITY, affiant having exhibited to me her Community Tax Certificate No. 12365728 issued on 16 January 2009 in Makati City, as well as competent evidence of her identity in the form of her Passport No. XX1856523 issued on 22 August 2008 in Department of Foreign Affairs, Manila and expiring on 22 August 2013.

Doc. No. 224;
Page No. 47;
Book No. 19;
Series of 2009.

ATTY. JOEL G. GORDOLA
NOTARY PUBLIC
UNTIL DECEMBER 31, 2009
PTR No. 0806362 1/05/09 D.C.
IBP No. 688766 ROLL No. 25107