

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. 1 December 2020  
Date of Report (Date of earliest event reported)
  
2. SEC Identification No. 160968
3. BIR Tax Identification No. 000-168-541
  
4. Pepsi-Cola Products Philippines, Inc.  
Exact name of issuer as specified in its charter
  
5. Philippines  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code
  
7. Km. 29 National Road, Tunasan, Muntinlupa City  
Address of principal office
8. 1773  
Postal Code
  
8. (+632) 888-73774  
Issuer's telephone number, including area code
  
9. Not Applicable  
Former name or former address, if changed since last report
  
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding
<u>Common Shares</u>	<u>3,693,772,279</u>

11. Indicate the item numbers reported herein: Item 9

## Material Events

On 01 December 2020, the Company received a copy of the Amended SEC Form 19-1A (Final Tender Offer Report) filed by Lotte Chilsung Beverage Co. Ltd. (the "Bidder") with the Securities and Exchange Commission and the Philippine Stock Exchange ("PSE") (the "Amended Final Tender Offer Report").

The Amended Final Tender Offer Report disclosed that "[o]n 23 October 2020, Lotte Corporation executed a Deed of Assignment in favor of [the Bidder] covering 1,559,390,432 of the Company's shares representing 42.22% of the Company's total issued and outstanding shares. The transfer does not signify or cause a change in ultimate ownership as the shares are and will continue to be ultimately owned and controlled by the Lotte Group."

"Following the close of the Tender Offer Period on [10 November 2020], a total of Twenty Seven Million Sixty Six Thousand Eight Hundred Five (27,066,805) common shares of [the Company] were tendered pursuant to the Tender Offer, accepted and thereafter purchased by the Bidder via an off exchange transaction outside the facilities of the PSE on [24 November 2020]. The shares were purchased at the Tender Offer Price with a total transaction value of Php52,780,269.75."

"Following completion of the Tender Offer, the Bidder currently owns and holds 2,719,407,668 common shares of [the Company]."

The Company also received on 01 December 2020 the SEC Form 23-B (Statement of Changes in Beneficial Ownership) of Lotte Corporation and the SEC Form 23-B (Statement of Changes in Beneficial Ownership) of the Bidder reporting the acquisition by the Bidder of a total of Twenty Seven Million Sixty Six Thousand Eight Hundred Five (27,066,805) common shares of the Company as reported in Amended Final Tender Offer Report.

The above reported transfers of the Company's shares have not yet been recorded in the Company's books, as the requisite documents to effect the transfers, including but not limited to the Certificate Authorizing Registration issued by the Bureau of Internal Revenue, have not yet been submitted to the Company's stock transfer agent.

## SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PEPSI-COLA PRODUCTS PHILIPPINES, INC.  
Issuer

1 December 2020  
Date

  
Kristine M. Mutschler Evangelista  
Corporate Secretary