

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

1	2
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Month
Fiscal Year

3	1
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Day

SEC Form 17-C

FORM TYPE

**Last Friday of
May**

Month Date
Annual Meeting

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Secondary License Type, If Applicable

C	F	D
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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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Domestic

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Foreign

Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

_____ Cashier

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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. Date of Report (Date of earliest event reported): **30 May 2014**
2. SEC Identification Number: **160968**
3. BIR Tax Identification Number: **000-168-541**
4. Exact name of issuer as specified in its charter:
PEPSI-COLA PRODUCTS PHILIPPINES, INC.
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. **(632) 887-3774**
Issuer's telephone number, including area code
9. **N/A**
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 and Amount of Debt Outstanding
Common Shares of Stock	3,693,772,279

11. Indicate the item numbers reported herein:

Matters approved by the stockholders during the Annual Stockholders' Meeting of the Corporation held on 30 May 2014 at Crimson Hotel Filinvest City, Alabang, Muntinlupa City

Item 4. Election of the following as Directors:

Yeon-Suk No
Furqan Ahmed Syed
JaeHyuk Lee
Choong Ik Lee
Byoung Tak Hur
Praveen Someshwar
Mannu Bhatia
Rafael M. Alunan III (Independent Director)
Oscar S. Reyes (Independent Director)

- Item 9. Approval of the Minutes of the Previous Annual Stockholders' Meeting held on 31 May 2013
- Item 9. Ratification of All Acts and Resolutions of the Board of Directors and Management and all Contracts and Transactions of the Corporation for the previous year
- Item 9. Ratification of various Board-approved amendments to the Amended Articles of Incorporation of the Corporation per attached Secretary's Certificate dated 30 May 2014
- Item 9. Appointment of R.G. Manabat & Co. as External Auditors

Matters approved by the Board of Directors during the Organizational Board Meeting of the Corporation held on 30 May 2014 at Crimson Hotel Filinvest City, Alabang, Muntinlupa City

- Item 4. Appointment of Members of Various Board Committees:

Executive Committee:

Yeon-Suk No (Chief Executive Officer)
 Furqan Ahmed Syed (President)
 Imran Moid (Chief Financial Officer)

Audit Committee:

Rafael M. Alunan III (Independent Director)
 Oscar S. Reyes (Independent Director)
 JaeHyuk Lee (Director)
 Mannu Bhatia (Director)

Compensation and Remuneration Committee:

Rafael M. Alunan III (Independent Director)
 Oscar S. Reyes (Independent Director)
 Yeon-Suk No (Director)
 Mannu Bhatia (Director)

Nomination Committee:

Rafael M. Alunan III (Independent Director)
 Yeon-Suk No (Director)
 Mannu Bhatia (Director)

- Item 4. Election of the following as Officers:

Oscar S. Reyes	Chairman of the Board
Yeon-Suk No	Chief Executive Officer
Furqan Ahmed Syed	President
Imran Moid	Senior Vice-President/Chief Financial Officer
Domingo F. Almazan	Senior Vice-President, National Sales
Allan A. Frias II	Senior Vice-President, Manufacturing and Logistics

Celerino T. Grecia III	Senior Vice-President, Human Resources/EIRC/Legal
Roberto H. Goce	Senior Vice-President/Senior General Manager – Luzon 2
Jin-Pyo Ahn	Senior Vice-President/CSO
Young Duk Kang	Vice-President, Treasury and Lotte HQ Reporting
Il Hwan Lim	Vice-President for Projects
Samuel M. Dalisay Jr.	Vice-President, Supply Chain
Angelica M. Dalupan	Vice-President, Corporate Affairs and Communications
Honeylin C. Castolo	Vice-President, Planning and Business Development
Lyndon Ferdinand J. Cuadra	Vice-President/Senior General Manager - Visayas
Roberto E. Tongcua	Vice-President/Senior General Manager - Mindanao
Ma. Rosario C.Z. Nava	Corporate Secretary and Compliance Officer

SIGNATURES

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

PEPSI-COLA PRODUCTS PHILIPPINES, INC.
Issuer

30 May 2014
Date

By:



MA. ROSARIO C.Z. NAVA
Corporate Secretary
Compliance Officer
Signature and Title

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

SECRETARY'S CERTIFICATE

I, **MA. ROSARIO C.Z. NAVA**, of legal age, Filipino, and with office address at the 12th 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 Corporate Secretary 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 office address at Km. 29 National Road, Tunasan, Muntinlupa City.
2. At the Annual Meeting of the Stockholders of the Corporation held on 30 May 2014 at Crimson Hotel Filinvest City, Alabang, Muntinlupa City, at which meeting stockholders owning or holding at least two-thirds (2/3) of the total issued and outstanding capital stock of the Corporation were present and acting throughout, the following resolution was duly approved and ratified by said stockholders:

Approval / Ratification of Amendments to the Articles of Incorporation

Stockholders' Resolution No. 2014/2015-004

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "Corporation") hereby authorizes and approves amendments to the Second and Third Articles of the Corporation's Articles of Incorporation as follows:

RESOLVED, that the primary purpose of the Corporation be amended to include "food and food products, snacks", and that the Second Article be amended to read as follows:

"SECOND. That the purposes for which the said Corporation is formed are:

PRIMARY PURPOSE

To engage in, operate, conduct and maintain the business of manufacturing, importing, buying, selling, handling, distributing, trading or otherwise dealing in, at wholesale and (to the extent allowed by law) retail, food and food products, snacks, confectionery, drinks and other beverages in bottles, cans and other containers or dispensers and other related goods of whatever nature, and any and all materials, supplies and other goods used or employed in or related to the manufacture of such finished products."


RESOLVED, FURTHER, that the principal office of the Corporation be amended to state the specific principal office address in lieu of the general address currently appearing as "Metro Manila, Philippines" in compliance with SEC Memorandum Circular No. 6, Series of 2014, and that the Third Article be amended to read as follows:

"THIRD. That the place where the principal office of the Corporation is to be established or located is at Km. 29 National Road, Tunasan, Muntinlupa City, Metro Manila, Philippines."

RESOLVED FINALLY, that the Chief Executive Officer, President, Chief Financial Officer, Corporate Secretary and/or other proper officers of the Corporation be, as he/she/they is/are hereby, authorized to submit or cause the submission of the Amended Articles of Incorporation of the Corporation to the Securities and Exchange Commission for approval, and to sign and deliver all documents, and do all acts, necessary and proper to implement the foregoing resolution.

- 3. The aforequoted resolution is in accordance with the records of the Corporation and may be relied upon as continuing in full force and effect until a contrary certification is issued by the Corporation.

IN WITNESS WHEREOF, I have hereunto affixed my signature this MAY 30 2014 in Makati City.


MA. ROSARIO C.Z. NAVA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 30 2014 in MAKATI CITY, affiant having exhibited to me her Passport No. EB5963851 issued on 20 March 2013 in Department of Foreign Affairs, NCR-West and expiring on 19 March 2018.

Doc. No. 484
Page No. 98
Book No. 17
Series of 2014.

ATTY. GERVACIO S. ORTIZ JR.
NOTARY PUB LIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2014
PTR NO. 3864330/01-02-2013 MAKATI
IBF NO. 656155 - LIFE TIME MEMBER
APPT. M-199 / 2014. ROLL NO. 40091