

**MINUTES OF THE 2021 ANNUAL STOCKHOLDERS' MEETING OF
PEPSI-COLA PRODUCTS PHILIPPINES, INC.**

Held virtually via <https://www.pepsiphilippines.com/AnnualStockholdersMeeting2021>
on 29 June 2021 at 9:00 a.m.
(Stockholders' Meeting No. 2021/2022-001)

STOCKHOLDERS PRESENT

Total No. of Issued and Outstanding Shares entitled to vote	3,693,772,279
Total No. of Shares of Stockholders Participating by Remote Communications	3,496,151,004
Total No. of Shares of Stockholders Voting <i>in absentia</i>	0
Total No. of Shares of Stockholders Present by Proxy	13,000
Total No. of Shares Present	3,496,164,004
Percentage Present of the Total No. of Issued and Outstanding Shares entitled to vote	94.6502%

STOCKHOLDERS PRESENT (BY REMOTE COMMUNICATIONS AND BY PROXY)

Lotte Chilsung Beverage Co. Ltd.
Lotte Corporation
Quaker Global Investments B.V.
Catherine Faith M. Bitalac
Manuel T. Caramat, Jr.
Estelita P. Gonzales
Johnathan Christian Henry Lalas
Eugenio E. Metrio
Ivy A. Valdez

DIRECTORS PRESENT

Oscar S. Reyes	<i>Chairman and Independent Director</i>
Rafael M. Alunan III	<i>Vice-Chairman and Independent Director</i>
Frederick D. Ong	<i>Director and President and Chief Executive Officer</i>

OFFICERS PRESENT

Jin Man Kim	<i>Executive Vice President for Strategic Supply Chain and Operations</i>
Francis S. Moral	<i>Senior Vice-President for National Sales and Distribution</i>
Ma. Vivian A. Cheong	<i>Senior Vice-President for Human Resources and Corporate Affairs & Communications</i>
Dong Geol Yoon	<i>Senior Vice-President and Chief Strategy Officer</i>
Carina Lenore S. Bayon	<i>Vice President for Legal and Government Affairs, Chief Compliance Officer, and Data Protection Officer</i>
Aristedes H. Alindogan	<i>Vice-President and Senior General Manager – Luzon 2</i>
Lyndon J. Cuadra	<i>Vice-President and Senior General Manager – Visayas</i>
Kristine Ninotschka L. Evangelista	<i>Corporate Secretary</i>

I. CALL TO ORDER

The Chairman of the Board of Directors (the “*Board*”) of Pepsi-Cola Products Philippines, Inc. (the “*Company*”), Mr. Oscar S. Reyes, called the meeting to order. The Corporate Secretary, Atty. Kristine Ninotschka L. Evangelista, recorded the minutes of the proceedings.

II. CERTIFICATION OF NOTICE AND OF QUORUM

The Corporate Secretary certified that, beginning 08 June 2021, the notice and agenda for the annual stockholders’ meeting, the Definitive Information Statement as well as the procedures on participation by remote communications and by proxy, and on voting in absentia, were made available to the stockholders of record as of record date through the Company’s website and by email to all stockholders who registered to participate or vote upon the matters for approval in the meeting. The notice and agenda were also published on 25 May 2021 and 26 May 2021 in the business section of the Philippine Star and BusinessMirror, in both print and online formats (*i.e.*, the physical copies of Philippine Star and BusinessMirror, and OneNews.ph and BusinessMirror.com.ph).

The Corporate Secretary also certified that there was a quorum to conduct business, there being a total of 3,492,892,434 shares represented, constituting 94.5617% of the total outstanding capital stock of the Company, or more than 50% of the Company’s total outstanding capital stock. This figure refers to the number of shares held by stockholders that had confirmed attendance and completed registration prior to the finalization of the presentation slides for the meeting, and the actual number of shares represented at the meeting, based on the records generated from the online platform, is now reflected in these minutes.

III. INSTRUCTION ON RULES OF CONDUCT AND VOTING PROCEDURES

The Corporate Secretary reported that stockholders were furnished copies of the voting procedures and an explanation of the agenda items. Upon the Chairman’s request, the Corporate Secretary explained the rules of conduct and voting procedures for the meeting.

The Corporate Secretary explained that, under the procedures on participation by remote communications and voting in absentia, the stockholders may send their questions or comments to corporatesecretary@pcppi.com.ph, and that questions and comments received as of 8:30 a.m. will be read and answered during the discussion of the agenda item, “Other Matters”.

The voting procedures provide that stockholders of record are entitled to one (1) vote per share, except in the election of directors where a stockholder may vote such number of shares as he or she holds on record multiplied by the number of directors to be elected (*i.e.*, nine (9) directors). The procedures permit stockholders participating by remote communications to vote through a digital ballot until the end of the meeting. The username and password to access the digital ballot were provided by email to the duly registered stockholders. Stockholders who appointed the Chairman as their proxy have cast their votes using their proxy forms.

The votes were tabulated by the Corporate Secretary. The Corporate Secretary reported that, at the end of the proxy validation process on 26 June 2021, 5:00 p.m., stockholders owning 3,492,726,434 voting shares representing 99.9952% of the total voting shares represented in the meeting and 94.5572% of the total outstanding voting shares have cast their votes on the items for consideration. The Corporate Secretary referred to this partial tabulation in reporting the voting results throughout the meeting. The remaining votes that were cast are now included and reflected in these minutes.

IV. APPROVAL OF THE MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING HELD ON 20 AUGUST 2020

The Chairman then proceeded with the approval of the minutes of the annual stockholders' meeting held on 20 August 2020.

The Corporate Secretary reported that a copy of the minutes of the meeting was attached to the Definitive Information Statement made available to the stockholders before the meeting. A copy of the minutes was also posted on the Company's website.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-001, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-001

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "*Corporation*"), approve, as they hereby approve, the minutes of the Corporation's Annual Stockholders' Meeting held on 20 August 2020.

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-001 were as follows:

Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

V. REPORT OF THE PRESIDENT AND CHIEF EXECUTIVE OFFICER

The President and Chief Executive Officer, Mr. Frederick D. Ong, reported on the results of the operations of the Company for the calendar year ended 31 December 2020 and the efforts undertaken by Management for the year.

Mr. Ong began his report by stating that it had been a challenging year, both operationally and financially, but the Company had found a way to succeed through sheer hard work, perseverance, and dedication. He stated that 2020 started off fairly well with the Company hitting its sales, operations, and finance commitments in the first couple of months of the year. However, after the government imposed quarantine restrictions due to the COVID-19 pandemic, its sales and volume were affected, the effects of which trickled down to the rest of the year.

In spite of that, the Company finished 2020 strong and put up firm numbers. For instance, the Company recorded over PhP34.6 billion in revenues, PhP5.2 billion in gross profit, and PhP1.9 billion in earnings before interest, taxes, depreciation and amortization (EBITDA). Mr. Ong noted that these financial results are less favorable than the previous year's financial results, but the Company took immediate action to cushion the effects of the pandemic on its costs, particularly in driving line productivity and efficiency. By the end of the year, the Company decreased its fixed cost per eight ounce (8oz) by 33%. Each of the Company's business units also made conscious efforts to deliver planned projects with managed resources. Consequently, the Company bounced back and improved its growth trajectory as early as the fourth quarter of 2020. The Company posted promising figures in the first quarter of 2021, with net operating profit before tax (NOPBT) of PhP144 million above target and net operating cash flow of PhP191 million beyond its commitment.

Mr. Ong reported to the stockholders that the Company's brands remained steadfast as it maintained Gatorade's leadership and increased Sting's market share. The Company also successfully launched Mountain Dew Ice in 2020, and Pepsi Go early in 2021. Despite many food businesses closing and

restaurants scaling down in 2020, the Company was still able to secure ten (10) new corporate accounts. Mr. Ong emphasized that these encouraging achievements demonstrate the Company's strong partnerships, and the fact that its brands are loved by its customers and consumers. Mr. Ong attributed these wins to the collective results of the Company's firm resolve to produce each bottle in the most efficient and sustainable way possible and to sell these with its customer's satisfaction in mind, which is why the Company pushed innovation in ways that supported these goals.

Mr. Ong reported to the stockholders that the Company expanded its polyethylene terephthalate ("*PET*") bottle production by opening a new PET line in Santo Tomas, Batangas. This facility allowed the Company to manufacture an additional 30% of PET products, which volume was material to boosting line efficiency and productivity, and distributing greater volume of PET units of the Company's products in the market. This new line was part of its strategic investments amounting to Php2.2 billion of total capital expenditures (CAPEX).

In 2020, the Company also heavily concentrated on digital transformation. Before the year ended, the Company completed its Enterprise Management System, whereby it integrated eight (8) core business procedures, 18 business units, and more than one hundred (100) locations into a single platform. This holistic approach utilized technology, data, and processes, provided the Company insights and analytics, and helped it reshape the way it does business both presently and in the future. Mr. Ong also reported that the Company had launched its online selling platform, pepsiproducts.ph, in response to the fast-growing e-commerce market. This platform allows the Company to reach out to household consumers and potential distributors who want to avail of the Company's products from the comfort and safety of their homes. The online store was initially offered in select areas in the Lower Greater Manila Area, namely, Paranaque, Las Pinas, Muntinlupa, San Pedro and Binan, Laguna, and Carmona, Cavite. Digitization became a standard requirement for businesses to thrive, especially at a time when people are physically distanced from one another. The Company plans on continuing its digital transformation to further position itself to meet customer demands faster and more easily.

Mr. Ong acknowledged that, while the Company has never stopped producing and selling its products, the COVID-19 pandemic had adversely impacted its business, especially during the onset of the pandemic. The Company realized that it needed to accelerate the implementation of initiatives to make the organization bigger and better. The Company studied the needs of the organization and embarked on transformative projects that would carry the business beyond the pandemic. Some of these initiatives are:

- (a) Organization review and redesign;
- (b) Network analysis;
- (c) A revenue management process;
- (d) Supply chain productivity (Make-Move-Sell);
- (e) The Southern Tagalog Region Operations (STRO) model plant;
- (f) Lotte Task Force online efficiency improvement;
- (g) Waste management;
- (h) Timekeeping automation; and
- (i) Go-To-Market evolution.

The Company is in the midst of implementing the aforementioned initiatives. Once completed, these will help the Company effectively refocus its resources and promptly respond to the constantly changing market landscape.

As the Company moves forward, it carries its employees, the Bravehearts, with it. Mr. Ong reported to the stockholders that the pandemic did not stop the Company from developing and engaging the Bravehearts, although with some challenges. Despite these challenges, the Company was able to run its training programs using online platforms; and to continue its flagship programs such as Pepsimula for new hires and Business Value Chain, and its leadership modules Pepsimula 2 and Operations Leadership Program. The Company also conducted massive communication campaigns on various topics relating to COVID-19 pandemic, mental health, and over-all wellness.

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Mr. Ong acknowledged that the global health crisis had put sustainable business practices in the spotlight. The Company recognizes that it needs to be part of the solution in healing the planet. In 2020, the Company reaffirmed its sustainability commitments and targets, and worked on concrete ways to reduce the environmental impact.

The Company carried on with the reduction of its water and energy consumption, making sure that it only took enough resources to sustain its operations. Last year, the Company recycled and reused as much as one hundred (100) cubic meter or twenty-six (26) million gallons of water. At the same time, the Company began its shift to renewable energy by concluding agreements for the installation of solar panels at its Batangas, Cebu, and Davao plants. The Company also reduced its plastic footprint through packaging innovations and materials light-weighting, which spared the Company from using seventy-six (76) metric tons of virgin plastics in its PET bottles.

Mr. Ong reiterated that, during times of crisis and disasters, the communities are the Company's top priorities. The Company was one of the first responders to provide hydration drinks to victims of the Taal Volcano eruption and Typhoons Rolly and Ulysses. The Bravehearts' sense of volunteerism also shone as they conducted their own donation drives and relief operations to aid in the recovery of the Company's host communities.

Mr. Ong remarked that these initiatives can be attributed to the passion and sustainability in the DNA of the Bravehearts. To him, it is only a bonus that the Company was awarded the Sustainability Rising Star at the 2020 Asia Corporate Excellence & Sustainability (ACES) Awards held in Kuala Lumpur, Malaysia. This accolade is given to trailblazing organizations that implement innovative and novel solutions to sustainability issues. Moving forward, the Company intends to fully integrate sustainability initiatives in its business, and for its stakeholders to find the perfect balance between People, Profit, and Planet to create a lasting positive impact.

Mr. Ong reported that at the beginning of the COVID-19 pandemic last year, the Company quickly acted and supported its communities by providing hydration products and safety gear. The Company was able to distribute hundreds of thousands of products to various health centers and checkpoints. Additionally, and because the Company's employees are considered part of the essential workforce, it decided to provide more support to its employees such as additional leaves, COVID-19 testing, temporary housing, shuttle services, and additional meal allowances while quarantine restrictions were in effect. Mr. Ong said that the Company will continue to strictly implement health and safety protocols in the workplace; and offer flexible working arrangements together with other benefits to address COVID-19.

In line with its goal to keep employees safe for the long-term, the Company committed to have all willing employees vaccinated. It chose to invest heavily in inoculation efforts and support the government's "A Dose of Hope" programs. The Company already announced its purchase of 20,000 doses of vaccines, which are expected to arrive in the third quarter of 2021. Parallel to these efforts, the Company also encouraged its employees to get vaccinated through their local government units ("LGUs"). Mr. Ong reported that more and more employees have reported their vaccination, as LGUs open up vaccination to the A4 category of the priority grouping.

Mr. Ong stated that, indeed, the Company not only adapted to but thrived in the new normal by choosing to make big moves and transform. Refining the Company's vision, mission and values was pivotal to transformation. The Company's new vision is to be the leading beverage company in the Philippines. It intends to achieve this through its mission of driving sustainable and profitable growth by providing a wide range of quality beverages to its consumers, creating superior value for its stockholders and business partners, building careers for its employees, and nurturing its communities and the environment; all with the guidance of its values of Integrity and Innovation, Care and Respect, Excellence and Empowerment or ICARE.

The Company's decision to revisit and enhance its core vision, mission, and values helped it better define and articulate its purpose as a company. In turn, the Company was able to deliver the best product and service that its customers deserve.

Mr. Ong concluded by stating that the Company's 2020 performance was only a glimpse of what the Company can do in the future, and that it had already surpassed the worst stage of the pandemic and will only get better from here on. Mr. Ong said that he was extremely grateful that the Company has allowed him to rethink and start a robust transformation journey to become bigger and better. He expressed his gratitude to the Company's stockholders, customers, employees, as well as his fellow Directors, for the unwavering support to the Company.

Mr. Ong then invited viewers to view the Company's corporate video. After the viewing, the Chairman stated that the President and Chief Executive Officer's report on the results of the Company's operations for calendar year ended 31 December 2020 was noted for the record.

VI. PRESENTATION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

The Chairman proceeded to the next agenda item, which was the presentation and approval of the Company's audited financial statements for the calendar year ended 31 December 2020 ("AFS"). The Corporate Secretary reported that a copy of the AFS, which forms part of the Company's Annual Report, was attached to the Definitive Information Statement made available to the stockholders before the meeting.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-002, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-002

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "Corporation") note, accept and approve, as they hereby note, accept and approve, the Corporation's Annual Report and Audited Financial Statements for the calendar year ended 31 December 2020.

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-002, were as follows:

Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

VII. RATIFICATION OF ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT FOR THE PREVIOUS YEAR

The Chairman proceeded to the next agenda item, which was the ratification of the acts of the Board of Directors and Management from the last annual stockholders' meeting held on 20 August 2020 to date.

The acts and resolutions of the Board of Directors include those of the Board Committees exercising powers delegated by the Board. These acts and resolutions are reflected in the minutes of the meetings, and include the election of officers and members of the Board Committees, appointment of authorized representatives for various transactions, treasury matters, contracts, and other material matters duly and timely disclosed to the Securities and Exchange Commission ("SEC") and the Philippine Stock Exchange ("PSE"), as well as posted on the Company's website. The material matters disclosed to the SEC and the PSE are also set out in the Company's Annual Report, attached to the Definitive Information Statement that was made available to the stockholders before the meeting.

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The acts of Management include acts that the Company's officers performed to implement the resolutions of the Board of Directors or the Board Committees, or in connection with the Company's general conduct of business.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-003, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-003

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "*Corporation*") ratify and approve, as they hereby ratify and approve, all acts and resolutions of the Corporation's Board of Directors, including those of the Board Committees, all acts of the Management, as well as all contracts and transactions entered into by the Corporation from the last Annual Stockholders' Meeting held on 20 August 2020 to date.

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-003 were as follows:

Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

VIII. PRESENTATION OF THE PROPOSED AMENDMENTS TO THE AMENDED ARTICLES OF INCORPORATION

The Chairman proceeded to the next order of business, which was the presentation and approval of the proposed amendments to the Company's Amended Articles of Incorporation.

The Corporate Secretary confirmed that the proposed amendments to the Company's Amended Articles of Incorporation were approved by the Board of Directors in its meeting held on 26 November 2020 and 05 April 2021; and gave a brief overview of the proposed amendments, which were outlined and discussed in the Definitive Information Statement. There amendments to the Company's Amended Articles of Incorporation were proposed (a) to reflect the address of the new principal office of the Company and (b) to reflect a perpetual corporate term.

As to the first proposed amendment, the Company's principal office address was proposed to be changed from Km. 29 National Road, Brgy. Tunasan, Muntinlupa City to the 26th Floor, Filinvest Axis Tower Two Building, Northgate Cyberzone, Filinvest City, Alabang, Muntinlupa City.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-004, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-004

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "*Corporation*") approve, as they hereby approve, the following amendment to the Corporation's Amended Articles of Incorporation:

"THIRD. That the place where the principal office of the Corporation is to be established or located is at **26th Floor, Filinvest Axis Tower Two Building, Northgate Cyberzone, Filinvest City, Alabang, Muntinlupa City.**"

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-004 were as follows:

Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

As to the second amendment, the Company's corporate term was proposed to be changed from fifty (50) years, to a perpetual corporate term. The Corporate Secretary explained that, following the lapse of the two-year period from the effectivity of the Revised Corporation Code, the corporate term of the Company had become perpetual by operation of law. The proposed amendment seeks to reconcile the language of the Company's Amended Articles of Incorporation with the change effected by the Revised Corporation Code. The Corporate Secretary noted that stockholders who dissent to the change in the corporate term may exercise their appraisal right in accordance with the provisions of the Revised Corporation Code.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-005, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-005

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "*Corporation*") approve, as they hereby approve, the following amendment to the Corporation's Amended Articles of Incorporation:

"FOURTH. That the **Corporation shall have perpetual existence.**"

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-005 were as follows:

Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

IX. ELECTION OF DIRECTORS

The Chairman proceeded to the next order of business, which was the election of the members of the Board of Directors for the year 2021 to 2022.

The Corporate Secretary read out the names of the nine (9) nominees for election to the Board of Directors, which are as follows:

FREDERICK D. ONG
YONGSANG YOU
YUN GIE PARK
HYO JIN SONG
JAY BUCKLEY
PARINYA KITJATANAPAN
YUAN WANG
OSCAR S. REYES (Independent Director)
RAFAEL M. ALUNAN III (Independent Director)

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The Chairman confirmed that the Nomination and Governance Committee had reviewed the qualifications and business experience of all nine (9) nominees and ascertained that they possess all the qualifications and suffer none of the disqualifications for election to the Board of Directors. The Chairman also confirmed that the Nomination and Governance Committee had approved and certified their inclusion in the Final List of Candidates for election to the Board of Directors for the year 2021 to 2022.

The Corporate Secretary reported that the Chairman and Mr. Alunan have served on the Company's Board of Directors since 2007 and have consistently been re-elected until present, and have again been nominated to be elected this year. The Corporate Secretary noted that under the SEC's Code of Corporate Governance for Public Companies and Registered Issuers, if an independent director who has served for a cumulative term of nine (9) years from 2012 is intended to be re-elected to the Board of Directors, the Board shall provide meritorious justifications and seek stockholder approval during the annual stockholders' meeting.

In compliance with this requirement, the Board of Directors, through Mr. Ong, presented the following justifications for the nomination and re-election of the Chairman and Mr. Alunan as independent directors of the Company:

- (a) Messrs. Reyes and Alunan possess the necessary qualifications and stature which enable them to participate in the deliberations of the Company's Board of Directors competently and actively;
- (b) Messrs. Reyes and Alunan's service on the Company's Board of Directors since 2008 has not impaired their ability to act independently and objectively, as they are able to actively lead discussions and weigh differing perspectives on the Company's operations and organization during meetings of the Board of Directors and the Board Committees;
- (c) Messrs. Reyes and Alunan also serve on the boards of other publicly-listed companies, public companies, non-profit organizations, and other entities, which provides them opportunities to gain a broad view of the Philippine economy and the business sector, including the latest developments thereon, thus ensuring that their perspectives on issues are not limited to the industry within which the Company operates. In this respect, and on the other hand, the other regular non-executive members of the Company's Board of Directors, who are based abroad, provide an in-depth commercial and technical, as well as global, view of the industry;
- (d) Messrs. Reyes and Alunan's extensive knowledge and understanding of the Company's business, operations, and organization allow them to: make insightful, constructive, and practicable comments on Management's plans and reports while at the same time staying mindful of the Company's past experiences, and ask the necessary questions and clarifications before approval or disapproval of proposed corporate acts; and
- (e) The other regular non-executive members of the Company's Board of Directors have had relatively shorter terms and do not serve on the Board for long durations, which ensure that different perspectives and an appropriate balance of skills and experience are always present in the composition of the Company's Board of Directors.

The Chairman confirmed that the Nomination and Governance Committee of the Board of Directors had passed upon the qualifications and business experience of all nine (9) nominees, including the two (2) nominees for independent director, and ascertained that the nominees possess all the qualifications and suffer none of the disqualifications for election to the Board of Directors. All the nominees had given their consent to their respective nominations.

The Chairman then requested the Corporate Secretary to report on the results of the voting for the election of the directors. The Corporate Secretary reported and certified that each of the nominees received enough votes for election to the Board of Directors (*i.e.*, at least a majority of the outstanding stock of the Company, or at least 2,572,697,033 votes each), as follows:

Nominee	Votes		
	For	Against	Abstain
Frederick D. Ong	2,572,747,033	0	0
Yongsang You	2,572,697,033	0	0
Yun Gie Park	2,572,697,033	0	0
Hyo Jin Song	2,572,697,033	0	0
Jay Buckley	2,572,697,033	0	0
Parinya Kitjatanapan	2,572,697,033	0	0
Yuan Wang	2,572,697,033	0	0
Rafael M. Alunan III	2,572,717,033	0	0
Oscar S. Reyes	2,572,717,033	0	0

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-006, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-006

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "Corporation") elect, as they hereby elect, the following nominees as members of the Board of Directors of the Corporation for the year 2021 to 2022:

1. FREDERICK D. ONG
2. YONGSANG YOU
3. YUN GIE PARK
4. HYO JIN SONG
5. JAY BUCKLEY
6. PARINYA KITJATANAPAN
7. YUAN WANG
8. OSCAR S. REYES (Independent Director)
9. RAFAEL M. ALUNAN III (Independent Director)

X. APPOINTMENT OF EXTERNAL AUDITORS

The Chairman proceeded to the appointment of the Company's external auditor for the year 2021 to 2022. He requested the incumbent Chairman of the Board's Audit Committee, Mr. Alunan, to convey the recommendation of the Committee on the external auditor to be appointed for the year 2021 to 2022.

Mr. Alunan reported that the Audit Committee had reviewed the performance of the Company's present external auditor, R.G. Manabat & Co., a member firm of the KPMG network of independent firms affiliated, over the past year and is satisfied with its performance. Mr. Alunan confirmed that the Board of Directors is endorsing the re-appointment of R.G. Manabat & Co. as the Company's external auditor for the year 2021 to 2022.

The Corporate Secretary presented Stockholders' Resolution No. 2021/2022-007, which was displayed on the screen, and reported the approval by the stockholders based on the votes received:

Stockholders' Resolution No. 2021/2022-007

RESOLVED, that the stockholders of Pepsi-Cola Products Philippines, Inc. (the "Corporation") approve, as they hereby approve, the appointment of R.G. Manabat & Co. (KPMG Philippines) as the Corporation's external auditor for the year 2021 to 2022.

As tabulated by the Corporate Secretary, the votes on the adoption of Stockholders' Resolution No. 2021/2022-007 were as follows:

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Vote	Number of votes	Percentage of shares represented
For	3,496,154,004	99.9997%
Against	0	0.00%
Abstain	0	0.00%
Total	3,496,154,004	99.9997%

XII. OTHER MATTERS

The Chairman asked the stockholders if there were any matters that they would like to take up at the meeting, or if there were any questions regarding the earlier agenda items. He requested the Corporate Secretary to read out the questions and comments sent through email, together with the names of the stockholders who sent them. The Chairman requested Mr. Ong to respond to the questions. The Chairman further noted that any questions and comments not taken up during this meeting will be responded to by email.

Mr. Eugenio Metrio asked how the Company has adapted to the new normal brought about by the COVID-19 pandemic, and how the Company drove a unique advantage during the pandemic. Mr. Ong responded that the Company continues to adapt to the new normal. It strictly implements health and safety protocols and flexible work arrangements where possible and, more than just adapting, has started moving forward. It used the crisis as an opportunity for improvements within the Company, particularly in areas of productivity enhancements and digital advancement. Mr. Ong said that the management decided to adopt a transformation journey at the height of the pandemic. It had started a number of initiatives that were intended to help the Company cope with the crisis, and bring the Company closer to achieving its new vision and mission.

The next question came from Mr. Manuel Caramat, Jr., who asked about the Company's current financial position and how it plans to address financial gaps this year. Mr. Ong responded that the financial position of the Company is much stronger this year than in 2020, and that there are better metrics due to the reopening of the economy and volume slowly picking up. The Company is cautiously optimistic and driving productivity and managing costs in the evolving situation.

Another question was asked by Ms. Lyn R. Udarbe, who inquired whether there were any material changes to how the Company operates with the increased shareholdings of the Lotte group. Mr. Ong stated that the increased shareholdings of the Lotte group is a welcome development for the Company. The management of the business remains unchanged and the Company expects an increased collaboration and stronger partnership between the principal stockholders towards advancing the capabilities of the Company.

The next question came from Ms. Cecilia R. Duguran, who asked whether the Company plans to introduce new brands in the Philippine market. Mr. Ong responded by stating that the Company relies on market insights for product innovation and new brand introduction. For the near term, the Company believes that its current product portfolio is sufficient to effectively compete in the Philippine market.

The last question came from Ms. Ermielyn Ubay-Punzalan, who asked what the Company is doing to help its stakeholders during the pandemic, and what measures are being done for the inoculation of its employees. Mr. Ong responded that, ever since the pandemic started, the Company's number one priority has been to protect its employees and partners by ensuring their safety and livelihood. The Company continues to assist its distribution partners and wholesalers who are also negatively impacted by the pandemic by giving incentives to those who pushed for more sales and providing marketing assistance. The Company also began offering a special package for displaced/repatriated Overseas Filipino Workers (OFWs) and their families who want to venture into beverage distribution and become entrepreneurs.

As for the employees, the Company guided and supported them throughout the pandemic to help them cope with the varying stages of community quarantine. Mr. Ong reiterated that the Company had put in place COVID-19-related benefits that are still in effect up to this day. Additionally, the Company enabled and empowered the employees to adapt to the new normal through information and education campaigns, and constant reminders on the importance of safety protocols to protect themselves, their co-employees, and their loved ones. The Company purchased 20,000 doses of vaccines for its employees who choose to get

vaccinated. The Company also encouraged its employees to register with their respective LGUs when the national government opened the vaccination to the A3 and A4 categories of the priority groups.

XII. ADJOURNMENT

There being no further business to discuss, the Chairman adjourned the meeting and informed the stockholders that the minutes of the meeting will be posted on the Company's website within five (5) business days.

Kristine Ninotschka L. Evangelista
Corporate Secretary

Attest:

Oscar S. Reyes
Chairman