



1 December 2016

**Philippine Stock Exchange**  
Disclosure Department  
Tower One and Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City, Metro Manila

Attention: **MS. JANET A. ENCARNACION**  
Head-Disclosure Department

Subject: Roxas Holdings, Inc.-  
Results of Regular Board Meeting/Approvals

Gentlemen:

Please be informed that the Board of Directors of Roxas Holdings, Inc. (RHI), in its regular meeting held today, had discussed and subsequently, took the below actions on the matters raised, *ad seriatim*:

1. Approved **RHI's Audited Financial Statements and Management Discussion and Analysis** for the fiscal year ending **30 September 2016**;
2. Approved the holding of the **Annual Stockholders Meeting** on 15 February 2017 to be held at the Turf Room, Manila Polo Club, McKinley Road, Forbes Park, Makati City and setting the Record Date for the said Meeting on 28 December 2016;
3. Approved the **Increase in Authorized Capital Stock of RHI** from One Billion Five Hundred Million Pesos (Php1,500,000,000.00) to Two Billion Pesos (Php2,000,000,000.00) divided into Two Billion Common Shares with par value of One Peso (Php 1.00) per share;
4. Approved the **Issuance of at least Twenty Five Percent (25%)** common shares out of the above Increase in Authorized Capital Stock (the "Initial Shares) through private placement of existing majority shareholder or shareholders and submit for approval of the RHI Shareholders' the following matters in the next Annual Stockholders' Meeting:
  - a. Delegation of the authority to determine the terms and conditions of the Initial Shares, including the offer price, of the private placement to the Board of Directors;
  - b. Waiver of any public offering requirement over the Initial Shares; and,

- c. Approval to list the Initial Shares with the Philippine Stock Exchange;
5. Approval of the recommendation of the Audit Committee to appoint and thereafter, submit for the approval of the Shareholders,' the change in the external auditor of RHI from Reyes, Tacandong and Company to SyCip Gorres Velayo & Co. as RHI's external auditors for the fiscal year 1 October 2016- 30 September 2017; and,
6. Confirmed the appointment of Ms. Ma. Hazel L. Rabara-Retardo as AVP-Governance and Deputy Compliance Officer.

Very truly yours,



**FLORENCIO M. MAMAUAG, JR.**  
Asst. Corporate Secretary/Compliance  
Officer & Corporate Information Officer