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SECURITIES AND EXCHANGE COMMISSION

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Company Information

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Company Type Stock Corporation

Document Information

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R O X A S H O L D I N G S , I N C .

(Company's Full Name)

6 F C G B U I L D I N G , 1 0 1 A G U I R R E
S T R E E T , L E G A S P I V I L L A G E
M A K A T I C I T Y

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

ATTY. FLORENCIO M. MAMAUAG, JR.

810-8901

SEC Form 17-C

September 30
Month Day
Fiscal Year

Form Type

Month Day
Annual Meeting

Secondary License Type, If Applicable

Department Requiring this Document

Amended Articles Number/Section

2,262

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

TO BE ACCOMPLISHED BY SEC PERSONNEL CONCERNED

File Number

File Number

LCU

LCU

Document I.D.

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Cashier

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ROXAS HOLDINGS, INC.
6th Floor, Cacho-Gonzales Building
101 Aguirre Street, Legaspi Village,
Makati City, 1229, Philippines
Telephone: (632) 810-8901 to 06
Fax: (632) 817-1875

22 January 2013

Philippine Stock Exchange

Disclosures Department
4/F, Philippine Stock Exchange Inc., PSE Centre
Exchange Road, Ortigas Center
Pasig City, Metro Manila

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

Subject : Roxas Holdings, Inc.

Gentlemen:

In compliance with the Revised Rules on Disclosure of the Exchange, we are submitting herewith a copy of Roxas Holdings, Inc.'s disclosure on SEC Form 17-C with the Certification on compliance of the corporation on the Revised Manual on Corporate Governance as prescribed by SEC Memorandum Circular no. 6, Series of 2009.

Very truly yours,


FLORENCIO M. MAMAUAG, JR.
VP-Legal & HR, Asst. Corp. Sec.,
Compliance Officer & CIO

SECURITIES AND EXCHANGE COMMISSION
SEC Form MCG – 2002

CERTIFICATE

I, **FLORENCIO M. MAMAUAG, JR.**, of legal age and with office address at the 6F Cacho-Gonzales Bldg., 101 Aguirre Street, Legaspi Village, Makati City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of Roxas Holdings, Inc. (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at 6th Floor Cacho-Gonzales Bldg., 101 Aguirre Street, Legaspi Village, Makati City;

2. In year 2012, the Company substantially adopted all the provisions of the Revised Manual on Corporate Governance as prescribed by SEC Memorandum Circular No. 6, Series of 2009;

3. During the same year, there were no material deviations from the Company's Revised Manual on Corporate Governance;

3. I am issuing this Certification in compliance with the requirement of the Securities and Exchange Commission on the annual reporting of the Company's compliance with its Revised Manual on Corporate Governance.

IN WITNESS WHEREOF, I have signed this Certificate this 15th day of January 2013 at Makati City, Philippines.


FLORENCIO M. MAMAUAG, JR.
Compliance Officer

Countersigned by:


RENATO C. VALENCIA
President & CEO

SUBSCRIBED AND SWORN TO before me this JAN 15 2013 at Makati City, affiant exhibiting to me his CTC No. 16651657 issued on 20 March 2012 at Cabagan, Isabela and Passport No. EA0021335 issued on 08 Jan 2010 at Manila with expiry date on 07 Jan 2015.


JOSEPH P. GUEVARRA
Appointment No. M-135
Notary Public - Makati City
Until 31 December 2013
7/F Cacho Gonzales Building
101 Aguirre Street, Legaspi Village, Makati City
PTR No. 3189608 / 10 January 2012 / Makati City
IBP No. 874330 / 22 December 2011 / Makati City
Roll No. 52501

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