

# 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)

May 5, 2016

2. SEC Identification Number

15-A

3. BIR Tax Identification No.

000-290-538

4. Exact name of issuer as specified in its charter

Roxas Holdings, Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

6F Cacho-Gonzales Building, 101 Aguirre Street, Legaspi Village, Makati City

Postal Code

1229

8. Issuer's telephone number, including area code

8108901

9. Former name or former address, if changed since last report

N/A

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	1,421,798,681

11. Indicate the item numbers reported herein

9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



# Roxas Holdings, Inc.

## ROX

**PSE Disclosure Form 4-14 - Stock Rights Offering**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Section 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

Roxas Holdings, Inc.- Stock Rights Offering

**Background/Description of the Disclosure**

This disclosure is further amended to reflect the increase in the number of shares to be offered (Rights Shares) under Roxas Holdings, Inc.'s (Company) Stock Rights Offering, from 266,387,262 to 266,753,974 shares. The basis for the total Rights Shares of 266,387,262 was the total outstanding shares of 1,153,456,843.

For the month of April 2016, a number of previous officers and employees of the Company fully paid, and were issued stock certificates, for shares allocated to them under the Company's Employees Stock Option Plan. Hence, there was an increase of 1,587,864 in the total outstanding shares of the Company. Considering such increase, there was also a corresponding increase of 366,712 on the Rights Shares. Hence, from 266,387,262, the Rights Shares now stand at 266,753,974.

The shares to be offered for the stock rights will be sourced from the unissued shares of the company.

<b>Date of Approval by Board of Directors</b>	Apr 13, 2016
<b>Entitlement Ratio</b>	1:4.33
<b>Offer Price</b>	Php4.19
<b>Number of Shares to be Offered</b>	266,753,974
<b>Ex-Rights Date</b>	Apr 29, 2016
<b>Record Date</b>	May 4, 2016
<b>Start of Offer Period</b>	May 12, 2016
<b>End of Offer Period</b>	May 18, 2016

**Use of Proceeds**

The net proceeds from the Offer will be used by Roxas Holdings, Inc. (Company) to (i) partially pay the loan obligations of Roxas Pacific Bioenergy Corporation (RPBC), a wholly-owned subsidiary of the Company. The proceeds of such loan were used by RPBC to partially finance its acquisition of San Carlos Bioenergy, Inc. in April 2015; (ii) acquire an additional 8 MW steam turbine generator for sugar milling and refining; and (iii) install a heavy duty pressure feeder to the sugar plant milling equipment.

**Other Relevant Information**

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**Filed on behalf by:**

<b>Name</b>	Florencio, Jr. Mamauag
<b>Designation</b>	VP - Legal, Compliance & Administration