

SECURITIES AND EXCHANGE COMMISSION  
Metro Manila, Philippines

**FORM 23-B**

**REVISED**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**  
Filed pursuant to Section 23 of the Securities Regulation Code

Check box if no longer subject to filing requirement

| 1. Name and Address of Reporting Person<br><b>FIRST AGRI HOLDINGS CORPORATION</b><br>(Last) (First) (Middle)<br><b>10/F MGO BUILDING, LEGASPI CORNER DELA ROSA</b><br>(Street)<br><b>MAKATI CITY</b><br>(City) (Province) (Postal Code) |                                      |   | 2. Issuer Name and Trading Symbol<br><b>ROXAS HOLDINGS, INC. (ROX)</b> |       |   | 7. Relationship of Reporting Person to Issuer<br>(Check all applicable)<br><br><input type="checkbox"/> Director<br><input type="checkbox"/> Director (give title below)<br><input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |   |  |  |
|---|--------------------------------------|---|--|-------|---|---|---|--|--|
|   |                                      |   | 3. Tax Identification Number<br><b>008-927-379-000</b>                 |       | 5. Statement for Month/Year<br><b>May 2016</b>                |   |   |  |  |
|   |                                      |   | 4. Citizenship<br><b>FILIPINO</b>                                      |       | 6. If Amendment, Date of Original (Month/Year)<br><b>N.A.</b> |   |   |  |  |
| Table 1 - Equity Securities Beneficially Owned  |                                      |   |  |       |   |   |   |  |  |
| 1. Class of Equity Security   | 2. Transaction Date (Month/Day/Year) | 4. Securities Acquired (A) or Disposed of (D) |  |       | 3. Amount of Securities Owned at End of Month                 |   | 4. Ownership Form: Direct (D) or Indirect (I) * | 6. Nature of Indirect Beneficial Ownership |  |
|   |                                      | Amount  | (A) or (D)   | Price | %   | Number of Shares  |   |  |  |
| Common Shares   | 5/26/2016                            | 191,074,125                                   | A  | 4.19  | 32.91%  | 467,854,834   | (I)   | Held through the PCD                       |  |
|   |                                      |   |  |       |   |   |   |  |  |
|   |                                      |   |  |       |   |   |   |  |  |
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|   |                                      |   |  |       |   |   |   |  |  |
|   |                                      |   |  |       |   |   |   |  |  |

(Print or Type Responses)

**If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.**

- Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.
- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
    - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
    - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
  - (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
    - (A) held by members of a person's immediate family sharing the same household;
    - (B) held by a partnership in which such person is a general partner;
    - (C) held by a corporation of which such person is a controlling shareholder; or
    - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

FORM 23-B (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., warrants, options, convertible securities)

| 1. Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Yr) | 4. Number of Derivative Securities Acquired (A) or Disposed of (D) |            | 5. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 6. Title and Amount of Underlying Securities |                            | 7. Price of Derivative Security | 8. No. of Derivative Securities Beneficially Owned at End of Month | 9. Ownership Form of Derivative Security; Direct (D) or Indirect (I) * | 10. Nature of Indirect Beneficial Ownership |
|------------------------|--|------------------------------------|--|------------|--|-----------------|--|----------------------------|---------------------------------|--|--|---|
|                        |  |                                    | Amount   | (A) or (D) | Date Exercisable   | Expiration Date | Title  | Amount or Number of Shares |                                 |  |  |   |
| N/A                    | N/A  | N/A                                | N/A  | N/A        | N/A  | N/A             | N/A  | N/A                        | N/A                             | N/A  | N/A  | N/A   |
|                        |  |                                    |  |            |  |                 |  |                            |                                 |  |  |   |
|                        |  |                                    |  |            |  |                 |  |                            |                                 |  |  |   |
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|                        |  |                                    |  |            |  |                 |  |                            |                                 |  |  |   |

Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed.  
Attach additional sheets if space provided is insufficient.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of Makati on

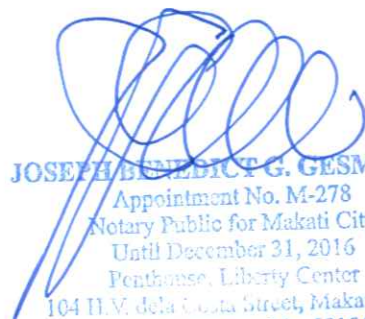
08 JUN 2016



MANUEL V. PANGILINAN  
Director

SUBSCRIBED AND SWORN to before me this 08 JUN 2016, in Makati City, Metro Manila, affiant exhibiting to me his Passport No. EC1452578 issued on June 20, 2014 in DFA, Manila and expiring on June 19, 2019.

Doc No. 360 ;  
Page No. 73 ;  
Book No. VII ;  
Series 2016.



JOSEPH BENEDET G. GESMUNDO  
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PTR No. 5331144 / Makati City / 01-07-2016  
IBP No. 1015798 / Quezon City / 01-04-2016