



31 January 2013

**Philippine Stock Exchange**  
Disclosures Department  
3/F, Tower One and Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention : **Ms. Janet Encarnacion**  
Head – Disclosures Department

Re : **ROXAS AND COMPANY, INC.**  
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**Dear Ms. Encarnacion:**

In compliance with the Revised Disclosure Rules of the Exchange, we hereby submit a copy of Roxas and Company, Inc.'s disclosure on SEC Form 17-C and the Certification on the Company's Compliance with the Manual on Corporate Governance for the year 2012.

We trust that you will find the foregoing disclosure in order.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alejandro S. Casabar', is written over a horizontal line.

**ALEZANDRO S. CASABAR**

Corporate Information Officer/Compliance Officer

*Encl.: a/s*

P W 0 0 0 0 0 8 3 4

R O X A S A N D C O M P A N Y , I N C .  
( F O R M E R L Y C A D P G R O U P  
C O R P O R A T I O N )

(Company's Full Name)

7 T H F L O O R 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. ALEZANDRO S. CASABAR

810-8901

September 30  
Month Day  
Fiscal Year

SEC Form 17-C  
Form Type

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Department Requiring this Document

Amended Articles Number/Section

3,487

Total Amount of Borrowings

Total No. of Stockholders

Domestic Foreign

TO BE ACCOMPLISHED BY SEC PERSONNEL CONCERNED

File Number

LCU

Document I.D.

Cashier

STAMPS

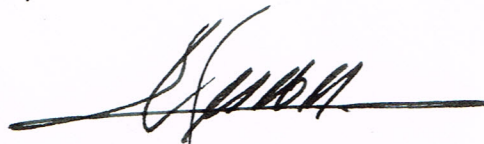
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## CERTIFICATION

I, **ALEZANDRO S. CASABAR**, Filipino, of legal age, and with office address at 7F Cacho-Gonzales Building, 101 Aguirre Street, Legaspi Village, 1229 Makati City, after being sworn to in accordance with law, depose and state that:

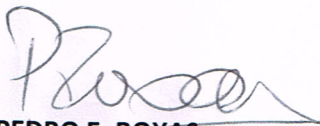
1. I am the incumbent Assistant Corporate Secretary and Compliance Officer of **ROXAS AND COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office located at 7<sup>th</sup> Floor, Cacho-Gonzales Building, 101 Aguirre Street, Legaspi Village, 1229 Makati City;
2. For the year 2012, the Corporation substantially complied with its revised Corporate Governance Manual ("CG Manual") as prescribed by SEC Memorandum Circular Ni. 6, Series of 2009;
3. During the same year, there were no material deviations from the Corporation's Revised Manual Corporate Governance;
4. I am issuing this Certification in compliance with the requirement of the Securities and Exchange Commission on the annual reporting of the Corporation's compliance with its Revised Manual on Corporate Governance.

Signed this 31 January 2013 in Makati City.



**ALEZANDRO S. CASABAR**  
Asst. Corporate Secretary/Compliance Officer


ATTESTED BY:



**PEDRO E. ROXAS**  
President and CEO

SUBSCRIBED AND SWORN TO before me this **JAN 31 2013** January 2012 in Makati City, Metro Manila, affiant Alezandro S. Casabar exhibiting to me his IBP Lifetime Member ID No. 07519 and Pedro E. Roxas, his Passport No. EB0094507 issued on 13 April 2010 in Manila, and expiring on 12 April 2015.

Doc. No. 289  
Page No. 59  
Book No. v  
Series of 2013.



**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