

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: **02 May 2022.**
2. SEC Identification Number: **PW00000834.**
3. BIR Tax Identification No. : **000-269-435-000.**
4. Exact name of issuer as specified in its charter: **ROXAS AND COMPANY, INC.**
5. **Philippines**
Province, Country or other jurisdiction of
Incorporation or Organization
6. (SEC Use Only)
Industry Classification Code
7. **7F Cacho-Gonzales Building, 101 Aguirre Street
Legaspi Village, Makati City 1229**
Address of Principal Office
8. **(632) 8810-89-01 to 06**
Registrant's telephone number, including area code
9. **CADP GROUP CORPORATION**
6F Cacho-Gonzales Building, 101 Aguirre Street
Legaspi Village, Makati City 1229
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4
and 8 of the RSA

Title of Each Class	No. of Shares of Stock Outstanding and Amount of Debt Outstanding
Authorized Capital Stock	
Common	P3,375,000,000.00
Preferred	1,000,000,000
No. of Shares Subscribed & Outstanding	
Common	2,911,885,870
Preferred	200,000,000

11. Indicate the item numbers reported herein: Item 9.

Item 9. Others.

Please be informed that the Board of Directors of Roxas and Company, Inc. (RCI), in its Regular Board meeting today, approved the following:

1. Audited Financial Statements for the Calendar Year 31 December 2021;
2. SEC Form 17-A;
3. Postponement of Roxas and Company, Inc. Annual Stockholders Meeting from 25 May 2022 to 29 June 2022. Record date: 15 June 2022;
4. Ratification of the usage of RCI's properties in Banilad, Nasugbu, Batangas covered by TCT Nos. T-75595 and T-79427 with annotation, as collateral to the loan of Roxaco Land Corporation in favor of China Banking Corporation;
5. Ratification of the usage of RCI's properties in Nasugbu, Batangas covered by TCT Nos. T-60019, T-60020, T-60021, and T-60022 as collateral to the loan of Roxaco Land Corporation in favor of Asia United Bank;
6. Approval for Mr. Rosswell Delos Reyes, as one of RCI group's authorized bank signatory; and
7. Approval of Related Party Transaction Report.

Postponement and Re-Setting of the Annual Stockholders' Meeting to June 29, 2022 at 10:00AM to be held via Remote Communication with Voting in Absentia

The RCI's Board of Directors ("Board"), after full discussion, approves the postponement and resetting of the annual stockholders' meeting to June 29, 2022 at 10:00 A.M. to give RCI more time to prepare the regulatory requirements for the meeting. The record date will be June 15, 2022.

In Compliance with the SEC Notice dated April 3, 2020 on the Filing of the Notice of Postponement of Annual Stockholders' Meeting, we attached the Secretary's Certificate (Annex "A") containing the resolution of the Board on the postponement and/or resetting of the annual stockholders' meeting. The Sworn Notification of Postponement of Meeting is likewise attached as Annex "B" hereof.

The organizational meeting of the newly elected Board will be held immediately after the Annual Stockholders' Meeting.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ROXAS AND COMPANY, INC.

Issuer

By:


MELCHOR J. MANALO
Compliance Officer

Date: 02 May 2022.

REPUBLIC OF THE PHILIPPINES)
 MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **PETER DONNELLY A. BAROT**, of legal age, Filipino and with business address at 104 H.V. Dela Costa Street, Salcedo Village, Makati City after having sworn in accordance with law, hereby certify that:

1. I am the duly appointed and incumbent Corporate Secretary of **ROXAS AND COMPANY INC.**, ("Corporation") a corporation organized and existing under Philippine laws with principal address at 7th Floor Cacho-Gonzales Building, 101 Aguirre Street, Legaspi Village, Makati City.

2. At a duly constituted Regular Meeting of the Board of Directors held on 02 May 2022 via videoconference, during which meeting a quorum was present and acted throughout, the following resolutions were unanimously passed and approved:

"RESOLVED, as it hereby resolved, that the Board of Directors of Roxas And Company, Inc. (the "Corporation") authorizes, as it hereby authorizes the (1) the postponement of the 2022 Annual Stockholders' Meeting which, under the By-Laws, is scheduled on the last Wednesday of May, and its resetting on June 29, 2022 at 10:00 A.M., or any postponements or adjournments thereof, to be held by remote communication; and (2) the casting of votes by all qualified stockholders of the Corporation at that meeting by remote communication or in absentia, in accordance with the internal procedure to be issued by the Corporation.;

"RESOLVED FURTHER, that in connection with the Annual Stockholders Meeting of the Corporation:

- (a) The record date for the Annual Stockholders Meeting shall be June 15, 2022;
- (b) The President/Chief Executive Officer shall be authorized:
 - (1) to postpone and/or rest the meeting date and/or change other details related to the Annual Stockholders Meeting, as may be necessary, and
 - (2) to approve the internal procedure embodying the mechanism for participation at the 2022 Annual Stockholders Meeting through remote communication and voting *in absentia*, taking into account the Corporation's number of stockholders, their location, matters to be discussed and voted upon, promotion of minority rights, and other factors consistent with the protection and promotion of stockholders rights; and

“RESOLVED, FINALLY, that the organizational meeting of the newly elected Board of Directors be held immediately after the Annual Stockholders’ Meeting.”

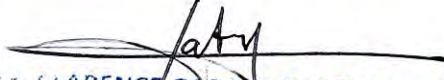
3. The foregoing resolution is in accordance with the record of the Corporation, is in full force and effect and has not been amended or rescinded.

IN WITNESS WHEREOF, I hereunto affix my signature this _____ day of MAY 04 2022 in Makati City.


PETER DONNELLY A. BAROT
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this _____ day of MAY 04 2022 at Makati City; affiant exhibiting his Philippine Passport No. P0746669B issued 20 February 2019 valid until 19 February 2029.

Doc. No. 68;
Page No. 15;
Book No. III;
Series of 2022.


Atty. CLARENCE GABRIEL D. REVADILLO
Notary Public for Makati City
Appointment No. M-99
Until December 31, 2022
Roll of Attorney's No. 74289
IBP Or No. 1483366/ 12-4-2021
PTR No. 8855269/Makati City/01-05-2022
MCLE Compliance No. VII-0006097



04 May 2022

SECURITIES AND EXCHANGE COMMISSION

Secretarial Building, PICC Complex
Roxas Boulevard, Manila 1307

Attention: Ms. Rachel Esther J. Remalante
Director
Corporate Governance and Finance Department

Re: Sworn Notification of Postponement of Meeting

Gentlemen:

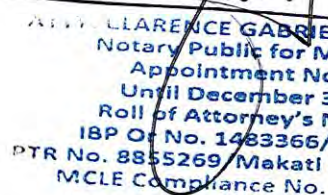
This is to advise that Roxas And Company, Inc. (the "Corporation") is postponing its Annual Stockholders' Meeting and resetting the same from 25 May 2022 to 29 June 2022 at 10:00 A.M. in order to give the Company more time to prepare the regulatory requirements for the meeting. The meeting will be held via remote communication. The record date for stockholders entitled to notice and to vote at the meeting is 15 June 2022.

This sworn notification is being submitted in compliance with Sec. 20.11.1.5 of the 2015 SRC Rules.


PETER DONNELLY A BAROT
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 04 May 2022 by Peter Donnelly A. Barot, with Phil. Passport No. P0746669B issued 20 February 2019 valid until 19 February 2029, who is personally known to me, and who is the same person who personally signed before me he foregoing Secretary's Certificate and acknowledged that he executed the same.

Doc. No. 19;
Page No. 15;
Book No. III;
Series of 2022.


ATTY. LAWRENCE GABRIEL D. REVADILLO
Notary Public for Makati City
Appointment No. M-99
Until December 31, 2022
Roll of Attorney's No. 74289
IBP O No. 1483366/ 12-4-2021
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