



ROXAS AND COMPANY, INC.

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Notice is hereby given that the Annual Meeting of Stockholders of ROXAS AND COMPANY, INC. (formerly CADP Group Corporation) will be held at the McKinley Room of the Manila Polo Club, McKinley Road, Forbes Park, Makati City, 1200 Metro Manila on 26 February 2014 at 10:00 in the morning.

The agenda of the Meeting is:

1. Certification of Notice and Quorum
2. Approval of the Minutes of the Annual Stockholders' Meeting held on 27 February 2013
3. Presentation of the Annual Report to Stockholders
4. Ratification of all Acts and Proceedings of the Board of Directors and Management
5. Election of the Board Directors
6. Election of External Auditors
7. Amendment to Articles of Incorporation reducing the number of the Directors from nine (9) to seven (7)
8. Other Matters
9. Adjournment

Only stockholders of record as at the close of business on 06 January 2014 are entitled to notice of, and to vote at, the Annual Meeting of Stockholders. Registration for the meeting shall start at 9:30 in the morning.

IF YOU CANNOT ATTEND THE MEETING, PLEASE EXECUTE AND RETURN THE PROXY FORM TO THE OFFICE OF THE CORPORATE SECRETARY C/O 7F CACHO-GONZALES BUILDING, 101 AGUIRRE STREET, LEGASPI VILLAGE, 1229 MAKATI CITY **ON OR BEFORE 19 February 2014.**

By Order of the Board of Directors.


ALEZANDRO S. CASABAR
Assistant Corporate Secretary