



105162013001638

**SECURITIES AND EXCHANGE COMMISSION**

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
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ROXAS AND COMPANY, INC.
(FORMERLY CADP GROUP
CORPORATION)

(Company's Full Name)

7TH FLOOR CG BUILDING
101 AGUIRRE STREET LEGASPI
VILLAGE MAKATI CITY

(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

3,476

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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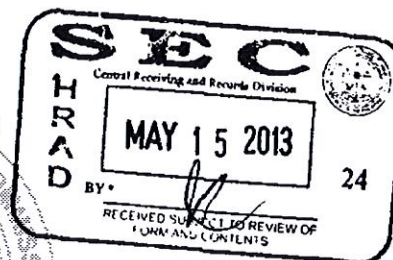
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SECURITIES AND EXCHANGE COMMISSION

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: **14 May 2013.**
2. SEC Identification Number: **834.**
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) 810-89-01 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

No. of Shares Subscribed & Outstanding
Common

2,911,885,870

Of the 2,911,885,870 subscribed and outstanding common shares, 1,365,990,294
shares were exempt securities under Section 10.1 of the SRC.

11. Indicate the item numbers reported herein: Item 9

Item 9. Others.

On 12 April 2013, the Company filed its SEC Form 17-C disclosing that it has a new Independent Director and set of officers. Attached herewith is the SEC Form 17-C as Annex "A". On 10 May 2013, the Company received a letter from the Honorable Commission requiring it to complete the disclosures required under Item 4 (b) of SEC Form 17-C. Attached herewith is the Honorable Commission's letter dated 24 April 2013 as Annex "B". In compliance with the directives of the Honorable Commission, the Company is submitting this report.

At the organizational meeting, held on 11 April 2013, the Board of Directors elected **MS. CORAZON S. DE LA PAZ-BERNARDO** to be an independent director of the Company. Ms. De la Paz-Bernardo accepted her election. As part of her responsibilities, she was also elected as Audit and Risk Committee Chairperson and member of the Compensation Committee. A list of offices held by Ms. De la Paz-Bernardo is contained in her Certificate of Independent Directorship, attached hereto as Annex "C". Also attached is a copy of the latest resume of Ms. Corazon De La Paz-Bernardo hereto as Annex "D".

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:


ALEZANDRO S. CASABAR
Compliance Officer

Date: 14 May 2013.

Date: 9-1-2014 Time: 8:44:54 AM

ANNEX "A"

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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 O 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
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Cashier

STAMPS

Date: 9-1-2014 Time: 8:44:55 AM

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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: 11 April 2013.
2. SEC Identification Number: 834.
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) 810-89-01 to 06
Registrant's telephone number, including area code
9. CACP GROUP CORPORATION
6F Cacho-Gonzales Building, 101 Aguirre Street
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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
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Title of Each Class

No. of Shares of Stock Outstanding
and Amount of Debt Outstanding

Authorized Capital Stock
Common

P3,375,000,000.00

No. of Shares Subscribed & Outstanding
Common

Date: 9-1-2014 Time: 2,911,885,870 11:55 AM

Of the 2,911,885,870 subscribed and outstanding common shares, 1,365,990,294
shares were exempt securities under Section 10.1 of the SRC.

11. Indicate the item numbers reported herein: Item 9

Item 9. Others.

The Board of Directors of Roxas and Company, Inc. held its organizational meeting today.

At the organizational meeting, the Board of Directors elected **MS. CORAZON S. DE LA PAZ-BERNARDO** to be an independent director of the company. Ms. De la Paz-Bernardo accepted her election.

The Board of Directors also elected the following officers:

Pedro E. Roxas	-	Chairman/President & CEO
Armando B. Escobar	-	Vice President & CFO/Treasurer
Atty. Peter D. Barot	-	Corporate Secretary
Atty. Alejandro S. Casabar	-	Assistant Corporate Secretary
		Compliance Officer
		Corporate Information Officer
Virginia R. Alcaide	-	Alternate Corporate Information Officer

The following Directors were elected to the Audit, Compensation and Nomination Committees:

Audit & Risk Committee:

Corazon S. De La Paz-Bernardo	-	Chairman (Independent Director)
Eduardo R. Areilza	-	Member
Francisco Jose R. Elizalde	-	Member

Compensation Committee:

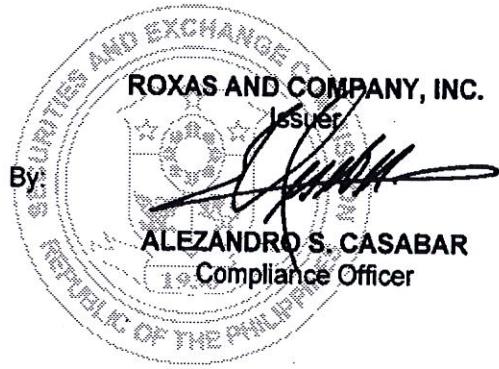
Guillermo D. Luchangco	-	Chairman (Independent Director)
Corazon S. De La Paz-Bernardo	-	Member (Independent Director)
Pedro E. Roxas	-	Member

Nomination Committee:

Pedro E. Roxas	-	Chairman
Guillermo D. Luchangco	-	Member (Independent Director)
Carlos R. Elizalde	-	Member

Date: 9-1-2014 SIGNATURE Time: 8:44:56 AM

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.



Date: 11 April 2013.

Date: 9-1-2014 Time: 8:44:57 AM

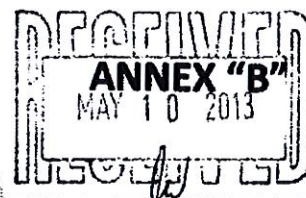
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3 User Name: ROXAS20



Republic of the Philippines
Department of Finance
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills, Mandaluyong City 1554

CORPORATION FINANCE DEPARTMENT



April 24, 2013

ATTY. ALEZANDRO S. CASABAR
Compliance Officer
ROXAS & COMPANY, INC.
7th Floor, CG Building
101 Aguirre Street, Legaspi Village
Makati City

OK


Dear Atty. Casabar:

This refers to the company's letter dated April 15, 2013 informing this Commission that Ms. Corazon S. Dela Paz-Bernardo was elected as an independent director on April 11, 2013.

However, the company failed to provide additional disclosures required under Item 4(b) of SEC Form 17-C.

In view thereof, the company is hereby directed to file a Current Report within five (5) days from actual receipt hereof.

Very truly yours,


JUSTINA F. CALLANGAN
Acting Director

Date: 9-1-2014 Time: 8:44:58 AM

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CERTIFICATE OF INDEPENDENT DIRECTOR

ANNEX "C"

I, **CORAZON S. DE LA PAZ-BERNARDO**, Filipino, of legal age and with address at 17A Mckinley Road, Forbes Park, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director nominee of **Roxas and Company, Inc.** (formerly CADP Group Corporation) for the fiscal year 2012-2013.

2. I am affiliated with the following companies or organizations:

BDO Inc. (Banco de Oro) - Adviser to the Board of Directors
- Adviser to the Board Audit Committee
PLDT - Adviser to the Board Audit Committee
Republic Glass Holdings Corp. - Director
University of the East - Trustee
University of the East Ramon Magsaysay Memorial Medical Center - Trustee
Miriam College - Trustee
Children's Hour - Trustee
Philippine Center for Population and Development - Trustee
MFI Foundation, Inc. - Trustee/Treasurer
Jaime V. Ongpin Foundation, Inc. - Vice-Chairperson
National Citizens Movement for Free Elections (NAMFREL) - Chairperson
Laura Vicuña Foundation for Street Children - Trustee
International Social Security Association - Honorary President
Makati Business Club, Inc. - Trustee
Manila Golf and Country club - Member
Manila Polo Club - Member
Eastridge Golf and Country Club - Member
Anvaya Golf and Country Club - Member
Mimosa Golf and Country Club - Member
Management Association of the Philippines - Member/ Past President
Financial Executives Institute of the Philippines - Member/ Past President
Bishops Businessmen's Conference on Human Development- Member
Philippine Institute of CPAs - Member/ Past President
Philippine Fulbright Scholars Association - Member/ Past President
Cornell Club of the Philippines - Member/ Past President
American Chamber of Commerce of the Philippines - Member
Asia Society- Philippine Chapter - Member
Philippines-Japan Society, Inc. - Member
Philippines-Japan Economic Cooperation Committee - Member
Philippines-Singapore Business Council - Member

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Roxas and Company, Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

5. I shall inform the Corporate Secretary of Roxas and Company, Inc. of any changes in the abovementioned information within five days from its occurrence.

Signed on this 9 day of APR 02 2013 2013 in Makati City.


Corazon S. de la Paz-Bernardo
CORAZON S. DE LA PAZ-BERNARDO
Affiant

SUBSCRIBED AND SWORN to before me this 9 day of APR 02 2013 2013 in Makati City Affiant personally appeared before me and exhibited to me her Community Tax Certificate No. 10719471 issued in Makati on Feb. 28, 2013 and Passport No. EB 5032144 issued on 28 March 12 and valid until 27 March 17.

Doc. No. 405
Page No. 82
Book No. ✓
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

Date: 9-1-2014 Time: 8:45:1 AM

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CORAZON S. DE LA PAZ – BERNARDO

ANNEX "D"



PROFESSIONAL CAREER

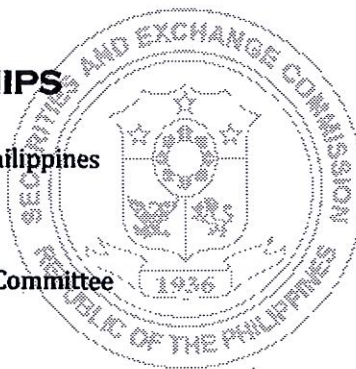
- **Honorary President, International Social Security Association (ISSA), Switzerland based organization affiliated with the International Labor Organization (ILO)** December 2010 to Present
- **President, ISSA** September 2004 to December 2010
- **Consultant, Office of the Chairman, Social Security Commission** August 2008 to January 2011
- **President and CEO, Social Security System** August 2001 to July 2008
- **Vice Chairperson, Social Security Commission** August 2001 to July 2008
- **Chairman and Senior Partner, Joaquin Cunanan & Company/ PricewaterhouseCoopers – Philippines** July 1981 to June 2001
- **Member of the Board, Price Waterhouse World Firm Limited** 1992 to 1995

CURRENT INVOLVEMENT IN CORPORATIONS/ORGANIZATIONS

- Republic Glass Holdings Corporation - Director
- BDO Unibank, Inc. – Adviser to the Board and its Audit Committee
- PLDT – Adviser to the Board Audit Committee
- Miriam College - Trustee
- University of the East (UE) - Trustee
- UE Ramon Magsaysay Memorial Medical Center – Trustee
- Makati Business Club - Trustee
- Children's Hour - Trustee
- Philippine Center for Population and Development - Trustee
- Jaime V. Ongpin Foundation, Inc. - Vice Chairperson
- Laura Vicuña Foundation for Street Children - Trustee
- MFI Foundation, Inc. – Trustee/ Treasurer

OTHER CURRENT MEMBERSHIPS

- American Chamber of Commerce of the Philippines
- Asia Society – Philippine Chapter
- Philippines-Japan Society, Inc.
- Philippines-Japan Economic Cooperation Committee
- Cornell University Council
- Philippine – Singapore Business Council



EDUCATIONAL ATTAINMENT

- **Master in Business Administration, Cornell University** 1965
Fulbright Grantee and University of the East CPA Topnotcher Scholar
- **Bachelor of Business Administration, University of the East** 1960
Magna Cum Laude
- **Certified Public Accountant** 1962
First Place, 1960 Philippine CPA Board Examination
- **Rizal High School, Class Salutatorian** 1956

PAST BUSINESS/PROFESSIONAL/OTHER AFFILIATIONS

BOARD MEMBER

- Ayala Land Inc. 2006 to April 2010
- Banco de Oro (BDO, Inc.) – Vice Chairman 2007 to 2012
- Equitable PCI Bank (*Chairperson from 2006 to 2007*) 2001 to June 2007
- PLDT (*Currently, Advisor to the Board's Audit Committee*) 2001 to 2008
- Philex Mining Corporation 2001 to 2008
- Philippine Health Insurance Corporation 2001 to June 2007
- San Miguel Corporation 2001 to 2008
- ASEAN Social Security Association 2001 to July 2008
- Philippine Social Security Association 2001 to July 2008
- Home Development Mutual Fund (PACIBIG) 1998 to 2001

PRESIDENT (CURRENTLY AN ACTIVE MEMBER OF THESE ORGANIZATIONS)

- Cornell Club of the Philippines 1997 to 2001
- Philippine Fulbright Scholars Association, Inc. 1995 to 2001
- Management Association of the Philippines (MAP) 1994
- Financial Executives Institute of the Philippines (FINEX) 1985
- Philippine Institute of Certified Public Accountants (PICPA) 1978 and 1979
- Association of The Outstanding Women in Nation's Service (TOWNS) Awardees 1986 to 1987
- Rizal High School Alumni Association 1989 and 1990

CHAIRMAN

- ISSA Committee on Management Review October 2001 to 2004
- MAP Foundation, Inc. 1994
- Committee on US - ASEAN Affairs, *Philippine Chamber of Commerce and Industry* 1990 to 2001
- Organizing Committee - 19th World Congress of the International Association of Financial Executives Institutes - Manila October 1988
- FINEX Foundation, Inc. 1986

SIGNIFICANT AWARDS

- Outstanding Professional in the Field of Accountancy 2007
Given by the Philippine Professional Regulations Commission
- Communication Excellence in Organizations (CEO EXCEL) Award 2006
Given by the International Association of Business Communicators - Philippine Chapter
- Lifetime Achievement Award in Accountancy 2006
Given by the Association of Certified Public Accountants in Public Practice
- Parangal ng San Mateo (Highest Award given to a CPA by PICPA) 2001
Awarded together with Washington Sycip and Alfonso Yuchengco
- The Outstanding Filipino (TOFIL), Public Accounting 2000
- Elevated to the Accountancy Hall of Fame - PICPA 1995
- Outstanding Alumna, Rizal High School 1991
- Executive of the Year, *Philippine Association of Secretaries* 1985
- Distinguished Alumna in Business Administration, *UE Alumni Association* 1984
- The Outstanding Women in the Nation's Service (TOWNS) Awardee in Management 1983
- Outstanding Woman in Business, *Federacion Internacional de Abogadas - Philippine Chapter* 1982
- Outstanding CPA in Public Accounting - PICPA 1976
- UE CPA Board Examination Topnotcher Scholarship Award 1963
For Graduate Studies at Cornell University (Fulbright Grantee)

PERSONAL INFORMATION

- Widow of **Atty. Wenceslao R. de la Paz**
Presidential Adviser on Energy Affairs (1991 to 1992)
Chairman, National Power Corporation (1992)
- Married to **Enrique V. Bernardo**
President/Commissioner
ANZ Bank (Indonesia)



CONTACT DETAILS

ADDRESS: 17A Mckinley Road, Forbes Park, Makati City

OFFICE PHONE/FAX: (63-2) 892 - 3789

OFFICE E-MAIL: cdelapaz@mozcom.com; coradlpb39@gmail.com

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