#### SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

FORM 23-B

Check box if no longer subject

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

| to filing |
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| 1. Name and Address of Reporting Person  | <ol><li>Issuer Name and Trading Symbol</li></ol> | ding Symbol                                   |   | 7         | . Relationship o   | <ol><li>Relationship of Reporting Person to Issuer</li></ol>            |   |   |
|--|--|---|---|-----------|--|---|---|---|
|  | GREENERGY HOLDINGS INCORPORATED/GREEN            | LDINGS INCOR                                  | PORATED/GR                                    | E N       |  |   | (Check all applicable)                  |   |
| st) (Middle)   | 3. Tax Identification                            | O   | 5. Statement for                              |           |  | Director  |   | 10% Owner<br>Olher  |
| This 20 Value Brief Experitive Building 227 Salpada Street   | Number<br>008-181-780                            | -780  | Sec.14  |           | The state of the s | (give title below)  |   | (specify below)   |
| Julive Dullully, 221 Salced Street   | 000-101  |   | ocp-  |           |  |   |   |   |
| (Street)   | 4. Citizenship                                   | g:  | 6. If Amendment, Date of Original (MonthYear) | ate of    |  | 1   |   |   |
| Legaspi Village, Makati City   | Filipino   | OF  |   |           |  |   | *************************************** |   |
| (City) (Province) (Postal Code)  |  |   |   | Table 1 - | Equity Securi  | Table 1 - Equity Securities Beneficially Owned                          |   | <b>W</b> ache Te  |
|  |  |   |   |           |  |   |   |   |
| 1. Class of Equity Security  | Transaction 4.     Date                          | 4. Securities Acquired (A) or Disposed of (D) | A) or Disposed of (I                          |           | <ol> <li>Amount of St<br/>Month</li> </ol>   | of Securities Owned at End of 4 Ownership Form:  Direct (D) or Indirect | Ê                                       | 6. Nature of Indirect Beneficial Ownership                              |
|  | (Month/Day/Year)                                 |   |   |           | %  | Number of Shares  |   |   |
|  |  | Amount  | (A) or (D)                                    | Price     |  |   |   |   |
| 625,000,000 Preferred Shares*  | 15-Sep-14  | 62,500,000.00                                 | Α   | 0.1       |  |   | ט                                       |   |
| 375,000,000 Preferred Shares   | 15-Sep-14  | 37,500,000.00                                 | ۸   | 0.1       |  |   | D                                       |   |
| Total Preferred Shares   |  |   |   |           | 100.00%  | 1,000,000,000   |   |   |
|  |  |   |   |           |  |   |   |   |
| 187,500,000 Common Shares  |  |   |   |           | 10.41%   | 187,500,000   | ס                                       |   |
| Total Common Shares  |  |   |   |           | 10.41%   | 187,500,000   |   |   |
|  |  |   |   |           |  |   |   |   |
| Total Common and Preferred Shares  |  |   |   |           | 42.40%   | 1,187,500,000   |   |   |
| to 15 Country 2014, the Company received the conversion and Evolution and Evolution of the conversion of the | the Consision on                                 | d Evotopoo Oo                                 | mission of the                                | conversi  |  | tr-Two Million Five H   | indred Thousand Peso                    | Sixty-Two Million Five Hundred Thousand Pesos (P62,500,000,00) worth of |

shares. \*On 15 September 2014, the Company received the approval by the Securities and Exchange Commission of the conversion of the Sixty- wo willion rive number industrial resust in the Company into Six Hundred Twenty-Five Million (625,000,000) preferred issued common shares of the Twenty-Five Billion (25,000,000) total issued common shares of Earthright Holdings, Inc. in the Company into Six Hundred Twenty-Five Million (625,000,000) preferred

(Print or Type Responses)

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding

- (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 partnershipet 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.

REVISED

| 1. Derivative Security | 2. Conversion or<br>Exercise Price<br>of Derivative<br>Security | 2. Conversion or 3. Transaction Exercise Price Date of Derivative (Month/DayYr) Security | (4. Number of Derivative Securilies Acquired (A) or Disposed of (D) |            | 5. Date Exercisable and Expiration Date (Month/Day/Year) |            | 6. Title and Amount of<br>Underlying Securities |           | Derivative Derivative Security Securities  Beneficiall  Owned at | ~ ₹ ° ° | ship Form<br>of Derivative<br>Security:<br>Direct (D) | of Indirect Beneficial Ownership |
|------------------------|---|--|---|------------|--|------------|---|-----------|--|---------|---|----------------------------------|
|                        |   |  |   |            | Date Exercisable   | Expiration |   | Amount or |  |         | g   |                                  |
|                        |   |  | Amount  | (A) or (D) |  | Date       | 큔   | Number    |  | Month   | indirect (I)  |                                  |
|                        |   |  |   |            |  |            |   | of Shares |  |         |   |                                  |
| Not applicable.        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   | r                                |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
|                        |   |  |   |            |  |            |   |           |  |         |   |                                  |
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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.

## IN CASE OF MATERIAL CHANGES IN BENEFICIAL OWNERSHIP (50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER)

DISCLOSURE REQUIREMENTS

#### Item 1. Security and Issuer

Preferred shares issued by Greenergy Holdings Incorporated (the "Company") with principal office at 54 National Road, Dampol II-A, Pullan, Bulacan

#### Item 2, Identity and Background

provide the information specified in (a) through (f) of this Item with respect to such person(s). its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person, If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization,

Name: Earthright Holdings, Inc.

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- Residence or business address: Unit 3C Value Point Executive Building, 227 Salcedo Street, Legaspi Village, Makati Clty
- Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted: Holding Company
- Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case: N/A
- Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking: N/A toreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or
- Citizenship: Filipino

#### Item 3. Purpose of Transaction

Acquisition of securities of the issuer

### Item 4. Interest in Securities of the Issuer

preferred shares of the Issuer. the Issuer. After the transaction and the approval by the SEC of the change in par value of the Company's common shares from P0.01 to P1.00, Earthright Holdings. Inc. directly owns 187,500,000 common shares and 1,000,000,000 preferred shares of the Issuer or 42.40% of the total issued and outstanding common and P0.01 to P1.00, Earthright Holdings, Inc. directly owns 25,000,000,000 common shares of the Issuer or 13.42% of the total issued and outstanding common shares of Prior to the transaction and the approval by the Securities and Exchange Commission ("SEC") of the change in par value of the Company's common shares from

## Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

### Item 6. Material to be Filed as Exhibits

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 1 October 2014.

ANTONIO L. TIU
Chairman/President/CEO

(Name/Title)