

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. January 20, 2011  
Date of Report
2. SEC Identification Number 115 Pre War 3. BIR Tax Identification No. 000-154-572-000-V
4. ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION  
Exact name of issuer as specified in its charter
5. Philippines Province, country or other jurisdiction of  
incorporation or organization
6. (SEC Use Only)  
Industry Classification Code.
7. 7/F Quad Alpha Centrum, 125 Pioneer St., Mandaluyong City 1554  
Address of principal office Postal Code
8. (632) 635-23-87  
Issuer's telephone number, including area code
9. N. A.  
Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | <u>Title of Each Class</u>         | <u>Number of Shares of Common Stock<br/>Outstanding and Amount of Debt Outstanding</u> |
|------------------------------------|--|
| <b>Common Stock, P10 par value</b> | <b>1,169,131,882</b>   |
1. Indicate the item numbers reported herein : Item 9

Item 9. – Other Events

Upon the authority granted by its Board of Directors, Atlas Consolidated Mining and Development Corporation (Atlas) executed a USD 10 million Convertible Note Facility and Security Agreement with Banco de Oro Unibank, Inc. (BDO) (the “Convertible Loan”).

As previously disclosed, the essential terms of the Convertible Loan include the following:

- 5% annual interest rate if proceeds are drawn in US Dollars, 7.5% if in Pesos
- Three-year term reckoned from the first availment of the proceeds
- Principal amount convertible into Atlas shares at the price of PhP18.00 per share in the following instances:
  - At the option of BDO and at any time during the term of the Convertible Loan
  - At the option of Atlas, *provided*, that the volume weighted average price of Atlas shares based on trading at the Philippine Stock Exchange does not fall below PhP21.00 for twenty (20) consecutive trading days
- Guaranteed annual internal rate of return (IRR) of 10% for BDO if the principal amount is prepaid or is not converted before maturity date
- Obligation of Atlas to issue warrants which grant to BDO the right to subscribe to such number of Atlas shares having a total value equal to 20% of the principal amount of the Convertible Loan based on a per share price of PhP18.00
- Multiple drawdowns on the proceeds of the Convertible Loan within 180 days from the closing date
- To be secured by a pledge over a portion of the Atlas shares owned Alakor Corporation

Atlas principal shareholder Alakor Corporation (Alakor) likewise executed a loan agreement with BDO and Globalfund Holdings, Inc., the proceeds of which shall be used primarily to purchase from BDO and Globalfund Holdings, Inc. (Globalfund) 70,230,000 Atlas shares which represent approximately 6% of Atlas’s current outstanding capital stock and 60% of the number of shares transferred by Alakor to BDO and Globalfund to effectuate the mandatory conversion of the entire principal amount of the loan covered by the 27 November 2009 Convertible Loan and Security Agreement among Atlas, BDO and Globalfund.

**SIGNATURES**

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.

**ATLAS CONSOLIDATED MINING  
AND DEVELOPMENT CORPORATION**

Issuer

By:



**CARMEN ROSE A. BASALLO-ESTAMPADOR**  
Asst. Corporate Secretary and Asst. Compliance Officer

January 20, 2011  
Date