



**ATLAS
MINING**

Atlas Consolidated Mining & Development Corporation
9th Floor, Quad Alpha Centrum, 125 Pioneer Street,
Mandaluyong City 1554 Philippines
Trunk Line: +632 584-9788 Fax : +632 635-4495
Email: info@atlasphilippines.com
Web: www.atlasphilippines.com

4 February 2013

PHILIPPINE STOCK EXCHANGE
3rd Floor, PSE Plaza
Ayala Triangle, Ayala Avenue
Makati City

Attention: **Ms. JANET A. ENCARNACION**
Head, Disclosures Department

Re : Report by beneficial owner of more than 5% of outstanding capital stock
(SEC Form 18-A)

Dear Madam:

Please see attached SEC Form 18-A that was duly accomplished and executed by BDO Unibank, Inc. with respect to its shareholding in Atlas Consolidated Mining and Development Corporation.

Very truly yours,

**ATLAS CONSOLIDATED MINING
AND DEVELOPMENT CORPORATION**

By:

CARMEN-ROSE A. BASALLO-ESTAMPADOR
Compliance Officer



102042013001839



SECURITIES AND EXCHANGE COMMISSION

SECBldg, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mie@sec.gov.ph

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Company Information

SEC Registration No. 0000034001
Company Name BANCO DE ORO UNIBANK, INC.
Industry Classification
Company Type Stock Corporation

Document Information

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Document Type 18-A (FORM 32-A ACQ REPORT)
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Remarks

Item 1. Security and Issuer

Security Common shares
Issuer Atlas Consolidated Mining and Development Corporation
Principal office of the issuer 7/F Quad Alpha Centrum Building, 125 Pioneer Street, Mandaluyong City, Philippines

Item 2. Identity and Background

(a) Name: BDO Unibank, Inc.
(b) Residence or business address: BDO Corporate Center, 7899 Makati Avenue Makati City, 0726 Philippines

(c) Principal business: Banking

(d) 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;

No

(e) 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 foreign, 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 temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and

No

(f) Citizenship: Filipino

Item 3. Purpose of Transaction

On July 25, 2011 BDO Unibank, Inc. (Noteholder) executed a US\$50.0M Secured Notes Facility Agreement with Alakor Corporation (Note Issuer) and Zenith Holdings Corporation (Pledgor). The agreement includes an Exchange Option allowing the Noteholder to exchange the Note plus all accrued interest and costs into 111,196,319 AT shares.

Item 4. Interest in Securities of the Issuer

Existing shares	=	10,190,100 shares
Additional shares from the Exchange Option	=	<u>111,196,310 shares</u>
TOTAL Shares		121,386,419 shares
Outstanding AT Shares as of 31 January 2013	=	2,074,659,376 shares
Total Percentage ownership of BDO	=	5.8509%

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

BDO Securities crossed 111,196,319 AT shares on 31 January 2013 at the PSE Makati

Buyer: BDO Unibank, Inc.
Seller: Zenith Holdings Corporation
Price/share: P 19.5600

Item 6. Material to be Filed as Exhibits

Not applicable

SIGNATURE

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 the 4th of February, 2013.

By: 

REBECCA S. TORRES
SVP & Assistant Corporate Secretary

The original report shall be signed by each person on whose behalf the report is filed or his authorized representative. If the report is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the report. The name and title of each person who signs the report shall be typed or printed beneath his signature.

FEB 04 2013

SUBSCRIBED AND SWORN to before me this day of 20..... affiant exhibited to me Community Tax Certificate No. 07152813 issued on January 17, 2013 in the City of Manila and her Social Security System No. 03-3516531-9.

Notary Public 

Atty. JACLYN B. GONZALES
Notary Public for Makati City/ Philippines
until 31 December 2013
Appointment No. M-352

14/F BDO North Tower, BDO Corporate Center
7899 Makati Avenue, Makati City
Roll No. 54168

IBP No. 877973, 1/4/2012, Makati City
PTR No. 3181670, 1/5/2012, Makati City
MCLE Compliance No. 11-0007019, 3/30/2010

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