

# COVER SHEET

1 1 5 P R E W A R

S.E.C. Registration Number

ATLAS CONSOLIDATED MINING  
AND DEVELOPMENT CORPORATION

(Company's Full Name)

9 F QUAD ALPHA CENTRUM  
1 2 5 PIONEER STREET MANDALUYONG

(Business Address: No. Street City /Town / Province)

DAVID M. DELA CRUZ

Contact Person

(632) 584-9788

Company Telephone Number

1 2 3 1

Month Day  
Fiscal Year

1 7 - Q

FORM TYPE

Month Day

Annual Meeting

N/A

Secondary License Type, If Applicable

last Wednesday of April

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

LCU

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# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-Q

### QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended March 31, 2012
2. Commission Identification No. 115 Pre War 3 BIR Tax Identification No. 000-154-572-000
3. ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION
4. Exact name of issuer as specified in its charter  
Philippines
5. Province, country or other jurisdiction of incorporation or organization  
Philippines
6. Industry Classification Code  (SEC Use Only)
7. Address of registrant's principal office 9/F Quad Alpha Centrum 125 Pioneer Street, Mandaluyong City Postal Code 1554
8. Issuer's telephone number, including area code (632) 635-23-87
9. Former name, former address and former fiscal year, if changed since last report  
N. A.
10. Securities registered pursuant to Section 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
<b>Common Stock, P 10 par value</b>	<b>1,799,053,032</b>
11. Are any or all of the securities listed on a Stock Exchange?  
Yes [ / ] No [ ]  
If yes, state the name of such Stock Exchange and the class/es of securities listed therein:  
Philippine Stock Exchange Common Stock

12. Indicate by check whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports).

Yes [ / ]      No [ ]

(b) has been subject to such filing requirements for the past 90 days.

Yes [ / ]      No [ ]

## PART 1 – FINANCIAL INFORMATION

### Item 1. Financial Statements.

The following statements, attached herein, are made part of this report:

- A) Annex A - Unaudited Consolidated Balance Sheets
- B) Annex B - Unaudited Consolidated Statements of Income
- C) Annex C - Unaudited Consolidated Statements of Changes in Stockholders' Equity
- D) Annex D - Unaudited Consolidated Statements of Cash Flows

### Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

The table below shows the consolidated results of operations of Atlas Consolidated Mining and Development Corporation ("Atlas") and its subsidiaries (collectively, the "Group") for the first quarter of 2012 vis-à-vis those for the first quarter of 2011:

	<i>First Quarter – 2012</i>	<i>First Quarter -2011</i>
Consolidated Net Income	PhP298 million	PhP1.338 billion
Consolidated Revenues	PhP3.231 billion	PhP3.276 billion

The significant decline in consolidated net income was primarily attributable to higher costs and operating expenses amounting to P2.577 billion which is approximately P700 million more than what was recorded during the first quarter of 2011.

As a result of the appreciation of the Philippine Peso during the first quarter of 2012, Atlas booked a net unrealized foreign exchange gain amounting to P195 million.

Financial transactions involving embedded derivatives caused the Group to incur an unrealized mark-to-market loss amounting to PhP51 million and a realized mark-to-market loss amounting to P155 million.

### Carmen Copper Corporation (CCC)

On 16 March 2012, CCC completed the issuance of US Dollar-denominated fixed-rate notes representing \$300 million of CCC's senior unsecured debt with a tenor of five (5) years and five (5) days (the "Notes"). The Notes, which were issued at the price of 98.95% of face value, will pay interest semi-annually at the rate of 6.5% and will carry a yield to maturity of 6.75%.

The issuance of the Notes increased CCC's total liabilities by ₱8.112 billion.

CCC's operations during the first quarter of 2012 resulted in a net income of ₱332 million. Revenues from CCC's sale of copper reached ₱3.007 billion, while those from the sale of gold amounted to ₱ 194 million.

During the quarter, CCC was able to complete seven (7) shipments of copper concentrate (34,398 dry metric tons) to smelters in China.

### Berong Nickel Corporation (BNC)

BNC continued its nickel mining operations during the first quarter of 2012 and was able to complete two (2) shipments of nickel laterite ore (having a total weight of 103,200 wet metric tons) to China. It contributed P42.3 million to consolidated net income.

*Please see Supplementary Schedule which contains a horizontal and vertical analysis of balance sheet (1<sup>st</sup> quarter of 2012 vis-à-vis 2011) and income statement accounts (1<sup>st</sup> quarter of 2012 vis-à-vis 1<sup>st</sup> quarter of 2011).*

### Key Performance Indicators

The key performance indicators as of the first quarter of 2012 (compared to those as at 31 December 2011) are shown below:

	<u>3/31/2012</u>	<u>12/31/2011</u>
Current Ratio	<b>1.0446:1</b>	0.2911:1
Debt-to-Equity Ratio	<b>1.0160:1</b>	0.7390:1
Return on Equity	<b>0.99%</b>	2.67%
Return on Sales	<b>8.26%</b>	21.52%

- Current Ratio = Current Assets / Current Liabilities
- Debt-to-Equity Ratio = Total Liabilities / Total Stockholders' Equity
- Return on Equity = Parent Net Income for the Quarter / Total Stockholders' Equity Attributable to Equity Holders of Parent Company
- Return on Sales = Parent Net Income for the Quarter / Total Consolidated Net Revenues for the Quarter

### Liquidity and Capital Resources

Below is a summary of the Group's consolidated cash flow during the first quarter of 2012:

• Net cash flow from operating activities	-	₱ 5,118 billion
• Net cash flows used in investing activities	-	₱ 1,642 billion
• Net cash flows from financing activities	-	₱ 7,888 billion

- Net increase in cash and cash equivalents - ₪ 1,129 billion

The Group is not required to present a segment report.

There is no material event subsequent to the end of the first quarter of 2012 that should be disclosed in this report.

The Group has no significant seasonality or cyclicity in its business operations that will have a material effect on its financial condition or results of operations.

The Group is not aware of (i) any uncertainties, trends, events or seasonal aspects that will significantly influence its liquidity, financial condition or results of its operations; (ii) any event that will trigger direct or contingent financial obligation that is material to the Group; or (iii) any material off-balance sheet transactions, that occurred during the first quarter of 2012.

#### Financial Risk Management Objectives and Policies

The Group's financial assets consist of cash, receivables, and derivative assets which arise directly from its operations.

The Group's financial liabilities, on the other hand, consist of loans payable, trade and other payables and long-term debt (current and noncurrent), and advances from and due to related parties.

Exposures to foreign exchange, equity price, interest rate, credit, and liquidity risk arise in the normal course of the Group's business activities.

The main objectives of the Group's financial risk management policies are as follows:

- to identify and monitor such risks on an on-going basis;
- to minimize the risk's potential adverse effects on the Group's financial performance; and
- to provide a degree of certainty about costs

#### *Foreign exchange risk*

Foreign exchange risk is the risk to earnings or capital arising from changes in foreign exchange rates. The Group has foreign currency risk arising from its cash, loans payable and trade and other payables. To mitigate the risk of incurring foreign exchange losses, foreign currency holdings are matched against the potential need for foreign currency in financing equity investments and new projects.

#### *Equity Price Risk*

Equity Price risk is the risk that the value of a financial instrument will fluctuate because of changes in market prices. The Group is exposed to equity price risk because of financial assets held by the Group which are classified as AFS financial assets included under other noncurrent assets.

Management believes that the fluctuation in the fair value of the AFS financial assets will not have any significant effect in the Group's financial statements.

#### *Interest Rate Risk*

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments.

The Group does not have any liability with floating interest rates.

#### *Credit Risk*

Credit risk is the risk that the Group could incur a loss if its counterparties fail to discharge their contractual obligations. The Group manages and controls credit risk by doing business only with recognized and creditworthy third parties. Receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

With respect to credit risk arising from the other financial assets of the Group, which comprise cash and AFS financial assets, the Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

The credit quality of the financial assets was determined as follows:

Cash and AFS financial assets are classified as "High Grade" since cash are placed in high profile banking institutions while the concentration of AFS equity investments are invested in blue chip shares of stocks.

Receivables and advances to related parties are classified as "Standard Grade" since the collection of the balances depends on the availability of funds of existing and active parties.

#### *Liquidity Risk*

Liquidity risk is such risk where the Group becomes unable to meet its payment obligations when they fall due under normal and distressed circumstances. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and stockholders' advances. The Group also manages its liquidity risk on a consolidated basis based on business needs, tax, capital or regulatory considerations, if applicable, through numerous sources of funds in order to maintain flexibility.

Set out below is a comparison of carrying amounts and fair values of all of the consolidated financial instruments:

	Carrying values				Fair values							
	3/31/12		12/31/11		3/31/12		12/31/11					
<b>Financial Assets</b>												
Cash	₱	1,483	m	₱	354	m	₱	1,483	m	₱	354	m
Short-term investments	₱	7,701	m	₱	865	m	₱	7,701	m	₱	865	m
Receivable – net	₱	499	m	₱	563	m	₱	499	m	₱	563	m
Derivative assets (current and noncurrent)	₱	-	m	₱	699	m	₱	-	m	₱	699	m
<b>Financial Liabilities</b>												
Account payable and accrued liabilities	₱	3,933	m	₱	3,100	m	₱	3,933	m	₱	3,100	m
Advances from and due to related parties	₱	619	m	₱	532	m	₱	619	m	₱	532	m
Long-term debt (current and noncurrent)	₱	4,279	m	₱	10,155	m	₱	4,279	m	₱	10,155	m

The carrying value of cash, receivables, trade and other payables, advances from and due to related parties, and long-term debt approximates their fair value due to the relatively short-term maturities of these financial instruments. The fair values of AFS investments were determined by reference to market quoted bid price as of balance sheet date.


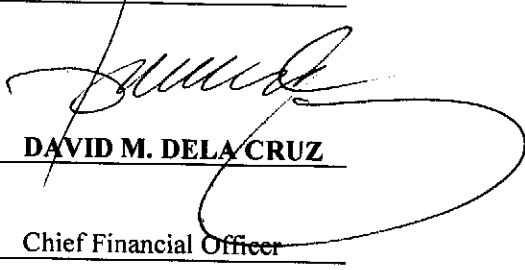
**PART II - OTHER INFORMATION**

None.

**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 thereunto duly authorized.

Registrant ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION

Signature  ADRIAN PAULINO S. RAMOS  DAVID M. DELA CRUZ

Title Executive Vice President Chief Financial Officer

Date May 15, 2012 May 15, 2012

**ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES  
UNAUDITED CONSOLIDATED BALANCE SHEETS  
(Pesos in Thousands, Except Par Value)**

	Unaudited 3/31/2012	Audited 12/31/2011
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	1,483,231	354,458
Short-term investments	7,700,994	864,585
Receivable - net	499,449	563,231
Derivative assets	-	477,573
Inventories - net	1,417,292	1,111,241
Prepayments and other current assets	706,976	497,691
<b>Total Current Assets</b>	<b>11,807,942</b>	<b>3,868,779</b>
<b>Noncurrent Assets</b>		
Goodwill	25,987,065	25,987,065
Property, plant and equipment - net	14,976,904	14,164,839
Derivative assets	-	221,395
Deferred tax assets	86,963	86,963
Available-for-sale (AFS) financial assets	4,927	4,927
Other noncurrent assets	1,551,618	1,478,154
<b>Total Noncurrent Assets</b>	<b>42,607,477</b>	<b>41,943,343</b>
<b>TOTAL ASSETS</b>	<b>54,415,419</b>	<b>45,812,122</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current Liabilities</b>		
Loans payable	5,470,800	5,341,800
Accounts payable and accrued liabilities	3,933,131	3,100,386
Current portion of long-term debt	1,229,445	4,298,353
Advances from and due to related parties	618,995	531,700
Income tax payable	323	323
Derivative liabilities	50,837	18,929
<b>Total Current Liabilities</b>	<b>11,303,531</b>	<b>13,291,491</b>
<b>Noncurrent Liabilities</b>		
Bonds payable	12,741,535	-
Long-term debt – net of current portion	3,050,021	5,856,671
Retirement benefits liability	129,479	121,974
Liability for mine rehabilitation	98,149	96,896
Deferred income tax liabilities	100,482	100,482
<b>Total Noncurrent Liabilities</b>	<b>16,119,666</b>	<b>6,176,023</b>
<b>Total Liabilities</b>	<b>27,423,197</b>	<b>19,467,514</b>
<b>Stockholders' Equity</b>		
Capital stock - P10 par value	17,990,530	17,640,530
Additional paid in capital	5,816,306	5,816,306
Revaluation increment in land	218,559	218,559
Net unrealized gains on AFS investment	1,464	1,464
Retained earnings	2,784,719	2,517,311
Attributable to equity holders of the Parent Company	26,811,578	26,194,170
Minority interests	180,644	150,438
<b>Total Stockholders' Equity</b>	<b>26,992,222</b>	<b>26,344,608</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>54,415,419</b>	<b>45,812,122</b>



**ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF INCOME**  
*(Pesos in Thousands, Except Per Share Amounts)*

	<b>Three Months Period Ended</b>	
	<b>3/31/2012</b>	<b>3/31/2011</b>
<b>REVENUES</b>		
Sales		
Copper	3,007,075	3,413,004
Gold	194,303	126,791
Nickel	184,542	-
Magnetite	12,026	15,040
Miscellaneous	3,874	2,281
	<b>3,401,820</b>	<b>3,557,116</b>
Marketing charges	(171,042)	(281,587)
	<b>3,230,778</b>	<b>3,275,529</b>
<b>COSTS AND OPERATING EXPENSES</b>		
Cost of sales	2,152,117	1,571,434
Operating expenses	424,789	303,088
	<b>2,576,906</b>	<b>1,874,522</b>
<b>INCOME FROM OPERATIONS</b>	<b>653,872</b>	<b>1,401,007</b>
<b>OTHER INCOME (CHARGES)</b>		
Unrealized foreign exchange gain (loss) - net	195,433	49,714
Interest income	9,429	902
Finance charges	(175,120)	(94,950)
Loss on early extinguishment of debt	(176,362)	-
Unrealized mark-to-market gain (loss) on derivative assets (liabilities)	(205,555)	(28,491)
Other income (charges) - net	(4,084)	11,245
	<b>(356,259)</b>	<b>(61,579)</b>
<b>INCOME BEFORE INCOME TAX</b>	<b>297,613</b>	<b>1,339,427</b>
<b>PROVISION FOR INCOME TAX</b>	<b>-</b>	<b>(1,571)</b>
<b>NET INCOME</b>	<b>297,613</b>	<b>1,337,856</b>
<b>Net income attributable to:</b>		
Equity holders of the parent	267,408	704,713
Minority interests	30,205	633,142
	<b>297,613</b>	<b>1,337,856</b>
<b>EARNINGS PER SHARE ATTRIBUTABLE TO PARENT COMPANY</b>	<b>0.15</b>	<b>0.62</b>
* Based on weighted average number of common shares outstanding	<b>1,799,053</b>	<b>1,138,814</b>

The interim financial statements were prepared in accordance with accounting principles generally accepted in the Philippines. The same accounting policies and methods of computations were followed in the preparation of the interim financial statements as used in the most recent annual financial statements.

No significant events and/or material changes have occurred subsequent to the end of the most recent fiscal year. Adjustments of a normal recurring nature which are in the opinion of management necessary to a fair statement of the results have been reflected in the unaudited interim financial statements. Other information that require disclosures in the interim financial statements have been omitted because they are not applicable.

**ANNEX B**

**ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES  
UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**

*(Pesos in Thousands)*

	Capital Stock	Additional Paid -in Capital	Premium on deemed disposal of an investment in subsidiary	Deposits on Subscriptions	Revaluation Increment in Property	Net Unrealized Gains on AFS Investments	Retained Earnings (Deficit)	Total
Balance at January 1, 2011	11,388,139	975,485	633,258	3,028,293	218,559	1,464	(13,354,974)	2,890,224
Net income as of March 31, 2011	-	-	-	-	-	-	704,713	704,713
<b>Balance at March 31, 2011</b>	<b>11,388,139</b>	<b>975,485</b>	<b>633,258</b>	<b>3,028,293</b>	<b>218,559</b>	<b>1,464</b>	<b>(12,650,261)</b>	<b>3,594,937</b>
Balance at January 1, 2012	17,640,530	5,816,306	-	-	218,559	1,464	2,517,311	26,194,170
Issuance of shares	350,000	-	-	-	-	-	-	350,000
Net income as of March 31, 2012	-	-	-	-	-	-	267,408	267,408
<b>Balance at March 31, 2012</b>	<b>17,990,530</b>	<b>5,816,306</b>	<b>-</b>	<b>-</b>	<b>218,559</b>	<b>1,464</b>	<b>2,784,719</b>	<b>26,811,578</b>

**ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES**

**UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS**

*(Pesos in Thousands)*

	Three Months Period Ended	
	3/31/2012	3/31/2011
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income before income tax	297,613	1,339,427
Adjustments for:		
Interest expense	175,120	94,951
Depreciation and depletion	362,410	209,834
Net mark to market losses (gains)	205,555	(156,158)
Unrealized foreign losses (gains)	(195,433)	(49,714)
Provision for Mine Rehabilitation	1,253	-
Retirement benefit cost	7,505	7,674
Interest income	(9,429)	(902)
Loss on early extinguishment of debt	176,362	-
Provision for Asset Impairment	220	-
Operating income before working capital changes	1,021,176	1,445,112
Decrease (increase) in:		
Short-term investments	(6,836,409)	-
Receivable - net	63,782	(327,073)
Inventories - net	(62,943)	41,168
Prepayments and other current assets	(209,285)	(278,791)
Increase (decrease) in:		
Accounts payable and accrued liabilities	832,744	(324,451)
Derivative liabilities	31,908	(142,421)
Income tax payable	-	-
Cash provided by (used in) operations	(5,127,119)	413,544
Interest received	9,429	902
Net cash provided by (used in) operating activities	(5,117,690)	414,446
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Decrease (increase) in:		
Other noncurrent assets	(73,464)	(28,738)
Additions to property, plant and equipment	(1,568,205)	(191,673)
Changes in minority interest	-	-
Net cash from (used in) investing activities	(1,641,669)	(220,411)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issuance of shares of stock	350,000	-
Loans proceeds (payment)	7,450,837	(281,768)
Net changes in amounts owed to related parties	87,295	(141,397)
Net cash from (used in) financing activities	7,888,132	(423,165)
<b>NET INCREASE (DECREASE) IN CASH</b>	<b>1,128,773</b>	<b>(229,130)</b>
<b>CASH AND SHORT-TERM INVESTMENTS AT BEGINNING OF YEAR</b>	<b>354,458</b>	<b>2,476,170</b>
<b>CASH AND SHORT-TERM INVESTMENTS, MARCH 31,</b>	<b>1,483,231</b>	<b>2,247,040</b>

ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION AND SUBSIDIARIES  
 UNAUDITED CONSOLIDATED BALANCE SHEETS  
 HORIZONTAL AND VERTICAL ANALYSIS  
 (Pesos in Thousands, Except Par Value)

	Unaudited 3/31/2012	Audited 12/31/2011	Increase (Decrease)	%	Vertical Analysis (%)	Remarks
<b>ASSETS</b>						
Current Assets						
Cash and cash equivalents	1,483,231	354,458	1,128,773	318%	3%	The increase pertains to the investment of USD175 million in short-term money market placements.
Short-term investments	7,700,994	864,585	6,836,409	791%	14%	Decrease in receivable was due largely to the collection of outstanding accounts from MRI Trading AG (MRI).
Receivable - net	499,449	563,231	(63,782)	-11%	1%	There are no derivative assets as of the period under review because a) the freestanding commodity put options as of December 31, 2011 were delivered during the quarter, and b) the USD140 million BDO loan with an embedded derivative in the prepayment option was settled using the proceeds of the USD300 million bonds.
Derivative assets	-	477,573	(477,573)	-100%	0%	This account registered an increase of 28% due to the net effect of procured materials and supplies and the stockpiling of both copper concentrates from CCC and 3% nickel ore from BNC.
Inventories - net	1,417,292	1,111,241	306,051	28%	3%	Prepayments and other current assets went up due to the additional deposits made to various suppliers along with input tax on various purchases and prepayments.
Prepayments and other current assets	706,976	497,691	209,285	42%	1%	
<b>Total Current Assets</b>	<b>11,807,942</b>	<b>3,868,779</b>	<b>7,939,163</b>	<b>205%</b>	<b>22%</b>	
Noncurrent Assets						
Goodwill	25,987,065	25,987,065	-	-	-	The 6% increase refers to the additional acquisition of fixed and movable assets and the capitalization of the cost of rehabilitation and improvements of mine facilities.
Property, plant and equipment - net	14,976,904	14,164,839	812,065	6%	28%	- Same as Derivative assets - current
Derivative assets	-	221,395	(221,395)	-100%	-	
Deferred tax assets	86,963	86,963	-	-	-	
Available-for-sale (AFS) financial assets	4,927	4,927	-	-	-	Increase was due to certain capitalized expenditures related to the issuance of CCC's USD300 million bonds during the quarter.
Other noncurrent assets	1,551,618	1,478,154	73,464	5%	3%	
<b>Total Noncurrent Assets</b>	<b>42,607,477</b>	<b>41,943,343</b>	<b>664,134</b>	<b>2%</b>	<b>78%</b>	
<b>TOTAL ASSETS</b>	<b>54,415,419</b>	<b>45,812,122</b>	<b>8,603,297</b>	<b>19%</b>	<b>100%</b>	

ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES  
UNAUDITED CONSOLIDATED BALANCE SHEETS  
HORIZONTAL AND VERTICAL ANALYSIS  
(Pesos in Thousands, Except Par Value)

	Unaudited 3/31/2012	Audited 12/31/2011	Increase (Decrease)	%	Vertical Analysis (%)	Remarks
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>						
<b>Current Liabilities</b>						
Loans payable	5,470,800	5,341,800	129,000	2%	10%	The increment was due to the Parent Company's availment of BDO peso-denominated loan amounting to P129 million to finance its working capital requirements.
Accounts payable and accrued liabilities	3,933,131	3,100,386	832,745	27%	7%	Balances of trade and other payables were higher primarily because of the rise in CCC's availment of trade credits from its various suppliers and the rise in accrued expenses, debts owed to a power supplier as well as advances from MRI and others.
Current portion of long-term debt	1,229,445	4,298,353	(3,068,908)	-71%	2%	Apart from the reclassification of the current portion of the long-term debt and the restatement of foreign currency denominated loans, the bulk of the decrease was brought about by the prepayment by CCC of its USD140 million loan from BDO using the proceeds of the issued bonds.
Advances from and due to related parties	618,995	531,700	87,295	16%	1%	The increase is connected to additional advances made by related parties.
Income tax payable	323	323	-	-	-	
Derivative liabilities	50,837	18,929	31,908	169%	-	The rise in derivative liabilities is attributable to the outstanding commodity forward on copper concentrates to be delivered subsequent to the reporting date.
<b>Total Current Liabilities</b>	<b>11,303,531</b>	<b>13,291,491</b>	<b>(1,987,960)</b>	<b>-15%</b>	<b>21%</b>	

ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED BALANCE SHEETS

HORIZONTAL AND VERTICAL ANALYSIS

(Pesos in Thousands, Except Par Value)

	Unaudited 3/31/2012	Audited 12/31/2011	Increase (Decrease)	%	Vertical Analysis (%)	Remarks
<b>Noncurrent Liabilities</b>						
Bonds payable	12,741,535	-	12,741,535	100%	23%	On 19 March 2012, the Company's wholly-owned subsidiary, CCC, completed the issuance of US Dollar-denominated fixed-rate notes representing USD300 million senior unsecured debt with a tenor of five (5) years and five (5) days. The bonds were issued at 98.95% of its face value and will pay interest semi-annually at the rate of 6.5%. The proceeds of the issue will be used primarily to discharge some of CCC's existing loan obligations and to finance expansion plans.
Long-term debt – net of current portion	3,050,021	5,856,671	(2,806,650)	-48%	6%	
Retirement benefits liability	129,479	121,974	7,505	6%	-	Same as Current portion of long-term debt
Liability for mine rehabilitation	98,149	96,896	1,253	1%	-	
Deferred income tax liabilities	100,482	100,482	-	-	-	The increment is attributed to the additional accrual of pension costs.
<b>Total Noncurrent Liabilities</b>	<b>16,119,666</b>	<b>6,176,023</b>	<b>9,943,643</b>	<b>161%</b>	<b>30%</b>	
<b>Total Liabilities</b>	<b>27,423,197</b>	<b>19,467,514</b>	<b>7,955,683</b>	<b>41%</b>	<b>50%</b>	
<b>Stockholders' Equity</b>						
Capital stock - P10 par value	17,990,530	17,640,530	350,000	2%	33%	The increase in the Company's outstanding capital stock resulted from the issuance of the Company's shares of stock to Spinnaker Group after the latter exercised its outstanding warrants to subscribe to the Company's shares of stock at P10 per share.
Additional paid in capital	5,816,306	5,816,306	-	-	-	
Revaluation increment in land	218,559	218,559	-	-	-	
Net unrealized gains on AFS investment	1,464	1,464	-	-	-	
Retained earnings	2,784,718	2,517,311	267,407	11%	5%	Share in net income of Parent Company
Attributable to equity holders of the Parent Company	26,811,578	26,194,170	617,408	2%	49%	
Minority interests	180,644	150,438	30,206	20%	0%	Share in net income of minority
<b>Total Stockholders' Equity</b>	<b>26,992,222</b>	<b>26,344,608</b>	<b>647,614</b>	<b>2%</b>	<b>50%</b>	
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<b>54,415,419</b>	<b>45,812,122</b>	<b>8,603,297</b>	<b>19%</b>	<b>100%</b>	

ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF INCOME

HORIZONTAL AND VERTICAL ANALYSIS

(Pesos in Thousands, Except Per Share Amounts)

	Three Months Period Ended		Increase (Decrease)	Vertical Analysis (%)	Remarks
	3/31/2012	3/31/2011			
REVENUES	3,230,778	3,275,529	(44,751)	-1%	The Company's subsidiary, Carmen Copper Corporation (CCC), sold over 8% more copper concentrates than last year's output but the average copper price received was 12% lower than the previous year's average price.
COSTS AND OPERATING EXPENSES	(2,576,906)	(1,874,522)	(702,383)	37%	Cost and operating expenses went up by 37% with the -80% expanded production level.
INCOME FROM OPERATIONS	653,872	1,401,007	(747,134)	-53%	20%
OTHER INCOME (CHARGES)	(356,259)	(61,579)	(294,680)	479%	The upsurge pertains to finance charges, loss on mark- to market losses and loss on early extinguishment of -11% loan.
INCOME BEFORE INCOME TAX	297,613	1,339,427	(1,041,814)	-78%	9%
PROVISION FOR INCOME TAX	-	(1,571)	1,571	-100%	-
NET INCOME	297,613	1,337,856	(1,040,243)	-78%	9%

**ATLAS CONSOLIDATED MINING AND DEVELOPMENT  
CORPORATION AND SUBSIDIARIES  
UNAUDITED CONSOLIDATED AGING SCHEDULE OF ACCOUNTS RECEIVABLE  
MARCH 31, 2012  
(Pesos in Thousands)**

<u>Type of Accounts Receivable</u>	<u>Total</u>	<u>Current</u>	<u>31 - 90 Days</u>	<u>91 - 180 Days</u>	<u>181 - 365 Days</u>	<u>Over 1 yr</u>	<u>Accounts in Litigation</u>
<b>Trade Receivable</b>							
Various trade receivable	415,709	-	-	-	-	415,709	-
<b>Non-Trade Receivables</b>							
Deposits and advances	-	-	-	-	-	-	-
Scrap	707	-	-	-	-	707	-
With court cases	13,254	-	-	-	-	-	13,254
Others	110,401	-	-	-	-	110,401	-
<b>Allowance for Doubtful Accounts</b>	<b>(40,622)</b>	-	-	-	-	<b>(40,622)</b>	-
<b>Accounts Receivable - Net</b>	<b>499,449</b>	-	-	-	-	<b>486,195</b>	<b>13,254</b>

**Account Receivable Description**

<u>Type of Receivable</u>	<u>Nature/Description of Receivable</u>	<u>Collection Period</u>
Various trade receivable	Sale of copper concentrates, gold and magnetite	
Deposits & Advances	Deposits on rentals	
Scrap	Sale of excess and scrap materials	
With Court Cases	Various claims	
Others	Non-trade receivables, advances to employees and others	
<b>Normal Operating Cycle</b>	<b>Calendar year</b>	