

# 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. 9 November 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. 9/F Quad Alpha Centrum, 125 Pioneer St., Mandaluyong City 1554  
Address of principal office Postal Code
8. (632) 584 9788  
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
- | Title of Each Class                | Number of Shares of Common Stock<br>Outstanding and Amount of Debt Outstanding |
|------------------------------------|--|
| <u>Common Stock, P10 par value</u> | <u>1,764,053,032</u>   |
11. Indicate the item numbers reported herein : Items 4 and 9

Item 4. – Election of Directors and Officers

Item 9. – Other Events

**Annual General Meeting of Stockholders  
Organizational Meeting of Board of Directors  
9 November 2011**

During the Annual General Meeting of the Stockholders of Atlas Consolidated Mining and Development Corporation (“Atlas”) which was just concluded, stockholders representing 70.82% of Atlas’s outstanding capital stock as at 23 September 2011 (record date) approved / ratified the following reports / proposals / acts:

1. Audited Financial Statements for the fiscal year ended 31 December 2010
2. Minutes of the Annual General Stockholders’ Meeting held on 25 June 2010
3. Acts and resolutions of the Board of Directors and Management during the period between 25 June 2010 and 9 November 2011
4. Listing with the Philippine Stock Exchange (PSE) of Atlas shares of stock issued to Alakor Corporation, Anglo Philippine Holdings Corporation, SM Investments Corporation and Zenith Holdings Corporation (the “Shares”), and the waiver of Atlas’s compliance with any requirement to conduct a rights offering with respect to its shares of stock as may be prescribed under the PSE’s Revised Listing Rules in connection with the listing of the Shares
5. The terms of the issuance of Atlas shares of stock to Banco De Oro Unibank, Inc. (BDO) in the event of the conversion of the loan under the 25 July 2011 Atlas-BDO Secured Note Facility Agreement covering the amount of PhP5,341,800,000.00
6. The agreements executed by Atlas to secure (a) the obligations of Carmen Copper Corporation to BDO under their 15 December 2010 Omnibus Loan and Security Agreement, and (b) its own obligations under the 25 July 2011 Secured Note Facility Agreement respecting the US\$75,000,000.00 facility that it obtained from BDO
7. The increase in the authorized capital stock of Atlas from PhP20,000,000,000.00 to PhP30,000,000,000.00, and the subscription of BDO and/or its assignee/s to the increase in the event of the election by BDO of the option to convert into equity the PhP5.3418 billion loan covered by the 25 July 2011 Secured Note Facility Agreement
8. The implementation in tranches of a decrease in Atlas’s authorized capital stock through the reduction of the current par value of each Atlas share of stock by an amount not exceeding PhP2.00, and the reorganization of Atlas’s equity structure in a manner that will allow the partial elimination of Atlas’s accumulated deficit through the application of the additional paid-in capital that will be created from the decrease in authorized capital stock

Also at this meeting, the stockholders elected the following:

A. Members of the Board of Directors

1. Alfredo C. Ramos
2. Hans T. Sy
3. Martin C. Buckingham
4. Frederic C. DyBuncio
5. Adrian Paulino S. Ramos
6. Gerard Anton S. Ramos
7. Jose T. Sio
8. Walter C. Wassmer
9. Jeremias L. Dolino (Independent Director)
10. Richard J. Gordon (Independent Director)
11. Alfredo R. Rosal Jr. (Independent Director)

B. External Auditor for Fiscal Year 2011

Sycip Gorres Velayo & Co.

Immediately after the stockholders' meeting, the newly-elected members of Atlas's Board of Directors (the "Board") convened to elect/appoint officers and to constitute the committees of the Board. The outcome of said meeting is as follows:

A. The following were elected / appointed by the Board to serve as officers of Atlas:

ALFREDO C. RAMOS	-	Chairman and President
HANS T. SY	-	Vice-Chairman
MARTIN C. BUCKINGHAM	-	Executive Vice-President and Chief Financial Officer
ADRIAN PAULINO S. RAMOS	-	Vice-President
NOEL T. DEL CASTILLO	-	Treasurer
RODERICO V. PUNO	-	Corporate Secretary
JESUS C. VALLEDOR	-	Assistant Vice-President for Administration and Comptroller
CARMEN A. BASALLO-ESTAMPADOR	-	Compliance Officer and Assistant Corporate Secretary

B. The following were appointed to constitute the Board's Audit, Compensation, Nominations, and Risk Management Committees:

1. Audit Committee

Chairman - ALFREDO R. ROSAL Jr .(Independent Director)  
Member - ADRIAN PAULINO S. RAMOS  
Member - JOSE T. SIO

2. Compensation Committee

Chairman - HANS T. SY  
Member - RICHARD J. GORDON (Independent Director)  
Member - GERARD ANTON S. RAMOS

3. Nominations Committee

Chairman - ALFREDO C. RAMOS  
Member - FREDERIC C. DYBUNCIO  
Member - RICHARD J. GORDON (Independent Director)

4. Risk Management Committee

Chairman - FREDERIC C. DYBUNCIO  
Member - MARTIN C. BUCKINGHAM  
Member - WALTER C. WASSMER

**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**  
Compliance Officer and Assistant Corporate Secretary

9 November 2011  
Date