



101042012000158



## SECURITIES AND EXCHANGE COMMISSION

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Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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### Company Information

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**SEC Registration No.** 0000059366  
**Company Name** ALSONS CONSOLIDATED RESOURCES INC.  
**Industry Classification**  
**Company Type** Stock Corporation

### Document Information

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**Document ID** 101042012000158  
**Document Type** 17-C (FORM 11-C:CURRENT DISCL/RPT)  
**Document Code** 17-C  
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# COVER SHEET

5 9 3 6 6

S.E.C. Registration Number

A L S O N S   C O N S O L I D A T E D  
R E S O U R C E S ,   I N C .

(Company's Full Name)

2 2 8 6   C H I N O   R O C E S   A V E N U E  
M A K A T I   C I T Y   M E T R O   M A N I L A

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

L U I S   R .   Y M S O N ,   J R . /   A N G E L   M .   E S G U E R R A ,   I I I

Contact Person

( 0 2 )   9 8 2 - 3 0 0 0

Company Telephone Number

1 2   3 1  
Month   Day  
Fiscal Year

1 7 C  
FORM TYPE

A N Y   D A Y   I N   M A Y  
Month   Day  
Annual Meeting

R S

Secondary License Type, If Applicable

C F D  
Dept. Requiring this Doc.

N . A .  
Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic   Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier


STAMPS

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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 02, 2012  
Date of Report (Date of earliest event reported)
2. SEC Identification Number 59366 3. BIR Tax Identification No. 001-748-412
4. ALSONS CONSOLIDATED RESOURCES, INC.  
Exact name of issuer as specified in its charter
5. Philippines 6.  (SEC Use Only)  
Province, country or other jurisdiction of Incorporation Industry Classification Code:
7. Alsons Bldg., 2286 Chino Roces Avenue, Makati City 1231  
Address of principal office Postal Code
8. (632) 982-3000  
Issuer's telephone number, including area code
9. N/A  
Former name or former address, 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 Outstanding
Common Stock P1.00 par value	6,291,500,000 Shares

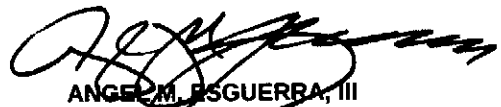
11. Indicate the item numbers reported herein: Item 9 (Other Events)

We furnish herewith the Commission of the attached ACR's Disclosure Letter dated January 02, 2012 filed with the Philippine Stock Exchange thru its OdiSy on the said date.  
(Re: Acquisition of 72% of outstanding shares of C. Alcantara & Sons, Inc.)

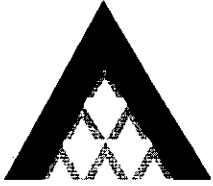
SIGNATURES

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.

ALSONS CONSOLIDATED RESOURCES, INC.  
Issuer

By:   
ANGEL M. BSGUERRA, III  
Asst. Corporate Secretary and  
Corporate Information Officer  
Signature and Title

Date 02 January 2012



**Alsons Consolidated Resources, Inc.**  
(Listed in the Philippine Stock Exchange Trading Symbol "ACR")  
2nd Floor, Alsons Building  
2286 Chino Roces Ext., (formerly P. Tamo Ext.) Makati City  
1231 Metro Manila Philippines  
Tel. Nos.: (632) 982-3000 Fax Nos.: (632) 982-3077  
Website: www.acr.com.ph

2 January 2012

DISCLOSURE DEPARTMENT  
**THE PHILIPPINE STOCK EXCHANGE, INC.**  
Tower One and Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention	<b>Ms. JANET A. ENCARNACION</b> <b>Head, Disclosure Department</b>
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Subject	<b>ALSONS CONSOLIDATED RESOURCES, INC</b>
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Dear Madam:

We respond to your inquiry of 29 December 2011 regarding the acquisition by Alsons Consolidated Resources, Inc. ("ACR" or the "Company") of 72% of the outstanding shares of C. Alcantara & Sons, Inc. ("CASI") from Alsons Development and Investment Corporation ("ALDEVINCO") at a consideration of P1.2 billion.

Please be advised as follows:

*a.) Rationale for the transaction*

The Company acquired 72% of CASI for the right to own and develop 21.27 hectares of land and 3 hectares of foreshore leased area in Lanang, Davao City, owned by CASI. The Lanang property is strategically located in an area of mixed residential, commercial and industrial use. The Company is looking at developing the property to take advantage of the thriving real estate business in Davao.

*b.) Terms and conditions of the transaction:*

*b.1) Number of shares acquired and price per share*

<u>Classes of Shares</u>	<u>No. of Shares</u>	<u>Price</u>
Common	2,000,000	P1,048,000,000
Preferred	344,498	178,174,500
Total	2,344,498	P1,226,174,500
Price per share		P523

*b.2) The basis of consideration or transaction value and the terms of payment*

The transaction value of ₱1,226,174,500 represents the market value of the Lanang landholdings of CASI as determined by an independent third party appraiser. The consideration was paid by way of a reduction of receivables (via offsetting) from ALDEVINCO.

*b.3) Other salient terms of the transaction and conditions precedent to closing*

A condition to the closing was the approval of the transaction by the Board of Directors of the Company and ALDEVINCO.

*c.) Timetable for the implementation of the transaction*

The transaction has been concluded.

*d.) Sources(s) of funds*

See our response under b.2.

*e.) The nature and extent of material relationship among the Company, ALDEVINCO and CASI, their directors, officers or any of their affiliates;*

The Company, ALDEVINCO and CASI are affiliates.

ALDEVINCO owns or controls the majority of the outstanding shares of CASI and 18.89% of the outstanding shares of ACR.

ALDEVINCO and CASI have 6 common directors and several common officers.

ALDEVINCO and ACR have 3 common directors and several common officers.

*f.) The interest which directors of the parties have in the transaction, if any;*

None of the directors of the parties has an interest in the transaction. None of the 3 directors common to the Company and ALDEVINCO were considered in the determination of the quorum for the approval of the transaction. The 3 common directors of the Company and ALDEVINCO abstained from, and did not join in, the voting on the approval of the transaction.

*g.) Corporate background of CASI:*

*g.1) Date of incorporation and nature of business*

CASI was incorporated on 18 December 1962 to engage in the general business of manufacturing, processing, storing, marketing, distributing, buying, selling, bartering exchanging otherwise dealing in plywood, veneer, doorskin, particle board, chipboard, and all such other related products. CASI's registered office is in Lanang, Davao City.

*g.2) List of subsidiaries and affiliates, discussion of major projects and investments*

CASI owns a majority of the outstanding shares of Alcorp Transport Corporation, an equipment leasing and construction contractor, and a minority of the outstanding shares of Sarangani Agricultural Company, Inc., a company engaged in cattle breeding and fruit production. CASI is engaged in full scale production of veneer, plywood and other related products.

*g.3) Composition of Board of Directors and principal officers*

CASI's Directors are:

Mr. Tomas I. Alcantara (Chairman), Ms. Editha I. Alcantara, Mr. Nicasio I. Alcantara, Mr. Alejandro I. Alcantara, Ms. Rosvida A. Dominguez, Mr. Paul G. Dominguez, Mr. Conrado C. Alcantara, and Mr. Marco Angelo C. Alcantara.

CASI's officers are:

Ms. Editha I. Alcantara (President), Ms. Rosvida A. Dominguez (Treasurer), Ms. Rosamyrna T. Gallego (AVP-Finance & Administration), Mr. Cornelio F. Caguiat (VP-Manufacturing), Mr. Luis R. Ymson, Jr. (Chief Financial Officer) and Mr. Angel M. Esguerra, III (Corporate Secretary).

*g.4) Ownership structure (before and after the transaction):*

Stockholder	Before		After	
	No. of Shares	%	No. of Shares	%
ACR	0	0	2,344,498	72
Alsons Corp	2,000,000	61.75	0	0
ALDEVINCO	1,239,259	38.25	894,769	28
Directors	8	-	8	-
	3,239,267	100	3,239,267	100

*g.5) Capital structure:*

<b>Authorized Capital Stock</b>	3,300,000
<b>Issued Shares</b>	3,239,267
<b>Outstanding Shares</b>	3,239,267
<b>Subscribed Shares</b>	3,239,267
<b>Paid-up Capital</b>	PhP 323,926,700.00
<b>Par value</b>	PhP 100.00

*h.) Effects on the business, financial condition and operations of the Company*

Other than reducing its receivables from ALDEVINCO, the Company does not expect the transaction to affect its business, financial condition and operations immediately. The Company expects that there will be a significant and favorable impact on its business and operations in the future once the property is developed.

*i.) Any other information necessary to enable an investor to make an informed investment decision*

The Company will advise the Exchange of any material or relevant information as soon as it is aware of the same.

We hope the foregoing is sufficient for your requirements.

Very truly yours,



**Angel M. Esguerra, III**  
Assistant Corporate Secretary and  
Alternate Corporate Information Officer

**From:** [no-reply@pse.com.ph](mailto:no-reply@pse.com.ph)

**To:** [disclosure@pse.com.ph](mailto:disclosure@pse.com.ph)

**Subject:** ODiSy - Disclosure Status

**Date:** Tuesday, 03 January, 2012 04:06:07 PHT

Dear Sir/Madam:

We would like to inform you that as of JAN 03, 2012 08:06:07 AM today,

Reference Number: WLIST\_2012000000052

Company Name: Alsons Consolidated Resources, Inc.

Disclosure Subject: Additional information re: acquisition of 72% of outstanding shares of C. Alcantara & Sons, Inc.

Status: APPROVED

Should you need further assistance, please e-mail us at [odisy@pse.com.ph](mailto:odisy@pse.com.ph).

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