



106052015000365

**SECURITIES AND EXCHANGE COMMISSION**

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**Company Information**

SEC Registration No. PW0000115A

Company Name ATLAS CONSOLIDATED MINING

Industry Classification

Company Type Stock Corporation

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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. 4 June 2015  
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. Not applicable  
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 Outstanding and Amount of Debt Outstanding
Common Stock, P8 par value	2,087,032,774
11. Indicate the item numbers reported herein: Item 4

# COVER SHEET

P W 0 0 0 0 1 1 5 A

S.E.C. Registration Number

ATLAS CONSOLIDATED MINING AND  
DEVELOPMENT CORPORATION

(Company's Full Name)

9TH FLOOR QUAD ALPHA CENTRUM  
125 PIONEER STREET MANDALUYONG

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

CARMEN ROSE A. BASALLO-  
ESTAMPADOR

Contact Person

(632) 584-9788

Company Telephone Number

1 2 3 1

Month Day  
Fiscal Year

1 7 - C

FORM TYPE

Last Wednesday of April

Month Day  
Annual Meeting

N/A

Secondary LicenseType, If Applicable

Dept. Requiring this Doc.

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

Remarks = pls. use black ink for scanning purposes

Item 9.

The Board of Directors (the "Board") of Atlas Consolidated Mining and Development Corporation (PSE:AT) ("Atlas Mining"), during a special meeting held on 4 June 2015, approved resolutions authorizing Atlas Mining to avail of senior unsecured convertible loan facilities covering the aggregate amount of up to PhP 1.8 billion (the "Convertible Loans"). The principal shareholder groups of Atlas Mining ("Lenders") will extend the Convertible Loans under independent bilateral loan agreements with common terms (the "Facility Agreements").

The proceeds of the Convertible Loans will be used substantially by Atlas Mining to subscribe to the capital stock of its wholly-owned operating subsidiary, Carmen Copper Corporation.

The Facility Agreements will provide, among others, that the Convertible Loans:

- 1) will have a three-year tenor, will accrue interest at a rate of 4% per annum payable semi-annually, and will have an indicative yield-to-maturity of 5.625%;
- 2) will be convertible into shares of Atlas Mining at a conversion price equivalent to whichever is higher of 120% of the volume weighted average price of Atlas Mining shares over the period of ten trading days immediately preceding and including the drawdown date, or the par value of Atlas Mining shares; and
- 3) may be paid prior to maturity at a price at which the agreed yield will be realized (a) at the option of the Lenders on the first anniversary of the drawdown date and at the end of every six-month period thereafter, and (b) at the option of Atlas Mining at any time after the lapse of eighteen months from the drawdown date, *provided*, that the closing price of Atlas Mining shares on each of 20 trading days within any period of 30 consecutive trading days exceeds 130% of the conversion price on each of such trading days.

Remarking on the capital raising exercise, Mr. Adrian Ramos, the President of Atlas Mining, said: "While we continue to work to maximize production at Carmen Copper, we remain constrained by a weak copper price environment. Also, there is still a need to invest further in the development of our Carmen open pit mine to ensure that the target output levels for the ensuing years will be achieved. Through the convertible loan facilities to be extended to Atlas Mining, we will be able to provide an immediate boost to the financial position of Carmen Copper."

The Board likewise approved the appointment of Standard Chartered Bank as financial advisor in respect of the transaction. Closing is expected to take place in the next two weeks following completion of documentation.

**SIGNATURE**

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

4 June 2015

Date