

COVER SHEET

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S.E.C. Registration Number

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

(Company's Full Name)

N O . 2 8 N . D O M I N G O S T . N E W M A N I L A
Q U E Z O N C I T Y

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

ATTY. JOAQUIN E. SAN DIEGO

Contact Person

725-7875; 724-5055

Company Telephone Number

1 2

Month

3 1

Day

SEC FORM 17-C

FORM TYPE

0 7

Month

2nd Thurs.

Day

Annual Meeting

(PC) LISTED SECURITIES

Secondary License Type, If Applicable

C F D

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

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. **July 14, 2011**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **98780**
3. BIR Tax Identification No. **002-727-393**
4. **ABACUS CONSOLIDATED RESOURCES & HOLDINGS, INC.**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. Industry Classification Code : (SEC Use only)
7. **No. 28 N. Domingo Street New Manila, Quezon City** **1112**
Address of principal office Postal Code
8. **632-7245055; 632-7267906**
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 Outstanding
Common shares	2,653,945,029 shares

Amount of Debt Outstanding as of March 31, 2011 : **₱47,026,188**

11. Item numbers reported herein: **Items 4(b) and 9(b)**

Abacus Consolidated Resources and Holdings, Inc. (ACRHI) held its annual meeting of stockholders today at the Centennial Room, Club Filipino, Greenhills, San Juan City. During the meeting the stockholders elected the following as members of the Board of Directors for 2011-2012:

Jose V. Romero, Jr.	- Director
Manuel A. De Leon	- Director
Cindy B. Cayan	- Director
Calixto Y. Laureano	- Director
William Y. Tieng	- Director
Ricardo T. Leong	- Director
Leonardo S. Gayao	- Director
Willy N. Ocier	- Director
Martha R. Horrigan	- Director
Jose L. Carlos Jr.	- Director
Antonio Victoriano F. Gregorio III	- Director
Manuel R. Moje	- Director
Arturo V. Magtibay	- Director
Gonzalo G. Puyat II	- Independent Director
Jose A. Syjuco, Jr.	- Independent Director

The stockholders approved the appointment of Fidelity Stock Transfers, Inc. and Valdes Abad and Associates, CPAs as transfer agent and external auditors respectively for 2011-2012.

Immediately after the annual stockholders' meeting, the newly elected Board held its organizational meeting in which they elected the following as corporate officers for 2011-2012:

Jose V. Romero, Jr.	- Chairman
Manuel A. De Leon	- Vice-Chairman
Leonardo S. Gayao	- President
Joaquin E. San Diego	- Vice-President & Corporate Secretary
Jose L. Carlos Jr.	- Treasurer
Rico G. de los Reyes	- Comptroller

The Board likewise constituted the following Board committees:

NOMINATION COMMITTEE

Jose V. Romero, Jr.	- Chairman
Leonardo S. Gayao	- Member
Gonzalo G. Puyat II*	- Member
Joaquin E. San Diego	- Non-voting Member

AUDIT COMMITTEE

Jose A. Syjuco, Jr.*	- Chairman
Cindy B. Cayanan	- Member
Martha R. Horrigan	- Member

COMPENSATION AND REMUNERATION COMMITTEE

Manuel A. De Leon	- Chairman
Arturo V. Magtibay	- Member
Gonzalo G. Puyat II*	- Member

*independent director

We are also furnishing you herewith a copy of the President's Report to Stockholders.

14 July 2011


JOAQUIN E. SAN DIEGO
Corporate Secretary



Consolidated Resources & Holdings, Inc.
No. 28 N. Domingo St., near corner Gilmore St., New Manila, Quezon City
Tel. Nos. 726-79-06, 727-49-23, 724-30-53, 727-57-21 Fax No. 724-32-90

PRESIDENT'S REPORT TO STOCKHOLDERS

14 July 2011

SUBSIDIARIES & AFFILIATES

The different subsidiaries/affiliates of ABACUS are as follows:

1. PHILIPPINE REGIONAL INVESTMENT DEVELOPMENT CORP. - 98.6%

Subsidiaries of PRIDE:

a. OMNICOR INDUSTRIAL ESTATE & REALTY CENTER, INC. – 100%

Subsidiaries:

- i. MAMCOR
- ii. EXPORT AFFILIATES
- iii. ASIAN PUBLISHERS
- iv. ALLEGIANCE REALTY
- v. FAIR FIELD
- vi. GEYSER
- vii. ADROIT REALTY
- viii. LOGIC REALTY

b. TOTAL MALL

c. CTZ HOLDINGS

d. PRIDE STAR DEVELOPMENT BANK, INC.

e. TAGAPO REALTY

Subsidiaries:

- ix. ASSURANCE REALTY
- x. COUNTRYWIDE LEV
- xi. IN-TOWN WHOLESALE
- xii. SYSTEMS ORGANIZATION
- xiii. ALA-EH

2. ABACUS COAL EXPLORATION & DEVELOPMENT CORP.

3. ABACUS GOLDMINES EXPLORATION & DEVELOPMENT CORP.

4. PACIFIC ONLINE SYSTEMS CORP - 18.23%

5. PHILIPPINE INFRASTRUCTURE FUND INC – 100%

6. ABACUS GLOBAL TECHNOVISIONS, INC. - 9.64%

Subsidiaries:

- a. ALPA Hotel
- b. BATANGAN PLAZA
- c. SIMLONG REALTY
- d. BETTER RESOURCES

ACTIVITIES

The various business activities of its subsidiaries are as follows:

1. Montemaria Projects

a. Punta Verde Project

- Joint Venture with Solar Resources to develop high end residential subdivision on 82 hectares property at Matoco/ Pagkilatan, Batangas.

b. Cloisters of Montemaria

- Residential Condominium Project being constructed on a 3 hectares property at Pagkilatan, Batangas City. This is being undertaken directly by OMNICOR.

c. Sanctuary Project

- The project is envisioned to convert the remaining properties of the Omnicor Group into a religious haven and tourist destination. This is being undertaken directly by OMNICOR.

2. Haven of Infinity Memorial Garden

This is a project to develop a 6 hectares property of the OMNICOR Group located at Lipa City. Development is now in full swing.

3. Pride Aeropark

This is a project of PRIDE to set-up a private airport in the 100 hectares property owned by the OMNICOR Group in Rosario, Batangas. It involves financing, management, operation, and construction of a one kilometer runway, hangars, repair, and service facilities, and maintenance of aircrafts, and setting-up of an aviation school for the training of air-pilots. This project is intended to decongest the Manila International Airport where private/light aircraft and helicopter owners can park their planes. The real estate in the vicinity of the runway can either be leased out or sold to plane and helicopter owners to ensure their right to use the facility. The approval of the regulatory body (Civil Aeronautics Authority of the Philippines) (CAAP) has been secured and the environmental clearance from the DENR and local permits are expected to be secured within the next two months.

4. Lemery Aquaculture

This is an aquaculture project utilizing the 18 hectares property of PRIDE located in Malinis, Lemery, Batangas into a fishpond, prawn farm and aquaculture project.

5. Retirement Village-Resort Lemery

This Project involves the conversion of the 45 hectares land located at Mataas Na Bayan, Lemery, Batangas, owned by a wholly owned subsidiary of PRIDE, into a Retirement Village. This will be undertaken in joint venture with China Jiangsu International Economic and Technical Corporation of the PROC.

6. Pacific Online Lease of Gaming Equipment

Pacific Online Corporation is the exclusive lottery equipment lessor for the Visayas and Mindanao regions of the Philippines, of the Philippine Charity Sweepstakes Office, a wholly owned government agency which is mandated to operate Lottery operations in the country. Abacus is one of the biggest single stock holder of Pacific Online owning 18% equity of its outstanding capital. Pacific Online is regularly declaring annual dividends which is a recurring revenue source for ABACUS.

7. Gold Mining Project

This is a gold mine under the claim of ABACUS covered by Exploration Permit Application (EPA) No. XIII-000028 , which is pending approval by the Mines

and Geosciences Bureau (MGB) Regional Office No. XIII based in Surigao City. MGB is under the Department of Natural Resources. The mining claim of Abacus involves 8,100 hectares located in the Province of Agusan del Sur. The initial mining and exploration activities on the said gold tenement including the financing and development of the claim will be undertaken in joint venture with an interested party.

8. Coal Mining Project

This involves the Coal Operating Contract (COC) No.148 executed by ABACUS and the Department of Energy. It covers 7,000 hectares of coal mining claims located in Surigao del Sur. Exploration on two blocks were undertaken and coal reserves were confirmed. The Coal Operating Contract which is for exploration is now being converted into a COC for development and production. The COC for development was already approved by the Secretary of the Department of Energy. The Contract for Development was signed by ABACUS COAL last June 17, 2011.

9. Gas Tank Farm and Free Trade Zone

This is a project whereby 45 hectares property of Simlong Realty Corporation, an affiliate of ABACUS, located at Simlong, Batangas City, will be converted into a tank farm or oil gas depot. It is ideal for the natural gas processing plant requirement for the integrated natural gas pipeline project of Abacus or for its natural gas power plant.

10. Pride Star Development Bank

PRIDE owns 40% of this bank together with strategic partners. The group intends to expand the operations of the bank to open branches in key areas near Metro Manila such as Cainta and Antipolo.

11. Philippine International Infrastructure Fund

This is a mutual fund organized and a wholly owned subsidiary of PRIDE. It has an Authorized Capital Stock of 200 Million Pesos, a Subscribed Capital of 50 Million Pesos and a Paid-In Capital of 50 Million Pesos. The registration of the

securities of the Mutual Fund is already approved by the SEC. It is planned to have this company run and managed by experienced and professional managers who have experience in the field of fund management.

GOVERNMENT PROJECTS

1. Laiban Dam Project

- a. This is a project for which an Unsolicited Proposal was submitted by PRIDE and its consortium partner Sinohydro Corporation of China, to finance, construct, develop, and operate the Laiban Dam
- b. The Laiban Dam is the project of the (MWSS) a government agency under the Department of Public Works and Highways
- c. MWSS is responsible for the supply of the water requirements of residential users and consumers of Metro Manila and environs.
- d. To address the expected shortage of water supply of Metro Manila starting 2014, it is a must that new water sources has to be tapped and developed to insure the water requirements of Metro Manila.
- e. The Kaliwa River of Montalban Rizal is identified as the best source of water supply by diverting it to Taytay Rizal, where a dam shall be constructed to be known as the Laiban Dam to cover the needed shortfall
- f. An Unsolicited Proposal of PRIDE was submitted on June 7, 2010 to finance, construct and develop the project in Joint Venture with MWSS and Sinohydro Development Corporation of PROC.

2. Batangas-Manila (BatMan 1) Natural Gas Pipeline

This project is known as the Batangas-Manila (BAT-MAN 1) natural gas pipeline, by laying natural gas pipeline from Batangas Province to Sucat, Metro Manila. It will provide the natural gas requirements for power generation and industrial, commercial, transport, and residential users of Metro Manila. The gas pipeline project is a component of an integrated power generation project of ABACUS which calls for the importation and processing of liquefied natural gas as its first component; setting up of the natural gas pipeline (BAT-

MAN 1) to transport and deliver the processed gas to Metro Manila as the second component and the setting up of a 600-1200 megawatts natural gas power plant at Sucat, Paranaque, Metro Manila as the third component.

3. Clark International Airport Terminal II

This is a project for the financing, construction, development and operation of the Clark International Airport Project (Terminal II) which is owned and operated by the Clark International Airport Corporation (CIAC) located at the Clark field Pampanga. CIAC is a wholly owned government controlled corporation whose function is to operate the Project including the 500 hectares prime real estate properties adjoining the airport

4. Privatization of Philippine Postal Corporation

- a. The Philippine Postal Corporation (Phil Post) was created under the provisions of Republic Act number 7354 otherwise known as the Postal Service Act of 1992. Policies, objectives, powers, capitalization, and equity structure of Phil Post are embodied on the said law. Its capital structure is as follows:

"Phil Post shall have an authorized capital stock of ten billion pesos (P10,000,000,000) divided into forty-five (45) million Class "A" shares and fifty five (55) million Class "B" shares, each voting and with par value of one hundred pesos (P100). The Class "A" shares shall be fully subscribed by the Government or any of its instrumentalities, and may only be owned, sold to, bought or held by a government entity. The Class "B" shares may be owned by private entities and sold through tenders, public offerings, or the stock market, at such time, price or numbers as may be authorized by the Board in accordance with the Corporation Law.

ABACUS plans to obtain majority control of said Philpost Corporation together with its assets: real estate, branches, bank, and membership in the International Postal Union.

5. Calabarzon International Airport development

This is a project proposing the conversion of the Fernando Airways located at Lipa/ Mataas na Kahoy, Batangas City into a joint military/civil aviation facility and name it as the CALABARZON Airport which is the acronym of the provinces of Cavite, Laguna, Batangas, Rizal, and Quezon. The CALABARZON is one of the progressive regions in the country equalling or even surpassing the economic developments in Metro Manila. Hence the need for an airport to service the requirements of the region.

PRIDE has indicated its interest to make an Unsolicited Offer to design, construct and operate the commercial operation of the Fernando Airbase which is presently being managed and operated by the Philippine Air Force. The Proposal is for PRIDE to finance the acquisition of all the requirements to convert the Fernando Airbase into a commercial airport by advancing all the funds to the government in order to complete the project and then lease back and operate the same for fifty years under the Build-Transfer-and-Lease concept of the Build-Operate-and-Transfer (BOT) Law. The Project concept is to have a township approach by acquiring the adjacent properties within the expanded airport and generate economic values in the transactions

6. Operation and management of Batangas International Sea Port

This is a proposal to take over the management and operation of the Port of Batangas from the Philippine Ports Authority under the following arrangement:

1. For PRIDE to operate and manage the Port of Batangas;
2. To lease the land and all the improvements therein for 50yrs, renewable for another 25 years;
3. Concretely, PRIDE will pay, in addition to the revenues to be paid to the government in the form of taxes, fees, and other charges in operating the port, the following:

- a. Three percent of the revenues related to port operations
- b. Lease the land owned by the PPA at one million pesos P1,000,000 per hectare
- c. Pay the lease of the improvements within the port area, excluding social expenditures and the fly-over, incurred in the development of Phase 2 equivalent to the total amortization of all debts related to Phase 1 and 2, including liabilities to Japan Bank of International Corporation (JBIC).
- d. PRIDE to develop Phase 3 of the Port by investing at least P10 billion pesos, for PRIDE to purchase the land and develop it into a free trade zone/ industrial zone

LEGAL PROCEEDINGS

As of date, ABACUS is not a party to any litigation which would have any material or adverse effect upon its business or financial condition.

This report is signed on behalf of the company by the undersigned, thereunto duly authorized.

**ABACUS CONSOLIDATED RESOURCES
AND HOLDINGS, INC. (ABACUS)**
28 N. DOMINGO STREET QUEZON CITY

By


JOSE V. ROMERO, JR.
Chairman


LEONARDO S. GAYAO
President