



## Consolidated Resources & Holdings, Inc.

No. 28 N. Domingo St., near corner Gilmore St., New Manila, Quezon City

Tel. Nos. 724-3759 / 725-7875 / 724-5055; Fax No. 724-3290

27 July 2011

### THE DISCLOSURE DEPARTMENT

The Philippine Stock Exchange, Inc.

4<sup>th</sup> Floor Philippine Stock Exchange Center

Exchange Road, Ortigas Center, Pasig City

**ATTENTION: JANET A. ENCARNACION**  
Head, Disclosure Department

**Dear Ms. Encarnacion:**

Please be informed that we have assigned One Million (1,000,000) treasury shares in favor of our fully owned subsidiary, Abacus Goldmines Exploration and Development Corporation, at the price of ninety centavos (P0.90) per share, in partial settlement of advances from said subsidiary. We attach a copy of the Deed of Assignment.

After the said assignment our share capital structure will now be as follows:

	Before assignment	After assignment
Issued shares	2,655,095,819	2,655,095,819
Listed shares	2,000,565,999	2,000,565,999
Not listed shares	654,529,820	654,529,820
Outstanding shares	2,653,945,029	2,654,945,029
Treasury shares	1,150,790	150,790

Kindly adjust your records in accordance with the above table. We also request that the changes be reflected in the PSE's website.

Thank you very much.

Very truly yours,

  
MAQUIN E. SAN DIEGO  
Corporate Secretary

**DEED OF ASSIGNMENT**

**JUL 27 2011**

This Deed of Assignment, made and executed this \_\_\_\_ day of \_\_\_\_\_, 2011 at Quezon City, by:

**ABACUS CONSOLIDATED RESOURCES & HOLDINGS, INC.**, a corporation duly organized and existing under the laws of the Republic of the Philippines, with business address at No. 28 N. Domingo Street, Quezon City, represented by its President, **Leonardo S. Gayao**, hereinafter referred to as the "ASSIGNOR";

in favor of

**ABACUS GOLDMINES EXPLORATION & DEVELOPMENT CORPORATION**, a corporation duly organized and existing under the laws of the Republic of the Philippines, with business address at No. 28 N. Domingo Street, Quezon City, represented by its Director and Authorized Representative, **Arturo V. Magtibay**, hereinafter referred to as the "ASSIGNEE";

Witnesseth: That:

WHEREAS, the ASSIGNOR has advances payable to the ASSIGNEE in the total amount to date of Two Million Eighty Thousand Pesos (P2,080,000.00);

WHEREAS, the ASSIGNOR wishes to partially settle the said advances payable by assigning One Million (1,000,000) treasury shares represented by Stock Certificate No. U000086 with a current market value of Ninety Centavos (P0.90) per share or a total market value of Nine Hundred Thousand Pesos (P900,000.00) and ASSIGNEE is agreeable to said assignment and settlement of advances;

NOW THEREFORE, for and in consideration of the foregoing premises, the Assignor hereby assigns, transfer and conveys unto and in favor of the Assignee, One Million (1,000,000) share/s, which consist entirely of treasury shares, of the capital stock of Abacus Consolidated Resources & Holdings, Inc., represented by Stock Certificate No. U000086;

IN WITNESS WHEREOF, the parties hereby execute this deed on the date and at the place above written.

**ABACUS CONSOLIDATED RESOURCES  
& HOLDINGS, INC.**  
Assignor

**ABACUS GOLDMINES EXPLORATION  
AND DEVELOPMENT CORP.**  
Assignee

By:

  
**LEONARDO S. GAYAO**  
President

By:

  
**ARTURO V. MAGTIBAY**  
Director and Authorized Representative

Signed in the presence of:

ACKNOWLEDGEMENT

Republic of the Philippines)  
**QUEZON CITY** ) s.s

**QUEZON CITY**

BEFORE ME, a Notary Public, for and in \_\_\_\_\_, personally appeared Leonardo S. Gayao with Philippine Passport No. XX0449982 which is valid until February 30, 2013 and Arturo M. Magtibay with Driver's License No. D-01-79-000845 valid until February 02, 2012 known to me and to me known to be the same persons who executed the foregoing Deed of Assignment and they acknowledged to me that the same is his free act and deed and the free act and deed of the companies herein represented.

WITNESS MY HAND AND SEAL this **JUL 27 2011** 2011 at Quezon City.

Doc. No. 146;  
Page No. 30;  
Book No. 320;  
Series of 2011.

**ATTY. JOEL G. GORDOLA**  
NOTARY PUBLIC  
NOTARIAL COMMISSION NO. NP-052  
COMMISSION EXPIRES DEC 31, 2011  
PTR NO. 4559910; 1/03/2011; Q.C.  
IBP NO. 771185; 1/12/2010; Q.C.  
ROLL OF ATTORNEY NO. 25103