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November 29, 2013

MS. JANET A. ENCARNACION
Head, Disclosure Department
Philippine Stock Exchange,
Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Dear Ms. Encarnacion,

Pursuant to the continuing disclosure requirements of the Philippine Stock Exchange, please find attached the Definitive Information Statement (SEC Form 20-IS) of Calata Corporation (the "Company") filed with the Securities and Exchange Commission which has been disseminated to the Company's stockholders of record starting today, in compliance with the Securities Regulation Code and its Implementing Rules and Regulations.

Very truly yours,

A handwritten signature in black ink that reads "J. Fabella".

Atty. Jose Marie E. Fabella
Corporate Secretary / Corporate Information Officer /
Compliance Officer

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS
INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:
 Preliminary Information Statement
 Definitive Information Statement
 Additional Materials
 Notice and Agenda
 Proxy Form
2. Name of Registrant as specified in its charter: **CALATA CORPORATION**
3. Province, country or other jurisdiction of incorporation or organization: **PHILIPPINES**
4. SEC Identification Number: **A199911666**
5. BIR Tax Identification Code: **005-712-797-000**
6. Address of principal office: **Mc Arthur Hi Way, Banga 1st, Plaridel, Bulacan**
Postal Code: **3004**
7. Registrant's telephone number, including area code: **(044)7950136**
8. Date, time, and place of the meeting of security holders: **December 20, 2013, 3:00 pm, La Mirada Royale Function Hall, Banga 1st, Plaridel, Bulacan**
9. Approximate date on which the Proxy Statement is first to be sent or given to security holders: **December 5, 2013.**

10. In case of Proxy Solicitation:

Name of the Person filing the Statement/Solicitor: **Calata Corporation**

Mailing Address and Telephone No: **Mc Arthur Hi Way, Banga 1st, Plaridel, Bulacan, 3004, Philippines. Tel. #: (044)7950136**

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding
Common Shares	360,112,000
Title of Each Class	Number of Unissued Shares
Common Shares	485,288,000

12. Are there or all of registrant's securities listed in a Stock Exchange?

Yes 360,112,000 shares listed at the PSE No – 485,288,000 unissued shares

If yes, disclose the name of such Stock Exchange and the class of securities listed therein: The Registrant's Common Shares are listed at the **PHILIPPINE STOCK EXCHANGE**

PART I -GENERAL INFORMATION

Item1. Date, time and place of meeting of security holders

The Annual Meeting of the stockholders of the Registrant will be held on **December 20, 2013, 3:00 pm, La Mirada Royale Function Hall, Banga 1st, Plaridel, Bulacan.**

- a. The complete mailing address of the Registrant is at **Mc Arthur Hi Way, Banga 1st, Plaridel, Bulacan, 3004, Philippines.**
- b. The approximate date on which the Proxy Statement, form of proxy and other solicitation materials are first to be sent or given to security holders is on **December 05, 2013.**

Item2. Revocability of Proxy

Under existing regulations, proxies may be revoked (but in writing) and received by the registrant at its address above, at least six business days prior to the meeting.

Item3 Dissenters' Right of Appraisal

Under Batas Pambansa Blg.168, otherwise known as the Corporation Code, a dissenting stockholder who has voted against a proposed corporate action shall have the right of appraisal or the right to demand payment of the fair value of his shares in the following instances:

1. Any amendment to the articles of incorporation which has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. Sale, lease, exchange, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets;
3. Merger or consolidation;
4. Investment in another corporation, business, or for any purpose other than the primary purpose for which the corporation was organized.

The appraisal right may be exercised by a dissenting stockholder by making a written demand for the payment of the fair market value of his shares upon the corporation within thirty (30) days after the date on which the vote was taken. Payment of the shares shall be made only when the corporation has unrestricted retained earnings in its books to cover such payments. A more detailed outline of the procedure for the exercise of the appraisal right is found in Section 81 to 86 of B.P. Blg.168.

However, it is Management's opinion that there are no matters to be taken up at this meeting which might trigger the exercise of this right.

PART II- SOLICITATION INFORMATION

Item4. Persons making the Solicitation

1. No director of the registrant has informed the Company in writing that he/she opposes any action intended to be taken or to be acted upon in the said meeting of stockholders on **December 20, 2013.**
2. The registrant will engage the services of a courier company for the mailing or distribution of the solicitation materials at approximate cost of Php25,000.00 the cost of which will be borne by the registrant.

3. The registrant will be preparing the packages of the shareholder meeting materials and handing them to a courier company for delivery to shareholders.
4. Most of the Company's shares are registered in the name of stockbroker houses, and each house is given up to 8 sets of Materials to pass out to their clients, the beneficial owners of the Company's shares.
5. The week after the delivery, the Company's Corporate Information and Compliance Officer, without extra compensation, will begin contacting the Stockbrokers and/or stockholders to ask the status of the proxy. This continues without break up until the proxy deadline has passed.

Item5. Interest of Certain Persons in, or Opposition to, Matters to be Acted Upon

No director of the registrant has informed the Company in writing that he/she opposes any action intended to be taken or to be acted upon in the said meeting of stockholders on **December 20, 2013**.

PART III. CONTROL AND COMPENSATION INFORMATION

Item6. Voting Securities and Principal Holders Thereof

- a. As of September 30, 2013, the Registrant has 360,112,000 issued and outstanding common shares of stock and each share is entitled to one vote.
- b. The record date with respect to this solicitation is fixed at **November 30, 2013**
- c. Voting Procedures:
 1. With respect to the election of seven (7) directors, each stockholder may vote such number of shares for as many as seven (7) persons he may choose to be elected from the list of nominees, or he may cumulate said shares and give one candidate as many votes as the number of his shares multiplied by seven shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by seven. The seven nominees who receive the highest number of votes shall be declared elected.
 2. With respect to agenda items 3, 7, 8 and 9, the vote of a majority of the outstanding capital stock entitled to vote, is required.
 3. The votes will be tabulated by the Stock and Transfer agent (BDO UNIBANK INC. – TRANSFER AGENT) and cross-checked by the Accounting firm of BDO Alba Romeo and Associates.
- d. Security Ownership of Certain Record and Beneficial Owners and Management.

As of September 30, 2013, the following persons or group own more than five percent (5%) of the Registrant's voting securities:

	Name and Address of Record Owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held	Percent
Common	PCD Nominee Corp G/F Makati Stock Exchange, Ayala Avenue, Makati City	PCD Nominee Corporation, a wholly-owned subsidiary of the Philippine Depository and Trust Corporation, Inc. (PDTC), is the registered owner of the shares in the books of the Registrant's stock transfer agent. The beneficial	Filipino	358,496,579	99.55%

		<p>owner of such shares entitled to vote the same are PDTC's participants, who hold the shares either in their own behalf or on behalf of their clients. The following PDTC participants hold more than 5% of the Registrant's voting securities:</p> <p>a. Jaka Securities Corp – 25.52% - No relationship with the Issuer</p> <p>b. COL Financial Group, Inc. – 18.04% - No relationship with the Issuer</p> <p>c. Papa Securities Corporation – 5.25% - No relationship with the Issuer</p>			
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The following table shows the ownership of the following directors and executive officers in the Registrant's Common shares as of September 30, 2013:

Title of Class	Name of Beneficial Owner	Citizenship	No of shares	Nature	Percent Ownership
Common	Joseph H. Calata	Filipino	217,699,994	Record	60.45%
Common	Benison Paul B. De Torres	Filipino	1	Record	0.00%
Common	Jose Marie E. Fabella	Filipino	1	Record	0.00%
Common	Salcedo T. Foronda Sr	Filipino	1	Record	0.00%
Common	Ferdinand Q. Perez	Filipino	1	Record	0.00%
Common	Conrado C. Zablan	Filipino	1	Record	0.00%
Common	Edgardo S. Pagulayan	Filipino	1	Record	0.00%
Total			217,700,000		60.45%

The aggregate number of shares owned by all officers and directors as a group as of October 31, 2013 is 217,700,000 or 60.45% of the Registrant's outstanding capital stock.

Voting Trust Holders of 5% or more

To the knowledge of the Registrant, no such voting trust exists.

Changes in Control

The Registrant is not aware of any change in control or arrangement that may result in a change in control of the Registrant since the beginning of its last fiscal year.

Item 7. Directors and Executive Officers

As of September 30, 2013, the Board of Directors is composed of seven (7) individuals:

Name	Position	Nationality	Age	Term of Office	Period Served
Joseph H. Calata	Chairman / Director	Filipino	33	One year	1999 to present

Benison Paul B. De Torres	Director	Filipino	33	Remainder of one year term	Nov 25, 2011 to present
Conrado C. Zablan*	Director	Filipino	49	Remainder of one year term	Aug 31, 2012 to present
Salcedo T. Foronda Sr.	Director	Filipino	61	Remainder of one year term	Dec 28, 2012 to present
Jose Marie E. Fabella	Director	Filipino	37	Remainder of one year term	Dec 28, 2012 to present
Ferdinand Q. Perez*	Director	Filipino	36	Remainder of one year term	Mar 27, 2013 to present
Edgardo S. Pagulayan	Director	Filipino	39	Remainder of one year term	Mar 27, 2013 to present

* Independent director

JOSEPH HERNANDEZ CALATA, 33. Mr. Calata is the Chairman/President and Chief Executive Officer of Calata Corporation. Mr. Calata has served as Member of the Board of Directors from 1999 up to the present and has been Chairman of the Board from 2009 – present. Mr. Calata shall serve as Chairman and member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

Mr. Calata is responsible for bringing the Company among the top 1000 Corporations in the Philippines and transforming it into the biggest combined distributor of Agro Chemicals Feeds, Fertilizers and Seeds in the country. A member of the Management Association of the Philippines, Mr. Calata started his professional career as a Trainee Manager of then Planters Choice Agro Products, Inc. Mr. Calata was given the Gintong Kabataan Award ng Bulacan and the Gawad Dangal ng Plaridel Award in 2009. Mr. Calata earned a degree of Bachelor of Science in Commerce, Major in Management of Financial Institutions from the De La Salle University.

BENISON PAUL BAUTISTA DE TORRES, CPA, 33. Mr. De Torres has been the Chief Financial Officer of Calata Corporation since 2007. Currently, in addition to said position, Mr. De Torres is the Company's Chief Operations Officer. Mr. De Torres was elected for the first time to the Board of Directors last November 25, 2011. Mr. De Torres shall serve as member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

After passing the Certified Public Accountants' Examination, Mr. De Torres joined the auditing firm of Villaruz, Villaruz and Co. as junior auditor. Thereafter, from 2004 to 2006, Mr. De Torres became an auditor of Sycip, Gorres, Velayo and Co. From 2006-2007, he assumed the position of Financial Services Manager of Prime Outsource Corporation. Mr. De Torres earned his Bachelor of Science in Accountancy at the Philippine School of Business Administration.

JOSE MARIE E. FABELLA, 37. Atty. Fabella is the Corporate Secretary of Calata Corporation. He was elected last November 25, 2011 and shall serve as such until August 31, 2012 and until his successor is elected and qualified. He is a partner at Fabella and Fabella Law Office - a firm which specializes in the practice of Corporate and Securities Law and is currently Corporate Secretary and Legal Counsel to various publicly-listed companies. After being admitted to the Philippine Bar in 2005, he immediately engaged in the practice of law by joining several law offices as an associate lawyer. Thereafter, he served as Securities Counsel III at the Securities Registration Division in the Corporation Finance Department of the Philippine Securities and Exchange Commission until January 2010. Apart from conducting lectures to listed companies, Atty. Fabella is an MCLE lecturer on Securities Law and a Masters of Law (Commercial Law) Candidate at the San Beda College Graduate School of Law.

REV. FR. CONRADO CRUZ ZABLAN, FILIPINO, 47. Fr. Conrad finished his undergraduate studies at the University of the East with a course on Civil Engineering in 1985. In 1999, he obtained a degree in A.B. Classical Philosophy in the Immaculate Concepcion Major Seminary and likewise earned his M.E. Masteral Degree in Pastoral Ministry. He was ordained as a priest in the year 2000. In 2007, he held the following positions:

1. Procurator – Immaculate Concepcion Major in Seminary; 2. Administrator- St. Jospheh Parish, Meycauayan, Bulacan. In 2008, he held the position as Parish Priest at the Stella Maris Parish Church in Pamarawan, Malolos City, Bulacan. From 2011 up the present, he holds the following positions: 1. Finance Officer, Colegio de San Pascual Baylon, Obando, Bulacan; 2. Member, Audit Team, Commission on Family and Life, Diocese of Malolos; 3. Member, Commission on Temporal Goods, Diocese of Malolos 4. Member, Commission Social Security and Welfare of Clergy, Diocese of Malolos; 4. Commission Head, Columbary, Diocese of Malolos

ATTY. FERDINAND Q. PEREZ, 36, Filipino. Atty. Perez is an Independent Director of Calata Corporation. He was appointed as Member of the Board of Directors last March 27, 2013 up to present. He shall serve as a member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

Atty. Perez is a practicing CPA lawyer. He graduated with a degree of Bachelor of Laws from San Beda College – Mendiola, Manila (199-2003) and Bachelor of Science in Accountancy from San Beda College – Mendiola Manila (1994-1998). He is also the managing partner of Perez Law Office. He is a faculty member of the First Asia Institute of Technology & Humanities since 2007. He also taught various business and law subjects at La Consolacion College - Tanauan Batangas (2007 to 2011) and San Beda College, College of Arts & Sciences – Mendiola, Manila (2000-2005). His accounting practice includes: Tax Senior, Punongbayan & Araullo (P& A), 2003 to 2005 (P&A is a now a member firm of Grant Thornton International Ltd); Auditor, Sycip, Gorres, Velayo & Co. (SGV), 1998 to 1999 (SGV & Co. is now a member firm of the Ernst and Young Worldwide.)

MR. SALCEDO T. FORONDA SR., 61, Filipino. Mr. Foronda is a Director of Calata Corporation. He was appointed as Member of the Board of Directors last December 28, 2012 up to present. He shall serve as member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

Mr. Foronda graduated from Araneta University Foundation with a degree in Bachelor of Science in Agriculture. Mr. Foronda is a known farmers organization leader in Cagayan Valley, farmers cooperative organizer, board member of numerous farmers cooperative in Isabela. An Awardee of numerous Agri-related endeavors. He is a practicing farmer well loved by fellow farmers in Isabela. His area of expertise includes organization cooperatives. He also served as Chairman of different associations and cooperatives namely: Municipal Agriculture and Fishery Council (1985-1997), Municipal Cooperative Development Council (1989) and Isabela Seed Growers Multipurpose Cooperative, Inc. (1993). He also entered in public service by serving a two terms as Councilor of Cauayan City (1989-97) and as public servant in the local government of Cauayan (1995-97). His professional experience includes: Sales agent, Philamlife (1991-2006); Monsanto, *an agricultural company* (1991-1995); Cargill Phil, *an international producer and marketer of food, agricultural, financial and industrial products and services* (1986-1991); Ayala Agri Bayer Phil (1981-1986); Rural Bank Cabanatuan (1973-1981).

MR. EDGARDO S. PAGULAYAN, 39, Filipino. Mr. Pagulayan is a Director of Calata Corporation. He was appointed as Member of the Board of Directors last March 27, 2013 up to present. He shall serve as a member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

Mr. Pagulayan graduated with a degree in Bachelor of Science in Agriculture Major in Animal Science at the University of the Philippines, Los Banos, Laguna. His professional experience includes: General Manager, Calata Corporation – Farms Group (2012) ; Territory Sales Manager – Central Luzon, San Miguel Foods, Inc., 2002 to 2011; Accounts/Sales Representative, Pure Foods Corporation, 1999 to 2002; Farmers Support Team Coordinator, Novartis Agro Philippines., Inc. 1999; Medical Sales Representative, Novartis Consumer Health, 1997; Marketing Associate, Richellieu International, 1996.

B. Current Executive Officers of the Registrant

Name	Age	Citizenship	Period Served	Business Experience for the past 5 years
Joseph H. Calata	33	Filipino	1999 to present	Mr. Calata is the Chairman/President and Chief Executive Officer of Calata Corporation. Mr. Calata has served as Member of the Board of Directors from 1999 up to the present; Corporate Secretary from 1999 to 2005 and Chairman of the Board and President from 2009 – present. Mr. Calata shall serve as Chairman and member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.
Benison Paul B. De Torres	33	Filipino	2007 to present	Mr. De Torres has been the Chief Financial Officer of Calata Corporation since 2007. Currently, in addition to said position, Mr. De Torres is the Company's Chief Operations Officer. Mr. De Torres was elected for the first time to the Board of Directors last November 25, 2011. Mr. De Torres shall serve as member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.
Jose Marie E. Fabella	37	Filipino	Nov. 25, 2011 to present	Atty. Fabella is the Corporate Secretary of Calata Corporation. He was elected last November 25, 2011 and shall serve as such until August 31, 2012 and until his successor is elected and qualified. He is a partner at Fabella and Fabella Law Office - a firm which specializes in the practice of Corporate and Securities Law and is currently Corporate Secretary and Legal Counsel to various publicly-listed companies. After being admitted to the Philippine Bar in 2005, he immediately engaged in the practice of law by joining several law offices as an associate lawyer. Thereafter, he served as Securities Counsel III at the Securities Registration Division in the Corporation Finance Department of the Philippine Securities and Exchange Commission until January 2010. Apart from conducting lectures to listed companies, Atty. Fabella is an MCLE lecturer on Securities Law and a Masters of Law (Commercial Law) Candidate at the San Beda College Graduate School of Law.
Arnold S. Pajarillo	40	Filipino	2008 to present	Mr. Pajarillo is currently the Sales Manager for Feeds. His business experience includes the following: Regional Sales Manager, BIOSTAD PHILS from May 2007 – September 2008; Sales Manager, SL AGRITECH, March 2003 – March 2007; Sales Manager, SYGENTA PHILS INC., Fort Bonifacio, Taguig City, Production Supervisor, MNYT, May 1999 – May 2000; Sales Representative, NOVARTIS AGRO, Makati/Manila, 2005 – 2009

Vergel D. Formaran	37	Filipino	2009 to present	Mr. Formaran is the Sales Manager for Chemical, Seeds and Fertilizers. Prior to his engagement with the Company, he was Territory Sales Supervisor for Syngenta Philippines, Inc. from 2005 to 2009.
Janet H. Santos	31	Filipino	2009 to present	Ms. Santos is the Principal Accounting Officer / Purchasing Manager of the Company. Prior to her engagement with the Company, she held various positions from in the Accounting and Treasury Department of Waltermart Supermarket, Inc.

Mr. Salcedo Forondo, Mr. Egdardo S. Pagulayan, Atty. Jose Marie E. Fabella, Mr. Benison Paul B. De Torres and Mr. Joseph H. Calata have been nominated by Atty. Ferdinand Q. Perez to stand for election to the Board. Rev. Fr. Conrado Zablan and Atty. Ferdinand Q. Perez have been nominated by Mr. Benison Paul B. De Torres to stand election as independent directors.

Mr. De Torres and Atty. Perez have no business relationship with each nominee for both directors and independent directors.

The Nomination Committee has determined that Rev. Fr. Zablan and Atty. Perez meet the qualifications and non-disqualifications for independent directors as set forth herein below and recommend them for re-election and election. Pursuant to SRC Rule 38.1, as amended, the Registrant's Nomination Committee has adopted the following guidelines to govern the conduct of the nomination for independent directors:

1. The Nomination Committee shall cause a notice to be placed on the Registrant's website in a prominent position soliciting shareholders nominations for qualified persons to serve as independent directors on the Registrant's board.
2. An independent director shall have the following qualifications:
 - a. Holder of at least one (1) share of stock of the Corporation;
 - b. He shall be at least a college graduate or he shall have been engaged or exposed to the business of the Corporation for at least five (5) years;
 - c. He shall possess integrity/ probity; and
 - d. He shall be assiduous.
3. Shareholders nominating an individual must provide to the Registrant all pertinent information concerning the individual's professional background and any relationship existing between the shareholder and his/her nominee.
4. The Nomination Committee shall pre-screen the qualifications of the nominees including those current independent directors wishing to stand for re-election.
5. The Nomination Committee shall prepare a final list of nominees to be incorporated in the proxy statement after full verification of eligibility, independence, background, availability, and skills. Thereafter, no other nominees for independent director shall be entertained. The proxy statement shall include all relevant information for each of the nominated candidates so that shareholders will have sound bases upon which to vote on the election of the Registrant's independent directors.

COMMITTEES OF THE BOARD

Executive Committee

The Executive Committee is composed of three (3) members of the Board of Directors. Currently, the Executive Committee comprises Joseph H. Calata, Benison Paul B. De Torres and Atty. Ferdinand Q. Perez. Joseph H. Calata is the Chairman of the Committee. The Executive Committee may act by majority of all its members, on such specific matters within the competence of, and as may be delegated by the Board of Directors.

Audit Committee

The Audit Committee provides an oversight of financial management functions, specifically in the areas of managing credit, market, liquidity, operational, legal and other risks and is primarily responsible for monitoring the statutory requirements of the Company. The Audit Committee is responsible for the setting up of an internal audit department and for the appointment of an internal auditor, as well as an independent external auditor. It monitors and evaluates the adequacy and effectiveness of the Company's internal control systems. It ensures that the Board is taking appropriate corrective action in addressing control and compliance functions with regulatory agencies. It also ensures the Company's adherence to corporate principles, best practices and compliance with the Manual on Corporate Governance. The Audit Committee currently comprises Atty. Ferdinand Q. Perez, Rev. Fr. Conrado C. Zablan and Mr. Salcedo Forondo Sr.. Atty. Perez is the Chairman of the Committee.

Compensation Committee

The Compensation Committee is primarily responsible for establishing a formal and transparent procedure for developing a policy on executive remuneration and for fixing the remuneration packages of corporate officers who are receiving compensation from the Group. It is responsible for providing an oversight of remuneration of senior management and other key personnel and ensuring that compensation is consistent with the Group's culture, strategy and control environment. The Compensation and Remuneration Committee currently comprises Joseph H. Calata, Fr. Conrado C. Zablan and Benison Paul B. De Torres. Joseph H. Calata is the Chairman of the Committee.

Nomination Committee

The Nomination Committee is primarily responsible for the review and evaluation of the qualifications of all persons nominated to positions requiring appointment by the Board and the assessment of the Board's effectiveness in directing the process of renewing and replacing Board members. The Nomination Committee currently comprises Atty. Ferdinand S. Perez, Joseph H. Calata and Mr. Edgardo Pagulayan. Atty. Ferdinand Q. Perez is the Chairman of the Committee.

Family Relationships

There are no existing family relationships within the fourth civil degree either by consanguinity or affinity among the directors, executive officers, or persons nominated or chosen by the Company to become directors or executive officers.

Certain Relationships and Related Transactions

The Company Related Party Transactions are discussed in Note 20 of its Audited Financial Statements for the year ended 31 December 2012 and Interim Unaudited Financial Statement for the period ended 30 September 2013.

Involvement in Legal Proceedings

To the best of the Registrant's knowledge, in the last 5 years up to the latest date of this information statement, none of the directors or officers is or has been involved in any of the following events material in evaluating his ability or integrity as such director or officer:

- a. any bankruptcy proceeding filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two (2) years prior to that time;
- b. any conviction by final judgment;
- c. any order, judgment or decree, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and
- d. violation of a securities or commodities law or regulation.

Significant Employees

There are no significant employees who are not executive officers who are expected by the registrant to make significant contribution to the business.

Item 8. Compensation of Directors and Executive Officers

Information as to the aggregate compensation during the last 2 fiscal years paid to the Company's and five (5) most highly compensated executive officers, and all other officers and directors, as a group, are as follows:

Compensation

SUMMARY COMPENSATION TABLE					
Annual Compensation (PhP)					
	2011	2012	2013	Bonus	Other Compensation
5 Most Highly Compensated Officers					
Joseph H. Calata					
Benison Paul B. De Torres					
Arnold Pajarillo					
Vergel Formaran					
Janet H. Santos					
Total	4,056,000	4,584,000	5,271,600	0	0
Total Compensation of Other Unnamed Officers	1,000,000	1,000,000	1,000,000	0	0
TOTAL	5,056,000	5,584,000	6,271,600	0	0

Currently, employees of the Company do not receive supplemental benefits or incentive arrangements.

Compensation of Directors

Since the date of election, the directors have been receiving P 5,000.00 per meeting. Aside from the foregoing, the directors have served without compensation. The directors did not also receive any amount or form of compensation for committee participation or special assignments.

Under the By-Laws of the Company, by resolution of the Board, each director, shall receive a reasonable per diem allowance for his attendance at each meeting of the Board. As compensation, the Board shall receive and allocate an amount of not more than 10% of the net income before income tax of the Company during the preceding year. Such compensation shall be determined and apportioned among directors in such manner as the Board may determine, subject to the approval of stockholders representing at least majority of the outstanding capital stock at a regular or special meeting of the stockholders. As of date, the directors have yet to pass a resolution fixing their per diem.

There are no other arrangements for compensation either by way of payments for committee participation or special assignments.

Employment Contracts

None.

Warrants and Options Outstanding and Options Held by Directors and Officers

There are no warrants or options outstanding and there are no options held by directors and officers.

Item9. Independent Public Accountants

- a. Representatives of BDO Alba Romeo and Associates are expected to be present at the Annual Meeting to respond to appropriate questions and will be given the opportunity to make a statement if they desire to do so.
- b. There are no disagreements with the Registrant's external auditors as regards to accounting principle, practices or financial disclosures.
- c. With reference to SRC Rule 68(3)(b)(iv) re: rotation of external auditors, the engagement of BDO Alba Romeo and Associates as the external auditors complies to this requirement.
- d. BDO Alba Romeo and Associates is recommended for election for calendar year 2013 as external auditor.

Item10. Compensation Plans

None

PART IV. ISSUANCE AND EXCHANGE OF SECURITIES

Item11. Authorization or Issuance of Securities other than for Exchange

None.

NEW APPROVALS REQUESTED:

TO RATIFY THE DECISIONS OF THE BOARD OF DIRECTORS AND MANAGEMENT WITH RESPECT TO:

Shareholders are requested to ratify and confirm all acts of Management and the Board of Directors for the year 2013 to date as reflected in the records of the Registrant and disclosed with the Securities and Exchange Commission and the Philippine Stock Exchange:

Management and Board Actions as disclosed	
20 Nov 2012	The Company entered into an exclusive supply agreement with Siembra Directa Corp. for the supply of agricultural farm inputs
23 Nov 2012	Results of the meeting of the Board of Directors approving the following matters: 1. Minutes of the last Board of Directors meeting; 2. Results of Operations as of 30 September 2012; 3. Post IPO Business Development; and 4. Plans and Prospects for the year 2013.
28 Dec 2012	The Board of Directors nominated and appointed Mr. Salcedo T. Forondo Sr. and Atty. Jose Marie E. Fabella as new directors assuming the positions of Dr. Jaime Laya and Mr. Baltazar Endriga.
28 Jan 2013	Nomination and Appointment of the new members of the Audit Committee. The Board authorized Alba Romeo and Co. or any authorized representatives to file and institute the proper application for the registration of Calata Corporation's new project with the Board of Investments and to transact, execute and sign all documents in behalf of Calata Corporation pertaining to its application for registration under the Omnibus Investments Code of 1987 (Executive Order No. 226) with the Board of Investments for the Corporation's proposed project activity as new/expanding/existing/export producer under the current and prevailing Investment Priorities Plan. The Board authorized Mr. Joseph H. Calata or any of his duly authorized representatives to transact business with or act as authorized signatories in all business transactions done in the normal course with San Miguel Corporation, its subsidiaries and affiliates, including all its duly authorized representatives in relation to the Corporation's cassava farming operations.
1 April 2013	The Company entered into a Commercial Contract with Agroservicios Humboldt, S.A. whereby the Company was granted the exclusive right to identify and represent business opportunities in all the aspects of Animal Feed Production, Cereal Mix, Protein Concentration, Vitamin-Mineral Pre-mix and every product related to Animal Nutrition throughout the Philippines.
16 April 2013	The Board of Directors approved the cash dividend declaration of P0.25 per share of common stock for all shareholders of record as of May 17, 2013.

21 April 2013	The Board of Directors in its meeting held on April 21, 2013, unanimously authorized the Company's President and Chief Executive Officer Mr. Joseph H. Calata or any of his duly authorized representatives to enter into negotiations for possible acquisitions, mergers and all other types of business combinations with third parties engaged in related business. It was further resolved that, unless otherwise approved in subsequent meetings, none of the proceeds from its recently held Initial Public Offering shall be used to fund said possible acquisition, mergers and all other types of business combinations.
27 March 2013	The Board of Directors appointed Mr. Edgardo S. Pagulayan as regular director and Atty. Ferdinand Q. Perez, CPA as independent director assuming the positions of Directors Jose A. Zaide and Engr. George A. Nava respectively and to serve the remainder of the respective terms of their predecessors.
4 June 2013	The Company set June 5, 2013 as payment date for the Cash Dividend Declaration with record date of May 17, 2013.
3 July 2013	<p>The Board of Directors approved the plan to aggressively pursue the expansion of "Agri Retail Store" business throughout the Philippines. Initially, the Company shall target the establishment of up to 1,000 Agri Retail Stores nationwide in addition to its 116 existing stores in Luzon. The Company shall likewise explore the possibilities of introducing its "Agri" brand to the international market.</p> <p>The Company has entered into a Contract with International Franchise Corporation of the Philippines ("Francorp Philippines") for a Full Professional Franchise Development Program in line with the Company's aggressive expansion of its Agri Retail Business.</p>
7 October 2013	The Company partnered with the New Hope Group.
21 October 2013	<p>Board approval of share buy-back program.</p> <p>The Board of Directors in its meeting held on October 21, 2013, approved a share buy-back program of up to One Hundred Million Pesos (Php100,000,000.00) worth of shares for a period of up to thirty six (36) months.</p> <p>The Board further resolved that it will undertake such buy back transaction only if and to the extent that the price per share is deemed undervalued, share prices are considered highly volatile, or in any other instance where the Corporation believes that a buy back will result in enhancing shareholders' value. Moreover, the Company's buy-back program from its registered shareholders shall be subject to the existence of sufficient unrestricted retained earnings and for this purpose, it was resolved that the Company's Compliance Officer and Corporate Information Officer, Atty. Jose Marie E. Fabella be authorized to sign, execute and deliver the offer to purchase, the deed of sale of shares and such other documents or instruments which may be necessary and proper to implement said program under such other terms and conditions as may be deemed beneficial to the Company. In the implementation of said program, the Company will not engage in active and widespread solicitation from stockholders in general and that the funding for the buy-back shall come from internally generated funds.</p>

5 Nov 2013	<p>The Company to introduce a new line of animal feeds</p> <p>The Board of Directors in its meeting held on November 4, 2013, approved the Company’s sales and marketing team’s new and aggressive approach in bringing Golden Bean Feeds not only to its existing dealers in Luzon but also to all other dealers throughout the country. As part of its all-out campaign to prepare for actual distribution, last October 26, 2013, the Company held a product launching of the Golden Bean Feeds at the Crown Plaza which was attended by its existing and prospective dealers nationwide. The Company likewise introduced its celebrity endorsers namely Ai Ai Delas Alas, “Brod Pete”, “Dagul”, Michael Angelo Lobrin, Noel Cabangon, DJs Nicolehyala, Christsuper, Papa Jack, Chico Loco, Missy Hista and Rica Hera to be Golden Bean’s product ambassador throughout the country.</p>
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FOR THIS AGENDA ITEM THE COMPANY WILL SEEK THE APPROVAL OF SHAREHOLDERS OWNING AT LEAST MAJORITY OF THE COMPANY’S ISSUED AND OUTSTANDING SHARES OF STOCK.

TO APPOINT BDO ALBA ROMEO AND ASSOCIATES AS EXTERNAL AUDITOR OF THE COMPANY FOR THE CALENDAR YEAR 2013

FOR THIS AGENDA ITEM THE COMPANY WILL SEEK THE APPROVAL OF SHAREHOLDERS OWNING AT LEAST MAJORITY OF THE COMPANY’S ISSUED AND OUTSTANDING SHARES OF STOCK.

Item 12. Financial and Other Information

The following are the financial and other information of the Company:

MANAGEMENT REPORT

OVERVIEW OF THE COMPANY

Formerly known as Planters Choice Agro Products, Inc., the Company was incorporated in July 23, 1999. Previous to that, the business was organized as a single proprietorship enterprise called “J. Melvins” which was named after the brothers Joseph H. Calata and Melvin H. Calata.

In the Philippines, CALATA CORPORATION is the largest combined distributor of agro-chemicals, feeds, fertilizers, veterinary medicines and other agricultural products coming from manufacturers or “business partners,” such as San Miguel Corporation for B-Meg Feeds and veterinary products, Syngenta, Bayer, Jardine, Dupont, Sinochem, for agro-chemicals, East West Seeds, Monsanto, Planters Products for its agricultural seeds and Swire, Viking for fertilizers.

To date, Calata Corporation has a total authorized capital stock of PhP 845,400,000.00 divided into 845,400,000 common shares with PhP 1.00 par value per share. The Company has 7 directors namely; Mr. Joseph H. Calata, Mr. Benison Paul De Torres, Mr. Salcedo T. Foronda Sr., Fr. Condrado C. Zablan, Atty. Ferdinand Q. Perez, Mr. Edgardo S. Pagulayan. Mr. Joseph H. Calata serves as the Chairman,

President and Chief Executive Officer of the Company and Mr. Benison Paul De Torres is appointed as the Chief Operating Officer and Chief Financial Officer.

The Company is an emerging leader in the Philippine Agricultural Industry. The Company has increased its annual revenues from roughly PhP200 Million in 2003 to more than PhP1.8 Billion in 2010 equivalent to an 800% increase in revenues for the past seven years of operation.

Audited Financial Statements and Interim Financial Statements

Changes in, and Disagreements with, Accountants on Accounting and Financial Disclosure –

The Company, upon approval of the Board of Directors and the stockholder obtained during the last Annual Stockholders' Meeting held on August 31, 2012, appointed Alba Romeo & Co. as its external auditor with Michael D. Roxas named as principal accountant. The external auditor examined, verified and reported on the earnings and expenses of the Company.

The audit and audit-related fees of BDO Alba Romeo for 2011 and 2012 are P 600,000.00 and P1,800,000.00 respectively.

The Company's Principal Accountant has been engaged for the audit of its books beginning 2008 up to the present, and the Company has had no disagreements with BDO Alba Romeo and Associates on either accounting matters or on Financial Disclosures.

Management's Discussion and Analysis of Financial Condition and Results of Operations

MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION

The following management's discussion and analysis of the Company's financial condition and results of operations should be read in conjunction with the Company's audited and unaudited financial statements, including the related notes, contained in this Prospectus. This Prospectus contains forward-looking statements that involve risks and uncertainties. The Company cautions investors that its business and financial performance is subject to substantive risks and uncertainties. The Company's actual results may differ materially from those discussed in the forward-looking statements as a result of various factors, including, without limitation, those set out in "Risk Factors." In evaluating the Company's business, investors should carefully consider all of the information contained in "Risk Factors."

Overview

The Company saw record-breaking revenues and net income in the year 2012. Both revenues and net income in 2012 were the highest in the Company's history. Revenues in 2012 amounted to P2.20 Billion compared to P2.00 Billion in 2011. This is an increase of P204.00 Million or 10%.

The Company has been recording significant revenue growths and has not been negatively affected by the economic crisis that hit the global economy hard in 2008. In fact the Company recorded the biggest jump in its revenues in 2008 when the global economic crisis was at its strongest. The Company recorded PhP1.61 Billion in revenues in 2008 against PhP1.08 Billion in 2007 or an increase of PhP530 Million or an increase of 33%.

RESULTS OF OPERATIONS

Results of operations for the third quarter ended September 30, 2013 compared to the same period September 30, 2012 ended last year.

Sales for the period decreased by P792.23 Million or 38%. The decrease is mainly due to the Company's shift in focus from distribution sales to retail sales where the margins are higher. Also the Company shifted to the sales of its own brands rather than the third party brands. This is in line with the Company's focus to develop its own brand in the market for higher margins as well as more stable sales in the long term.

Gross profit decreased by P52.83 Million or 24%. The decrease is mainly due to the decrease in sales. It is noteworthy that the decrease is much lower compared to the decrease in sales, this is due to the abovementioned strategy of focusing on higher margin sales.

Operating expenses decreased by P21.18 Million or 21%. The decrease is mainly due to the scaling down of the distribution business and as a result most of the expenses from this business has been saved. As shown by the decrease in sales, the scale down of the business from distribution has been significant and the retail sales as projected has not yet been able to increase in the same pace. This is the main reason for the decrease in operating expenses.

Finance income increased by P6.19 Million or 448%. The increase is due to the increase in loans which is interest bearing.

Finance costs increased by P2.93 Million or 12%. This is mainly due to the higher loan balance this year.

Audited results for the fiscal year ended December 31, 2012 compared to Audited results for the fiscal year ended December 31, 2011

Sales for the year ended December 2012 amounted to P2.20 Billion which is the highest that the Company has achieved in its history. This represents an increase of P204.00 Million or 10% compared to the 2011 sales. The increase in sales is mainly brought about by the sales contribution of the Company's wholly owned chain of stores under Agri Phil Corporation. The retail store chain allowed the Company to sell its products on a significantly larger area than it has previously access to.

Gross Profit increased by increased by P42.38 Million or 20% compared to 2011. Besides the increase in sales, the gross profit increased because of the increase in margins enjoyed by the Company in its sales direct to end users thru its retail stores.

Operating expenses increased significantly. The increase amounted to P48.03 Million or 82%. The increase is mainly due to increased expenses incurred from retail operations, which began its first full year of operations in 2012. The Company aggressively competed for market share for its retail shares thru extensive marketing activities in its area of operations. The operations of the retail stores incurred large amounts of expenditures most notably salaries due to the large number of the Company's stores that require a large number of people needed to operate.

Other operating income increased by P19.59 Million or 203%. This is mainly due to the P8.21 Million recorded as gain from the purchase of Agri Phil Corporation. The Company also recorded a gain from a liability that was forgiven by an affiliate which amounted to P5.28 Million.

Finance income increased by P6.67 Million or 174%. This is mainly due to the P7.97 Million interest from loans receivables recorded in 2011.

Finance costs increased by P5.96 Million or 22%. This is mainly due to the increase in loans payable balances

mainly to fund the increased operations as well as for the construction of the Company's farms which resulted in a big increase in the Company's property and equipment.

Audited results for the fiscal year ended December 31, 2011 compared to Audited results for the fiscal year ended December 31, 2010

The year 2011 saw the highest recorded revenues and net income in the Company's history.

The Revenues amounted to P2.00 Billion in 2011 from P1.80 Billion in 2010 or an increase of P203.65 Million or 11%. The net income amounted to P100.17 Million in 2011 from P33.84 Million in 2010 or an increase of P66.34 Million or 196%.

The increase in sales is mainly attributed to increased market penetration primarily through the affiliate "AGRI" retail store chain which allowed to Company to sell in markets not previously accessible.

The fertilizer business also had a bigger contribution this year compared to the previous years as the Company saw favorable price movements in fertilizer products.

The increase in net income is aside from the increased revenues, mainly due to the increase in the Company's margins. The Company's gross profit amounted to P227.31 Million and P142.65 Million in 2011 and 2010 respectively, or an increase of P84.66 Million or 59%.

The Company's operating expenses decreased, for 2011 it amounted to P63.30 Million from P67.33 Million in 2010. The decrease amounted to P4.53 Million or 7%. The decrease is mainly due to the Company's austerity measures which has resulted in decreasing expenses for the past several years.

The Company recorded finance income amounting to P3.83 Million in 2011. This is the interest from the loans receivable of the Company.

The Company's finance cost had no significant movement.

Material Changes to the Company's Audited Income Statement as of Fiscal Year ended December 31, 2011 compared to the Audited Income Statement as of Fiscal Year ended December 31, 2010 (increase/decrease of 5% or more)

Sales amounted to P2.00 Billion in 2011 from P1.80 Billion in 2010 or an increase of P203.65 Million or 11%. The increase is primarily due to increased market penetration mainly due to the affiliate "AGRI" retail store chain which allowed the Company to access markets that were not accessible to it before.

Cost of sales increased by P118.96 Million or 7%. It amounted to P1.77 Billion in 2011 and P1.66 Billion in 2010. The increase in this account is due to the increase in sales.

Gross Profit increased by P84.66 Million or 59%. It amounted to P227.31 Million in 2011 and P142.65 Million in 2010. The increase is mainly due to the Company's availment of cash discounts and the best possible volume deals.

Operating expenses decreased by P4.53 Million or 7%. It amounted to P63.30 Million from P67.33 Million in 2010. This is due to the Company's implementation of austerity measures.

Finance income increased by P3.83 Million. It amounted to P3.83 Million in 2011. This is the interest from the Company's loans receivable.

Audited Results for the fiscal year ended December 31, 2010 compared to Audited results for the fiscal year ended December 31, 2009

The year 2010 was another record breaking year for the Company in terms of net income with PhP33.84 Million recorded in 2010 from PhP7.50 Million in 2009 or an increase of PhP26.34 Million or 350%. The huge jump in net income was achieved through the successful policies implemented by the Company intended to increase its margins. This included price increases, and the availment of the lowest possible costs from suppliers through cash discounts and volume deals. To counteract the expected negative impact these measures will bring, the Company intensified its existing marketing programs putting particular emphasis on those programs targeting end users (pull strategies). The pull strategies were focused on the price increases' immediate impact on the dealers, whose natural tendency is to resist and possibly adversely affect our sales. The programs' focus on end users will make the end users buy products from dealers that the dealers should have bought from us.

The Sales of the Company was relatively unchanged amounting to PhP1.80 Billion and PhP1.81 Billion in 2010 and 2009 respectively or a decrease of only PhP10 Million or 0.5%.

Operating expenses amounted to PhP88.02 Million in 2010 and 2009 respectively, or a decrease amounting to PhP20.19 Million or 23%. The decrease was in line with the Company's austerity measures implemented in 2010.

Finance cost increased with recorded amounts of PhP26.73 Million and PhP20.90 Million in 2010 and 2009 respectively, an increase of PhP5.82 Million or 27.85%. The increase is primarily due to the increased availment of loans to fund early payments to suppliers to take advantage of cash discounts.

Material Changes to the Company's Audited Income Statement as of Fiscal Year ended December 31, 2010 compared to the Audited Income Statement as of Fiscal Year ended December 31, 2009 (increase/decrease of 5% or more)

The Company's recorded Gross Profit amounted to PhP142.65 Million and PhP119.41 Million in 2010 and 2009 respectively, or an increase amounting to PhP23.24 Million or 20%. The increase was primarily due to the price increases implemented the Company and the negotiation of the lowest possible costs from suppliers.

Operating expenses amounted to PhP88.02 Million in 2010 and 2009 respectively, or a decrease amounting to PhP20.19 Million or 23%. The decrease was in line with the Company's austerity measures implemented in 2010.

Finance cost increased with recorded amounts of PhP26.73 Million and hPP20.90 Million in 2010 and 2009 respectively, an increase of PhP5.82 Million or 27.85%. The increase is primarily due to the increased availment of loans to fund early payments to suppliers to take advantage of cash discounts.

Net income increased by P10.20 Million or 10%. The increase is mainly due to the Company's increased sales as well as an increase in margin percentage compared to last year.

FINANCIAL POSITION

Financial position as of September 30, 2013 compared to December 31, 2012 including discussion on Material Changes to the Balance Sheet as of September 30, 2013 compared to Audited Balance Sheet as of Fiscal year ended December 31, 2012 (increase/decrease of 5% or more).

Cash and cash equivalents decreased by P298.48 Million or 67%. The decrease is mainly due to the decrease in trade and other payables. Trade payables were paid up to take advantage of higher discounts on cash payments.

Purchases were also made as much as possible on cash terms or the short credit terms to take advantage of the lowest possible inventory costs for the Company. The advances to affiliates also increased thereby decreasing the cash. The Company also purchased additional property and equipment.

Trade and other receivables decreased by P34.81 Million or 14%. The decrease is mainly due to the scaling down of the distribution business which is the main source of the Company's trade receivables.

Advances to related parties increased by P131.00 Million or 315%. The increase is mainly due to the expansion programs of affiliates for which the Company has the option to purchase if and when it decides to.

Inventories increased by P14.80 Million or 7%. The increase is mainly due to the higher inventory requirement for the Company's retail stores.

Investment properties increased by P84.16 Million or 74%. The increase is mainly due to purchase of various properties by the Company.

Property and equipment increased by P30.69 Million or 8.88%. The Company spent for additional property and equipment particularly for its farm projects.

Other noncurrent assets increased by P7.17 Million or 217%. The increase is due to deposits to suppliers including the New Hope group as investment in the development costs of the Golden Bean Brand including the sacks to be used. This can be offset to future purchases from New Hope

Trade and other payables decreased by P180.61 Million or 96%. The trade payables were paid up to take advantage of higher discounts on cash payments. Purchases were also made as much as possible on cash terms or the short credit terms to take advantage of the lowest possible inventory costs for the Company.

Loans payable increased by P88.76 Million or 17%. The increase is mainly due to payment of trade payables to take advantage of cash discounts. This was done because cash discounts are significantly higher compared to finance costs considering the low interest rates in the current market.

Advances from related parties increased by P2.95 Million or 142%. The increase is from various advances made by owners and other affiliates for various expenses by the Company.

Audited financial position as of December 31, 2012 compared to December 31, 2011 including discussion on Material Changes to the Company's Audited Balance Sheet as of Fiscal year ended December 31, 2012 compared to Audited Balance Sheet as of Fiscal year ended December 31, 2011 (increase/decrease of 5% or more)

Total assets increased by P443.72 Million or 42%. This is mainly due to the increase of P272.68 Million in the Property and equipment of the Company which increased due to the Construction of the Company's farming projects. The cash balance also increased by P190.71 Million mainly due to the Company's Initial Public Offering last year.

Trade receivables decreased by P10.38 Million or 4%. This is mainly due to the lower amount of credit sales for the year by the Company which is a result of the significant sales recorded by the Company's retail operations.

Current loans receivables decreased by P5.35 Million or 36%. This is mainly due to the payment received by the Company.

Advances to related parties P24.93 Million or 37%. This is mainly due to payment received from related parties.

Inventories increased by P40.65 Million or 23%. The inventories increased due to the amount of inventories stocked on the Company's retail stores.

Other current assets decreased by P2.41 Million or 43%. This is mainly due to the collection of other current receivables from different sources.

Loans receivable is unchanged at P120.00 Million. This loan earns a 6% interest rate per annum. This is fully secured by the borrower's various real estate properties independently valued by Cuervo Appraisers, Inc. at P166,549,000.

Investment properties decreased by P21.29 Million or 16%. The decrease is mainly due to the change in classification of some of the properties into the property and equipment account.

Property and equipment increased by P272.68 Million or 375%. The increase is mainly due to the construction of the Company's farms. The Company's farms total project cost is projected to be over P500 Million.

Other current assets amounted to P3.31 Million. There was no amount recorded in this account last year. This account consists of the security and rental deposits to the Company's numerous leased retail stores.

Trade and other payables increased by P52.23 Million or 39%. The increase is mainly due to the increased inventory requirements of the Company in order to support the inventory requirement of the Company's retail stores.

Current Loans payables increased by P109.64 Million or 28%. The increase is used mainly to fund the increased operations.

Advances from related parties decreased by P50.39 Million or 96%. The increase is mainly due to the payments made to the Company's related parties.

Dividends payable decreased by P25.00 Million. There is no balance in this account as of the end of 2012. The dividends recorded last year has already been paid in full.

Non-current loans payables increased by P6.02 Million. This account is for the loans for vehicles acquired by the Company.

Retirement benefit liability increased by P1.12 Million or 61%. This is due to the increased provision for the year mainly due to the increased number of employees to be covered by provision for retirement benefits.

Share capital increased by P36.01 Million or 11%. This is due to the capital raised from the Company's Initial Public Offering last year.

Share premium increased by P209.16 Million. This is due to the capital raised from the Company's Initial Public Offering last year.

Audited financial position as of December 31, 2011 compared to December 31, 2010 including discussion on Material Changes to the Company's Audited Balance Sheet as of Fiscal year ended December 31, 2011 compared to Audited Balance Sheet as of Fiscal year ended December 31, 2010 (increase/decrease of 5% or more)

Total assets increased by P391.74 Million or 59%. Recorded amounts were P1.05 Billion and P661.31 Million as of year end 2011 and 2010 respectively. The increase in assets is primarily due to the Company's income

from operations and the infusion of P323.10 Million additional capital by stockholders during the year. The infused capital shall be used for general corporate purposes and expansion of the business such as but not limited to contract growing and breeding of hogs and poultry. These aforementioned projects, however, is not the target for the use of proceeds of the Company's application for listing and initial public offering of its shares to the public.

Total liabilities had no significant movement, it only decreased by P6.54 Million or 1%. There was no significant movement because the reduction in the amounts of trade payables and short term loans were offset by the increase in amounts owed to stockholders and the increased provision for income tax.

Cash increased by P185.68 Million or 972%. It amounted to P204.79 Million in 2011 up from P19.11 Million in 2010. This is primarily due to the additional cash invested by the stockholders.

Trade receivables decreased by P88.36 Million or 26%. It amounted to P252.53 Million in 2011 down from P340.86 Million in 2010. The decrease is mainly due to the normalization of our terms, the 2010 balance is high because we extended terms to our dealers to encourage them to book their orders. We did this in 2010 because of the effects of the El Nino phenomenon on our sales. In year end 2011, we no longer offered the extended terms.

The advances to related parties increased by P31.62 Million or 91%. It amounted to P66.50 Million in 2011 up from P34.87 Million in 2010. This is due to the expansion of operations of affiliates which necessitated the increase in funds needed for investment and operations.

Inventories decreased by P44.41 Million or 20%. It amounted to P179.84 Million in 2011 down from P224.44 Million in 2010. This is mainly due to the favorable weather and market conditions for our products in 2011. Our products were fast moving especially in the year-end which is our peak season. This contrasts to the situation in 2010 when the El Nino phenomenon affected the sales of our products which resulted in higher than anticipated levels of inventory in year-end 2010.

Loans receivable amounted to P120.00 Million in 2011, there was no amount recorded in 2010. This account represents the amount loaned to Avestha Holding Corporation, which is an affiliate of the Company. The loan is intended as an advance for the planned purchase of the Company of Avestha's properties. The loan is provided with a market rate of interest set at 6%, so as to compensate the Company for the loan until the purchase of the properties is finalized.

Investment properties amounted to P134.15 Million in 2011, there was no amount recorded in 2010. These are the properties purchased by the Company, which are being used as collateral by the Company for loans.

Property and equipment increased by P47.55 Million or 189%. It amounted to P72.77 Million in 2011 up from P25.22 Million in 2010. The increase represents amounts spent for the Company's construction of Hog and Broiler farms.

Trade payables decreased by P34.66 Million or 20%. It amounted to P134.70 Million in 2011 down from P169.36 Million in 2010. The decrease is mainly due to the fact that the Company takes advantage of cash discounts as much as possible.

Loans payable decreased by P77.00 Million or 16%. The decrease is mainly due to the increased cash infusion from stockholders and also from cash internally generated from operations which has allowed the Company to lower its debt levels, while at the same time having enough funds for current operations and also pursue its expansion programs in Hog and Broiler farms.

To clarify, the intended target expansion program for part of the additional cash infusion is the Hog and Broiler Farms. On the other hand, the expansion program relating to the establishment of a chain of Calata Retail Stores will be funded by the net proceeds of the Initial Public Offering.

Advances from related parties amounted to P52.46 Million in 2011, there was no amount recorded in 2010. This represents the amount loaned from stockholders which is intended to offset the amounts advanced by the Company to its affiliates with the intention that the Company's funds are intact for its own operations and expansion programs.

Dividends payable amounted to P25.00 Million, there was no amount recorded in 2010. This is the accrual of the dividend declared by the Company's board of directors from the Company's unrestricted retained earnings.

Capital stock increased by P323.10 Million or 32,310%. The increase is due to the additional investment in the Company from the stockholders. As previously explained said capital infusion was useful in decreasing the loans payable by 16% and partially funding the Hog and Broiler Farm construction.

Debt to equity decreased from 271.25 in 2010 to 0.98 in 2011 or a decrease of 270.27 or 27,579%. The increase is mainly due to the increase in stockholders' equity from P1.73 Million in 2010 to P400.00 Million in 2011. The increase in stockholders' equity came from the additional investment infused by stockholders amounting to P323.10 Million which increased the paid up capital stock to P324.10 Million from only P1.00 Million the year before. The stockholders' equity also increased due to the increase in retained earnings brought about by the net income earned by the Company during the year which amounted to P100.17 Million after taxes. The increase in retained earnings from the net income was partially offset by the declaration of dividend in 2011 amounting to P2.00 Million.

Material Changes to the Company's Audited Balance Sheet as of Fiscal year ended December 31, 2010 compared to Audited Balance Sheet as of Fiscal year ended December 31, 2009 (increase/decrease of 5% or more)

Trade and other receivables increased by 17%. Trade and other receivables amounted to PhP355.86 Million and PhP304.03 Million as of 2010 and 2009 respectively or an increase of PhP51.83 Million or 17%.

Inventories decreased by 17%. Inventory amounted to PhP224.24 Million and PhP269.14 Million as of 2010 and 2009 respectively, or a decrease of PhP44.90 Million or 17%.

Property and equipment increased by 1,200%. Property and equipment amounted to PhP25.22 Million and PhP1.94 Million as of 2010 and 2009 respectively or an increase of PhP23.28 Million or 1200%.

Advances to related parties increased by PhP31.50 Million or 934%. Advances to related parties amounted to PhP34.87 Million and PhP3.37 Million as of 2010 and 2009 respectively.

Trade and other payables decreased by PhP66.96 Million or 28%. The amounts recorded are PhP169.36 Million and PhP236.32 Million as of 2010 and 2009 respectively.

Short-term loans increased by PhP127.99 Million or 37%. The amounts recorded are PhP469.50 Million and PhP341.51 Million as of 2010 and 2009 respectively.

Debt to equity ratio increased from 22.93 in 2009 to 271.25 in 2010 or an increase of 1,083%. The increase is mainly due to the decrease in stockholders' equity from P13.89 Million in 2009 to P0.73 Million in 2010 or a decrease of P13.16 Million or 1,803%. The decrease in stockholders is due to declaration of dividends in 2010 amounting to P47.00 Million.

Discussion and Representation on both Interim and Year End Audited Financial Statements

There are no known trends or demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Company's liquidity in any material way.

The Company does not anticipate having any cash flow or liquidity problems within the next twelve (12) months.

The Company is not in default or breach of any note, loan, lease or other indebtedness or financing arrangement requiring it to make payments. No significant amount of the Company's trade payables have not been paid within the stated trade terms.

The Company does not foresee any event that will trigger direct or contingent financial obligation that is material to it, including any default or acceleration of an obligation.

There are no material commitments for capital expenditures, events or uncertainties that have had or that are reasonably expected to have a material impact on the continuing operations of the Company.

There are no known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.

No significant elements of income or loss had arisen from the Company's continuing operations.

There are no other material changes in the Company's financial position (5%) or more and condition that will warrant a more detailed discussion. Further, there are no material events and uncertainties known to management that would impact or change reported financial information and condition of the Company.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of the Company.

LIQUIDITY AND CAPITAL RESOURCES

In the years 2010, 2011, and 2012 and the nine months ending Sept. 30, 2013 the Company's primary source of liquidity was proceeds from sales and bank financing activities and also the proceeds of the Company's IPO. Net cash from operating and financing activities were sufficient to cover the Company's working capital and capital expenditure requirements in the years 2009, 2010, 2011 and 2012. The Company has credit lines with several of the top banks of the Philippines which gives it financial flexibility in its operations.

The Company's cash position as of Sept. 30, 2013 amounted to P127.02 Million compared to P395.50 million as of Dec. 31, 2012 this is a decrease of P268.48 Million or 67%.

The following table sets forth information from the Company's pro forma statements of cash flows for the periods indicated:

Cash Flows

	Sept. 30, 2013	Dec. 31, 2012	Dec. 31, 2011	Dec. 31, 2010	Dec. 31, 2009
Net cash provided by (used in) operating activities	(119,520,571)	127,225,605	302,478,444	(73,335,053)	8,414,870

Net cash provided by (used in) investing activities	(120,016,299)	(257,813,354)	(335,961,664)	(29,032,075)	(816,542)
Net cash provided by (used in) financing activities	(28,950,328)	321,302,708	219,165,977	101,262,787	(3,542,629)
Beginning Cash	395,503,777	204,788,818	19,106,061	20,210,402	16,154,703
Ending Cash	(127,016,669)	395,503,777	204,788,818	19,106,061	20,210,402

Indebtedness

Almost all of the Company's bank financing are short term loans with average terms of 90 to 120 days with the exception of P6.02 Million long term loans for the acquisition of Company vehicles and a long term loan of P4.84 Million as of Sept. 30, 2013. There were no long term loan as of Dec. 31, 2012. The Company's loan balances are P595.74 Million and P502.14 Million as of Sept. 30, 2013 and Dec. 31, 2012 respectively.¹

To date, the Company has never been in default in making principal and interest payments.

KEY PERFORMANCE INDICATORS

The Company's top five (5) key performance indicators are listed below:

	Sept. 30, 2013	Dec. 31, 2012
	<i>Audited</i>	
Current Ratio ¹	1.04	1.24
Debt to Equity Ratio ²	0.83	0.67
Earnings per Share ³	0.17	0.32
Earnings before Interest and Taxes ⁴	114,390,046	190,408,476

Return on Equity ⁵	8.37%	19%
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¹ Current Assets / Current Liabilities

² Bank Loans/Stockholders' Equity

³ Net Income/Outstanding Shares

⁴ Net Income plus Interest Expenses and Provision for Income Tax

⁵ Net Income / Average Stockholders' Equity

These key indicators were chosen to provide Management with a measure of the Company's financial strength (i.e., Current Ratio, Debt to Equity Ratio, and Earnings before Interest and Taxes) and the Company's ability to maximize the value of its stockholders' investment in the Company (i.e., Return on Equity, Earnings per Share). Current ratio shows the liquidity of the Company by measuring how much current assets it has over its current liabilities. The Debt to Equity Ratio indicates how much debt the Company has incurred for each amount of equity in the Company. A higher ratio means that the Company is more aggressive in its use of capital. Earnings per share show how much the Company is earning for each share that is currently issued and outstanding. Earnings before interest and taxes indicate how much income the Company is generating from its entire operations before interest charges.

Financial soundness indicators in two comparative periods

		September 30, 2013	December 31, 2012
(i) CURRENT/LIQUIDITY RATIOS			
Current ratio =	$\frac{\text{Current assets}}{\text{Current liabilities}}$	1.04	1.24
Quick ratio =	$\frac{\text{Current assets - Inventories -Prepayments and other currentassets}}{\text{Current liabilities}}$	0.66	0.93

(ii) **SOLVENCY RATIOS/ DEBT-TO-EQUITY RATIOS**

Debt-to-equity ratio =	$\frac{\text{Total debt (i.e. Loans payable)}}{\text{Total equity}}$	0.82	0.67
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(iii) **ASSET-TO-EQUITY RATIOS**

Net asset value per share =	$\frac{\text{Net asset value}}{\text{Number of shares outstanding}}$	P2.00	P2.08
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(iv) **INTEREST RATE COVERAGE RATIOS**

		September 30, 2013	September 30, 2012
		<hr/>	<hr/>
Interest cover =	$\frac{\text{EBIT}}{\text{Interest expense}}$	P4.32	P5.30

(v) **PROFITABILITY RATIOS**

Return on equity =	$\frac{\text{Net income}}{\text{Shareholders' equity}}$	8.53%	9.51%
Gross profit margin =	$\frac{\text{Gross profit}}{\text{Sales}}$	12.85%	10.48%
Net profit margin =	$\frac{\text{Net income}}{\text{Sales}}$	4.81%	3.44%

(vi) **OTHER RATIOS**

	Net income		
Basic earnings per share	————— Weighted-average common shares	P0.17	P0.18

PART V. OTHER MATTERS

Item 16. Action with Respect to Reports

The following reports will be submitted for approval by the stockholders of the Company:

1. Audited Financial Statements for the year ended December 31, 2012.

Item 17. Matters not required to be submitted

None

Item 18. Amendment of Charter, Bylaws or Other Documents

None contemplated at this time.

Item 19. Other Proposed Action

None

Item 20. Voting Procedures

1. All stockholders who will not, are unable, or do not expect to attend the meeting in person are urged to fill out, date, sign and send the enclosed proxy to the Corporation at **Mc Arthur Hi Way, Banga 1st, Plaridel, Bulacan, 3004, Philippines** not later than **December 10, 2013**.
2. The Proxies submitted shall be validated by a Committee of Inspectors (composed of representatives from the stock and transfer agent and the Corporation Corporate Secretary) commencing on December 10, 2013 at the office of the Corporation's stock and transfer agent, BDO UNIBANK, INC., at BDO Corporate Center 7899, Makati Avenue, Makati City
3. The Stockholder shall direct his/her proxy to vote his/her shares on the agenda items set forth in the proxy form attached hereto by marking the same with an "X". Should the stockholder fail to mark the items, the vote will automatically go in favor of the action. Similarly, if the proxy is not identified, then the Chairman of the Annual meeting of Stockholders shall vote the proxy.
4. At the actual meeting of the Stockholders, representatives from the stock and transfer agent, the Company's Corporate Secretary and the external auditor will tally and certify the final votes of shareholders present and by proxy.

Market for Issuer's Common Equity and Related Stockholders Matters

Market Information

The Company's common equity is traded on the Philippine Stock Exchange.

The table below summarizes performance of the stock of the Corporation in the market for each quarter for the past two (2) calendar years prior to the date of the Annual Stockholders' Meeting (based on closing prices of the shares with the PSE):

Period	High	Low	Close	Weighted Average
2 nd Qtr 2012	24.00	6.66	9.00	13.76
3 rd Qtr 2012	10.50	5.20	6.17	8.01
4 th Qtr 2012	7.78	3.65	3.98	5.87
1 st Qtr 2013	4.28	3.10	3.10	3.75
2 nd Qtr 2013	5.40	3.12	3.12	4.39
3 rd Qtr 2013	3.80	3.01	3.02	3.33

Holders

As of September 30, 2013 the Company had eight (8) stockholders as per its stock and transfer agent, BDO – UNIBANK, INC. – Transfer Agent. This is because all the shares except those which have been uplifted have been electronically lodged with the PDTC. The list of shareholders reported by the Stock and Transfer Agent were as follows:

	Shareholder	No. of Shares	Percentage
1	Joseph H. Calata	217,699,994	60
2	PCD Nominee Corp. (Filipino)	140,775,365	39
3	PCD Nominee Corp. (Foreign)	1,615,421	0
4	Rameses Victorius G. Villagonzalo	20,000	0
5	Julius Victor Emmanuel D. Sanvictores	1,000	0
6	Guillermo F. Gili, Jr.	100	0
7	Jose J. Leonardo&/or Teresita A. Leonardo	100	0
8	Owen Nathaniel S. Au	20	0
	TOTAL ISSUED AND OUTSTANDING SHARES	360,112,000	100.000%

Background of Major Shareholders

(1) PHILIPPINE CENTRAL DEPOSITORY, INC. (PCD). Regulated by the Securities and Exchange Commission (SEC), PCD is owned by major capital market players in the Philippines, namely: Philippine Stock Exchange (31.75%), Bankers Association of the Philippines (31.75%), Financial Executives Institute of the Philippines (10%), Development Bank of the Philippines (10%), Investment House Association of the Philippines (6.5%), Social Security System (5%) and Citibank N.A. (5%).

The PCD Nominee Corporation is a wholly-owned subsidiary of the Philippine Depository and Trust Corporation, Inc. (PDTC) and is the registered owner of the shares in the books of the Registrant's stock transfer agent. The beneficial owner of such shares entitled to vote the same are PDTC's participants, who hold the shares either in their own behalf or on behalf of their clients. The following PDTC participants hold more than 5% of the Registrant's voting securities: a) Jaka Securities Corp. – 24.525%; b) COL Financial Group, Inc. – 18.040%; c) PAPA Securities Corporation. – 5.23% and d) BPI Securities Corporation – 5.18%.

All PSE-member brokers are Participants of PCD. Other Participants include custodian banks, institutional investors and other corporations or institutions that are active players in the Philippine equities market.

Dividends

On a meeting held on April 16, 2012, the BOD unanimously approved the declaration of cash dividends in the amount of Php 90,028,000.00 to stockholders of record as of May 17, 2013 which was paid on June 5, 2013.

Recent Sales of Unregistered or Exempt Securities, Including Recent Issuance of Securities Constituting an Exempt Transaction

No recent sales of unregistered or exempt securities, including recent issuance of securities constituting an exempt transaction.

Warrants

No warrants exist and are outstanding.

Debt Securities

No debt securities are registered or contemplated to be registered.

Stock Option

During the Annual Stockholder's Meeting held on August 31, 2012, the issuance of a Stock Option Plan covering Fifty Million (50,000,000) Common Shares was approved, under such terms and conditions as may be subsequently determined by the Board of Directors. As of the date of this report, said terms and conditions are still being finalized.

Securities Subject to Redemption or Call

No securities subject to redemption or call exist or are planned.

Market Information for Securities Other Than Common Equity

None

Corporate Governance

The Company has submitted its Manual on Corporate Governance to the SEC in compliance with Revised Code of Corporate Governance SEC Memorandum Circular No. 6 Series of 2009.

The Company's policy of corporate governance is based on its Manual. The Manual lays down the principles of good corporate governance in the entire organization. The Manual provides that it is the Board's responsibility to initiate compliance to the principles of good corporate governance, to foster the long-term success of the Company and to secure its sustained competitiveness in a manner consistent with its fiduciary responsibility, which it shall exercise in the best interest of the Company, its shareholders and other stockholders.

The Manual embodies the Company's policies on disclosure and transparency, and mandates the conduct of

communication and training programs on corporate governance. The Manual further provides for the rights of all shareholders and the protection of the interests of minority stockholders. Commission of any violation of the Manual is punishable by a penalty ranging from reprimand to dismissal, depending on the frequency of commission as well as the gravity thereof. The Compliance Officer shall be responsible for determining violation/s through notice and hearing and shall recommend to the Chairman of the Board the imposable penalty for such violation, for further review and approval of the Board.

The Board of Directors has constituted certain committees to effectively manage the operations of the Company. The Company's principal committees of the Board of Directors include the Executive Committee, the Audit Committee, the Compensation Committee and the Nominations Committee.

The performance of the Board and its individual members is being measured and monitored. Areas for improvement are discussed for action during the Board/Committee meetings. Board performance metrics include among others the individual director's attendance at Board and Committee meetings, availability of minutes, open/closed action items, etc.

The Board through its Audit and Compliance Committee shall, among others, continuously review and follow-up until closure all action items needed to be in full compliance with the company's Manual on Corporate Governance and its related documents and policies.

Plan to improve the Corporate Governance of the Company:

Continuous initiatives for training of Directors, Officers and Employees to the various documents on corporate governance manuals and policies including its revisions.

Undertaking to Provide Financial Reports

The Corporation undertakes to provide each stockholder a copy of its 2012 Audited Financial Statements and the Interim 1st, 2nd and 3rd Quarter, 2012 FS in SEC Form 17-Q, without charge and upon written request to the Corporation addressed to:

Jose Marie E. Fabella
Corporate Secretary/ Corporate Information and Compliance Officer
Calata Corporation
Mc Arthur Hi Way, Banga 1st, Plaridel, Bulacan, 3004, Philippines
Tel. #: (044)7950136
Email : josemariefabella@yahoo.com

Please note that soft copy of the above reports are available on the Philippine Stock Exchange (PSE) website <http://www.pse.com.ph> under Calata Corporation company filings and at the Company website <http://www.calatacorp.com>.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct.

This report is signed in Plaridel, Bulacan on November 26, 2013.

By:



JOSEPH H. CALATA
President – Calata Corporation



TO: ALL STOCKHOLDERS

NOTICE is hereby given that the Annual Meeting of the Stockholders of Calata Corporation (the "Corporation") will be held on **December 20, 2013** at 3:00 P.M., at **La Mirada Royale Function Hall, Banga 1st, Plaridel, Bulacan**, to consider the following:

A G E N D A

1. Call to Order;
2. Certification of Notice and Quorum;
3. Approval of the Minutes of Stockholders' Meeting held on August 31, 2012;
4. Adoption of the Audited Financial Statements for the calendar year ended December 31, 2012;
5. Management's Discussion of the Annual Report for the year 2012;
6. Report on the 2013 Operations and Results to date;
7. Ratification and Confirmation of All Acts, Resolutions and Decisions of the Board and Management;
8. Election of Directors;
9. Appointment of BDO Alba Romeo & Co. as External Auditor for calendar year 2013;
10. Other Matters; and
11. Adjournment.

In accordance with the rules of the Philippine Stock Exchange, the close of business on November 30, 2013 has been fixed as the record date for the determination of the stockholders entitled to notice of such meeting and any adjournment thereof, and to attend and vote thereat.

All stockholders who will not, are unable, or do not expect to attend the meeting in person are urged to fill out, date, sign and send the enclosed proxy to the Corporation at Banga 1st Plaridel, Bulacan not later than December 10, 2013. The Proxies submitted shall be validated by a Committee of Inspectors commencing on December 10, 2013 at the office of the Corporation's stock and transfer agent Banco De Oro – Unibank, Inc. – Transfer Agent.



JOSEPH H. CALATA
President

PROXY
Annual Meeting of the Stockholders
December 20, 2013

I, the undersigned stockholder of Calata Corporation (the "Corporation"), do hereby appoint, name and constitute:

or, in his absence, The Chairman of the Corporation or, in his absence, the Acting Chairman of the Annual Meeting of the Stockholders

As my attorney and proxy, to represent me at the Annual Meeting of the Stockholders of the Corporation scheduled for **December 20, 2013, 3:00 p.m. at La Mirada Royale Function Hall, Banga 1st, Plaridel, Bulacan** and any adjournment(s) thereof, as fully and to all intents and purposes as I might or could if present and voting in person, hereby ratifying and confirming any and all action taken on matters which may properly come before such meeting or adjournment(s) thereof. In particular, I hereby direct my said proxy to vote my shares on the agenda items set forth below as I have expressly indicated by marking the same with an "X". **With respect to the election of directors, I understand that I may withhold authority to vote for any nominee by lining through or otherwise striking out the name of the nominee.** In the event that I fail to indicate my vote on the items specified below, I hereby authorize my said proxy to vote in accordance with the recommendation of Management.

Agenda Item No.	Subject	Action		
		For	Against	Abstain
3	Approval of the Minutes of the Stockholders' Meeting held on August 31, 2012			
4	To adopt the 2013 Audited Financial Statements;			
7	Ratification and Confirmation of All Acts, Resolutions and Decisions of the Board and Management;			
8	To elect the following to the Board Joseph H. Calata Benison Paul B. De Torres Atty. Jose Marie E. Fabella Salcedo T. Foronda Sr. Edgardo S. Pagulayan Atty. Ferdinand Q. Perez* Fr. Conrado Cruz Zablan* *Independent Directors			
9	To appoint BDO Alba Romeo & Co. as External Auditor for 2013			
	Other Matters	OTHER MATTERS		
		Proxy's Discretion		Abstain

Signed this _____ at _____.

Printed Name of Stockholder

Signature of Stockholder or Authorized Signatory

[N.B. Partnerships, Corporations and Associations must attach certified resolutions thereof designating Proxy/Representative and Authorized Signatories]