

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. Date of Report (Date of earliest event reported)
Sep 5, 2016
2. SEC Identification Number
A199911666
3. BIR Tax Identification No.
005-712-797-000
4. Exact name of issuer as specified in its charter
Calata Corporation
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
McArthur Highway, Banga 1st, Plaridel, Bulacan
Postal Code
3004
8. Issuer's telephone number, including area code
(044) 795 0136
9. Former name or former address, if changed since last report
Not Applicable
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	403,006,240

11. Indicate the item numbers reported herein

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The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

Calata Corporation CAL

PSE Disclosure Form 4-32 - Reply to Exchange's Query

Subject of the Disclosure

PSE Correspondence dated September 01, 2016

Description of the Disclosure

Response to PSE Correspondence dated September 01, 2016

Information Requested

Please see attached.

Filed on behalf by:

Name	Jose Marie Fabella
Designation	Corporate Secretary/Corporate Information Officer

1. Role and participation of RiskWise Global Capital Group, LLC. ("RiskWise") in the partnership;

RiskWise is a management consulting company owned by Michael Foxman.

RiskWise will undertake business activities such as introductions to investor sources, service partners, and generally provide strategic and risk management advice to Calata Corporation and Calata Land Incorporated.

RiskWise will not be charging a fee for advice or services nor shall it require being engaged for the introductions or benefits it provides to either Calata Corporation or Calata Land Incorporated. However, RiskWise will be in charge in the arrangement of the real estate development, project planning, financing, construction and ongoing activities which take place at land holdings held by Calata Land Incorporated.

2. Ownership structure of the Real Estate Investment Trust ("REIT");

The Structure of the REIT henceforth shall be:

- i. **35%** - to be owned by the Sino designated local company and/or individuals;
- ii. **14%** - to be owned by Joseph Calata and his nominated entity;
- iii. **51%** - to be owned by CALATA.

3. Participation of CAL, Sino and Macau Group in the financing, purchase, ownership, management and leasing of land acquisitions through the REIT;

CAL - all functions as it relates to land ownership and management, in two segments:

a. Prime Real Estate - developed but unsold land interests will provide a revenue stream for the REIT being derived from lease agreements and land management (waste management, landscaping, security, etc.).

RiskWise, Sino, MRG (together or separately) will plan, finance, deliver, own, sell, rent, lease, and operate the developed product, whereby project no. 1 will be Mactan Leisure City.

Sino and MRG, will provide the equity capital for the land to be used by the Mactan Leisure City and bank debt as being derived for the entire project, will then resolve the balance of the purchase. The bank will place a mortgage upon the land during construction.

b. Agriculture - Sino, MRG and any affiliated companies shall only be a source of future capital and a large volume purchaser of produce, meats, poultry and other products for the local Cebu and export markets.

RiskWise shall introduce to Calata Corporation co-developers from Israel, USA, Australia, to develop agricultural communities and industrial agricultural projects.

Calata Corporation will work with the introduced parties on all aspects of the agricultural developments with particular focus toward local special community needs, project needs, and ongoing supply of Calata products and services including the wholesale marketing and logistics for produce, meats, dairy and poultry. Calata shall expand its Gross Production Area nationally and RiskWise will provide assistance in all aspects to enable a successful commercial outcome for Calata Corporation, the project and importantly the local community.

4. Lease Agreement between the REIT, SINO and MRG acting for and on behalf of the Macau Leisure City;

Upon final determination of a casino operating partner, which SINO and MRG target to sign an MOU early September 2016, notwithstanding delays on either party's part, SINO and MRG will then register a local Lapu-Lapu company called, Mactan Leisure City Management Corp (MLCMC), incorporating all equity interests.

MLCMC will enter into a lease agreement with the Calata Land Incorporated which shall be established by September 2016. The REIT shall receive a \$2 million rent paid twice annually, after a 42 month rent holiday, however, once operational, rent ceiling will rise to 1.5% of EBITDA. Current projections anticipate a \$320 million EBITDA.

5. Loan to be extended by Sino, Macau Group and Risk Wise to the REIT;

A Loan in the order of \$13 million shall be provided by Sino and repaid by the project, terms and conditions of which shall be subsequently agreed up by the parties.

Calata Corporation, its directors, officers, and shareholders shall be fully indemnified against any losses which may occur. However in this scenario, any financial losses attributable to Calata Land Incorporated that may be incurred would be limited only to Sino, MRG capital and bank debt.

The terms of the loan incur a 3% per annum rate of interest and has a 60 month tenor.

6. Brief discussion about the conversion of the Sino advances to CAL common shares;

The Php 234,000,000.00 (USD 5,027,932.96¹) infusion of Sino to CAL shall be treated as an advance. Proceeds of said advance shall be invested by CAL to Calata Land Incorporated as part of payment for the purchase of the land. Said advance shall be subject to conversion at an intended conversion rate of P3.60 per share which upon conversion shall result in the issuance of 65,000,000² CAL common shares. Should this push through and assuming no other issuance of shares shall be made prior to conversion, the resulting percentage that Sino shall have in CAL shall be 14%³.

¹ Based on the latest foreign exchange rate of Php46.54 per USD 1.00

² Php 234,000,000.00 divided by P3.60 per share

³ 65,000,000 common shares / (65,000,000 common shares + 403,291,240 common shares)

However, prior to said conversion and conversion rate, these shall be subject to all the necessary corporate approvals as required by law.

Should and when the conversion pushes through, all necessary approvals and compliances with the rules and regulations of the Securities and Exchange Commission as well as the Philippine Stock Exchange prior to and after the conversion shall be observed.

A prompt and timely disclosure shall be made regarding this matter.

7. Duties and responsibilities of all parties involved;

As per item 3.