

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)
Oct 15, 2014
2. SEC Identification Number
727
3. BIR Tax Identification No.
000-229-931
4. Exact name of issuer as specified in its charter
Central Azucarera de Tarlac
5. Province, country or other jurisdiction of incorporation
Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
San Miguel, Tarlac City
Postal Code
2300
8. Issuer's telephone number, including area code
(632)8183911
9. Former name or former address, if changed since last report
n/a
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	28,254,596
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.



Central Azucarera de Tarlac, Inc.
CAT

**PSE Disclosure Form 13-1 - Change in Shareholdings of
Directors and Principal Officers**
*References: SRC Rule 23 (SEC Form 23-B) and
Section 13 of the Revised Disclosure Rules*

Subject of the Disclosure

Change in shareholdings of Directors and Principal Officers

Background/Description of the Disclosure

On 26 July 2014, CAT Resource & Asset Holdings, Inc. ("CRAHI") agreed to purchase all of the rights title and interests of the Cojuangco Family and corporations owned and controlled by the Cojuangco Family (collectively, the "Private Shareholders") in Central Azucarera de Tarlac ('CAT') consisting of 19,772,510 common shares, representing 69.98% of CAT's issued and outstanding capital stock ("Private Sale Shares") at the price of Php91.00 per share or a total consideration of Php1,799,298,410. This event was disclosed to the PSE on 28 July 2014.

The foregoing Private Transaction triggered a mandatory tender offer under Section 19 of the Securities Regulation Code. Accordingly, CRAHI conducted a tender offer for the remaining 8,481,366 common shares representing 30.02% of the CAT's issued and outstanding common stock held by the Public ("Tender Offer Shares") at a price of Php91.00 per share (the "Tender Offer Price") and under the terms of the Tender Offer (Exhibit "A", SEC Form 19-1 dated 18 August 2014).

At the end of the Tender Offer Period, which was extended from September 19, 2014 to 3:00 p.m. on September 30, 2014, a total of 1,332,044 shares, comprising 4.71% of the total outstanding capital stock of CAT, were tendered and accepted at the price of Php91.00 per share (the "Tendered Shares"). Cross and Settlement Date for the Tendered Shares occurred on 15 October 2014, whereupon CRAHI paid the amount of Php121,216,004 for the Tendered Shares in accordance with the Terms of the Tender Offer.

The Closing of the Private Transaction occurred simultaneously with the Cross and Settlement Date for the Tendered Shares on 15 October 2014.

Prior to the Closing, Cross and Settlement Date or on 10 October 2014, Mr. Fernando Cojuangco acquired 20 shares to qualify him to remain as Director and Officer of CAT once the Crossing Date occurs.

CAT Resource Asset & Holdings, Inc. ("CRAHI") is a joint venture established between First Lucky Holdings Corp. (51%) and North Star Estate Holdings, Inc. (49%) registered with the SEC on July 23, 2014. It was organized with the primary purpose of being a holding company. First Lucky Holdings, Inc. was organized as a holding company of Martin P. Lorenzo. There is no affiliation between First Lucky Holdings, Inc and CAT. North Star Estate Holdings, Inc., on the other hand, was organized as a holding company of Fernando C. Cojuangco. There is no affiliation between the North Star Estate Holdings, Inc. and CAT, except that it is substantially owned and controlled by Fernando C. Cojuangco, a member of the Private Shareholders, director, vice-president and Chief Operating Officer of CAT. (Exhibit "A", SEC Form 19-1 dated 29 August 2014).

Mr. Fernando C. Cojuangco remains a director of CAT and concurrently the President and Chief Operating Officer.

On 22 October 2014, Mr. Cojuangco disposed his indirect beneficial ownership over 399,364 shares held by Agrikulto, Inc. under PCD Nominee.

Name of Person	FERNANDO C. COJUANGCO
Position/Designation	Director, President & Chief Operating Officer

For Equity Securities

Type of Security / Stock Symbol	Date of Transaction	Securities Acquired (A) or Disposed (D)			Ownership Form Direct (D) or Indirect (I)	Nature of Indirect Beneficial Ownership
		Number of Shares	(A) or (D)	Price per Share		
Common	Oct 10, 2014	20	A	115	I	PCD Nominee
Common	Oct 15, 2014	151,952	D	91	D	n/a
Common	Oct 15, 2014	1,000	D	91	D	n/a
Common	Oct 15, 2014	1,000	D	91	D	n/a
Common	Oct 15, 2014	1,000	D	91	D	n/a

Common	Oct 15, 2014	10,120,731	A	91	I	PCD Nominee under the beneficial ownership of CRAHI of which the reporting director and officer has controlling interest thru North Star Estate Holdings, Inc. which is a substantial shareholder of CRAHI
Common	Oct 22, 2014	399,364	D	112	I	PCD Nominee under the beneficial ownership of Agrikulto, Inc. of which the reporting director and officer has controlling interest

Number of Shares Owned after the Transaction

Direct	0
Indirect	10,120,751

Filed on behalf by:

Name	Addison Castro
Designation	Corporate Secretary