



CIRCULAR

The Philippine Stock Exchange, Inc.

<input checked="" type="checkbox"/>	Disclosures	<input type="checkbox"/>	Stockholders' Meeting	Others: <u>Trading</u>
<input type="checkbox"/>	Dividend Notice	<input type="checkbox"/>	SEC / Gov't Issuance	<u>Suspension</u>
<input type="checkbox"/>	Stock Rights Notice	<input type="checkbox"/>	Transfer Agent's Notice	

To : **THE INVESTING PUBLIC AND TRADING PARTICIPANTS**

Company : **LEISURE & RESORTS WORLD CORPORATION**
Trading Suspension

Date : **November 12, 2012**

This is with reference to Circular No. 8112-2012 dated November 12, 2012 with regard to Leisure & Resorts World Corporation's ("LR" or the "Company") request for a trading halt, in relation to the Company's execution of an Investment Agreement with Eco Leisure and Hospitality Holding Company, Inc. and Hotel Enterprises of the Philippines, Inc. ("HEPI") for the acquisition of fifty-one percent (51%) of the outstanding capital stock of HEPI which owns and operates the Midas Hotel and Casino.

In a subsequent disclosure, the Company stated that:

On 09 November 2012, the Company, Eco Leisure and Hospitality Holding Company, Inc. (Eco Leisure), and Hotel Enterprises of the Philippines, Inc. (HEPI) executed an Investment Agreement for the acquisition of fifty-one percent (51%) of the outstanding capital stock of HEPI which owns and operates the Midas Hotel and Casino along Roxas Boulevard.

The total investment is Seven Hundred Fifty Million Pesos (₱750,000,000.00). The investment of the Company is expected to strengthen and enhance the operations of the Midas Hotel and Casino.

In view of the foregoing, we undertake to immediately submit the terms and conditions of the transaction and the details of the business or project acquired to ensure that investors are given equal access to material information.

After a careful review of the disclosure submitted by the Company, please be advised that the Exchange deems that the above-mentioned transaction is covered by the Revised Disclosure Rules (the "Rules") on Substantial Acquisitions and Reverse Takeovers, as follows:

Page 1 of 2

Controllership & Treasury	Market Operations Division	Issuer Regulation Division	Information Technology Division	Capital Markets Dev't Division	OGC/COO
Tel. No. 688-7561/688-7508	Tel. No. 688-7541	Tel. No. 688-7510	Tel. No. 688-7480	Tel. No. 688-7534	Tel. No. 688-7411



CIRCULAR

The Philippine Stock Exchange, Inc.

<input checked="" type="checkbox"/>	Disclosures	<input type="checkbox"/>	Stockholders' Meeting	Others: <u>Trading</u>
<input type="checkbox"/>	Dividend Notice	<input type="checkbox"/>	SEC / Gov't Issuance	<u>Suspension</u>
<input type="checkbox"/>	Stock Rights Notice	<input type="checkbox"/>	Transfer Agent's Notice	

SECTION 5. DISCLOSURE FOR SUBSTANTIAL ACQUISITIONS & REVERSE TAKEOVERS:

When an Issuer or its subsidiary has merged or consolidated with or otherwise acquires a direct or indirect interest in an unlisted company, person or group, and said interest is ten percent (10%) or more of the total book value of the listed company, the trading of the securities of the listed company shall be suspended until the terms and conditions of the transaction, and the details pertaining to the business or project acquired are actually disclosed and, if applicable, the latest audited financial statements of the unlisted company, are submitted to the Exchange.

Given the foregoing, the Exchange implemented a trading suspension on LR shares effective at 9:00 a.m. today, November 12, 2012, pending compliance by the Company with the requirements set forth in the above-mentioned provision of the Rules.

For the information and guidance of the investing public.

(Original Signed)

JANET A. ENCARNACION

Head, Disclosure Department

Noted by:

(Original Signed)

MARSHA M. RESURRECCION

Head, Issuer Regulation Division

Controllership & Treasury	Market Operations Division	Issuer Regulation Division	Information Technology Division	Capital Markets Dev't Division	OGC/COO
Tel. No. 688-7561/688-7508	Tel. No. 688-7541	Tel. No. 688-7510	Tel. No. 688-7480	Tel. No. 688-7534	Tel. No. 688-7411



11 November 2012

Philippine Stock Exchange, Inc.
Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Gentlemen:

Please find attached a copy of SEC Form 17-C which we are filing with the Securities and Exchange Commission on the Company's Investment Agreement with Eco Leisure and Hospitality Holding Company, Inc. and Hotel Enterprises of the Philippines, Inc.

Very truly yours,

A handwritten signature in black ink, appearing to read "Raul G. Gerodias", is positioned above the printed name and title.

RAUL G. GERODIAS
Compliance Officer

COVER SHEET

0 0 1 - 3 1 7 4

SEC Registration Number

L E I S U R E & R E S O R T S W O R L D

C O R P O R A T I O N

(Company's Full Name)

2 6 t h F l o o r , W e s t T o w e r , P S E C e n t e r

E x c h a n g e R o a d O r t i g a s C e n t e r

P a S i g C I t y

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

Atty. Raul G. Gerodias

(Contract Person)

633-9757

(Company Telephone Number)

1 2 3 1

Month Day
(Fiscal Year)

1 7 - C

(Form Type)

Month Day

(Annual Meeting)

Not Applicable

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Not Applicable

Amended Articles Number/section

Total No. of Stockholders

Total Amount of Borrowings
Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION


SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17 OF THE
SECURITIES REGULATION CODE AND SRC RULE 17 (b)(3) THEREUNDER**

1. 09 November 2012
Date of Report (Date of earliest event reported)

2. SEC Identification Number 13174 3. BIR Tax Identification No. 321-000-
108-278-000

4. LEISURE & RESORTS WORLD CORPORATION
Exact Name of registrant as specified in its charter

5. MAKATICITY, PHILIPPINES 6.  (SEC Use Only)
Province, Country or other jurisdiction
of incorporation

7. 26/F West Tower, PSE Center, Exchange Road, Ortigas Center, Pasig City
Address of Principal Office

8. (632) 687-0370
Registrant's telephone number, including area code

9. N/A
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC

Title of Each Class	Number of Shares of Common Stock Outstanding and amount of Debt Outstanding
Common Stock, PhP1.00 par value	999,877,094/Not applicable

11. Indicate the item numbers reported herein: Item 9

Item 9. Other Events

On 09 November 2012, the Company, Eco Leisure and Hospitality Holding Company, Inc. (Eco Leisure), and Hotel Enterprises of the Philippines, Inc. (HEPI) executed an Investment Agreement for the acquisition of fifty-one percent (51%) of the outstanding capital stock of HEPI which owns and operates the Midas Hotel and Casino along Roxas Boulevard.

The total investment is Seven Hundred Fifty Million Pesos (₱750,000,000.00). The investment of the Company is expected to strengthen and enhance the operations of the Midas Hotel and Casino.

In view of the foregoing, we undertake to immediately submit the terms and conditions of the transaction and the details of the business or project acquired to ensure that investors are given equal access to material information.

SIGNATURES

Pursuant to the requirements of the Securities Regulations Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LEISURE & RESORTS WORLD CORPORATION
Registrant

Date: 11 November 2012

A handwritten signature in black ink, appearing to read 'RAUL G. GERODIAS', with a large, sweeping initial 'R'.

RAUL G. GERODIAS
Corporate Secretary