101302013002339

SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No.	PW00000343
Company Name	LT GROUP, INC.
Industry Classification	
Company Type	Stock Corporation

Document Information

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COVER SHEET

PW343

S.E.C. Registration Number

LT GROUP, INC.

(Company's Full Name)

7TH FLOOR ALLIED BANK CENTER,

6754 AYALA AVENUE, MAKATI CITY

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

SUSAN LEE

Contact Persons

817-8710

Company Telephone Number

12 31

Month Day

Fiscal Year

17-C

SEC FORM

FIRST WEDNESDAY OF MAY

Month Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17.1(b) AND 17.2 (b) OF THE SECURITIES REGULATION CODE (SRC)

1. Date of Report (Date of earliest event reported) **January 28, 2013**

2. SEC Identification Number **PW-343**

3. BIR Tax Identification No. **032-000-145-650-VAT**

4. Exact name of registrant as specified in its charter **LT GROUP INC.**

5. Province, country or other jurisdiction of incorporation or organization **Philippines**

6. Industry Classification Code: (SEC Use Only)

7. Address of registrant's principal office Postal Code
   7/F Allied Bank Center, 6754 Ayala Avenue, Makati City **1200**

8. Registrant's telephone number, including area code **(632) 817-8710**

9. Former name, former address and former fiscal year, if changed since last report
   Tanduay Holdings, Inc.

10. Securities registered pursuant to Sections 3 and 8 of the SRC

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common stock	**8,981,388,889**

11. Indicate the event reported herein: **Item 9**

Further to our disclosure dated 31 July 2012 regarding the proposed acquisition by LT Group, Inc. (the "Company") of shares of stocks of certain companies holding shares in Allied Banking Corporation ("Allied Bank"), we advise you as follows:

<u>Solar Holdings Corporation ("Solar")</u>

1. The Company subscribed to Three Hundred Eighty Million (380,000,000) shares of Solar, a stockholder of Allied Bank owning 13.81% interest therein. The said subscription was paid in full by way of conversion into equity of the Company's advances to Solar to the extent of Three Hundred Eighty Million Pesos (PhP380,000,000.00);

2. To accommodate the Company's subscription, Solar filed today, 28 January 2013, with the Securities and Exchange Commission ("SEC") its application for increase in authorized capital stock from Fifty Million Pesos (PhP50,000,000.00) divided into Fifty Million (50,000,000) common shares with a par value of One Peso (PhP1.00) per share to Four Hundred Thirty Million Pesos (PhP430,000,000.00) divided into Four Hundred Thirty Million (430,000,000) common shares with a par value of One Peso (PhP1.00) per share;

3. Upon SEC approval of Solar's application for increase in capital, the Company shall become the controlling shareholder of Solar, holding 95% of Solar's outstanding capital.

<u>Caravan Holdings Corporation ("Caravan")</u>

1. The Company subscribed to Nine Hundred Million (900,000,000.00) shares of Caravan, a stockholder of Allied Bank owning 13.81% interest therein. The said subscription was partially paid by way of conversion into equity of the Company's advances to Caravan amounting to Five Hundred Forty Six Million One Hundred Seventy Thousand Seven Hundred Six Pesos and 38/100 (PhP546,170,706.38);

2. To accommodate the Company's subscription, Caravan filed today, 28 January 2013, with the Securities and Exchange Commission ("SEC") its application for increase in authorized capital stock from One Hundred Fifty Million Pesos (PhP150,000,000.00) divided into One Hundred Fifty Million (150,000,000) common shares with a par value of One Peso (PhP1.00) per share to One Billion Fifty Million Pesos (PhP1,050,000,000.00) divided into One Billion Fifty Million (1,050,000,000.00) common shares with a par value of One Peso (PhP1.00) per share;

3. Upon SEC approval of Caravan's application for increase in capital, the Company shall become the controlling shareholder of Caravan, holding 90% of Caravan's outstanding capital.

Additionally, in the Board of Directors' Meeting held today, the latter approved the adoption of a Dividend Policy that provides for the Company to declare Dividends of approximately 20 percent (20%) to be paid out of the unrestricted retained earnings, subject to the consideration by the Board of a number of factors including restrictions of current and prospective financial covenants, current and prospective capital needs of planned projects, and regulatory capital requirements of subsidiaries among others.

SIGNATURE

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

LT GROUP, INC.
By:

MA. CECILIA L. PESAYCO
Corporate Secretary