

3. **Revised Code of Corporate Governance.** - Inclusion as one of the duties of the Corporate Secretary under Article 4(l)(11), which reads:

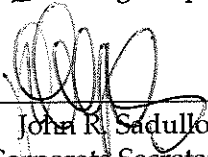
“11. Issue Certification every January 30th of the year on the attendance of directors in meetings of the board of directors, counter-signed by the Chairman of the Board (SEC Memorandum Circular No. 3, Series of 2007).”

SIGNATURES

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

Issuer : Semirara Mining Corporation

Signature and Title :



John R. Sadullo
Corporate Secretary

Date : March 7, 2011



**SEMIRARA
MINING
CORPORATION**

SEMIRARA MINING CORPORATION
2nd Floor DMCI Plaza Building, 2281 Don Chino Roces Avenue
Makati City, Metro Manila, Philippines

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Dear stockholders:

Please be notified that the Annual Meeting of Stockholders of Semirara Mining Corporation (the "Corporation") will be held on **May 2, 2011, Monday at 10:00 o'clock in the morning at the Fairways Room, Manila Golf & Country Club, Harvard Road, Forbes Park, Makati City, Philippines**, with the following agenda:

1. CALL TO ORDER & PROOF OF NOTICE OF MEETING
2. CERTIFICATION OF QUORUM
3. APPROVAL OF MINUTES OF PREVIOUS MEETING HELD MAY 4, 2010
4. MANAGEMENT REPORT
5. RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT FROM THE DATE OF THE LAST ANNUAL STOCKHOLDER'S MEETING UP TO THE DATE OF THIS MEETING
6. ELECTION OF DIRECTORS FOR 2011-2012
7. APPROVAL TO PURSUE ECOZONE DEVELOPMENT IN BALAYAN AND CALACA, BATANGAS
8. APPOINTMENT OF AN INDEPENDENT EXTERNAL AUDITOR
9. ADJOURNMENT

Stockholders of record as of March 21, 2011 will be entitled to notice of, and vote at the said annual meeting or any adjournment or postponement thereof. Validation of proxies shall be held on April 26, 2011, 4:00 o'clock in the afternoon at the office of the Corporation.

On the day of the meeting, you or your duly designated proxy is hereby required to bring this notice, proper authorization and forms of identification, i.e. driver's license, company, GSIS, SSS and the other valid identification to facilitate registration. Our registration starts at exactly 8:45 and closes at 9:45 o'clock in the morning.

Makati City, Metro Manila March 21, 2011.

For the Board of Directors

By:

(sgd.) **JOHN R. SADULLO**
Corporate Secretary