

COVER SHEET

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SEC Registration Number

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(Company's Full Name)

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M	A	K	A	T	I	C	I	T	Y													

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

John R. Sadullo (Contact Person)
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888-3000 (Company Telephone Number)

1	2	3	1
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(Fiscal Year)

1	7	-	C
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(Form Type)

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Month Day
(Annual Meeting)

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(Secondary License Type, If Applicable)

Corporate Finance Dept. Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings	
Domestic	Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document ID

Cashier

STAMPS

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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. May 8, 2014
Date of Report
2. SEC Identification No.: 91447 3. BIR Tax Identification No.: 410-000-190-324
4. **SEMIRARA MINING CORPORATION**
Exact name of issuer as specified in its charter
5. Philippines (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 2/F, DMCI Plaza, 2281 Chino Roces Avenue, Makati City 1231
Address of principal office Postal Code
8. (2) 888-3555 Fax No. (2) 888-3955
Issuer's telephone number, including area code
9.
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock</u>
Common Shares	<u>(Outstanding)</u> 356,250,000
11. Indicate the item numbers reported herein: **Items 4 and 9:**

Item 4

At the Organizational Meeting of the Board of Directors of Semirara Mining Corporation (the "Corporation") held today, May 8, 2014, the Board approved the following matters in the agenda:

1. ***Election of Principal Officer and Appointment of Committee Membership.*** – The Board of Directors elected at the Annual Stockholders' Meeting on May 5, 2014 convened and organized themselves by the election of officers and appointment of members in the existing Committees of the Corporation to serve as such until their successors shall have been duly elected and qualified, to wit:

A. Principal Officers:

No.	Names	Position
1.	Isidro A. Consunji	Vice Chairman & Chief Executive Officer
2.	Victor A. Consunji	President & Chief Operating Officer
3.	Ma. Cristina C. Gotianun	Executive Vice President
4.	Junalina S. Tabor	VP & Chief Finance Officer
5.	George G. San Pedro	VP-Operations & Resident Manager
6.	Jaime B. Garcia	VP-Procurement & Logistics

7.	Denardo M. Cuayo	VP-Business Development
8.	Nena D. Arenas	VP, Chief Governance Officer & Compliance Officer
9.	John R. Sadullo	VP-Legal & Corporate Secretary
10.	Antonio R. Delos Santos	VP-Treasury
11.	Jose Anthony T. Villanueva	VP-Marketing
12.	Sharade E. Padilla	AVP-Investor & Banking Relations

B. Corporate Governance Committees:

1. Audit Committee:

- | | | | |
|----|----------------------|---|----------|
| 1. | Victor C. Macalincag | - | Chairman |
| 2. | Victor A. Consunji | - | Member |
| 3. | Federico E. Puno | - | Member |

2. Compensation & Remuneration Committee:

- | | | | |
|----|--------------------------|---|----------|
| 1. | Victor C. Macalincag | - | Chairman |
| 2. | Ma. Cristina C. Gotianun | - | Member |
| 3. | Federico E. Puno | - | Member |

3. Nomination & Election Committee:

- | | | | |
|----|----------------------|---|----------|
| 1. | Federico E. Puno | - | Chairman |
| 2. | Isidro A. Consunji | - | Member |
| 3. | Victor C. Macalincag | - | Member |

4. Compliance Committee:

- | | | | |
|----|---------------------|---|--------------------|
| 1. | Nena D. Arenas | - | Compliance Officer |
| 2. | George G. San Pedro | - | Member |
| 3. | Junalina S. Tabor | - | Member |
| 4. | John R. Sadullo | - | Member |

Item 9

1. ***1st Quarter Consolidated Financial Statements as of and for the interim period ended March 31, 2014.*** – Also at today’s meeting, the Board of Directors of the Corporation unanimously approved the 1st Quarter Consolidated Financial Statements as of and for the interim period ended March 31, 2014. Accordingly, consolidated Q1 Net Income After Tax (NIAT) doubled YoY at PHP2.02 billion from PHP1.01 billion last year. Net of eliminations, coal and power contributed PHP1.06 billion and PHP0.96 (1.03) billion, respectively. Power segment contribution is net of non-capitalizable pre-operating expenses incurred by Southwest Luzon Power Corporation amounting to PHP71 million. Strong coal segment performance in the current period augmented the drop in power revenues as only one (1) unit is running. Unit 2 was down for scheduled maintenance for the replacement and upgrading of the distributed control system. Coal segment production is 200% more this period compared to same period last year bringing down cost of coal sold per unit. Before eliminations, coal and power recorded NIAT of 1.32 billion and 667 million, respectively. Power segment net income is net of the P71 million pre-operating expense incurred by the on-going expansion project.
2. ***Certification on Qualification of Independent Directors.*** – Pursuant to Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations, we submit herewith the duly notarized Certifications on Qualification of Messrs. Victor C. Macalincag and Federico E. Puno, Independent Directors of Semirara Mining Corporation, elected as such at the Annual Stockholders’ Meeting on May 5, 2014.

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 : May 8, 2014

Republic of the Philippines}
_____ } S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **VICTOR C. MACALINCAG**, of legal age, Filipino, with address located at No. 31, Don Vicente Ave., Corinthian Gardens, Quezon City, after being duly sworn to in accordance with law, hereby depose and state:

1. That I am an Independent Director of Semirara Mining Corporation (the "Corporation");
2. That I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Crown Equities, Inc.*	Independent Director	2003 to present
SEM-Calaca Power Corporation	Independent Director	2011 to present
Republic Glass Holdings Corporation*	Independent Director	2007 to present
Ceres Property Ventures, Inc.	Independent Director	2011 to present
ISM Communications Corporation*	Independent Director	2012 to present
Atok-Big Wedge Co., Inc.*	Independent Director	2012 to present
One Wealthy Nation Fund, Inc.	Chairman of the Board	2012 to present
Asian Alliance Investment Corp.	Director	2013 to present

** listed company*

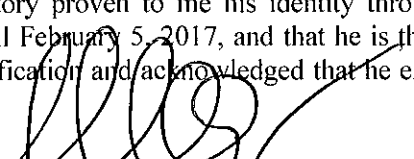
3. That I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the foregoing companies, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations;
4. That I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations;
5. That I shall inform the Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done on this 6th day of May 2014, Makati City, Metro Manila, Philippines.


VICTOR C. MACALINCAG
Affiant

SUBSCRIBED AND SWORN, to before me on this 8 day of May 2014, at Makati City, Metro Manila, by Victor C. Macalincag who has satisfactorily proven to me his identity through his Philippine Passport with Passport No. EB4635867 valid until February 5, 2017, and that he is the same person who personally signed before me the foregoing Certification and acknowledged that he executed the same.

Doc. No. 88 ;
Page No. 12 ;
Book No. 1 ;
Series of 2014.


REDENCIO C. VILLARIVERA
Notary Public for the City of Makati
For the term ending 31 December 2015
Roll No. 45335; Appointment No. M-356
4th Floor, Dacon Building, No. 2281
Pasong Tamo Extension, Makati City
IBP No. 961104/Jan. 23, 2014/Makati
PTR No. 4249591/Jan. 23, 2014/Makati

Republic of the Philippines }
_____ } S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FEDERICO E. PUNO**, of legal age, Filipino, with address located at No. 35 Norway Street, Loyola Grand Villas, Diliman, Quezon City, after being duly sworn to in accordance with law, hereby depose and state:

1. That I am an Independent Director of Semirara Mining Corporation (the "Corporation");
2. That I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Republic Glass Holdings Corporation*	Independent Director	Mar. 2001 – Present
Pampanga Sugar Development Corp.	Director	Aug. 2002 – Present
San Roque Power Corporation	Chairman	Oct. 2004 – Present
San Fernando Electric Light and Power Company	Consultant	Jul. 2004 – Present
TeaM Energy Corporation	President & CEO	Jun. 2007 – Present
SEM-Calaca Power Corporation	Independent Director	Feb. 2011 – Present

**listed company*

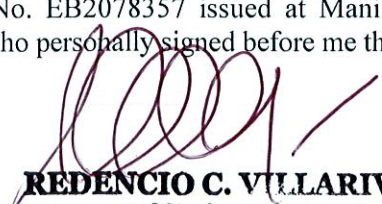
3. That I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the foregoing companies, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations;
4. That I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations;
5. That I shall inform the Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done on this 6th day of May 2014, Makati City, Metro Manila, Philippines.


FEDERICO E. PUNO
Affiant

SUBSCRIBED AND SWORN to before me on this 6 day of May 2014, affiant exhibited to me his Philippine Passport with Passport No. EB2078357 issued at Manila and will expire on March 10, 2016, and that he is the same person who personally signed before me the foregoing Certification and acknowledged that he executed the same.

Doc. No. 57 ;
Page No. 12 ;
Book No. 1 ;
Series of 2014.


REDENCIO C. VILLARIVERA
Notary Public for the City of Makati
For the term ending 31 December 2015
Roll No. 45335; Appointment No. M-356
4th Floor, Dacon Building, No. 2281
Pasong Tamo Extension, Makati City
IBP No. 961104/Jan. 23, 2014/Makati
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