

COVER SHEET

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SEC Registration Number

S E M I R A R A M I N I N G A N D P O W E R
C O R P O R A T I O N

(Company's Full Name)

2 n d F l o o r D M C I P L A Z A
2 2 8 1 D O N C H I N O R O C E S A V E N U E
M A K A T I C I T Y

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

John R. Sadullo
(Contact Person)

(632) 888-3000/3055
(Company Telephone Number)

1 2 3 1

(Fiscal Year)

1 7 - C

(Form Type)

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

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 17.2(c) THEREUNDER

1. May 7, 2019
Date of Report
2. SEC Identification No.: 91447
3. BIR Tax Identification No.: 000-190-324-000
4. SEMIRARA MINING AND POWER CORPORATION
Exact name of issuer as specified in its charter
5. Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. 2/F, DMCI Plaza, 2281 Chino Roces Avenue, Makati City
Address of principal office
8. 1231
Postal Code
8. (632) 888-3000/3055 Fax No. (632) 888-3955
Issuer'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 or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock</u>
Common Shares	4,250,547,620
11. Indicate the item numbers reported herein: Item 9.

Pursuant to Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations, we are submitting herewith the Certification of Independent Director, duly notarized, of Mr. Rogelio M. Murga and Honorio O. Reyes-Lao, elected as such at the Annual Stockholders' Meeting of the Corporation held on May 6, 2019.

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 and Power Corporation

Signature and Title : 
JOHN R. SADULLO
VP Legal & Corporate Secretary

Date : May 7, 2018

Republic of the Philippines }
_____ } S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ROGELIO M. MURGA**, of legal age, Filipino, with address located at _____, after being duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of Semirara Mining and Power Corporation (the "Corporation") and have been its independent director since November 11, 2014.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position/Relationship	Period of Service
Private Infra Dev Corporation	Chairman and CEO	2009 – Present
Meralco Industrial Engineering Services Corp.	Independent Director	2007 – Present
SEM-Calaca Power Corporation	Independent Director	2015 – Present
Southwest Luzon Power Generation Corporation	Independent Director	2017 – Present

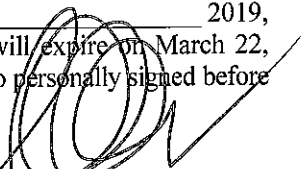
3. I possess all the qualifications and none of the disqualifications to serve as an independent director of the Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any of the directors/officers/substantial shareholders of the Corporation, its subsidiaries and affiliates, nor a relative in any other way than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I am not an officer or director of any government agency.
7. 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, Code of Corporate Governance and other SEC issuances.
8. 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 MAY 07 2019 day of _____ 2019, Makati City, Metro Manila, Philippines.


ROGELIO M. MURGA
Affiant

SUBSCRIBED AND SWORN to before me on this MAY 07 2019 day of _____ 2019, affiant exhibited to me his Philippine Passport with _____ and will expire on March 22, 2020 bearing his photograph and signature, and that he is the same person who personally signed before me the foregoing Certification and acknowledged that he executed the same.

Doc. No. 160 ;
Page No. 33 ;
Book No. VII ;
Series of 2019.


Atty. REDENCIO C. VILLARIVERA
Notary Public for Makati City
For the term ending 31 December 2019
Roll No. 45335; Appointment No. M-309
4th Floor Dacon Building No. 2281
Pasong Tamo Extension, Makati City
IBP No. 059216/Jan. 7, 2019/Makati City
PTR No. 7335907/Jan. 7, 2019/Makati City
MCLE No. V-0024348, November 7, 2016

Republic of the Philippines }
_____ } S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **HONORIO O. REYES-LAO**, of legal age, Filipino, with address located at No. 10 _____ after being duly sworn to in accordance with law do hereby declare that:

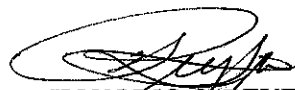
1. I am an independent director of Semirara Mining and Power Corporation (the "Corporation") and have been its independent directors since May 2, 2017.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position/Relationship	Period of Service
DMCI Holdings, Inc.*	Independent Director	2009-present
Philippine Business Bank*	Director	2010-present
Space2Place, Inc.	Chairman, Director	2014-present
Southwest Luzon Power Generation Corporation	Independent Director	2017-Present
SEM-Calaca Power Corporation	Independent Director	2017-Present

*listed company

3. I possess all the qualifications and none of the disqualifications to serve as an independent director of the Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any of the directors/officers/substantial shareholders of the Corporation, its subsidiaries and affiliates, nor a relative in any other way than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I am not an officer or director of any government agency.
7. 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, Code of Corporate Governance and other SEC issuances.
8. 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 MAY 07 2019, Makati City, Metro Manila, Philippines.

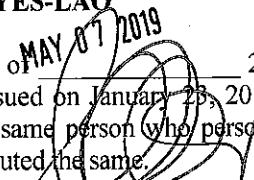


HONORIO O. REYES-LAO

Affiant

SUBSCRIBED AND SWORN to before me on this MAY 07 2019, affiant exhibited to me his Philippine Passport with _____ issued on January 23, 2014 at DFA, Manila bearing his photograph and signature, and that he is the same person who personally signed before me the foregoing Certification and acknowledged that he executed the same.

Doc. No. 161 ;
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