

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)

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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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(632) 888-3000/3055 (Company Telephone Number)
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1 2	3 1
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(Fiscal Year)

1 7 - C

(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

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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 6, 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
- Postal Code: **1231**
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	<u>(Outstanding)</u>
	4,250,547,620
11. Indicate the item numbers reported herein: **Items 4 and 9.**

A. Results of Annual Stockholders' Meeting

At the Annual Stockholders' Meeting of Semirara Mining and Power Corporation (the "Corporation") held today, May 6, 2019, 10:00 a.m., at the Main Lounge, Manila Polo Club, Inc., McKinley Road, Forbes Park, Makati City, where a quorum existed, the following items in the Agenda were taken up, duly approved and voted upon by the stockholders:

1. Item 3. Approval of the minutes of previous Annual Stockholders' Meeting held on May 7, 2018.
2. Item 4. Approval of Management Report.
3. Item 5. Ratification of the acts of the Board of Directors and Management from the date of the last Annual Stockholders' Meeting up to the date of this meeting.
4. Item 6. Approval of the re-appointment of Sycip Gorres Velayo & Co. as the Corporation's Independent External Auditor for the fiscal year 2019.
5. Item 7. The following were elected Directors of the Corporation for a term of one (1) year until their successors are duly qualified and elected:

- a. Regular Director
 1. Isidro A. Consunji
 2. Jorge A. Consunji
 3. Cesar A. Buenaventura
 4. Herbert M. Consunji
 5. Maria Cristina C. Gotianun
 6. Ma. Edwina C. Laperal
 7. Josefa Consuelo C. Reyes
 8. Luz Consuelo A. Consunji
 9. Nestor D. Dadivas

- b. Independent Director
 1. Rogelio M. Murga
 2. Honorio O. Reyes-Lao

Attached for this purpose is the result of the votes cast during the meeting.

B. Results of Organizational Meeting

Following the stockholders' meeting held today, the Board of Directors 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:

1. Principal Officers:

No.	Names	Position
1.	Isidro A. Consunji	Chairman of the Board & Chief Executive Officer
2.	Maria Cristina C. Gotianun	President, Chief Operating Officer & Chief Risk Officer
3.	Junalina S. Tabor	Vice President, Chief Finance Officer
4.	Jaime B. Garcia	Vice President, Procurement & Logistics
5.	Nena D. Arenas	Vice President, Chief Governance Officer & Compliance Officer
6.	John R. Sadullo	Vice President, Legal; Corporate Secretary; & Corporate Information Officer
7.	Antonio R. Delos Santos	Vice President, Treasury
8.	Jose Anthony T. Villanueva	Vice President, Marketing for Coal
9.	Andreo O. Estrellado	Vice President, Power Market & Commercial Operations
10.	Ruben P. Lozada	Vice President, Mining Operations & Resident Manager
11.	Carla Cristina T. Levina	Vice President, Chief Audit Executive
12.	Jojo L. Tandoc	Vice President, Human Resources & Organizational Development
13.	Sharade E. Padilla	Asst. Vice President, Investor & Banking Relations
14.	Karmine Andrea B. San Juan	Asst. Vice President, Corporate Planning Power

2. Board Committees:

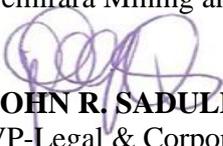
- a. Audit Committee:
1. Honorio O. Reyes-Lao - Chairman
 2. Rogelio M. Murga - Member
 3. Herbert M. Consunji - Member
- b. Corporate Governance Committee:
1. Rogelio M. Murga - Chairman
 2. Honorio O. Reyes-Lao - Member
 3. Maria Cristina C. Gotianun - Member
- c. Risk Committee:
1. Rogelio M. Murga - Chairman
 2. Honorio O. Reyes-Lao - Member
 3. Isidro A. Consunji - Member

The Board of Directors of the Corporation appointed Mr. Rogelio M. Murga as Lead Director in compliance with the Code of Corporate Governance for Publicly-Listed Companies (SEC Memorandum Circular No. 19, Series of 2016). The functions of the lead director include, among others, the following: (a) serves as an intermediary between the Chairman and the other directors when necessary; (b) convenes and chairs meetings of the non-executive directors; and (c) contributes to the performance evaluation of the Chairman, as required.

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 6, 2019

SEMIRARA MINING & POWER CORPORATION

2019 ANNUAL STOCKHOLDERS' MEETING

May 6, 2019
Manila Polo Club



The better the question. The better the answer.
The better the world works.

#SGVforABetterPhilippines





TABULATION OF VOTES

Agenda 3 - 6

AGENDA		FOR		AGAINST		ABSTAIN	
3	APPROVAL OF MINUTES OF PREVIOUS ANNUAL STOCKHOLDER'S MEETING HELD ON MAY 7, 2018	3,240,989,017	99.95%	1,607,090	0.05%	1,200	0.00%
4	APPROVAL OF MANAGEMENT REPORT	3,240,460,993	99.93%	1,607,090	0.05%	529,200	0.02%
5	RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND MANAGEMENT FROM THE DATE OF THE LAST ANNUAL STOCKHOLDERS' MEETING	3,240,461,017	99.93%	1,607,090	0.05%	529,200	0.02%
6	APPROVAL OF REAPPOINTMENT OF SGV & CO.	3,198,524,256	98.64%	1,607,090	0.05%	41,580,961	1.28%





TABULATION OF VOTES – *Election of Directors*

NAME	FOR		AGAINST		ABSTAIN	
<i>Regular Directors</i>						
Isidro A. Consunji	3,238,406,417	99.87%	2,857,780	0.09%	1,332,640	0.04%
Jorge A. Consunji	3,142,935,927	96.93%	2,851,380	0.09%	96,809,527	2.99%
Cesar A. Buenaventura	3,100,042,863	95.60%	8,956,050	0.28%	133,597,921	4.12%
Herbert M. Consunji	3,142,935,927	96.93%	2,851,380	0.09%	96,809,527	2.99%
Maria Cristina C. Gotianun	3,109,749,462	95.90%	8,956,050	0.28%	123,891,322	3.82%
Ma. Edwina C. Laperal	3,142,935,927	96.93%	2,851,380	0.09%	96,809,527	2.99%
Josefa Consuelo C. Reyes	3,142,935,927	96.93%	2,851,380	0.09%	96,809,527	2.99%
Luz Consuelo A. Consunji	3,142,935,927	96.93%	2,851,380	0.09%	96,809,527	2.99%
Nestor D. Dadivas	3,134,508,002	96.67%	2,851,380	0.09%	105,237,452	3.25%
<i>Independent Directors</i>						
Rogelio M. Murga	3,206,755,665	98.89%	7,711,760	0.24%	28,129,409	0.87%
Honorio O. Reyes-Lao	3,234,135,694	99.74%	7,711,760	0.24%	749,380	0.02%

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About SGV & Co.

SGV is the largest professional services firm in the Philippines. We provide assurance, tax, transaction and advisory services. In everything we do, we nurture leaders and enable businesses for a better Philippines. This Purpose is our aspirational reason for being that ignites positive change and inclusive growth. Our insights and quality services help empower businesses and the economy, while simultaneously nurturing our people and strengthening our communities. All this leads to building a better Philippines, and a better working world. SGV & Co. is a member firm of Ernst & Young Global Limited.

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