

# COVER SHEET

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SEC Registration Number

S E M I R A R A M I N I N G 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 B U I L D I N G  
2 2 8 1 P A S O N G T A M O E X T E N S I O N  
M A K A T I C I T Y

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

**Atty. John R. Sadullo**  
(Contact Person)

**888-3000**  
(Company Telephone Number)

1 2    3 1  
(Fiscal Year)

1 7 - C  
(Form Type)

*Month*    *Day*  
(Annual Meeting)

\_\_\_\_\_  
(Secondary License Type, If Applicable)

**Corporate Finance Dept.**  
Dept. Requiring this Doc.

\_\_\_\_\_  
Amended Articles Number/Section

\_\_\_\_\_  
Total No. of Stockholders

Total Amount of Borrowings  
\_\_\_\_\_  
Domestic                      Foreign

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To be accomplished by SEC Personnel concerned

\_\_\_\_\_  
File Number

\_\_\_\_\_  
LCU

\_\_\_\_\_  
Document ID

\_\_\_\_\_  
Cashier

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S T A M P S  
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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. March 6, 2012  
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  
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. (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>
<b>Common Shares</b>	<u>(Outstanding)</u> <b>356,250,000</b>
11. Indicate the item numbers reported herein: **Item 9.**

At the meeting held today, March 6, 2012, the Board of Directors of Semirara Mining Corporation (the "Corporation" or "SCC") upon motion duly made and seconded, unanimously approved the following:

1. **Annual Audited Financial Statements.** - Approval of the Corporation's audited financial statements for the year ended December 31, 2011 showing an audited consolidated Net Income After Tax of P6.0 billion from P3.95 billion in 2010. Consolidated EPS is P16.93, registering 40% improvement from 2010 EPS of P12.10. The net contribution to the bottom line by the coal segment and the power segment are P4.1 billion and P1.9 billion, respectively. On the overall, the increase was driven mainly by the higher effective average price of coal during the year and improvement in the performance of Unit 2 after rehab of the plant.
2. **Annual Stockholders' Meeting.** - Setting of Annual Stockholders' Meeting on May 7, 2012, 10:00 a.m., Fairways Room, Manila Golf & Country Club, Harvard Road, Forbes Park, Makati City. Stockholders of record as of March 20, 2012 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 May 2, 2012, 4:00 o'clock in the afternoon at the office of the Corporation. Attached is the Agenda of the Annual Stockholders' Meeting.

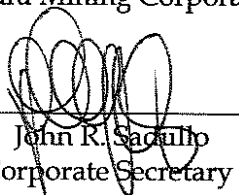
3. **External Auditor.** - The Board recommended the appointment of Sycip Gorres Velayo and Company as the Corporation's External Auditor for the year 2012.

**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. Saculho  
Corporate Secretary

Date : March 6, 2012



**SEMIRARA MINING CORPORATION**  
2<sup>nd</sup> 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 7, 2012, 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 2, 2011
- 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) RATIFICATION OF THE CORPORATION OF THE FOLLOWING:
  - (a) INTERIM SURETYSHIP
  - (b) SHAREHOLDER'S SUPPORT FOR CONSTRUCTION OVERRUNS AND
  - (c) PLEDGE OF 67% OF THE CORPORATION'S SHARES IN SOUTHWEST LUZON POWER GENERATION CORPORATION ("SLPGC")

TO GUARANTEE SLPGC'S LOAN UNDER THE OMNIBUS LOAN AND SECURITY AGREEMENT DATED FEBRUARY 24, 2012 EXECUTED AMONG THE CORPORATION, SLPGC, BDO UNIBANK INC., CHINA BANKING CORPORATION AND BANK OF THE PHILIPPINE ISLANDS

- 7) ELECTION OF DIRECTORS FOR 2012-2013
- 8) APPOINTMENT OF AN INDEPENDENT EXTERNAL AUDITOR
- 9) ADJOURNMENT

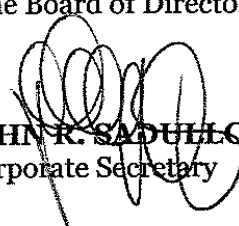
Stockholders of record as of **March 20, 2012** will be entitled to notice of, and vote at the said annual meeting or any adjournment or postponement thereof. Validation of proxies shall be held on May 2, 2012, 4:00 o'clock in the afternoon at the office of the Corporation.

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 6, 2012.

For the Board of Directors

By:

  
**JOHN R. SADULLO**  
Corporate Secretary