# **COVER SHEET**

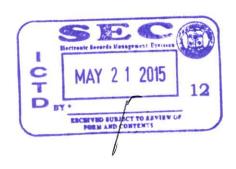
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KRISTINA JOYCE CARO-GAÑGA	···········	888-0999
Contact Person	Com	pany Telephone Number
	SEC FORM 17-C	
Month Day	FORM TYPE	Month Day
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### SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER



- 18 MAY 2015
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number AS093-005277
- 3. BIR Tax Identification No. 002-648-099-000
- 4. FEDERAL RESOURCES INVESTMENT GROUP, INC. Exact name of issuer as specified in its charter
- 5. **METRO MANILA, PHILIPPINES**Province, country or other jurisdiction of incorporation
- 6. (SEC Use Only) Industry Classification Code:
- 7. No. 35 San Antonio Street, San Francisco del Monte, Quezon City Address of principal office

1105 Postal Code

- 8. **(632)6376923** Issuer's telephone number, including area code
- NA
   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

Title of Each Class

Number of Shares of Common Stock
Outstanding and Amount of Debt Outstanding
40,899,000

COMMON SHARES OF STOCK

11. Indicate the item numbers reported herein: Item 4 and Item 9.

## Item 4. Resignation, Removal or Election of Registrant's Directors of Officers

 In a meeting of the Board of Directors of the Company held on 18 May 2015, the Board of Directors accepted and confirmed the resignation of the following directors of the Company who had tendered their resignation, effective as of the date their respective replacements are elected:

Ms. Anna Mei Nga Tia - Director and President

Ms. Maria Elena F. Alqueza - Director

Mr. John Edwin N. Co - Independent Director

The foregoing individuals did not have any disagreement with the Company on any matter relating to its operations, policies or practices.

Following the acceptance of the foregoing resignations, the following individuals who had been declared qualified by the Nominations Committee, were nominated and elected as directors or independent director, as the case may be, effective 18 May 2015, to serve for the unexpired term of their predecessors:

Mr. Santiago G. Araneta - Director

Mr. Miguel Angel A. Camahort - Director

Ms. Solita V. Delantar - Independent Director

- (2) Following the election of the new directors, the abovementioned meeting of the Board of Directors was adjourned. Immediately thereafter, a new meeting of the Board of Directors (composed of the remaining old directors and newly elected directors) was called to order. During such meeting, the following actions or resolutions were taken or approved:
  - (a) the Board of Directors accepted the resignation of Ms. Juana Lourdes M. Buyson who had tendered her resignation as a director of the Company, effective as of the date her replacement is elected. Mr. Fernando G. Araneta, who had been declared qualified by the Nominations Committee, was nominated and elected as a director, effective 18 May 2015, to serve for the unexpired term of his predecessor.
  - (b) the Board of Directors also accepted the resignation of the following individuals as officers of the Company who tendered their resignations effective as of the date their respective replacements are appointed. These individuals did not have any disagreement with the Company on any matter relating to its operations, policies or practices:

Mr. Manuel S. Delfin, Jr. - Chairman of the Board Ms. Anna Mei Nga Tia - Director and President

Mr. Klarence T. Dy - Treasurer

(c) the Board of Directors appointed the following individuals as officers of the Company, effective 18 May 2015:

Mr. Santiago G. Araneta - Chairman of the Board and Chief Executive Officer

Mr. Miguel Angel A. Camahort - President

Mr. Oscar Torres - Chief Financial Officer and Treasurer

#### Item 9. Other Items

On 18 May 2015, the Company entered into a Deed of Subscription with LBC Development Corporation ("LBC") relating to the issuance to LBC of 59,101,000 shares of the Company, at the issue value of PhP1.00 per share (equal to the par value of the common shares of the Company) or the aggregate price of Fifty Nine Million One Hundred One Thousand Pesos (Php59,101,000.00) ("Subscription Price"). The closing of the share issuance and subscription transaction subject of the Deed of Subscription is still subject to and conditioned upon the conduct and completion of a mandatory tender offer pursuant to the provisions of the Philippine Securities Regulations Code and its implementing rules and regulations, as well as the payment of the Subscription Price.

#### **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 hereunto duly authorized.

FEDERAL RESOURCES INVESTMENT GROUP, INC.

Issuer

Kristina Joyce Caro-Gañgan

Corporate Secretary/Compliance Officer

18 May 2015

Date