

COVER SHEET

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S.E.C. Registration Number

F E D E R A L R E S O U R C E S

I N V E S T M E N T G R O U P , I N C .

(Company's Full Name)

N O . 3 5 S A N A N T O N I O S T R E E T

S A N F R A N C I C O D E L M O N T E

Q U E Z O N C I T Y

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

KRISTINA JOYCE CARO-GAÑGAN

Contact Person

888-0999

Company Telephone Number

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Month

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Day

Fiscal Year

SEC FORM 17-C

FORM TYPE

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Month

Day

Annual Meeting

N/A

Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I.D.

Cashier

STAMPS

Remarks = pls. 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. **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** **1105**
Address of principal office Postal Code
8. **(632)6376923**
Issuer's telephone number, including area code
9. **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
COMMON SHARES OF STOCK	40,899,000
11. Indicate the item numbers reported herein: **Item 4 and Item 9.**

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

1. 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

18 May 2015

Date



Kristina Joyce Caro-Gañgan
Corporate Secretary/Compliance Officer