

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 S 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 C. CARO-GAÑAN

Contact Person

888-0999

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

SEC FORM 17-C

FORM TYPE

2ND Monday of June
of each year

Month Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

18

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU

Cashier

STAMPS

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. **29 JULY 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) 3646345**
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	100,000,000 ¹
11. Indicate the item numbers reported herein: **Items 2, 8 and 9.**

¹ Inclusive of 62,492,000 shares which are exempt from registration.

Item 2. Acquisition or Disposition of Assets

In a meeting of the Board of Directors of **FEDERAL RESOURCES INVESTMENT GROUP, INC.** ("FED" or the "Corporation") held on 29 July 2015, the Board of Directors approved the acquisition of up to 1,041,180,496 issued and outstanding shares of stock of LBC Express, Inc. (the "Assets") at a book value as reflected in the audited financial statements of LBC Express, Inc. as of 30 November 2014, which book value shall not be less than One Billion Pesos (Php1,000,000,000.00).

Item 8. Change in Fiscal Year

In the same meeting of the Board of Directors of FED, the Board of Directors approved the change of the Corporation's fiscal year from calendar year (i.e., first day of January to last day of December of each year) to first day of December of each year to the last day of November of the succeeding year, subject to the approval by the Securities and Exchange Commission (SEC) of the amendment of Article VI, Section 1 of its Amended By-Laws.

Item 9. Other events

1. The Board of Directors of FED also approved the following amendments to its Articles of Incorporation and By-Laws:

- (a) Amendment of the Title and the First Article of the Amended Articles of Incorporation of FED from "FEDERAL RESOURCES INVESTMENT GROUP, INC." to "LBC EXPRESS HOLDINGS, INC.";
- (b) Amendment of the Secondary Purposes of FED stated in the Second Article of its Amended Articles of Incorporation by deleting the first three paragraphs thereof and including the following statements:

"To reorganize, establish, maintain and operate, under the laws of the Republic of the Philippines or any other state, territory, nation, colony, province or government, one or more corporations, subsidiaries, affiliates, associations, firms, or entities, branches, representative or liaison offices, agencies or outlets for the purpose of accomplishing any or all of the objects for which the Corporation is organized;

"To assume or undertake or guarantee or secure, whether as solidary obligor, surety or guarantor or in any other capacity and either on its general credit or on the mortgage or pledge of any of its property, the whole or any part of the liabilities and obligations of any of its stockholders, subsidiaries or affiliates or any person, firm, association or corporation, whether domestic or foreign and whether a going concern or not, engaging in or previously engaged in a business which the Corporation is or may become authorized to carry on or which may be appropriate or suitable for the purposes of the Corporation;

"To guarantee, for and in behalf of the Corporation obligations of other corporations or entities in which it has lawful interest;

"To carry out all or any part of its purposes as principal, agent, factor, license, lessee, concessionaire, contractor or otherwise, either alone or in joint venture or association or

conjunction with any other person, firm, association, corporation, entity, whether government or private;

“To place any or all excess or idle funds or assets of the Corporation in short-term marketable securities and investments;

“To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the Corporation;

“To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the Corporation;

“To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines; and

“To conduct and transact any and all lawful business, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

- (c) Amendment of the Third Article of the Amended Articles of Incorporation and Second Article of the Amended By-Laws of FED to transfer the principal office address to LBC Hangar, General Aviation Centre, Domestic Airport Road, Pasay City, Metro Manila, Philippines;
- (d) Amendment of the Sixth Article of the Amended Articles of Incorporation as well as Article II, Section 1 and Article VII, Section 5 of the Amended By-Laws of the Corporation to increase the number of directors of FED from seven (7) to nine (9);
- (e) Amendment of the Seventh Article of the Amended Articles of Incorporation to increase the authorized capital stock of FED from ONE HUNDRED MILLION PESOS (Php100,000,000.00) divided into ONE HUNDRED MILLION (100,000,000) shares with par value of ONE PESO (Php1.00) per share to up to THREE BILLION PESOS (Php3,000,000,000.00) divided into up to THREE BILLION (3,000,000,000) shares with par value of ONE PESO (Php1.00) per share;
- (f) Amendment of Article VI, Section 2 of the Amended By-Laws of FED to read as follows:

“Dividends - Dividends may be declared from the unrestricted retained earnings of the company at such time and in such percentage as the Board of Directors may deem proper. No dividend shall be declared if it will impair the capital of the company. Stock dividends shall be declared in accordance with law.”

2. The foregoing amendments to the Amended Articles of Incorporation and Amended By-Laws of FED shall be submitted for approval of the stockholders of record of the Corporation as of July 31, 2015 in the annual meeting of the stockholders of the Corporation to be held on September 4, 2015.
3. In connection with the amendment of corporate name, the Board of Directors also approved the change of the trading symbol of FED in the Philippine Stock Exchange from “FED” to “LBC”.
4. The Board of Directors also approved the issuance of shares in one or more tranches, whether out of the increase in authorized capital stock or out of the unissued capital stock of the Corporation following such increase in capital stock (the “New Shares”) at a subscription price of One Peso (Php1.00) per share to LBC Development Corporation (the “Subscriber”), in such number as will be sufficient to fund the acquisition by the Corporation of the Assets and other investments, subject to the approval by the SEC of the Corporation’s application for the increase in its authorized capital stock and to acceptable documentation being arrived at, as well as the fulfillment of such conditions agreed upon by FED with the Subscriber. Furthermore, the Board of Directors authorized the application for the listing of the New Shares with the Philippine Stock Exchange, Inc. (“PSE”), subject to the listing requirements of the PSE.
5. The Board of Directors further approved the issuance of shares out of the unissued capital stock following the increase in the authorized capital stock of the Corporation to new investors and/or existing stockholders who are not otherwise related parties to fund the acquisition by the Corporation of the Assets and other investments as well as the listing of such shares with the PSE.
6. The Board of Directors likewise resolved to set the venue of the Annual General Meeting of the Shareholders of the Corporation at Crowne Plaza Manila Galleria, Ortigas corner Asian Development Bank Avenues, Quezon City, 1100 Metro Manila. The deadline for the submission of proxies to the Corporate Secretary shall be on August 25, 2015 and the validation of all proxies received by the Corporate Secretary shall take place on August 27, 2015.
7. Finally, the Board of Directors appointed the following persons as members of the various Board Committees:

Audit Committee

Oscar A. Torres
Solita V. Delantar

Compensation and Remuneration Committee

Miguel Angel A. Camahort
Solita V. Delantar

Nominations Committee

Santiago G. Araneta
Solita V. Delantar

SIGNATURES

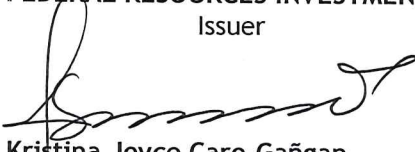
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FEDERAL RESOURCES INVESTMENT GROUP, INC.

Issuer

29 JULY 2015

Date



Kristina Joyce Caro-Gañan
Corporate Secretary/Compliance Officer