

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

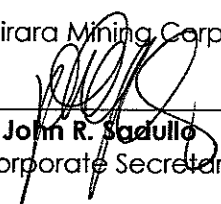
1. January 7, 2009
Date of Report
2. SEC Identification No.: 91447 3. BIR Tax Identification No.: 410-000-190-324
4. **SEMIRARA MINING CORPORATION**
Exact name of issuer as specified in its charter
5. **Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **2/F DMCI Plaza Bldg., 2281 Chino Roces Avenue, Makati City** **1231**
Address of principal office 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>
<u>(Outstanding)</u> |
|----------------------------|---|
| Common Shares | 277,572,800 |
11. Indicate the item numbers reported herein: **Item 9.**

We are submitting the attached certification, duly notarized, on the extent of the Corporation's compliance with its manual on corporate governance for the year 2008.

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. Sagullo
Corporate Secretary

Date : January 7, 2009

Republic of the Philippines}
Makati City, Metro Manila} S.S.

CERTIFICATE

I, **GEORGE G. SAN PEDRO**, of legal age, Filipino, with office address located at 2nd Floor, DMCI Plaza Bldg., 2281 Chino Roces Avenue, Makati City, under oath, does hereby depose and state that:


1. I am the incumbent Compliance Officer of **Semirara Mining Corporation**, (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with office address at 2nd Floor, DMCI Plaza Bldg., 2281 Chino Roces Avenue, Makati City;

2. In 2008, the Corporation substantially adopted all the provisions of the Manual on Corporate Governance, as prescribed by SEC Memorandum Circular No. 2 dated April 5, 2002, and that the relevant Circulars on Corporate Governance have been monitored;

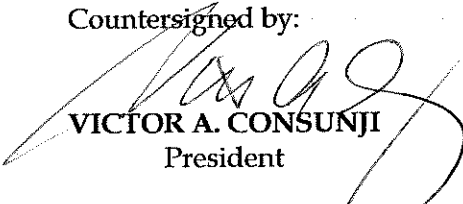
3. There were minor deviations in its compliance from the adopted Manual on Corporate Governance due mainly to organizational changes and issues that need to be addressed accordingly; and

4. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting on the Corporation's compliance with the Manual on Corporate Governance.

IN ATTESTATION OF THE ABOVE, I have signed this Certificate this JAN 07 2009 day of January 2009, at Makati City, Philippines.

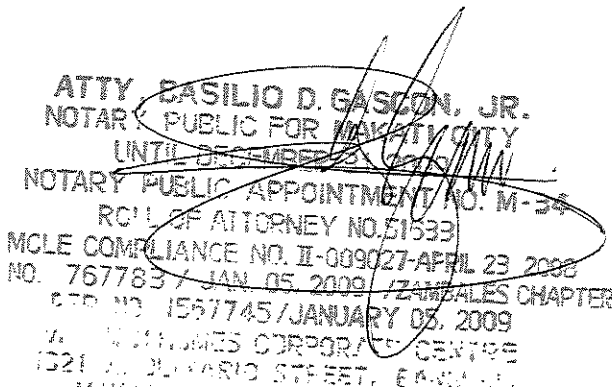

GEORGE G. SAN PEDRO
Compliance Officer

Countersigned by:


VICTOR A. CONSUNJI
President

SUBSCRIBED AND SWORN, to before me on this JAN 07 2009 day of January 2009, at Makati City, Metro Manila, by George G. San Pedro who has satisfactory proven to me his identity through his Philippine Passport with Passport No. TT0429860 issued in Manila and expiring on July 7, 2011; and he is the same person who personally signed before me the foregoing Certificate and acknowledged that he executed the same.

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Book No. 9
Page No. XXX
Series of 2009.


ATTY. BASILIO D. GASCON, JR.
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2009
NOTARY PUBLIC APPOINTMENT NO. M-34
ROLL OF ATTORNEY NO. 51533
MCLE COMPLIANCE NO. II-009027-APRIL 23 2008
IBP NO. 767783 / JAN. 05, 2009 / ZAMBALES CHAPTER
CTR. NO. 1567745 / JANUARY 05, 2009
V. M. JONES CORPORATION CENTRE
1521 ALVARADO STREET, ERMITA, MANILA