

SEAFRONT RESOURCES CORPORATION

Minutes of the Board of Directors' Regular Meeting

May 26, 2015, 12:00 Noon

Conference Room 1, 47th Floor, Yuchengco Tower RCBC Plaza
6819 Cor. Sen. Gil J. Puyat and Ayala Avenues, Makati City

PRESENT:

Ms. Helen Y. Dee	-	Chairman
Ms. Milagros V. Reyes	-	Director/President
Mr. Perry Y. Uy	-	Director/Treasurer
Mr. Albert S. Yuchengco	-	Director
Ms. Yvonne S. Yuchengco	-	Director
Dr. Reynaldo B. Veal	-	Director
Mr. Medel T. Nera	-	Director
Atty. Ernestine Carmen Jo D. Villareal-Fernando	-	Director

ABSENT:

Mr. Nicasio I. Alcantara	-	Director
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ALSO PRESENT:

Mr. Porfirio S. De Guzman, Jr.		
Atty. Samuel V. Torres	-	Corporate Secretary
Atty. Arlan P. Profeta	-	Asst. Corporate Secretary
Ms. Carlota R. Viray	-	Chief Financial Officer

I. Procedural

A. Determination of Quorum/Call to Order

The Chairman presided over the meeting and requested the Corporate Secretary to certify the existence of a quorum. After confirmation of the presence of a quorum, the Chairman called the meeting to order.



B. Approval of Minutes of the Previous Meeting

The Chairman requested the Board to review the Minutes of the February 20, 2015 meeting. Upon motion duly made and seconded, the Board approved the minutes of the previous meeting.

II. MANAGEMENT REPORT

The President, Ms. Milagros V. Reyes (MVR) updated the Board of Directors on the development in the Hermosa Ecozone Development Corporation (HEDC), as follows:

A. HEDC Investment

MVR mentioned that HEDC is now picking up in terms of locators. Out of the 156 ha Industrial Zone, 36.7 ha had already been sold. Total revenue to date is about P570 million, with operating income of P208 million. It was recalled that there are three reservations in the unsold portion which are now being developed. About 5.8 ha are reserved, amounting to P149 million when sold.

MVR noted that the mixed-use leisure and residential block is still not moving. There are prospects; however, there are no specific plans yet.

B. 25 Hectares for Proposed Solar Project

Penta Capital Investment Corporation and its Investors, the Legarda- Leviste Group and Derick Chua companies, visited the leisure area for proposed solar projects. Penta Capital has already made a reservation of P5 million for lot 926 for its 20 MW Solar Farm. This solar project would bring HEDC a yearly rental fee of P10 million for the 25 ha.

C. Marketing Update

MVR mentioned that the following companies showed interest in buying portions of HEDC's property:



- Philippine – Union Frozen Foods, Inc. (Northern Castle Development Realty Corp.) – 1.147 has at P2,750/sq. m;
- Big Lift Properties and Development Corp. – 1.024 has; and
- Orient Gold Crest – to build warehouses.

It was reported that negotiations with the following companies are ongoing:

NATIONALITY	BUSINESS LINE	AREA (Has.)	SUGGESTED LOCATION	STATUS
American	Gloves Manufacturing	1.7	Lot 2 Blk 8	Decision is expected by Q2 2015
Filipino	Logistics (container van storage)	2.5	Portions of Lot 4 Blk 6 and Lots 1 and 2 Blk 11	Site under evaluation
Filipino	Motorcycle Assembly	1.7	Lot 2 Blk 2	On-going feasibility studies

D. Project Development Update

It was reported that project development of Phase 2 is ongoing, including site grading and the construction of roadways and underground utilities (drainage, sewer, and water lines). Phase 2 is being developed on account of the increasing number of interested parties to locate within the Hermosa Ecozone Industrial Park.

E. Lot Registration and Titling

MVR reported that 144 out of 153 lots are already titled under the name of HEDC.

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F. HEDC Annual Stockholders' Meeting

MVR reported that HEDC held its Annual Stockholders' Meeting in Bataan on April 22, 2015. The Board and Officers still have the same composition, as follows:

Board of Directors:

Saturnino G. Belen, Jr.	–	Chairman
Caesar S. Sylianteng	–	Vice Chairman
Milagros V. Reyes	–	Director
Rommel M. Leuterio	–	Director
Jose Ma. De Leon	–	Director
Richard Osmond	–	Director
William H. Chua	–	Director
Willy S. Co	–	Director
Roberto Jose L. Castillo	–	Director
Antonio S. Payumo	–	Director

Officers:

Saturnino G. Belen, Jr.	–	Chairman/President/CEO
Caesar S. Sylianteng	–	Vice Chairman
Milagros V. Reyes	–	Treasurer
William H. Chua	–	Assistant Treasurer
Atty. Carlo L. Cruz	–	Corporate Secretary
Atty. Suzy Selleza	–	Assistant Corporate Secretary

Executive Committee

Chairman	–	Saturnino G. Belen, Jr.
Members	–	Jose Ma. A. de Leon
	–	Rommel M. Leuterio
	–	Milagros V. Reyes
	–	Caesar S. Sylianteng

Audit Committee

Chairman	–	Rommel M. Leuterio
Members	–	William H. Chua
		Antonio S. Payumo





G. Declaration of Dividends

MVR informed the Board that, for the first time, HEDC was able to declare dividends amounting to P68.874 million on May 31, 2015. The Company's share is P7.8 million, which was plowed back to HEDC to cover unpaid subscriptions. On June 1, 2015, the Company's subscribed capital is P99,999,900. Of this amount, P88,331,000 is already paid-up, giving a remaining unpaid amount of P11,668,900.

III. FINANCIAL REPORT

A. Financial Highlights

Ms. Carlota R. Viray (CRV) presented the Financial Highlights for the month of April 2015 (attached hereto as **Annex "A"**).

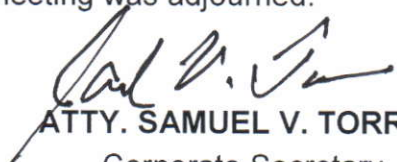
B. Approval of the First Quarter 2015 Financial Statements

In the absence of Mr. Nicasio I. Alcantara, Mr. Medel T. Nera, Member of the Audit Committee, recommended to the Board the approval of the First Quarter 2015 Financial Report (SEC Form No. 17-Q) to be submitted to the Securities and Exchange Commission. See attached **Annex "B"**. Upon motion duly made and seconded, the Board of Directors approved the same, as follows:

RESOLVED, that the First Quarter 2015 Financial Report (SEC Form No. 17Q) be approved for submission to the Securities and Exchange Commission.

V. ADJOURNMENT

There being no other matter to discuss, the meeting was adjourned.


ATTY. SAMUEL V. TORRES
Corporate Secretary 