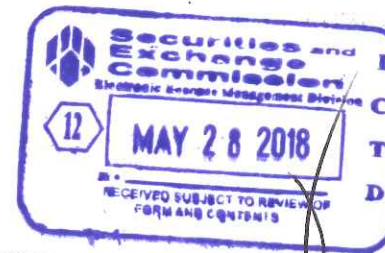


FORM 23-B

SECURITIES AND EXCHANGE COMMISSION
Metro Manila, Philippines


REVISED

☐ Check box if no longer subject to filing requirement

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES
Filed pursuant to Section 23 of the Securities Regulation Code

1. Name and Address of Reporting Person UPTON LAURENCE PETER (Last) (First) (Middle) The Executive Offices, Solaire Resort & Casino, Asean Avenue, Entertainment City (Street) Barangay Tambo, Parañaque City 1701 (City) (Province) (Postal Code)		2. Issuer Name and Trading Symbol BLOOMBERRY RESORTS CORPORATION (BLOOM)		7. Relationship of Reporting Person to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer _____ Other _____ (give title below) (specify below) Executive Vice President for VIP Marketing and Services	
		3. Tax Identification Number 316-724-304	5. Statement for Month/Year May 2018		
		4. Citizenship New Zealand	6. If Amendment, Date of Original (Month/Year) N.A.		

Table 1 - Equity Securities Beneficially Owned								
1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)			3. Amount of Securities Owned at End of Month		4. Ownership Form: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)	Price	%	Number of Shares		
Unclassified Shares	5/11/2018	55,473	(D)	Php12.16/share			(D)	
Unclassified Shares	5/11/2018	22,955	(D)	Php12.18/share			(D)	
Unclassified Shares	5/11/2018	2,066	(D)	Php12.20/share			(D)	
Unclassified Shares	5/11/2018	11,435	(D)	Php12.24/share			(D)	
Unclassified Shares	5/11/2018	47,905	(D)	Php12.26/share			(D)	
Unclassified Shares	5/11/2018	746	(D)	Php12.30/share			(D)	
Unclassified Shares	5/11/2018	70,093	(D)	Php12.36/share			(D)	
Unclassified Shares	5/15/2018	374	(D)	Php12.20/share			(D)	
Unclassified Shares	5/15/2018	3,740	(D)	Php12.24/share			(D)	
Unclassified Shares	5/15/2018	3,740	(D)	Php12.28/share			(D)	
Unclassified Shares	5/15/2018	3,740	(D)	Php12.30/share			(D)	
Unclassified Shares	5/15/2018	17,565	(D)	Php12.40/share			(D)	
Unclassified Shares	5/15/2018	3,740	(D)	Php12.42/share			(D)	
Unclassified Shares	5/15/2018	12,478	(D)	Php12.44/share			(D)	
Unclassified Shares	5/15/2018	15,029	(D)	Php12.46/share			(D)	
Unclassified Shares	5/15/2018	4,825	(D)	Php12.48/share			(D)	
Unclassified Shares	5/15/2018	5,985	(D)	Php12.52/share			(D)	
		TOTAL			0.00%	216,721	(D)	

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

(Print or Type Responses)

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
- (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
 - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
- (A) held by members of a person's immediate family sharing the same household;
 - (B) held by a partnership in which such person is a general partner;
 - (C) held by a corporation of which such person is a controlling shareholder; or
 - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

FORM 23-B (continued)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., warrants, options, convertible securities)**

[illegible]

Explanation of Responses:

Note: File **three (3)** copies of this form, one of which must be manually signed.
Attach additional sheets if space provided is insufficient.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate.
This report is signed in the City of Makati on MAY 25 2018.



Laurence Peter Upton

Title: Senior Vice President for International Marketing
(Signature of Reporting Person)

SUBSCRIBED AND SWORN to before me this MAY 25 2018, in Makati City, Metro Manila, affiant exhibiting to me his Passport No. LL855061 issued on 7 January 2016 in New Zealand and expiring on 7 January 2026.

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Series 2018



KAREN G. EMPENADO
Appointment No. M-282
Notary Public for Makati City
Until December 31, 2018
Penthouse, Liberty Center
104 H.V. dela Costa Street, Makati City
Roll No. 66325
PTR No. 6619644/Makati City/01-05-2018
IBF No. LRN-015033/Quezon City/May 30, 2016