

SECURITIES AND EXCHANGE COMMISSION  
Metro Manila, Philippines

FORM 23-B

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<br><b>Prime Metroline Holdings, Inc. (formerly Prime Metroline Transit Corp.)</b><br>(Last) (First) (Middle)<br><b>18/F Liberty Center, 104 H.V. dela Costa St.</b><br>(Street)<br><b>Salcedo Village, Makati City 1222</b><br>(City) (Province) (Postal Code) |                                         | 2. Issuer Name and Trading Symbol<br><b>Bloomerry Resorts Corporation (BLOOM)</b> |            | 3. Tax Identification Number<br><b>007-639-380</b>           |                                               | 5. Statement for Month/Year<br><b>February 2018</b> |                                                  | 7. Relationship of Reporting Person to Issuer<br>(Check all applicable)<br><br><div> <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner </div> <div> <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other </div> <div> <input type="checkbox"/> (give title below) </div> <div> <b>Controlling Shareholder</b> </div> |  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------|------------|--------------------------------------------------------------|-----------------------------------------------|-----------------------------------------------------|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
|                                                                                                                                                                                                                                                                                                        |                                         | 4. Citizenship<br><b>Filipino</b>                                                 |            | 6. If Amendment, Date of Original (Month/Year)<br><b>N/A</b> |                                               |                                                     |                                                  |                                                                                                                                                                                                                                                                                                                                                                          |  |
| Table 1 - Equity Securities Beneficially Owned                                                                                                                                                                                                                                                         |                                         |                                                                                   |            |                                                              |                                               |                                                     |                                                  |                                                                                                                                                                                                                                                                                                                                                                          |  |
| 1. Class of Equity Security                                                                                                                                                                                                                                                                            | 2. Transaction Date<br>(Month/Day/Year) | 4. Securities Acquired (A) or Disposed of (D)                                     |            |                                                              | 3. Amount of Securities Owned at End of Month |                                                     | 4. Ownership Form:<br>Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership                                                                                                                                                                                                                                                                                                                               |  |
|                                                                                                                                                                                                                                                                                                        |                                         | Amount                                                                            | (A) or (D) | Price                                                        | %                                             | Number of Shares                                    |                                                  |                                                                                                                                                                                                                                                                                                                                                                          |  |
| Unclassified Shares                                                                                                                                                                                                                                                                                    | 2/9/2018                                | 121,500,000                                                                       | (D)        | PhP12.74per share                                            |                                               |                                                     |                                                  |                                                                                                                                                                                                                                                                                                                                                                          |  |
| Unclassified Shares                                                                                                                                                                                                                                                                                    |                                         |                                                                                   |            |                                                              | 53.80%                                        | 5,935,972,444                                       | (D)                                              |                                                                                                                                                                                                                                                                                                                                                                          |  |
| Unclassified Shares                                                                                                                                                                                                                                                                                    |                                         |                                                                                   |            |                                                              | 8.35%                                         | 921,184,056                                         | (I)                                              | Controlling shareholder of the direct owner Quasar Holdings, Inc.                                                                                                                                                                                                                                                                                                        |  |

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)

| 1. Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Yr) | 4. Number of Derivative Securities Acquired (A) or Disposed of (D) |            | 5. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 6. Title and Amount of Underlying Securities |                            | 7. Price of Derivative Security | 8. No. of Derivative Securities Beneficially Owned at End of Month | 9. Ownership Form of Derivative Security; Direct (D) or Indirect (I) * | 10. Nature of Indirect Beneficial Ownership |
|------------------------|--------------------------------------------------------|------------------------------------|--------------------------------------------------------------------|------------|----------------------------------------------------------|-----------------|----------------------------------------------|----------------------------|---------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------|---------------------------------------------|
|                        |                                                        |                                    | Amount                                                             | (A) or (D) | Date Exercisable                                         | Expiration Date | Title                                        | Amount or Number of Shares |                                 |                                                                    |                                                                        |                                             |
| NA                     | NA                                                     | NA                                 | NA                                                                 | NA         | NA                                                       | NA              | NA                                           | NA                         | NA                              | NA                                                                 | NA                                                                     | NA                                          |
|                        |                                                        |                                    |                                                                    |            |                                                          |                 |                                              |                            |                                 |                                                                    |                                                                        |                                             |
|                        |                                                        |                                    |                                                                    |            |                                                          |                 |                                              |                            |                                 |                                                                    |                                                                        |                                             |
|                        |                                                        |                                    |                                                                    |            |                                                          |                 |                                              |                            |                                 |                                                                    |                                                                        |                                             |
|                        |                                                        |                                    |                                                                    |            |                                                          |                 |                                              |                            |                                 |                                                                    |                                                                        |                                             |
|                        |                                                        |                                    |                                                                    |            |                                                          |                 |                                              |                            |                                 |                                                                    |                                                                        |                                             |

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.

\_\_\_\_\_ Date

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 FEB 12 2018.

PRIME METROLINE HOLDINGS, INC.

By:



**SILVERIO BENNY J. TAN**

Director and Corporate Secretary

SUBSCRIBED AND SWORN to before me on this FEB 12 2018 in Makati City, Metro Manila, affiant exhibiting to me his Philippine Passport No. EC5225365 issued on 6 September 2015.

Doc. No. 22  
Page No. 6  
Book No. IV  
Series of 2018.



**KAREN G. EMPAYNADO**

Appointment No. M-282

Notary Public for Makati City

Until December 31, 2018

Penthouse, Liberty Center

104 H.V. & Sons Tower, Makati City

P.O. Box 325

PTR No. 6619644/Makati City/01-05-2018

IBP No. LRN-015033/Quezon City/May 30, 2007