

# 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. Date of Report (Date of earliest event reported)

Jul 23, 2018

2. SEC Identification Number

17514

3. BIR Tax Identification No.

320-000-599-760

4. Exact name of issuer as specified in its charter

RIZAL COMMERCIAL BANKING CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

6819 Ayala cor. Gil J. Puyat Ave., Makati City

Postal Code

0727

8. Issuer's telephone number, including area code

(02)894-9000

9. Former name or former address, if changed since last report

n.a.

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 Stock	1,935,628,775

11. Indicate the item numbers reported herein

1

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*





# Rizal Commercial Banking Corporation

## RCB

### PSE Disclosure Form 4-4 - Amendments to By-Laws

*References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules*

<b>Subject of the Disclosure</b>
Amendment to Article XI, Section 2 of the By-Laws
<b>Background/Description of the Disclosure</b>
Board of Directors Approval on Amendment of Article XI, Section 2 of the By-Laws

Date of Approval by Board of Directors	Mar 30, 2015
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	BSP, SEC
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	N/A
Date of Receipt of SEC approval	N/A

#### Amendment(s)

Article and Section Nos.	From	To
Article XI, Section 2	Please see attached By-Laws.	Please see attached Disclosure.

<b>Rationale for the amendment(s)</b>
To provide easier interpretation and protect capital base of the Bank.

#### The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the By-Laws with the SEC	TBA
Expected date of SEC approval of the Amended By-Laws	TBA

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

n.a.

**Other Relevant Information**

The amendment of this disclosure is to update the information that the amendment of the bylaws has been approved by the SEC and that this disclosure has been superseded by the disclosure of the SEC's final approval of the amendments. Please see attached disclosure made on May 22, 2018, with attached Amended Bylaws..

**Filed on behalf by:**

<b>Name</b>	Joyce Lacson
<b>Designation</b>	Assistant Corporate Secretary

# 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. Date of Report (Date of earliest event reported)

May 22, 2018

2. SEC Identification Number

17514

3. BIR Tax Identification No.

320-000-599-760

4. Exact name of issuer as specified in its charter

RIZAL COMMERCIAL BANKING CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

6819 Ayala cor. Gil J. Puyat Ave., Makati City

Postal Code

0727

8. Issuer's telephone number, including area code

894-9000

9. Former name or former address, if changed since last report

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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	1,399,918,397

11. Indicate the item numbers reported herein

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# Rizal Commercial Banking Corporation

## RCB

### PSE Disclosure Form 4-4 - Amendments to By-Laws

*References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

SEC Approval of Amendments to the Bank's Bylaws

#### Background/Description of the Disclosure

The approved amendments pertain to Articles i and XI of the Bank's Bylaws (see attached).

Date of Approval by Board of Directors	Jul 31, 2017
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	BSP
Date of Approval by Relevant Regulatory Agency, if applicable	Mar 21, 2018
Date of Approval by Securities and Exchange Commission	May 17, 2018
Date of Receipt of SEC approval	May 22, 2018

#### Amendment(s)

Article and Section Nos.	From	To
Article I	The Head Office of the Bank shall be in Makati, Rizal, Philippines.	The Head Office of the Bank shall be in Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines
Article XI	please see attached BSP Certificate of Authority	please see attached BSP Certificate of Authority

#### Rationale for the amendment(s)

Update head office address and update provision on dividends and profit sharing.

#### The timetable for the effectivity of the amendment(s)

<b>Expected date of filing the amendments to the By-Laws with the SEC</b>	Mar 22, 2018
<b>Expected date of SEC approval of the Amended By-Laws</b>	May 22, 2018

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

None

**Other Relevant Information**

Please see attached Certificate of Filing of Amended By-Laws and other relevant documents.

**Filed on behalf by:**

<b>Name</b>	Joyce Lacson
<b>Designation</b>	Assistant Corporate Secretary





REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION  
Ground Floor, Secretariat Building, PICC  
City Of Pasay, Metro Manila

COMPANY REG. NO. 17514

**CERTIFICATE OF FILING  
OF  
AMENDED BY-LAWS**

**KNOW ALL PERSONS BY THESE PRESENTS:**

**THIS IS TO CERTIFY that the Amended By-Laws of**

**RIZAL COMMERCIAL BANKING CORPORATION**

copy annexed, adopted on July 31, 2017 by majority vote of the Board of Directors pursuant to the authority duly delegated to it by the Bank's stockholders owning at least two-thirds (2/3) of the outstanding capital stock during the Annual Stockholders' Meeting on June 22, 2000, and certified under oath by the Corporate Secretary and majority of the said Board, was approved by this Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines (Batas Pambansa Blg. 68), approved on May 1, 1980 and Section 14 of Republic Act No. 8791 (The General Banking Law of 2000), and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 17<sup>th</sup> day of May, Twenty Eighteen.



  
**FERDINAND B. SALES**  
Director

Company Registration and Monitoring Department



# COVER SHEET

## for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

1 7 5 1 4

Former Company Name

R I Z A L C O M M E R C I A L B A N K I N G  
C O R P O R A T I O N

AMENDED TO:  
New Company Name

Principal Office ( No./Street/Barangay/City/Town)Province)

Y U C H E N G C O T O W E R R C B C P L A Z A  
6 8 1 9 A Y A L A A V E. cor. S E N . G I L P U Y A T  
A V E. M A K A T I C I T Y

ZIP CODE

Company Email Address

COMPANY INFORMATION

Company's Telephone Number/s

Mobile Number

### CONTACT PERSON INFORMATION

The designated person MUST be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

EVA MARIE M. SISON

EMSISON@RCBC.COM

894-9000 loc. 3102

Contact Person's Address

21/F TOWER II, RCBC PLAZA, 6819 AYALA AVE. COR. SEN. GIL PUYAT AVE., MAKATI CITY

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

☐  
☐  
☐  
☐  
☐

Corporate and Partnership Registration Division  
Green Lane Unit  
Financial Analysis and Audit Division  
Licensing Unit  
Compliance Monitoring Division



# **AMENDED BY-LAWS OF THE RIZAL COMMERCIAL BANKING CORPORATION**

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## **ARTICLE I HEAD OFFICE**

The Head Office of the Bank shall be in Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines. (As amended on July 31, 2017)

## **ARTICLE II CAPITAL STOCK**

### **Section 1: Certificate of Stock**

Ownership or proprietary interest in the assets of the Corporation shall be evidenced by Certificates of Shares of the capital stock of the Corporation. Certificates of Stocks shall be numbered and registered in the order in which they are issued, and shall be signed by the Chairman or by the Vice-Chairman and counter-signed by the Secretary or any officer appointed by the Board of Directors and sealed with the Seal of the Corporation. All blank Certificates shall be bound in a book, each Certificate having a stub, and shall be issued in consecutive order therefrom, and in the stub thereof shall be entered the number of the Certificate, the name of the person owning the shares therein represented, the number of shares, and the date of issued thereof. All Certificates exchanged or returned to the Corporation shall be marked with the word "Cancelled", with the date of the cancellation by the Secretary, and shall be immediately noted in the certificate book upon the stub.

### **Section 2: Record of Transfers**

There shall be kept by the Secretary of the Corporation a book known to be as the Stock and Transfer Book, containing the names, alphabetically arranged, of the stockholders of the Corporation, showing their places of residence, the number of shares of stock held by them respectively, the time when they respectively became owners thereof, and all other entries required by law. Transfer of stock shall be made only on the Transfer Book of the Corporation by the holder, in person or by duly authorized attorney, on surrender of the Certificate or Certificates representing the stock to be transferred. Every Power of Attorney or authority to transfer stock shall be in writing, duly executed and filed with the Corporation. The Transfer Book of the Corporation may be closed for transfer of stock and/or recording of new stockholders twenty (20) days before the stockholders' meeting and ten (10) days before the

declaration of dividends.

***Section 3: Loss of Stock Certificates***

In case of loss or destruction of any Certificate, a duplicate may be issued in accordance with Republic Act No. 201

***Section 4: Reservation of Shares***

The principal organizers of the Bank, Messrs. Gaudencio E. Antonino and Alfonso T. Yuchengco, who have extended their time and effort without remuneration, shall each have the option to purchase P200,000.00 worth of shares at par value, provided that each must exercise the option to purchase P40,000.00 worth of shares at par each year for five (5) years commencing 12 months from the date of operation of the Rizal Commercial Banking Corporation. The option rights granted hereby may be exercised in full or in part but the rights not exercised during the year are considered waived. For this purpose, P200,000.00 worth of unissued shares are hereby reserved for a period of five (5) years commencing 12 months from date of operation of the commercial bank.

The rights granted herein to the above-mentioned organizers are transmissible not only to their heirs but also to their assigns.

**ARTICLE III  
UNPAID SUBSCRIPTIONS**

***Section 1: Calls***

The Board of Directors shall have the right to call for the payment in whole or in part of any and all unpaid subscriptions.

***Section 2: Interest***

Interest at the rate to be fixed by the Board of Directors shall be collected on all such subscriptions not paid when called for, to be computed from the date of payment specified in the call.

**ARTICLE IV  
STOCKHOLDERS**

***Section 1: Annual Meetings***

- a. All meetings of stockholders shall be held at the head office of the

Corporation.

b. The annual meetings of stockholders shall be held on the last Monday of the month of June of each year at 4:00 o'clock in the afternoon if not a legal holiday, otherwise, on the next business day following. (As amended on February 26, 2002)

c. Notice of such meeting shall be delivered personally or by registered mail with return card, postage prepaid, at least fifteen (15) days prior to the date thereof, addressed to each stockholder at his address appearing in the books of the Corporation. In such notice, there shall appear, in addition to the date, hour, and place of such meeting, a statement of the matters to be taken up at such meeting.

d. The Chairman, and in his absence or inability, the Corporate Vice-Chairman of the Board of Directors, shall preside at all meetings of the stockholders. (As amended on June 26, 2006)

e. Any stockholder shall be allowed to vote either in person or by proxy duly executed in writing, signed by the person represented and presented to the Secretary before the meeting commences.

f. The election shall be by ballots, and every stockholder entitled to vote shall have the right to vote in person or by proxy the number of shares of stock standing in his own name on the stock books of the Corporation at the time the books were closed in accordance with the provisions of Section 2, Article II of this By-Laws, and said stockholder may vote such number of shares for as many persons as there are directors, or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit; Provided, that the whole number of votes cast by him shall not exceed the number of shares owned by him, as shown by the books of the Corporation, multiplied by the whole number of directors to be elected; and Provided, that no stock declared delinquent by the Board of Directors for unpaid subscriptions shall be voted.

g. Quorum — A quorum at any meeting, whether regular or special, shall consist of stockholders owning the majority of the subscribed capital stock represented in person or by proxy. Except as otherwise provided by law, a majority of such quorum shall decide any question that may come before the meeting.

## **Section 2: Special Meetings**

Special meetings of the stockholders may be called for any purpose at any time by the Chairman of the Board of Directors, or by the holders of not less than one-third (1/3) of the subscribed capital stock of the Corporation. Notice of every such special meeting shall be served by personal delivery or by registered mail with return card,

postage prepaid, not less than five (5) days prior to the date fixed for such meeting, to each stockholder at his address appearing in the books of the Corporation, stating the purpose of the meeting. Such notice may be waived in writing.

The procedure of voting by proxy, computation of votes, place of meetings and quorum for such special meetings shall be the same as that for annual meetings.

**Section 3: Order of Business**

The order of business at the annual meeting, and so far as possible at all other meetings of the stockholders, shall be:

- a. Calling the roll.
- b. Proof of the due notice of meeting.
- c. Reading and disposal of any unapproved minutes.
- d. Annual reports of Officers.
- e. Election of Directors.
- f. Unfinished business
- g. New business
- h. Adjournment

**ARTICLE V  
BOARD OF DIRECTORS**

**Section 1: Number**

The corporate powers of the Corporation shall be vested in, exercised, its business conducted, and its property controlled by a Board of Directors composed of fifteen (15) members, at least two-thirds (2/3) of whom shall be citizens of the Philippines. (Amended on June 28, 2004)

With regard to independent directors, the SEC Memorandum Circular No. 16 (Series of 2002) on Guidelines on the Nomination and Election of Independent Directors, the pertinent implementing rules of the Securities Regulation Code and other existing laws, rules and regulations on the matter as may be applicable from time to time are hereby incorporated by way of reference. (As amended on May 30, 2005)

**Section 2: Election of Directors**

The Directors shall be elected at the annual meeting of stockholders, each of whom shall hold office for a term of one (1) year or until his successor shall have been duly chosen and qualified. The fifteen candidates receiving the highest number of votes shall be declared elected. (As amended on March 27, 2006)



No person shall be qualified or be eligible for nomination or election to the Board of Directors if he is engaged in any business that competes with or is antagonistic to that of the corporation, its subsidiaries or affiliates, as may be determined by the Board of Directors, in the exercise of its judgment in good faith, by at least a majority vote. Without limiting the generality of the foregoing, a person shall be deemed to be so engaged:

(i) If he is an employee, officer, manager or controlling person, or the owner (either of record or beneficially) of ten per cent (10%) or more of any outstanding class of shares, of any corporation (other than one in which the Corporation owns at least thirty per cent (30%) of the capital stock) or entity engaged in a business that the Board of Directors, by at least a majority vote, determines to be competitive or antagonistic to that of the Corporation or any of its subsidiaries or affiliates; or

(ii) If he is an employee, officer, manager or controlling person, or the owner (either of record or beneficially) of ten per cent (10%) or more of any outstanding class of shares, of any corporation or entity engaged in any line of business of the Corporation or any of its subsidiaries or affiliates, when in the judgment of the Board of Directors, by at least a majority vote, the laws against combinations and restraint of trade shall be violated by such person's membership in the Board of Directors; or

(iii) If the Board of Directors, in the exercise of its judgment in good faith, determines by at least a majority vote, that he is a nominee of any person set forth in (i) and (ii) above. (As amended on March 27, 2006)

In determining whether or not a person is a controlling person, beneficial owner, or the nominee of another, the Board of Directors may take into account such factors as business and family relationships. (As amended on March 27, 2006)

For the proper implementation of this provision, all nominations for election of directors by the stockholders shall be submitted in writing to the President and the Secretary at the Corporation's principal place of business at least thirty (30) working days before the regular or special meeting of stockholders for the purpose of electing directors. (As amended on November 27, 2006)

If for any reason, the annual meeting of the stockholders for the election of the Directors shall not be held at the time appointed by this By-Laws, or shall be adjourned, the directors then in office shall continue in office until such election shall have been held and their successors duly chosen and qualified.

**Section 3: Regular Meetings**

The Board of Directors shall hold a regular meeting, either in person or by teleconference/videoconference, on the last Monday of each month, at 3:00 o'clock in the afternoon at the head office of the Corporation, unless otherwise determined by the Board: Provided, that in no case shall any regular Board meeting be held outside of the Philippines. Should the date appointed for a regular meeting fall on a legal holiday, the meeting shall be held at the same hour on the next succeeding business day. With regard to teleconference/videoconference, the provisions of SEC Memorandum Circular No. 15 (Series of 2001), and other pertinent rules of the Securities and Exchange Commission on the matter, as may be applicable from time to time, are hereby incorporated by way of reference. (As amended on November 27, 2006)

**Section 4: Order of Meetings**

The order of business of any meeting of the Board of Directors, regular or otherwise, shall be:

- a. Reading and disposal of Minutes.
- b. Reports of Officers.
- c. Unfinished business.
- d. New business.
- e. Adjournment.

**Section 5: Special Meetings**

A special meeting of the Board of Directors, either held in person or by teleconference/videoconference, may be called at any time by the Chairman or at the written request of any three (3) members of the Board. Notice for such special meeting shall be sent by the Secretary to the Directors at their registered addresses, in such a manner that it shall be received by them not less than twenty-four (24) hours previous to the hour set for the meeting. (As amended on March 27, 2006)

The special meeting shall be held at the head office of the Corporation, unless otherwise determined by the Board of Directors; Provided, that in no case shall any special Board meeting be held outside of the Philippines. With regard to teleconference/videoconference, the provisions of SEC Memorandum Circular No. 15 (Series of 2001), and other pertinent rules of the Securities and Exchange Commission on the matter, as may be applicable from time to time, are hereby incorporated by way of reference. (As amended on March 27, 2006)

**Section 6: Quorum**

A majority of the incumbent Directors shall constitute a quorum at any meeting

and a majority of the members in attendance at any Board meeting shall decide its action. (As amended on January 31, 1975)

**Section 7: Vacancies**

Vacancies in the Board of Directors, occurring during the year, shall be filled for the unexpired term by election or appointment made by the remaining Directors, if still constituting a quorum, and the person so elected or appointed shall hold office until the election of his successor at the next general meeting of stockholders. Should the number of Directors be reduced to less than a quorum, vacancies in the Board shall be filled by the stockholders owning and/or representing a majority of the subscribed capital stock at a special meeting duly called for that purpose.

Whether any such vacancies shall be filled or not shall be left at the discretion of the Board of Directors, except when the remaining members of the Board do not constitute a quorum, in which case, enough vacancies shall be filled to constitute such.

**Section 8: Directors' Fees**

A Per Diem, as may be determined from time to time by stockholders owning or representing a majority of the subscribed capital stock at any regular or special meeting, shall be paid to each Director for attendance at any meeting of the Board of Directors for each day of session; Provided, however, that nothing herein contained shall be construed to preclude any Director from serving in any other capacity and receiving compensation therefor. (As amended on April 11, 1995)

**Section 9: Presiding Officer**

The Chairman, and in his absence or inability, the Corporate Vice-Chairman, shall be the Presiding Officer of the Board of Directors and shall decide on all matters to be included in the Agenda. The Chairman and the Corporate Vice-Chairman shall be a director. The Chairman may concurrently hold the position of Executive Vice-Chairman. (As amended on November 27, 2006)

**Section 10: Executive Committee**

There shall be an Executive Committee composed of a Chairman and at least four (4) members to be elected by the Board of Directors from among themselves, each to serve for a period of one (1) year from date of election. The Executive Committee shall have the power to act and pass upon such matters as the Board of Directors may entrust to it for action in between meetings of the said Board of Directors. Matters affecting general policy shall always be referred to the Board of Directors for decision. The members of the Executive Committee may at the discretion of the Board of Directors, be paid a Per Diem for every meeting attended by them in such amount as

may be determined by the Board of Directors from time to time. (As amended on December 19, 2005)

The Board of Directors shall adopt rules and procedures for the implementation of this Section. (As amended on April 11, 1995)

***Section 11: Other Committees***

The Board of Directors may create such other committees as it may deem necessary for the best interest of the Bank.

**ARTICLE VI**  
**ADVISORY BOARD**

There shall be an Advisory Board, the number and membership of which shall be fixed at the discretion of the Board of Directors but which in no case shall exceed ten (10) members. The members of the Advisory Board shall attend meetings of the Board of Directors (but without any right to vote therein), shall exercise such powers, perform such functions and enjoy such emoluments and privileges as the Board of Directors may approve. (As amended on April 28, 1960)

**ARTICLE VII**  
**OFFICERS**

***Section 1: Officers***

The officers of the Corporation shall be a President, and one or more Vice-Presidents (one or more of whom may be designated as Executive Vice-President or as Senior Vice-President or by other designation), as the Board of Directors may determine, a Treasurer, an Assistant Treasurer, a Secretary, and such other Officers as the Board may create from time to time. The President shall be a director. (As amended on January 29, 2007)

Unless prohibited by law, two (2) or more positions not incompatible with each other may be held concurrently by the same person.

**ARTICLE VIII**  
**POWERS AND DUTIES OF THE OFFICERS**



***Section 1: The President***

The President shall be the Chief Executive Officer of the Bank and shall execute and administer the policies approved by the Board. He shall have direct and immediate supervision over the operations and management of the Bank, and in general perform all duties incident to the office of the President and Chief Executive Officer. He shall be a member of the Executive Committee and of all major management committees. He shall also exercise such other powers as may be vested upon him by the Board not incompatible with law or this By-laws.

The President may delegate some of his administrative responsibilities to other officers of the Bank, subject to such rules and limitations which the Board may prescribe. (As amended on January 29, 2007)

***Section 2: The Vice-Presidents***

The Vice-Presidents shall exercise such powers and perform such duties as the Board of Directors may from time to time prescribe.

***Section 3: The Assistant Vice-Presidents***

The Assistant Vice-Presidents shall exercise such powers and perform such duties as the Board of Directors may from time to time prescribe and such powers and duties as may be delegated by the President.

***Section 4: Treasurer***

The Treasurer shall have such powers and duties as are incident to his office and shall have care and custody of all the funds and securities of the Corporation. He may also exercise such powers and perform such duties as the Board of Directors may prescribe.

***Section 5: Assistant Treasurer***

The Assistant Treasurer shall exercise the powers and duties of the Treasurer whenever the latter is absent or unable to perform his functions. He may also exercise such powers and perform such duties as the Board of Directors may prescribe.

***Section 6: The Secretary***

The Secretary shall give due notice and keep the Minutes of all meetings of the stockholders of the Bank and of the Board of Directors; have custody of the Stock Certificate Book, Stock and Transfer Book and the Corporate Seal; prepare ballots for the annual election and keep a complete and up-to-date roll of the stockholders and

their addresses. He shall also perform such duties as are incident to his office and those which may be required of him by the Board of Directors.

***Section 7: Other Officers***

The Board of Directors may create such positions for other officers as may be deemed necessary and proper.

***Section 8: Compensation of Officers and Employees***

The Board of Directors shall fix the compensation of all Officers and employees of the Corporation.

(As amended on November 27, 2006)

**ARTICLE IX  
INTERNAL AUDITOR**

There shall be an Internal Auditor responsible and reporting directly to the Board of Directors, or if so directed by the Board, to an audit or similar committee composed of a Chairman and two (2) members to be elected by the Board from among its members who are not connected with the Management.

With the end in view of assisting Management in achieving operational efficiency and assuring the effective discharge of its responsibilities, the Internal Auditor shall determine whether internal controls and safeguards over Bank activities/operations and assets are adequate and effective and, where necessary, recommend changes thereof, verify whether Bank and government policies, rules and regulations are properly and efficiently carried out and implemented; and develop and maintain an internal auditing system for the effective review and analysis of Bank activities/operations. He shall also perform such other duties inherent in, or are incident to, his office and such other functions as may be required of him from time to time by the Board of Directors or the above-mentioned Committee of the Board. He shall not, however, install or develop procedures, prepare records or engage in other activities which he would normally review or appraise. (As amended on April 11, 1978)

**ARTICLE X  
SIGNATURES**

***Section 1:*** All notes, drafts, checks, acceptances, letters of credit, letters of delegation, orders for payment of money and all negotiable instruments obligating the Bank for the payment of money shall be signed by the Officers designated by the Board of Directors.

**ARTICLE XI**  
**DIVIDENDS AND PROFIT SHARING**

**Section 1.** Dividends shall be declared and paid out of the surplus profits of the Bank as often and as such times as the Board of Directors may determine after making provisions for the necessary reserves in accordance with law and the regulations of the Central Bank of the Philippines.

**Section 2.** A maximum of 2% but not less than 1% of the net earnings resulting from the operation of the Bank, after provisions for taxes and after deductions as may be required by law or regulations, may be distributed as follows: (As amended on July 31, 2017)

- (a) 60% to be divided among the Board of Directors and the Advisory Board, each as a separate unit, in such proportion as may be determined by the Chairman. The amount allocated to the Board of Directors shall be distributed equally among the members thereof, except that the Chairman shall receive double the share of each member. The amount allocated to the Advisory Board shall be distributed equally among the members.
- (b) 40% to be distributed equally among the members of the Executive Committee, except that the Chairman shall receive double the share of each member.

The Chairman may, in the exercise of his or her discretion and taking into account the long-term interest of the Bank into consideration, reduce the amounts distributed under this Section. (As amended on July 31, 2017)

For the purpose of computing the profit sharing under this Section, the increment resulting from the revaluation of the properties of the Bank and the sale of capital assets shall not be taken into consideration. (As amended on July 31, 2017)

The remainder of the earnings may be added to surplus or undivided profits, or distributed as dividends, or otherwise disposed of in accordance with the best judgment of the Board of Directors.

The foregoing provisions of this Section shall be subject to compliance with the existing corporate and banking laws and regulations. (As amended on July 31, 2017)

**ARTICLE XII**  
**CORPORATE SEAL**

The Corporate Seal of the Bank shall consist of a design to be approved by the Board of Directors with the name "RIZAL COMMERCIAL BANKING CORPORATION" prominently displayed.

**ARTICLE XIII**  
**FISCAL YEAR**

The fiscal year shall be the calendar.

**ARTICLE XIV**  
**AMENDMENTS**

This By-Laws may be repealed or amended by stockholders owning or representing a majority of the subscribed capital stock at any regular meeting of the same or at any special meeting called for the purpose, subject to the limitations provided for in Section 4, Article IV hereof. The stockholders shall be furnished a copy of the proposed amendments together with the notice of the meeting. (As amended on January 31, 1975)

**ARTICLE XV**  
**TRUST BUSINESS**

The trust and fiduciary business of the Bank shall be carried out through the Trust and Investments Division, which to the extent possible shall be organizationally, operationally, administratively and functionally separate and distinct from other groups, department and/or businesses of the Bank.

The Board of Directors shall be responsible for the proper administration and management of trust and other fiduciary business of the Bank, provided that such responsibility including the acceptance, termination or closure of trust and fiduciary account may be delegated to the Trust Committee or to the officers(s) of the Trust and Investments Division subject to the guidelines set by the Board.

The Board of Directors shall create the Trust Committee of five (5) members, two (2) of whom shall be ex-officio members, namely: the President and the Head of the Trust and Investments Division and the remaining three (3) members shall be incumbent members of the Board and qualified to be appointed as such under existing

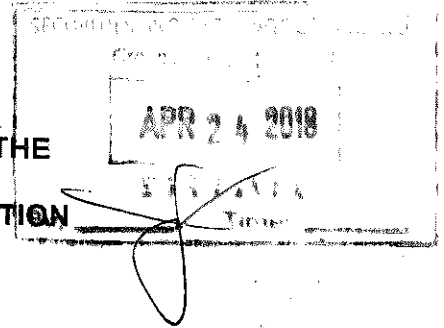


Central Bank Regulations. (As amended on June 28, 2004)

The organizational structure of the Trust and Investments Division shall include departments, sections or units, the manpower complement of which may be increased or decreased depending on the needs of the business. (As amended on April 10, 1991)

ADOPTED at MAKATI, RIZAL, PHILIPPINES, this 2nd day of January, 1963.

**DIRECTORS' CERTIFICATE OF AMENDMENT TO THE  
AMENDED BY-LAWS  
OF THE RIZAL COMMERCIAL BANKING CORPORATION**



KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being at least a majority of the members of the Board of Directors, the Chairman, and the Corporate Secretary of **RIZAL COMMERCIAL BANKING CORPORATION** (the "Corporation"), a corporation organized and existing under and by virtue of the laws of the Philippines with principal office at Makati, Metro Manila, Philippines, do hereby certify that:

At its meeting on 31 July 2017 held in Makati City, the Board of Directors of the Corporation unanimously approved the amendment of Article I and Article XI, Section 2 of the By-Laws of the Corporation, through the passage of the following resolution:

"BE IT RESOLVED, AS IT IS HEREBY RESOLVED, that the Corporation approves the amendment of Articles I and XI of the Corporation's By-Laws to read as follows:

**'ARTICLE I  
HEAD OFFICE**

The Head Office of the Bank shall be in Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines.

**'ARTICLE XI  
DIVIDENDS AND PROFIT SHARING**

"Section 1. Dividends shall be declared and paid out of the surplus profits of the Bank as often and as such times as the Board of Directors may determine after making provisions for the necessary reserves in accordance with law and the regulations of the Central Bank of the Philippines.

Section 2. A maximum of 2% but not less than 1% of the net earnings resulting from the operation of the Bank, after provisions for taxes and after deductions as may be required by law or regulations, may be distributed as follows:

(a) 60% to be divided among the Board of Directors and the Advisory Board, each as a separate unit, in such proportion as may be determined by the Chairman. The amount allocated to the Board of Directors shall be distributed equally among the members thereof, except that the Chairman shall receive double the share of each member. The amount allocated to the Advisory Board shall be distributed equally among the members.

(b) 40% to be distributed equally among the members of the Executive Committee, except that the

Chairman shall receive double the share of each member.

The Chairman may, in the exercise of his or her discretion and taking into account the long-term interest of the Bank into consideration, reduce the amounts distributed under this Section.

For the purpose of computing the profit sharing under this Section, the increment resulting from the revaluation of the properties of the Bank and the sale of capital assets shall not be taken into consideration.

The remainder of the earnings may be added to surplus or undivided profits, or distributed as dividends, or otherwise disposed of in accordance with the best judgment of the Board of Directors.

The foregoing provisions of this Section shall be subject to compliance with the existing corporate and banking laws and regulations.'

BE IT RESOLVED FURTHER, AS IT IS HEREBY RESOLVED, that the directors and appropriate officers of the Corporation, be as each of them hereby is, authorized to execute and file the necessary certifications and documents and to do all things necessary in connection with the approved amendment to the By-Laws."

II

During the Annual Stockholders Meeting on 22 June 2000, the shareholders delegated to the Board of Directors the power to amend or repeal the By-laws or adopt new By-laws pursuant to Section 48 of the Corporation Code.


III


The attached Amended By-Laws of the Corporation is a true and correct copy of the By-Laws of the Corporation, as amended by the Board of Directors of the Corporation at its regular meeting on 31 July 2017.


IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_ day of March 2018 at Makati City.

**THE RIZAL COMMERCIAL BANKING CORPORATION'S  
BOARD OF DIRECTORS**

  
**HELEN Y. DEE**  
Chairperson  
TIN: 101-562-982

  
**CESAR E. A. VIRATA**  
Director/Corporate Vice-Chairperson  
TIN: 167-999-197

  
**GEORGE GILBERT G. DELA CUESTA**  
Corporate Secretary  
TIN: 152-651-227

  
**GIL A. BUENAVENTURA**  
Director / President / CEO  
TIN: 106-903-830

Director  
TIN: 436-953-691


Director  
TIN: 458-346-757

**JOHN LAW**  
Director  
TIN: 467-705-580

**YUH-SHING (FRANCIS) PENG**  
Director  
TIN: 467-790-592

**FLORENTINO M. HERRERA**  
Director  
TIN: 106-098-926

  
**ARMANDO M. MEDINA**  
Independent Director  
TIN: 106-572-777

  
**MELITO S. SALAZAR, JR.**  
Independent Director  
TIN: 109-818-555

**ADELITA A. VERGEL DE DIOS**  
Independent Director  
TIN: 120-883-438

  
**AMB. LILIA R. BAUTISTA**  
Independent Director  
TIN: 120-436-744

**GABRIEL S. CLAUDIO**  
Independent Director  
TIN: 153-846-478

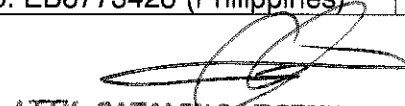
  
**VAUGHN F. MONTES**  
Independent Director  
TIN: 106-905-477

  
**JUAN B. SANTOS**  
Independent Director  
TIN: 125-382-111

SUBSCRIBED and SWORN to before me, this day of MAR 05 2018, affiants exhibiting to me their respective competent evidence of identity as indicated below:

Name	Competent Evidence of Identity	
	Type of ID and Number	Expiry Date
Helen Y. Dee	Passport No. EB9694250 (Philippines)	Nov. 26, 2018
George Gilbert G. dela Cuesta	IBP Lifetime Member No. 03276	No expiry
Cesar E. A. Virata	Passport No. P5643899 (Philippines)	Jan. 16, 2028
Gil A. Buenaventura	Passport No. P1316244A (Philippines)	Dec. 18, 2021
Tze Ching Chan	Passport No. KJ0167637 (Hong Kong)	Apr. 29, 2021
Richard G. A. Westlake	Passport No. LL227741 (New Zealand)	Apr. 14, 2020
John Law	Passport No. 11CF38543 (France)	July 12, 2021
Yuh-Shing (Francis) Peng	Passport No. 305092071 (China)	Jan. 13, 2022
Florentino M. Herrera, Jr.	Passport No. EC3606842 (Philippines)	Mar. 6, 2020
Armando M. Medina	Passport No. EC4279016 (Philippines)	May 27, 2020
Melito S. Salazar	Passport No. P5932777A (Philippines)	Feb. 5, 2028
Adelita A. Vergel	Passport No. EB8789113 (Philippines)	July 25, 2018
Amb. Lilia R. Bautista	Passport No. EC1817562 (Philippines)	Aug. 5, 2019
Gabriel S. Claudio	Passport No. EC3575904 (Philippines)	Mar. 2, 2020
Vaughn F. Montes	Passport No. EC1633576 (Philippines)	July 14, 2019
Juan B. Santos	Passport No. EB8773428 (Philippines)	July 23, 2018

Doc. No. 218  
Page No. 44  
Book No. 394  
Series of 2018.

  
**ATTY. CATALINO VICENTE L. ARABIT**  
Notary Public  
Appointment No. M-20(2017-2018)  
Until 31 December 2018  
PTR NO. 6616390;01-04-18; Makati City  
IBP NO. 020208;01-04-18; Makati City  
ROLL NO. 40145





# BANGKO SENTRAL NG PILIPINAS

## CENTRAL POINT OF CONTACT DEPARTMENT IV

### CERTIFICATE OF AUTHORITY

#### KNOW ALL MEN BY THESE PRESENTS:

By virtue of the authority vested by the Monetary Board in its Resolution No. 1559 dated 08 December 2005, I hereby certify that the following amendments to the Amended By-Laws of:

#### RIZAL COMMERCIAL BANKING CORPORATION

Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City

to wit:

<u>Reference</u>	<u>From</u>	<u>Subject</u> <u>To</u>
ARTICLE I  HEAD OFFICE	The Head Office of the Bank shall be in Makati, Rizal, Philippines.	The Head Office of the Bank shall be in <u>Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines.</u>
ARTICLE XI  DIVIDENDS	<i>Section 2:</i> Should the annual net profits or net earnings, after income tax but before profit sharing bonus, from the operations of the Bank after deducting the expenses of administration and the amount corresponding to the reserves as provided in the next preceding Section, exceed an amount representing a return on investment on [average capital] based upon the average rate during the year in review of Philippine Government 91-day Treasury Bills but in no case less than 12%, the following percentage of such excess amount (hereinafter referred to as the "Excess	<u>DIVIDENDS AND PROFIT SHARING</u>  <i>Section 2:</i> <u>A maximum of 2% but not less than 1% of the net earnings resulting from the operation of the Bank, after provisions for taxes and after deductions as may be required by law or regulations, may be distributed as follows:</u>  <u>(a) 60% to be divided among the Board of Directors and the Advisory Board, each as a separate unit, in such proportion as may be determined by the Chairman. The amount allocated to the Board of Directors shall be distributed equally among the</u>



Amount") shall be divided among the members of the Board of Directors and the Advisory Board, the members of the Executive Committee and the Officers, as follows:

6% to be divided among the Board of Directors and the Advisory Board, each as a separate unit, in such proportion as may be determined by the Compensation Committee. The amount allocated to the Board of Directors shall be distributed equally among the members thereof, except that the Chairman shall receive double the share of each member. The amount allocated to the Advisory Board shall be distributed equally among its members.

4% to be distributed equally among the members of the Executive Committee, except that the Chairman shall receive double the share of each member.

10% to be distributed among the Officers in such amounts that may be recommended by Senior Management and as may be approved by the Chairman of the Board.

Provided, However, That if the return on investment as computed above shall fall within the following ranges, the following additional profit sharing bonus shall be awarded to Officers only, in such amounts as may be determined by Senior Management and as may be approved by the Chairman of the Board, which additional bonus shall in the aggregate be equivalent to the percentage of the Excess Amount as set forth below:

members thereof, except that the Chairman shall receive double the share of each member. The amount allocated to the Advisory Board shall be distributed equally among the members.

(b) 40% to be distributed equally among the members of the Executive Committee, except that the Chairman shall receive double the share of each member.

The Chairman may, in the exercise of his or her discretion and taking into account the long-term interest of the Bank into consideration, reduce the amounts distributed under this Section.

For the purpose of computing the profit sharing under this Section, the increment resulting from the revaluation of the properties of the Bank and the sale of capital assets shall not be taken into consideration.

The remainder of the earnings may be added to surplus or undivided profits, or distributed as dividends, or otherwise disposed of in accordance with the best judgment of the Board of Directors.

The foregoing provisions of this Section shall be subject to compliance with the existing corporate and banking laws and regulations.



Excess of ROI Over 91-Day T-Bill Average Rate	Percentage of Excess Amount Allocated as Additional Bonus
5% but not over 10%	1%
Over 10% but not over 15%	2%
Over 15% but not over 20%	3%
Over 20% but not over 25%	4%
Over 25%	5%

For the purpose of computing the above profit sharing, the increment resulting from the revaluation of properties of the Bank in 1994 shall not be taken into consideration, except as follows:

For 1995 and 1996 profits	None
For 1997 profits	20% of revaluation increment
For 1998 profits	40% of revaluation increment
For 1999 profits	60% of revaluation increment
For 2000 profits	80% of revaluation increment
For 2001 and succeeding years profits	100% of revaluation increment

The remainder of the earnings may be added to surplus or undivided profits, or distributed as dividends or otherwise disposed of in accordance with the best judgment of the Board of Directors.

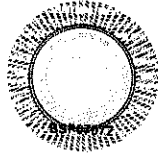
The foregoing provisions of this Section shall be subject to compliance with the existing corporate banking laws and regulations. (As amended on April 11, 1995)

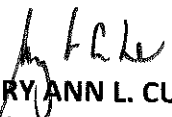
approved by the board of directors of the Bank pursuant to the authority duly delegated to it by the Bank's stockholders owning at least two-thirds (2/3) of the outstanding capital stock during the Annual Stockholders' Meeting on 22 June 2000, and duly certified by the corporate secretary and majority of the directors, are in accordance with law.



This Certificate is hereby issued to enable the Rizal Commercial Banking Corporation to register its Amended By-Laws with the Securities and Exchange Commission pursuant to Sections 48 of Batas Pambansa Blg. 68 (The Corporation Code of the Philippines) and Section 14 of Republic Act No. 8791 (The General Banking Law of 2000).

IN WITNESS WHEREOF, I have hereunto set my hand and caused the official seal of the Bangko Sentral ng Pilipinas to be affixed this 21<sup>st</sup> day of March 2018 at Manila, Philippines.



  
**MARY ANN L. CUBE**  
Officer-in-Charge



**BANGKO SENTRAL NG PILIPINAS**

**CENTRAL POINT OF CONTACT DEPARTMENT IV**

22 March 2018

**Atty. Ferdinand B. Sales**

Director

Company Registration and Monitoring Department

Securities and Exchange Commission

PICC Complex, Roxas Boulevard

1307 PASAY CITY

Dear Atty. Sales:

**Subject: Amendments to the Amended By-Laws**

We are transmitting for filing and registration the amendment to the Amended By-Laws of Rizal Commercial Banking Corporation as approved by the Bangko Sentral ng Pilipinas on 15 March 2018.

Enclosed is the Certificate of Authority dated 21 March 2018 together with the following documents:

1. Directors' Certificate;
2. Proposed Amended By-Laws;
3. General Information Sheet; and
4. Secretary's Certificate on the delegation of authority to the Board of Directors to amend, repeal or adopt new By-Laws.

Very truly yours,

  
**MARY ANN L. CUBE**  
Officer-in-Charge

Attachment: As stated

*Note: This letter together with its attachments will be hand-delivered by the RCBC's representative.*

ORIGINAL

## COVER SHEET

1 7 5 1 4

S.E.C. Registration Number

R I Z A L C O M M E R C I A L B A N K I N G

C O R P O R A T I O N

(Company's Full Name)

6 8 1 9 A Y A L A A V E N U E C O R N E R G I L

P U Y A T A V E N U E M A K A T I C I T Y

(Business Address: No. Street City/ Town/ Province)

GEORGE GILBERT G. DELA CUESTA

Contact Person

894-95-59

Company Telephone Number

## GENERAL INFORMATION SHEET 2017

1 2 3 1

Month Day  
Fiscal Year

FORM TYPE

0 6

Month Day  
Annual Meeting

GSED

Secondary License Type, If Applicable

C F D

Dept. Requiring this Doc.

Amended Articles Number/Section

831

Total No. Of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks= pls. Use black ink for scanning purposes

GENERAL INFORMATION SHEET (GIS)		
FOR THE YEAR 2017		
STOCK CORPORATION		
<b>GENERAL INSTRUCTIONS:</b> 1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING. 2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED. 3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION. 4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE PAGE OF THE GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE. 5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE CENTRAL RECEIVING SECTION, GROUND FLOOR, SEC BLDG., EDSA, MANDALUYONG CITY. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER WITH A STANDARD COVER PAGE. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE. CORPORATIONS SUBMITTING A COPY OF THEIR GIS ONLINE OR VIA INTERNET SHALL SUBMIT ONE (1) HARD COPY OF THE GIS, TOGETHER WITH A CERTIFICATION UNDER OATH BY ITS CORPORATE SECRETARY THAT THE COPY SUBMITTED ONLINE CONTAINS THE EXACT DATA IN THE HARD COPY. 6. ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED. 7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS		
***** PLEASE PRINT LEGIBLY *****		
<b>CORPORATE NAME:</b>	RIZAL COMMERCIAL BANKING CORPORATION	<b>DATE REGISTERED:</b>
<b>BUSINESS/TRADE NAME:</b>	RIZAL COMMERCIAL BANKING CORPORATION	9/23/1960
<b>SEC REGISTRATION NUMBER:</b>	17514	<b>FISCAL YEAR END:</b>
<b>DATE OF ANNUAL MEETING PER BY-LAWS:</b>	Last Monday of June	December 31
<b>ACTUAL DATE OF ANNUAL MEETING:</b>	6/27/2017 [note: June 26, 2017 (Monday) was declared a holiday]	<b>CORPORATE TAX IDENTIFICATION NUMBER (TIN):</b>
<b>COMPLETE PRINCIPAL OFFICE ADDRESS:</b>	Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines	049-000-599-760
<b>COMPLETE BUSINESS ADDRESS:</b>	Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Sen. Gil Puyat Avenue, Makati City, Philippines	<b>WEBSITE/URL ADDRESS:</b>
<b>NAME OF EXTERNAL AUDITOR &amp; ITS SIGNING PARTNER:</b>	Punongbayan & Araullo/Ms. Maria Isabel E. Comedia	www.rcbc.com
<b>SEC ACCREDITATION NUMBER (if applicable):</b>	0002-FR-4	<b>E-MAIL ADDRESS:</b>
<b>PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:</b>	Expanded Commercial Banking	<b>TELEPHONE NUMBER(S):</b>
<b>INDUSTRY CLASSIFICATION:</b>	Banking	519-7595
<b>GEOGRAPHICAL CODE:</b>		
***** INTERCOMPANY AFFILIATIONS *****		
<b>PARENT COMPANY</b>	<b>SEC REGISTRATION NO.</b>	<b>ADDRESS</b>
PAN MALAYAN MANAGEMENT & INVESTMENT CORP.	25516	48/F Yuchengco Tower, RCBC Plaza 6819 cor. Ayala Avenue and Sen. Gil J. Puyat Avenue, Makati City
<b>SUBSIDIARY/AFFILIATE</b>	<b>SEC REGISTRATION NO.</b>	<b>ADDRESS</b>
RCBC Savings Bank, Inc.	AS096-00449	25th and 26th Streets, Bonifacio Global City, Taguig City
Merchants Savings and Loan Assoc., Inc.	74138	J.P. Laurel Avenue (Acacia Section) corner Villa Abrielle Street, Davao City, 8000, Philippines
RCBC Capital Corporation	54446	21st /F Tower II, RCBC Plaza, Ayala Avenue cor Gil Puyat Avenue Makati City
RCBC Forex Brokers Corporation	A199804737	8th /F Yuchengco Tower, RCBC Plaza, Ayala Avenue cor Gil Puyat Avenue Makati City
RCBC-JPL Holding Company, Inc.	39929	Pres. Laurel Bldg., President Jose P. Laurel Highway, Tansuena City, Batangas
NOTE: USE ADDITIONAL SHEET IF NECESSARY		

**CERTIFIED TRUE COPY**

*George Gilbert G. dela Cuesta*

**GEORGE GILBERT G. DELA CUESTA**

**Corporate Secretary**





<b>GENERAL INFORMATION SHEET</b> <b>STOCK CORPORATION</b> <div style="border-top: 1px solid black; border-bottom: 1px solid black; text-align: center; font-size: small;">===== PLEASE PRINT LEGIBLY =====</div>	
Corporate Name: _____	
<b>A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365)</b> <span style="float: right;"> <input type="radio"/> Yes    <input checked="" type="radio"/> No         </span>	
Please check the appropriate box:	
<b>1.</b> <input checked="" type="checkbox"/> a. Banks <input type="checkbox"/> b. Offshore Banking Units <input type="checkbox"/> c. Quasi-Banks <input type="checkbox"/> d. Trust Entities <input type="checkbox"/> e. Non-Stock Savings and Loan Associations <input type="checkbox"/> f. Pawnshops <input type="checkbox"/> g. Foreign Exchange Dealers <input type="checkbox"/> h. Money Changers <input type="checkbox"/> i. Remittance Agents <input type="checkbox"/> j. Electronic Money Issuers <input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.	<div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <b>4.</b> <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <b>5.</b> <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <b>6.</b> Company service providers which, as a business, provide any of the following services to third parties:         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <input type="checkbox"/> a. acting as a formation agent of juridical persons  <input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons   <input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement   <input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <b>7.</b> Persons who provide any of the following services:         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <input type="checkbox"/> a. managing of client money, securities or other assets   <input type="checkbox"/> b. management of bank, savings or securities accounts   <input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies   <input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities         </div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;"> <b>8.</b> <input type="checkbox"/> None of the above         </div> <div style="border: 1px solid black; padding: 5px;">           Describe nature of business: _____         </div>
<b>2.</b> <input type="checkbox"/> a. Insurance Companies <input type="checkbox"/> b. Insurance Agents <input type="checkbox"/> c. Insurance Brokers <input type="checkbox"/> d. Professional Reinsurers <input type="checkbox"/> e. Reinsurance Brokers <input type="checkbox"/> f. Holding Companies <input type="checkbox"/> g. Holding Company Systems <input type="checkbox"/> h. Pre-need Companies <input type="checkbox"/> i. Mutual Benefit Association <input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)	
<b>3.</b> <input type="checkbox"/> a. Securities Dealers <input type="checkbox"/> b. Securities Brokers <input type="checkbox"/> c. Securities Salesman  <input type="checkbox"/> d. Investment Houses <input type="checkbox"/> e. Investment Agents and Consultants <input type="checkbox"/> f. Trading Advisors <input type="checkbox"/> g. Other entities managing Securities or rendering similar services <input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies <input type="checkbox"/> i. Close-end Investment Companies <input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities <input type="checkbox"/> k. Transfer Companies and other similar entities <input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on <input type="checkbox"/> m. Entities administering or otherwise dealing in valuable objects <input type="checkbox"/> n. Entities administering or otherwise dealing in cash substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)	
<b>B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?</b> <span style="float: right;"> <input checked="" type="radio"/> Yes    <input type="radio"/> No         </span>	

**GENERAL INFORMATION SHEET**  
**STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====

<b>CORPORATE NAME:</b>								<b>RIZAL COMMERCIAL BANKING CORPORATION</b>									
<b>CAPITAL STRUCTURE</b>																	
<b>AUTHORIZED CAPITAL STOCK</b>																	
		<b>TYPE OF SHARES *</b>	<b>NUMBER OF SHARES</b>	<b>PAR/STATED VALUE</b>	<b>AMOUNT (Php) (No. of shares X Par/Stated Value)</b>												
		common	1,400,000,000	10.00	14,000,000,000.00												
		preferred	200,000,000	10.00	2,000,000,000.00												
<b>TOTAL</b>			<b>1,600,000,000</b>	<b>TOTAL P</b>	<b>16,000,000,000.00</b>												
<b>SUBSCRIBED CAPITAL</b>																	
<b>FILIPINO</b>	<b>NO. OF STOCK-HOLDERS</b>	<b>TYPE OF SHARES *</b>	<b>NUMBER OF SHARES</b>	<b>NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **</b>	<b>PAR/STATED VALUE</b>	<b>AMOUNT (Php)</b>					<b>% OF OWNERSHIP</b>						
	755	common	925,614,754	506,483,185	10.00	9,256,147,540.00					66.11%						
	77	preferred	278,577	278,577	10.00	2,785,770.00					0.02%						
<b>TOTAL</b>			<b>925,893,331</b>	<b>TOTAL</b>	<b>TOTAL P</b>	<b>9,258,933,310.00</b>					<b>66.13%</b>						
<b>FOREIGN (INDICATE BY NATIONALITY)</b>	<b>NO. OF STOCK-HOLDERS</b>	<b>TYPE OF SHARES *</b>	<b>NUMBER OF SHARES</b>	<b>NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **</b>	<b>PAR/STATED VALUE</b>	<b>AMOUNT (Php)</b>					<b>% OF OWNERSHIP</b>						
OtherAlien(OA)	2	common	474,086,678	214,444	10.00	4,740,866,780.00					33.86%						
Chinese (CH)	5	common	214,236	214,236	10.00	2,142,360.00					0.02%						
American (US)	2	common	104	104	10.00	1,040.00					0.00%						
Australian(AU)	1	common	100	100	10.00	1,000.00					0.00%						
British (UK)	1	common	1	1	10.00	10.00					0.00%						
Austrian (AS)	1	common	1	1	10.00	10.00					0.00%						
Taiwanese(TW)	1	common	1	1	10.00	10.00					0.00%						
French (FR)	1	common	1	1	10.00	10.00					0.00%						
Chinese (CH)	1	preferred	416	416	10.00	4,160.00					0.00%						
<b>Percentage of Foreign Equity :</b>			<b>TOTAL</b>	<b>474,301,538</b>	<b>TOTAL</b>	<b>TOTAL P</b>	<b>4,743,015,380.00</b>					<b>33.87%</b>					
			<b>TOTAL SUBSCRIBED</b>			<b>P</b>										<b>14,001,948,690.00</b>	
<b>PAID-UP CAPITAL</b>																	
<b>FILIPINO</b>	<b>NO. OF STOCK-HOLDERS</b>	<b>TYPE OF SHARES *</b>	<b>NUMBER OF SHARES</b>	<b>PAR/STATED VALUE</b>	<b>AMOUNT (Php)</b>					<b>% OF OWNERSHIP</b>							
	755	common	925,614,754	10.00	9,256,147,540.00					66.11%							
	77	preferred	278,577	10.00	2,785,770.00					0.02%							
<b>TOTAL</b>			<b>925,893,331</b>	<b>TOTAL P</b>	<b>9,258,933,310.00</b>												
<b>FOREIGN (INDICATE BY NATIONALITY)</b>	<b>NO. OF STOCK-HOLDERS</b>	<b>TYPE OF SHARES *</b>	<b>NUMBER OF SHARES</b>	<b>PAR/STATED VALUE</b>	<b>AMOUNT (Php)</b>					<b>% OF OWNERSHIP</b>							
OtherAlien(OA)	2	common	474,086,678	10.00	4,740,866,780.00					33.86%							
Chinese (CH)	5	common	214,236	10.00	2,142,360.00					0.02%							
American (US)	2	common	104	10.00	1,040.00					0.00%							
Australian(AU)	1	common	100	10.00	1,000.00					0.00%							
British (UK)	1	common	1	10.00	10.00					0.00%							
Austrian (AS)	1	common	1	10.00	10.00					0.00%							
Taiwanese(TW)	1	common	1	10.00	10.00					0.00%							
French (FR)	1	common	1	10.00	10.00					0.00%							
Chinese (CH)	1	preferred	416	10.00	4,160.00					0.00%							
<b>33.87 %</b>			<b>TOTAL</b>	<b>474,301,538</b>	<b>TOTAL P</b>	<b>4,743,015,380.00</b>											
			<b>TOTAL PAID-UP</b>			<b>P</b>										<b>14,001,948,690.00</b>	
<b>NOTE: USE ADDITIONAL SHEET IF NECESSARY</b>																	
* Common, Preferred or other classification																	
** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.																	

# GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:

RIZAL COMMERCIAL BANKING CORPORATION

## DIRECTORS / OFFICERS

NAME AND NATIONALITY	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.
1. HELEN Y. DEE, Filipino	N	C	F	Y	N/A	
2. CESAR E.A. VIRATA, Filipino	N	M	M	Y	N/A	
3. GIL A. BUENAVENTURA, Filipino	N	M	M	Y	President & CEO	
4. TZE CHING CHAN, Chinese	N	M	M	Y	N/A	
5. RICHARD G.A. WESTLAKE, New Zealander	N	M	M	Y	N/A	
6. JOHN LAW, French and Taiwanese	N	M	M	Y	N/A	
7. YUH-SHING PENG, Taiwanese	N	M	M	Y	N/A	C/M N/M
8. FLORENTINO M. HERRERA, JR., Filipino	N	M	M	Y	N/A	
9. ARMANDO M. MEDINA, Filipino	N		M	Y	N/A	
10. JUAN B. SANTOS, Filipino	N		M	Y	N/A	
11. MELITO S. SALAZAR, JR., Filipino	N		M	Y	N/A	C/M A/C N/M
12. ADELITA A. VERGEL DE DIOS, Filipino	N		F	Y	N/A	C/C A/M N/C
13. AMB. LILIA R. BAUTISTA, Filipino	N		F	Y	N/A	
14. GABRIEL S. CLAUDIO, Filipino	N		M	Y	N/A	C/M N/M
15. VAUGHN F. MONTES, Filipino	N		M	Y	N/A	C/M A/M N/M

### INSTRUCTION:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER,

SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

# GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: RIZAL COMMERCIAL BANKING CORPORATION						
DIRECTORS / OFFICERS						
NAME AND NATIONALITY	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.
16. GEORGE GILBERT G. DELA CUESTA, Filipino	N		M	N	Corporate Secretary	
17. JOYCE CORINE O. LACSON, Filipino	N		F	N	Assistant Corporate Secretary	
18. JOCELYN GRACE N. NAVATO, Filipino	N		F	N	Assistant Corporate Secretary	
19. CHESTER Y. LUY, Filipino	N		M	N	Treasurer	
5. (up to June 30, 2017) RICHARD DAVID C. FUNK II, Filipino	N		M	N	Chief Compliance Officer	
6. (starting July 1, 2017) ANA LUISA S. LIM, Filipino	N		F	N	OIC - Chief Compliance Officer	
7.						
8.						
9.						
10.						
11.						
12.						
13.						
14.						
15.						

INSTRUCTION:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET  
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====					
<b>CORPORATE NAME:</b> RIZAL COMMERCIAL BANKING CORPORATION					
<b>TOTAL NUMBER OF STOCKHOLDERS:</b>		846	<small>NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:</small> 639		
<b>TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:</b>		P521.193 Million			
STOCKHOLDER'S INFORMATION					
NAME AND NATIONALITY	SHARES SUBSCRIBED				AMOUNT PAID (PhP)
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP	
1. PCD Nominee Corporation (non-Filipino) Other Allen (OA) G/F MSE Building, 6767 Ayala Avenue, Makati City	common	474,086,677	4,740,866,770.00	33.86%	4,740,866,770.00
<b>TOTAL</b>		<b>474,086,677</b>	<b>4,740,866,770.00</b>		
2. Pan Malayan Management & Investment Corp. Filipino 48/F Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue cor. Gil Puyat Avenue, Makati City	common	473,963,631	4,739,636,310.00	33.85%	4,739,636,310.00
<b>TOTAL</b>		<b>473,963,631</b>	<b>4,739,636,310.00</b>		
3. PCD Nominee Corporation Filipino G/F MSE Building, 6767 Ayala Avenue, Makati City	common	419,469,060	4,194,690,600.00	29.96%	4,194,690,600.00
<b>TOTAL</b>		<b>419,469,060</b>	<b>4,194,690,600.00</b>		
4. Sybase Equity Investments Corp. Filipino 10/F L. V. Locsin Building, 6752 Ayala Avenue, Makati City	common	23,528,800	235,288,000.00	1.68%	235,288,000.00
<b>TOTAL</b>		<b>23,528,800</b>	<b>235,288,000.00</b>		
5. Aboltiz & Company, Inc. Filipino Aboltiz Corporate Center, Gov. Manuel A. Cinco Avenue, Kasambagan, Cebu City	common	3,103,530	31,035,300.00	0.22%	31,035,300.00
<b>TOTAL</b>		<b>3,103,530</b>	<b>31,035,300.00</b>		
6. Hydee Management & Resource Corp. Filipino 10/F Grepallife Building, 221 Sen. Gil Puyat Avenue, Makati City	common	2,173,349	21,733,490.00	0.12%	21,733,490.00
<b>TOTAL</b>		<b>2,173,349</b>	<b>21,733,490.00</b>		
7. Francisco Genaro Ozamis Lon Filipino 550 Mangga Street, Juna Subdivision, Matina, Davao City	common	600,000	6,000,000.00	0.04%	6,000,000.00
<b>TOTAL</b>		<b>600,000</b>	<b>6,000,000.00</b>		
<b>TOTAL AMOUNT OF SUBSCRIBED CAPITAL</b>			<b>13,969,250,470.00</b>	<b>99.73%</b>	
<b>TOTAL AMOUNT OF PAID-UP CAPITAL</b>					

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

**GENERAL INFORMATION SHEET  
STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====

<b>CORPORATE NAME:</b> RIZAL COMMERCIAL BANKING CORPORATION					
<b>TOTAL NUMBER OF STOCKHOLDERS:</b>		846		<b>NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:</b> 639	
<b>TOTAL ASSETS BASED ON LATEST AUDITED FS:</b>		P521.193 Million			
<b>STOCKHOLDER'S INFORMATION</b>					
NAME AND NATIONALITY	SHARES SUBSCRIBED				AMOUNT PAID (PhP)
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP	
8. Rizalino S. Navarro Filipino 46/F RCBC Plaza Yuchengco Tower, RCBC Plaza, Ayala Avenue, Makati	common	260,865	2,608,650.00	0.02%	2,608,650.00
	<b>TOTAL</b>	260,865	2,608,650.00		
9. A. T. Yuchengco, Inc. Filipino 48/F Yuchengco Tower, RCBC Plaza, Ayala Avenue cor. Gil Puyat Avenue, Makati	common	255,190	2,551,900.00	0.02%	2,551,900.00
	<b>TOTAL</b>	255,190	2,551,900.00		
10. Carmencita delas Alas Concepcion Filipino 17 Tanguile Street, Forbes Park, Makati, Metro Manila	common	224,490	2,244,900.00	0.02%	2,244,900.00
	<b>TOTAL</b>	224,490	2,244,900.00		
11. Carlos delas Alas Filipino 47 Roosevelt North, Greenhills, San Juan	common	114,298	1,142,980.00	0.01%	1,142,980.00
	<b>TOTAL</b>	114,298	1,142,980.00		
12. Cornello delas Alas Filipino 47 Roosevelt North, Greenhills, San Juan	common	114,195	1,141,950.00	0.01%	1,141,950.00
	<b>TOTAL</b>	114,195	1,141,950.00		
13. Frederick Chan Filipino 267 Ibanez Street, Little Bagulo, San Juan	common	111,677	1,116,770.00	0.01%	1,116,770.00
	<b>TOTAL</b>	111,677	1,116,770.00		
14. Yang Jin Liang Chinese 16 Simbal Street, Talayan Village, Quezon City	common	100,000	1,000,000.00	0.01%	1,000,000.00
	<b>TOTAL</b>	100,000	1,000,000.00		
<b>TOTAL AMOUNT OF SUBSCRIBED CAPITAL</b>			11,807,150.00	0.08%	11,807,150.00
<b>TOTAL AMOUNT OF PAID-UP CAPITAL</b>					
<b>INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS</b>					
<small>Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.</small>					

**GENERAL INFORMATION SHEET  
STOCK CORPORATION**

PLEASE PRINT LEGIBLY

<b>CORPORATE NAME:</b> RIZAL COMMERCIAL BANKING CORPORATION					
<b>TOTAL NUMBER OF STOCKHOLDERS:</b>		846	<b>NO. OF STOCKHOLDERS WITH 10 OR MORE SHARES EACH:</b> 639		
<b>TOTAL ASSETS BASED ON LATEST AUDITED FS:</b>		P521.193 Million			
<b>STOCKHOLDER'S INFORMATION</b>					
NAME AND NATIONALITY	SHARES SUBSCRIBED				AMOUNT PAID (PhP)
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP	
15. Josie Padilla Rufino Filipino 29 Banaba Road, South Forbes Park, Makati City	common	92,865	928,650.00	0.01%	928,650.00
	TOTAL	92,865	928,650.00		
16. Rodolfo del Rosario Filipino 201 Recoletos Street, Urdaneta Village, Makati City	preferred	81,521	815,210.00	0.01%	815,210.00
	TOTAL	81,521	815,210.00		
17. Manuel C. Lombos and/or Meyrick J. Lombos Filipino No. 3 Kamias Road, Ayala Westgrove Heights, Silang, Cavite	common	68,574	685,740.00	0.00%	685,740.00
	TOTAL	68,574	685,740.00		
18. Shuebin Yao Chinese Unit 706 Ayala Tower One & Exchange Plaza, Ayala Avenue corner Paseo de Roxas, Makati City	common	57,000	570,000.00	0.00%	570,000.00
	TOTAL	57,000	570,000.00		
19. Shuoyu Yao Chinese Unit 706 Ayala Tower One & Exchange Plaza, Ayala Avenue corner Paseo de Roxas, Makati City	common	57,000	570,000.00	0.00%	570,000.00
	TOTAL	57,000	570,000.00		
20. Josefin Padilla Rufino Filipino 29 Banaba Road, South Forbes Park, Makati City	common	54,292	542,920.00	0.00%	542,920.00
	TOTAL	54,292	542,920.00		
21. OTHERS (Indicate the number of the remaining stockholders) 826	common	1,480,383	14,803,830.00	0.12%	16,778,550.00
	preferred	197,472	1,974,720.00		
	TOTAL	1,677,855	16,778,550.00		
<b>TOTAL AMOUNT OF SUBSCRIBED CAPITAL</b>			20,891,070.00	0.15%	14,001,948,690.00
<b>TOTAL AMOUNT OF PAID-UP CAPITAL</b>					
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS					
Note: For PDTC Nominees included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.					



## GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====			
<b>CORPORATE NAME:</b>			
RIZAL COMMERCIAL BANKING CORPORATION			
<b>1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION</b>	<b>AMOUNT (PhP)</b>	<b>DATE OF BOARD RESOLUTION</b>	
1.1 STOCKS	17,907,199,403.13	(pls see Annex A)	
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	<i>please refer to separate sheet (Page 7 Annex A)</i>		
1.3 LOANS/ CREDITS/ ADVANCES			
1.4 GOVERNMENT TREASURY BILLS			
1.5 OTHERS			
<b>2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY):</b>		<b>DATE OF BOARD RESOLUTION</b>	<b>DATE OF STOCKHOLDERS RATIFICATION</b>
<i>Please refer to separate page (Page 7 Annex B)</i>			
<b>3. TREASURY SHARES</b>		<b>NO. OF SHARES</b>	<b>% AS TO THE TOTAL NO. OF SHARES ISSUED</b>
NONE		NONE	
<b>4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR</b> P24,395,007,224.68			
<b>5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:</b>			
<b>TYPE OF DIVIDEND</b>	<b>AMOUNT (PhP)</b>	<b>DATE DECLARED</b>	
5.1 CASH	<i>please refer to separate sheet (Page 7 Annex A)</i>		
5.2 STOCK			
5.3 PROPERTY			
<b>TOTAL</b>		<b>P</b>	
<b>6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:</b> <i>Conversion from preferred to common</i>			
<b>DATE</b>	<b>NO. OF SHARES</b>	<b>AMOUNT</b>	
26-Jan-17	383	3,830.00	
10-Mar-17	3029	30,290.00	
<b>SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOV'T AGENCY:</b>			
<b>NAME OF AGENCY:</b>	SEC	BSP	IC
<b>TYPE OF LICENSE/REGN.</b>	Permit to Offer Securities for Sale	Trust / Expanded Commercial Bank	N/A
<b>DATE ISSUED:</b>	March 19, 2007	August 13, 1968 / November 21, 1989	N/A
<b>DATE STARTED OPERATIONS:</b>	Dec-62		N/A
<b>TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (In PhP)</b>	<b>TOTAL NO. OF OFFICERS</b>	<b>TOTAL NO. OF RANK &amp; FILE EMPLOYEES</b>	<b>TOTAL MANPOWER COMPLEMENT</b>
11,212,619.86	2,478	1,846	4,324

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET  
STOCK CORPORATION

PLEASE PRINT LEGIBLY		
<b>CORPORATE NAME:</b>		
RIZAL COMMERCIAL BANKING CORPORATION		
<b>1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION</b>	<b>AMOUNT (Php)</b>	<b>DATE OF BOARD RESOLUTION</b>
<b>1.1 STOCKS</b>		
<b>1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)</b>	<b>Bonds/Commercial Paper (Aggregate Under Treasury Dept. as of June 30, 2017)</b> USD Currency Face Value: USD 1,076,047,745.38 Book Value: USD 1,136,213,722.07  YEN Currency Face Value: JPY 443,845,412.00 Book Value: JPY 430,840,939.00  SGD Currency Face Value: SGD 6,000,000.00 Book Value: SGD 5,997,329.41  For Regular Bonds - USD Face Value: USD 2,000,000.00 Book Value: USD 2,813,094.12  For Regular Bonds - PHP Face Value: PHP 5,928,038,550.00 Book Value: PHP 6,583,678,986.77	
<b>1.3 LOANS/ CREDITS/ ADVANCES</b>		
<b>1.4 GOVERNMENT TREASURY BILLS</b>		
<b>1.5 OTHERS</b>		
<b>5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:</b>		
<b>TYPE OF DIVIDEND</b>	<b>AMOUNT (Php)</b>	<b>DATE DECLARED</b>
<b>5.1 CASH</b>	P0.6495 per share or a total of P0.020 million payable to holders of Convertible Preferred Shares	January 25, 2016
	P0.0660 per share or a total of P0.019 million payable to holders of Convertible Preferred Shares	April 25, 2016
	P0.7200 per share or a total of P1,007,937 million payable to holders of Common Shares	April 25, 2016
	P0.7200 per share or a total of P0.212 million payable to holders of Preferred Shares	April 25, 2016
	P0.0676 per share or a total of P0.019 million payable to holders of Convertible Preferred Shares	July 25, 2016
	P0.0724 per share or a total of P0.021 million payable to holders of Convertible Preferred Shares	November 02, 2016
	P0.0749 per share or a total of P0.021 million payable to holders of Convertible Preferred Shares	January 30, 2017
	P0.0807 per share or a total of P0.023 million payable to holders of Convertible Preferred Shares	April 24, 2017
	P0.5520 per share or a total of P772,754	April 24, 2017
	P0.5520 per share or a total of P0.154 million	April 24, 2017

**GENERAL INFORMATION SHEET**  
(STOCK CORPORATION)

=====PLEASE PRINT LEGIBLY=====

INVESTMENT IN SUBSIDIARIES AND AFFILIATES (as of June 30, 2017)	AMOUNT (Php) (CARRYING VALUE)	DATE OF BOARD RESOLUTION	DATE OF MEMBER RATIFICATION
<b>SUBSIDIARIES-</b>			
<b>RESIDENT &amp; NON-RESIDENT</b>			
RCBC CAPITAL CORPORATION	3,776,518,718	2-May-83 (Initial Investment)  29-Sep-97 (Subscription to additional shares)  26-Jan-04 (Additional Equity Infusion)  25-Oct-04 (Additional Capital)	
RCBC SAVINGS BANK	11,239,493,753	25-Sep-95 (Initial Investment)  23-Feb-98 29-Sep-03 14-Dec-04 30-Jul-07 (Additional Investments)	
RCBC FOREX BROKERS CORP.	163,219,674	27-Oct-97	
MERCHANTS SAVINGS AND LOAN ASSOCIATION, INC.	698,786,228	30-Oct-07 25-May-15 (Additional Investments)	
NIYOG PROPERTY HOLDINGS, INC.	319,784,369	2009	
RCBC LEASING AND FINANCE CORPORATION (Formerly First Malayan Leasing and Finance Corporation)	1,158,527,723	30-Jan-2012 23-Feb 2015 (Additional Investment)	
RCBC JPL HOLDING CO, INC. (Formerly JP Laurel Rural Bank)	1	11-Feb-09	
RCBC INTERNATIONAL FINANCE LTD.	134,538,699	22-Nov-78	21-Dec-78
RCBC INVESTMENT LTD. (Subsidiary of RCBC IFL)			
RCBC TELEMONEY- EUROPE (note: in the process of liquidation)	1	22-Mar-95	
RCBC NORTH AMERICA, INC. (note: liquidated/in the process of liquidation)	1	29-Apr-09 (Additional Capital Infusion)	
		28-Jan-91	
<b>Total - Subsidiaries</b>	<b>17,490,869,168</b>		
<b>ASSOCIATES</b>			
YGC CORPORATE SERVICES, INC.	10,926,874	1-Sep-99	
LUISITA INDUSTRIAL PARK CORP	1	1996 (Initial Investment)	
HONDA CARS PHILS., INC.	405,403,360	17-Aug-90 (Initial Investment)  26-Aug-91 (Additional Investment)	
<b>Total - Associates</b>	<b>416,330,235</b>		

I, GEORGE GILBERT G. DELA CUESTA CORPORATE SECRETARY OF THE ABOVE-MENTIONED  
(Name) (Position)

DECLARE UNDER THE PENALTY OF PERJURY, THAT ALL MATTERS SET FORTH IN THIS GENERAL  
INFORMATION SHEET WHICH CONSISTS OF 35 ( ) PAGES HAVE BEEN MADE IN GOOD FAITH, DULY VERIFIED BY  
ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

I HEREBY CERTIFY THAT THE PERSONS INDICATED AS MEMBERS OF THE BOARD OF DIRECTORS AND OFFICERS OF THE CORPORATION  
HAD CONSENTED IN WRITING TO BE NOMINATED AND ELECTED.

I UNDERSTAND THAT THE FAILURE OF THE CORPORATION TO FILE THIS GIS FOR FIVE (5) CONSECUTIVE YEARS SHALL BE CONSTRUED AS  
NON-OPERATION OF THE CORPORATION AND A GROUND FOR THE REVOCATION OF THE CORPORATION'S CERTIFICATE OF  
INCORPORATION. IN THIS EVENTUALITY, THE CORPORATION HEREBY WAIVES ITS RIGHT TO A HEARING FOR THE SAID REVOCATION.

DONE THIS JUL 19 2017 DAY OF JULY, 20 17 IN MAKATI CITY

George Gilbert G. dela Cuesta  
(SIGNATURE)

SUBSCRIBED AND SWORN TO BEFORE ME IN MAKATI CITY/PROVINCE, PHILIPPINES ON  
JUL 19 2017, AFFIANT PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME HIS/HER COMPETENT  
EVIDENCE OF IDENTITY SSS ID 33-3032245-5 ISSUED AT ON  
IBP Lifetime Member ID 03276

ATTY. CATALINO VICENTE L. ARABIT

NOTARY PUBLIC FOR Notary Public  
Notarial Commission No. Appointment No. M-20 (2017-2018)  
Commission expires on December 31 Until 31 December 2018  
Roll of Attorney Number PTR NO. 5910037; UI-08-17; Makati City  
PTR No. IBP NO. 1055567; 01-03-17; Makati City  
IBP No. ROLL NO. 40145  
Office Address: 21st Floor Yuchengco Tower 2, RCB Plaza  
Ayala Avenue, Makati City

DOC. NO.: 418  
PAGE NO.: 89  
BOOK NO.: 809  
SERIES OF: 2017



**OFFICIAL RECEIPT**  
Republic of the Philippines  
**DEPARTMENT OF FINANCE**  
**SECURITIES & EXCHANGE COMMISSION**  
SEC Building, 8<sup>th</sup> SA, Greenhills  
City of Mandaluyong, 1554



Accountable Form No. 51  
Revised 2006

5/10/18  
**ORIGINAL**

**DATE**

April 24, 2018

**No.**

1650706

**PAYOR**

RIZAL COMMERCIAL BANKING CORPORATION  
MAKATI CITY

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
LRF (A0023)	131	CRND	10.00
AMENDED BY LAWS	606	CRND	1,000.00

**TOTAL** PHP 1,010.00

**AMOUNT IN WORDS**

ONE THOUSAND TEN PESOS AND 0/100

<b>Received</b>	<input checked="" type="checkbox"/> Cash	<b>Received the Amount Stated Above</b>
	<input type="checkbox"/> Treasury Warrant	
	<input type="checkbox"/> Check	 <b>Mary Jane Domiguez COLLECTING OFFICER</b>
	<input type="checkbox"/> Money Order	
<b>Treasury Warrant, Check, Money Order Number</b>		<b>O.R. No.</b> 1650706
<b>Date of Treasury Warrant, Check, Money Order</b>		

**NOTE:** Write the number and date of this receipt on the back of treasury warrant, check or money order received.