COVER SHEET

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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 A N D S U B S I D I A R I E S

(Company's Full Name)

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 N U E , M A K A T I C I T Y

CARMELA V. SILVERIO	8 9 4 9 0 0 0
Contact Person	Company Telephone Number

0 9	3 0	1 7 Q		
Month	*Day*	FORM TYPE	*Month*	*Day*
Fiscal Year			Annual Meeting	

Secondary License Type, If Applicable

S E C

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

SEC Number 17514
PSE Code ______
File Number ______

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES

(Company's Full Name)

Yuchengco Tower, RCBC Plaza
6819 Ayala Ave. corner Sen G.J. Puyat Ave., Makati City

(Company's Address)

894-9000

(Telephone Number)

September 30, 2018

(Fiscal Quarter Ending)

SEC FORM 17-Q

Form Type

Amendment Designation (if applicable)

Period Ended Date

(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the fiscal year ended **September 30, 2018**

2. SEC Identification Number 17514 — 4. BIR Tax Identification No. 000-599-760-000

3. Exact name of registrant as specified in its charter: **RIZAL COMMERCIAL BANKING CORPORATION**

5. Philippines
   Province, Country or other jurisdiction of incorporation or organization

6. (SEC Use Only)
   Industry Classification Code:

7. RCBC Plaza Yuchengco Tower 6819 Ayala Ave. cor. Sen. Puyat Avenue, Makati City — 0727
   Address of principal office — Postal Code

8. (632) 894-9000
   Registrant's telephone number, including area code

9. Not applicable
   Former name, former address & former fiscal year, if changed since last report

10. Securities registered pursuant to 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, P10 par value	1,935,628,775 (as of 30 September 2018)

Are any or all of these securities listed on the Philippine Stock Exchange

Yes (x) No ( )

12. Check whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the SRC thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months (or for such shorter period that the registrant was required to file such reports);

Yes (x) No ( )

(b) has been subject to such filing requirements for the past 90 days

Yes (x) No ( )

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PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION
(Amounts in Millions of Philippine Pesos)

	Notes	9/30/2018 (Unaudited)	12/31/2017 (Audited)
RESOURCES			
CASH AND OTHER CASH ITEMS		**P 14,389**	P 14,693
DUE FROM BANGKO SENTRAL NG PILIPINAS		**62,296**	58,801
DUE FROM OTHER BANKS		**17,111**	19,818
LOANS UNDER REVERSE REPURCHASE AGREEMENT		**12,053**	9,831
TRADING AND INVESTMENT SECURITIES - Net	3	**97,669**	72,932
LOANS AND RECEIVABLES - Net	4	**387,966**	354,243
INVESTMENTS IN ASSOCIATES - Net		**419**	417
BANK PREMISES, FURNITURE, FIXTURES AND EQUIPMENT- Net		**8,486**	8,946
INVESTMENT PROPERTIES - Net		**3,581**	3,399
DEFERRED TAX ASSETS		**2,175**	1,896
OTHER RESOURCES - Net	5	**8,234**	9,012
TOTAL RESOURCES		**P 614,379**	P 553,988
		-	
LIABILITIES AND CAPITAL FUNDS			
DEPOSIT LIABILITIES	6	**410,135**	388,412
BILLS PAYABLE	7	**38,742**	43,967
BONDS PAYABLE	8	**54,532**	28,060
ACCRUED TAXES, INTEREST AND OTHER EXPENSES		**4,679**	4,185
OTHER LIABILITIES	9	**12,678**	12,369
SUBORDINATED DEBT	10	**9,982**	9,968
Total Liabilities		**530,748**	**486,961**
CAPITAL FUNDS			
Attributable to Parent Company Shareholders:			
Preferred Stock		**3**	3
Common Stock		**19,356**	13,999
Capital Paid in Excess of Par		**32,087**	22,635
Other Comprehensive Income:			
Net Unrealized Gains on Financial Assets At Fair Value Through Other Comprehensive Income		**1,635**	1,968
Cumulative Translation Adjustment		**53**	85
Retirement plan		**(3)**	(79)
Reserve for Trust Business		**444**	436
Other Reserves		**(97)**	(97)
Retained Earnings Appropriated for General Provision		**2,518**	-
Retained Earnings		**27,614**	28,049
		83,610	**66,999**
Non-controlling Interest		**21**	28
Total Capital Funds		**83,631**	**67,027**
TOTAL LIABILITIES AND CAPITAL FUNDS		**P 614,379**	**P 553,988**

See Notes to Interim Financial Statements.

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
STATEMENTS OF INCOME
(Amounts in Millions of Philippine Pesos, Except Per Share Data)

	Note	1/1/2018 to 9/30/2018 (Unaudited)	1/1/2017 to 9/30/2017 (Unaudited)	7/1/2018 to 9/30/2018 (Unaudited)	7/1/2017 to 9/30/2017 (Unaudited)
INTEREST INCOME ON					
Loans and receivables		**P 19,364**	P 15,828	**P 6,589**	P 5,523
Investment securities		**2,282**	1,841	**906**	573
Others		**304**	415	**174**	81
		21,950	18,084	**7,668**	6,177
INTEREST EXPENSE ON					
Deposit liabilities		**4,252**	2,896	**1,559**	999
Bills payable and other borrowings		**3,011**	2,044	**1,096**	660
		7,263	4,940	**2,655**	1,659
NET INTEREST INCOME		**14,687**	13,144	**5,012**	4,518
IMPAIRMENT LOSSES - Net		**1,310**	1,566	**573**	580
NET INTEREST INCOME AFTER IMPAIRMENT LOSSES		**13,377**	11,578	**4,439**	3,939
OTHER OPERATING INCOME (CHARGES)					
Service fees and commissions		**2,732**	2,345	**1,046**	795
Foreign exchange gains - net		**748**	574	**226**	251
Trust fees		**209**	208	**70**	67
Trading and securities gains (losses) - net		**(214)**	1,001	**(106)**	205
Miscellaneous	12	**1,252**	1,301	**354**	332
		4,727	5,429	**1,590**	1,649
OTHER OPERATING EXPENSES					
Employee benefits		**4,885**	4,433	**1,632**	1,483
Occupancy and equipment-related		**2,492**	2,344	**864**	830
Taxes and licenses		**1,702**	1,319	**578**	429
Depreciation and amortization		**1,358**	1,421	**446**	473
Miscellaneous	12	**3,913**	3,480	**1,260**	1,121
		14,349	12,997	**4,780**	4,337
PROFIT BEFORE TAX		**3,755**	4,011	**1,249**	1,252
TAX EXPENSE		**545**	605	**202**	193
NET PROFIT		**3,210**	3,406	**1,047**	1,060
NET PROFIT ATTRIBUTABLE TO NON-CONTROLLING INTEREST		**1**	2	**0**	1
NET PROFIT ATTRIBUTABLE TO PARENT COMPANY SHAREHOLDERS		**P 3,209**	P 3,405	**P 1,047**	P 1,059
Earnings Per Share (Annualized)					
Basic		**P 2.84**	P 3.25		
Diluted		**P 2.84**	P 3.25		

See Notes to Interim Financial Statements

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Millions of Philippine Pesos)

	1/1/2018 to 9/30/2018 (Unaudited)	1/1/2017 to 9/30/2017 (Unaudited)
NET PROFIT FOR THE PERIOD	**P 3,210**	P 3,406
OTHER COMPREHENSIVE INCOME (LOSSES) DURING THE PERIOD:		
Fair value losses on Financial assets at Other Comprehensive Income	**(789)**	(89)
Retirement plan	**76**	367
Translation adjustments on foreign operations	**0**	1
Other Comprehensive Income (Loss) for the period	**(713)**	279
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	**P 2,496**	P 3,685
COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO NON-CONTROLLING INTEREST	**(6)**	1
COMPREHENSIVE INCOME ATTRIBUTABLE TO PARENT COMPANY'S SHAREHOLDERS	**P 2,502**	P 3,685

See Notes to Interim Financial Statements.

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
STATEMENTS OF CHANGES IN CAPITAL FUNDS
(Amounts in Millions of Philippine Pesos)

	Note	1/1/2018 to 9/30/2018 (Unaudited)	1/1/2017 to 9/30/2017 (Unaudited)
ATTRIBUTABLE TO PARENT COMPANY SHAREHOLDERS			
PREFERRED STOCK	11		
Balance, beginning		P 3	P 3
Conversion of preferred stock		(0)	(0)
Balance, end		3	3
COMMON STOCK	11		
Balance, beginning		13,999	13,999
Conversion of preferred stock to common stock		(0)	0
Issuance of common stock		5,357	-
Balance, end		19,356	13,999
CAPITAL PAID IN EXCESS OF PAR			
Balance, beginning		22,636	22,636
Conversion of preferred stock to common stock		0	0
Excess of consideration given over cost of common shares issued		9,451	-
Balance,end		32,087	22,636
NET UNREALIZED GAINS/(LOSSES) ON FINANCIAL ASSETS AT FAIR VALUE TRHOUGH OTHER COMPREHENSIVE INCOME			
Balance, beginning as previously reported		1,968	2,128
Effect of Adoption of PFRS9		456	-
Balance, beginning as restated		2,424	2,128
Fair value losses during the period		(789)	(89)
Balance, end		1,635	2,039
CUMULATIVE TRANSLATION ADJUSTMENTS			
Balance, beginning		85	86
Impact of dissolution of a foreign subsidiary		(32)	
Translation adjustment during the period		0	1
Balance, end		53	87
OTHER COMPREHENSIVE INCOME - RETIREMENT PLAN			
Balance, beginning		(79)	(1,593)
Remeasurement of the defined benefits during the priod		76	367
Balance, end		(3)	(1,226)
RESERVE FOR TRUST BUSINESS			
Balance, beginning		436	415
Transfer from retained earnings - free		7	5
Balance, end		444	420
OTHER RESERVES		(97)	(97)
RETAINED EARNINGS APPROPRIATED FOR GENERAL PROVISION			
Beginning balance, as previously reported		-	-
Effect of Adoption of PFRS9		2,139	-
Beginning balance, as restated		2,139	-
Transfer from retained earnings - free		379	-
Balance, end		2,518	-
RETAINED EARNINGS			
Beginning balance, as previously reported		28,050	24,531
Effect of Adoption of PFRS9		(2,391)	-
Beginning balance, as restated		25,659	24,531
Net profit		3,209	3,405
Cash dividends on common shares		(862)	(773)
Cash dividends on preferred shares		(0)	(0)
Transfer of fair value reserves on FVOCI		(5)	3
Transfer to retained earnings appropriated for general provision		(379)	-
Transfer to reserves for trust business		(7)	(5)
Balance, end		27,615	27,161
ATTRIBUTABLE TO PARENT COMPANY SHAREHOLDERS		83,610	65,022
NON-CONTROLLING INTEREST			
Balance, beginning		29	26
Effect of Adoption of PFRS9		(3)	-
Balance, beginning as restated		26	26
Fair value gains (losses) on FVOCI		(6)	1
Net Profit for the period		1	2
Balance, end		21	28
TOTAL CAPITAL FUNDS		P 83,631	P 65,050

See Notes To Interim Financial Statements.

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
STATEMENTS OF CASH FLOWS
(Amounts in Millions of Philippine Pesos)

	Notes	YTD Ended 9/30/2018 (Unaudited)	YTD Ended 9/30/2017 9/30/2017
CASH FLOWS FROM OPERATING ACTIVITIES			
Profits before tax		**P 3,755**	P 4,011
Adjustments for:			
Interest income		**(21,950)**	(18,400)
Interest expense		**7,263**	5,256
Impairment losses		**1,310**	1,566
Depreciation and amortization		**1,358**	1,422
Dividend income		**(189)**	(219)
Share in net earnings of associates		**1**	(64)
Operating income before working capital changes		**(8,453)**	(6,428)
Decrease in financial assets at fair value through profit and loss	3	**329**	12,480
Increase in loans and receivables	4	**(23,366)**	(34,413)
Increase in investment property		**(182)**	(296)
Decrease (Increase) in other resources	5	**(2,167)**	488
Increase in deposit liabilities	6	**21,723**	21,497
Increase (Decrease) in accrued taxes, interest and other expenses		**243**	(680)
Increase in other liabilities	9	**399**	1,703
Cash used in operations		**(11,475)**	(5,648)
Interest received		**21,238**	18,315
Interest paid		**(6,850)**	(5,428)
Cash paid for taxes		**(900)**	(518)
Net Cash From Operating Activities		**2,013**	6,721
CASH FLOWS FROM INVESTING ACTIVITIES			
Decrease (increase) in Financial Assets at FVOCI	3	**(2,797)**	67
Increase in Investment securities at amortized cost	3	**(22,603)**	(5,108)
Acquisitions of bank premises, furniture, fixtures and equipment (net)		**(694)**	(1,256)
Cash dividends received		**189**	219
Acquisitions of intangibles		**(164)**	(262)
Net Cash Used in Investing Activities		**(26,067)**	(6,340)
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of bills payable	7	**(5,225)**	(8,664)
Dividends paid		**(862)**	(773)
Net proceeds from (Redemption of) bonds payable		**26,472**	(13,043)
Net proceeds from issuance of common stock		**14,809**	-
Net Cash From (Used in) Financing Activities		**35,194**	(22,480)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**11,140**	**(22,099)**
CASH AND CASH EQUIVALENTS, BEGINNING			
Cash and other cash items		**14,693**	15,176
Due from Bangko Sentral ng Pilipinas		**58,801**	66,520
Due from other banks		**19,818**	25,293
Interbank Loans and Loans and Receivables under reverse repurchase agreement		**9,869**	7,889
		103,181	114,878
CASH AND CASH EQUIVALENTS, END			
Cash and other cash items		**14,389**	11,729
Due from Bangko Sentral ng Pilipinas		**62,296**	58,143
Due from other banks		**17,111**	17,937
Interbank Loans and Loans and Receivables under reverse repurchase agreement		**20,528**	4,969
		P 114,324	P 92,778

See Notes to Interim Financial Statements.

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES
NOTES TO INTERIM CONDENSED FINANCIAL STATEMENTS
SEPTEMBER 30, 2018 AND DECEMBER 31, 2017
(Amounts in Millions of Philippine Pesos)

1. CORPORATE MATTERS

Rizal Commercial Banking Corporation (the Parent Company, the Bank or RCBC), a universal bank engaged in all aspects of banking, was originally incorporated on September 23, 1960. The Bank renewed its corporate existence on December 10, 2009. It provides products and services related to traditional loans and deposits, trade finance, domestic and foreign fund transfers or remittance, cash management, treasury, and trust and custodianship services. It also enters into forward currency contracts as an accommodation to its clients and as a means of managing its foreign exchange exposures. The Parent Company and its subsidiaries (together hereinafter referred to as the Group) are engaged in all aspects of traditional banking, investment banking, retail financing (credit cards, auto loans, mortgage/housing and microfinance loans), remittance, leasing and stock brokering.

As a banking institution, the Group's operations are regulated and supervised by the Bangko Sentral ng Pilipinas (BSP). As such, the Group is required to comply with banking rules and regulations such as those relating to maintenance of reserve requirements on deposit liabilities and deposit substitutes and those relating to the adoption and use of safe and sound banking practices, among others, as promulgated by the BSP. The Group's activities are subject to the provisions of Republic Act (RA) No. 8791, the *General Banking Law of 2000*, and other related banking laws.

The Parent Company's common shares are listed in the Philippine Stock Exchange (PSE).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these financial statements are summarized in the succeeding pages. The policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The interim financial statements of the Bank have been prepared in accordance with Philippine Financial Reporting Standards (PFRS).

There were no changes in the accounting policies and methods of computation followed in the interim financial statements as compared with the most recent annual financial statements.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standards (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income and expenses in two statements: a "statement of profit or loss" and a "statement of comprehensive income."

(c) *Functional and Presentation Currency*

These financial statements are presented in Philippine pesos, the Group's functional and presentation currency. All amounts are in millions, except per share data or when otherwise indicated.

2.2 Adoption of New and Amended PFRS

The Group adopted PFRS 9 (2014) effective January 1, 2018, the date of adoption. This new standard on financial instruments replaced PAS 39, *Financial Instruments: Recognition and Measurement*, and PFRS 9 (2009, 2010, and 2013 versions) – hereinafter referred to as PFRS 9. PFRS 9 has been early adopted by the Group on January 1, 2014. In addition to the principal classification categories for financial assets and financial liabilities and hedge accounting under PFRS 9, PFRS 9 (2014) includes the following major provisions:

- limited amendments to the classification and measurement requirements for financial assets introducing a fair value measurement through other comprehensive income for eligible debt securities; and,

- an expected credit loss (ECL) model in determining impairment of all debt financial assets that are not measured at fair value through profit or loss (FVPL), which generally depends on whether there has been a significant increase in credit risk since initial recognition of a financial asset.

The adoption of PFRS 9 (2014) from January 1, 2018 resulted in changes in accounting policies and adjustments to the amounts previously reported in the Group's financial statements. The new accounting policies are set out in Note 3.2 below. As allowed and in accordance with the transitional provisions of this new standard, comparative figures have not been restated but the Group is required to provide the related transition disclosure requirements under PFRS 7, *Financial Instruments: Disclosures*.

The following table shows the effects of the adoption of PFRS 9 (2014) on the carrying amounts and presentation of certain affected consolidated statement of financial position accounts as of January 1, 2018:

	Investment Securities at				
	FVPL	**FVOCI**	**Amortized Cost**	**Loans and Receivables**	**Other Liabilities**
Balance at December 31, 2017 under PAS 39/PFRS 9	P 7,591	P 5,363	P 59,978	P 354,243	P 12,369
Reclassification of financial assets to (from):					
Debt securities from FVPL to FVOCI	(105)	105	-	-	-
Quoted equity securities from FVPL to FVOCI	(302)	302	-	-	-
Unquoted equity securities from FVPL to FVOCI	(543)	543	-	-	-
Debt security from FVPL to amortized cost	(51)	-	54	-	-
Debt securities from amortized cost to FVOCI	-	310	(315)	-	-
Balance forwarded	(P 1,001)	P 1,260	(P 261)	P -	P -

	Investment Securities at				
	FVPL	FVOCI	Amortized Cost	Loans and Receivables	Other Liabilities
Balance carried forward	(P 1,001)	P 1,260	(P 261)	P -	P -
Allowance for expected credit loss:					
Loans and receivables	-	-	-	331	-
Investment securities at amortized cost	-	-	(21)	-	-
Loan commitments	-	-	-	-	107
	-	-	(21)	331	107
Total impact of adoption of PFRS 9 (2014)	(1,001)	1,260	(282)	331	107
Balance at January 1, 2018 under PFRS 9 (2014)	**P 6,590**	**P 6,623**	**P 59,696**	**P 354,574**	**P 12,476**

	Effect on			
	Surplus	Revaluation Reserves	General Loan Loss Reserves	Non-controlling interest
Balance at December 31, 2017 under PAS 39/PFRS 9	P 28,049	P 1,974	P -	P 28
Effect of reclassification of financial assets	(459)	456	-	-
Increase in allowance for credit losses on loans and receivables	(1,912)	-	2,138	(3)
Increase in allowance for credit losses on debt securities at amortized cost	(20)	-	-	-
	(2,391)	456	2,138	(3)
Balance at January 1, 2018 under PFRS 9 (2014)	**P 25,697**	**P 2,430**	**P 2,138**	**P 25**

a. *Investment securities reclassified from FVPL to FVOCI*

The Group elected to present in other comprehensive income changes in the fair value of certain investment securities previously classified as at FVPL because these investments are held as long-term strategic investments that are not expected to be sold in the short-to-medium term. As a result, certain debt and equity securities with fair value of P950 were reclassified from FVPL to FVOCI and the accumulated fair value gains on those assets amounting to P456 were reclassified from Surplus to Revaluation Reserves account.

b. *Debt security reclassified from FVPL to amortized cost*

A certain foreign corporate bond with fair value of P51 at January 1, 2018, which is no longer held for trading and which is held by the Group for collection of contractual cash flows representing solely payments of principal and interest was reclassified from investment securities at FVPL to investment securities at amortized cost, with the fair value loss amounting to P3, previously recognized in profit or loss, adjusted as a reduction from Surplus account.

c. Debt securities reclassified from amortized cost to FVOCI

Debt securities with total carrying amount of P315 was reclassified to FVOCI as the assets are now held by the Group with the objective of collecting the contractual cash flows and selling in the future for liquidity purposes. The assets have a fair value of P310 upon reclassification on January 1, 2018 with fair value losses of P5 adjusted to the opening balance of Surplus account.

d. Credit losses on investment in debt securities

All of the Group's investment in debt securities classified at amortized cost and FVOCI are considered to have low credit risk, and the loss allowance recognized was therefore limited to 12-month expected credit loss. Management considers 'low credit risk' for listed and government bonds to be an investment grade credit rating with at least one reputable rating agency. Other instruments are considered to have low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term. Additional allowance for credit losses recognized on these debt securities as at January 1, 2018 amounted to P20, adjusted against the opening balance of Surplus.

e. Credit losses on loans and receivables

The application of the ECL methodology based on the stages of impairment assessment for loans and receivables resulted in the recognition of additional allowance for credit losses for specific loan accounts amounting P1,915, with adjustment charged against the opening balance of Surplus, while the reduction in the required allowance for credit losses for general loan portfolio amounting to P2,138 which represents the excess of the 1% required allowance of the BSP over the computed allowance for ECL was recognized by the Group as General Loan Loss Reserve reported as a separate component in the condensed consolidated statement of changes in equity.

f. Exposures at default on loan commitments

Based on the Group's outstanding lending commitments, management determines the exposures at default related to the future amounts that may be drawn based on historical observations of actual drawdowns and forward-looking forecasts. ECLs related to undrawn loan commitments amounted to P107 and is recognized as part of Other Liabilities as of January 1, 2018.

2.3 Basis of Consolidation and Accounting for Investments in Subsidiaries and Associates in the Separate Financial Statements

The Group's consolidated financial statements comprise the accounts of the Parent Company and its subsidiaries, after the elimination of material intercompany transactions. All intercompany resources and liabilities, equity, income, expenses and cash flows relating to transactions with subsidiaries are eliminated in full. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

2.4 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria under PAS 32, Financial Instruments: Presentation. All other non-derivative financial instruments are treated as debt instruments.

(a) Classification, Measurement and Reclassification of Financial Assets

Under PFRS 9, *Financial Instruments*, the classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The classification and measurement of financial assets are described in the succeeding pages.

(i) Financial Assets at Amortized Cost

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows; and,
- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at amortized cost using the effective interest method, less any impairment in value.

(ii) Financial Assets at Fair Value Through Profit or Loss (FVPL)

The Group classifies financial assets as FVPL when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking.

Debt instruments that do not meet the amortized cost criteria, or that meet the criteria but the Group has chosen to designate as at FVPL at initial recognition, are measured at FVPL. Equity investments are classified as financial assets at FVPL, unless the Group designates an equity investment that is not held for trading as at *Financial Assets at Fair Value Through Other Comprehensive Income* (FVOCI) at initial recognition. The

Group's financial assets at FVPL include government securities, corporate bonds, equity securities, which are held for trading purposes or designated as at FVPL.

Financial assets at FVPL are measured at fair value. Related transaction costs are recognized directly as expense in profit or loss. Unrealized gains and losses arising from changes (mark-to-market) in the fair value of the financial assets at FVPL category and realized gains or losses arising from disposals of these instruments are included in Trading and Securities Gains under Other Operating Income account in the statement of profit or loss.

(iii) Financial Assets at Fair Value Through Other Comprehensive Income (FVOCI)

Debt Instruments at FVOCI

The Group classifies debt instruments under FVOCI when both of the following conditions are met:

- the asset is held within the Group's business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and,
- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

FVOCI debt securities are subsequently measured at fair value with gains and losses arising from changes in fair value recognized in Other Comprehensive Income (OCI). Interest Income and foreign exchange gains and losses are recognized in profit or loss in the same manner as for financial assets measured at amortized cost. On derecognition, cumulative gains or losses previously recognized in OCI are reclassified to profit or loss.

Equity Instruments at FVOCI

At initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to designate equity investments as at FVOCI; however, such designation is not permitted if the equity investment is held by the Group for trading. The Group has designated certain equity instruments as at FVOCI on initial application of PFRS 9.

Financial assets at FVOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value, with no deduction for any disposal costs. Gains and losses arising from changes in fair value, including the foreign exchange component, are recognized in other comprehensive income, net of any effects arising from income taxes, and are reported as part of Revaluation Reserves account in equity. When the asset is disposed of, the cumulative gain or loss previously recognized in the Revaluation Reserves account is not reclassified to profit or loss, but is reclassified directly to Surplus account.

(b) Impairment of Financial Assets

PFRS 9 requires the Bank to record an allowance for Expected Credit Losses (ECL) for all loans and other debt financial assets not held at FVPL, together with loan commitments and financial guarantee contracts. The allowance is based on the ECLs associated with the probability of default in the next twelve months unless there has been a significant increase in credit risk since origination. If the financial asset meets the definition of purchased or originated credit impaired, the allowance is based on the change in the ECLs over the life of the asset.

The Group has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument. The Group classifies its loans into the following stages:

Stage 1 : When loans are first recognized, the Group recognizes an allowance based on the twelve-month ECLs. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

Stage 2 : When a loan has shown a significant increase in credit risk since origination, the Group records an allowance for the lifetime ECLs. Stage 2 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 3.

Stage 3 : When a loan is considered as credit impaired, the Group records an allowance for the lifetime ECL.

The key elements used in the calculation of ECL are as follows:

Probability of Default – is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognized and is still in the portfolio.

Loss Given Default – is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Bank would expect to receive, including the realization of any collateral.

Exposure At Default – represents the gross carrying amount of the financial instruments subject to the impairment calculation.

(c) Derecognition of Financial Assets

A financial asset (or where applicable, a part of a financial asset or part of a group of financial assets) is derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.5 Financial Liabilities

Financial liabilities which include deposit liabilities, bills payable, bonds payable, subordinated debt, accrued interest and other expenses, and other liabilities (except tax-related payables, post-employment defined benefit obligation and deferred income) are recognized when the Group becomes a party to the contractual terms of the instrument.

Financial liabilities are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method, for those with maturities beyond one year, less settlement payments. All interest-related charges incurred on financial liabilities are recognized as an expense in the statement of profit or loss under the caption Interest Expense.

2.6 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events (e.g., legal dispute or onerous contracts).

2.7 Revenue and Expense Recognition

Revenue is recognized to the extent that the revenue can be reliably measured; it is probable that the economic benefits will flow to the Group; and the costs incurred or to be incurred can be measured reliably.

2.8 Impairment of Non-financial Assets

For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows [cash-generating units (CGU)]. As a result, some assets are tested for impairment either individually or at the CGU level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or CGU's carrying amount exceeds its recoverable amount which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each CGU and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each CGU and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets, except for intangible assets with indefinite useful life and goodwill, are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or CGU's recoverable amount exceeds its carrying amount.

2.9 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, tax authorities relating to the current or prior reporting period, that are unpaid at the end of the reporting period. They are calculated according to the tax rates and tax laws applicable to the periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in the statement of profit or loss.

Deferred tax is provided using the liability method, on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carry-forward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deferred tax assets can be utilized. Deferred tax assets are reassessed at the end of each reporting period. Previously unrecognized deferred tax assets are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

2.10 Related Party Relationships and Transactions

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless of whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual; and, (d) the funded retirement plan of each of the entities under the Group.

2.11 Events After the End of the Reporting Period

Any event that provides additional information about the Group's financial position at the end of the reporting period (adjusting event) is reflected in the financial statements. Post year-end events that are not adjusting events, if any, are disclosed when material to the financial statements.

3. TRADING AND INVESTMENT SECURITIES

This account is composed of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Financial assets at FVPL	**P 7,263**	P 7,591
Financial assets at FVOCI	**7,827**	5,363
Investment securities at amortized cost - net	**82,579**	59,978
	P 97,669	P 72,932

3.1 Financial Assets at FVPL

This account is composed of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Government securities	**P 3,455**	P 4,386
Corporate debt securities	**1,772**	462
Derivative financial assets	**1,310**	1,119
Equity securities	**726**	1,624
	P 7,263	P 7,591

3.2 Financial Assets at FVOCI

This account is composed of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Quoted equity securities	**P 2,289**	P 3,653
Unquoted equity securities	**2,380**	1,710
Government bonds	**2,391**	-
Corporate debt securities	**767**	-
	P 7,827	P 5,363

3.3 Investments at Amortized Cost

This account is composed of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Government securities	**P 60,722**	P 39,134
Corporate debt securities	**21,993**	20,934
	82,715	60,068
Allowance for impairment	**(136)**	(90)
	P 82,579	P 59,978

4. LOANS AND RECEIVABLES

This account consists of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Receivable from customers:		
Loans and discounts	**P 334,179**	P 319,099
Credit card receivables	**19,545**	16,405
Customers' liabilities on acceptances, import bills and trust receipts	**20,385**	12,404
Bills purchased	**2,067**	2,612
Lease contract receivable	**2,910**	2,893
Receivables financed	**408**	249
	379,494	353,662
Unearned discount	**(635)**	(817)
	378,860	352,845
Other receivables:		
Interbank loans receivables	**8,475**	38
Accrued interest receivable	**3,805**	3,094
Unquoted debt securities classified as loans	**1,953**	1,939
Accounts receivable	**1,641**	2,641
Sales contract receivable	**1,302**	1,679
	17,176	9,391
	396,036	362,236
Allowance for impairment	**(8,070)**	(7,993)
	P 387,966	P 354,243

5. OTHER RESOURCES

This account consists of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Creditable withholding taxes	**P 2,256**	P 2,110
Asset held-for-sale and disposal group	**1,003**	1,594
Branch licenses	**1,000**	1,000
Software – net	**935**	977
Prepaid expenses	**931**	538
Goodwill	**426**	426
Refundable and other deposits	**363**	334
Unused stationery and supplies	**294**	288
Returned checks and other cash items	**88**	87
Foreign currency notes	**36**	98
Margin deposits	**26**	23
Sundry debits	**9**	29
Miscellaneous	**1,015**	1,699
	8,382	9,203
Allowance for impairment	**(148)**	(191)
	P 8,234	P 9,012

6. DEPOSIT LIABILITIES

The following is the breakdown of deposit liabilities:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Demand	**P 56,797**	P 51,996
Savings	**175,010**	165,187
Time	**165,192**	161,727
Long-term Negotiable Certificate of Deposits (LTNCD)	**13,136**	9,502
	P 410,135	P 388,412

The details of the Parent Company's Long-term Negotiable Certificate of Deposits (LTNCDs) as of September 30, 2018 and December 31, 2017 are as follows:

			Outstanding Balance	
Issuance Date	Maturity Date	Coupon Interest	Sep 30, 2018 (Unaudited)	Dec 31, 2017 (Audited)
September 28, 2018	March 28, 2024	5.50%	**P 3,580**	P -
August 11, 2017	February 11, 2023	3.75%	**2,502**	2,502
December 19, 2014	June 19, 2020	4.13%	**2,100**	2,100
November 14, 2013	May 14, 2019	3.25%	**2,860**	2,860
November 14, 2013	May 14, 2019	0.00%	**2,094**	2,040
			P 13,136	P 9,502

The Parent Company's LTNCDs were used in the expansion of its term deposit base to support long-term asset growth and for other general funding purposes.

7. BILLS PAYABLE

This account consists of borrowings from:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Foreign banks	**P 25,642**	P 33,102
Local banks	**13,098**	10,862
Others	**2**	3
	P 38,742	P 43,967

8. BONDS PAYABLE

The composition of this account for the Group and the Parent Company follows:

Issuance Date	Maturity Date	Coupon Interest	Face Value	Outstanding Balance Sep 30, 2018 (Unaudited)	Outstanding Balance Dec 31, 2017 (Audited)
March 15, 2018	March 16, 2023	4.13%	**$ 450**	**P 24,201**	P -
November 2, 2015	February 2, 2021	3.45%	**320**	**17,286**	15,977
January 21, 2015	January 22, 2020	4.25%	**243**	**13,045**	12,083
			$ 863	**P 54,532**	P 28,060

9. OTHER LIABILITIES

Other liabilities consist of the following:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Accounts payable	**P 5,721**	P 6,451
Manager's checks	**1,226**	1,575
Bills purchased – contra	**902**	1,079
Outstanding acceptances payable	**874**	405
Derivative financial liabilities	**849**	483
Deposits on lease contracts	**564**	342
Other credits	**376**	370
Unearned income	**336**	296
Payment orders payable	**245**	193
Withholding taxes payable	**233**	243
Guaranty deposits	**187**	62
Sundry credits	**116**	121
Post-employment defined benefit obligation	**113**	111
Liability for credit losses on off-balance sheet exposures	**83**	-
Due to BSP	**14**	39
Miscellaneous	**839**	599
	P 12,678	P 12,369

10. SUBORDINATED DEBT

On June 27, 2014, the Parent Company issued P7 billion Basel III-compliant Tier 2 Capital Notes (the "Tier 2 Notes") which shall be part of the Group's regulatory capital compliance in accordance with Basel III capital guidelines of the BSP. The Parent Company re-opened the Tier 2 Notes and issued an additional P3 billion of the Notes on September 5, 2014, which constituted a further issuance of, and formed a single series with the existing P7 billion Tier 2 Notes.

11. EQUITY

The movements in the outstanding capital stock are as follows:

	Number of Shares*	
	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Preferred stock – voting, non-cumulative non-redeemable, participating convertible into common stock – P10 par value		
Authorized – 200,000,000 shares		
Balance at beginning of year	**276,845**	293,987
Conversion of shares during the year	**(8,958)**	(17,142)
Balance at end of year	**267,887**	276,845
Common stock – P10 par value		
Authorized – 2,600,000,000 shares		
Balance at beginning of year	**1,399,916,364**	1,399,912,464
Issuance of shares during the year	**535,710,378**	-
Conversion of shares during the year	**2,033**	3,900
Balance at end of year	**1,935,628,775**	1,399,916,364

**Amounts in absolute number of shares*

12. MISCELLANEOUS INCOME AND EXPENSES

These accounts consist of the following:

12.1 Miscellaneous Income

	January 1 to September 30, 2018 (Unaudited)	January 1 to September 30, 2017 (Unaudited)
Rentals	**P 570**	P 538
Dividend income	**189**	219
Recoveries from written-off assets	**165**	142
Gains on assets sold	**60**	77
Others	**268**	325
	P 1,252	P 1,301

12.2 Miscellaneous Expenses

	January 1 to September 30, 2018 (Unaudited)	January 1 to September 30, 2017 (Unaudited)
Credit card related expenses	**P 638**	P 656
Insurance	**603**	565
Communication and information	**366**	312
Management and other professional fees	**305**	276
Litigation/asset acquired expenses	**245**	85
Advertising and publicity	**208**	229
Service processing fees	**229**	130
Employee activities	**226**	205
Banking fees	**168**	147
Transportation and travel	**149**	142
Stationery and office supplies	**126**	100
Others	**650**	633
	P 3,913	P 3,480

13. COMMITMENTS AND CONTINGENCIES

In the normal course of operations of the Group, there are various outstanding commitments and contingent liabilities such as guarantees, commitments to extend credit, tax assessments, etc., with amounts not reflected in the financial statements. Management does not anticipate losses from these transactions that will adversely affect the Group's operations.

In the opinion of management, the suits and claims arising from the normal course of operations of the Group that remain unsettled, if decided adversely, will not involve sums that would have material effect on the Group's financial position or operating results.

13.1 Contingent Accounts, Guarantees and Other Commitments

The following is a summary of contingencies and commitments arising from off-statement of financial position items at their equivalent peso contractual amounts as of September 30, 2018 and December 31, 2017:

	September 30, 2018 (Unaudited)	December 31, 2017 (Audited)
Trust department accounts	**P 85,758**	P 91,585
Derivative liabilities	**66,677**	41,822
Derivative assets	**59,418**	46,230
Outstanding guarantees issued	**45,628**	41,858
Unused commercial letters of credit	**17,080**	17,055
Spot exchange sold	**10,074**	6,307
Spot exchange bought	**9,763**	6,204
Inward bills for collection	**5,655**	1,407
Late deposits/payments received	**537**	566
Outward bills for collection	**112**	133
Others	**23**	17

13.2 Sale of National Steel Corporation (NSC) Plant Asset

In October 2008, Global Steel Philippines (SPV-AMC), Inc. (GSPI) and Global Ispat Holdings (SPV-AMC), Inc. (GIHI) (collectively, "Global Steel"), which purchased the Iligan Plant assets of the NSC ("NSC Plant Assets") from the Liquidator in 2004, initiated arbitration proceedings with the Singapore International Arbitration Centre ("SIAC") seeking damages on account of the failure of the Liquidator and the Secured Creditors, including the Bank and RCBC Capital Corporation ("RCAP"), to deliver the NSC Plant Assets free and clear from liens and encumbrance; purportedly depriving them of the opportunity to use the said assets to secure additional loans to fund the operations of the Plant and upgrade the same. On May 9, 2012, the SIAC Arbitral Tribunal rendered a Partial Award in favor of Global Steel in the total amount of (a) US$80, as and by way of lost opportunity to make profits and (b) P1,403, representing the value of the undelivered Billet Shop Land measuring 3.4071 hectares (the "Lost Land Claim").

On appeal, and on July 31, 2014, the Singapore High Court set aside the Partial Award, and subsequently granted the Secured Creditors' application for the lifting of the injunctions issued in 2008 and directed the release of Global Steel's installment payment to the Secured Creditors. Accordingly, the Bank and RCAP received their respective share in the funds previously held in escrow. Moreover, the Secured Creditors could now compel Global Steel to comply with their obligations under the Omnibus Agreement (OMNA)/Asset Purchase Agreement (APA) and take legal action upon Global Steel's failure to do so.

On March 31, 2015, and on Global Steel's appeal, the Singapore Court of Appeals rendered a decision which affirmed the earlier decision of the Singapore High Court insofar as it set aside (a) the monetary award of US$80 and P1,403 representing lost opportunity to make profit and the value of the Lost Land Claim in favor of Global Steel, respectively, and (b) the deferment of Global Steel's obligation to pay the purchase price of the NSC Plant Assets. The Singapore Court of Appeals ruled that (a) aside from the lack of jurisdiction to rule on the issue of lost opportunity to make profit and absence of evidentiary support for the award, and (b) the premature ruling on the issue of the Lost Land Claim, the dispute relating to Global Steel's payment obligation is an obligation under the OMNA, which is beyond the ambit of arbitration, so that the SIAC Arbitral Tribunal could not properly order the Bank, RCAP and the other Secured Creditors to defer holding Global Steel in default. However, the Singapore Court of Appeals held that the NSC Liquidator and Secured Creditors are still required to deliver to Global Steel clean title to the NSC Plant Assets.

On November 27, 2015, the Singapore Court of Appeals further held that the issue of Global Steel's lost opportunity to make profit cannot be remanded to the Arbitral Tribunal, or to a new Arbitral Tribunal for that matter, to be litigated anew after the setting aside of the Partial Award. The doctrines of res judicata and abuse of process also operated to preclude the reopening of this issue. However, the Singapore Court of Appeals held that the Lost Land Claim may be the subject of a fresh arbitration proceedings before a new arbitral tribunal. The Singapore Court of Appeals likewise awarded litigation costs to the Liquidator but none to the Secured Creditors.

The Parent Company's estimated exposure is approximately P209 in terms of estimated property taxes and transfer costs due on the NSC Plant Assets, while it has a receivable from Global Steel in the amount of P486, taking into consideration the P49 installment payment it had received from the funds previously in escrow. The Parent Company has recognized full impairment loss on the receivable since then, with the gross amount of receivable classified as UDSCL under Loans and Receivable account. The Parent Company's exposure, however, may be varied depending on whether the Iligan City's assessment of the post-closing taxes will be sustained as valid (including those imposed on non-operational machineries), now that all pre-closing taxes on the NSC assets sold to Global Steel, covering the period 1999 to October 14, 2004, are deemed paid, following the denial with finality of the City of Iligan's Petition for Review by the Supreme Court and the issuance of an Entry of Judgment on March 16, 2016, in the case initiated solely by the NSC Liquidator.

In defiance, however, of the aforesaid final and executory ruling, the City of Iligan (a) issued a Notice of Delinquency against NSC, seeking to collect the tax arrears covering the period 1999 to 2016, (b) levied the NSC properties, and (c) set the same for public auction on October 19, 2016, which proceeded even as the local government unit (LGU) received the October 18, 2016 Writ of Execution issued by the Regional Trial Court of Makati City, Branch 57 (the "Makati Trial Court"), directing it to (a) comply with the valid and binding Tax Amnesty Agreement dated October 13. 2004, and (b) afford NSC relief from the payment of interests and penalties. On November 3, 2016, the Iligan City police took possession of the NSC Plant compound. On November 4, 2016, the NSC, through the Liquidator, filed an Omnibus Motion praying that (a) the City of Iligan, the Sangguniang Panlungsod and City Treasurer be directed to show cause why they should not be held in contempt, and, (b) the Auction Sale of the NSC properties held on October 19, 2016 be nullified.

In an Order dated April 4, 2017, the Makati Trial Court (a) nullified the public auction of the NSC Plant Assets, among others, and (b) enjoined any and all real property tax collection actions against the NSC until the Decision dated October 7, 2011, which held that the NSC pre-closing taxes have been paid, is fully executed and NSC's remaining tax liabilities are correctly computed. The Makati Trial Court likewise (a) directed the Iligan City Treasurer to show cause why she should not be held in contempt of court for holding the auction sale of the NSC Plant Assets without clearing NSC of the pre-closing taxes, and (b) directed the Iligan City Treasurer, among others, to inform the Makati Trial Court of the names of the responsible persons who ordered, aided and abetted her assailed conduct. The LGU, the Iligan City Treasurer and the Sangguniang Panlungsod of the City of Iligan moved for the reconsideration of the April 4, 2017 Order, which the Makati Trial Court denied in its Omnibus Order dated May 21, 2018, as with their Urgent Motion to recall the Orders dated October 18, 2016 and April 4, 2017, among others.

The City of Iligan, represented by its purported Acting City Mayor Jemar L. Vera Cruz, filed with the Court of Appeals a Petition for Certiorari dated July 6, 2018, contumaciously alleging that the said LGU had the right to sell at public auction the NSC Plant and other assets due to non-payment both pre-closing and post-closing taxes. The Petition likewise alleged that (a) the writ of execution issued by the Makati City Regional Trial Court was null and void, and (b) the case before the Makati City Regional Trial Court was an action to assail the tax delinquency auction sale which should not have been given due course for non-payment of docket fees and non-deposit of the contested tax amount of P0.004.

13.3 Verotel Merchant Services B.V. Case

In 2011, Verotel Merchant Services B.V. (VMS), a Netherlands corporation, and Verotel International Industries, Inc. ("VII"), a Philippine corporation, civilly sued the Parent Company, Bankard, Inc. (Bankard), Grupo Mercarse Corp., CNP Worldwide, Inc. ("CNP") and several individuals before the Los Angeles Superior Court for various causes of action including fraud, breach of contract and accounting, claiming that VII and its alleged parent company, VMS, failed to receive the total amount of US$1.5, which the defendants allegedly misappropriated. VMS is an Internet merchant providing on-line adult entertainment and on-line gambling, in addition to the sale of pharmaceuticals over the Internet.

After nearly five years, and after being transferred to a fourth judge, the case went to trial from January 13, 2016 to January 26, 2016, where the issues on prescription, VII's lack of capacity to sue and VMS's lack of standing to sue were reserved for Judge Michael J. Raphael's disposition. On January 27, 2016, the jury rendered a verdict solely in favor of VMS. On March 10, 2016, the Parent Company/Bankard informed Judge Raphael that they will, instead, be filing a motion for judgment notwithstanding verdict (JNOV) and motion for new trial. On April 11, 2016, the Parent Company /Bankard timely filed their motions for JNOV and new trial, and on April 27, 2016, the Parent Company /Bankard likewise timely filed their Reply to the Oppositions filed by VII/VMS.

On May 12, 2016, Judge Raphael heard, and partially granted, the Parent Company/Bankard's Motion for JNOV by deleting the US$7.5 punitive damages awarded to VMS in the absence of proof that (a) a corporate officer of the Parent Company/Bankard knew of, authorized, or ratified fraudulent acts, and (b) Janet Conway was a managing agent of the Parent Company/Bankard within the meaning of the California Civil Code Section 3294(b). However, Judge Raphael ruled that Conway was an agent of the Parent Company/Bankard for some purposes, and sustained the award of US$1.5. Judge Raphael likewise denied the Parent Company/Bankard's Motion for New Trial, and likewise partially granted, plaintiffs' motion for interest and awarded VMS prejudgment interest in the amount of US$0.5.

On July 11, 2016, the Parent Company/Bankard timely filed their Notice of Appeal on the partial denial of their Motion for JNOV with the California Court of Appeals, and received a copy of the Notice of Appeal solely filed by VMS on July 8, 2016. On July 21, 2016, the Parent Company/Bankard timely posted the amount of US$3.1, as and by way of security to stay the enforcement of the Amended Judgment rendered by Judge Rafael.

On September 8, 2016, VMS filed its unsealed Certificate of Interested Persons, after the California Court of Appeals sustained the Parent Company/Bankard's position that the identities subject of the disclosure was, in fact, a central issue in this case and the appeal, as it relates to whether VMS has standing in this case and is entitled to any damages. In an Order dated, and filed, on November 16, 2016, the California Court of Appeals adopted the briefing sequence proposed by the Parent Company/Bankard, thus, allowing the full ventilation of the case on appeal. In a notice dated January 25, 2017, the California Court of Appeals informed the parties of the filing of the reporter's transcripts.

Subsequently, on March 7, 2017, Judge Raphael granted VMS's motion for cost of proof sanction and directed the Parent Company/Bankard to pay VMS the additional amount of US$0.08 to cover the cost of (a) the services of expert witnesses and (b) their presentation during the trial, given his ruling that the Parent Company/Bankard unjustifiably denied VMS's request for admission that they failed to comply with MasterCard and VISA association rules. The Parent Company/Bankard timely filed their Notice of Appeal on the aforementioned Order of Judge Raphael but no longer posted any additional filing fees, following VMS's agreement not seek to enforce of the said award during the pendency of the appeal.

The Parent Company/Bankard filed their Revised Opening Brief on their Appeal with the California Court of Appeals on October 2, 2017, raising the following arguments: (a) there is no substantial evidence to establish that the Parent Company/Bankard caused VMS' loss, which arose as a result of the processing of VMS' transactions under and using the merchant ID of another merchant, in a side deal without Bankard's knowledge and consent; (b) there is, therefore, no contract/no processing relationship between VMS and Bankard; (c) there is no substantial evidence to establish that the Parent Company/Bankard caused VMS' loss under agency law, given that (i) Conway could not be Bankard's agent as a matter of law, because she was defrauding Bankard, (ii) plaintiffs did not establish that Conway was an agent of Bankard, (iii) plaintiff did not establish that Conway was a purported agent of Bankard, and, (iv) plaintiffs did not establish that Conway's wrongful conduct was within the scope of her agency; and. (d) the Trial Court abused its discretion in awarding cost of proof sanctions. On March 28, 2018, the Parent Company/Bankard was advised of the filing of VMS's Combined Respondents' Brief and Cross-Appellants' Opening Brief. On August 14, 2018, the Parent Company/Bankard filed their combined Reply and Cross-Respondent's Brief. In accordance with prior stipulations, VMS has until November 1, 2018 to file its Final Reply Brief.

13.4 RCBC Securities Case

In December 2011, RCBC Securities, Inc. ("RSEC") initiated the filing of a criminal case for falsification against its former agent, Mary Grace V. Valbuena ("Valbuena"), who carried out certain questionable transactions with her own personal clients. Since then, RSEC has filed additional criminal and civil cases, including charges of violations of Batas Pambasa Blg. 22 ("BP 22"), against the aforesaid former agent. On November 17, 2016, the Metropolitan Trial Court of Makati City, Branch 66, convicted Valbuena of the crime of BP 22. Valbuena proposed to pay RSEC P30, payable in five years, in settlement of all the claims against her, which RSEC refused. Valbuena appealed before the Regional Trial Court of Makati City, Branch 41, which denied her appeal in its Decision dated November 27, 2017, and denied her Motion for Reconsideration in its Order dated April 19, 2018. Valbuena has since then filed a Petition for Review with the Court of Appeals, where the same is pending.

In May 2012, the Capital Markets Integrity Corporation ("CMIC") conducted an investigation on the complaint filed by Francisco Ken Cortes against RSEC. On July 3, 2015, the CMIC issued a Resolution of even date dismissing the complaint filed by Mr. Cortes. In October 2015, the CMIC affirmed the dismissal of Mr. Cortes' complaint with the denial of his Motion for Reconsideration dated 21 July 2015. Mr. Cortes did not file any appeal before the SEC en banc, so that the dismissal of his complaint is now final and executory.

In September 2014, Carlos S. Palanca IV ("Palanca") and Cognatio Holdings, Inc. ("Cognatio") likewise filed a complaint against RSEC with the CMIC, even as Cognatio's earlier complaint dated December 30, 2013 against RSEC, its former Vice President for Operations/Chief Finance Officer, its former Compliance Officer and Valbuena, was pending with the Enforcement and Investor Protection Department of the Securities and Exchange Commission ("EIPD-SEC") (the "SEC Cognatio Case"). In its decision letter dated December 4, 2014, the CMIC dismissed Palanca/Cognatio's complaint on the ground of prescription and res judicata. Consequently, Palanca/Cognatio respectively appealed the case to the SEC en banc, which granted the appeal of Palanca/Cognatio and reversed the CMIC's decision. In turn, RSEC appealed the SEC en banc's reversal of the CMIC decision to the Court of Appeals. On October 27, 2017, the Court of Appeals granted RSEC's Petition for Review and reinstated the CMIC decision, ruling that Palanca/Cognatio committed willful and deliberate forum shopping. Palanca/Cognatio filed a Motion for Reconsideration, which RSEC opposed via its Comment/ Opposition dated February 22, 2018. In response thereto, Palanca/Cognatio filed a Motion for leave to file reply and its Reply, both dated March 19, 2018. In a Resolution dated September 5, 2018, the Court of Appeals denied Palanca/Cognatio's Motion for Reconsideration. On September 26, 2018, Palanca/ Cognation signified their intention to challenge the decision and resolution of the Court of Appeals before the Supreme Court via a Petition for Review to be filed on or before October 11, 2018. The SEC Cognatio Case, where RSEC and its former Vice President for Operations/Chief Finance Officer filed a Manifestation with Motion to Dismiss, in light of the above-cited decision of the Court of Appeals finding Palanca/Cognatio guilty of willful and deliberate forum-shopping, which was followed by the filing of other pleadings, the last of which was Cognatio's Rejoinder, remains pending with the EIPD-SEC.

On February 22, 2013, Stephen Y. Ku ("Ku") filed a complaint against RSEC with the Regional Trial Court of Makati, Branch 149 (the "Makati Trial Court"), praying, among others, for the return of his shares of stock and cash payments which he claims to have turned over to Valbuena. On May 20, 2013, RSEC sought the dismissal of the complaint on the ground of non-payment of the correct filing fees and failure to state a case of action, which was, however, denied by the Makati Trial Court. Aggrieved, RSEC filed a Petition for Certiorari with the Court of Appeals on November 22, 2013, which was given due course. In the Decision dated October 9, 2014, the Court of Appeals sustained RSEC's position and ordered the dismissal of the complaint pending before the Makati Trial Court on the ground of lack of jurisdiction. In a Petition for Review dated September 15, 2015, Ku sought the reversal of the ruling of the Court of Appeals, and as an alternative, prayed to be allowed to re-file his Complaint sans docket fees. The case remains pending with the Supreme Court.

13.5 Poverty Eradication and Alleviation Certificates Bonds

In October 2011, the Bank filed a case before the Court of Tax Appeals questioning the 20% final withholding tax on PEACe Bonds by the BIR. The Bank subsequently withdrew its petition and joined various banks in their petition before the Supreme Court on the same matter. Notwithstanding the pendency of the case and the issuance of a Temporary Restraining Order by the Supreme Court, the Bureau of Treasury withheld P199 in October 2011 from the Bank on the interest on its PEACe bonds holdings. The amount was originally recognized as part of Accounts receivables under Loans and Receivables account in the statements of financial position until it was settled in 2017.

On January 13, 2015, the Supreme Court nullified the 2011 BIR Rulings classifying all bonds as deposit substitutes and ordered the Bureau of Treasury to return the 20% final withholding tax it withheld on the PEACe Bonds on October 18, 2011. On March 16, 2015, the Bank and RCAP filed a Motion for Clarification and/or Partial Reconsideration, seeking clarification and/or the exclusion from the definition "deposit substitutes" the PEACe Bonds since there was only one lender at the primary market, and subsequent sales in the secondary market pertain to a sale or assignment of credit, which is not subject to withholding tax. The Parent Company and RCAP also sought partial reconsideration of the ruling that should the PEACe Bonds be considered as deposit substitutes, the BIR should collect the unpaid final withholding tax directly from RCAP/Code NGO, or any lender or investor, as withholding agents, since there was no interest earned and collection of the withholding tax, if at all, has already prescribed. The Bank and RCAP also reiterated its arguments that the tax constitutes double taxation, violates the non-impairment clause of the Constitution, and is a breach of the obligations by the Bureau of Treasury when it issued the PEACe Bonds. The Office of the Solicitor General ("OSG"), as counsel for the Republic and other public respondents, also filed a Motion for Reconsideration and Clarification, reiterating the BIR's right to withhold 20% as Final Withholding Tax and asking for clarification on the effect of the ruling on other government securities.

In a Resolution dated October 5, 2016, the Supreme Court partially granted the Bank and RCAP's Motion for Clarification and/or Partial Reconsideration, stating that (a) to determine whether the securities newly issued and sold by the Bureau of Treasury should be treated as "deposit substitutes", the phrase "at any one time" in relation to "20 or more lenders" should be reckoned at the time of their original issuance, (b) this interpretation, at any rate, cannot be applied retroactively since this would prejudice the Bank and RCAP which relied in good faith on the rulings/opinions of the BIR that the transaction in issue is exempted from any final withholding tax, and (c) such being the case, the PEACe Bonds cannot be treated as deposit substitutes. On the other hand, the Supreme Court denied the Motion for Reconsideration and Clarification filed by the OSG. The Supreme Court likewise held that due to the continued refusal of the Bureau of Treasury to release the amount of P4,966, which it withheld upon maturity of the PEACe Bonds, in violation of the order issued by the Supreme Court, the Bureau of Treasury is liable to pay legal interest of six percent (6%) per annum on the aforesaid amount of P4,966, counted from October 19, 2011 until fully paid.

On April 11, 2017, the Parent Company received a copy of the Entry of Judgment stating, among others, that the Decision dated January 13, 2015 and the Resolution dated August 16, 2016, which partially granted the Motion for Clarification and/or Partial Reconsideration filed by the Parent Company became final and executory on October 20, 2016. The Bureau of Treasury has so far settled P197 of the Parent Company's claim.

As approved by Philippine Deposit Insurance Corporation and Bureau of Treasury, the balance of P2, which is the subject of a deed of assignment in favor of the Parent Company (by a rural bank which has since been placed under liquidation) has been settled on October 18, 2018.

13.6 Applicability of RR 4-2011

On March 15, 2011, the BIR issued RR 4-2011, which prescribed that for income tax reporting purposes, banks and other financial institutions must (a) report costs and expenses either under RBU or FCDU/EFCDU or OBU if specifically identified as such; or (b) allocate such cost and expenses, which cannot be specifically identified, based on percentage share of gross income earnings of a unit. The BIR, however, issued assessment notices to banks and other financial institutions for deficiency income tax for alleged non-intra-unit allocation of costs and expenses to exempt income and income subjected to final tax within RBU.

On April 6, 2015, the Parent Company and other member-banks of the Bankers Association of the Philippines ("BAP") (the "Petitioners"), filed the above-captioned case with Application for TRO and/or Writ of Preliminary Injunction with the Regional Trial Court of Makati, Branch 57 (the "Makati Trial Court"), wherein the Petitioners assailed the validity of RR 4-2011 on the ground, among others, that (a) RR 4-2011 violates the Petitioners' substantive due process rights; (b) it is not only illegal but also unfair; (c) it serves as a deterrent to banks to invest in capital market transactions to the prejudice of the economy; (d) it sets a dangerous precedent for the disallowance of full deductions due to the prescribed method of allocation; (e) it was promulgated without prior consultation, thus, violating the procedural due process rights of the petitioners; and (f) it violated the equal protection clause guaranteed in the Constitution for requiring Banks and other financial institutions to adopt a method of allocation when other institutions and taxpayers were not being required to do so by the Department of Finance ("DOF") and BIR.

On April 8, 2015, the Makati Trial Court issued a TRO enjoining the BIR from enforcing RR 4-2011. Also, on April 27, 2015, the Makati Trial Court issued a Writ of Preliminary Injunction enjoining the BIR from enforcing, carrying out, or implementing in any way or manner RR 04-2011 against the Parent Company and other BAP member banks, including the issuance of Preliminary Assessment Notice or Final Assessment Notice against them during the pendency of the litigation, unless sooner dissolved.

On June 10, 2015, the Makati Trial Court issued a Confirmatory Order stating that the TRO and Writ of Preliminary Injunction also prohibits the BIR from ruling or deciding on any administrative matter pending before it in relation to the subject revenue regulations and insofar as the Parent Company and other BAP member banks are concerned. The Pre-trial Conference of the case began on August 2, 2016 and continued to August 3, 2017. During the August 3, 2017 hearing, in lieu of trial for the resolution of the case, the Makati Trial Court directed the parties to file their respective Memorandum on September 15, 2017, which the parties complied with. In an Order dated May 25, 2018, the Makati Trial Court granted the Petition for Declaratory Relief and declared RR 4-2011 null and void for being issued beyond the authority of the Secretary of Finance and Commissioner of Internal Revenue. The Makati Trial Court likewise made permanent the Writ of Preliminary Injunction it issued earlier.

The Department of Finance ("DOF") and the BIR elevated the matter to the Supreme Court via its Petition for Review on Certiorari dated August 1, 2018, alleging that (a) the petitions assailing the validity of RR 4-2011 should have been brought before the Court of Tax Appeal and not the Makati Trial Court, (b) upon the issuance of RR 4-2011, the banks should have already adjusted their accounting and book keeping methods, (c) the declaratory relief action was no longer proper in view of the issuance of Preliminary Assessment Notices, and (d) RR 4-2011 is a valid regulatory issuance of the DOR and BIR.

13.7 Alleged Unauthorized Transfer of Funds – Bank of Bangladesh

In February 2016, there was an alleged unauthorized transfer of funds from the Bank of Bangladesh to four accounts in the Bank, which were eventually transferred to various accounts outside of the Bank (the "BOB Incident"). In August 2016, the Monetary Board approved the imposition of supervisory action on the Bank to pay the amount of P1,000 in relation to the completed special examination. There may be other cases arising from these events. The has fully recognised the BSP's P1,000 fine as part of miscellaneous expenses in its 2016 Consolidated Statements of Profit or Loss, and it has paid this penalty in full ahead of the August 2017 deadline set by the BSP. The Bank's payment of the penalty did not affect its ability to perform its existing obligations or unduly hamper its operations.

On November 18, 2016, the AMLC filed a criminal complaint against current and former employees of the Bank in relation to the BOB Incident with the Department of Justice (DOJ). The AMLC alleged that respondents Raul Victor B. Tan, Ismael S. Reyes, Brigitte R. Capiña, Nestor O. Pineda, Romualdo S. Agarrado and Angela Ruth S. Torres violated Section 4(f) of R.A. No. 9160, as amended ("AMLA"), in connection with the BOB Incident. The AMLC alleged that each of the named persons performed or failed to perform an act, which facilitated the crime of money laundering, particularly the remittance and eventual withdrawal of US$81 from certain accounts maintained at the Bank's Makati Jupiter Business Center..

On March 27, 2017, respondents Tan, Reyes, Capiña and Agarrado, as well as respondent Pineda filed their affidavits contesting, among other things, their culpability and the existence of several required elements of the charges alleged by the AMLC. Between May and July 2017, the AMLC and the aforementioned individuals filed various affidavits and manifestations in connection with the charges. In a Resolution dated February 5, 2018, the newly assigned DOJ investigating prosecutor found probable cause against respondents Tan, et al., and recommended the filing of the corresponding Information against them. On March 22, 2018, respondents Tan, Reyes, Capiña, and Agarrado timely filed their Motion for Reconsideration on the aforementioned Resolution.

In a belatedly filed Consolidated Opposition dated June 21, 2018, the AMLC insisted that the Philippine courts have adopted the US "Willful Blindness" doctrine, and that the contents of the MT103 message should have made respondents Tan, Reyes and Capiña suspicious of the remittances in issue. In their Reply dated August 7, 2018, respondents Tan, Reyes, and Capiña pointed out, among others, that (a) the AMLC's position is a departure from its earlier claim that respondents Tan, Reyes and Capiña ought to be charged for failing to read the same MT103 message, and (b) only final decisions of the Supreme Court become judicial precedents, and that the cited tax evasion decision of the Court of Tax Appeals cannot be accorded the same status. Respondent Agarrado, for his part, reiterated that it was respondent Torres and Deguito who approved the large transaction withdrawals on February 9, 2016.

On March 8, 2016, William S. Go, an existing client of the Bank in another Business Center, and the Bank, filed criminal charges against (a) Maia Santos-Deguito, the former Branch Manager of the Makati Jupiter Business Center, and (b) Angela Ruth S. Torres, the former Senior Customer Service Officer of the Makati Jupiter Business Center, with the Office of the City Prosecutor of the Makati City ("OCP-Makati"). The criminal complaints alleged that the two identified former employees: (a) falsified bank documents in order to open fictitious U.S. Dollar and Peso denominated accounts in the name of William S. Go DBA Centurytex Trading, which were used in the transfer/conversion of US$81 subject of the BOB Incident, and (b) Angela Ruth S. Torres committed perjury when she executed the affidavit identifying William S. Go as the person who allegedly received the P20 withdrawn from his fictitious Peso account on February 5, 2016. The OCP-Makati found probable cause to charge Maia Santos-Deguito with several counts of falsification. On the other hand, while the OCP-Makati dismissed the charges of falsification against Angela Ruth S. Torres, but it found probable cause to charge her for perjury. The criminal cases against Maia Santos-Deguito and Angela Ruth Torres are currently pending before the Makati Metropolitan Trial Court. The Bank has several other ongoing criminal cases or petitions for review, which are currently pending, in relation to actions that it has initiated against former Bank employees in relation to the BOB Incident.

There are no known trends, demands, and commitments, events, or uncertainties that will have a material impact on the Bank's operational performance and ability to service obligations.

Except for the above-mentioned proceedings, the Bank is not aware of any suits and claims by or against it or its subsidiaries, which if decided adversely would have a material effect on its financial position or operating results.

Additional Disclosures to Item I – Financial Statements

Statement of Compliance with Generally Accepted Accounting Principles. The interim financial statements of the Bank have been prepared in accordance with the Philippine Financial Reporting Standards (PFRS).

See accompanying Notes to Interim Financial Statements for the detailed discussion of compliance with Generally Accepted Accounting Principles.

Accounting Policies and Methods of Computation. See accompanying Notes to Interim Financial Statements for the detailed discussion of the accounting policies and methods of computation (Note 2).

Seasonality or Cyclicality of Interim Operations. Seasonal or cyclical events and/or conditions do not materially affect the year-round operations of the Bank.

Changes in Estimates of Amounts Reported. There were no changes in estimates of amounts reported in prior interim periods of the current financial year or in estimates of amounts reported in prior financial years.

Issuances, Repurchases and Repayments of Debt and Equity Securities. On September 28, 2018, the bank successfully raised P3.58 billion of new Long Term Negotiable Certificates of Deposits (LTNCDs) due in 2024. The 5.5 year LTNCD carries a coupon of 5.50% per annum.

On April 27, 2018, the bank re-opened its USD 300 million 4.125% Senior Unsecured Fixed Rate Notes due on March 16, 2023 via a second USD 150 million tranche drawdown off its USD 2 billion Medium Term Note Programme with a re-opening yield of 4.4084% and maturity date on March 16, 2023.

On March 15, 2018, the bank issued a US$ 300 million Senior Unsecured Fixed Rate Notes with a coupon and yield at 4.13% with maturity date on March 16, 2023. On March 5, 2018, the bank has undertaken an update of its US$ 2 billion Medium Term Note Programme with a coupon and yield at 4.125% with maturity date on March 16, 2023.

Dividends Paid for Ordinary or Other Shares. In its meeting held on July 30, 2018, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.1108 per share or a total of approximately P27 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on September 4, 2018 and paid on September 24, 2018.

In its meeting held on April 30, 2018, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.1080 per share or a total of approximately P27 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on June 14, 2018 and paid on June 25, 2018.

In its meeting held on March 26, 2018, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.6160 per share or a total of approximately P862 million payable to holders of Common Class and a total of approximately P17 thousand payable to holders of Preferred Class shares, both were approved by the Bangko Sentral ng Pilipinas on April 5, 2018 and paid on May 7, 2018.

In its meeting held on January 30, 2018, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.0919 per share, or a total of approximately P23 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on March 1, 2018 and paid on March 28, 2018.

In its meeting held on October 30, 2017, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.0840 per share, or a total of approximately P23 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on December 12, 2017 and paid on December 22, 2017.

In its meeting held on July 31, 2017, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.0840 per share, or a total of approximately P23 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on September 5, 2017 and paid on September 22, 2017.

In its meeting held on April 24, 2017, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.0807 per share or a total of approximately P23 thousand payable to holders of Preferred Class shares which was approved by the Bangko Sentral on April 26, 2017 and paid on June 23, 2017. The Board of Directors also approved the declaration and payment of cash dividends amounting to P0.5520 per share or a total of approximately P772 million payable to holders of Common Class and a total of approximately P154 thousand payable to holders of Preferred Class shares, both were approved by the Bangko Sentral ng Pilipinas on April 26, 2017 and paid on May 25, 2017.

In its meeting held on January 30, 2017, the Board of Directors approved the declaration and payment of cash dividends amounting to P0.07491 per share, or a total of approximately P21 thousand payable to holders of Preferred Class shares, which was approved by the Bangko Sentral ng Pilipinas on March 22, 2017 and paid on March 24, 2017.

The details of the cash dividend approvals and distributions from 2017 up to September 30, 2018 are as follows (amounts in Thousand Php except per share figures):

Date Declared	Dividend				Date Approved by the BSP	Date Paid / Payable	Nature of Securities
	Per Share		Total Amount (in Thousand)				
30-Jan-17	P	0.0749	P	21	22-Mar-17	24-Mar-17	Convertible Preferred stock
24-Apr-17	P	0.0807	P	23	26-Apr-17	23-Jun-17	Convertible Preferred stock
24-Apr-17	P	0.5520	P	772,754	26-Apr-17	25-May-17	Common Stock
24-Apr-17	P	0.5520	P	154	26-Apr-17	25-May-17	Convertible Preferred Stock
31-Jul-17	P	0.0840	P	23	5-Sep-17	22-Sep-17	Convertible Preferred stock
30-Oct-17	P	0.0840	P	23	12-Dec-17	22-Dec-17	Convertible Preferred Stock
29-Jan-18	P	0.0919	P	23	1-Mar-18	28-Mar-18	Convertible Preferred stock
26-Mar-18	P	0.6160	P	862,340	5-Apr-18	7-May-18	Common Stock
26-Mar-18	P	0.0616	P	172	5-Apr-18	7-May-18	Convertible Preferred Stock
30-Apr-18	P	0.1080	P	27	14-Jun-18	25-Jun-18	Convertible Preferred Stock
30-Jul-18	P	0.1108	P	27	4-Sep-18	24-Sep-18	Convertible Preferred Stock

Segment Information. The following table presents revenues and expenses of the Parent Company that are directly attributable to primary business segments for the period ended September 30, 2018 (in millions).

RESULTS OF OPERATIONS*	Retail Banking Group	Corporate Banking Group	Treasury / Trust	Others	Total
Net interest income	12,251	6,229	1,046	(4,839)	14,688
Non-interest income	3,288	1,560	838	(959)	4,727
Total revenue	15,539	7,790	1,885	(5,798)	19,415
Non-interest expense	10,832	1,893	453	2,483	15,660
Income (loss) before Income tax	4,707	5,897	1,432	(8,281)	3,755
Income tax expense	-	-	-	545	545
Net income (loss)	4,707	5,897	1,432	(8,826)	3,210

Amounts may not add up due to rounding off.

Material Events Subsequent to the End of the Interim Period Not Reflected in the Financial Statements. There were no material events subsequent to the end of the interim period that have not been reflected in the financial statements for the interim period.

Changes in Composition of the Issuer During the Interim Period. RCBC North America, Inc. ceased its operations in March 2014. RCBC North America's dissolution date is on May 8, 2018. It is a wholly-owned subsidiary of the bank and was a foreign exchange remittance office in California.

Changes in Contingent Liabilities or Contingent Assets. There were no material changes in contingent liabilities or contingent assets since the last annual balance sheet date.

Material Contingencies and Any Other Events or Transactions. On September 24, 2018, the Bank's Board of Directors approved the merger of RCBC Savings Bank (a wholly owned subsidiary) into RCBC, subject to regulatory approvals. The proposed transaction will facilitate for the RCBC Group the following objectives: (1) more efficient capital deployment, (2) more efficient compliance with the Basel 3 liquidity ratios, (3) optimal coordination between the branch banking networks of RCBC and RCBC Savings, (4) medium-term improvement in the funding economics, and (5) operational cost efficiencies.

On January 29, 2018, the bank received the Board of Directors' approval to conduct a Stock Rights Offering (SRO) to raise up to P15 billion in fresh Common Tier 1 Capital. The Philippine Stock Exchange (PSE) approved the Bank's SRO on May 25, 2018. The offer started on June 25, 2018 and ended on June 29, 2018. The shares were offered at P28.00 with entitlement ratio of 1 Right Share for every 2.6132 RCBC common shares held. Its ex-rights date was on June 8, 2018 and record date on June 14, 2018.

The Bank's SRO of 535,710,378 million shares were listed in the PSE on July 16, 2018 and the gross proceeds amounting to P14,999,890,584 were booked on the same date. This resulted to 1,935,628,775 total issued and outstanding capital stock of the Bank.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Financial Performance

RIZAL COMMERCIAL BANKING CORPORATION AND SUBSIDIARIES				
	Consolidated		Parent	
	Unaudited	Audited	Unaudited	Audited
	30-Sep-18	31-Dec-17	30-Sep-18	31-Dec-17
Return on Average Assets (ROA)* [1/]	0.73%	0.82%	0.91%	1.02%
Return on Average Equity (ROE) *[2/]	5.94%	6.72%	5.94%	6.74%
BIS Capital Adequacy Ratio	17.28%	15.46%	17.62%	15.33%
Non-Performing Loans (NPL) Ratio [3/]	1.22%	1.25%	0.55%	0.54%
Non-Performing Assets (NPA) Ratio [4/]	1.14%	1.37%	0.43%	0.48%
Net Interest Margin (NIM)*	3.92%	4.25%	3.63%	3.85%
Cost-to-Income Ratio	73.91%	70.92%	70.22%	68.01%
Loans-to-Deposit Ratio [5/]	97.38%	93.38%	98.61%	94.26%
Current Ratio	0.49	0.47	0.56	0.52
Liquid Assets -to-Total Assets Ratio	0.20	0.20	0.21	0.20
Debt-to-Equity Ratio	6.35	7.27	4.96	5.60
Asset-to- Equity Ratio	7.35	8.27	5.96	6.60
Asset -to- Liability Ratio	1.16	1.14	1.20	1.18
Interest Rate Coverage Ratio	1.52	1.73	1.70	1.95
Earnings per share (EPS)* [6/]				
Basic and Diluted	PHP 2.84	PHP 3.08	PHP 2.84	PHP 3.08

**September 30,2018 ratios/amounts were annualized*

[1/] Average assets for the consolidated and parent ratios were computed based on the 10-month average of end of month balances of total assets. Unaudited net income for the 9-month period ended September 30, 2018 in the amount of P3.209 billion represented the consolidated and parent.

[2/] Average equity for the consolidated and parent ratios were, likewise, computed based on the 10-month average of end of month balances. Unaudited net income for the 9-month period ended September 30, 2018 in the amount of P3.209 billion represented the consolidated and parent.

[3/] Non-performing loans (NPLs) were net of total specific allowance for probable losses per BSP Circular No. 772 of 2012.

[4/] NPAs were net of total specific allowance for probable losses.

[5/] Including Interbank Loans

[6/] Total weighted average number of issued and outstanding common shares (diluted) as of September 30, 2018 – 1,511,520,221 shares; as of December 31, 2017 – 1,399,916,364 shares.

Performance Indicators for Wholly-Owned/Majority Owned Subsidiaries[1]

RCBC SAVINGS BANK In Php 000s	Unaudited September 30, 2018	Audited December 31, 2017
Net Income	PHP 888,756	Php 1,350,231
Return on Average Assets (ROA)*	0.99%	1.22%
Return on Average Equity (ROE)*	9.19%	11.80%
BIS Capital Adequacy Ratio (CAR)	13.19%	14.03%
Non-Performing Loans (NPL) Ratio	3.11%	3.13%
Non-Performing Assets (NPA) Ratio	3.50%	4.09%
Earnings per Share (EPS)*	PHP 38.49	Php 43.74

RIZAL MICROBANK In Php 000s	Unaudited September 30, 2018	Audited December 31, 2017
Net Income (Loss)	PHP 10,966	Php (9,537)
Return on Average Assets (ROA)*	1.04%	-0.69%
Return on Average Equity (ROE)*	2.51%	-1.54%
BIS Capital Adequacy Ratio (CAR)	36.85%	43.24%
Non-Performing Loans (NPL) Ratio	-0.12%	0.02%
Non-Performing Assets (NPA) Ratio	0.21%	0.01%
Earnings (Loss) per Share (EPS)*	PHP 1.67	Php (1.09)

RCBC CAPITAL CORPORATION and Subsidiaries In Php 000s	Unaudited September 30, 2018	Audited December 31, 2017
Net Income	PHP 127,258	Php 550,269
Return on Average Assets (ROA)*	3.98%	12.40%
Return on Average Equity (ROE)*	4.48%	14.46%
BIS Capital Adequacy Ratio (CAR)	59.02%	39.36%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.04%	0.03%
Earnings per Share (EPS)*	PHP 1.44	Php 4.66

RCBC FOREX BROKERS CORPORATION In Php 000s	Unaudited September 30, 2018	Audited December 31, 2017
Net Income	PHP 7,241	Php 4,502
Return on Average Assets (ROA)*	5.38%	2.48%
Return on Average Equity (ROE)*	5.69%	2.60%
Capital to Total Assets Ratio	93.58%	95.31%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.00%	0.00%
Earnings per Share (EPS)*	PHP 19.36	Php 9.00

**September 30, 2018 ratios/amounts were annualized*

[1]RCBC North America, Inc. ceased its operations in March 2014. Final dissolution date was on May 8, 2018.

RCBC INTERNATIONAL FINANCE, LTD. and Subsidiary	Unaudited	Audited
In Php 000s	September 30, 2018	December 31, 2017
Net Loss	PHP (10,609)	Php (8,940)
Return on Average Assets (ROA)*	-10.47%	-6.34%
Return on Average Equity (ROE)*	-10.76%	-6.49%
Capital to Total Assets Ratio	97.04%	97.83%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.00%	0.00%
Loss per Share (EPS)*	PHP (5.67)	Php (3.58)

RCBC TELEMONEY EUROPE S.P.A [2]	Unaudited	Audited
In Php 000s	September 30, 2018	December 31, 2017
Net Loss	PHP (12,872)	Php (9,172)
Return on Average Assets (ROA)*	-122.72%	-55.15%
Return on Average Equity (ROE)*	37.08%	12.43%
Capital to Total Assets Ratio	-369.26%	-647.61%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.00%	0.00%
Loss per Share (EPS)*	PHP (172.09)	Php (91.72)

RCBC-JPL HOLDING COMPANY, INC. (Formerly JP Laurel Bank, Inc.)	Unaudited	Audited
In Php 000s	September 30, 2018	December 31, 2017
Net Income	PHP 4,415	Php 88
Return on Average Assets (ROA)*	3.02%	0.05%
Return on Average Equity (ROE)*	-5.09%	-0.07%
Capital to Total Assets Ratio	-57.18%	-61.78%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.00%	0.00%
Earnings per Share (EPS)*	PHP 0.03	Php 0.00

NIYOG PROPERTY HOLDINGS, INC.	Unaudited	Audited
In Php 000s	September 30, 2018	December 31, 2017
Net Income	PHP 28,405	Php 134,909
Return on Average Assets (ROA)*	5.50%	18.42%
Return on Average Equity (ROE)*	5.79%	19.32%
Capital to Total Assets Ratio	95.29%	96.05%
Non-Performing Loans (NPL) Ratio	0.00%	0.00%
Non-Performing Assets (NPA) Ratio	0.00%	0.00%
Earnings per Share (EPS)*	PHP 27.30	Php 96.99

**September 30, 2018 ratios/amounts were annualized*

[2] *The company ceased its operations in March 2016. Waiting for final liquidation closure.*

RCBC LEASING AND FINANCE CORP. and Subsidiary	Unaudited		Audited
In Php 000s	September 30, 2018		December 31, 2017
Net Income	PHP	92,860	Php 88,296
Return on Average Assets (ROA)*		1.34%	1.10%
Return on Average Equity (ROE)*		12.87%	13.64%
Capital to Total Assets Ratio		12.98%	7.87%
Non-Performing Loans (NPL) Ratio		7.05%	8.61%
Non-Performing Assets (NPA) Ratio		5.74%	6.65%
Earnings per Share (EPS)*	PHP	0.27	Php 0.199

Note: *September 30, 2018 ratios/amounts were annualized*

30 September 2018 vs 31 December 2017

RCBC's Total Assets grew by 10.90% or P60.391 billion from P553.988 billion to P614.379 billion mainly due to the increase in Investment Securities and Loans and Receivables.

Due from Bangko Sentral ng Pilipinas, representing 10.14% of total resources, increased by 5.94% or P3.496 billion from P58.801 billion to P62.296 billion attributable to the increase in level of placement in Term Deposit Facility. Due from other banks decreased by 13.66% or P2.707 billion from P19.818 billion to P17.111 billion, mainly due to decrease in foreign bank placements.

Total Investment Securities, representing 15.90% of Total Resources, increased by 33.92% or P24.737 billion from P72.932 billion to P97.669 billion attributable to 45.92% or P2.463 billion increase in Financial Assets at Fair Value through other Comprehensive Income (FVOCI) from P5.364 billion to P7.827 billion and 37.69% or P22.603 billion increase in Hold-to-Collect (HTC) portfolio from P59.977 billion to P82.579 billion.

Loans under Repurchase Agreement increased by P22.60% or P2.222 billion from P9.831 billion to P12.053 billion.

Loans and Receivables-net went up by 9.52% or P33.723 billion from P354.243 billion to P387.966 billion and represented 63.15% of total resources. This was primarily as a result of increase in the volume of loan releases.

Deferred Tax Assets-net increased by 14.61% from or P277 million from P1.896 billion to P2.173 billion as a result of origination of additional deductible temporary differences. Other Resources-net decreased by 8.63% or P778 million from P9.012 billion to P8.234 billion.

Deposit liabilities grew by 5.59% or P21.723 billion from P388.412 billion to P410.135 billion and represented 66.76% of Total Resources. Demand deposits increased by 9.23% or P4.801 billion from P51.996 billion to P56.797 billion and accounted for 9.24% of Total Resources; Savings Deposits grew by 5.95% or P9.823 billion from P165.187 billion to P175.010 billion and accounted for 28.49% of total resources. Time deposits reached P178.328 billion and accounted for 29.03% of total resources.

Bills payable decreased by 11.88% or P5.225 billion from P43.967 billion to P38.742 billion, mainly attributable to decline in foreign borrowings. Bonds payable increased by 94.34% or P26.472 billion from P28.060 billion to P54.532 billion primarily as a result of issuance of U.S.$300 million senior notes in March 2018 and U.S$150 million senior notes in April 2018.

Accrued taxes, interest and other expenses payable increased by 11.84% or P495 million from P4.185 billion to P4.680 billion mainly due to increase in accruals for interest.

Total liabilities grew by 8.99% or P43.790 billion from P486.958 billion to P530.748 billion and represented 88.39% of Total Resources.

Common Stock grew by 38.27% or P5.357 billion attributable to the Stock Rights Offering in July 2018. Capital Paid in Excess of Par also increased by 41.75% or P9.451 billion.

Net Unrealized Gains on Financial Assets at Fair Value through Other Comprehensive Income declined by 16.87% or P332 million from P1.968 billion to P1.636 billion as a result of revaluation of investment securities. Cumulative Translation Adjustment also declined by 36.83% or P31 million from P85 million to P53 million as a result of the liquidation of a foreign subsidiary.

Total Capital Funds increased by 24.77% or P16.601 billion from P67.030 billion to P83.631 billion and accounted for 13.61% of Total Resources. The growth was a result of the additional P15 billion common Tier 1 capital from the Stock Rights Offering last July 2018.

Finally, there are no known trends, demands, and commitments, events, or uncertainties that will have a material impact on the Bank's operational performance and ability to service obligations.

30 September 2018 vs. 30 September 2017

Total interest income increased by 21.38% or P3.866 billion from P18.084 billion to P21.950 billion and accounted for 113.06% of total operating income. Interest income on loans and receivables went up by 22.34% or P3.536 billion from P15.828 billion to P19.364 billion and accounted for 99.74% of total operating income. The increase is mainly due to increase in average yield and volume of Loans and Receivables. Interest income on investment securities was recorded at P2.282 billion, 23.98% or P441 million higher than last year's P1.841 billion and accounted for 11.75% of total operating income, attributable to the increase in volume of securities and increase in average yield. Other interest income decreased by 26.77% or P111 million from P415 million to P304 million primarily as a result of lower income on overnight Deposits due to lower average volume of placements.

Total interest expense increased by 47.02% or P2.322 billion from P4.940 billion to P7.262 billion and accounted 37.41% of total operating income. Interest expense on deposit liabilities grew by 46.80% or P1.355 billion from P2.896 billion to P4.252 billion primarily as a result of increase in deposit level in terms of average daily balance coupled by increase in average cost; it represented 21.90% of total operating income. Interest expense on bills payable and other borrowings increased by 47.31% or P967 million from P2.044 billion to P3.011 billion mainly due to issuance of Senior Notes in 2018.

Net interest income increased by 11.75% or P1.544 billion from P13.144 billion to P14.688 billion and accounted 75.65% of Total Operating Income.

The Group booked lower impairment losses at P1.310 million, down by 16.32% or P256 million from P1.566 billion and represented 6.75% of total operating income. Decrease in impairments losses net was mainly due to lower provisioning requirement on corporate and consumer loans.

Other operating income of P4.727 billion which accounted for 24.35% of total operating income was down by 12.95% or P703 million and is broken down as follows:

- Service fees and commissions increased by 16.50% or P387 million from P2.345 billion to P2.732 billion as a result of increase in debit and credit card fees, and commitment fees on loans.
- Trust fees settled at P209 million.
- Trading and securities gain-net declined by 121.40% or P1.215 billion to a trading loss of P214 million mainly due to one-time gain on HTC sale in 2017.
- Foreign exchange gains increased by 30.25% or P174 million from P574 million to P748 million largely due to higher fx position gains, partly offset by lower income from commercial transactions.
- Miscellaneous income stood at P1.252 billion.

Operating expenses which accounted for 73.91% of Total Operating Income, increased by 10.41% or P1.353 billion from P12.997 billion to P14.350 billion due to the following:

- Manpower costs increased by 10.19% or P452 million from P4.433 billion to P4.885 billion, as a result of increase in headcount and regular merit and salary adjustment. It consumed 25.16% of the total operating income;

- Occupancy and equipment-related expenses increased by 6.34% or P149 million from P2.344 billion to P2.492 billion and consumed 12.84% or Total operating income;
- Taxes and licenses grew by 29.04% or P383 million from P1.319 billion to P1.702 billion primarily as a result of higher Documentary Stamp Tax expense as a result of higher DST rates imposed on debt instruments due to TRAIN;
- Depreciation and amortization was recorded at P1.358 billion;
- Miscellaneous expenses went up by 12.46% or P434 million to settle at P3.913 billion from P3.480 billion primarily mainly due to higher set-up of deferred tax assets (DTA).

Tax expense was lower by 9.92% or P60 million from P605 million to P545 million as a result of lower taxable income for the period.

Net profit attributable to non-controlling interest settled at P1 million.

Overall, net income declined by 5.77% or P197 million from P3.406 billion to P3.210 billion.

There were no significant elements of income or loss that did not arise from the bank's continuing operations.

Commitments and Contingent Liabilities

See accompanying Notes to FS for the detailed discussion of Commitments and Contingent Liabilities and the summary of contingencies and commitments arising from off-balance sheet items at their equivalent peso contractual amounts (Note 13).

There are also no known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations.

There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

Similarly, there were no significant elements of income or loss that did not arise from the Bank's continuing operations.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Issuer **RIZAL COMMERCIAL BANKING CORPORATION**

Date **November 14, 2018**

GIL A. BUENAVENTURA
President & CEO

FLORENTINO M. MADONZA
FSVP, Head - Controllership Group

MA. CHRISTINA P. ALVAREZ
SVP, Head - Corporate Planning

RIZAL COMMERCIAL BANKING CORPORATION
Aging of Other Receivables
30-Sep-18
(Amounts in PHP)

		1-90 days	91-180 days	181-1 year	Over one year	Total	Allow	Net
	Accounts Receivable	661,591,889.07	21,119,269.47	340,734,958.47	617,986,140.97	1,641,432,257.99	569,288,188.61	1,072,144,069.38