

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

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

Apr 24, 2023

2. SEC Identification Number

17514

3. BIR Tax Identification No.

000-599-760-000

4. Exact name of issuer as specified in its charter

RIZAL COMMERCIAL BANKING CORPORATION

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

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

Postal Code

0727

8. Issuer's telephone number, including area code

8894-9000

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

Not Applicable

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	2,037,478,896

11. Indicate the item numbers reported herein

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



Rizal Commercial Banking Corporation RCB

PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting *References: SRC Rule 17 (SEC Form 17-C) and Sections 7 and 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Conduct of the 2023 RCBC Annual Stockholders' Meeting Virtually and Stockholders' Participation and Voting through Remote Communication or In Absentia

Background/Description of the Disclosure

On January 30, 2023, the Board of Directors approved the postponement and resetting of the June 26, 2023 Board Meeting, Annual Stockholders' Meeting, as well as the Organizational Board Meeting that follows, to July 3, 2023 due to conflicts in the schedule of the Board and Senior Officers of the Bank.

On April 24, 2023, the Board of Directors approved that the 2023 Annual Stockholders' Meeting be conducted virtually, and that the stockholders be allowed to participate and to vote through remote communication or in absentia. The meeting is scheduled to be held on July 3, 2023 at 4:00 p.m. The Corporate Secretary was further authorized to set the internal procedures for the said meeting as allowed under the Revised Corporation Code, SEC Memorandum Circular No. 6, Series of 2020, and the Bank's By-Laws.

Type of Meeting

- ☒ Annual
☐ Special

Date of Approval by Board of Directors	Jan 30, 2023
Date of Stockholders' Meeting	Jul 3, 2023
Time	4:00 p.m.
Venue	Virtual Meeting
Record Date	TBA
Agenda	TBA

Inclusive Dates of Closing of Stock Transfer Books

Start Date	TBA
End Date	TBA

Other Relevant Information

Please see attached Secretary's Certificate and SEC Form 17-C.

The following have been amended to update the information: (1) Subject of Disclosure; (2) Background/Description of Disclosure; (3) Time; and (4) Venue.

Filed on behalf by:

Name	Maria Cecilia Chaneco-Lonzon
Designation	Assistant Corporate Secretary

**SECURITIES AND EXCHANGE COMMISSION
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1. April 24, 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number 17514 3. BIR TIN 000-599-760-000
4. RIZAL COMMERCIAL BANKING CORPORATION
Exact name of registrant as specified in its charter
5. Philippines 6. (Sec Use only)
Province, country or other
jurisdiction of incorporation Industry Classification Code
7. 6819 Ayala cor. Gil J. Puyat Ave., Makati City 0727
Address of principal office Postal Code
8. 8894-9000
Registrant's telephone number, including area code
9. Not Applicable
Former name or former address, 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 Amt. of Debt O/S
Common Stock, P10.00 par value	2,037,478,896 (as of Apr. 24, 2023)
11. Indicate the item numbers reported herein: Item 9

Item 9. Other Events.

Please be advised of the following significant items approved by the Board of Directors at the regular meeting held on April 24, 2023.

1. Interlocking Directorship / Officership of RCBC Officers in RCBC Trust Corporation (subject to BSP/other regulatory approvals, as may be required).

Name	Rank & Current Position in RCBC	Position in RCBC Trust Corporation
Eugene S. Acevedo	President and CEO	Incorporator and Director

Robert Rol Richard Raymond B. Ramos	FSVP and Trust Officer/ Head of Trust and Investments Group	Incorporator and Director
Raoul V. Santos	SVP / Segment Head, Trust Investment and concurrent Division Head , Institutional Portfolio Management	Treasurer -in-Trust

2. The Board approved that the 2023 Annual Stockholders' Meeting be conducted virtually, and that the stockholders be allowed to participate and to vote through remote communication or *in absentia*. The meeting is scheduled to be held on July 3, 2023 at 4:00 p.m. The Corporate Secretary was further authorized to set the internal procedures for the said meeting as allowed under the Revised Corporation Code, SEC Memorandum Circular No. 6, Series of 2020, and the Bank's By-Laws.

SIGNATURES

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

RIZAL COMMERCIAL BANKING CORP.
Registrant

Date: April 24, 2023


MARIA CECILIA V. CHANECO-LONZON
Assistant Corporate Secretary

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **GEORGE GILBERT G. DELA CUESTA**, Filipino, of legal age, with postal address at Rizal Commercial Banking Corporation, 46/F, Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue corner Sen. Gil Puyat Avenue, Makati City, do hereby depose and say:

1. I am the Corporate Secretary of the Rizal Commercial Banking Corporation ("Bank"), a corporation organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal place of business at Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue corner Sen. Gil Puyat Avenue, Makati City.

2. On January 30, 2023, the Board of Directors, acting throughout, issued the following resolution:

"BE IT RESOLVED, AS IT IS HEREBY RESOLVED, that the Board of Directors approves the postponement and resetting of the June 2023 Board Meeting, 2023 Annual Stockholders' Meeting ("ASM"), and 2023 Organizational Board Meeting that follows the ASM, from June 26, 2023 to July 3, 2023."

IN WITNESS WHEREOF, I have hereunto signed this Certificate this January 30, 2023 at Makati City, Philippines.


GEORGE GILBERT G. DELA CUESTA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JAN 30 2023 at Makati City, affiant **GEORGE GILBERT G. DELA CUESTA**, who is personally known to me, exhibiting to me his IBP ID Lifetime Member No.

Doc. No. 267 ;
Page No. 58 ;
Book No. 632 ;
Series of 2023.


ATTY. CATALINO VICENTE L. ARABIT
NOTARY PUBLIC

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11. Indicate the item numbers reported herein: Item 9

Item 9. Other Events.

Please be advised of the following significant items approved by the Board of Directors at the regular meeting held on January 30, 2023.

1. Senior Note Issuance Out of Medium Term Note Programme

Issuance of foreign currency denominated Senior Notes out of the Bank's Medium Term Note Programme (subject to market conditions).

2. Postponement/Resetting of the June 2023 Board and Organizational Meetings, and 2023 Annual Stockholders' Meeting to July 3, 2023

The Board of Directors approved the postponement and resetting of the June 26, 2023 Board Meeting, Annual Stockholders' Meeting, as well as

the Organizational Board Meeting that follows, to July 3, 2023 due to conflicts in the schedule of the Board and Senior Officers of the Bank.

3. Appointment of FVP Atty. Angeluz B. Torres-Guerzon as Head of Asset Management and Remedial Group (AMRG) effective February 15, 2023, subject to BSP and other regulatory approvals, as may be required.

Atty. Angeluz B. Torres-Guerzon is currently the Head of Asset Management Support Division and will be replacing SEVP Mr. John Tomas G. Deveras, who is retiring effective February 15, 2023.

Her professional experience of over nineteen (19) years was mostly obtained from her employment in RCBC and various financial institutions, and is focused in the areas of litigation, compliance, risk management and control, data protection, governance, foreclosure, asset recovery, and collection.

She is a graduate of the University of the Philippines where she obtained her Bachelor of Arts major in Public Administration in 1999. She finished her Bachelor of Laws at San Beda College of Law in 2003. She took the bar examination in September 2003 and was admitted in May 2004.

SIGNATURES

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

RIZAL COMMERCIAL BANKING CORP.
Registrant

Date: January 30, 2023

MARIA CECILIA V. CHANECO-LONZON
Assistant Corporate Secretary