

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. Date of Report (Date of earliest event reported)
Jul 31, 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	2,419,536,120

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 4-8 - Change in Directors and/or Officers
(Resignation/Removal or Appointment/Election)
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure

Appointment/Election approved by the Board on July 31, 2023

Background/Description of the Disclosure

July 31, 2023 Board approval on the following:

1. Appointment of New Board Directors

Appointment/Election of Hiroki Nakatsuka as Director, and Member of the Executive Committee, and of Katsufumi Uchida as Director, and Member of the Risk Oversight Committee, to take effect at the close of business on July 31, 2023, and their interlocking positions (subject to BSP/other regulatory approvals, as may be required)

Mr. Hiroki Nakatsuka and Mr. Katsufumi Uchida are filling the vacancies arising from the resignations of Arnold Kai Yuen Kan and Atty. Lilia B. de Lima as Directors, to take effect at the close of business on July 31, 2023. Mr. Arnold Kai Yuen Kan's resignation is due to personnel arrangement of Cathay Group while Atty. Lilia B. De Lima's is to give way to the incoming SMBC directors. The resignations were received on July 31, 2023.

2. Appointment of Advisory Board Members

Reappointment of Atty. Lilia B. de Lima and appointment of Masayuki Kawakami as Advisory Board Members, to take effect at the close of business on July 31, 2023 (subject to BSP/other regulatory approvals, as may be required)

3. Revised Board Committee Membership

- Appointment of Erika Fille T. Legara, Ph.D. as Member of the Risk Oversight Committee (she will step down as Member of the Corporate Governance Committee), to take effect at the close of business on July 31, 2023
- Appointment of John Law as Member of the AML Committee and Trust Committee (Gil A. Buenaventura will step down as Member of the AML Committee), to take effect at the close of business on July 31, 2023
- Appointment of Hiroki Nakatsuka as Member of the Executive Committee, to take effect at the close of business on July 31, 2023
- Appointment of Katsufumi Uchida as Member of the Risk Oversight Committee, to take effect at the close of business on July 31, 2023

4. Appointment of Ms. Mercelu B. Sinlao-Mariano as Head of Division 3 of the Wealth Management Group with rank of Senior Vice President (subject to BSP and other regulatory approvals as may be required).

Resignation/Removal or Replacement

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
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Arnold Kai Yuen Kan	Director	Jul/31/2023	Personnel arrangement of Cathay Group
Lilia B. de Lima	Director/Member of the Corporate Governance Committee, and Trust Committee	Jul/31/2023	To give way to the incoming SMBC directors
Hiroki Nakatsuka	Advisory Board Member	Jul/31/2023	Appointment as Director

Election or Appointment

Name of Person	Position/Designation	Date of Appointment/Election (mmm/dd/yyyy)	Effective Date of Appointment Election (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
				Direct	Indirect	
Lilia B. de Lima	Advisory Board Member	Jul/31/2023	Jul/31/2023	1	-	-
Hiroki Nakatsuka	Director/Member of the Executive Committee	Jul/31/2023	Jul/31/2023	-	1	Through RCBC Securities, Inc.
Katsufumi Uchida	Director/Member of the Risk Oversight Committee	Jul/31/2023	Jul/31/2023	-	1	Through RCBC Securities, Inc.
Masayuki Kawakami	Advisory Board Member	Jul/31/2023	Jul/31/2023	-	-	-
Mercelu B. Sinlao-Mariano	Head of Division 3 of the Wealth Management Group/Senior Vice President	Jul/31/2023	Aug/15/2023	-	-	-

Promotion or Change in Designation

Name of Person	Position/Designation		Date of Approval (mmm/dd/yyyy)	Effective Date of Change (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
	From	To			Direct	Indirect	
Erika Fille T. Legara	Independent Director/Member of the Audit and Compliance Committee, Corporate Governance Committee and Related Party Transactions Committee	Independent Director/Member of the Audit and Compliance Committee, Related Party Transactions Committee, and Risk Oversight Committee	Jul/31/2023	Jul/31/2023	1	5,000	Through COL Financial
John Law	Director	Director/Member of the AML Committee, and Trust Committee	Jul/31/2023	Jul/31/2023	1	-	-
Gil A. Buenaventura	Director/Member of the Executive Committee, and AML Committee	Director/Member of the Executive Committee	Jul/31/2023	Jul/31/2023	5	-	-

Other Relevant Information

Please see attached.

Filed on behalf by:

Name	Maria Cecilia Chaneco-Lonzon
Designation	Assistant Corporate Secretary

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C**

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

1. July 31, 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 Industry Classification Code
jurisdiction of incorporation

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

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amt. of Debt O/S</u>
Common Stock, P10.00 par value	2,419,536,120 (as of Jul. 31, 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 July 31, 2023.

1. Appointment of New Board Directors

Appointment/Election of Hiroki Nakatsuka as Director, and Member of the Executive Committee, and of Katsufumi Uchida as Director, and Member of the Risk Oversight Committee, to take effect at the close of business on July 31, 2023, and their interlocking positions (subject to BSP/other regulatory approvals, as may be required)

Mr. Hiroki Nakatsuka is currently the General Manager of the Asia Growing Markets Department of Sumitomo Mitsui Banking Corporation ("SMBC"), General Manager of Business Development Department of SMBC, and the

General Manager of the Asia Growing Markets Department Sumitomo Mitsui Financial Group ("SMFG"). Prior to this, he served as the General Manager of SMBC's Manila branch, and General Manager of the Global Advisory Department, Tokyo of SMBC. He graduated from the Faculty of English, Kansai Gaido University.

Mr. Katsufumi Uchida is currently the Managing Executive Officer of SMBC, Head of Asia Business Development Division of SMBC, Deputy Head of APAC Division of SMBC, and Managing Executive Officer of SMFG. He previously served as SMBC's Deputy Head for Europe, Middle East, and Africa ("EMEA") Division, and Head of the International and Structured Finance Department for EMEA Division, among other roles. He graduated from the School of Political Science and Economics, Waseda University.

Mr. Hiroki Nakatsuka and Mr. Katsufumi Uchida are filling the vacancies arising from the resignations of Arnold Kai Yuen Kan and Atty. Lilia B. de Lima as Directors, to take effect at the close of business on July 31, 2023. Mr. Arnold Kai Yuen Kan's resignation is due to personnel arrangement of Cathay Group while Atty. Lilia B. De Lima's is to give way to the incoming SMBC directors. The resignations were received on July 31, 2023.

2. Appointment of Advisory Board Members

Reappointment of Atty. Lilia B. de Lima and appointment of Masayuki Kawakami as Advisory Board Members, to take effect at the close of business on July 31, 2023 (subject to BSP/other regulatory approvals, as may be required)

Mr. Masayuki Kawakami is the General Manager of the SMBC's Strategic Planning Department, Global Banking Unit. He previously served as the Head of SMBC's Credit Department for Asia-Pacific Division, among other roles. He is a Financial Risk Manager® as certified by the Global Association of Risk Professionals, a Chartered Financial Analyst® as certified by the CFA Institute, a Certified International Investment Analyst as certified by the Association of Certified International Investment Analysts, and a Certified Member Analyst of the Securities Analysts Association of Japan. He also passed the US Certified Public Accountant exams. He is a graduate of Keio University where he obtained his Bachelor of Business and Commerce. He also finished his Masters in Finance at the University of Michigan, Dearborn.

3. Revised Board Committee Membership

- a. Appointment of Erika Fille T. Legara, Ph.D. as Member of the Risk Oversight Committee (she will step down as Member of the Corporate Governance Committee), to take effect at the close of business on July 31, 2023

- b. Appointment of John Law as Member of the AML Committee and Trust Committee (Gil A. Buenaventura will step down as Member of the AML Committee), to take effect at the close of business on July 31, 2023
- c. Appointment of Hiroki Nakatsuka as Member of the Executive Committee, to take effect at the close of business on July 31, 2023
- d. Appointment of Katsufumi Uchida as Member of the Risk Oversight Committee, to take effect at the close of business on July 31, 2023

4. Submission to the SEC of the Annual General Information Sheet

5. Appointment of Ms. Mercelu B. Sinlao-Mariano as Head of Division 3 of the Wealth Management Group with rank of Senior Vice President (subject to BSP and other regulatory approvals as may be required).

Ms. Sinlao-Mariano is a seasoned sales leader with focus in wealth management and retail branch banking. She has 27 years of significant experience in both multinational and local banks, like Citibank, N.A., Citibank Savings, Inc., Philippine National Bank and Citytrust Banking Corporation, and acquired competencies in client acquisition and relationship management, cross-selling of credit, investment and insurance products, asset sales and underwriting for personal and business loans, cash operations and client servicing and talent management and development. She graduated from Miriam College with a degree in Bachelor of Arts in Communication.

6. Interlocking Directorships of RCBC Officers in RCBC International Finance Limited (IFL) (subject to BSP/other regulatory approvals, as may be required).


Name	Rank & Current Position in RCBC	Position in RCBC IFL
Martin Roberto G. Tirol	FSVP / Deputy Group Head, Global Transaction Banking Group	Director, Chairman
Alvin A. Perez	FVP / Segment Head, Retail Cash Management	Director
Harold Christian S. Talledo	VP / Division Head, Wholesale Banking Compliance	Director
Jay Roy M. Comia	VP / Division Head, Compliance Operations	Director

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: July 31, 2023


MARIA CECILIA V. CHANECO-LONZON
Assistant Corporate Secretary