



March 31, 2025

PHILIPPINE DEALING AND EXCHANGE CORPORATION

29/F, BDO Equitable Tower,
8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**
Head – Issuer Compliance and Disclosure Department

Subject: Material Information/Transactions/Corporate Actions
*(Disclosure on the Item/s Approved during the March 31, 2025
Board Meeting)*

Dear Atty. Selleza:

In compliance with the disclosure requirements of the Philippine Dealing and Exchange Corporation, please find attached our disclosure on the item/s approved during the March 31, 2025 Board Meeting.

Thank you.

Sincerely yours,


ROSANNA E. ESPINO
Assistant Corporate Secretary

Encl: a/s

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

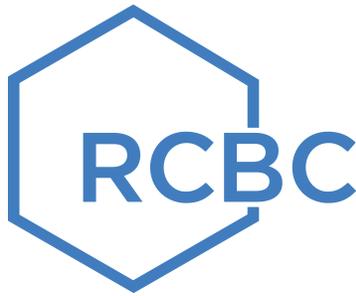
1. Date of Report (Date of earliest event reported)
Mar 31, 2025
2. SEC Identification Number
17514
3. BIR Tax Identification No.
000-599-760-000
4. Exact name of issuer as specified in its charter
RIZAL COMMERCIAL BANKING CORPORATION
5. Province, country or other jurisdiction of incorporation
Philippines
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	2,419,536,359

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 4-30 - Material Information/Transactions *References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Significant items approved by the Board of Directors at the regular meeting held on March 31, 2025

Background/Description of the Disclosure

Please be advised of the following significant items approved by the Board of Directors at the regular meeting held on March 31, 2025.

1. Annual Cash Dividend Declaration on Common and Convertible Preferred Shares

The declaration covers cash dividends amounting to P0.70 per share, or a total of approximately P1.69 Billion to holders of Preferred and Common Class shares as of the close of the 10th trading day from Board approval ("record date") and payable within ten (10) trading days from record date. The actual and final amount of cash dividends may change for new or additional issuance of shares and if there are conversions of preferred shares to common shares prior to and up to record date. The Bank's preferred shares are unlisted preferred shares.

2. Appointment of Ms. Kristine I. Aguirre as Chief Audit Executive/Group Head of the Internal Audit Group with rank of Senior Vice President 1, effective May 2, 2025 (subject to BSP and other regulatory approvals as may be required).

Ms. Aguirre has nineteen years of experience at leading audit firms, with developed expertise in several key areas. These include corporate governance and board advisory, internal and external audit, internal control over financial reporting, Sarbanes-Oxley assistance services, regulatory compliance, and forensic and enterprise risk management. Additionally, she has a strong background in environmental, social, and governance (ESG) matters. She graduated from University of Santo Tomas with a degree in Bachelor of Science major in Accountancy.

3. Redemption of the Capital Securities

The Board of Directors of Rizal Commercial Banking Corporation (the "Bank"), in its regular meeting held on 31 March 2025, approved the redemption of all and not less than all of the Bank's USD 300 Million 6.50% Non-Cumulative Subordinated Additional Tier 1 Capital Securities (the "Capital Securities") callable beginning 27 August 2025 pursuant to its exercise of the "Redemption at the option of the Issuer (Issuer Call)."

The redemption of the Capital Securities remains subject to Bangko Sentral ng Pilipinas (the "Bangko Sentral") approval and the terms and conditions of the Capital Securities.

Other Relevant Information

Please see attached

Filed on behalf by:

Name	Rosanna Espiño
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. March 31, 2025
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	2,419,536,359 (as of Mar. 31, 2025)
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 March 31, 2025.

1. Annual Cash Dividend Declaration on Common and Convertible Preferred Shares

The declaration covers cash dividends amounting to P0.70 per share, or a total of approximately P1.69 Billion to holders of Preferred and Common Class shares as of the close of the 10th trading day from Board approval ("record date") and payable within ten (10) trading days from record date. The actual and final amount of cash dividends may change for new or additional issuance of shares and if there are conversions of preferred shares to common shares prior to and up to record date. The Bank's preferred shares are unlisted preferred shares.

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The redemption of the Capital Securities remains subject to Bangko Sentral ng Pilipinas (the "Bangko Sentral") approval and the terms and conditions of the Capital Securities.

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: March 31, 2025


ROSANNA E. ESPIÑO
Assistant Corporate Secretary