



Republic of the Philippines  
Department of Finance  
Securities and Exchange Commission

Markets and Securities Regulation Department

IN THE MATTER OF : SEC MSRD Order No.: 50  
: Series of 2021  
:  
RL COMMERCIAL REIT, INC. : Registration of Common Shares  
- Registrant - : (Initial Public Offering)  
:  
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**ORDER OF REGISTRATION**

Upon consideration of the Amended Registration Statement and other papers and documents attached thereto ("Registration Statement") which were filed on behalf of **RL Commercial REIT, Inc.**, the Commission, resolved in its meeting of 3 August 2021 to favorably consider the same for the registration of **NINE BILLION NINE HUNDRED FORTY-EIGHT MILLION NINE HUNDRED NINETY-SEVEN THOUSAND ONE HUNDRED NINETY SEVEN (9,948,997,197) common shares, with par value of ONE PESO (₱1.00) per share**, in accordance with the requirements of Sections 8 and 12 of the Securities Regulation Code. The shares are broken down as follows:

<b>Issued and Outstanding Shares</b> <i>(Not included in the Offer and Over-allotment Option)</i>	6,301,030,197 common shares	With par value of <b>₱1.00</b> per share
<b>Secondary Offering</b> <i>(To be offered and sold by the Selling Shareholder, <b>Robinsons Land Corporation</b>)</i>	up to 3,342,864,000 common shares	At an initial public offering price of <b>₱6.45</b> per share
<b>Over-allotment Option</b> <i>(To be offered and sold by the Selling Shareholder, <b>Robinsons Land Corporation</b>)</i>	up to 305,103,000 common shares	At an initial public offering price of <b>₱6.45</b> per share
<b>TOTAL</b>	<b>9,948,997,197</b> <b>common shares</b>	

In this regard and after determining that the company has complied with the required submissions as directed in the Pre-Effective Letter dated 3 August 2021, **the subject Registration Statement is now rendered effective.**

Let a **Certificate of Permit to Offer Securities for Sale** be issued in favor of subject company authorizing the sale and distribution of the aforementioned securities.

Let this **Order** be published at the expense of the Issuer in a newspaper of general circulation and uploaded in its website within two (2) business days from its issuance. The corporation is hereby directed to furnish the Commission with a copy of the affidavit of publication of this Order.

**SO ORDERED.**

PICC Complex, Pasay City, Philippines,  
August 24, 2021.

signed  
**VICENTE GRACIANO P. FELIZMENIO, JR.**  
Director