



**NOTICE OF ANNUAL MEETING OF THE SHAREHOLDERS
MAY 07, 2025**

Notice¹ is hereby given that the Annual Meeting of the Shareholders of **RL COMMERCIAL REIT, INC.** (“Corporation”) will be held on May 07, 2025 at 2:00 p.m. via remote communication through Microsoft Teams Live at bit.ly/RCR_ASM2025 in accordance with the rules of the Securities and Exchange Commission.

The Agenda for the meeting is as follows:

1. Proof of notice of the meeting and existence of a quorum;
2. Reading and approval of the Minutes of the Annual Meeting of the Shareholders held on May 6, 2024;
3. Reading and approval of the Minutes of the Special Shareholders Meeting held on July 15, 2024;
4. Presentation of annual report and approval of the financial statements for the preceding year;
5. Election of the Board of Directors;
6. Appointment of External Auditor;
7. Approval of the Amendment to Article II, Section 1 of the New By-Laws of the Corporation;
8. Ratification of the acts of the Board of Directors and its committees, officers and management;
9. Consideration of such other matters as may properly come during the meeting; and
10. Adjournment.

A brief explanation of the agenda item which requires shareholder approval is provided herein. The Information Statement to be sent to the shareholders shall contain more details regarding the rationale and explanation for each agenda item.

Shareholders intending to participate via remote communication must notify the Corporation by email to antonio.evangelista@rlcommercialreit.com.ph on or before April 29, 2025.

Shareholders who wish to cast their votes may do so via the method provided for voting *in absentia*, subject to validation procedures, or by accomplishing the attached proxy form. The procedures for attending the meeting via remote communication and for casting votes in absentia are explained further in the Information Statement.

Shareholders who wish to vote by proxy shall send a soft copy of the duly accomplished proxy via email to antonio.evangelista@rlcommercialreit.com.ph or a physical copy to the Office of the Corporate Secretary, 12/F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Ortigas Center, Pasig City, not later than April 29, 2025. Validation of proxies shall be held on May 2, 2025. **We are not soliciting proxies.**

Only shareholders of record of the Corporation as of March 28, 2025 shall be entitled to vote.

By Authority of the Chairman:

ATTY. JUAN ANTONIO M. EVANGELISTA
Corporate Secretary

¹ On February 11, 2025, the Securities and Exchange Commission approved the alternative mode of distribution of the Notice of Meeting, Information Statement and other documents in connection with the holding of the 2025 Annual Meeting of the Shareholders through Quick Response (“QR”) Code and via electronic mail or link to the Corporation’s website. Shareholders who wish to receive hard copies of the said documents should notify the Corporation at antonio.evangelista@rlcommercialreit.com.ph.