

ANNUAL REPORT

20

A YEAR OF
GROWTH & EXCELLENCE

24

RCREIT

A ROBINSONS LAND COMPANY

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About The Company



Corporate Information:

- **Date of incorporation: May 16, 1988**
- **Amendment to RCR: August 2, 2021**
- **PSE Listing: September 14, 2021**

RL Commercial REIT, Inc. (RCR) , formerly known as Robinsons Realty and Management Corporation (RRMC), is a company designated by Robinsons Land Corporation (RLC or the Sponsor) to operate as a REIT, leases to a diversified tenant base a high-quality portfolio with an aggregate Portfolio GLA of 827,807 sqm. across 29 Assets (17 Offices & 12 Malls) as of December 31, 2024. Our Portfolio consists of commercial spaces leased for office and retail purposes.

The principal investment mandate of RCR is to focus on investing on a long-term basis in a diversified portfolio of income-producing commercial real estate assets and strategically located in major Central Business Districts ("CBDs") and key locations and urban areas across the Philippines. RCR intends to grow its portfolio by infusing assets from RLC and unrelated third parties (subject to market conditions) that are dividend yield accretive. It will continue to create value for shareholders by pursuing growth that complements the development and advancement of society. The Company intends to maintain a high occupancy rate by targeting a diversified tenant base, predominantly targeting all sub-sectors of the business process outsourcing ("IT-BPM") and business process outsourcing ("BPO") industry, traditional office tenants as well as other tenant categories that will contribute to the stable occupancy of the office buildings; optimal mix of food and non-food tenants with strong anchors for malls.



RCR properties overall have high occupancy rates, earning stable rental revenues as a result. RCR's Portfolio WALE (weighted vis-à-vis leasable area) at 3.37 years wherein office properties, all PEZA-accredited, have a WALE of 3.35 years; Malls, on the other hand have a WALE of 3.41 years (as of December 31, 2024). Moreover, each of the Properties is fully insured equivalent to their respective replacement value.

Our Sponsor, RLC, is one of the Philippines' leading real estate developers in terms of revenues, number of projects and total project size. RLC is engaged in the construction and operation of lifestyle commercial centers, offices, hotels and industrial facilities. It also develops mixed-use properties and residential housing located in key cities and other urban areas nationwide. RLC adopts a diversified business model, with both an "investment" component, for development, owning and operating commercial centers, office buildings, hotels and industrial facilities); and a "development" component for building real estate projects for sale (principally residential condominiums, serviced lots, house and lot packages and commercial lots).

DIVIDENDS

CY2024				
	Q4	Q3	Q2	Q1
Date of BOD Approval	Feb 6, 2025	Nov 06, 2024	Aug 9, 2024	May 3, 2024
Type	Regular	Regular + Special	Regular	Regular
Cash Dividend Per Share	PHP 0.1010	Php.1269 PHP 0.1009 Regular + PHP 0.0260 Special	PHP 0.0992	PHP 0.0990
Record Date	Feb 20, 2025	Nov 20, 2024	Aug 27, 2024	May 17, 2024
Payment Date	Feb 28, 2025	Nov 29, 2024	Sep 2, 2024	May 31, 2024
Ex-Date	Feb 19, 2025	Nov 19, 2024	Aug 23, 2024	May 16, 2024

CY2023				
	Q4	Q3	Q2	Q1
Date of BOD Approval	Feb 5, 2024	Nov 7, 2023	Aug 9, 2023	Apr 21, 2023
Type	Regular	Regular	Regular	Regular
Cash Dividend Per Share	PHP 0.0980	PHP 0.0979	PHP 0.0978	PHP 0.0977
Record Date	Feb 20, 2024	Nov 21, 2023	Aug 24, 2023	May 22, 2023
Payment Date	Feb 29, 2024	Nov 30, 2023	Aug 31, 2023	May 31, 2023
Ex-Date	Feb 19, 2024	Nov 20, 2023	Aug 18, 2023	May 17, 2023

CY2022				
	Q4	Q3	Q2	Q1
Date of BOD Approval	Feb 6, 2023	Nov 8, 2022	Aug 10, 2022	May 10, 2022
Type	Regular	Regular	Regular	Regular
Cash Dividend Per Share	PHP 0.0976	PHP 0.0974	PHP 0.0972	PHP 0.0965
Record Date	Feb 20, 2023	Nov 22, 2022	Aug 23, 2022	May 26, 2022
Payment Date	Feb 28, 2023	Nov 29, 2022	Aug 31, 2022	May 31, 2022
Ex-Date	Feb 15, 2023	Nov 17, 2022	Aug 18, 2022	May 23, 2022

CY2021				
	Q4	Q3	Q2	Q1
Date of BOD Approval	Feb 4, 2022	Nov 5, 2021		
Type	Regular	Regular		
Cash Dividend Per Share	PHP 0.0920	PHP 0.0620		
Record Date	Feb 18, 2022	Nov 19, 2021		
Payment Date	Feb 28, 2022	Nov 25, 2021		
Ex-Date	Feb 15, 2022	Nov 16, 2021		

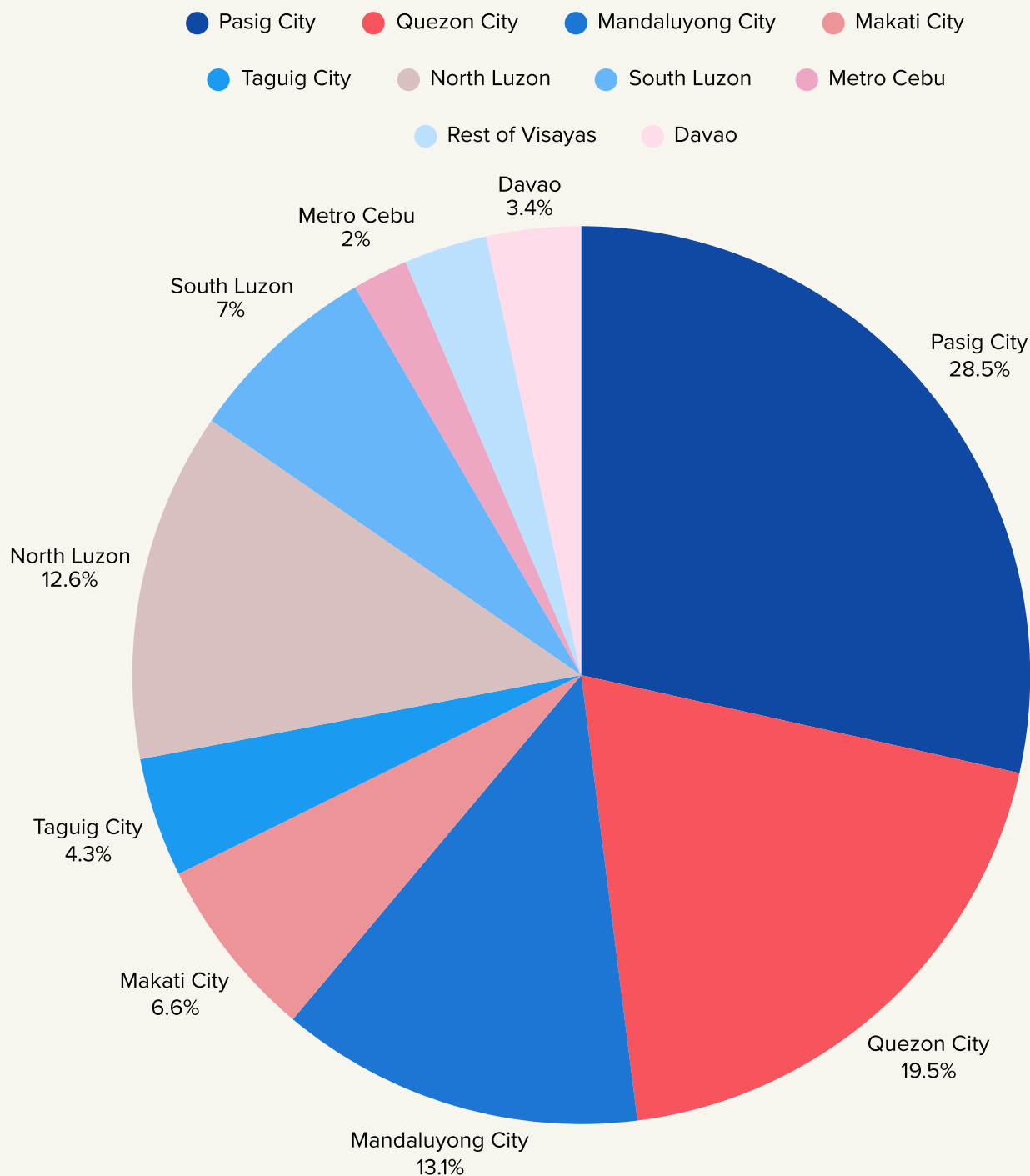
Director	Position	Executive Committee	Audit Committee	Corporate Governance Committee	Board Risk Oversight Committee	Related Party Transaction Committee
Faraday D. Go.	Director and Chairman	Chairman	Member	Member	Member	
Jericho P. Go	Director, President and CEO	Member				
Lance Y. Gokongwei	Director	Member				
Kerwin Max S. Tan	Director and Treasurer	Member	Member	Member	Member	
Artemio V. Panganiban	Independent Director		Chairman	Member	Member	Member
Wilfredo A. Paras	Independent Director		Member	Member	Chairman	Member
Cesar Luis F. Bate	Independent Director		Member	Chairman	Member	Chairman

BOARD COMMITTEES



AUM VALUATION

₱124,836.1M



RCR VISION

To be the top-of-mind real estate investment trust in the Philippines with premium and top-notch commercial assets providing solid returns to investors and enriching lives of our stakeholders.

RCR MISSION

To create value for shareholders by providing high quality real estate spaces that enable our stakeholders to prosper in a sustainable way.

CORE VALUES

- We aim to promote sustainability in our projects.
- We commit to consistently deliver quality products and services.
- We are leaders in the real estate industry.
- We aim to uphold our relationship with our investors.

The Assets

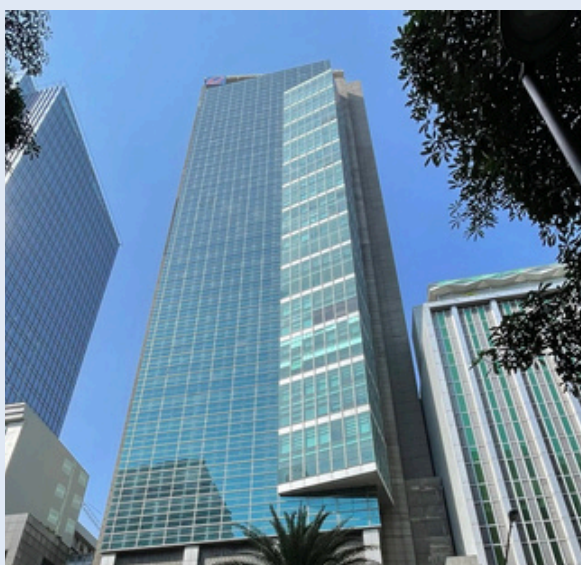




Robinsons Equitable Tower

The 45-storey Tower is located in the Ortigas Center CBD, Pasig City, Metro Manila. The Company owns 27.2% of the units / 96 office condominium units and 38 parking slots.

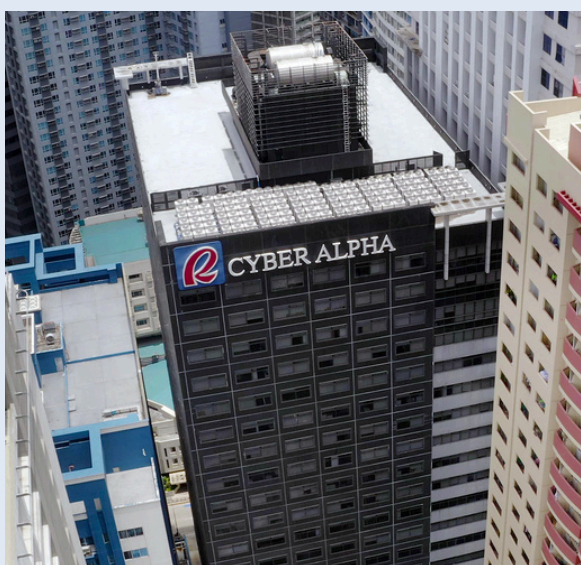
14,365 sqm
Grade A
PEZA-registered
Subdivided interest in land



Robinsons Summit Center

The 37-storey office tower is four basement levels is located along Ayala Avenue in the Makati City CBD, Metro Manila Company owns 31 office condominium units and 301 parking slots.

31,394 sqm
Grade A
PEZA-registered
EDGE-certified
Subdivided interest in land



Cyberscape Alpha

The 25-storey building with seven basement levels and a roof deck is located along Sapphire and Garnet Roads within the Ortigas Center CBD. The building has three hotel floors with an approximate area of 6,320 sqm occupied by GO Hotels and retail spaces on the ground floor.

49,902 sqm
Grade A
PEZA-registered
EDGE-certified
Land leased from Sponsor for 99 years



Cyberscape Beta

The 37-storey building is located along Topaz and Ruby Roads within the Ortigas Center CBD, and offers retail spaces located at the ground and mezzanine floors and office spaces located from the 9th to the 37th levels.

42,245 sqm

Grade A

PEZA-registered

EDGE-certified

Land leased from Sponsor for 98 years



Tera Tower

The 20-storey building is located within the Bridgetowne Complex in C-5 Road, Ugong Norte in Quezon City, Metro Manila and in proximity to the Ortigas Center CBD.

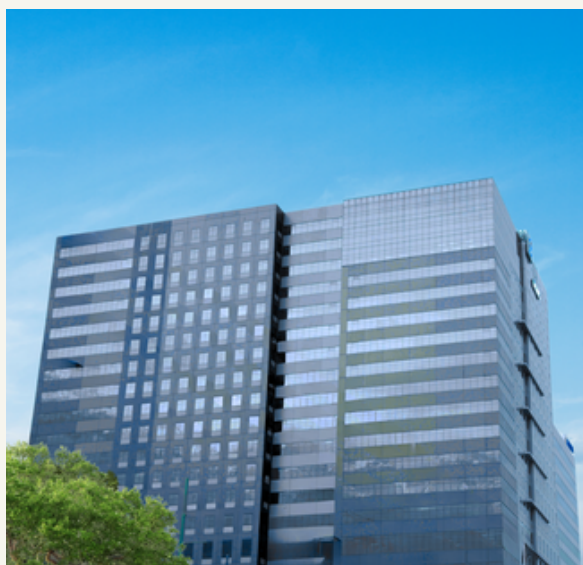
35,087 sqm

Prime Grade

PEZA-registered

LEED Gold certified

Land leased for 98 years



Cyber Sigma

The 20-storey office development is located on Lawton Avenue, McKinley West, Fort Bonifacio, Taguig City, Metro Manila, and in proximity to the Bonifacio Global City and Makati City CBDs.

49,970 sqm

Grade A

PEZA-registered

EDGE-certified

Land leased from BCDA for 25 years

OFFICE ASSETS



Exxa-Zeta Towers

The twin buildings each at 20-storeys are comprised of Exxa Tower which has a GLA of 39,280 sqm and Zeta Tower with a GLA of 35,303 for a combined aggregate GLA of 74,584 sqm and are located within the Bridgetowne Complex in C-5 Road, Ugong Norte in Quezon City.

74,584 sqm

Prime Grade

PEZA-registered

LEED Silver certified

Land leased from Sponsor for 99 years



Robinsons Cyberscape Gamma

The 37-storey building is located along Topaz and Ruby Roads within the Ortigas CBD and is interconnected with Cyberscape Beta via its ground, mezzanine and parking floors.

44,797 sqm

EDGE-certified

Land leased from Sponsor for 50 years



Robinsons Cybergate Center 2

The 27-storey building is located in Robinsons Cybergate Complex, a mixed-use development located along the major thoroughfare of EDSA corner Pioneer Street in Mandaluyong City, Metro Manila.

43,672 sqm

Grade A

PEZA-registered

Building leased from Sponsor



Robinsons Cybergate Center 3

The 27-storey office building is located in Robinsons Cybergate Complex, a mixed-use development located along the major thoroughfare of EDSA corner Pioneer Street in Mandaluyong City, Metro Manila.

44,614 sqm

Grade A

PEZA-registered

Building leased from Sponsor



Robinsons Cybergate Cebu

The 7-storey mixed-use building is located in Fuente Osmena Circle, Cebu City in the province of Cebu. The building has a retail mall at the ground floor and three floors of office space.

6,866 sqm

PEZA-registered

Land leased from Sponsor for 98 years



Galleria Cebu

This 4-storey development is integrated with the Robinsons Galleria Cebu mall located in General Maxilom Avenue, corner Sergio Osmeña Boulevard, Cebu City in the province of Cebu and has a retail mall and office space with two basement levels and a roof deck.

8,851 sqm

Grade A

PEZA-registered

EDGE-certified

OFFICE ASSETS



Luisita BTS 1

The 3-storey build-to-suit office development is dedicated to one IT-BPM tenant located in the Robinsons Luisita Complex, McArthur Highway, Barangay San Miguel, Tarlac City.

5,786 sqm
PEZA-registered
Land leased from Sponsor for 99 years



Cybergate Naga

The five-storey office development is located in the Robinsons Place Naga complex in Roxas Avenue, Naga City in the province of Camarines Sur.

6,069 sqm
PEZA-registered
Land leased from Sponsor for 99 years



Cybergate Delta 1

The 5-storey office development is located in Robinsons Cyberpark Davao along J.P. Laurel Avenue, Davao City in the province of Davao.

11,910 sqm
Grade A
PEZA-registered
Land leased from Sponsor for 99 years



Giga Tower

The 28-storey office building is located within the Bridgetowne Complex along C-5 Road, Ugong Norte in Quezon City.

53,398 sqm

Grade A

PEZA-registered

LEED Gold certified

Land leased from Sponsor for 50 years



Cybergate Delta 2

The seven-storey office development is located in Robinsons Cyberpark Davao along J.P. Laurel Avenue, Davao City in the province of Davao.

15,405 sqm

Grade A

PEZA-registered

EDGE-certified

Land leased from Sponsor for 50 years

OFFICE ASSETS



Robinsons Cybergate Bacolod 1

The two-storey mall development is located along Araneta Avenue, Singcang, Bacolod City in the province of Negros Occidental.

10,367 sqm
PEZA-registered
Land leased from Sponsor for 50 years



Robinsons Luisita

This is a two-level mall development located along McArthur Highway in Tarlac City, Tarlac.

15,780 sqm
PEZA-registered
Land leased from Sponsor for 50 years



Robinsons Sta. Rosa

This is a 3-storey mall development is located in Sta. Rosa City, Laguna.

26,932 sqm
PEZA-registered
Land leased from Sponsor for 50 years



Cybergate Davao

This is a two-level mall development located in Davao City, Davao Del Sur.

10,841 sqm

PEZA-registered

Land leased from Sponsor for 50 years



Robinsons Imus

This is a four-level mall development located along Aguinaldo Highway in Imus City, Cavite.

37,376 sqm

Land leased from Sponsor for 50 years



Robinsons Los Baños

This is a two-level mall development located along Lopez Avenue in Los Baños, Laguna.

5,317 sqm

Land leased from Sponsor for 50 years

MALL ASSETS



Robinsons Lipa

This is a three-level mall development located in Lipa City, Batangas.

43,692 sqm

PEZA-registered

Land leased from Sponsor for 50 years



Robinsons Cabanatuan

This is a three-level mall development located along Maharlika Highway in Cabanatuan City, Nueva Ecija.

15,811 sqm

Land leased from Sponsor for 50 years



Robinsons Palawan

This is a two-level mall development located in Puerto Princesa City, Palawan.

26,753 sqm

Land leased from Sponsor for 50 years

MALL ASSETS



Robinsons Novaliches

This is a four-level mall development located along Quirino Highway in Quezon City.

53,860 sqm
PEZA-registered
Land leased from Sponsor for 50 years



Robinsons Cainta

This is a three-level mall development located along Ortigas Avenue Extension in Cainta, Rizal.

19,390 sqm
PEZA-registered
Land leased from TIMEX for 50 years



Robinsons Ormoc

This is a three-level mall development located in Ormoc City, Leyte.

22,775 sqm
Land leased from Sponsor for 50 years

Performance Highlights



Operational Highlights

GLA**828k**827,807 square meters in CY2024
vs 480,479 square meters in CY2023

square meters

OCCUPANCY**96%**in CY2024
vs 94% in CY2023 vs 98% in CY2022**ASSETS****29**in CY2024
vs 16 in CY2023**LOCATIONS****18** **KEY**
LOCATIONSin CY2024
vs 10 in CY2023**WALE****3.37**

YEARS

OFFICES: 3.35 YRS
MALLS: 3.41 YRS
in CY2024
vs 3.46 YRS in CY2023**IT-BPM TENANTS****60%**in CY2024
vs 77% in CY2023 & CY2022**GREEN CERTIFICATIONS****74%**9 Office Assets of 17 Total Offices
vs 62% of Offices' TGLA or 6 Office Assets in CY2023
vs 41% of Offices' TGLA or 3 Office Assets in CY2022

Financial Highlights

AUM VALUATION **DIV PER SHARE**
₱124,836.1M **₱0.4261**

in CY2024
 vs ₱63.84B in CY2023 vs. ₱56.7B in CY2022

in CY2024
 vs Php0.3914 in CY2023 vs Php0.3887 in CY2022

Balance Sheet (in PHP Millions)	CY2024	CY2023	CY2022
Current Assets	4,759.74	2,193.73	1,829.71
Total Assets	114,540.02	66,298.06	58,715.49
Current Liabilities	3,162.87	1,444.89	1,174.93
Total Liabilities	5,128.64	2,571.27	2,257.56
Retained Earnings/ (Deficit)	10,693.32	(1,125.20)	(8,394.06)
RE before the change in FV of IP	2,784.66	1,826.76	1,576.19
Change in FV of IP*	(7,908.66)	(2,951.96)	(9,970.25)
Stockholders' Equity	109,411.38	63,726.78	56,457.92
Stockholders' Equity (Parent)	109,411.38	63,726.78	56,457.92

*Under the Implementing Rules and Regulations of the Real Estate Investment Trust (REIT) Act of 2009 (R.A. 9856), the Company is required to recognize its investment properties fair market values in accordance with Philippine Accounting Standard (PAS) 40, Investment Property.

**without the change in fair market values of investment properties

FINANCIAL HIGHLIGHTS

Income Statement (in PHP Millions)	CY2024	CY2023	CY2022
Gross Revenues*	8,188.03	5,523.95	5,464.56
EBIT*	6,144.11	4,456.30	4,432.82
EBITDA*	6,186.22	4,485.65	4,462.18
Net Income*	6,129.34	4,444.75	4,406.52
Earnings (loss) per share*	0.5051	0.4144	0.4301
Net book value per share	6.96	5.94	5.26

without the change in fair market values of investment properties

Cash Flows (in PHP Millions)	CY2024	CY2023	CY2022
Net cash flows provided by operating activities	6,947.07	5,071.55	4,550.00
Net cash flows used in investing activities	(220.85)	(103.27)	(1,013.55)
Net cash flows used by financing activities	(5,221.32)	(4,194.18)	(3,895.00)

Financial Ratios	2024	2023	2022
Current Ratio	1.50:1	1.52:1	1.56:1
Debt-to-Equity Ratio	-	-	-
Interest Coverage Ratio	-	-	-
Asset-to-Equity Ratio	1.05:1	1.04:1	1.04:1
Operating Margin Ratio**	0.75:1	0.80:1	0.80:1

without the change in FMV of IP

To Our Stakeholders



JOINT MESSAGE FROM THE CHAIRMAN AND PRESIDENT

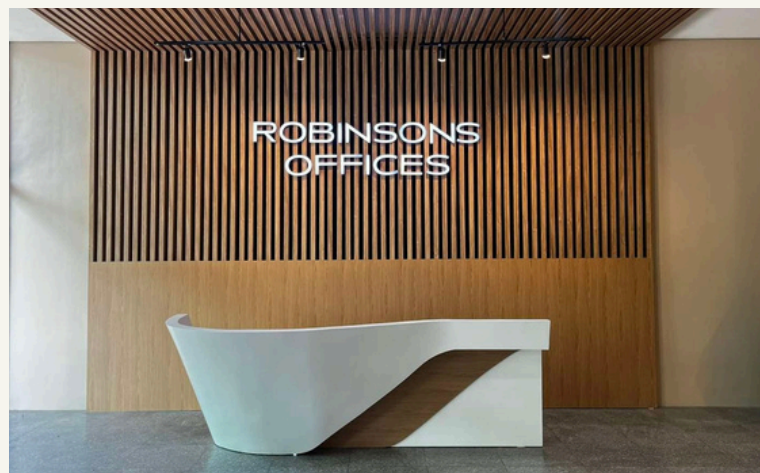


JOINT MESSAGE FROM THE CHAIRMAN AND PRESIDENT

Dear Valued Stakeholders,

CY2024 has been a year of strategic expansion and continued excellence for RL Commercial REIT, Inc. (RCR). Amidst a dynamic business environment, we remained dedicated in our commitment to delivering consistent growth, sustainable returns, and strong corporate governance. Through prudent asset management and value-enhancing initiatives, RCR has further strengthened its position as one of the country's premier real estate investment trusts.

For the year ended December 31, 2024, RCR posted PHP8.12billion in revenues excluding the effect of the change in fair market value of investment properties. This was driven by the stable occupancy and consistent rental income across our properties, demonstrating the enduring demand for high-quality office spaces. Net income before the change in fair market values of investment properties also increased by 38%, reaching PHP6.13billion. Overall net income has significantly increased mainly due to strategic infusions of malls and office assets.



STRENGTHENING OUR PORTFOLIO WITH PRIME ASSETS

In line with our commitment to growth and value creation, we successfully expanded RCR's portfolio through the infusion of additional high-quality commercial assets. By the end of CY2024, our Gross Leasable Area had increased to 827,807 square meters, spread across 29 prime assets in 18 key locations nationwide. This strategic expansion reinforces the strength of our portfolio, ensuring that we continue to offer premium office and retail spaces that cater to the evolving needs of our tenants.

Despite a highly competitive market, RCR maintained a 96% occupancy rate, a testament to the quality of our assets, our strong tenant relationships, and the expertise of our management team. Our well-located properties and stable tenant base have allowed us to sustain high occupancy levels, further enhancing our financial performance and shareholder returns.



JOINT MESSAGE FROM THE CHAIRMAN AND PRESIDENT

COMMITMENT TO SUSTAINABILITY AND GREEN INITIATIVES

Sustainability remains a key pillar of our growth strategy. As we continue to expand, we are equally focused on ensuring that our developments contribute to a greener, more sustainable future. As of end CY2024, 9 of our office assets are green certified, while 4 of our retail assets are equipped with solar panels, demonstrating our commitment to environmental responsibility, energy efficiency, and sustainable building practices.

By prioritizing sustainability, we not only align with global ESG (Environmental, Social, and Governance) standards but also enhance the long-term value of our portfolio. Green-certified buildings are increasingly sought after by multinational corporations and leading enterprises that prioritize eco-friendly workspaces, reinforcing RCR's competitiveness in the market. At the same time, our investment in renewable energy through solar power helps reduce our carbon footprint and optimize energy costs, ensuring that our properties remain both environmentally responsible and economically efficient.



RECOGNITION FOR EXCELLENCE AND CORPORATE GOVERNANCE

RCR's unwavering dedication to excellence and corporate governance was recognized this year when we were honored with the Golden Arrow Award by the Institute of Corporate Directors. This prestigious accolade underscores our commitment to transparency, ethical business practices, and sound corporate governance, further solidifying investor confidence in our company.

We take great pride in upholding the highest standards of governance, ensuring that our operations remain aligned with the best interests of our shareholders, tenants, and stakeholders. This recognition serves as both a validation of our efforts and a motivation to continue strengthening our governance framework.

Beyond corporate governance, our properties have also been recognized for their impact on communities. Robinsons Summit Center, Robinsons Novaliches and Robinsons Palawan awards for sustainability and health initiatives, respectively. RCR has actively contributed to CSR efforts, including disaster relief, school support programs, medical missions, and job fairs in partnership with local government agencies and private organizations. Through these initiatives, we remain committed to making meaningful difference in the communities we serve.

JOINT MESSAGE FROM THE CHAIRMAN AND PRESIDENT

ELEVATING TENANT AND CUSTOMER EXPERIENCE

Beyond expanding our portfolio, we are equally committed to upgrading our existing assets to provide best-in-class spaces for our tenants. Our office lobby renovation program is a key part of this initiative, ensuring that our properties remain modern, functional, and aligned with the evolving market expectations. In CY2023, we successfully completed the lobby renovation for Robinsons Equitable Tower, introducing a refreshed, contemporary design that enhanced the overall tenant experience. We continued this initiative in CY2024 with the reimagination of Robinsons Summit Center and Robinsons Cybergate Cebu's lobbies, transforming them into more welcoming and dynamic spaces that reflect the evolving needs of businesses and professionals. These enhancements not only improve the aesthetics and functionality of our office buildings but also contribute to increased tenant satisfaction and stronger property values.

At the same time, we remain committed to enriching the experience within our retail assets through continuous enhancements and engaging community-driven activities. Throughout the year, we hosted thematic celebrations, youth programs, and public service initiatives that served as strong traffic drivers. Events such as graduation rites, school activities, RMalls Academy workshops for kids, sports competitions, Comelec registrations, job fairs, and Happy Pets Club

gatherings provided meaningful experiences for our shoppers while reinforcing our malls as vibrant community hubs. These efforts alongside our property improvements, ensure that both our office and retail spaces remain relevant, competitive, and valuable to our tenants and customers alike.



LOOKING AHEAD

As we move forward, our focus remains on driving sustainable growth through strategic asset infusion, operational excellence, and continued value creation for our shareholders. We will remain proactive in identifying opportunities to further enhance our portfolio, strengthen our financial performance, and uphold our commitment to sustainability.

We recognize that the real estate landscape is evolving, and we are committed to adapting and innovating to stay ahead. Through prudent investment strategies, strong tenant relationships, and disciplined financial management, we are confident that RCR will continue to be a leading force in the Philippine REIT sector.

JOINT MESSAGE FROM THE CHAIRMAN AND PRESIDENT

A HEARTFELT THANK YOU TO OUR STAKEHOLDERS

None of our achievements this year would have been possible without the trust and support of our valued shareholders, investors, tenants, and partners. Your confidence in RCR fuels our drive to continuously improve, innovate, and deliver long-term value.

On behalf of the Board of Directors and Management, we extend our deepest gratitude to all of our stakeholders for being part of this journey. We look forward to another year of progress and shared success as we continue to strengthen RCR's position as the preferred real estate investment trust in the Philippines.



Maraming salamat po.

Faraday D. Go

Faraday D. Go
Chairman

Jericho P. Go

Jericho P. Go
President & CEO

Business Review



FINANCIAL PERFORMANCE

RCR is the fourth REIT company that was publicly-listed on Philippine Stock Exchange on 14 September 2021 and is committed to deliver constant and high yielding returns to shareholders. In CY2024, RCR outperformed target adjusted funds from operations per REIT Plan on the back of stable revenue stream and operational efficiency. RCR generated Php8,119.0 million revenues, Php2,636.9 million or 48% higher vs. 2023, attributable to the infusion of thirteen assets in CY2024 and stable high occupancy of RCR's twenty-nine (29) assets. RCR recognized a significant net increase in fair value change in investment properties by Php10,860.6 million and Php7,018.3 million in 2024 and 2023, respectively. The movement was mainly due to the increase in fair market values caused by improving interest rates. The Company's net income before change in fair value of investment properties reached Php6,129.3 million in CY2024, 38% higher than Php4,444.8 million in CY2023. The increase from the previous year was mainly positive movements in assets contributing, revenues, other income, costs and expenses.

PORTFOLIO

At the time of listing, RCR was the largest in IPO size, market cap and property valuation and the biggest in asset size with 425,315 sqm of high-quality commercial spaces, made up of 14 assets.

The portfolio consists of commercial spaces primarily leased for office purposes, with minimal retail spaces on some of the Properties to support the needs of the office tenants. RCR offers land lease tenures of up to 99 years for most its properties, averaging 89 years tenure across all 29 assets - a testament to the long-term sustainability and predictability of RCR. Its wide geographical coverage initially gave RCR presence in 9 key cities and CBDs such as in Makati, Taguig, Ortigas, Mandaluyong, Quezon City, Metro Cebu, Metro Davao, Naga and Tarlac.

Post-listing, firm to its investment objectives, RCR actively pursued and evaluated several growth opportunities that were complementary to the overall growth strategy of the company. In the first quarter of CY2022, one year ahead of RCR's commitment per REIT Plan, RCR's portfolio successfully expanded with the successful acquisition and infusion of two (2) dividend yield accretive investments from the Sponsor company, Robinsons Land Corporation, that boosted earnings-generation capacity of RCR. On March 8th, 2022, RCR successfully acquired Cybergate Bacolod via cash at a purchase price of Php734.0 million. Furthermore, immediately upon the lapse of the regulatory six-month lock-up period for the issuance of additional shares by a newly-listed entity, on April 20, 2022, RCR finalized the definitive agreements for the infusion of Cyberscape Gamma via tax-free property-for-share swap for PHP5.9 billion in exchange for RCR's 777.8 million shares. The instantaneous infusions are a strong testament of the Sponsor's support for RCR.

With these 2 assets, the geographical coverage of RCR expanded to 10 strategic locations with the addition of Bacolod City. Gross leasable area (GLA) on the other hand grew to 480,479 sqm from 425,315 sqm. or an addition of 55,164 sqm, equivalent to a growth of 13 percent.

On July 16, 2024, another Property-for-Share Swap transaction for RCR with its Sponsor, RLC, was executed through the signing of a Deed of Assignment for the infusion of thirteen (13) assets consisting of malls and office buildings: Robinsons Luisita, Robinsons Sta. Rosa, Cybergate Davao, Robinsons Imus, Robinsons Los Baños, Robinsons Lipa, Robinsons Cabanatuan, Robinsons Palawan, Robinsons Novaliches, Robinsons Cainta, Robinsons Ormoc, Giga Tower and Cybergate Delta2 . The infusion of the eleven (11) mall assets elevated RCR's position to a multi-asset REIT. The total infusion increased RCR's GLA by 347,328 sqm. or 72% to a total GLA of 827,807 sqm. Further, geographical reach has increased from 10 Key Locations to 18 Key Locations. The properties were exchanged for 4,987,641,178 RCR common shares which increased RCR's outstanding shares from 10,726,804,330 to 15,714,445,508. The transaction value of Php33,915,960,000.00, was the largest single infusion done by any Philippine REIT Company as of CY2024.

As of 31 December 2024, RCR maintained a high blended occupancy of 96% for its 29 assets, made up of a diversified tenant base, with 60% of office buildings' occupiers being from the IT-BPM industry. This industry has shown resilience even during the height of the pandemic and continues to grow. The portfolio has a healthy weighted lease expiry of 3.37 years with 17 Office Assets WALE of 3.35 years and 12 Mall Assets WALE of 3.41 years.

DIVIDENDS

Following the listing of RCR's common stock in the Philippine Stock Exchange on September 14, 2021, RCR has adopted a dividend policy to maintain an annual cash dividend payout ratio of at least 90% of Distributable Income for the preceding fiscal year, subject to compliance with the requirements of the REIT Law and the Revised REIT IRR. RCR likewise intends to declare and pay out dividends on a quarterly basis each year as allowed under Rule 4 Section 4 of the Revised REIT IRR.

For calendar year 2024, RCR declared dividends per share total of Php0.4261 representing 93.12% of the Distributable Income for the year.



AWARDS

RCR continues to uphold excellence in corporate governance, earning the ASEAN Corporate Governance Survey (ACGS) Golden Arrow Award in CY2024. This recognition underscores the Company's unwavering commitment to transparency, accountability, and adherence to the highest governance standards.



GREEN CERTIFICATIONS

In line with its unwavering commitment to sustainability, RCR continues to champion green building practices across its portfolio. The Company remains dedicated to minimizing environmental impact through resource-efficient design, construction, and operations.

As part of this effort, Robinsons Summit Center achieved Excellence in Design for Greater Efficiencies (EDGE) certification in CY2024. Further, reinforcing its position as a leader in sustainable real estate, RCR infused two green-certified Buildings, Cybergate Delta 2 (EDGE Certified) and Giga Tower (LEED Gold Certified) increasing the total number of Green Certified Buildings from 5 to 9 in CY2024 or 74% of total office portfolio.



Looking ahead, RCR remains committed to its goal of fully certifying all existing office buildings in its portfolio, further solidifying its role as a sustainability advocate in the real estate sector. By continuously integrating green building standards, RCR demonstrates its long-term dedication to environmental responsibility, energy efficiency, and sustainable business practices.

Our Leaders





Faraday D. Go

Chairman of the Board

48 years old

He serves as the Executive Vice President and Business Unit General Manager of Robinsons Malls in Robinsons Land Corporation. He is also the Chairman, President, and Chief Executive Officer of Altus Property Ventures, Inc. Prior to joining RLC, he was the Vice President of the Retail Management and Corporate Sales Division of Digitel Mobile Philippines, Inc. He has over fifteen years' experience in the following businesses: Apo Cement, JG Summit Petrochemical Corporation and Digitel Mobile Philippines, Inc. He received a Bachelor of Science degree in

Management (Minor in Finance) from the Ateneo de Manila University in 1998.



Jericho P. Go

President and CEO

53 years old

He serves as the Senior Vice President and Business Unit General Manager of Robinsons Offices in Robinsons Land Corporation. He is concurrently the President and CEO of Robinsons DoubleDragon Corp. and member of the Board of Directors of Robinsons Equitable Tower Condominium Corporation, Robinsons Summit Center Condominium Corporation, and Galleria Corporate Center Condominium Corporation. He has over 30 years of experience in the field of real estate and was responsible for filing and registering the Philippines' very first IT park with the Philippine Economic Zone Authority (PEZA) in 1997. Prior to

joining RLC in 2019, he was Senior Vice President of Megaworld Corporation for business development & office leasing, investor relations and public relations from 1997 to 2019. He also held various positions in Greenfield Development Corporation and Ayala Land, Inc. He received a Bachelor of Arts degree in Development Studies from the University of the Philippines and graduated Magna Cum Laude and Class Salutatorian in 1993.



Lance Y. Gokongwei

Director

58 years old

He is the President and Chief Executive Officer and Executive Director of JGSHI since May 14, 2018. He is the Chairman of Cebu Air, Inc. and Universal Robina Corporation. Effective February 1, 2025, he assumed the role of Chairman of Robinsons Land Corporation and, as of January 1, 2025, serves as a Board Adviser of Robinsons Retail Holdings, Inc. He is also a Director and Vice Chairman of the Executive Committee of Manila Electric Company, as well as a Director of RL Commercial REIT, Inc., Altus Property Ventures, Inc., Oriental Petroleum and

Minerals Corporation, Singapore Land Group Limited, Shakey's Asia Pizza Ventures, Inc., AB Capital and Investment Corporation, Endeavor Acquisition Corporation and SP New Energy Corporation. He is a Trustee and the Chairman of the Gokongwei Brothers Foundation, Inc. He holds a Bachelor of Science degree in Finance and a Bachelor of Science degree in Applied Science from the University of Pennsylvania.



Kerwin Max S. Tan

Director and Treasurer

55 years old

He is the Chief Financial, Risk and Compliance Officer of RLC effective March 1, 2016. He is also the Chief Financial Officer of Altus Property Ventures, Inc. and Director and Treasurer of RL Commercial REIT, Inc. Previously, he was appointed as the Vice President - Treasurer of RLC in October 2014 and Vice President and Deputy Treasurer of RLC in January 2014. Before this assignment, he was the Vice President for Operations of RLC Residences effective March 1, 2007. Prior to working in RLC, he worked in various divisions of Citibank N.A. for nine years. His last position at Citibank N.A. was Assistant Vice President and

Head of Cash Management Operations. He received a degree in Bachelor of Science in Industrial Engineering from the University of the Philippines, Diliman.



Artemio V. Panganiban

Independent Director

88 years old

He was appointed as a Lead Independent Director of RL Commercial REIT, Inc. He is concurrently an adviser, consultant and/or independent director of several business, civic, non-government and religious groups. He also writes a regular column in the Philippine Daily Inquirer. He was elected as an independent director of Robinsons Land Corporation from 2008 to 2021. He is a retired Chief Justice of the Philippines and was concurrently Chairperson of the Presidential Electoral Tribunal, the Judicial and Bar Council and the Philippine Judicial Academy. Prior to becoming Chief Justice, he was Associate Justice of the Supreme Court of the Philippines (1995-2005), Chairperson of the Third Division of the Supreme Court (2004-2005), Chairperson of the House of Representatives Electoral Tribunal (2004-2005), Consultant of the Judicial and Bar Council (2004-2005) and Chairperson of eight Supreme Court Committees (1998-2005). Author of fourteen (14) books, retired Chief Justice Panganiban obtained his Bachelor of Laws degree, cum laude, from the Far Eastern University and placed 6th in the 1960 bar examination. He was conferred the title Doctor of Laws (Honoris Causa) by the University of Iloilo in 1997, the Far Eastern University in 2002, the University of Cebu in 2006, the Angeles University in 2006, and the Bulacan State University in 2006.



Wilfredo A. Paras

Independent Director

78 years old

He was appointed as independent director of RL Commercial REIT, Inc. He also serves as an independent director in Philex Mining Corporation from 2011 to present and in GT Capital Holdings, Inc. from 2015 to 2022. He is also Adviser to the Board of Trustees of Dualtech Technical Training Foundation Inc. from 2012 to present. From 2011 to 2016, he was also a director of Coconut Oil Mills Group. He is currently a Teaching Fellow in Institute of Corporate Directors. He has a degree of Bachelor of Science major in Industrial Pharmacy from the University of the Philippines – Diliman in 1969 and obtained a Master's Degree in Business Administration from De la Salle University in 2001.



Cesar Luis F. Bate

Independent Director

63 years old

He has been appointed as an independent director of RL Commercial REIT, Inc. since 2021. He currently serves as the Managing Director of LMN Advisors/Partners, Inc. and the President of Celisons Property, Inc., roles he has held since 2006 and 2016, respectively. Since 2022, he has also served as an Independent Director for ten Sun Life Prosperity Funds, including: Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life of Canada

Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., and Sun Life Prosperity World Equity Index Feeder Fund, Inc. Additionally, he was a Trustee of Jose Rizal University from 2007 to 2016 and has served as a Trustee for the Metropolitan Museum of Manila since 2023. Mr. Bate earned his Bachelor of Science in Management Engineering from Ateneo de Manila University in 1983.



Matias G. Raymundo, Jr.

Chief Financial, Risk Officer, and
Compliance Officer

40 years old

He is the Chief Financial, Risk, and Compliance Officer of RL Commercial REIT, Inc. Presently, he is the Vice President for Financial Planning & Analysis of Robinsons Land Corporation. He is also a member of the RLC and RCR Investor Relations Teams. He joined Robinsons Hotels and Resorts Group of Robinsons Land Corporation in 2010 where he served various roles of various functions until his appointment as Director for Financial Planning & Analysis in 2019. He obtained his Bachelor of Science in Commerce, major in Management Accounting from the Central Philippine University and graduated Cum Laude in 2005.



Rommel L. Rodrigo

Investor Relations Officer

51 years old

Ron Rodrigo is a seasoned finance and investment professional with extensive experience in investor relations, research, and corporate strategy. Currently serving as the Head of Investor Relations at Robinsons Land Corporation (RLC) since November 2017, he plays a key role in leading the company's investor relations initiatives, articulating corporate strategies to investors and analysts, and spearheaded the first sustainability efforts of the Company. Reporting directly to the CEO and CFO, he has driven RLC's Sustainability Roadmap and Reports (2018-2021) and contributed to strategic projects such as the company's

REIT initiatives. Additionally, he was a member of the Industrial & Integrated Development Division, focusing on land acquisitions within government infrastructure areas for future developments in malls, offices, hotels, logistics, and residential projects. Before joining RLC, Ron was VP and Senior Analyst at Maybank ATR Kim Eng (2013-2017), covering property, gaming, infrastructure, and conglomerates with a combined market capitalization of US\$43.5 billion. His research and market insights earned him recognition in industry surveys such as Asia Money, FMAP, and Bloomberg. Earlier, as Head of Research at DBP-Daiwa Capital Markets (2007-2013), he led investment research and strategy, receiving rankings from Institutional Investor (II) and asset management firms. With a solid foundation in financial analysis and investment strategy, Ron holds a Business Management (Finance) degree from San Beda College and a Diploma in Research and Development Management from UP Diliman. A licensed Certified Securities Representative and MAK-Trader. Recognized for his strategic thinking, leadership, and analytical prowess, he continues to be a key contributor to the Philippine finance and investment landscape.



Dennis R. Llarena

Data Privacy Officer

49 years old

He is the Data Protection Officer of Robinsons Land Corporation, RL Commercial REIT and Altus Property Ventures Inc. Currently, he is the Real Estate Sector Representative to the Data Privacy Council of the National Privacy Commission and Property Management Head of RLC Residences. Prior to joining RLC in 2015, he was the Vice President - Finance of Amalgamated Specialties Corporation. He joined SGV & Co. Business Assurance practice after placing 19th in the 1997 Certified Public Accountant Licensure Exam.



Atty. Juan Antonio M. Evangelista

Corporate Secretary

53 years old

He is the Corporate Secretary of the Company. He is also the Corporate Secretary of Robinsons Land Corporation and Altus Property Ventures, Inc. He also handles various corporate secretarial functions of a number of companies within the Group. He obtained his Bachelor of Laws degree from Xavier University - Ateneo de Cagayan in 1998. He was admitted to the Philippine Bar in 1999.



Atty. Iris Fatima V. Cero

Assistant Corporate Secretary

38 years old

She is the Assistant Corporate Secretary of the Company. Atty. Cero is concurrently Legal Counsel and Assistant Corporate Secretary of Robinsons Land Corporation and Altus Property Ventures, Inc. and Corporate Secretary of RL Fund Management, Inc. and RL Property Management, Inc. Atty. Cero was previously Assistant Legal Counsel with the Residential Division of the Company. In 2007, She obtained her degree in Bachelor of Arts in Broadcast Communication in Polytechnic University of the Philippines and earned her Bachelor of Laws from San Beda University - College of Law in 2014. She was admitted to the Philippine Bar in 2016.

Business Model



Upon listing, RCR became the country's largest Real Estate Investment Trust (REIT) with a market capitalization of P52.5 billion and is backed by a reputable Sponsor, Robinsons Land Corporation (RLC). RCR will continue to add offices and malls in its portfolio but will remain sentient to the possible opportunities of including other income-generating assets. Assets may be acquired from the Sponsor or any other developer provided that the asset meets the investment criteria under favorable market conditions.



INVESTMENT HIGHLIGHTS

- Strong Sponsorship from leading real estate developer with established commercial development track record;
- Resilient Philippines BPO industry with robust growth profile supported by strong demand fundamentals;
- PEZA-accredited Grade A commercial office and retail assets geographically diversified across major Philippine CBDs;
- Stable income from long leases and high-quality tenants predominantly from the BPO sector;
- Strong organic growth from fixed rental escalations & inorganic growth from Sponsor acquisition pipeline;
- Management team and Board of Directors with strong track record and extensive experience;
- ESG policies with responsible growth reaching underserved markets, reshaping communities & creating value;
- Upward % rent through stable tenant sales



INVESTMENT CRITERIA

RCR's principal investment strategy is to invest in a diversified portfolio of income-producing commercial real estate assets and strategically located in major central business districts ("CBDs"), key locations, and urban areas across the Philippines.

In determining future investments to expand RCR's REIT Portfolio, key criteria in making an investment decision include:

- **Yield Accretive:** Asset infusion should provide attractive dividend growth through property acquisitions that are yield accretive and through contracted rental escalation;
- **3-year Profitability History:** Have an operating profitability history of more than 3 years (a legal hurdle that the Company has to comply with);
- **Stable Occupancy:** Have consistently high occupancy rates based on prevailing market terms;
- **Location and Accessibility:** The potential property should be (i) located in a CBD, emerging business districts or in key cities across the Philippines, typically with high-growth potential; and (ii) in proximity to various modes of public transport and major roads for enhanced accessibility to tenants;



- **Tenant Profile:** The potential property should target clients that will contribute to the portfolio's diversified tenant base, predominantly targeting all sub-sectors of the IT-BPM and BPO industry, traditional office tenants, retail affiliates, strong and expanding retail concepts, as well as other tenant categories that will contribute to the stable occupancy of the buildings;
- **PEZA Registration:** To the extent available, the potential property is preferably PEZA-registered or otherwise located in a PEZA-Registered IT Park. Tenants generally enjoy preferential tax rates and/or exemptions as a result of the Government's thrust to spur the growth of the IT-BPM and BPO Industry through PEZA registration activities.

THREE-YEAR INVESTMENT STRATEGY

The principal strategy of RCR is to invest on a long-term basis in a diversified portfolio of income-producing commercial real estate assets and strategically located in major central business districts (CBDs), key locations and urban areas across the Philippines. RCR intends to grow its portfolio by infusing assets from its Sponsor and/or from unrelated third parties, subject to market conditions, that are dividend yield accretive. RCR will continue to create value for shareholders by pursuing growth that complements the development and advancement of society. The Company intends to maintain a high occupancy rate by targeting a diversified tenant base, predominantly targeting all sub-sectors of the IT-BPM and BPO industry, traditional office tenants, retail affiliates, strong and expanding retail concepts, as well as other tenant categories that will contribute to the stable occupancy of the building. The Fund Manager (RL Fund Management, Inc.) and the Property Manager (RL Property Management, Inc.) in collaboration with the Company's Management Team will ensure the smooth operation of the Portfolio and pursue opportunities for both organic and inorganic growth to improve shareholder return.

RCR has an excellent expansion pipeline as it enjoys full support and backing of RLC which gives it access to over 1.7 million square meters in mall assets and over 4,000 keys in hotel assets for possible infusion.

The Fund Manager shall, pursuant to the provisions of the REIT Law and the Fund Management Agreement, implement the investment strategies of RCR by determining the allocation of the Company's assets to the allowable investment outlets in accordance with the REIT Plan and RCR's investment strategies and selecting income-generating real estate in accordance with the investment strategies of RCR.

Governance policies and procedures are put in place at the RCR level, and independently, at the Fund Management and Property Management levels as well, to ensure that the best interests of RCR's shareholders are always at the forefront. Major decisions go through a due diligence process, a thorough discussion, obtaining the necessary corporate approvals, and approval by its independent directors. All related property transactions are subject to the unanimous approval of RCR's independent directors.



THREE-YEAR INVESTMENT STRATEGY

The Fund Manager plans to achieve its key objectives for RCR through implementing the following strategies:

PRO-ACTIVE ASSET MANAGEMENT TO ACHIEVE ORGANIC GROWTH

The Fund Manager intends to take a pro-active approach to the management of the Portfolio, and will actively monitor opportunities for asset enhancement initiatives in the Portfolio with the objective to improve the quality of the Properties, in order to achieve higher rental rates and deliver improved returns to shareholders. The Fund Manager actively engages with Property Manager to ensure pro-active asset management strategy by:

- Establishing a capital expenditure schedule and policy which pro-actively pre-empts and addresses any issues regarding asset-quality, and considers asset enhancements initiatives based on tenant needs or demands so as to command optimal rental rates for the assets.
- Monitoring costs and expenses relating to the management of the assets in the Portfolio or other expenses relating to the operation of RCR, to ensure cost efficiency is achieved wherever possible.

- Pro-actively managing lease renewals in advance of expiries, reconfigure or expand tenant spaces in response to tenants' needs and negotiate higher rental rates for new leases
- Maintaining good relationships with tenants via regular close dialogue so as to be able to nimbly respond to tenants' needs and requirements.

The Property Manager has also been engaged to provide lease and property management, among other services to ensure smooth operations of the assets in the Portfolio, and support the Company's and the Fund Manager's strategy and deliver optimal returns to Shareholders.



THREE-YEAR INVESTMENT STRATEGY

INORGANIC GROWTH STRATEGY VIA IMPROVEMENT OF EXISTING ASSETS AND NEW ASSET ACQUISITIONS

The Fund Manager intends to pursue inorganic growth opportunities either through improvement of existing assets to command higher rental rates or through the dividend yield accretive acquisitions of high-quality commercial properties that complement the Portfolio to extent allowable by the REIT rules, and in accordance with the Company's overall strategy.

The Fund Manager will also actively monitor the market for opportunities to acquire high quality commercial properties that meet the investment criteria of RCR, including being dividend yield accretive, and complementary to the strategy of the Company. In particular, the Fund Manager will consider potential assets for acquisition from the Sponsor's extensive pipeline of income-producing commercial assets, as well as commercial assets owned by external parties.

RCR will consider asset acquisitions via different financing methods as the case may be, including equity and debt capital raising transactions, bank loans, tax-free-exchange, etc., depending on what is in the Company's best interests.



PREDOMINANT FOCUS ON KEY METRO MANILA CBDS AND MAJOR REGIONAL COMMERCIAL HUBS

The Fund Manager intends to predominantly focus on Grade A commercial assets situated in prime CBD locations in Metro Manila as well as major regional commercial hubs. The Fund Manager intends to leverage the experience and market dominance of the Sponsor in these markets so as to achieve the best returns for our Shareholders.



ACTIVE CAPITAL AND RISK MANAGEMENT

The Fund Manager will closely monitor and manage the Company's liquidity, balance sheet, and overall financial resources so as to ensure RCR's long-term financial health, while also pursuing the optimal returns for Shareholders. As part of its capital management strategy, the Fund Manager may optimize the funding and capital structure of the Company by tapping on the capital markets for debt and/or equity capital, as well as hybrid or other forms of capital as appropriate. In addition, the Fund Manager will consider liquidity, interest rate and other relevant financial risks and adopt appropriate hedging policies to manage its risk exposure.

INVESTMENT OBJECTIVES

- RCR continues to be a landmark offering and aims to be the leader in the Philippines' REIT industry in terms of market capitalization and with the longest land lease tenure as well as diversified geographical reach. RCR intends to grow its Portfolio by infusing assets from its Sponsor and/or from unrelated third parties, subject to market conditions.
- Grow asset size that are dividend yield accretive via acquisition of assets from the Sponsor or third parties through equity and/or leverage. RCR will continue to infuse more assets that meet the set investment criteria. RCR will continue to create value for shareholders by pursuing growth that complements the growth and advancement of society. The debt-free status of RCR provides for even greater financial flexibility moving forward.
- Endeavors to target a low annual double-digit total shareholder return. This can be attained through continuous property acquisitions which are dividend yield accretive, along with contracted escalation rates and stable dividend yield.



FINANCING STRATEGY

RCR will consider asset acquisitions via different financing methods as the case may be, including but not limited to tax-free exchange via asset-for-share swap or cash with the Sponsor, equity and debt capital raising transactions, bank loans, tax-free-exchange among others, depending on what is in RCR's best interests. As of 31 December 2024, RCR has zero debt and has the capacity to leverage up to 35% of its deposited property.

External Environment





STEADY ECONOMIC GROWTH

The Philippines recorded a 5.6% GDP growth with the services and industry sectors cited as the main drivers of growth despite many headwinds in CY2024. With this, the Philippines remains one of the fastest-growing economies, placing second, among other ASEAN members. This expansion across the economy is fueled by increased household consumption by 4.8% accelerated by more demand on essential services, increased government spending toward public infrastructure and financial aid, growing investments across public and private sectors on construction activities, and substantial improvements to the country's import and export of goods were recorded.

RCR continues its mission of nation-building and supporting the economy by creating more jobs for Filipinos and continuing to expand with a diverse and top-quality asset portfolio through the infusion of eleven (11) malls and two (2) office buildings in CY2024. This infusion is, by far, the biggest single infusion by a REIT since IPO during that time. By maintaining stable operations and robust financial performance, RCR keeps its position towards continuous growth and sustaining value for its stakeholders.

BAN ON POGOs

A ban on offshore gaming operations and internet gaming operators was officially issued through Executive Order No. 74 in November 2024. All POGOs, including its ancillary operators and providers, are to cease applications, existing licenses, and operations until the end of the year. This has caused an exit among operators in business districts, ramping up office space vacancies. When the office market was hit by the pandemic in CY2020, POGO transactions were a significant contributor to office take-ups and buoyed occupancies during the downturn.

RCR showed resilience during the exodus as POGOs comprise a small portion of the RCR tenant portfolio, keeping the impact of the vacancies at a minimum. Vacated floors and foreclosed POGO sites are being replaced and are offered to traditional locators.



GOVERNMENT GRABS GROUND SPACE

Following the exit of POGOs in the office market, analysts saw an influx of government transactions for office lease take-ups across major real estate developers. Government transactions comprised half of the total transactions made during the period, overtaking the IT-BPM industry by a margin.

These transactions arose from the need to improve efficiency and streamline processes for basic social services while balancing considerations on the budgetary requirements of these occupiers. The “flight-to-quality” phenomenon for government agencies also holds as they move to more premium and accessible office locations to better cater to the general public.

RCR maintains its unwavering commitment to aiding our government units in finding the best and optimal locations for their operations. By making our developments future-ready in key business districts, RCR contributes to improvements in social welfare and public service for many Filipinos in the long run.



US ELECTIONS — DELAYS DECISIONS

The US Elections influenced decision-making in American firms as they hold back and delay their decision-making on expansions and relocations in the Philippine office market during the last quarter of CY2024.

Demand from healthcare, financial, and insurance companies in the US remains open following major economic policy changes advocated by Trump. RCR remains optimistic on the market forecast of increases in transactions, leases, expansions, relocations, and renewals by providing quality and premium customer service across its building portfolio.



CREATE-ING MORE OPPORTUNITIES

Last November 2024, President Marcos Jr. signed and enacted RA 12066: the Corporate Recovery and Tax Incentives for Enterprises to Maximize Opportunities for Reinvigorating the Economy (CREATE MORE). The act serves as an amendment and expansion of the CREATE Law (RA 11534) in CY2021 enhancing the framework incentive and tax regimes for investments in the country, focusing on key economic sectors that boost the economy such as manufacturing, logistics, and other energy-intensive industries.

The improved WFH incentive provided by the CREATE Law bodes well for the office market as many corporations shift their arrangements to on-site reporting and attendance. The occupancy levels of the office market in central business districts are poised to remain at a stable rate, and essential business functions, such as meetings, trainings, and engagements, are expected to buoy the demand for workspaces across the industry.

RCR continues to focus on providing premium office spaces and attracting quality tenants to adapt to the demands of an ever-changing workplace landscape. RCR continues to offer tailored and top-quality office solutions for locators with return-to-office strategies balancing with work-from-home arrangements brought by the CREATE MORE Law.

RETAIL RECOVERY

The mall business continues to show growth after recovering from the COVID pandemic. In terms of revenues, the top 3 players posted high single digit and double-digit growth rates in CY2024, due to improved occupancy rates and strong return of foot traffic.



Our Outlook



OUR OUTLOOK

RCR maintains its confidence in its current portfolio and continues to look into growing its asset portfolio and shareholder value in CY2024. The improving economic climate, sustained demand, and increasing return-to-work policies remain as important factors for RCR in the coming year despite challenges.

MAKING MORE STRIDES IN MALLS

We expect higher spending in the retail sector in CY2025 spurred by the incoming national midterm elections. As such, RCR looks to maintain this upward trend across the mall portfolio. To retain customer loyalty and satisfy demand for elevated shopping experiences, malls will push for upgrades, improving tenant mix, relevant events and more features.



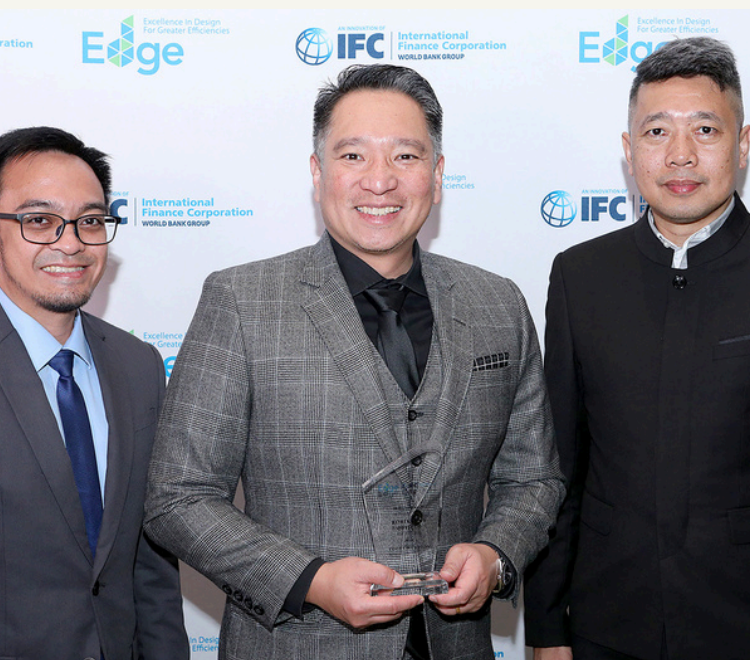
IMPROVED EXPERIENCE

Improving customer experience and service quality in RCR's aging office buildings remains an important impetus for RCR. The premiumization and renovation efforts that began from the lobbies and elevators of the Robinsons Equitable Tower in CY2023, Robinsons Cybergate Cebu and Robinsons Summit Center in CY2024 are expected to inspire a renewed demand for quality workspaces and top-of-class facilities that foster collaboration and success among office tenants.

SUSTAINED SUSTAINABILITY

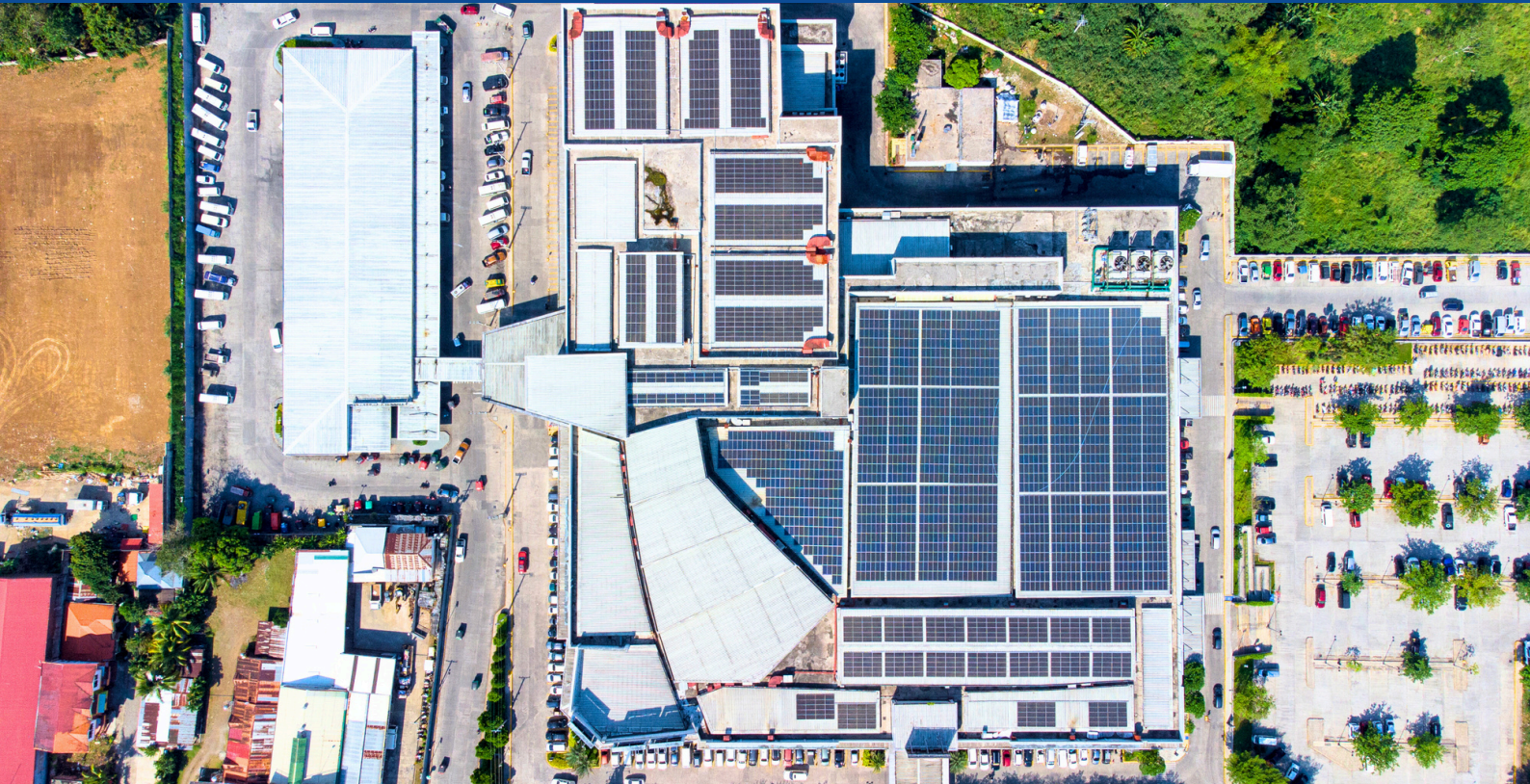
Sustainability remains as an integral facet of RCR's operations as green and sustainable innovations grow for the REIT in CY2024. RCR has transformed one of its office rooftops as a hydroponic farm through a collaboration with FarmTop sky farms. This collaboration aims to bring unutilized building spaces into purposive initiatives that improve tenant well-being and food security for RCR stakeholders.

CY2024 has also added several office buildings into its green building office certification portfolio, increasing the total certifications to 74% of the total office area. RCR is committed to improving the long-term value of its office properties by certifying more buildings and keeping its buildings' operations at-par with international sustainability standards such as LEED and EDGE.



RCR is steadfast in its mission to bring in strategic initiatives to continue its asset growth by acquiring prime and quality assets that meet its investment criteria and further improving shareholder returns by maintaining stable occupancy levels across its commercial portfolio. RCR is unwavering to be the Filipinos' top-of-mind REIT with premium, diversified, and quality assets that enrich the lives of our stakeholders.

Sustainability



In CY2024, RL Commercial REIT, Inc. (RCR) strengthened its commitment to sustainability through advancements in environmental stewardship, social responsibility, and corporate governance. RCR's efforts align with the United Nations' Sustainable Development Goals (SDGs), addressing key areas such as climate action, energy management, water conservation, waste reduction, and community impact. With a clear focus on creating long-term value, RCR continues to implement forward-thinking initiatives across its operations.

ENVIRONMENTAL STEWARDSHIP

ENERGY MANAGEMENT

RCR's sustainability efforts in CY2024 were highlighted by an expanded portfolio of green-certified buildings, designed to reduce carbon emissions and energy consumption. As of end CY2024, RCR's green-certified properties include:

GREEN-CERTIFIED ASSET	CERTIFICATION
(1) Tera Tower	LEED Gold
(2) Exxa-Zeta Tower	LEED Silver
(3) Giga Tower	LEED Gold
(4) Cyberscape Gamma	EDGE Certified
(5) Cyberscape Beta	EDGE Certified
(6) Cyberscape Alpha	EDGE Certified
(7) Cyber Sigma	EDGE Certified
(8) Robinsons Summit Center	EDGE Certified
(9) Cybergate Delta 2	EDGE Certified



These certifications reflect RCR's ongoing focus on energy efficiency, which has resulted in energy savings of up to 47% for tenants in these properties. RCR continues to implement energy-saving technologies such as LED lighting systems and non-ozone depleting refrigerants in air conditioning units.

ENVIRONMENTAL STEWARDSHIP

Overall energy consumption in CY2024 totaled 829,768.89 GJ, a **119%** increase from 2023 due to infusion of new assets to RCR's portfolio. Despite the rise, RCR is dedicated to further improving its energy efficiency by certifying more buildings through LEED and EDGE certifications.

Energy consumption within the organization:

DISCLOSURE (in GJ)	2024 ^{2,3}	2023	2022
Energy Consumption <i>Renewable Sources</i>	50,277.66	None	None
Energy Consumption <i>Gasoline</i>	None	None	None
Energy Consumption <i>LPG</i>	25,279.19	None	None
Energy Consumption <i>Diesel</i> ¹	6,910.21	5,762.55	4,163.02
Energy Consumption Electricity	829,768.89	378,416.24	350,868.22

¹Diesel is used for standby generators.

²Data inclusion for renewable sources is due to infusion of new properties in 2024 with solar installations and renewable energy sourcing

³Significant increase in electricity consumption is due infusion of new assets to RCR's portfolio.



ENVIRONMENTAL STEWARDSHIP

WATER MANAGEMENT

RCR continues to prioritize water conservation across its properties. In CY2024, RCR consumed a total of 1,060,671.12 cubic meters of water, while recycling and reusing 20,839.06 cubic meters. Certified buildings within the RCR portfolio use rainwater harvesting systems and greywater recycling, contributing to a 11% reduction in water consumption compared to conventional buildings.

To further its water conservation efforts, RCR is exploring new technologies aimed at improving the recovery and reuse of rainwater, reducing water discharge, and minimizing groundwater extraction. These innovations will ensure that RCR's water management practices continue to lead the way in sustainability.

Water consumption within the organization:

DISCLOSURE (in m ³)	2024 ¹	2023	2022
Water Withdrawal	1,237,986.14	521,670.99	361,584.89
Water Consumption	1,060,671.12	417,336.79	314,578.85
Water Recycled and Reused	20,839.06	657.00	300.82

¹Significant increase in 2024 is due infusion of 14 assets to RCR's portfolio.



SOCIAL RESPONSIBILITY

COMMUNITY ENGAGEMENT ACTIVITIES

R Sikap

R Sikap is RCR's livelihood assistance program designed to provide sustainable sources of income for those most in need. RCR recognizes the importance of livelihood in enabling individuals to afford a decent way of living for themselves and for their families, aligning with its Sustainability focus area on Stakeholder Well-being.

For years, RCR has been supporting and funding Livelihood Trainings & Assistance to select communities and groups in need. This initiative is carried out through partnerships with government agencies and trusted implementing NGOs.

The R Sikap Program, launched in CY2023, consolidates all livelihood initiatives across RLC properties into a unified livelihood assistance program. This demonstrates RLC's commitment to sustaining livelihood initiatives and expanding their reach to serve more groups and beneficiaries. Through this program, unemployed or underpaid individuals are provided with opportunities for a more sustainable source of income.



The R Sikap program provides Livelihood Trainings through provision of funds to implementing partners for the administration of 1-year long livelihood trainings to select groups. This training includes mentorship and seed capital to help participants start and grow their own businesses. Implementing partners are chosen based on their capacity to sustain the training, physical presence in beneficiaries' area of residence, and track record of success.

IN 2024, R SIKAP ACHIEVED THE FOLLOWING MILESTONES:

- 1-year Livelihood Training for 3,150 Individuals
- Established 80 small businesses in Bacolod, Palawan, and Davao
- Provided additional capital grant amounting to PhP140,000 through the "Pitch for Hope Competition" conducted in Ortigas, Pasig

RCR is committed to continuing this program and expanding its reach to more communities in need of livelihood assistance.



SOCIAL RESPONSIBILITY

COMMUNITY ENGAGEMENT ACTIVITIES

Lingkod Pinoy

The Lingkod Pinoy Centers emerged from RCR's aspirations to support the government in bringing essential services accessible to more Filipinos. It is a one stop center where Filipinos may access a variety of govt services with the ff agencies:

- SSS: Social Security System
- Pag-IBIG
- PRC: Philippine Regulatory Commission
- PhilHealth
- OWWA: Overseas Workers Welfare Administration
- PHILPOST
- NBI: National Bureau of Investigation
- TIEZA: Tourism Infrastructure and Enterprise Zone Authority
- LTO: Land Transportation Office
- LRA: Land Registration Office
- Bureau of Quarantine
- DTI: Department of Trade & Industry
- PNP: Philippine National Police
- TESDA: Technical Education And Skills Development Authority
- DMW: Department of Migrant Workers

Robinsons Malls provides the tenant spaces free-of-charge to government agencies in order for them to administer other its services closer to Filipinos.

Supporting RCR's sustainability focus areas on Responsible Land Use and Stakeholder Well-being, Robinsons Malls stays true to its promise of making life easier and more convenient for every Filipino through its Lingkod Pinoy Centers situated in our malls nationwide.



SOCIAL RESPONSIBILITY

COMMUNITY ENGAGEMENT ACTIVITIES

Transport Hubs

RCR's presence in several communities makes it a strategic hub for transport connectivity. By providing terminal spaces for public utility vehicles, the malls improve accessibility to several destinations for commuters. Robinsons Malls host a variety of transport services: from P2P buses, UV Express Services and vans, electric and regular jeepneys and tricycles. Some of the Malls also provide loading bays to ensure a safe and systematic way for commuters to board and alight from public transport vehicles.



RCR has 3 transport hubs in different locations nationwide: Ormoc, Novaliches, and Imus; providing clean & safe locations within the malls' vicinity for the convenience of the riding public. Through the Transport Hubs, commuters are given access to a safer & more convenient venue to take their public transportation, supporting RCR's sustainability focus areas on Responsible Land Use and Stakeholder Well-being; staying true to its promise of making life easier and more convenient for every Filipino.

EDUCATION AND HEALTH INITIATIVES

R Gift of Health

RCR's R Gift of Health is a Medical Mission Program that provides essential medical services including screenings, consultations, and free medicines, to indigents individuals in the communities most in need. RCR firmly believes that good health is vital in order to have a good quality of life.

RCR organizes the medical mission by identifying beneficiary groups and collaborating with them to meet necessary requirements, including logistical arrangements, to facilitate the medical mission in their area. RLC covers all costs associated with providing free medicines to the beneficiaries. Additionally, RCR's partner, Southstar Drug, supplies the medical personnel, pharmacy set-up, and provides medical screenings and consultation services.

In CY2024, R Gift of Health Medical Mission conducted a medical mission for 200 individuals of Brgy Bucandala 1 at Imus Cavite; providing free medical screenings, medical consultations and free medicines to the beneficiaries.

We are committed to furthering this program in CY2025, extending its reach to even more communities and beneficiaries.

SOCIAL RESPONSIBILITY

RELIEF OPERATIONS

R Tulong

R Tulong is RCR's emergency relief program aimed at providing assistance to individuals and communities affected by calamities.

Aligned with RCR's sustainability focus area on Stakeholder Well-being, we recognize that our support is crucial during times of calamities to address the urgent need for essential supplies such as water, food, shelter etc. This program has been consistently conducting relief operations across various regions of the country. Last year, the R Tulong Program was launched to consolidate all disaster relief initiatives of RLC properties into a unified emergency relief program. This initiative underscores RCR's commitment to sustaining its disaster relief response efforts in partnership with LGUs, DSWD-CSWD, and MDRMO.



Through R Tulong, families and individuals displaced by calamities are given immediate relief in the form of food, water, shelter, and basic care items. During calamities, RLC collaborates with LGUs to gather data on affected families and provide the required assistance, RLC properties most proximate to the affected areas administer the turnover and distribution of relief packs to the intended beneficiaries.

IN CY2024, R TULONG ACHIEVED THE FOLLOWING:

- Distributed 866 Relief Packs
- Reached 4 areas in the Philippines



CHILD WELFARE AND EDUCATION

R Eskwela

R Eskwela is RCR's school assistance program dedicated to supporting select schools and learning institutions through school rehabilitation, construction of facilities, and provision of supplies and learning tools.

Aligned with RCR's sustainability focus area on Stakeholder Well-being, RCR recognizes that education is the key to empowering every child to realize their full potential and become productive members of society.

RCR has a longstanding commitment to educational assistance initiatives for schools, organizations, learning institutions, and NGOs in need.

SOCIAL RESPONSIBILITY

CHILD WELFARE AND EDUCATION

The R Eskwela Program was launched last CY2023 to consolidate all education initiatives of RCR properties into a unified school assistance program. This also communicates RCR's intention to sustain its initiatives on education and to serve more beneficiaries including students in collaboration with schools, LGUs, NGOs and the Department of Education.

During the back-to-school season, RCR reached out to various schools and learning institutions to provide necessary items supplies & tools in preparation for the opening of classes, aligning with DepEd's Brigada Eskwela Program.

RCR properties nationwide actively participate in these activities by sending volunteers to assist in the turnover of donations to the beneficiaries. Through this program, schools, NGOs, and learning organizations receive assistance in supplies, tools equipment etc enhancing the learning experience and environment of the students.

IN 2024, R ESKWELA ACHIEVED THE FOLLOWING:

- Distributed 729 RLove school bags with school supplies
- Reached 5 schools
- Supported 1,329 beneficiaries
- Covered 5 areas in the Philippines



RCR is committed to continuing this program and expanding its reach to more schools and communities, thereby supporting the education of more Filipino children.



CORPORATE GOVERNANCE

RL Commercial REIT, Inc. (“The Company”) acknowledges that good corporate governance is essential to build an environment of trust, transparency and accountability. This is essential for fostering long-term performance, financial stability, business integrity and sustainability of the company. It protects the interests of shareholders and other stakeholders.

Corporate governance is the framework of rules, systems and processes of the corporation that governs the performance by the Board of Directors and Management of their respective duties and responsibilities to the stakeholders. The Revised Corporate Governance Manual was adopted to institutionalize corporate governance principles as a guide for the daily conduct of business.

The Company continuously strives to strengthen and improve corporate governance by adopting best practices that include building a competent board, aligning strategies with goals, managing risk effectively, adhering to high standards of ethics and integrity and promoting accountability by defining roles and responsibilities.



CORPORATE GOVERNANCE

CORPORATE GOVERNANCE HIGHLIGHTS

Consistent with the Revised Corporate Governance Manual and pursuant to the recommendations provided in the Code of Corporate Governance for Publicly Listed Companies (PLCs), the Company strengthened its policies on Board Diversity, Board Nomination and Election, Succession Planning and Remuneration, Material Related Party Transactions and Whistleblowing to reinforce the governance framework of the Company. These policies may be accessed through the Company's website, in the Governance section, <https://www.rlcommercialreit.com.ph/governance/company-policies>.

The Company submitted the Integrated Corporate Governance Report (I-ACGR) to the Securities and Exchange Commission (SEC) and Philippine Stock Exchange (PSE) on May 30, 2024. The I-ACGR is a reportorial requirement under SEC Memorandum Circular No. 15 series of 2017 mandating all PLCs to disclose the Company's compliance/non-compliance with the recommendations provided under the Corporate Governance Code for PLCs. With the "comply or explain" approach, voluntary compliance to recommended CG best practices is combined with mandatory disclosure.

The Company's I-ACGR may be accessed through the Company website by clicking this link, <https://www.rlcommercialreit.com.ph/annual-corporate-governance-reports>.

Last September 2024, the Institute of Corporate Directors awarded RCR with a Golden Arrow recognition. The recognition is in line with the ASEAN Corporate Governance Scorecard (ACGS) that measures the performance of a company in the areas of facilitating the rights and the equitable treatment of shareholders, how they relate to their different stakeholders, ensuring transparency and accountability through timely disclosure of material information, and how the Board guides the company strategically, monitors the management, and ensures the board's accountability to the company and the shareholders.

On May 6, 2024, the Board of Directors appointed Independent Director Artemio V. Panganiban as the Lead Independent Director.



CORPORATE GOVERNANCE

ABOUT THE BOARD OF DIRECTORS

The Board of Directors (“The Board”) is primarily responsible for the governance of the Company and provides an independent check on management. It has the duty to foster the long-term success of the Company and to ensure that the Company’s competitiveness and profitability will be sustained in a manner consistent with its corporate objectives for the best interest of the Company and its Stakeholders.

The Board formulates the Company’s vision, mission, strategic objectives, policies and procedures that guide its activities, including the means to effectively monitor Management’s performance. It provides direction and approval in relation to matters concerning the Company’s business strategies, policies and plans, while the day- to-day business operations are delegated to the Executive Committee.

The Board exercises care, skill and judgment and observes good faith and loyalty in the conduct and management of the business and affairs of the Company. It ensures that all its actions are within the scope of power and authority as prescribed in the Articles of Incorporation, By-Laws, and existing laws, rules and regulations. In order to uphold high standard for the Company, its Shareholders and other Stakeholders, the Board conducts itself with honesty and integrity in the performance of its duties and responsibilities.

BALANCED BOARD COMPOSITION

The Company recognizes the benefits of having a diverse Board and its value in maintaining sound corporate governance while achieving strategic objectives and sustainable growth. In implementation of board diversity policy, RCR does not discriminate based on gender, age, disability, ethnicity, nationality, political, religious or cultural background when selecting its directors or candidates for director positions. The current board is diverse in terms of expertise, professional experiences, and academic backgrounds, all valuable to the company.

The Board of Directors is composed of 7 members, 5 of these directors are non-executive and 3 of which are independent directors. Furthermore, the posts of Chairman and Chief Executive Officer of the Company are separate to ensure a clear distinction between the Chairman’s responsibility to manage the Board while the Chief Executive Officer’s responsibility to manage the Company’s business. The division of responsibilities between the Chairman and the Chief Executive Officer is clearly established and set out in the Revised Corporate Governance Manual.

CORPORATE GOVERNANCE

BOARD DUTIES AND RESPONSIBILITIES

The Company's Corporate Governance Manual specifies the roles, duties and responsibilities of the Board of Directors in compliance with relevant laws, rules and regulations. In adherence to the principles of corporate governance, the Board is tasked to perform the following:

GENERAL RESPONSIBILITIES

It is the Board's responsibility to foster the long-term success of the Corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and in the best interest of the Corporation, its Shareholders and Stakeholders, as a whole.

DUTIES AND FUNCTIONS

To ensure high standard for the Corporation, its Shareholders and other Stakeholders, the Board shall conduct itself with honesty and integrity in the performance of, among others, the following duties and responsibilities:

- Act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the Company and all Stakeholders;
- Oversee the development of and approve the Company's business objectives and strategy, and monitor their implementation, in order to sustain the Company's long-term viability and strength. The Board shall review and guide corporate strategy, major plans of action, risk management policies and procedures, annual budgets and business plans; set performance objectives; monitor implementation and corporate performance; and oversee major capital expenditures, acquisitions and divestitures;
- Oversee the adoption of an effective succession planning program and remuneration policies;



CORPORATE GOVERNANCE

BOARD DUTIES AND RESPONSIBILITIES

DUTIES AND FUNCTIONS

- Adopt policies on board nomination and election that will ensure diversity in board composition in terms of knowledge, expertise, experience and gender;
- Oversee the implementation of a policy and system on related party transactions (RPTs) which shall include the review and approval of material or significant RPTs, and ensure fairness and transparency of the transactions;
- Oversee the adoption of policies on the selection of Management and Key Officers and the assessment of their performance;
- Oversee the establishment of an internal control system to monitor and manage potential conflicts of interest and an Enterprise Risk Management (ERM) framework to identify, monitor, assess and manage key business risks;
- Ensure the Corporation's compliance with Anti-Money Laundering Act (AMLA), its rules and regulations, directives and guidance from Anti-Money Laundering Council (AMLC).
- Annually review, together with Management, the Company's vision and mission;
- Ensure the Corporation's faithful compliance with all applicable laws and regulations, and best business practices;
- Establish and maintain an Investor Relations Program that will keep the Shareholders informed of important developments in the Corporation. The Corporation's CEO shall exercise oversight responsibility over this program;
- Identify the Corporation's Stakeholders in the community in which it operates or are directly affected by its operations and formulate a clear policy of accurate, timely, and effective communication with them;
- Adopt a system of check and balance within the Board. A regular review of the effectiveness of such system should be conducted to ensure the integrity of the decision-making and reporting processes at all times;
- Ensure that the Corporation has an independent audit mechanism for the proper audit and review of the Corporation's financial statements by independent auditors;
- Ensure that the Corporation establishes appropriate Corporate Governance policies and procedures pursuant to the Manual and the Governance Code, including but not limited to, policies on conflict of interest, and oversee the effective implementation thereof; and
- Consider the implementation of an alternative dispute resolution system for the amicable settlement of conflicts or differences between the Corporation and its Shareholders, if applicable.

CORPORATE GOVERNANCE

BOARD INDEPENDENCE

The Board has three Independent Directors (IDs) that possess all the necessary qualifications and none of the disqualifications to hold the position. The Company complies with the Corporate Governance best practice of having 3 IDs or 30% of Board of Directors (BOD), whichever is higher, to ensure that proper mechanisms for disclosure, protection of the rights of shareholders, equitable treatment of shareholders, and the accountability of the Board and Management are in place. In cases of conflicts of interest, Directors with a material interest in any transaction with the Company shall abstain from participating in the deliberation of the same.

In addition, the Company's RCGM provides that the Board may consider designating a Lead Independent Director among the Independent Directors if the Chairman of the Board is not an Independent Director and if one person holds the position of the Chairman of the Board and CEO. His role is to lead the independent directors and guide the Board in cases where matters of conflict of interest may arise.

On May 6, 2024, the Board of Directors appointed Independent Director Artemio V. Panganiban as the Lead Independent Director. His primary functions are as follows: i.) To serve as an intermediary between the Chairman and the other directors when necessary; ii.) To convene and chair meetings of the Non-Executive Directors; and iii.) To contribute to the performance evaluation of the Chairman, as required.

BOARD TRAINING AND ORIENTATION

The Company ensures that Directors are able to perform their functions effectively in this rapidly changing environment to cope with heightened regulatory policies, foreign and local demands, and the growing complexity of business. Orientation programs are conducted for first-time directors to ensure that new members are appropriately apprised of their duties and responsibilities. These include the overview of the Company's operations, Code of Conduct, Corporate Governance framework and other relevant topics essential in the performance of their functions. As a matter of continuous professional education, the Company facilitates the training opportunities provided for the Directors and Key Officers.

In-house Corporate Governance Training for Directors and Executives was held on September 10, 2024 entitled, "Building a Resilient Gokongwei Group: Corporate Governance Training on Sustainability, Cybersecurity, and Integrity".

CORPORATE GOVERNANCE

BOARD COMMITTEES

To enable better and more focused attention on the affairs of the Company and aid in the optimal performance of its roles and responsibilities, the Board delegates particular matters to the Board Committees each set up for a specific purpose. The Board Committees are, namely, the Audit Committee, Corporate Governance Committee, Board Risk Oversight Committee (BROC), and the Related Party Transactions Committee.

AUDIT COMMITTEE

The Audit Committee provides oversight of the Company's financial reporting process, internal control system, internal and external audit processes, and monitors compliance with applicable laws and regulations. It ensures that systems and processes are in place for the consistent adherence to regulations and internal policies, the achievement of efficiency and effectiveness in business operations, and proper safeguarding and use of the Company's resources and assets.

AUDIT COMMITTEE	
Position	Director
Chairman	Artemio V. Panganiban (ID)
Members	Wilfredo A. Paras (ID)
	Cesar Luis F. Bate (ID)



CORPORATE GOVERNANCE COMMITTEE

The Corporate Governance Committee oversees the development and implementation of Corporate Governance principles and policies, and recommends a formal framework on the nomination, remuneration and evaluation of the performance of the Directors and key Management Officers consistent with the Company's culture, strategies and the business environment.

CORPORATE GOVERNANCE COMMITTEE	
Position	Director
Chairman	Cesar Luis F. Bate (ID)
Members	Artemio V. Panganiban (ID)
	Wilfredo A. Paras (ID)

CORPORATE GOVERNANCE

BOARD RISK OVERSIGHT COMMITTEE

The Board Risk Oversight Committee oversees the establishment of an ERM framework that effectively identifies, monitors, assesses, and manages key business risks, and assesses the effectiveness of risk management strategies. The BROC is responsible for defining the Company's level of risk tolerance and for providing oversight of its risk management policies and procedures to anticipate, minimize, and control or manage risks as well as possible threats to its operational and financial viability.

They also oversee the optimal performance, compliance, and cooperation with the Anti-Money Laundering Council (AMLC) and Anti-Money Laundering Act (AMLA).

BOARD RISK OVERSIGHT COMMITTEE

Position	Director
Chairman	Wilfredo A. Paras (ID)
Members	Artemio V. Panganiban (ID)
	Cesar Luis F. Bate (ID)



RELATED PARTY TRANSACTIONS COMMITTEE

The Related Party Transactions Committee ensures that there is a group-wide policy and system governing Material Related Party Transactions (MRPTs), particularly those that breach the materiality threshold. The RPT Committee shall perform the appropriate review and approval of MRPTs, which guarantee fairness and transparency of the transactions.

RELATED PARTY TRANSACTIONS COMMITTEE

Position	Director
Chairman	Cesar Luis F. Bate (ID)
Members	Artemio V. Panganiban (ID)
	Wilfredo A. Paras (ID)



CORPORATE GOVERNANCE

BOARD MEETINGS AND QUORUM REQUIREMENT

The Board schedules meetings at the beginning of the year, holds regular meetings in accordance with its By-Laws, and convenes special meetings as required by business exigencies. The notice and agenda of the meeting and other relevant materials are furnished to the Directors at least five (5) business days prior to the meeting, which must be duly minuted. The members of the Board attend regular and special meetings in person or through video/teleconferencing conducted in accordance with the rules and regulations of the SEC, except for justifiable reasons that prevent them from doing so. The Independent Directors shall always attend Board meetings. Unless otherwise provided in the By-Laws, their absence shall not affect the quorum requirement. However, the Board may, to promote transparency, require the presence of at least one (1) Independent Director in all its meetings.

ATTENDANCE OF DIRECTORS

January 1, 2024 to December 31, 2024

BOARD MEMBER	NAME	DATE OF ELECTION	NO. OF MEETINGS ATTENDED / HELD	PERCENT OF MEETINGS ATTENDED (%)	YEAR AND MONTH OF FIRST APPOINTMENT
Director, Chairman	Faraday D. Go	May 6, 2024	6/6	100.00%	January 2024
Director, President and CEO	Jericho P. Go	May 6, 2024	6/6	100.00%	May 2021
Director	Lance Y. Gokongwei	May 6, 2024	6/6	100.00%	May 2021
Director and Treasurer	Kerwin Max S. Tan	May 6, 2024	6/6	100.00%	May 2021
Independent Director	Artemio V. Panganiban	May 6, 2024	6/6	100.00%	May 2021
Independent Director	Wilfredo A. Paras	May 6, 2024	6/6	100.00%	May 2021
Independent Director	Cesar Luis F. Bate	May 6, 2024	6/6	100.00%	May 2021

CORPORATE GOVERNANCE

THE CORPORATE SECRETARY

The Corporate Secretary assists the Board and the Board Committees in the conduct of their meetings, which entails the preparation of the annual schedule of Board and Committee meetings and the annual Board calendar. He also assists the Board and Committee Chairmen in setting meeting agendas, safekeeps and preserves the integrity of the minutes of the meetings of the Board and its Committees, as well as other official records of the Company.

The Corporate Secretary keeps abreast of relevant laws, regulations, all governance issuances, relevant industry developments and operations of the Company, and advises the Board and the Chairman on all relevant issues as they arise. He works fairly and objectively with the Board, Management and Shareholders and contributes to the flow of information between the Board and Management, the Board and its Committees, and the Board and its Stakeholders, including Shareholders.

Atty. Juan Antonio M. Evangelista is the current Corporate Secretary of the Company. He is also the Corporate Secretary of Robinsons Land Corporation and handles various corporate secretarial functions of several companies within the Group. He obtained his Bachelor of Laws from Xavier University - Ateneo de Cagayan in 1998. He was admitted to the Philippine Bar in 1999.

THE COMPLIANCE OFFICER

The Compliance Officer monitors, reviews, evaluates and ensures the compliance of the Company, its Officers, and Directors with the provisions and requirements of the Corporate Governance Manual and the relevant laws, the Corporate Governance Code, rules and regulations, and all governance issuances of regulatory agencies. He also ensures the integrity and accuracy of all documentary submissions to the regulators, identifies possible areas of compliance issues and works towards the resolution of the same. He assists the Board and the Corporate Governance Committee in the performance of their governance functions, including their duties to oversee the formulation or review and implementation of the Corporate Governance structure and policies of the Company.

Matias G. Raymundo Jr., is the Chief Financial Officer and Compliance Officer of the Company. Presently, Mr. Raymundo is also the Vice President-Financial Planning and Analysis of Robinsons Land Corporation. He was part of the Robinsons Hotels and Resorts Group of Robinsons Land Corporation as Manager-Revenue Management from 2010 to 2016, Manager-Revenue and Risk Management from 2017 to 2018, and Officer-in Charge for Corporate Affairs from 2018 to 2019. He obtained his Bachelor of Science in Commerce, major in Management Accounting from the Central Philippine University in 2005.

CORPORATE GOVERNANCE

STAKEHOLDERS WELFARE, TRANSPARENCY, AND ANTI-CORRUPTION

DUTY TO SHAREHOLDERS

The Company believes that sound and effective corporate practices are fundamental to the smooth, effective and transparent operation of the company, its ability to attract investment, and enhance shareholder value. This includes the Company's commitment to ensure fair and equitable treatment of all shareholders, including the minority, and the protection of their rights, including:

1. Right to vote on all matters that require their consent or approval,
2. Right to inspect corporate books and records,
3. Right to information,
4. Right to dividends, and
5. Appraisal right

The Company is transparent and fair in the conduct of the annual and special Shareholders' meetings. To foster active shareholder participation, the Board sends the Notice of Annual and Special Shareholders' Meeting with sufficient and relevant information at least fifteen (15) business days before the meeting, in compliance with the Implementing Rules and Regulations of the Securities Regulation Code. The Shareholders are encouraged to personally attend such meetings. Shareholders who are unable to attend are apprised ahead of time of their right to appoint a proxy. Subject to the requirements of the law, rules and regulations, and the By-Laws, the exercise of that right shall not be unduly restricted and any doubt about the validity of a proxy shall be resolved in favor of the shareholder.

Guided by the principles of fairness, accountability and transparency to the shareholding public, the Company ensures that the result of the votes taken during the most recent Annual or Special Shareholders' Meeting are made available by the next working day.



CORPORATE GOVERNANCE

STAKEHOLDERS WELFARE, TRANSPARENCY, AND ANTI-CORRUPTION

DUTY TO OTHER SHAREHOLDERS

The Company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that encourages the Company's sustainable growth, while contributing to the advancement of the society where it operates. The Company employs value chain processes that take into consideration Economic, Environmental and Social Governance (EESG) issues and concerns.

CUSTOMERS' WELFARE

The Company adopts customer relations policies and procedures to protect customer's welfare. This includes providing and making available the customer relations contact information empowered to address and attend to customer questions and concerns.



SUPPLIER / CONTRACTOR SELECTION

The Company follows the Supplier Accreditation and Selection Policies to ensure that the Company's suppliers and contractors are qualified to meet its commitments. Apart from the accreditation process, suppliers and contractors also undergo orientation on Company policies and ethical practices.



CORPORATE GOVERNANCE

STAKEHOLDERS WELFARE, TRANSPARENCY, AND ANTI-CORRUPTION

DUTY TO OTHER SHAREHOLDERS

EMPLOYEES

The Board also establishes policies, programs and procedures that encourage employees to actively participate in the realization of the Company's goals and its governance including but not limited to:

- Health, Safety, and Welfare;
- Training and Development; and
- Reward and Compensation



PERFORMANCE-ENHANCING MECHANISMS FOR EMPLOYEE PARTICIPATION

The Company abides by the standards and policies set by the Department of Labor and Employment. Likewise, the Company has Security and Safety Manuals that are implemented, reviewed and regularly updated to ensure the security, safety, health, and welfare of the employees in the workplace.

The Company continuously provides learning and development opportunities for its employees through the John Gokongwei Institute for Leadership and Enterprise Development (JG-ILED), the leadership platform for systematic and sustained development programs across the conglomerate. Its mission is to enable a high-performing organization that will facilitate the learning process and develop the intellectual and personal growth of all employees through targeted and customized trainings and development programs.



CORPORATE GOVERNANCE

STAKEHOLDERS WELFARE, TRANSPARENCY, AND ANTI-CORRUPTION

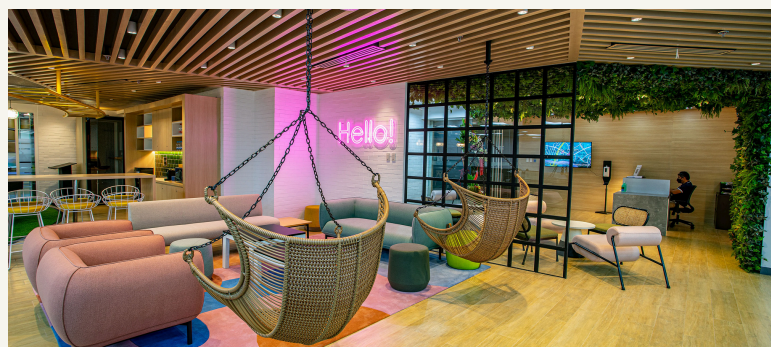
DUTY TO OTHER SHAREHOLDERS

EMPLOYEES

ANTI-CORRUPTION PROGRAMS AND PROCEDURES

The Company is committed to promoting transparency and fairness for all its stakeholders. The Board sets the tone and makes a stand against corrupt practices by adopting anti-corruption policies and programs. Some of the Company's Anti-Corruption programs are embodied in the Code of Business Conduct and Ethics, Conflict of Interest, and Offenses Subject to Disciplinary Action (OSDA), among others. The same are disseminated to all employees across the Company through trainings to embed them in the Company's culture. New employees are oriented regarding policies and procedures related to Business Conduct and Ethics, and similar policies. All employees are given periodic reminders. Further, all concerned employees of the Company are required to comply with the Self-Disclosure Activity on Conflict of Interest and Declaration of Gifts Received on an annual basis.

The Company also has an established suitable framework for whistleblowing and ensures its enforcement to allow employees and other stakeholders to freely



communicate their concerns about illegal or unethical practices, without fear of retaliation and to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.

The anti-corruption programs and procedures of the Company cover the following:

- Anti-Bribery and Anti-Corruption Policy
- Conflict of Interest
- Conduct of Business and Fair Dealings
- Receipt of Gifts from Third Parties
- Compliance with Laws and Regulations
- Respect for Trade Secrets/Use of Nonpublic Information
- Use of Company Funds, Assets and Information
- Employment and Labor Laws and Policies
- Disciplinary Action
- Whistleblowing
- Conflict Resolution

CORPORATE GOVERNANCE

ENTERPRISE RISK MANAGEMENT AND INTERNAL CONTROLS

ENTERPRISE RISK MANAGEMENT (ERM)

The role of ERM is to oversee that a sound ERM framework is in place to effectively identify, monitor, assess and manage key business risks. The risk management framework shall guide the Board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.

INTERNAL CONTROLS

With the leadership of the Company's Chief Risk Officer (CRO), internal control is embedded in the operations of the company, thus, increasing their accountability and ownership in the execution of the company's internal control framework. To accomplish the established goals and objectives, the company implements robust and efficient process controls to ensure:

1. Compliance with policies, procedures, laws and regulations,
2. Economic and efficient use of resources,
3. Check and balance and proper segregation of duties,
4. Identification and remediation control weaknesses,
5. Reliability and integrity of information, and
6. Proper safeguarding of company resources and protection of company assets through early detection and prevention of fraud.

ADEQUATE AND TIMELY INFORMATION

To enable the Directors to properly fulfill their duties and responsibilities, Management provides the Directors with complete, adequate, and timely information about the matters to be taken up during their meetings. Information may include the background or explanation of matters brought before the Board, disclosures, budgets, forecasts, and internal financial documents. If the information provided by Management is not sufficient, further inquiries may be made by a Director to enable him to properly perform his duties and responsibilities. The Directors have independent access to Management and to the Corporate Secretary.

The Directors, either individually or as a Board, and in the performance of their duties and responsibilities, may seek access to independent professional advice within the guidelines set by the Board.

CORPORATE GOVERNANCE

ACCOUNTABILITY AND AUDIT

The Board ensures that its Shareholders are provided with a balanced and comprehensible assessment of the Company's performance, position and prospects on a quarterly basis. Interim and other reports that could adversely affect its business are also made available in the Company website, including its submissions and disclosures to the SEC and to the Philippine Stock Exchange (PSE). Management formulates the rules and procedures on financial reporting and internal control for presentation to the Audit Committee in accordance with the following guidelines:

1. The extent of its responsibility in the preparation of the financial statements of the Company, with the corresponding delineation of the responsibilities that pertain to the External Auditor, should be clearly defined;
2. There is an effective system of internal control that will ensure the integrity of the financial reports and protection of the assets of the Company for the benefit of all Shareholders and other Stakeholders;
3. On the basis of the approved Internal Audit Plan, Internal Audit examinations should cover, at the minimum, the evaluation of the adequacy and effectiveness of controls that cover the Company's governance, operations and information systems, including the reliability and integrity of financial and operational information, effectiveness and efficiency of operations, protection of assets, and compliance with contracts, laws, rules, and regulations;
4. The Company consistently complies with the financial reporting requirements of the SEC;
5. The External Auditor shall be rotated or changed every five (5) years or earlier, or the signing partner of the External Auditing firm assigned to the Company, should be changed with the same frequency. The Corporate Internal Audit Head should submit to the Audit Committee and Management an annual report on the Corporate Internal Audit Department's activities, responsibilities, and performance relative to the Internal Audit Plan as approved by the Audit Committee. The annual report should include significant risk exposures, control issues, and such other matters as may be needed or requested by the Board and Management. The Corporate Internal Audit Head should certify that he conducts his activities in accordance with the International Standards on the Professional Practice of Internal Auditing. If he does not, the Corporate Internal Audit Head shall disclose to the Board and Management the reasons why he has not fully complied with the said documents; and
6. The Board, after consultations with the Audit Committee shall recommend to the Shareholders an External Auditor duly accredited by the SEC who shall undertake an independent audit of the Company, and shall provide an objective assurance on the matter by which the financial statements shall be prepared and presented to the Shareholders.

CORPORATE

GOVERNANCE

ACCOUNTABILITY AND AUDIT

INTERNAL AUDIT

The Corporate Internal Audit is focused on delivering its mandate of determining whether the governance, risk management and control processes, as designed and represented by Management, are adequate and functioning in a manner that provides a reasonable level of confidence that:

- 1.Objectives are achieved Employees’ actions are compliant with policies, standards, procedures, and applicable laws and regulations;
- 2.Quality and continuous improvement are fostered in the control processes;
- 3.Programs, plans, and objectives are achieved
- 4.Resources are acquired economically, used efficiently, and protected adequately;
- 5.Significant financial, managerial, and operating information is accurate, reliable, and timely;
- 6.Significant key risks are appropriately identified and managed; and
- 7.Significant legislative or regulatory issues impacting the Company are recognized and properly addressed.

Opportunities for improving management control, profitability, and the Company’s reputation may be identified during audits.

OTHER MATTERS

AUDIT AND AUDIT-RELATED FEES

NAME OF AUDITOR	AUDIT FEE	ALL OTHER FEES
SyCip, Gorres, Velayo & Co.	PHP1,720,00.00	-

CORPORATE GOVERNANCE

SHAREHOLDER STRUCTURE

Holding 5% shareholding or more (as of December 31, 2024)

SHAREHOLDER	NO. OF SHARES	PERCENT	BENEFICIAL OWNER
Robinsons Land Corporation	10,037,135,084	63.87%	Same as record owner
PCD Nominee Corporation (Filipino)	5,381,602,913	34.25%	PCD Participants & their clients

Dealing in securities (changes in shareholdings of directors and key officers)

A. Elected Directors for CY 2024

DIRECTOR	NUMBER OF DIRECT SHARES	NUMBER OF INDIRECT SHARES	% OF TOTAL OUTSTANDING SHARES
Faraday D. Go	0	100	0.00%
Jericho P. Go	2	0	0.00%
Lance Y. Gokongwei	2	0	0.00%
Kerwin Max S. Tan	4	0	0.00%
Artemio V. Panganiban	2	470,000	0.00%
Wilfredo A. Paras	2	0	0.00%
Cesar Luis F. Bate	2	0	0.00%

B. Elected Officers for CY 2024

OFFICER	POSITION / DESIGNATION	NUMBER OF DIRECT SHARES	NUMBER OF INDIRECT SHARES	% OF TOTAL OUTSTANDING SHARES
Faraday D. Go	Director and Chairman	0	100	0.00%
Jericho P. Go	Director, President and Chief Executive Officer	2	0	0.00%
Kerwin Max S. Tan	Director and Treasurer	4	0	0.00%
Matias G. Raymundo, Jr.	Chief Financial Officer, Risk, and Compliance Officer	0	0	0.00%
Dennis R. Llarena	Data Privacy Officer	0	0	0.00%
Juan Antonio M. Evangelista	Corporate Secretary	0	0	0.00%
Iris Fatima V. Cero	Assistant Corporate Secretary	0	0	0.00%

CORPORATE GOVERNANCE

DIVIDENDS

RCR's dividend policy is to distribute at least 90% of its distributable income. This is in compliance with the REIT Law and the Revised REIT Implementing Rules and Regulations.

DATE OF APPROVAL BY BOARD OF DIRECTORS	DISTRIBUTABLE INCOME AS OF	CASH DIVIDENDS PER OUTSTANDING COMMON SHARE	RECORD DATE	PAYMENT DATE
May 3, 2024	March 31, 2024	Php0.0990	May 17, 2024	May 31, 2024
August 9, 2024	June 30, 2024	Php0.0992	August 27, 2024	September 2, 2024
November 6, 2024	September 30, 2024	Php0.1009	November 20, 2024	November 29, 2024
November 6, 2024	September 30, 2024	Php0.0260	November 20, 2024	November 29, 2024
February 6, 2025	December 31, 2024	Php0.1010	February 20, 2025	February 28, 2025

COMPANY WEBSITE

The Company updates the public with operating and financial results through timely disclosures filed with SEC and PSE. These are available on the company's website: <https://www.rlcommercialreit.com.ph/>.

Financial Statements



RCREIT

A ROBINSONS AND COMPANY

25F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, San Antonio, Pasig City

March 7, 2025

Securities and Exchange Commission

Ground Flr - North Wing, PICC Secretariat Building,
Philippine International Convention Center (PICC) Complex,
Roxas Boulevard, Pasay City

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

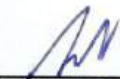
The management of **RL Commercial REIT, Inc.** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein for the years ended December 31, 2024, 2023, and 2022 in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the stockholders.

Sycip Gorres Velayo & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.



FARADAY D. GO
Chairman



JERICHOP P. GO
President & CEO



KERWIN MAX S. TAN
Treasurer

MAR 07 2025

Signed this _____ day of _____

SUBSCRIBED AND SWORN to before me this MAR 07 2025 at Pasig City Philippines,
affiants exhibiting to me their competent evidence of identity, as follows:

Name
Faraday D. Go
Jericho P. Go
Kerwin Max S. Tan

Government issued ID
DL No. N01-93-144338
DL No. N03-89-044825
UMID CRN 0033-1991922-9

Doc. No. 237
Page No. 49
Book No. I
Series of 2025.


MARIE ATHENA C. YBANEZ
Appointment No. 288 (2024-2025)
Notary Public for Pasig City and Pateros
Until December 31, 2025
Attorney's Roll No. 83739
15th Floor, Robinsons Cyberscape Alpha, Sapphire and
Garnet Roads, Ortigas Center, Pasig City
PTR Receipt No. 3020452; 01.02.2025; Pasig City
JSP Receipt No. 492738; 01.02.2025; Iloilo
Admitted to the Bar in 2022

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

1	5	1	3	0	9				
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COMPANY NAME

R	L		C	O	M	M	E	R	C	I	A	L		R	E	I	T	,		I	N	C	.		(F	O	R	M
E	R	L	Y		R	O	B	I	N	S	O	N	S		R	E	A	L	T	Y		A	N	D		M	A	N	A
G	E	M	E	N	T		C	O	R	P	O	R	A	T	I	O	N)											

PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province)

2	5	F		R	O	B	I	N	S	O	N	S		C	Y	B	E	R	S	C	A	P	E		A	L	P	H	A
,		S	A	P	P	H	I	R	E		A	N	D		G	A	R	N	E	T		R	O	A	D	S	,		B
R	G	Y	.		S	A	N		A	N	T	O	N	I	O	,		P	A	S	I	G		C	I	T	Y		

Form Type

A	A	F	S
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Department requiring the report

S	E	C	
---	---	---	--

Secondary License Type, If Applicable

N	/	A	
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COMPANY INFORMATION

Company's Email Address

corsec@robinsonslan.com

Company's Telephone Number

N/A

Mobile Number

0998 840 0935

No. of Stockholders

33,456

Annual Meeting (Month / Day)

First Wednesday of May

Fiscal Year (Month / Day)

12/31

CONTACT PERSON INFORMATION

The designated contact person **MUST** be an Officer of the Corporation

Name of Contact Person

Kerwin Max S. Tan

Email Address

Kerwin.Tan@robinsonslan.ph

Telephone Number/s

(02) 8397-0268

Mobile Number

0998 840 0574

CONTACT PERSON'S ADDRESS

14th Floor Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Ortigas Center, Pasig City

NOTE 1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated. 2 : All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.



INDEPENDENT AUDITOR'S REPORT

The Stockholders and the Board of Directors
RL Commercial REIT, Inc.
25F Robinsons Cyberscape Alpha
Sapphire and Garnet Roads
Brgy. San Antonio, Pasig City

Opinion

We have audited the accompanying financial statements of RL Commercial REIT, Inc. (the Company), which comprise the statements of financial position as at December 31, 2024 and 2023, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2024, and notes to the financial statements, including a summary of material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2024 in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For the matter below, our description of how our audit addressed the matter is provided in that context.



We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial statements.

Valuation of Investment Properties

The Company has investment properties consisting of office buildings that earn rental revenue. Under the implementing rules and regulations of the Real Estate Investment Trust (REIT) Act of 2009 (R.A. 9856), the Company is required to recognize its investment properties at fair market values in accordance with Philippine Accounting Standard 40, *Investment Property*. The total fair value of the Company's investment properties amounted to ₱109,429.58 million and ₱63,837.04 million as of December 31, 2024 and 2023. The Company determined the fair value of the investment properties based on the valuations carried out by an independent property valuer using the discounted cash flow model (DCF model). Under this valuation, the future cash flows are estimated and discounted using an appropriate discount rate. The valuation methodology accordingly involves significant judgment and estimation.

We identified the valuation of investment properties as a key audit matter because the carrying value of investment properties as of December 31, 2024 and 2023 is significant to the financial statements representing 96% of total assets and the DCF model involves significant judgment, estimation and assumptions. The valuation also requires the assistance of external appraisers whose calculations also depend on certain assumptions. These assumptions primarily include discount and growth rate estimates that are critical inputs in the valuation of the investment properties. Changes in these assumptions would significantly impact the fair value of the investment properties reported in the financial statements.

The related disclosures on the fair value of investment properties are included in Note 9 to the financial statements.

Audit Response

We assessed the competence of the independent property valuer by gaining an understanding of their experience and qualifications.

We involved our internal specialists in evaluation of the methodology and assumptions used in the valuation of the investment properties. The critical assumptions primarily included the discount rates, growth rates and free cash flows. We compared the discount and the growth rates to available published reports in the real estate industry. On a sample basis, we also tested other key inputs in the valuation such as lease rate and lease term.

We also assessed the adequacy of the related disclosures on the investment properties in the financial statements.



Other Information

Management is responsible for the Other Information. Other Information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024, but does not include the financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2024 are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the Other Information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the Other Information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material



misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 for purposes of filing with the Bureau of Internal Revenue is presented by the management of RL Commercial REIT, Inc. in a separate schedule. Revenue Regulations 15-2010 require the information to be presented in the notes to the financial statements. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.



The engagement partner on the audit resulting in this independent auditor's report is Michael C. Sabado.

SYCIP GORRES VELAYO & CO.



Michael C. Sabado

Partner

CPA Certificate No. 89336

Tax Identification No. 160-302-865

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-073-2023, October 23, 2023, valid until October 22, 2026

PTR No. 10465376, January 2, 2025, Makati City

March 7, 2025



RL COMMERCIAL REIT, INC.
STATEMENTS OF FINANCIAL POSITION

	December 31	
	2024	2023
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 6 and 13)	₱3,293,709,482	₱1,788,809,752
Receivables (Notes 7 and 13)	1,341,166,152	316,562,081
Other current assets (Note 8)	124,863,115	88,355,056
Total Current Assets	4,759,738,749	2,193,726,889
Noncurrent Assets		
Investment properties (Notes 9, 12 and 24)	109,429,582,533	63,837,041,406
Other noncurrent assets (Note 8)	350,700,941	267,289,420
Total Noncurrent Assets	109,780,283,474	64,104,330,826
	₱114,540,022,223	₱66,298,057,715
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts and other payables (Notes 10 and 13)	₱2,171,765,395	₱917,419,714
Deposits and other current liabilities (Note 11)	991,109,518	527,465,685
Total Current Liabilities	3,162,874,913	1,444,885,399
Noncurrent Liabilities		
Lease liability (Note 18)	779,466,345	267,416,159
Deposits and other noncurrent liabilities (Note 11)	1,186,296,432	858,972,052
Total Noncurrent Liabilities	1,965,762,777	1,126,388,211
Total Liabilities	5,128,637,690	2,571,273,610
Equity (Notes 12 and 24)		
Capital stock	15,714,445,508	10,726,804,330
Additional paid-in capital	83,003,620,037	54,125,177,627
Retained earnings (deficit)	10,693,318,988	(1,125,197,852)
Total Equity	109,411,384,533	63,726,784,105
	₱114,540,022,223	₱66,298,057,715

See accompanying Notes to Financial Statements.



RL COMMERCIAL REIT, INC.**STATEMENTS OF COMPREHENSIVE INCOME**

	Years Ended December 31		
	2024	2023	2022
REVENUE			
Rental income (Notes 13, 14, and 18)	₱6,610,023,962	₱4,544,162,625	₱4,494,005,288
Income from dues (Note 14)	1,451,874,258	882,325,233	877,656,456
Income from dues - net (Note 15)	57,077,914	55,557,665	64,323,284
	8,118,976,134	5,482,045,523	5,435,985,028
FAIR VALUE CHANGE IN INVESTMENT PROPERTIES			
Increase (decrease) in fair value of investment properties (Note 9)	11,071,646,711	7,135,400,718	(9,801,940,918)
Straight-line adjustments (Note 14)	(194,678,754)	(111,054,186)	(155,916,060)
Lease commissions (Note 9)	(16,349,014)	(6,057,657)	(17,948,231)
	10,860,618,943	7,018,288,875	(9,975,805,209)
Other income (Note 16)	176,221,264	89,970,253	42,633,147
	19,155,816,341	12,590,304,651	(4,497,187,034)
COSTS AND EXPENSES			
Direct operating costs (Note 17)	1,399,137,466	721,817,598	686,381,076
General and administrative expenses (Note 17)	710,553,359	385,781,656	373,182,258
Interest expense on lease liability (Note 18)	34,732,003	10,050,440	9,724,913
	2,144,422,828	1,117,649,694	1,069,288,247
INCOME (LOSS) BEFORE INCOME TAX	17,011,393,513	11,472,654,957	(5,566,475,281)
PROVISION FOR INCOME TAX (Note 19)	21,434,099	9,612,292	2,811,858
NET INCOME (LOSS) / TOTAL COMPREHENSIVE INCOME (LOSS) (Note 21)	₱16,989,959,414	₱11,463,042,665	(₱5,569,287,139)
Basic/Diluted Earnings (Loss) Per Share (Note 21)	₱1.400	₱1.069	(₱0.544)

See accompanying Notes to Financial Statements.



RL COMMERCIAL REIT, INC.**STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY**

	Capital Stock (Notes 12 and 24)	Additional Paid-in Capital (Notes 12 and 24)	Retained Earnings (Deficit) (Notes 12 and 25)	Total
For the Year Ended December 31, 2024				
Balances at January 1, 2024	₱10,726,804,330	₱54,125,177,627	(₱1,125,197,852)	₱63,726,784,105
Net loss / Total comprehensive income	–	–	16,989,959,414	16,989,959,414
Issuance of shares of stock (Notes 12 and 24)	4,987,641,178	28,928,318,822	–	33,915,960,000
Stock issuance costs (Note 12)	–	(49,876,412)	–	(49,876,412)
Cash dividends (Note 12)	–	–	(5,171,442,574)	(5,171,442,574)
Balances at December 31, 2024	₱15,714,445,508	₱83,003,620,037	₱10,693,318,988	₱109,411,384,533
For the Year Ended December 31, 2023				
Balances at January 1, 2023	₱10,726,804,330	₱54,125,177,627	(₱8,394,060,243)	₱56,457,921,714
Net loss / Total comprehensive income	–	–	11,463,042,665	11,463,042,665
Cash dividends (Note 12)	–	–	(4,194,180,274)	(4,194,180,274)
Balances at December 31, 2023	₱10,726,804,330	₱54,125,177,627	(₱1,125,197,852)	₱63,726,784,105
For the Year Ended December 31, 2022				
Balances at January 1, 2022	₱9,948,997,197	₱49,022,762,831	₱1,062,446,136	₱60,034,206,164
Net loss / Total comprehensive loss	–	–	(5,569,287,139)	(5,569,287,139)
Issuance of shares of stock (Notes 12 and 24)	777,807,133	5,110,192,867	–	5,888,000,000
Stock issuance costs (Note 12)	–	(7,778,071)	–	(7,778,071)
Cash dividends (Note 12)	–	–	(3,887,219,240)	(3,887,219,240)
Balances at December 31, 2022	₱10,726,804,330	₱54,125,177,627	(₱8,394,060,243)	₱56,457,921,714

See accompanying Notes to Financial Statements.



RL COMMERCIAL REIT, INC.
STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2024	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Income (loss) before income tax	₱17,011,393,513	₱11,472,654,957	(₱5,566,475,281)
Adjustments for:			
Decrease (increase) in fair value change in investment properties	(10,876,967,957)	(7,024,346,532)	9,957,856,978
Depreciation on right-of-use asset (Notes 9 and 17)	42,117,028	29,351,882	29,351,882
Accretion of interest expense (Notes 17 and 18)	34,732,003	10,050,440	9,724,913
Interest income (Note 6)	(107,171,457)	(48,061,459)	(14,059,314)
Operating income before working capital changes	6,104,103,130	4,439,649,288	4,416,399,178
Changes in operating assets and liabilities:			
Decrease (increase) in:			
Receivables	(1,215,724,212)	300,157,573	(432,431,008)
Other current assets (Note 8)	(36,508,057)	86,489	(4,173,698)
Increase (decrease) in:			
Accounts and other payables (Note 24)	1,222,053,732	125,545,056	658,722,914
Deposits and other liabilities	790,968,213	168,878,846	(99,764,277)
Cash generated from operations	6,864,892,806	5,034,317,252	4,538,753,109
Interest received	103,612,844	46,849,084	14,059,314
Income tax paid	(21,434,099)	(9,612,292)	(2,811,858)
Net cash flows provided by operating activities	6,947,071,551	5,071,554,044	4,550,000,565
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to investment properties (Notes 9 and 24)	(137,441,314)	(19,936,991)	(840,913,545)
Increase in other noncurrent assets (Note 8)	(83,411,521)	(83,337,236)	(172,634,504)
Cash flows used in investing activities	(220,852,835)	(103,274,227)	(1,013,548,049)
CASH FLOWS FROM FINANCING ACTIVITIES			
Payment of dividends (Note 12)	(5,171,442,574)	(4,194,180,274)	(3,887,219,240)
Payment of stock issuance costs (Note 12)	(49,876,412)	—	(7,778,071)
Cash flows used in financing activities	(5,221,318,986)	(4,194,180,274)	(3,894,997,311)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	1,504,899,730	774,099,543	(358,544,795)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	1,788,809,752	1,014,710,209	1,373,255,004
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 6)	₱3,293,709,482	₱1,788,809,752	₱1,014,710,209

See accompanying Notes to Financial Statements.



RL COMMERCIAL REIT, INC.
(Formerly Robinsons Realty and Management Corporation)

NOTES TO FINANCIAL STATEMENTS

1. Corporate Information

RL Commercial REIT, Inc. (formerly Robinsons Realty and Management Corporation) (RCR or the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on May 16, 1988 primarily to acquire by purchase, lease or otherwise, real estate of all kinds. It is a wholly owned subsidiary of Robinsons Land Corporation (RLC or Parent Company), while JG Summit Holdings, Inc. (JGSHI) is the Ultimate Parent Company.

On September 14, 2021, the Company completed its initial public offering, and its common shares were listed and currently traded in the Philippine Stock Exchange (PSE) as a Real Estate Investment Trust (REIT) entity.

On March 8, 2022, the Company entered into a Deed of Sale with RLC for the acquisition of Robinsons Cybergate Bacolod for Seven Hundred Thirty-Four Million Pesos (₱734,000,000), exclusive of value-added tax. Robinsons Cybergate Bacolod is the 15th asset acquired by RCR. It is located in Bacolod City, Negros Occidental with gross leasable area of 10,367 sqm.

On April 20, 2022, RCR entered into a Deed of Assignment with RLC for the acquisition of Robinsons Cyberscape Gamma for Five Billion Eight Hundred Eighty-Eight Million Pesos (₱5,888,000,000), exclusive of value-added tax. Robinsons Cyberscape Gamma is the 16th asset acquired by RCR. It is located in Pasig City, Metro Manila with gross leasable area of 44,797 sqm.

On August 15, 2022, Securities and Exchange Commission (SEC) has issued its approval of the valuation of Gamma in the amount of Five Billion Eight Hundred Eighty-Eight Million Pesos (₱5,888,000,000) to be applied as payment for the additional issuance of 777,807,133 common shares at par value of ₱1.00 each from unissued portion of the present authorized capital stock with additional paid-in capital of Five Billion One Hundred Ten Million One Hundred Ninety Two Thousand Eight Hundred Sixty Seven Pesos (₱5,110,192,867).

On July 16, 2024, the Company entered into a Deed of Assignment with RLC for the acquisition of thirteen properties in the form of buildings and machineries, excluding the land wherein the buildings and machineries are situated, with a total value of Thirty Three Billion Nine Hundred Fifteen Million Nine Hundred Sixty Thousand Pesos (₱33,915,960,000) in exchange for the issuance of Four Billion Nine Hundred Eighty Seven Million Six Hundred Forty One Thousand One Hundred Seventy Eight (4,987,641,178) common shares (see note 9). The Securities and Exchange Commission has issued its approval on the valuation of these thirteen properties to be applied as payment for the additional issuance of shares on September 19, 2024.

As a REIT entity, the Company is entitled to the following: (a) not subject to 2% minimum corporate income tax (MCIT); (b) exemption from value-added tax (VAT) and documentary stamp tax (DST) on the transfer of property in exchange of its shares; (c) deductibility of dividend distribution from its taxable income; and (d) fifty percent (50%) of the standard DST rate on the transfer of real property into the Company, including the sale or transfer of any and all security interest thereto, provided they have complied with the requirements under Republic Act (RA) No. 9856 and Implementing Rules and Regulations (IRR) of RA No. 9856.



The Company's principal executive office is located at 25F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City.

The financial statements of the Company as of December 31, 2024 and 2023, and for the years ended December 31, 2024, 2023 and 2022 were authorized for issue by the BOD on March 7, 2025.

2. Basis of Preparation

Basis of Preparation

The financial statements of the Company have been prepared on a historical cost basis, except for investment properties that have been measured at fair value. The financial statements are presented in Philippine Peso (₱), which is also the Company's functional currency. All amounts are rounded to the nearest peso unit unless otherwise indicated.

Statement of Compliance

The financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards. PFRS Accounting Standards include Philippine Financial Reporting Standards, Philippine Accounting Standards (PAS) and Interpretations issued by the Philippine Interpretations Committee (PIC).

3. Changes in Accounting Policies

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption the following new standards effective in 2024. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Unless otherwise indicated, adoption of these new standards did not have an impact on the financial statements of the Company.

Effective beginning on or after January 1, 2024

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*
- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

Standards Issued but not yet Effective

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Company does not expect that the future adoption of the said pronouncements will have a significant impact on its financial statements. The Company intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*



4. Summary of Material Accounting Policy Information

Revenue Recognition

The Company is in the business of leasing its investment property portfolio. The Company's non-lease performance obligations include common area management and administration of utility services.

Revenue from contracts with customers is recognized when control of the services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services. The Company assesses its revenue arrangement against specific criteria in order to determine if it is acting as a principal or an agent.

Income from dues

Income from dues are recognized when the CUSA and air-conditioning services are rendered. CUSA and air-conditioning charges are computed based on rates stated in the executed contract of lease multiplied by the gross leasable area occupied by the tenant.

Income from dues - net

Income from dues - net are recognized when the related services are rendered. CUSA and air-conditioning services in excess of actual charges and consumption are recorded as revenue. Income from dues is presented net of related costs and expenses.

Other income

Other income is recognized when the related services have been rendered and the right to receive payment is established.

Disaggregated revenue information

The non-lease component of the Company's revenue arises from income from CUSA, air-conditioning dues and utilities. The Company's performance obligations are to ensure that common areas are available for general use of its tenants and to provide for uninterrupted air-conditioning and utility services such as water and electricity (see Note 14).

Allocation of transaction price to performance obligation

Each of the non-lease component is considered a single performance obligation, therefore it is not necessary to allocate the transaction price. These services are capable of being distinct from the other services and the transaction price for each service is separately identified in the contract.

Timing of revenue recognition

Revenue from common area charges and utilities dues are recognized over time since the tenants simultaneously receives and consumes the services provided by the Company. The Company determined that the output method best represents the recognition pattern for revenue from utilities dues since this is recognized based on the actual consumption of the tenants.

Income outside the scope of PFRS 15

Rental income

The Company's investment properties are leased out to others through operating leases. Rental income on leased properties is recognized on a straight-line basis over the lease term and may include contingent rents based on a certain percentage of the gross revenue of the tenants, as provided under the terms of the lease contract. Contingent rents are recognized as revenue in the period in which they are earned.



Rental income is not recognized when the Company waives its right to collect rent and other charges under a lease concession. This is recognized as a rent concession and reported as a variable payment in the Company's statement of comprehensive income (see Note 14).

Costs and Expenses

Costs and expenses are recognized in the statement of comprehensive income when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Costs and expenses are recognized:

- On the basis of a direct association between the costs incurred and the earning of specific items of income;
- On the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association can only be broadly or indirectly determined; or
- Immediately when expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify or cease to qualify, for recognition in the statement of financial position as an asset.

Leases

The Company assesses whether a contract is, or contains a lease, at the inception of a contract. This assessment involves the exercise of judgment about whether it depends on a specified asset, whether the Company obtains substantially all the economic benefits from the use of the asset and whether the Company has the right to direct the use of the asset.

The Company as lessor - operating lease

Leases where the Company does not transfer substantially all the risks and benefits of the ownership of the assets are classified as operating leases. Rental income arising from operating lease is accounted for on a straight-line basis over the lease terms and is included in revenue due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are capitalized as a leased asset and subsequently expensed through change in fair value of the leased asset. Contingent rents are recognized as revenue in the period in which they are earned.

The Company accounts for a modification to all operating lease as a new lease from the effective date of the modification, considering any prepaid or accrued lease payments relating to the original lease as part of the lease payments for the new lease.

There are no lease contracts where the Company transfers substantially all the risk and benefits of ownership of the assets that are leased.

The Company as lessee - operating lease

Except for short-term leases and leases of low-value assets, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee.



Right-of-use asset

The Company recognizes ROU asset at the commencement date of the lease (i.e., the date the underlying asset is available for use). ROU asset is measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liability. The cost of ROU asset includes the amount of lease liability recognized, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received, and any estimated costs to be incurred in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized ROU asset is depreciated on a straight-line basis over the shorter of its estimated useful life and the remaining lease term.

ROU asset is subject to impairment. Refer to the accounting policies on impairment of nonfinancial assets section.

Lease liability

At the commencement date of the lease, the Company recognizes lease liability measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the commencement date if the interest rate implicit to the lease is not readily determinable. After the commencement date, the amount of lease liability is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liability is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases of office space (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

Current and Noncurrent Classification

The Company presents assets and liabilities in the statements of financial position based on a current and noncurrent classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 months after the reporting period; or,
- Cash or cash equivalent, unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.



All other assets are classified as noncurrent.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- Is due to be settled within 12 months after the reporting period; or,
- There is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

All other liabilities are noncurrent.

Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

Cash and cash equivalents

Cash includes cash in bank. Cash in bank is stated at face amount and earns interest at the prevailing bank deposit rates. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less and that are subject to an insignificant risk of changes in value.

Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

Financial assets of the Company consisting of cash in bank and receivables are classified, at initial recognition, as subsequently measured, at amortized cost.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at its transaction price.

In order for a debt financial asset to be classified and measured at amortized cost, it needs to give rise to cash flows that passes the 'solely payments of principal and interest' on the principal amount outstanding (SPPI criterion). This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refer to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets, or both.



Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

The Company's financial assets at amortized cost include cash in bank and receivables and these are classified as financial assets at amortized cost (debt instruments).

Financial assets at amortized cost (debt instruments)

The Company measures financial assets consisting of cash in bank and receivables at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

Financial liabilities

Initial recognition and measurement

The Company's financial liabilities include accounts and other payables (excluding taxes payables), lease liability and deposits and other liabilities. These financial liabilities are classified, at initial recognition, as loans and borrowings and payables.

All financial liabilities are recognized initially at fair value.

Subsequent measurement

The financial liabilities are subsequently measured at amortized cost using the EIR method. This category generally applies to accounts and other payables, lease liability and deposits and other liabilities.

Derecognition of Financial Instruments

Financial asset

A financial asset (or, where applicable, a part of a financial asset or part of group of similar financial assets) is primarily derecognized when (i.e., removed from the statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.



When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liability

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in profit or loss.

Impairment of Financial Assets

The Company recognizes an allowance for expected credit loss (ECL) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For cash in bank, the Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Company's policy to measure ECLs on such instruments on a 12-month basis. However, where there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Company uses the ratings from a reputable credit rating agency to determine whether the debt instrument has significantly increased credit risk and to estimate ECL.

For receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix for trade receivables that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Company considers a financial asset in default when contractual payments are 90 days past due since security deposits are equivalent to 90 days which are paid at the start of the lease term which will cover any defaults. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.



Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the assets in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

Fair Value Hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: - quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: - valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3: - valuation techniques for which the lowest level input that it is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as investment property. Involvement of external valuers is decided upon annually by management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Management decides, after discussions with the Company's external valuers, which valuation techniques and inputs to use for each case.

Customers' Deposits

Deposits from lessees

Deposits from lessees which includes security deposits that are initially at fair value. After initial recognition, customers' deposits are subsequently measured at amortized cost using EIR method.



The difference between the cash received and its fair value is deferred (included in the 'Deposits and other liabilities' in the statement of financial position), and amortized on a straight-line basis over the lease term. Amortization of deferred credits and accretion of discount are recorded in profit or loss under 'Rental income' and 'Interest expense' account, respectively.

Other Assets

Other assets include prepaid taxes, creditable withholding taxes and others.

Prepaid taxes

Prepaid taxes are carried at cost less the amortized portion.

Creditable withholding taxes

Creditable withholding taxes represent the amount withheld by the payee. These are recognized upon collection of the related income and utilized as tax credits against income tax due.

Other assets

Other assets are carried at costs less impairment losses, if any.

Investment Properties

Investment properties consist of properties that are held to earn rentals or for capital appreciation or both, and that are not occupied by the Company. Investment properties are initially measured at cost but are subsequently remeasured at fair value at each reporting date, which reflects market conditions at the reporting date. Cost comprises the purchase price and any directly attributable costs in developing and improving the properties. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met and excludes the cost of day-to-day servicing of an investment property. The fair value of investment properties is determined using income approach by an external valuer.

Gains or losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. The fair value reported in the financial statements is reduced by the application of the straight-line method of recognizing rental income and lease commissions.

The Company's investment properties consist mainly of office and commercial mall properties.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in profit or loss in the period of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the end of owner occupation, commencement of an operating lease to another party. Transfers are made from investment property when, and only when, there is a change in use, evidenced by commencement of owner occupation or commencement of development with a view to sell.

For transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the property and equipment policy up to the date of change in use.



Impairment of Nonfinancial Assets

The Company assesses at each reporting date whether there is an indication that the Company's investment properties, ROU asset, other current assets and other noncurrent asset may be impaired. If any such indication exists, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is calculated as the higher of an asset's or cash-generating unit's fair value less cost to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets.

Where the carrying amount of an asset exceeds the recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the asset.

Impairment losses of continuing operations are recognized in the statement of comprehensive income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If any such indication exists, the Company makes an estimate of recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to the recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the assets in prior periods, such reversal is recognized in the statement of comprehensive income.

Equity

Capital stock and additional paid-in capital (APIC)

Capital stock is measured at par value for all shares issued. When the Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued.

When the shares are sold at premium, the difference between the proceeds at the par value is credited to APIC. Direct costs incurred related to equity issuance are chargeable to APIC. If APIC is not sufficient, the excess is charged against retained earnings.

Stock issuance costs

Stock issuance costs are incremental costs directly attributable to the issuance or subscription of new shares which are shown in equity as deduction, net of tax, from the proceeds. Costs that relate to the new stock market listing, or otherwise are not incremental costs directly attributable to issuing new share, are recorded as expense in the statement of comprehensive income.

Retained earnings

Retained earnings represent accumulated earnings of the Company, net of dividend distributions, if any.



Income Taxes

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amounts are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income.

Deferred income tax

Deferred income tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- When the deferred income tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, the carry-forward of unused tax credits and any unused tax losses. Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable income will allow all as part of the deferred tax and to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred income tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred income tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.



Deferred income tax assets and deferred income tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Incentive Under REIT Law

The Company is granted an exemption under the REIT Law provided that it meets certain conditions (e.g., distribution of minimum required earning equivalent to at least 90% of distributable income).

Earnings (Loss) Per Share (EPS)

Basic EPS is calculated by dividing net income for the year attributable to common equity holders of the Company by the weighted average number of common shares outstanding during the year. Diluted EPS is computed by dividing net income attributable to common equity holders of the Company by the weighted average number of common shares issued and outstanding during the year after giving effect to assumed conversion of potential common shares.

Net Asset Value Per Share (NAV)

The NAV is calculated by dividing NAV by the total outstanding shares of the Company. The NAV is the total assets held by the Company less total liabilities (see Note 12).

Segment Reporting

The Company's lease operation is its reportable segment. Financial information on business segment is presented in Note 22 to the financial statements.

Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Where the Company expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

Contingencies

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the financial statements but are disclosed when an inflow of economic benefits is probable.

Events After the Reporting Date

Post year-end events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the financial statements when material.



5. Summary of Significant Accounting Estimates, Judgments and Assumptions

The preparation of the accompanying financial statements in compliance with PFRS Accounting Standards requires management to make judgment and estimates that affect the reported amounts of assets, liabilities, income and expenses and disclosure of contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the estimates to change.

The effects of any change in judgments and estimates are reflected in the financial statements, as they become reasonably determinable. Actual results could differ from such estimates.

Judgments and estimates are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

In the process of applying the accounting policies, management has made the following judgments, apart from those involving estimations, which has the most significant effect on the amounts recognized in the financial statements.

Principal versus agent considerations

For the benefit of the lessee, contract for the commercial spaces leased out by the Company to its tenants includes the right to charge for the electricity usage, water usage, air-conditioning charges and CUSA like maintenance, janitorial and security services.

For the electricity and water usage, the Company determined that it is acting as an agent, for the benefit of the lessee, because the promise of the Company to the tenants is to arrange for the electricity and water supply to be provided by a utility company. The utility and service companies, and not the Company, are primarily responsible for the provisioning of the utilities while the Company administers the leased spaces and coordinates with the utility and service companies to ensure that tenants have access to these utilities.

For the provision of CUSA and air-conditioning of the Buildings, the Company acts as a principal, for the benefit of the lessee, because it retains the right to direct the service provider of air-conditioning, maintenance, janitorial and security to the leased premises. The right to the services mentioned never transfers to the tenant and the Company has the discretion, for the benefit of the lessee, on how to price the CUSA and air-conditioning charges.

For the provision of CUSA and air conditioning of the Condominium Units, the Company, for the benefit of the lessee, acts as an agent because the promise of the Company to the tenants is to arrange for the CUSA and air-conditioning services to be provided by the condominium corporations. The condominium corporations, and not the Company, are primarily responsible for the provisioning of the CUSA and air-conditioning charges. The price is based on the actual rate charged by the condominium corporations plus a certain percentage mark-up as administration charges.

Operating lease commitments - Company as lessor

The Company has entered into office property leases on its investment property portfolio. Based on an evaluation of the terms and conditions of the arrangements, the Company has determined that it retains all the significant risks and rewards of ownership of these properties and accounts for them as operating leases. In determining significant risks and benefits of ownership, the Company considered, among others, significance of the lease payments, lease term as compared with the estimated useful life of the related asset, ceding of control over the asset, purchase options, outright transfer of asset to the lessee at the lease term and lease asset is of specialized nature.



A number of the Company's operating lease contracts are accounted for as noncancelable operating leases and the rest are cancellable. In determining whether a lease contract is cancellable or not, the Company considers, among others, the significance of the penalty, including the economic consequence to the lessee (see Note 18).

Deferred Tax Asset

The Company abides with the provisions of the REIT law and complies with the distribution of dividends equivalent to at least 90%. The Company has determined, based on its current tax regime and expected dividend distribution in the succeeding periods that it is effectively an "income tax-free" entity and no deferred taxes have been recognized on temporary differences.

Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liability. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the ROU asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available (such as for an entity that does not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the entity's functional currency). The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the entity's stand-alone credit rating).

The Company's lease liability amounted to ₱779.47 million and ₱267.42 million as of December 31, 2024 and 2023, respectively.

Provision for expected credit losses of trade receivables

The Company uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due of various customer segments that have similar loss pattern.

The provision matrix is initially based on the Company's historical observed default rates. The Company calibrates the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product and inflation rate) are expected to deteriorate over the next year which can lead to an increased number of defaults, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The amount of ECLs is sensitive to changes in circumstances including forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of the customer's actual default in the future.

The carrying value of the Company's receivables amounted to ₱1,341.17 million and ₱316.56 million as of December 31, 2024 and 2023 respectively (see Note 7).



Fair value determination of investment properties

The Company measures its investment properties using the fair value method and engages an external valuer to determine their fair value. The external valuer determines the fair value of the investment properties through the Income Approach using the discounted cash flow model which is a method where the appraiser derives an indication of value for income producing property by converting anticipated future benefits into current property value.

Investment properties amounted to ₱109,429.58 million and ₱63,837.04 million as of December 31, 2024 and 2023, respectively. Fair value change recognized in 2024 and 2023 amounted to an increase of ₱11,071.65 million and ₱7,135.40 million, respectively (see Note 9). In 2022, the decrease in fair value amounted to (₱9,801.94) million.

6. Cash and Cash Equivalents

This account consists of:

	2024	2023
Cash in bank and on hand	₱689,999,035	₱538,809,752
Cash equivalents	2,603,710,447	1,250,000,000
	₱3,293,709,482	₱1,788,809,752

Cash in banks earns interest at the prevailing bank deposit rates. Cash equivalents are made for varying periods of up to three months depending on the immediate cash requirements of the Company, and earns annual interest at the prevailing rates ranging from 5.90% to 6.125% and 0.57% to 5.50% for the years ended December 31, 2024 and 2023, respectively (see Note 16).

Interest earned from cash in bank and cash equivalents for the years ended December 31, 2024, 2023 and 2022 amounted to ₱107.17 million, ₱48.06 million and ₱14.06 million, respectively.

There is no restriction on the Company's cash and cash equivalents as of December 31, 2024 and 2023.

7. Receivables

This account consists of:

	2024	2023
Trade receivables (Notes 13 and 14)	₱668,555,693	₱287,072,470
Receivable from a related party (Note 13)	658,188,488	24,705,426
Others	14,421,971	4,784,185
	₱1,341,166,152	₱316,562,081

Trade receivables represent billed monthly rentals and dues. These receivables are collectible on a monthly or quarterly basis depending on the terms of the lease contracts.

Receivable from a related party pertains to tenants' payments collected by RLC on behalf of the Company and cash advances. These are due and demandable.



Other receivables are composed of accrued interest receivable from short-term investments and downpayments made to suppliers.

No provision for ECL was recognized in 2024, 2023 and 2022.

8. Other Assets

Other Current Assets

Other current assets consists of:

	2024	2023
Prepaid taxes	₱110,037,474	₱88,355,056
Prepaid insurance	14,825,641	—
	₱124,863,115	₱88,355,056

Prepaid taxes consist of prepayments for real property and business taxes.

Prepaid insurance consists of prepayments for insurance of the properties.

Other Noncurrent Assets

Other noncurrent assets consists of:

	2024	2023
Creditable withholding taxes	₱193,990,874	₱132,906,501
Security deposits	137,405,851	121,451,869
Reserve fund	16,576,979	12,931,050
Utility deposit	2,727,237	—
	₱350,700,941	₱267,289,420

Creditable withholding taxes pertain to taxes withheld by the Company that are recognized upon collection of the related receivable and are utilized as tax credits against income tax due.

Security deposits represent the deposit made to Robinsons Land Corporation (RLC) in relation to lease agreements for the land on which the Company's properties are situated and for the lease of two buildings – Robinsons Cybergate Center 2 and Robinsons Cybergate Center 3.

Reserve fund is composed of the amounts billed by Robinsons Equitable Tower Condominium Corporation (RETCC) to the Company which shall be used by RETCC for the defrayment of its capital expenditures.

Utility deposits represent the bill deposit made to utility service providers.



9. Investment Properties

This account consists of:

	2024		
	Building and Building Improvements	Right-of-Use Assets (Notes 18 and 24)	Total
Cost			
Balance at beginning of year	₱63,361,782,166	₱546,105,837	₱63,907,888,003
Additions	34,061,259,900	501,751,544	34,563,011,444
Fair value change	11,071,646,711	–	11,071,646,711
Balance at end of year	108,494,688,777	1,047,857,381	109,542,546,158
Accumulated Depreciation			
Balance at beginning of year	–	70,846,597	70,846,597
Depreciation (Note 17)	–	42,117,028	42,117,028
Balance at end of year	–	112,963,625	112,963,625
Net Book Value	₱108,494,688,777	934,893,756	₱109,429,582,533

	2023		
	Building and Building Improvements	Right-of-Use Assets (Notes 18 and 24)	Total
Cost			
Balance at beginning of year	₱56,197,208,972	₱546,105,837	₱56,743,314,809
Additions	29,172,476	–	29,172,476
Fair value change	7,135,400,718	–	7,135,400,718
Balance at end of year	63,361,782,166	546,105,837	63,907,888,003
Accumulated Depreciation			
Balance at beginning of year	–	41,494,715	41,494,715
Depreciation (Note 17)	–	29,351,882	29,351,882
Balance at end of year	–	70,846,597	70,846,597
Net Book Value	₱63,361,782,166	₱475,259,240	₱63,837,041,406

On July 16, 2024, the Company and RLC executed a Comprehensive Deed of Assignment wherein RLC assigns, transfers, and conveys several properties to the Company in the form of buildings and machineries, excluding the land wherein the buildings and machineries are situated, with a total value of ₱33,915.96 million in exchange for shares (see Note 24).

Additions include initial direct costs pertaining to transfer taxes and maintenance capital expenditures amounting to ₱145.30 million and ₱29.17 million in 2024 and 2023, respectively.

Investment properties consist mainly of office buildings and lifestyle centers that are held to earn rentals. The aggregate fair value of the Company's investment properties as of December 31, 2024 and 2023 amounted to ₱109,429.58 million and ₱63,837.04 million, respectively. The fair values of the investment properties were determined by independent professionally qualified appraisers and exceeded their carrying costs.



The fair values of the investment properties were measured through income approach using the discounted cash flow analysis. This approach converts anticipated future gains to present worth by projecting reasonable income and expenses for the subject properties. The following table provides the fair value hierarchy of the Company's investment properties as of December 31, 2024 and 2023:

		Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	Date of valuation	Total		
Investment properties	December 31, 2024	₱109,429,582,533	₱–	₱– ₱109,429,582,533

		Fair value measurement using		
		Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	Date of valuation	Total		
Investment properties	December 31, 2023	₱63,837,041,406	₱–	₱– ₱63,837,041,406

The fair values of the investment properties are sensitive to unobservable inputs such as rental income growth rate and discount rate.

Rental income derived from investment properties amounted to ₱6,610.02 million in 2024, ₱4,544.16 million in 2023 and ₱4,494.01 million in 2022 (see Note 14).

Property operations and maintenance costs arising from investment properties amounted to ₱1,399.14 million in 2024, ₱721.82 million in 2023 and ₱686.38 million in 2022 (see Note 17).

There are no investment properties as of December 31, 2024 and 2023 that are pledged as security to liabilities. The Company has no restrictions on the realizability of its investment properties. Except for contracts awarded, there are no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

10. Accounts and Other Payables

This account consists of:

	2024	2023
Accounts payable (Note 13)	₱412,477,026	₱254,665,708
Accrued expenses	1,421,660,838	578,092,520
Taxes payable	337,627,531	84,661,486
	₱2,171,765,395	₱917,419,714

Accounts payable mainly pertains to unpaid billings from RPMI and RFMI related to management fees (see Notes 13 and 17). These are noninterest bearing and are due and demandable.

Accrued expenses include accruals for utilities, repairs and maintenance and other expenses which are yet to be billed by the contractors and providers. These are noninterest bearing and are normally settled within one year.

Taxes payable consists of amounts payable to taxing authority pertaining to output taxes, expanded withholding taxes and documentary stamp taxes.



11. Deposits and Other Liabilities

This account consists of:

	2024	2023
Deposits from lessees	₱1,775,385,558	₱1,061,588,156
Unearned rental income	255,627,736	226,825,711
Deferred credits	146,392,656	98,023,870
	2,177,405,950	1,386,437,737
Less current portion	991,109,518	527,465,685
	₱1,186,296,432	₱858,972,052

The current portion of these accounts follows:

	2024	2023
Deposits from lessees	₱840,993,192	₱364,008,584
Unearned rental income	106,596,209	114,133,665
Deferred credits	43,520,117	49,323,436
	₱991,109,518	₱527,465,685

Deposits from lessees

Deposits from lessees represent deposits received from lessees to secure the faithful compliance by lessees of their obligation under the lease contract. These are equivalent to three (3) months' rent and refunded to the lessee at the end of the lease term.

The rollforward analysis of deposits from lessees in 2024 and 2023 follows:

	2024	2023
Gross Amount		
Balance at beginning of year	₱1,162,843,879	₱1,021,634,838
Additions	767,329,680	141,209,041
Balance at end of year	1,930,173,559	1,162,843,879
Unamortized Discount		
Balance at beginning of year	101,255,723	99,628,551
Additions	119,303,429	41,568,990
Accretion (Note 17)	(65,771,151)	(39,941,818)
Balance at end of year	154,788,001	101,255,723
Net Amount	1,775,385,558	1,061,588,156
Less current portion	840,993,192	364,008,584
	₱934,392,366	₱697,579,572

Unearned rental income

Unearned rental income represent cash received in advance representing three (3) months' rent which will be applied to the last three (3) months' rentals on the related lease contracts.

Deferred credits

Deferred credits pertain to the difference between the nominal value of the deposits from lessees and their fair values. This is initially measured at fair value and subsequently amortized using the straight-line method.



The rollforward analysis of deferred credits in 2024 and 2023 follows:

	2024	2023
Balance at beginning of year	₱98,023,870	₱97,497,936
Additions	119,303,428	41,568,990
Amortization (Note 17)	(70,934,642)	(41,043,056)
Balance at end of year	146,392,656	98,023,870
Less current portion	43,520,117	49,323,436
	₱102,872,539	₱48,700,434

12. Equity

The details of the Company's common shares as of December 31, 2024 and 2023 follow:

	2024		2023		2022	
	Shares	Amount	Shares	Amount	Shares	Amount
Authorized - at ₱1 par value						
Balances at beginning and end of year	39,795,988,732	₱39,795,988,732	39,795,988,732	₱39,795,988,732	39,795,988,732	₱39,795,988,732
Issued and outstanding						
Balances at beginning of year	10,726,804,330	₱10,726,804,330	10,726,804,330	₱10,726,804,330	9,948,997,197	₱9,948,997,197
Issuance of new shares	4,987,641,178	4,987,641,178	—	—	777,807,133	777,807,133
Balances at end of year	15,714,445,508	₱15,714,445,508	10,726,804,330	₱10,726,804,330	10,726,804,330	₱10,726,804,330
NAV per share		6.96		5.94		5.26

On July 16, 2024, the third property-for-share swap transaction of the Company with Robinsons Land Corporation (RLC) has been consummated through the execution of a Deed of Assignment relating to the infusion of several properties in the form of buildings and machineries. These assets are valued at ₱33,915.96 million in exchange for Four Billion Nine Hundred Eighty Seven Million Six Hundred Forty One Thousand One Hundred Seventy Eight (4,987,641,178) primary common shares. On September 19, 2024, the SEC approved the property-for-share swap transactions (Note 24).

On April 20, 2022, RCR entered into a Deed of Assignment with RLC for the acquisition of Robinsons Cyberscape Gamma for Five Billion Eight Hundred Eighty-Eight Million Pesos (₱5,888,000,000), exclusive of value-added tax. Robinsons Cyberscape Gamma is the 16th asset acquired by RCR. It is located in Pasig City, Metro Manila with gross leasable area of 44,797 sqm.

On August 15, 2022, Securities and Exchange Commission (SEC) has issued its approval of the valuation of Gamma in the amount of Five Billion Eight Hundred Eighty-Eight Million Pesos (₱5,888,000,000) to be applied as payment for the additional issuance of 777,807,133 common shares at par value of ₱1.00 each from unissued portion of the present authorized capital stock with additional paid-in capital of Five Billion One Hundred Ten Million One Hundred Ninety Two Thousand Eight Hundred Sixty Seven Pesos (₱5,110,192,867).

Initial Public Offering (IPO)

On August 3, 2021, the SEC rendered effective the Company's REIT Plan and the registration of its 9,948,997,197 common shares.

On August 9, 2021, the PSE approved the application of the Company for the initial listing of its 9,948,997,197 common shares under the Main Board of the PSE to cover the Company's IPO.



The Company was listed on the Main Board of the PSE on September 14, 2021 at an initial listing price of ₱6.45 per share.

Additional Paid-In Capital (APIC)

In 2024 and 2022, the Company recorded additional APIC amounting to ₱28,928.32 million and ₱5,110.19 million, respectively, in relation to the infusion of several properties in the form of building and machineries.

Dividend Declaration

After reconciling items, the Company has retained earnings available for dividend declaration as of December 31, 2024 amounting to ₱2,173.41 million.

The Company's BOD approved the declaration of cash dividends to common stockholders as follows:

Declaration date	Cash dividends	Record date	Payment date
November 6, 2024	₱0.0260 per share	November 20, 2024	November 29, 2024
November 6, 2024	₱0.1009 per share	November 20, 2024	November 29, 2024
August 9, 2024	₱0.0992 per share	August 27, 2024	September 2, 2024
May 3, 2024	₱0.0990 per share	May 17, 2024	May 31, 2024
February 5, 2024	₱0.0980 per share	February 20, 2024	February 29, 2024
November 7, 2023	₱0.0979 per share	November 21, 2023	November 30, 2023
August 9, 2023	₱0.0978 per share	August 24, 2023	August 31, 2023
April 21, 2023	₱0.0977 per share	May 22, 2023	May 31, 2023
February 6, 2023	₱0.0976 per share	February 20, 2023	February 28, 2023
November 8, 2022	₱0.0974 per share	November 22, 2022	November 29, 2022
August 9, 2022	₱0.0972 per share	August 23, 2022	August 31, 2022
May 10, 2022	₱0.0965 per share	May 26, 2022	May 31, 2022
February 4, 2022	₱0.0920 per share	February 18, 2022	February 28, 2022

Capital Management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to these ratios in light of changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital structure or issue capital securities. No changes have been made in the objective, policies and processes as they have been applied in previous years.

The Company's sources of capital include all the components of equity totaling ₱109,411.38 million and ₱63,726.78 million as of December 31, 2024 and 2023, respectively.

In compliance with Republic Act No. 9856 and the implementing rules and regulations of REIT Act of 2009, the Company is subject to external capital requirement. As a REIT, it is required to have a minimum paid-up capital of ₱300.00 million.



13. Related Party Transactions

Related party transactions are made under the normal course of business. Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions; and the parties are subject to common control or common significant influence. Affiliates are entities that are owned and controlled by the Ultimate Parent Company and neither a subsidiary nor associate of the Company. These affiliates are effectively sister companies of the Company by virtue of ownership of the Ultimate Parent Company. Related parties may be individuals or corporate entities. Unless otherwise stated, transactions are generally settled in cash. The amounts and balances arising from significant related party transactions are as follows:

2024				
	Amount/ Volume	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company Rental income/receivable (a)	₱34,623,916	₱5,050,627	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Under common control of Ultimate Parent Company Rental income/receivable (a)	₱597,624,257	₱167,916,510	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Parent Company Rental income/receivable (a)	₱249,626,545	₱16,349,342	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Parent Company Related party receivable (Note 7)	₱633,483,062	₱658,188,488	Noninterest bearing; due and demandable	Unsecured; no impairment
Parent Company Rent expense (Note 18)	₱353,817,595	(₱140,681,865)	Noninterest bearing; due and demandable	Unsecured; no impairment
Under common control of Parent Company Management fees/accounts payable (b)	₱689,295,963	(₱215,886,744)	Noninterest bearing; due and demandable	Unsecured
2023				
	Amount/ Volume	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company Rental income/receivable (a)	₱41,680,405	₱1,927,506	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Under common control of Ultimate Parent Company Rental income/receivable (a)	₱337,794,538	₱55,988,776	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Parent Company Rental income/receivable (a)	₱273,467,314	₱24,705,426		

(Forward)



2023				
	Amount/ Volume	Receivable (Payable)	Terms	Conditions
Parent Company Related party receivable (Note 7)	₱254,250,733	₱21,294,390	Noninterest bearing; due and demandable	Unsecured; no impairment
Parent Company Rent expense (Note 18)	₱211,722,256	(₱61,418,021)	Noninterest bearing; due and demandable	Unsecured; no impairment
Under common control of Parent Company Management fees/accounts payable (b)	₱477,127,309	(₱149,189,091)	Noninterest bearing; due and demandable	Unsecured
Under common control of Ultimate Parent Company Cash in bank (Note 6)	₱475,627,770	₱—	Noninterest bearing	Unsecured; no impairment
Short-term investments (Note 6)	1,250,000,000	—		
Interest Income	48,061,459	2,808,338		
2022				
	Amount/ Volume	Receivable (Payable)	Terms	Conditions
Ultimate Parent Company Rental income/receivable (a)	₱39,921,238	₱14,740,199	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Under common control of Ultimate Parent Company Rental income/receivable (a)	₱410,559,580	₱119,563,231	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Parent Company Rental income/receivable (a)	₱288,223,662	₱17,143,605	Three to five-year lease terms at prevailing market lease rates; renewable at the end of lease term	Unsecured; no impairment
Parent Company Related party receivable (Note 7)	₱196,722,354	₱298,181,740	Noninterest bearing; due and demandable	Unsecured; no impairment
Parent Company Rent expense/payable (Note 18)	₱211,722,256	(₱61,418,021)	Noninterest bearing; due and demandable	Unsecured
Under common control of Parent Company Management fees/accounts payable (b)	₱455,237,379	(₱126,932,924)	Noninterest bearing; due and demandable	Unsecured
Under common control of Ultimate Parent Company Cash in Bank (Note 6)	₱414,409,684	₱—	Interest Bearing	Unsecured; no impairment
Short-term investments (Note 6)	600,000,000	—		
Interest Income	14,059,314	4,020,713		

Significant transactions with related parties are as follows:

(a) *Rental income*

In 2024, 2023 and 2022, the revenue generated from related party lessees amounted to ₱881.87 million, ₱652.94 million and ₱738.70 million, respectively.



The lease term generally ranges three (3) to five (5) years and the lease rates are based on prevailing market lease rates.

(b) Management fees

Management fees pertain to the amounts billed by RPMI and RFMI, entities both under common control of the Parent Company, pursuant to the Management Agreements entered into by the Company with RLC.

RPMI handles the property management functions of the Company starting September 14, 2021, in exchange for a fee equivalent to 3.00% of gross rental income for the year plus 2.00% of earnings before interest, taxes, depreciation, and amortization (EBITDA) before deduction of fees payable to Fund Manager and the Property Manager, provided that such fee shall not exceed 1.00% of the net asset value of the properties being managed. Fee is exclusive of VAT and is subjected for review every 5 years.

RFMI handles the fund management functions of the Company starting September 14, 2021, in exchange for a fee computed based on 0.10% of deposited property value and fair value of leasehold assets for the year plus 3.50% of EBITDA before deduction of fees payable to the Fund Manager and the Property Manager for the year plus 1.00% of acquisition price for every acquisition made plus 0.50% of the selling price for every property divested. Fee is exclusive of VAT and is subjected to review every 5 years.

The Company recognized management fees amounting to ₱689.30 million, ₱477.13 million and ₱455.24 million in 2024, 2023 and 2022, respectively.

Terms and Conditions of Transactions with Related Parties

Unless otherwise indicated, outstanding balances at yearend are unsecured and noninterest-bearing. There have been no guarantees provided or received for any related party receivables or payables. The Company has not recognized any impairment losses on amounts receivables from related parties for the years ended December 31, 2024 and 2023. This assessment is undertaken each financial period through a review of the financial position and operating cash flows of the related party and the market in which the related party operates.

There are no arrangements between the Company and any of its directors and key officers providing for benefits upon termination of employment.

14. Rental Income and Income from Dues

Rental income

This account consists of rental income in 2024, 2023 and 2022:

	2024	2023	2022
Office, retail and parking spaces	₱6,539,089,320	₱4,503,119,569	₱4,464,931,966
Amortization of deferred credits (Note 11)	70,934,642	41,043,056	29,073,322
	₱6,610,023,962	₱4,544,162,625	₱4,494,005,288

Rental income from office, retail and parking includes income from the straight-line method of recognizing rental income amounting to ₱210.34 million in 2024, ₱119.84 million in 2023 and ₱168.92 million in 2022.



The Company granted rent concessions to its tenants who were affected by the community quarantine imposed by the government amounting to ₱8.64 million in 2022 and nil in 2024 and 2023. The rent concession in 2022 did not qualify as lease modifications, thus, were accounted for as variable lease payments and reported as reduction of lease income in 2022.

Income from dues

Income from dues pertains to recoveries from tenants for the usage of common areas, air-conditioning services. This is presented gross of related costs and expenses.

Set out below is the disaggregation of the Company's revenue from income from dues or non-lease component in 2024, 2023 and 2022:

	2024	2023	2022
Income from dues:			
CUSA	₱1,202,551,442	₱847,879,995	₱847,056,724
Air-conditioning	249,322,816	34,445,238	30,599,732
	₱1,451,874,258	₱882,325,233	₱877,656,456

15. Income from Dues - Net

Income from dues - net pertain to CUSA and air-conditioning services of the Condominium Units where the Company determined that it is acting as an agent for these services (see Note 5). This account consists of the following in 2024, 2023, and 2022:

	2024	2023	2022
Dues	₱158,011,096	₱161,065,931	₱139,388,478
Less direct costs	(100,933,182)	(105,508,266)	(75,065,194)
	₱57,077,914	₱55,557,665	₱64,323,284

16. Other Income

This account primarily consists of miscellaneous income earned from forfeitures and penalties charged to tenants for late payments and interest income. Other income amounted to ₱176.22 million in 2024, ₱89.97 million in 2023 and ₱42.63 million in 2022.

17. Costs and Expenses

Direct Operating Costs

This account consists of the following in 2024, 2023, and 2022:

	2024	2023	2022
Management fees (Notes 10 and 13)	₱689,295,963	₱477,127,309	₱455,237,379
Contracted services	275,070,172	76,511,555	74,918,403
Utilities - net (Note 5)	178,371,800	12,306,713	12,458,511
Repairs and maintenance	148,511,352	86,578,321	86,586,448
Accretion of interest expense (Note 11)	65,771,151	39,941,818	27,828,453
Depreciation (Note 9)	42,117,028	29,351,882	29,351,882
	₱1,399,137,466	₱721,817,598	₱686,381,076



Utilities - net pertains to net recoveries from tenants for the usage of light, water, diesel and other charges. Set out below is the disaggregation of the Company's utility dues billed to tenants in 2024, 2023 and 2022:

	2024	2023	2022
Utility dues:			
Light	₱907,837,306	₱612,096,512	₱752,632,061
Water	74,412,474	31,542,668	18,742,980
Diesel and other charges	—	1,893,396	504,804
Costs:			
Light	(1,056,926,035)	(614,611,320)	(760,065,588)
Water	(93,906,225)	(36,827,919)	(21,777,877)
Diesel and other charges	(9,789,320)	(6,400,050)	(2,494,891)
	(₱178,371,800)	(₱12,306,713)	(₱12,458,511)

General and Administrative Expenses

This account consists of:

	2024	2023	2022
Rent expense (Note 18)	₱353,824,795	₱225,535,182	₱211,722,256
Taxes and licenses	188,789,186	106,077,702	101,772,789
Insurance expense	53,766,446	22,874,820	23,825,740
Filing fees – share swap (Note 12)	33,915,960	—	—
Supplies expense	21,154,118	5,781,457	3,575,026
Advertising and promotions	15,945,711	66,964	1,791,369
Professional fees	7,804,393	4,255,576	4,537,939
Communication	1,609,241	386,769	359,032
Others	33,743,509	20,803,186	25,598,107
	₱710,553,359	₱385,781,656	₱373,182,258

Others pertain to travel and transportation, bank charges, representation and entertainment, garbage fees and other expenses which are individually not material.

18. Lease Commitments and Contingencies

The Company as lessor - operating lease

The Company has entered into commercial property leases on its investment property portfolio. These noncancelable leases have remaining noncancelable lease terms of between one (1) and 10 years. All leases include a clause that enables upward revision of the rental charge on an annual basis based on prevailing market conditions.

The future minimum rentals receivable under noncancelable operating leases in 2024 and 2023 follows:

	2024	2023
Within one year	₱4,937,164,085	₱3,881,559,670
After one year but not more than five years	9,410,765,716	7,591,005,588
More than five years	1,867,938,589	2,241,484,547
	₱16,215,868,390	₱13,714,049,805



Total rent income amounted to ₱6,610.02 million in 2024, ₱4,544.16 million in 2023 and ₱4,494.01 million in 2022 (see Note 14).

The Company as lessee - operating lease

Building and Land Lease Agreements with RLC

On July 16, 2021, the Company entered into long-term building lease agreements with RLC for the lease of the Robinsons Cybergate 1 and Robinsons Cybergate 2 and long-term land lease agreements for the lease of land where Cyberscape Alpha, Cyberscape Beta, Tera Tower, Exxa-Zeta Tower, Robinsons Cybergate Cebu, Robinsons Galleria Cebu, Robinsons Place Luisita 1, Cybergate Naga and Cybergate Delta 1 are situated. These lease agreements are effective starting August 2, 2021 with lease terms up to ninety-nine (99) years and monthly rental fee equivalent to seven percent (7%) of the monthly rental income of the aforementioned properties.

On March 8, 2022, the Company entered into long-term land lease agreement with RLC for the lease of land where Cybergate Bacolod 1 is situated with monthly rental fee equivalent fee to seven percent (7%) of the monthly rental income. Its lease term is fifty (50) years and may be renewed for a term of twenty five (25) years upon terms and conditions mutually acceptable to both parties.

On April 20, 2022, the Company entered into long-term land lease agreement with RLC for the lease of land where Cyberscape Gamma is situated with monthly rental fee equivalent fee to seven percent (7%) of the monthly rental income. Its lease term is fifty (50) years and may be renewed for a term of twenty five (25) years upon terms and conditions mutually acceptable to both parties.

On July 16, 2024, the Company entered into long-term land lease agreements for the lease of land where Giga Tower, Cybergate Delta 2, Robinsons Lipa, Robinsons Novaliches, Robinsons Ormoc, Robinsons Palawan, Robinsons Cabanatuan, Robinsons Luisita, Robinsons Los Banos, Robinsons Imus, Cybergate Davao, and Robinsons Sta. Rosa are situated. These lease agreements are subject to a monthly rental fee equivalent to seven percent (7%) of the monthly rental income of the aforementioned properties with lease term of fifty (50) years and may be renewed for a term of twenty five (25) years upon terms and conditions mutually acceptable to both parties.

Land Lease Agreement with BCDA and TIMEX

Simultaneous with the execution of Comprehensive Deed of Assignment (see Note 1), RLC assigned to the Company its rights, interests and obligations as a lessee including prepaid rent under the 25-year opening lease agreement it entered into with Bases Conversion and Development Authority (BCDA) in 2014 for a long-term lease of approximately 5,000 sqm parcel of land along Lawton Avenue, Bonifacio South, Taguig City where Cyber Sigma is currently located. The lease is payable at a fixed yearly rent of ₱50.00 million, subject to 3% annual escalation rate.

On August 2, 2021, RLC also transferred to the Company the remaining prepaid rent related to this lease agreement amounting to ₱302.42 million. Lease payment will commence in March 2031.

On July 16, 2024, RLC transferred, assigned, and conveyed unto the Company all of its rights and obligations as a lessee for the lease of a portion of parcel of land owned by Timber Exports, Inc. (TIMEX) located at Ortigas Ave. Extension, Brgy. Sto. Domingo, Cainta, Rizal with an aggregate area of 19,522 sqm where Robinsons Cainta is currently located. The lease will end on December 2, 2053.



The rollforward analysis of lease liability in 2024 and 2023 follows:

	2024	2023
Balance at beginning of year	₱267,416,159	₱257,365,719
Additions (Note 24)	501,751,546	—
Payments	(24,433,363)	—
Interest expense on lease liability	34,732,003	10,050,440
Balance at end of year	₱779,466,345	₱267,416,159

The following are the amounts recognized in the statements of comprehensive income in 2024, 2023 and 2022 from the above lease agreements as lessee:

	2024	2023	2022
Depreciation of right-of-use asset (Notes 9 and 17)	₱42,117,028	₱29,351,882	₱29,351,882
Accretion of interest expense on lease liability	34,732,003	10,050,440	9,724,913
Total amounts recognized in the statements of comprehensive income	₱76,849,031	₱39,402,322	₱39,076,795

The undiscounted lease payments to be paid are as follows:

	2024	2023
Within 1 year	₱32,894,465	₱—
After 1 year but not more than 5 years	135,098,253	—
After more than 5 years	1,439,651,682	412,040,474
	₱1,607,644,400	₱412,040,474

19. Income Tax

For the years ended December 31, 2024, 2023 and 2022, the provision for income tax represents final tax on interest income.

As of December 31, 2024, 2023 and 2022, the reconciliation of the income tax computed at the statutory rate to provision for income tax follows:

	2024	2023	2022
Provision for (benefit from) income tax at statutory income tax rate	₱4,252,848,378	₱2,868,163,739	(₱1,391,618,820)
Additions to (reductions in) income tax resulting from:			
Deductible dividends	(1,426,843,688)	(1,049,617,749)	(1,004,711,901)
Deductible expenses	(200,146,886)	(142,596,485)	(137,344,127)
Movements in unrecognized deferred tax assets	(2,585,305,157)	(1,663,568,831)	2,539,445,406
Nontaxable income	(17,733,660)	(10,260,764)	(7,268,330)
Nondeductible interest expense	16,442,788	9,895,455	6,957,113
Interest income subject to final tax	(5,358,573)	(2,403,073)	(702,965)
Stock issuance costs	(12,469,103)	—	(1,944,518)
	₱21,434,099	₱9,612,292	₱2,811,858



RCR being a REIT entity is entitled to the deductibility of dividend distribution from its taxable income, provided it complies with the requirements under R.A. No. 9856 and IRR of R.A. No. 9856 (see note 4).

As of December 31, 2024 and 2023, the Company did not recognize deferred tax assets amounting to ₱414.79 million and ₱227.48 million, respectively, since management believes that sufficient taxable income will not be available to allow the carryforward benefits of deferred tax assets to be utilized.

The components of unrecognized deferred tax assets follow:

	2024	2023
Lease liability	₱779,466,345	₱267,416,160
Unearned rental income	255,627,736	226,825,712
NOLCO	624,086,089	415,681,509

Bayanihan to Recover As One Act

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(bbbb) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

Year Incurred	Availment Period	Amount	NOLCO Applied Previous Year/s	NOLCO Expired	NOLCO Applied Current Year	NOLCO Unapplied
2024	2025-2027	₱624,086,089	₱–	₱–	₱–	₱624,086,089
2023	2024-2026	415,681,509	–	–	–	₱415,681,509
2022	2023-2025	266,532,682	–	–	–	266,532,682
2021	2022-2026	429,120,423	–	–	–	429,120,423
2020	2021-2025	18,950	–	–	–	18,950
		₱1,735,439,653	₱–	₱–	–	₱1,735,439,653

20. Financial Assets and Liabilities

Fair Value Information

Except for the Company’s security deposits, which are disclosed below, the carrying values of the other financial instruments of the Company approximate their fair values due to the short-term nature of the transactions.

	December 31, 2024	
	Carrying value	Fair value
Security Deposits from Lessees	₱1,775,385,558	₱1,576,884,290
	December 31, 2023	
	Carrying value	Fair value
Security Deposits from Lessees	₱1,061,588,156	₱966,212,639

Fair Value Hierarchy

As of December 31, 2024 and 2023, the Company has no financial instrument measured at fair value. In 2024 and 2023, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurement.

The fair value of the Company’s security deposits is categorized under Level 3 in the fair value hierarchy.



The significant unobservable inputs used in the fair value measurements categorized within Level 3 of the fair value hierarchy as of December 31, 2024 and 2023 are shown below:

	Valuation technique	Significant unobservable inputs	Range	Sensitivity of the input to fair value
Security deposits	DCF method	Discount rate	2023: 8.70% 2024: 8.62%	Increase (decrease) in the discount would decrease (increase) the fair value

Financial Risk Management Objectives and Policies

The Company's principal financial instruments comprise of cash, receivables, accounts and other payables and security deposits which arise directly from the conduct of its operations. The main risks arising from the use of financial instruments are liquidity risk and credit risk.

The Company reviews policies for managing each of these risks. The Company monitors market price risk from all financial instruments and regularly reports financial management activities and the results of these activities to the BOD.

Exposure to credit, interest rate and liquidity risks arise in the normal course of the Company's business activities. The main objectives of the Company's financial risk management follow:

- to identify and monitor such risks on an ongoing basis;
- to minimize and mitigate such risks; and
- to provide a degree of certainty about costs.

The Company's finance and treasury functions operate as a centralized service for managing financial risks and activities as well as providing optimum investment yield and cost-efficient funding for the Company.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company's credit risks are primarily attributable to cash, receivables and other financial assets. To manage credit risks, the Company maintains defined credit policies and monitors on a continuous basis its exposure to credit risks.

Credit risk arising from rental income from leased properties is primarily managed through a tenant selection process. In accordance with the provisions of the lease contracts, the lessees are required to deposit with the Company security deposits and advance rentals which help reduce the Company's credit risk exposure in case of default by the tenants. For existing tenants, the Company has put in place a monitoring and follow-up system. Receivables are aged and analyzed on a continuous basis to minimize credit risk associated with these receivables. Regular meetings with tenants are also undertaken to provide opportunities for counseling and further assessment of financial capacity. Except for the trade receivables, the maximum exposure to credit risk of all financial assets is equal to their carrying amounts.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due of all customers as they have similar loss patterns. The security deposits are considered in the calculation of impairment as recoveries. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity. As of December 31, 2024 and 2023, 100% of the Company's trade receivables are covered by security deposits.



Trade receivables include receivables as a result of straight-line method amounting to ₱42.70 million and ₱27.04 million as of December 31, 2024 and 2023, respectively. ECL related to trade receivables is minimal given its low credit risk and are generally covered by security deposits which significantly helps in the reduction of exposure to credit risk. No provision for ECL was provided in 2024, 2023 and 2022.

As of December 31, 2024 and 2023, the ECL relating to cash in bank is minimal as this is considered as low credit risk.

The Company did not provide any allowance for credit loss relating to receivables from related parties since there is no history of default in payments. This assessment is undertaken each financial year through examining the financial position and operating cash flows of the related parties and the markets in which the related parties operate.

The Company's maximum exposure to credit risk as of December 31, 2024 and 2023 is equal to the carrying values of its financial assets, except for 'Trade receivables' under 'Receivables' in the statements of financial position. Details follow:

	December 31, 2024			
	Gross maximum exposure	Fair value of collateral or credit enhancement	Net exposure	Financial effect of collateral or credit enhancement
Cash and cash equivalents*	₱3,293,552,720	₱—	₱3,293,552,720	₱—
Receivables				
Trade receivables	668,555,693	1,576,884,290	—	1,576,884,290
Receivable from a related party	658,188,488	—	—	—
Other receivables	14,421,971	—	14,421,971	—
	₱4,634,718,872	₱1,576,884,290	₱3,307,974,691	₱1,576,884,290

	December 31, 2023			
	Gross maximum exposure	Fair value of collateral or credit enhancement	Net exposure	Financial effect of collateral or credit enhancement
Cash and cash equivalents*	₱1,788,697,232	₱—	₱1,788,697,232	₱—
Receivables				
Trade receivables	287,072,470	966,212,639	—	966,212,639
Receivable from a related party	24,705,426	—	24,705,426	—
Other receivables	4,784,185	—	4,784,185	—
	₱2,105,259,313	₱966,212,639	₱1,818,186,843	₱966,212,639

*Excluding cash on hand.

The credit quality of the financial assets was determined as follows:

Receivables – high grade pertains to receivables from counterparties with no default in payment; medium grade pertains to receivables from counterparties with up to three (3) defaults in payment; and low grade pertains to receivables from counterparties with more than three (3) defaults in payment.

Liquidity risk

The Company actively manages its liquidity position so as to ensure that all operating, investing and financing needs are met. The Company's policy is to maintain a level of cash deemed sufficient to fund its monthly cash requirements, at least for the next two months. Capital expenditures are funded through internally generated funds, while working capital requirements are sufficiently funded through cash collections.



Through scenario analysis and contingency planning, the Company also assesses its ability to withstand both temporary and longer-term disruptions relative to its capacity to finance its activities and commitments in a timely manner and at reasonable cost.

The tables below summarize the maturity profile of the Company's financial assets and financial liabilities based on contractual undiscounted payments:

	December 31, 2024			Total
	< 1 year	1 to 5 years	> 5 years	
Financial assets				
Cash and cash equivalents*	₱3,293,552,720	₱—	₱—	₱3,293,552,720
Receivables				
Trade receivables	668,555,693	—	—	668,555,693
Receivable from a related party	658,188,488	—	—	658,188,488
Other receivables	14,421,971	—	—	14,421,971
	₱4,634,718,872	₱—	₱—	₱4,634,718,872
Financial liabilities				
Accounts and other payables				
Accounts payable	₱412,477,025	₱—	₱—	₱412,477,025
Accrued expenses	1,421,660,838	—	—	1,421,660,838
Deposits from lessees	174,358,114	1,914,280,573	88,767,264	2,177,405,951
Lease liability	496,075	6,618,719	772,351,551	779,466,345
	₱2,008,992,052	₱1,920,899,292	₱861,118,815	₱4,791,010,159

	December 31, 2023			Total
	< 1 year	1 to 5 years	> 5 years	
Financial assets				
Cash and cash equivalents*	₱1,788,697,232	₱—	₱—	₱1,788,697,232
Receivables				
Trade receivables	287,072,470	—	—	287,072,470
Receivable from a related party	24,705,426	—	—	24,705,426
Other receivables	4,784,185	—	—	4,784,185
	₱2,105,259,313	₱—	₱—	₱2,105,259,313

Financial liabilities				
Accounts and other payables				
Accounts payable	₱254,665,708	₱—	₱—	₱254,665,708
Accrued expenses	578,092,520	—	—	578,092,520
Deposits from lessees	527,465,685	727,128,994	131,843,059	1,386,437,738
Lease liability	—	—	267,416,159	267,416,159
	₱1,360,223,913	₱727,128,994	₱399,259,218	₱2,486,612,125

*Excluding cash on hand.

21. Earnings (Loss) Per Share (EPS)

The Company's earnings (loss) per share for the years ended December 31, 2024, 2023 and 2022 were computed as follows:

	2024	2023	2022
Net income (loss)	₱16,989,959,414	₱11,463,042,665	(₱5,569,287,139)
Weighted average number of common shares	12,134,275,676	10,726,804,330	10,245,203,201
Basic/Diluted earnings (loss) per share	₱1.400	₱1.069	(₱0.544)

There were no potential dilutive common shares in 2024, 2023 and 2022.



22. Segment Reporting

The business segment is determined as the primary segment reporting format as the Company's risks and rates of return are affected predominantly by each operating segment.

Management monitors the operating results of its operating segments separately for the purpose of making decision about resource allocation and performance assessment. The Company evaluates performance based on earnings before interest, income tax, depreciation and other income (losses) (EBITDA).

The financial information on the operations of these business segments as shown below are based on the measurement principles that are similar with those used in measuring the assets, liabilities, income and expenses in the financial statements which is in accordance with PFRS Accounting Standards except for EBITDA.

Costs and expenses exclude interest, taxes and amortization.

The Company derives its revenue from the following reportable units:

RCR Offices – leases and manages office spaces all over the Philippines.

RCR Malls – leases and manages lifestyle centers all over the Philippines.

The financial information about the operations of these business segments is summarized as follows:

	2024		
	RCR Offices	RCR Malls	RCR Total
Revenue			
Segment revenue:			
Rental income	₱5,062,202,610	₱1,547,821,352	₱6,610,023,962
Income from dues	973,302,017	478,572,241	1,451,874,258
Income from dues-net	57,077,914	–	57,077,914
	6,092,582,541	2,026,393,593	8,118,976,134
Fair Value Change in Investment			
Properties	4,090,035,873	6,770,583,070	10,860,618,943
Other income	165,888,194	10,333,070	176,221,264
	10,348,506,608	8,807,309,733	19,155,816,341
Costs and expenses			
Segment costs and expenses	1,313,898,425	830,524,403	2,144,422,828
Income Before Income Tax	₱9,034,608,183	₱7,976,785,330	₱17,011,393,513
Assets and Liabilities			
Segment assets	₱77,598,164,602	₱36,941,857,621	₱114,540,022,223
Segment Liabilities	₱2,918,458,177	₱2,210,179,513	₱5,128,637,690
Cash flows from:			
Operating activities	₱4,914,770,131	₱2,032,301,420	₱6,947,071,551
Investing activities	(220,725,322)	(127,513)	(220,852,835)
Financing activities	(5,182,730,883)	(38,588,103)	(5,221,318,986)
	2023		
	RCR Offices	RCR Malls	RCR Total
Revenue			
Segment revenue:			
Rental income	₱4,544,162,625	₱–	₱4,544,162,625
Income from dues	882,325,233	–	882,325,233
Income from dues-net	55,557,665	–	55,557,665
	5,482,045,523	–	5,482,045,523



2023			
	RCR Offices	RCR Malls	RCR Total
Fair Value Change in Investment			
Properties	7,018,288,875	—	7,018,288,875
Other income	89,970,253	—	89,970,253
	12,590,304,651	—	12,590,304,651
Costs and expenses			
Segment costs and expenses	1,117,649,694	—	1,117,649,694
Income Before Income Tax	₱11,472,654,957	₱—	₱11,472,654,957
Assets and Liabilities			
Segment assets	₱66,298,057,715	₱—	₱66,298,057,715
Segment Liabilities	₱2,571,273,610	₱—	₱2,571,273,610
Cash flows from:			
Operating activities	₱5,071,554,044	₱—	₱5,071,554,044
Investing activities	(103,274,227)	—	(103,274,227)
Financing activities	(4,194,180,274)	—	(4,194,180,274)
2022			
	RCR Offices	RCR Malls	RCR Total
Revenue			
Segment revenue:			
Rental income	₱4,494,005,288	₱—	₱4,494,005,288
Income from dues	877,656,456	—	877,656,456
Income from dues-net	64,323,284	—	64,323,284
	5,435,985,028	—	5,435,985,028
Fair Value Change in Investment			
Properties	(9,975,805,209)	—	(9,975,805,209)
Other income	42,633,147	—	42,633,147
	(4,497,187,034)	—	(4,497,187,034)
Costs and expenses			
Segment costs and expenses	1,069,288,247	—	1,069,288,247
Income Before Income Tax	(₱5,566,475,281)	₱—	(₱5,566,475,281)
Assets and Liabilities			
Segment assets	₱58,715,485,497	₱—	₱58,715,485,497
Segment Liabilities	₱2,257,563,783	₱—	₱2,257,563,783
Cash flows from:			
Operating activities	₱4,550,000,565	₱—	₱4,550,000,565
Investing activities	(1,013,548,049)	—	(1,013,548,049)
Financing activities	(3,894,997,311)	—	(3,894,997,311)

23. Registration with the Philippine Economic Zone Authority (PEZA)

All of the Company's properties are registered with PEZA as a pioneer enterprise under the Section 6 of Republic Act No. 7916, otherwise known as 'The Special Economic Zone Act of 1995, as amended, its Implementing Rules and Regulations'. Under the terms of its registration, the Company shall be entitled to PEZA incentives. See details below:

Name	Start Date	PEZA Board Resolution No.	Property	Location	Designation
Cyberscape Alpha	January 4, 2013	Nos. 00-411 dated December 29, 2000 and 11-665 dated November 25, 2011	A building with seven basement levels and a roof dec with an aggregate GLA of 49,902 sqm	Sapphire and Garnet Roads, Ortigas Center, Pasig City	Information Technology (IT) Center
Cyberscape Beta	November 22, 2012	No. 11-624 dated November 8, 2011	An area of 1,955 square meters, more or less (a portion of Lot 2-C)	Topaz and Ruby Roads, Ortigas Center, Pasig City	IT Center



Name	Start Date	PEZA Board Resolution No.	Property	Location	Designation
Tera, Exxa-Zeta, and Giga Towers (Bridgetowne)	June 26, 2015	Nos. 00-411 dated December 29, 2000 and 13-182 dated March 22, 2013	Several parcels of land located with an aggregate area of 79,222 square meters as IT Park, to be known as Bridgetown	C-5 Road, Ugong Norte, Quezon City	IT Park
Robinsons Cybergate Cebu	October 28, 2009	Nos. 00-411 dated December 29, 2000 and 08-312 dated June 26, 2008	Land of 4,772 square meter, more or less	Don Gil Street, Barangay Capitol Site, Cebu City	IT Center
Robinsons Galleria Cebu	July 12, 2013	Nos. 00-411 dated December 29, 2000 and 12-001 dated January 17, 2012	A building with an area of 46,345 square meters, more or less	General Maxilom Avenue, Cebu City	IT Center
Robinsons Luisita	December 10, 2008	No. 08-183 dated March 31, 2008	A building with a gross floor area of 9,025 square meters, which stands on a 12,703 square meter lot and an additional 3-storey office building	McArthur Highway, San Miguel, Tarlac	IT Center
Robinsons Cybergate Naga	May 12, 2017	No. 15-715 dated December 17, 2015	A building which stands on a 24,807-square meter, more or less, lot	Naga Diversion Road corner Almeda Highway, Barangay Triangulo, Naga City	IT Center
Cybergate Delta 1 and Delta 2 (Robinsons Cyberpark Davao)	October 3, 2017	No. 16-377 dated June 28, 2016	12,022 square meters, more or less, of land	J.P. Laurel Avenue, Davao City	IT Park
Robinsons Summit Center	September 1, 2006	Nos. 00-411 dated December 29, 2000 and 04-387 dated November 22, 2004	A building which stands on two parcels of land with an aggregate area of 2,430 square meters, more or less	6783 Ayala Avenue, Salcedo Village, Barangay Bel-Air, Makati City	IT Center
Robinsons Equitable Tower	July 21, 2003	Nos. 00-411 dated December 29, 2000 and 03-129 dated May 28, 2003	A 2,832 square meters parcel of land with an existing 43-storey condominium office building	ADB Avenue corner Poveda Street, Pasig City	IT Zone
Cyber Sigma	December 16, 2016	No. 15-027 dated January 30, 2015	A building with a gross floor area of 79,124.33 square meters which stands on a parcel of land containing an aggregate area of 5,000 square meters more or less	Lawton Avenue, Bonifacio South, Taguig City	IT Center
Cybergate Bacolod	February 2, 2006	No. 00-262 dated August 17, 2003	A building with an aggregate GLA of 10,367 sqm	Araneta Singcang St., Barrio Tangub, National Road, Bacolod City, Negros Occidental	IT Park
Cyberscape Gamma	July 16, 2015	Nos. 00-411 dated December 29, 2000 and 15-377 dated January 16, 2015	A building with an aggregate GLA of 44,797 sqm	Topaz and Ruby Roads, Ortigas Center, Pasig City	IT Center



Name	Start Date	PEZA Board Resolution No.	Property	Location	Designation
Robinsons Cainta	October 28, 2005	No. 00-262 dated August 17, 2003	19,522 square meters of land, more or less	Ortigas Ave. Extension, Cainta Junction, Cainta, Rizal	IT Park
Robinsons Lipa	November 3, 2006	No. 00-262 dated August 17, 2003	65,399 square meters of land, more or less	JP Laurel Highway, Mataas na Lupa, Lipa City, Batangas	IT Park
Robinsons Luisita	December 10, 2008	No. 08-183 dated Mar 31, 2008	9,025 sqm of gross floor area, more or less	McArthur Highway, San Miguel, Tarlac	IT Center
Robinsons Cybergate Davao	October 3, 2017	No. 16-377 dated Jun 28, 2016	12,022 sqm of land, more or less	J.P. Laurel Avenue, Davao City	IT Park
Robinsons Place Sta. Rosa	February 7, 2008	No. 00-411 dated Dec 29, 2000 and No.06-545 dated Nov 28, 2006	37,382 sqm of gross floor area, more or less	Brgy Tagapo, Sta. Rosa, Laguna	IT Center
Robinsons Place Novaliches	December 7, 2004	No. 00-411 dated Dec 29, 2000 and No. 04-211 dated Jun 25, 2004	55,765 sqm of gross floor area, more or less	1199 Quirino Highway corner Maligaya Road, Barangay Pasong Putik, Novaliches, Quezon City	IT Center

24. Notes to Statements of Cash Flows

Noncash investing and financing activities pertain to the following:

2024

- Transfer of building and building improvements as a result of the Property-for-Share Swap executed between the Company and RLC amounting to ₱33,915.96 million;
- Issuance of shares of stock amounting to ₱33,915.96 million as a result of the Property-for-Share Swap executed between the Company and RLC;
- Impact of the fair value change in investment properties amounting to ₱11,071.65 million and straight line adjustment in rental income amounting to ₱194.68 million;
- Additions to investment properties that are unpaid as of December 31, 2024 amounting to ₱7.86 million;
- Recognition of ROU asset and lease liability amounting to ₱501.75 million;
- Amortization of ROU asset amounting to ₱42.12 million (Notes 9 and 18); and
- Accretion of lease liability amounting to ₱34.73 million (Note 18).

2023

- Impact of the fair value change in investment properties amounting to ₱7,135.40 million and straight line adjustment in rental income amounting to ₱111.05 million;
- Additions to investment properties that are unpaid as of December 31, 2023 amounting to ₱9.24 million;
- Amortization of ROU asset amounting to ₱29.35 million (Notes 9 and 18); and
- Accretion of lease liability amounting to ₱10.05 million (Note 18);



2022


- Transfer of building and building improvements as a result of the Property-for-Share Swap executed between the Company and RLC amounting to ₱5,888.00 million;
- Issuance of shares of stock amounting to ₱5,888.00 million as a result of the Property-for-Share Swap executed between the Company and RLC;
- Fair value change in investment properties amounting to ₱9,801.94 million and straight line adjustment in rental income amounting to ₱155.92 million;
- Amortization of ROU asset amounting to ₱29.35 million (Notes 9 and 18); and
- Accretion of lease liability amounting to ₱9.72 million (Note 18).


25. Events After Reporting Period

On February 6, 2025, the Company declared cash dividends for calendar year 2024 covering the period October 1 to December 31, 2024 at ₱0.1010 per outstanding common share, following the approval of the BOD in their regular meeting held on the same date. The cash dividends were paid on February 28, 2025 to stockholders of record as of February 20, 2025.





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