



CERTIFICATION

I, **KERWIN MAX S. TAN**, Treasurer of **RL COMMERCIAL REIT, INC.** (the "Corporation") with SEC Registration number 151309 and with principal office address at 25/F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City, hereby oath that:

1. On behalf of the Corporation. I have caused this SEC Form 17-C to be prepared;
2. I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
3. The Corporation will comply the requirements set forth in SEC Notice dated June 24, 2020 for the complete and official submission of reports and/or documents through electronic mail; and
4. I am fully aware that documents filed online which required pre-evaluation and/or processing fee shall be considered complete and officially received upon payment of a filing fee.

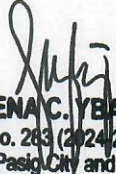
IN WITNESS WHEREOF, I have hereunto set my hands this SEP 05 2025 at Pasig City.


KERWIN MAX S. TAN
Treasurer

SUBSCRIBED AND SWORN to before me this SEP 05 2025 at Pasig City
affiant exhibiting to me his Passport No.  valid until 25 Feb 2031.

Doc. No. 511 ;
Page No. 104 ;
Book No. 1 ;
Series of 2025.




MARIE ATHENA C. YBAÑEZ
Appointment No. 283 (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
IBP Receipt No. 492738; 01.02.2025; Iloilo
MCLE Compliance No. VIII-003817; 04.14.2028

COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

(Business Address: No. Street City/Town/Province)

Kerwin Max S. Tan
Treasurer

(Contact Person)

09478518652

(Company Telephone Number)

1	2
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3	1
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Month *Day*
(Fiscal Year)

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(Form Type)

Any business day in May

Any business day in May

Month Day
(Annual Meeting)

Issuer of Securities under
SEC-BED Order No.125, Series of 1989; SEC-BED Order No.435, Series of 1989; SEC-BED Order No.523, Series of 1993; SEC-BED Order No.524 Series of 1993; SEC-BED Order No. 572, Series of 1995; SEC-BED Order No. 057, Series of 1997; and SEC-CFD Order No. 128, Series of 2006

(Secondary License
Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Cashier

Cashier

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SECURITIES AND EXCHANGE COMMISSION

SEC Form 17-C

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

1. **September 5, 2025**
(Date of Report)
2. SEC Identification No. **151309**
3. BIR TIN: **004-707-597-000**
4. **RL COMMERCIAL REIT, INC. (Formerly: Robinsons Realty and Management Corporation)**
(Exact name of issuer as specified in its charter)
5. **Metro Manila, Philippines**
(Province, country or other jurisdiction of incorporation)
6. (SEC Use Only)
Industry Classification Code:
7. **25F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Brgy. San Antonio, Ortigas Center, Pasig City**
(Address of principal office) **1605**
(Postal Code)
8. **(02) 8397-1888**
(Issuer's Tel. No., including area code)
9. **NA**
(Former name or former address, if changed since last report)
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA:

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	15,714,445,508

SEC FORM 17-C

RL Commercial REIT, Inc.

11. **Item 9. Other Matters**

Subject of the Disclosure

RL Commercial REIT, Inc. ("RCR") expands its portfolio through the infusion of Php30,674,860,000.00 worth of assets from Robinsons Land Corporation ("RLC") via Property-for-Share Swap.

Background/ Description of the Disclosure

On August 13, 2025, the fourth Property-for-Share Swap transaction of RCR with its Sponsor, RLC, was executed through the signing of a Deed of Assignment for the infusion of the following RLC mall assets (the "Properties"):

1. Robinsons Dasmariñas
2. Robinsons Starmills
3. Robinsons General Trias
4. Robinsons Cybergate Cebu
5. Robinsons Tacloban
6. Robinsons Malolos
7. Robinsons Santiago
8. Robinsons Magnolia
9. Robinsons Tuguegarao

The Properties will be exchanged for 3,834,357,500 common shares of RCR for a total transaction value of Php30,674,860,000.00. Appraisal reports on the Properties were prepared by Asian Appraisal Company, Inc. ("AACI"). Further, the valuation is supported by a third-party fairness opinion issued by FTI Consulting Philippines, Inc. ("FTI").

The transaction has been approved by the Board of Directors and stockholders of RCR and the Board of Directors of RL Fund Management, Inc., the Fund Manager of RCR, as well as the Related Party Transactions Committee of RCR. Furthermore, the transaction is subject to the approval of pertinent regulatory bodies, such as The Philippine Stock Exchange, Inc. ("PSE") and the Securities and Exchange Commission ("SEC").

Material Update or Status of the Transaction

Today, September 5, 2025, RCR received the Certificate of Approval of Valuation dated on the same date from the SEC for the Property-for-Share Swap certifying that the valuation of the Properties in the total amount of Php30,674,860,000.00 be applied as payment for the additional issuance of 3,834,357,500 common shares of RCR.

With the approval and upon issuance of new shares, RCR will have a total of 19,548,803,008 common shares issued and outstanding. The public ownership of RCR will be 34.22% of the enlarged total shares, which will still be higher than the Minimum Public Ownership (MPO) of one third ($1/3$) of the outstanding capital stock as mandated by the Real Estate Investment Trust Implementing Rules and Regulations. RCR shall file the relevant disclosures upon the actual issuance and booking of the 3,834,357,500 common shares of RCR under the name of RLC.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RL Commercial REIT, Inc.
(Registrant)

A handwritten signature in black ink, appearing to read 'Kerwin', written over a horizontal line.

Kerwin Max S. Tan
Treasurer
(Signature and Title)

September 5, 2025
(Date)