

RCREIT

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. **June 23, 2026**
(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, Pasig City**
(Address of principal office) **1605**
(Postal Code)
8. **(632) 8397-1888**
(Issuer's Tel. No., including area code)
9. **N/A**
(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	19,548,803,008

11. Item 9- Other Events

RCREIT

June 23, 2026

Securities and Exchange Commission
17/F SEC Headquarters, 7907 Makati Avenue
Barangay Bel-Air, Makati City

Attention: Atty. Oliver O. Leonardo
Director, Market and Securities Regulation

Philippine Stock Exchange, Inc.
6th Floor, PSE Tower, 28th street corner 5th Avenue
Bonifacio Global City, Taguig City

Attention: Atty. Johanne Daniel M. Negre
Officer-in-Charge, Disclosure Department

Gentlemen:

Please be informed that the Board of Directors ("Board") of RL Commercial REIT, Inc. ("RCR"), at its special meeting held today, June 23, 2026, approved the Property-for-share swap transaction between Robinsons Land Corporation ("RLC") and RCR ("Transaction").

The Transaction is comprised of six (6) mall assets totaling 160,269 square meters of gross leasable area, namely, Robinsons Dumaguete, Robinsons Tagaytay, Robinsons Iligan, Robinsons Galleria South, Robinson La Union, and Robinsons Naga.

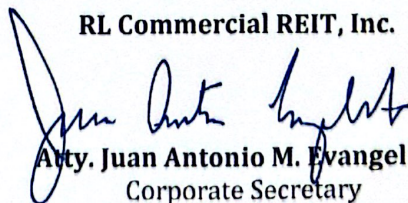
RLC will subscribe to 1,287,562,302 common shares of RCR at a price of ₱8.25 per share, equivalent to a total valuation of ₱10,622,389,000.00, as supported by a Securities and Exchange Commission/ Philippine Stock Exchange accredited appraiser and third-party fairness opinion.

The Transaction has been approved by the Board of Directors of RL Fund Management, Inc., the Fund Manager of RCR, and the Related Party Transaction Committee of RCR. The Transaction shall be subject to the approval of pertinent regulatory bodies, as applicable.

SIGNATURES

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.

June 23, 2026

RL Commercial REIT, Inc.

Atty. Juan Antonio M. Evangelista
Corporate Secretary

RCREIT

CERTIFICATION

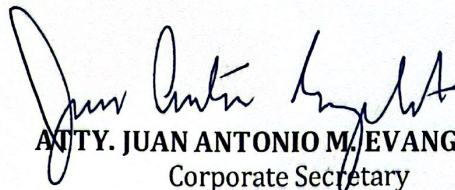
I, **ATTY. JUAN ANTONIO M. EVANGELISTA**, Corporate Secretary of RL Commercial REIT, Inc. (the "Corporation") with SEC registration number 151309 and with principal office address at 25F Robinsons Cyberscape Alpha, Sapphire and Garnet Roads, Ortigas Center, Pasig City, hereby state under oath that:

1. On behalf of the Corporation, I have caused the following to be prepared:

SEC Form 17-C - Material Information/Transactions

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 with 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 requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

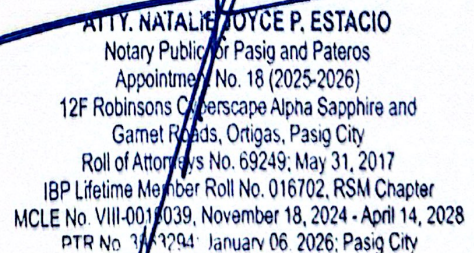
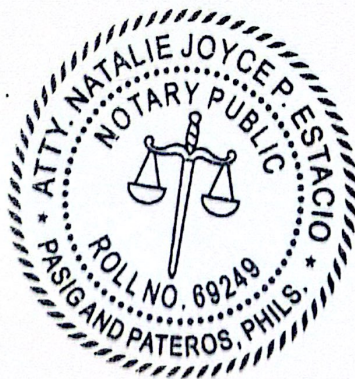
IN WITNESS WHEREOF, I have hereunto set my hand this 23rd day of June 2026 at the City of Pasig.



ATTY. JUAN ANTONIO M. EVANGELISTA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 23rd day of June 2026 at the City of Pasig affiant exhibiting to me his IBP Lifetime No. 12937.

Doc No. 479;
Page No. 97;
Book No. XIII;
Series of 2026.



ATTY. NATALIE JOYCE P. ESTACIO
Notary Public for Pasig and Pateros
Appointment No. 18 (2025-2026)
12F Robinsons Cyberscape Alpha Sapphire and
Garnet Roads, Ortigas, Pasig City
Roll of Attorneys No. 69249; May 31, 2017
IBP Lifetime Member Roll No. 016702, RSM Chapter
MCLE No. VIII-001-039, November 18, 2024 - April 14, 2028
PTR No. 34-1294; January 06 2026; Pasig City