

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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

ATTY. MA. LOURDES P. GATMAYTAN

Contact Person

8246-5902

Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

SEC FORM 20-IS

FORM TYPE

0	1
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Month

1	7
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Day

23

Special
Stockholders' Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings

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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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Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:
[] Preliminary Information Statement
[✓] Definitive Information Statement
2. Name of Registrant as specified in its charter: **BANK OF THE PHILIPPINE ISLANDS**
3. Province, country or other jurisdiction of incorporation or organization: **MANILA, PHILIPPINES**
4. SEC Identification Number: **PW-121**
5. BIR Tax Identification Code: **000-438-366-000**
6. Address of principal office: **Ayala North Exchange Tower 1, 6796 Ayala Ave. cor. Salcedo St., Legaspi Village, Makati City, Metro Manila**
Postal Code: **1229**
7. Registrant's telephone number, including area code: **(632) 8246-5902**
8. Date, time and place of the meeting of security holders:
Date: **January 17, 2023**
Time: **9:00 a.m.**
Place: **to be conducted virtually through
<http://www.ayalagroupshareholders.com/>**
9. Approximate date on which the Information Statement is first to be sent or given to security holders:
December 20, 2022
10. No proxy solicitation
11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA:
- | Title of Each Class | Number of Shares of Common Stock
Outstanding or Amount of Debt Outstanding
(as of 31 October 2022) |
|-----------------------------|--|
| <u>Common Shares</u> | <u>4,513,128,255</u> |
12. Are any or all of registrant's securities listed in a Stock Exchange?
Yes ☒ No ☐

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

Philippine Stock Exchange, Inc. - Common Shares



BPI IS NOT SOLICITING PROXIES FOR THE SPECIAL MEETING OF THE STOCKHOLDERS. PLEASE DO NOT SEND BPI MANAGEMENT YOUR PROXY

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, time and place of meeting of security holders.

- (a) Date : **January 17, 2023**
 Time : **9:00 a.m.**
 Place : **to be conducted virtually through**
 <http://www.ayalagroupshareholders.com/>

 Address
 of principal office: **Ayala North Exchange Tower 1, 6796 Ayala Ave. cor.
 Salcedo St., Legaspi Village, Makati City, Metro Manila,
 1229**
- (b) Approximate date on which the information statement is first to be sent or given to security holders: **December 20, 2022**

Item 2. Dissenters' Right of Appraisal

Under Title X of the Revised Corporation Code, shareholders dissenting from and voting against the following corporate actions may demand payment of the fair value of their shares as of the day prior to the date on which the vote was taken for such corporation action: (i) amendment to the Bank's articles and by-laws which has the effect of changing or restricting the rights of any shareholder or class of shares; or authorizing preferences in any respect superior to those of outstanding shares of any class; (ii) sale, lease, mortgage or other disposition of all or substantially all of the Bank's assets; (iii) merger or consolidation; (iv) investment of corporate funds in another corporation or business or for any purpose other than its primary purpose; and (v) extension or shortening of term of corporate existence.

The dissenting stockholder who votes against a proposed corporate action may exercise the right of appraisal by making a written demand on the corporation for the payment of the fair value of shares held within thirty (30) days from the date on which the vote was taken: Provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented, the corporation shall pay the stockholder, upon surrender of the certificate or certificates of stock representing the stockholder's shares, the fair value thereof as of the day before the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action. If, within sixty (60) days from the approval of the corporate action by the stockholders, the withdrawing stockholder and the corporation cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the corporation, and the third by the two (2) thus chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the corporation within thirty (30) days after such award is made: Provided, That no payment shall be made to any dissenting stockholder unless the corporation has unrestricted retained earnings in its books to cover such payment: Provided, further, That upon payment by the corporation of the agreed or awarded price, the stockholder shall forthwith transfer the shares to the corporation.

Pursuant to Section 15 of the Revised Corporation Code (Code), the articles of incorporation may be amended by a majority vote of the board of directors or trustees and the vote or written assent of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock, **without prejudice to the appraisal right of dissenting stockholders in accordance with the provisions of the Code.** Similarly, Section 76 of the Code provides that, the affirmative vote of stockholders representing at least two-

thirds (2/3) of the outstanding capital stock of each corporation in the case of stock corporations or at least two-thirds (2/3) of the members in the case of nonstock corporations shall be necessary for the approval of the plan of merger. **Any dissenting stockholder may exercise the right of appraisal in accordance with this Code.** Provided, That if after the approval by the stockholders of such plan, the board of directors decides to abandon the plan, the right of appraisal shall be extinguished.

Thus, the two matters to be taken up in the agenda for the special stockholders meeting i.e. amendments to the articles of incorporation of the Bank and the approval of the proposed merger of the Bank with Robinsons Bank, may trigger the exercise of any dissenting stockholder of his/her/it's right of appraisal.

Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

- (a) No current director or officer of the Bank has any substantial interest, direct, indirect, by security holdings, or otherwise, in any matter to be acted upon in the special stockholders meeting.
- (b) No director has informed the Bank of his/her opposition to any action to be taken up in the special stockholders meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

- | | |
|--|------------------------|
| (a) Class of Voting Securities | Common Shares |
| Number of Shares Outstanding as of October 31, 2022: | 4,513,128,255 |
| Number of Votes Entitled: | One (1) vote per share |

(b) Record Date

Stockholders of record as of December 01, 2022 are entitled to notice and to vote in the Special Stockholders' Meeting.

(c) Manner of Voting

Article IV of the Amended By-Laws of the Bank states, in part, that:

x x

A holder of at least one (1) share of stock of the Bank shall have the right to be present and to vote, in every stockholder's meeting, either in person or by proxy; Provided that if the stockholder is represented by proxy, the stockholder shall be limited to a single proxy at any one time but he may name alternate proxies. A proxy may be made in favor only of a person who is sui juris, and to be acceptable, for the purpose of the Bank, the signature of the stockholder executing it must be attested by two (2) subscribing witnesses. The proxy shall be filed with the Secretary of the Bank at least ten (10) Days before the meeting, and shall be valid until revoked. At all stockholders' meeting, voting shall be by shares and not "per capita.

x x x

In accordance with Section 57 of the Revised Corporation Code, which allows the stockholders of corporations to vote through remote communication or *in absentia* by stockholders, on November 16, 2022, the Board of Directors of the Bank authorized voting through remote communication or *in absentia* during the Special Stockholders Meeting. The requirements and procedures for electronic voting *in absentia* or via absentee ballot are provided in Annex A and the Bank's website.

The deadline for submission of proxy forms is on January 6, 2023.

(d) **Security Ownership of Certain Record and Beneficial Owners and Management**

- i. Security Ownership of Certain Record and Beneficial Owners of more than 5% as of 31 October 2022

Title of Class	Name/Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	No. of Shares	Percent of Holdings
Common	PCD Nominee Corporation¹ - Non-Filipino - Filipino 37/F Tower 1, The Enterprise Center 6766 Ayala Avenue corner Paseo de Roxas, Makati City	PCD Participants acting for themselves or for their customers	Various Filipino	865,424,598 802,361,154 1,667,785,752	19.1757% 17.7784% 36.9541%
Common	Ayala Corporation² 33 rd Floor Ayala Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City Stockholder	Ayala Corporation ³	Filipino	1,390,531,096	30.8108%
Common	Liontide Holdings, Inc.⁴ 33 rd Floor Ayala Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City Stockholder	Liontide Holdings, Inc. ⁵	Filipino	904,194,682	20.0348%
Common	Roman Catholic Archbishop of Manila 121 Arzobispo St., Intramuros Manila Stockholder	Roman Catholic Archbishop of Manila ⁶	Filipino	327,904,251	7.2656%

- ii. **Security Ownership of Directors and Management as of 31 October 2022**

Title of Class	Name of Beneficial Owner	Position	No. of Shares	Nature of Ownership	Citizenship	% of Holdings
Common	Jaime Augusto Zobel de Ayala	Chairman	9,628	Direct	Filipino	0.000%
Common	Jose Teodoro K. Limcaoco	Director & President	291,416	Direct/ Indirect	Filipino	0.006%
Common	Janet Guat Har Ang	Director	10	Direct	Singaporean	0.000%
Common	René G. Bañez	Director	10	Direct	Filipino	0.000%
Common	Romeo L. Bernardo	Director	12	Direct	Filipino	0.000%
Common	Ignacio R. Bunye	Director	133,452	Direct	Filipino	0.003%
Common	Cezar P. Consing	Director	2,834,093	Direct	Filipino	0.063%

¹ PCD Nominee Corporation (PCD), Non-Filipino and Filipino, is the registered owner of the shares beneficially owned by its participants. The Board of Directors of each participant generally has the power to decide on how shares are to be voted. Out of the 1,667,785,752 common shares registered in the name of PCD, 482,613,888 shares (or 10.6936% of the total outstanding shares), 379,173,887 shares (or 8.4016% of the total outstanding shares), and 366,937,927 shares (or 8.1305% of the total outstanding shares) are for the accounts of The Hongkong and Shanghai Banking Corporation, Standard Chartered Bank, and Citibank N.A., respectively.

² Mermac, Inc. owns 47.9091% of common shares and 57.3043% of total voting shares, while Mitsubishi Corporation owns 6.1007% of common shares and 6.9973% of total voting shares, respectively, of the outstanding shares of Ayala Corporation (AC).

³ The Board of Directors of AC has the power to decide how AC's shares in BPI are to be voted.

⁴ AC owns 84.16% of the outstanding shares of Liontide Holdings, Inc. (formerly Ayala DBS Holdings, Inc.), which translates to 78.07% effective ownership.

⁵ The Board of Directors of Liontide Holdings, Inc. ("Liontide") has the power to decide how Liontide's shares in BPI are to be voted.

⁶ The Archbishop of Manila has the power to decide how the Roman Catholic Archbishop of Manila's shares in BPI are to be voted.

Title of Class	Name of Beneficial Owner	Position	No. of Shares	Nature of Ownership	Citizenship	% of Holdings
Common	Ramon R. del Rosario, Jr.	Director	2,287	Direct	Filipino	0.000%
Common	Emmanuel S. De Dios	Director	10	Direct	Filipino	0.000%
Common	Octavio V. Espiritu	Director	1,105,110	Direct	Filipino	0.024%
Common	Aurelio R. Montinola III	Director	1,794,863	Direct	Filipino	0.040%
Common	Cesar V. Purisima	Director	10	Direct	Filipino	0.000%
Common	Jaime Z. Urquijo	Director	10	Direct	Filipino	0.000%
Common	Maria Dolores B. Yuvienco	Director	5,813	Direct	Filipino	0.000%
Common	Maria Cristina L. Go	EVP	26,892	Direct	Filipino	0.001%
Common	Ramon L. Jocson	EVP & COO	63,783	Direct	Filipino	0.001%
Common	Marie Josephine M. Ocampo	EVP	281,692	Direct	Filipino	0.006%
Common	Juan Carlos L. Syquia	EVP	8,982	Direct	Filipino	0.000%
Aggregate Shareholdings of Directors & Officers as a Group			6,558,073			0.145%

None of the members of the Bank's Board of Directors and Management owns 2.0% or more of the outstanding capital stock of the Bank.

iii. **Voting Trust Holders of 5% or More**

The Company knows of no persons holding more than 5% of common shares under a voting trust or similar agreement.

iv. **Changes in Control**

No change of control in the Bank has occurred since the beginning of its last fiscal year.

Item 5. Directors and Executive Officers

No action is to be taken with respect to the election of directors during the Special Stockholders' Meeting.

Item 6. Compensation of Directors and Executive Officers

Article V of the Bank's Amended By-Laws provides:

"Each director shall be entitled to receive from the Bank, pursuant to a resolution of the Board of Directors, fees and other compensation for his services as director. The Board of Directors shall have the sole authority to determine the amount, form and structure of the fees and other compensation of the directors. In no case shall the total yearly compensation of directors exceed one percent (1%) of the net income before income tax of the Bank during the preceding year.

The Personnel and Compensation Committee of the Bank shall have the responsibility for recommending to the Board of Directors the fees and other compensation for directors. In discharging this duty, the Committee shall be guided by the objective of ensuring that compensation should fairly pay directors for work required in a company of the Bank's size and scope."

Pursuant to the above provisions, the total compensation for 2021 for the members of the Board of Directors amounted to P81,000,000.00⁷. Directors who hold executive or management positions do not receive directors' fees or per diems. In accordance with the requirements of the Revised Corporation Code relating to an annual report of compensation of each director, the total compensation for 2021 for each non-executive and independent director is attached as Annex I.

No action is to be taken with regard the following matters during the Special Stockholders' Meeting:

- (a) the election of directors;
- (b) any bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as a director, or executive officer of the registrant will participate;
- (c) any pension or retirement plan in which any such person will participate; or
- (d) the granting or extension to any such person of any option/s, warrant/s or right/s to purchase any securities, other than warrants or rights issued to security holders as such, on a pro rata basis. However, if the solicitation is made on behalf of persons other than the registrant, the information required need be furnished only the nominees of the persons making the solicitation and associates of such nominees.

Item 7. Independent Public Accountants

The principal accountant of the Bank for the fiscal year 2022 is the accounting firm of Isla Lipana & Co.

No action shall be taken up relating to the election, approval or ratification of the Bank's accountant during the Special Stockholders' Meeting.

Item 8. Compensation Plans

No matter or action with respect to any compensation plan pursuant to which cash or non-cash compensation may be paid or distributed will be taken up during the Special Stockholders' Meeting.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities Other than for Exchange

If action is to be taken with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the registrant, furnish the following information:

- a. State the title and amount of securities to be authorized or issued.

BPI will issue to the RBC shareholders such number of common shares but not exceeding 318,912,309 and cause the amendment of its articles of incorporation for purposes of increasing its authorized capital stock to ensure that it has sufficient unissued capital stock to cover the common shares that BPI will issue to the RBC shareholders pursuant to the proposed merger.

- b. Furnish the information required by Part II paragraph (B) of "Annex C". If the terms of the securities cannot be stated or estimated with respect to any or all of the securities to be authorized because no offering thereof is contemplated in the proximate future, and if no further authorization by security holders for the issuance thereof is to be obtained, it should be stated that the terms of the securities to be authorized, including dividend or interest

⁷ Includes P25.7M for the year 2021 representing per diem of Directors at P70,000 per Board meeting and P30,000 per Committee meeting attended.

rates, conversion prices, voting rights, redemption prices, maturity dates and similar matters will be determined by the board of directors.

The common shares that will be issued pursuant to the proposed merger will have the same rights as the existing issued and outstanding common shares of BPI. There will be no pre-emptive rights for any common shares nor any preferred stock to be issued pursuant to the merger. No preferred stock will be issued pursuant to the merger.

- c. Describe briefly the transaction in which the securities are to be issued, including a statement as to
1. the nature and approximate amount of consideration received or to be received by the registrant, and
 2. the approximate amount devoted to each purpose so far as determinable for which the net proceeds have been or are to be used. If it is impractical to describe the transaction in which the securities are to be issued, state the reason, indicate the purpose of the authorization of the securities, and state whether further authorization for the issuance of the securities by a vote of security holders will be solicited prior to such issuance.

Please refer to item 12 below for the description of the transaction and the required details.

- d. If the securities are to be issued other than in a public offering for cash, state the reasons for the proposed authorization or issuance and the general effect thereof upon the rights of existing security holders.

Please refer to item 12 below.

- e. Furnish the information required by Item 11(a) of this Form.

If the matter to be acted upon is any of the following, the information required by Item 11(a) need not be furnished:

1. the authorization or issuance of common stock, other than in an exchange, merger, consolidation, acquisition or similar transaction; or
2. the authorization of preferred stock for issuance for cash in an amount constituting fair value.

The authorization or issuance of common stock is pursuant to a merger.

Item 10. Modification or Exchange of Securities

No matter or action to be taken up during the Special Stockholders' Meeting with respect to the modification of any class of the Company's securities or the issuance of authorization for issuance of one class of the Company's securities in exchange for outstanding securities of another class

Item 11. Financial and Other Information

No matter or action to be taken up during the Special Stockholders' Meeting with respect to Items 9 and 10.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

- a. Name, address and telephone number of the principal executive office

Bank of the Philippine Islands ("BPI") with a head office address of Ayala North Exchange Tower 1, 6796 Ayala Avenue cor. Salcedo St., Legaspi Village, Makati City and company telephone number of 8246-5902 (Corporate Secretary Office).

- b. A brief description of the general nature of the business conducted by the other person

Robinsons Bank Corporation ("RBC") is a commercial bank and the financial services arm of the JG Summit Group of Companies ("JG Group"). About 60.0% and 40.0% of the

outstanding capital stock of RBC are owned by JG Summit Capital Services Corp. ("JGSCSC") and Robinsons Retail Holdings, Inc. ("RRHI"), respectively. RBC's principal banking products and services include deposit, corporate and retail banking, online banking, cash management, treasury, trust, bancassurance, credit cards, trade services, and other bank services.

c. Summary of the material features on the proposed merger transactions

The merger was approved by the respective Boards of Directors of BPI and RBC on 30 September 2022. The merger is subject to the approval of the shareholders of the constituent banks, as well as regulatory approvals, including the Philippine Competition Commission ("PCC"), the Bangko Sentral ng Pilipinas ("BSP"), and the Securities and Exchange Commission ("SEC"). The Plan of Merger and the Articles of Merger, hereto attached as Annex B and Annex B-1, respectively, of this Information Statement, shall be presented to BPI's stockholders of record as of December 1, 2022 in the Special Stockholders' Meeting to be held on January 17, 2023 for approval. RBC shall merge with BPI, with BPI as the surviving corporation. After the merger, BPI shall continue its corporate existence under the laws of the Republic of the Philippines. The separate existence of RBC shall terminate on the effective date of the merger which shall be the first day of the calendar quarter following the completion of the regulatory approvals. Prior to the merger, BPI and RBC shall conduct their respective businesses in substantially the same manner as previously conducted and shall continue to preserve said businesses as a going concern.

The proposed merger transaction will unlock various synergies across several products and service platforms and expand the customer and deposit base of both banks through the merged entity. At the same time, by capitalizing on BPI's expertise and network, the merger will lead to enhancement of the overall banking experience of RBC customers.

BPI will issue primary common shares to the RBC stockholders that will result in the RBC Shareholders owning approximately 6% of the resulting outstanding common shares of BPI, subject to adjustments. The merger will accordingly dilute the ownership of existing BPI shareholders by the same percentage.

In connection therewith, stockholders' approval will be sought to authorize BPI's President and/or Chief Finance Officer to do any and all acts necessary for implementing the aforementioned merger upon such terms and conditions as they may deem beneficial to BPI, including the determination of the final number of shares which BPI shall issue in accordance with the Plan of Merger between BPI and RBC, with BPI as the surviving corporation, but in no case more than 318,912,309 primary common shares; the execution of the aforementioned Plan of Merger and such other related documents, agreements and instruments, including but not limited to the Articles of Merger; and the designation of such persons who will represent and act for and on behalf of BPI before the PCC, BSP, SEC, the Bureau of Internal Revenue ("BIR"), the Philippine Deposit Insurance Corporation ("PDIC"), the Philippine Stock Exchange ("PSE") and any other relevant regulatory agencies; among others.

Please refer to Annex C for the accounting treatment of the merger transaction.

d. A brief statement as to dividends on arrears or defaults in principal or interest in respect of any security of the registrant or of such other person and as to the effect of the transaction thereon and such other information as may be appropriate in the particular case to disclose adequately the nature and effect of the proposed action

There are no dividends in arrears accruing to the stockholders of BPI and RBC.

e. In comparative columnar form, on a historical and, if material, a pro forma basis, the following information for the registrant and the other person for the last two fiscal years

In P Millions	BPI			RBC		
	Audited		Unaudited Sep 2022	Audited		Unaudited Sep 2022
	2020	2021		2020	2021	
Total Revenues	101,923	97,405	87,458	6,580	7,781	6,307
Income from continuing operations	21,409	23,880	30,546	935	1,216	1,293
Long Term Debt	151,947	95,039	84,155	15,890	8,448	16,457

- f. In comparative columnar form, on a historical and, if material, a pro forma basis, the following information for the registrant and the other person for the last two fiscal years

	BPI			RBC		
	Audited		Unaudited Sep 2022	Audited		Unaudited Sep 2022
	2020	2021		2020	2021	
Book value per share	62.00	64.93	69.44	12.22	12.29	13.41
Cash dividends declared per share	1.80	1.80	1.06	None	None	None
Earnings per share	4.74	5.29	6.77	0.62	0.81	0.86

- g. A statement as of whether any regulatory requirement must be complied with or approval must be obtained in connection with the transaction and, if so, the status of such compliance or approval

Approval from the following regulators will be secured in connection with the proposed merger:

1. Philippine Competition Commission;
2. Bangko Sentral ng Pilipinas;
3. Securities and Exchange Commission.

On 16 November 2022, BPI and RBC have submitted their respective merger notifications with the PCC and is undergoing review of the Philippine Competition Commission. BPI and RBC shall seek approvals from the BSP and the SEC after securing their respective stockholders' approval.

- h. If a report, opinion or appraisal materially relating to the transaction has been received from an outside party, and such report, opinion or appraisal is referred to in the proxy statement, furnish the following information:

BPI has engaged an independent third-party consultant, FTI Consulting Philippines Inc. ("FTI Consulting"), to provide a fairness opinion and valuation services with respect to RBC and the number of BPI shares to be issued in relation to the merger transaction.

FTI Consulting is a corporate finance advisory firm that offers a wide array of services including valuation, transaction advisory, and mergers and acquisitions. With its resources of experienced corporate finance professionals, FTI Consulting has the requisite independence, resources, and accreditation to properly undertake the engagement.

FTI Consulting is accredited by the Philippine Stock Exchange ("PSE") for purposes of issuing fairness opinions and valuation reports of listed companies and prospective initial listing applicants of the PSE in accordance with the PSE Memorandum on Guidelines for Fairness Opinions and Valuation Reports (No. 2011-0104). FTI Consulting is also accredited by the SEC as a Professional Services Organization ("PSO") in accordance with SEC Memorandum Circular No. 2, Series of 2014.

FTI Consulting was selected based on the qualifications of the principals, the company's record in issuing fairness opinions and valuation reports, and accreditation with the PSE and the SEC.

Please refer to Annex J – Fairness Opinion and Valuation Report (Revised) for the FTI Consulting fairness opinion and valuation report. Other than the FTI Consulting report, BPI has not received reports, opinions or appraisals related to the merger from an outside party.

The determination of the number of BPI common shares that will be issued pursuant to the merger in exchange for such assets and liabilities of RBC is set out in Article II of the attached Plan of Merger, subject to adjustments as may be determined by the Parties. After approval by the stockholders, the manner by which the proposed increase in authorized capital stock will be implemented, will be duly disclosed to the stockholders and to the Commission in accordance with applicable disclosure requirements.

Valuation is initially determined based on the price per book value of the constituent corporations as of 30 June 2022, subject to adjustments based on the due diligence that BPI is conducting on RBC and as may be agreed to by the Parties.

- i. A description of any past, present or proposed material contract, arrangement, understanding, relationship, negotiation or transaction during the past two fiscal years between the other person or its affiliates and the registrant or its affiliates such as those concerning a merger, consolidation or acquisition; a tender offer or other acquisition of securities; an election of directors; or a sale or other transfer of a material amount of assets.

On January 20, 2021, the respective Boards of Directors of BPI and BPI Family Savings Bank, Inc. (“BFSB”) approved the merger between BPI and BFSB. BFSB was a wholly-owned subsidiary of BPI and BPI’s flagship platform for retail lending, particularly housing and auto loans and is one of BPI’s primary vehicles for retail deposits. The merger between BPI and BFSB, with BPI as the surviving entity, was consummated on January 1, 2022.

RBC and its trust department (“RBC Trust”) is a Qualified Institutional Buyer (“QIB”) of both fixed-income and equity securities through BPI Capital Corporation (“BPIC”) as follows:

EQUITIES

Year	Issuance	QIB	Allocated Volume	JLU Assigned	Remarks
2021	JFC Preferred Shares	RBC Trust	22,290,000	BPIC	
2021	FILRT IPO	RBC Trust	25,200,000	FMIC	<i>BPIC as Joint Global Coordinator and Bookrunner, Sole Local Coordinator and Local Lead Underwriter</i>
2021	RCR IPO	RBC Trust	333,132,180	FMIC	<i>BPIC as the Joint Global Coordinator, Lead Manager and Joint Bookrunner and Lead Local Underwriter</i>
TOTAL			380,622,180		

JLU – Joint Lead Underwriter; JFC – Jollibee Foods Corporation; FILRT – Filinvest REIT Corporation; RCR – RL Commercial REIT, Inc.; FMIC – First Metro Investment Corporation

BONDS

Year	Issuance	QIB	Allocated Volume	JLU Assigned
2021	SMC 6Y Bond	RBC Trust	32,600,000	BPIC
2021	BPI 2Y Bond	RBC Trust	32,500,000	BPIC
2022	RLC Bond	RBC Treasury	1,442,500,000	BPIC
TOTAL			1,507,600,000	

Note that volume reflected is at issue date. Statement of account issued by the registry is the conclusive and binding record of the Account/s.

SMC – San Miguel Corporation; RLC – Robinsons Land Corporation

- j. As to each class of securities of the registrant or of the other person which is trading on an exchange or with respect to which a market otherwise exists, state the high and low sale

prices as of the date, which shall be specified, preceding public announcement of the proposed transaction, or if no such public announcement was made, as of the date, which shall be specified, preceding the day the agreement or resolution with respect to the action was made.

Date of public announcement of the merger plans: 30 September 2022

BPI Share Price, as of closing of 30 September 2022: Php89.50

Past 12 months, highest closing price: Php102.00

Past 12 months, lowest closing price: Php80.50

Average past 12 months, closing price: Php93.55

RBC Share Price: Not listed.

- k. A statement as to whether or not representatives of the principal accountants for the current year and for the most recently completed fiscal year:
- are expected to be present at the security holders' meeting;
 - will have the opportunity to make a statement if they desire to do so; and
 - are expected to be available to respond to appropriate questions

Representatives of Isla Lipana and Co., the external auditor of BPI, are expected to be present in the special stockholders' meeting and will have the opportunity to make a statement if they desire to do so and will be available to respond to appropriate questions.

- l. Furnish the information specified below for the registrant (BPI) and for the other person (RBC):

- i. Information required by Part 1, paragraphs (A), (B), and (C) of "Annex C"

For BPI, please refer to Annex D - BPI - Part I, paragraphs (A), (B), and (C) of Annex C

For RBC, please refer to Annex D-1 - RBC - Part I, paragraphs (A), (B), and (C) of Annex C

- ii. Information required by Part II, paragraph (A) of "Annex C", market price of and dividends on the registrants' common equity and related stockholder matters

For BPI, please refer to Annex E - BPI - Part II, paragraph (A) of Annex C

For RBC, please refer to Annex E-1 - RBC - Part II, paragraph (A) of Annex C

- iii. Financial statements meeting the requirements of SRC Rule 68

For BPI 2021 AFS, please refer to Annex F - 2021 BPI Audited Financial Statements for SEC

For BPI 3Q 2022 Interim Financial Statements, please refer to Annex F-1 - BPI 3Q 2022 SEC17Q

For RBC 2021 AFS, please refer to Annex F-2 - RBC - AFS as of 31 December 2021

For RBC 3Q 2022 Interim Financial Statements, please refer to Annex F-3 - Interim Unaudited FS as of 30 September 2022

- iv. Information required by Part III, paragraphs (A) and (B) of "Annex C"

For BPI, please refer to Annex G - BPI - Part III paragraphs (A) and (B) of Annex C

For RBC, please refer to Annex G-1 - RBC - Part III paragraphs (A) and (B) of Annex C

- v. Information required by Part IV, paragraph (A) of "Annex C", directors, executive officers, promoters

For BPI, please refer to Annex H - BPI Part IV, paragraph (A) of Annex C

For RBC, please refer to Annex H-1 - RBC - Part IV, paragraph (A) of Annex C

Item 13. Acquisition or Disposition of Property

No matter or action to be taken up during the Special Stockholders' Meeting with respect to material acquisition or disposition of any property by the Company.

Item 14. Restatement of Accounts

No matter or action to be taken up during the Special Stockholders' Meeting with respect to restatement of accounts.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

No matter or action to be taken up in the Special Stockholders' Meeting with respect to the Company's reports.

Item 16. Matters Not Required to be Submitted

All matters or actions that will require the vote of the security holders will be submitted in the Special Stockholders' Meeting.

Item 17. Amendment of Charter, By-Laws or Other Documents

Amendment of Article Seventh of the Articles of Incorporation

One of the matters to be presented to the stockholders for approval is the proposal to amend Article SEVENTH of the Amended Articles of Incorporation of the Bank to increase the Bank's authorized capital stock and to modify the pre-emptive rights of stockholders for specific issues or disposition of shares:

a) Increase in Authorized Capital Stock

Based on the computation of the number of shares to be issued in connection with the proposed merger between BPI and Robinsons Bank Corporation (RBank), BPI has a shortfall of unissued common shares. To cover the said shortfall and the resulting combined 3% allocation for all employee stock incentive plans that the Board previously approved, the Board recommends to the Stockholders the approval to increase BPI's authorized capital stock from PHP50.6Bn to P54.6Bn, by increasing the authorized number of common shares from 5Bn to 5.4Bn.

b) Modification of Stockholders Pre-emptive Right for Specific Issues and Disposition of Shares

As a result of the merger between the Bank and BPI Family Savings Bank, Inc., 406,179,276 common shares are currently booked as treasury shares (Treasury Shares), which must be disposed in accordance with Section 10 of the General Banking Law. However, other than issuances relating to BPI's Executive Stock Option Plan and Stock Purchase Plan for Employees and Officers, BPI shareholders are entitled to pre-emptive rights for all issues or disposition of shares of any class, including the disposition of the Treasury Shares. In order to allow the Bank to freely dispose of the Treasury Shares, the Bank will require the denial of its shareholders' pre-emptive rights over the Treasury Shares.

c) To reflect the Board Approved 3% allocation of Common Shares for Employee Stock Incentive Plans

As previously approved by the Board of Directors and stockholders of the Bank, the combination of the allocation of authorized common shares for Executive Stock Option Plan and Stock Purchase Plan into a 3% allocation for all employee stock incentive plans needs to be reflected in the resultant Article SEVENTH of the Bank's Articles of Incorporation

In view of the above, the Board recommends the amendment of Article SEVENTH of the Amended Articles of Incorporation as follows:

FROM:

"SEVENTH. - That the Capital Stock of the Corporation is Fifty Billion Six Hundred Million Pesos (P50,600,000,000.00) divided into:

- Common Stock consisting of Five Billion (5,000,000,000) shares with a par value of Ten Pesos (P10.00) per share, not more than one and one half percent (1 ½%) of which is set aside for an Executive Stock Option Plan and another one and one half percent (1 ½%) for a Stock Purchase Plan for Employees and Officers of BPI and its Subsidiaries, over which shares the stockholders shall have no pre-emptive rights; and
- Preferred Stock consisting of Sixty Million (P60,000,000) Preferred "A" shares with a par value of Ten Pesos (P10.00) per share.

Xxx."

TO:

"SEVENTH. - That the Capital Stock of the Corporation is Fifty Four Billion Six Hundred Million Pesos (P54,600,000,000.00) divided into:

- Common Stock consisting of Five Billion Four Hundred Million (5,400,000,000) shares with a par value of Ten Pesos (P10.00) per share, over which the following shares shall have no pre-emptive rights: (a) not more than three percent (3%) set aside for employee stock incentive plans such as an Executive Stock Option Plan and a Stock Purchase Plan for Employees and Officers of BPI and its Subsidiaries, and (b) Four Hundred Six Million One Hundred Seventy-Nine Thousand Two Hundred Seventy-Six (406,179,276) treasury shares which shall be disposed in accordance with Republic Act No. 8791, otherwise known as the General Banking Law of 2000, including any amendment or revisions thereof; and
- Preferred Stock consisting of Sixty Million (60,000,000) Preferred "A" shares with a par value of Ten Pesos (P10.00) per share.

Xxx."

Item 18. Other Proposed Action

There are no proposed actions other than those indicated in the notice for this Special Meeting of Stockholders.

Item 19. Voting Procedures

- (a) Vote Required for Approval

Approval of the following matters in the agenda requires the affirmative vote of at least two-thirds (2/3) of the outstanding capital stock:

- a) Proposed merger between BPI and Robinsons Bank Corporation, with BPI as the surviving entity

b) Amendment of Article Seventh of the Articles of Incorporation.

(b) Method by which the Votes will be Counted

Votes will be counted by shares and not per capita. Each outstanding share of stock entitles the registered holder to one vote. All votes received shall be tabulated by the Office of the Corporate Secretary and the results will be validated by the Bank's auditor. In light of the Regulations (as defined in Item 19(c) below), stockholders will only be allowed to vote by appointing the Chairman of the meeting as proxy or electronically *in absentia*.

(c) Participation of Shareholders by Remote Communication

To prevent the spread of COVID-19 and to ensure the safety and welfare of our stockholders, the Bank will dispense with the physical attendance of stockholders at the meeting and will allow attendance only by remote communication, as set forth below, and by voting in absentia, as provided in Items 4(c) and 19(b) above, or voting through the Chairman of the meeting as proxy.

The live webcast of the meeting shall be accessible through the following online web address: <http://www.ayalagroupshareholders.com/>. To enable the Bank to perform validation procedures, identify the shareholders participating by remote communication and record their presence for purposes of quorum, the shareholders shall inform the Bank by email to bpi-sm@bpi.com.ph on or before January 06, 2023, of their participation in the meeting by remote communication. Stockholders may email questions or comments prior to or during the meeting at the following email address: bpi-sm@bpi.com.ph. The detailed instructions for participation through remote communication are set forth in Annex A.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on the 14th day of December 2022.

BANK OF THE PHILIPPINE ISLANDS

by : (Sgd.) MA. LOURDES P. GATMAYTAN
Corporate Secretary



NOTICE OF SPECIAL STOCKHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the special meeting of stockholders of the Bank of the Philippine Islands (BPI) will be conducted virtually via <http://www.ayalagroupshareholders.com/> on **Tuesday, January 17, 2023 at 9:00 A.M.**, for the transaction of the following business:

1. Call to Order
2. Certification of Notice of Meeting, Determination of Quorum, and Rules of Conduct and Procedures
3. Amendment of Article SEVENTH of the Bank's Articles of Incorporation to:
 - a. increase the Bank's authorized capital stock by Four Billion Pesos (P4,000,000,000.00);
 - b. combine the allocation of authorized common shares for Executive Stock Option Plan and Stock Purchase Plan into a 3% allocation for all employee stock incentive plans; and
 - c. deny the pre-emptive rights over the Four Hundred Six Million One Hundred Seventy-Nine Thousand Two Hundred Seventy-Six (406,179,276) treasury shares which shall be disposed of by BPI in accordance with Republic Act No. 8791, otherwise known as the General Banking Law of 2000
4. Approval of the proposed merger between BPI and Robinsons Bank Corporation, a Philippine commercial bank and the financial services arm of the Gokongwei Group of Companies, with BPI as the surviving entity.
5. Consideration of Such Other Business as May Properly Come Before the Meeting
6. Adjournment

Stockholders of record as of December 01, 2022 will be entitled to notice and to vote at this meeting.

Given the current circumstances, stockholders may only attend the meeting by appointing the Chairman of the meeting as their proxy or by remote communication.

Duly accomplished proxies shall be submitted to the Office of the Corporate Secretary, 14/F Ayala North Exchange Tower 1, 6796 Ayala Avenue cor. Salcedo St., Legaspi Village, Makati City or by email to bpi-sm@bpi.com.ph not later than 5:00 P.M. of January 06, 2023. Validation of proxies is set for January 09, 2023 at 2:00 P.M.

Stockholders intending to participate by remote communication should notify the Bank by sending an email to bpi-sm@bpi.com.ph on or before January 06, 2023. Stockholders may vote electronically *in absentia*, subject to validation procedures. The procedures for participation in the meeting through remote communication and for casting votes *in absentia* are set forth in the Bank's website and Information Statement.

For this purpose and in accordance with Article XII of the Bank's Amended By-Laws, the Stock and Transfer Book of BPI will be closed from December 18, 2022 to January 16, 2023.

Makati City, 14 December 2022

FOR THE BOARD OF DIRECTORS

(Sgd.) MA. LOURDES P. GATMAYTAN
Corporate Secretary

EXPLANATION OF AGENDA ITEMS FOR THE SPECIAL STOCKHOLDERS' MEETING
JANUARY 17, 2023

1. Call to Order

Mr. Jaime Augusto Zobel de Ayala, Chairman of the BPI Board of Directors, will call the meeting to order.

2. Certification of Notice of Meeting, Determination of Quorum and Rules of Conduct and Procedures

The Corporate Secretary will certify the date when written notice of the meeting was sent to all stockholders of record as of December 01, 2022, and the date of publication of the notice at a newspaper of general circulation.

The Corporate Secretary will further certify whether a quorum is present for the valid transaction of the Special Stockholders' Meeting. Pursuant to Sections 57 of the Revised Corporation Code which allow voting *in absentia* by stockholders, the Bank has set up a designated online web address which may be accessed by the stockholders to register and vote *in absentia* on the matters for resolution at the meeting. The holders of record of a majority of the stock of the Bank then issued and outstanding and entitled to vote, represented by proxy or participating through remote communication or voting *in absentia*, shall constitute a quorum for the transaction of business.

The following are the rules of conduct and procedures for the meeting:

- (a) Stockholders may attend the meeting remotely through the online web address (URL) provided. Questions and comments may be sent via e-mail prior to or during the meeting to bpi-sm@bpi.com.ph, and shall be limited to the items in the Agenda of the meeting.
- (b) Stockholders must notify the Bank of their intention to participate in the meeting by remote communication, by sending an email to bpi-sm@bpi.com.ph, to be included in the determination of quorum, together with stockholders who voted *in absentia* and by proxy.
- (c) Voting shall only be allowed for stockholders registered in the Bank's Voting *In Absentia* & Shareholder (VIASH) System or through the Chairman of the meeting as proxy. Detailed requirements and instructions pertaining to the VIASH System and the user thereof are provided in the Bank's website and Information Statement. Stockholders may also contact the BPI Stock Transfer Office for information and assistance.
- (d) For items 3 and 4 of the agenda, the affirmative vote of stockholders representing at least 2/3 of the issued and outstanding capital stock is required. Each outstanding share of stock entitles the registered holder to one vote. All votes received shall be tabulated by the Office of the Corporate

Secretary and the results will be validated by the Bank's auditor.

- (e) The meeting proceedings will be recorded in audio and video format.

3. Amendment to the Bank's Articles of Incorporation

The proposed amendment to Article Seventh of the Bank's Amended Articles of Incorporation, as approved by the Board of Directors at its meeting on September 30, 2022, will be presented to the stockholders for approval, to reflect the increase of the Bank's Authorized Capital Stock by Four Billion Pesos (P4,000,000,000.00) by: (i) increasing the authorized Common Stock of the Bank from Fifty Billion Pesos (P50,000,000,000.00) divided into Five Billion (5,000,000,000) Common Shares with a par value of Ten Pesos (P10.00) per share to Fifty Four Billion Pesos (P54,000,000,000.00) divided into Five Billion Four Hundred Million Pesos (5,400,000,000) Common Shares with a par value of Ten Pesos per share; and (ii) maintaining the authorized Preferred Stock of the Bank at Six Hundred Million Pesos (P600,000,000.00) divided into Sixty Million (60,000,000) Preferred "A" Shares with a par value of Ten Pesos (P10.00) per share.

Furthermore, as a result of the merger between the Bank and BPI Family Savings Bank, Inc., 406,179,276 common shares are currently booked as treasury shares (Treasury Shares), which must be disposed in accordance with Section 10 of the General Banking Law. However, other than issuances relating to BPI's Executive Stock Option Plan and Stock Purchase Plan for Employees and Officers, BPI shareholders are entitled to pre-emptive rights for all issues or disposition of shares of any class, including the disposition of the Treasury Shares. In order to allow the Bank to freely dispose of the Treasury Shares, the Bank will require the denial of its shareholders' pre-emptive rights over the Treasury Shares.

Finally, as previously approved by the Board of Directors and stockholders of the Bank, the combination of the allocation of authorized common shares for Executive Stock Option Plan and Stock Purchase Plan into a 3% allocation for all employee stock incentive plans needs to be reflected in the resultant Article SEVENTH of the Bank's Articles of Incorporation.

The Bank's Amended Articles of Incorporation be amended to read as follows:

FROM:

"SEVENTH. - That the Capital Stock of the Corporation is Fifty Billion Six Hundred Million Pesos (P50,600,000,000.00) divided into: - Common Stock consisting of Five Billion (5,000,000,000) shares with a par value of Ten Pesos (P10.00) per share, not more than one and one half percent (1 ½%) of which is set aside for

an Executive Stock Option Plan and another one and one half percent (1 ½%) for a Stock Purchase Plan for Employees and Officers of BPI and its Subsidiaries, over which shares the stockholders shall have no pre-emptive rights; and - Preferred Stock consisting of Sixty Million (P60,000,000) Preferred “A” shares with a par value of Ten Pesos (P10.00) per share. Xxx.”

TO:

“SEVENTH. - That the Capital Stock of the Corporation is Fifty Four Billion Six Hundred Million Pesos (P54,600,000,000.00) divided into: - Common Stock consisting of Five Billion Four Hundred Million (5,400,000,000) shares with a par value of Ten Pesos (P10.00) per share, over which the following shares shall have no pre-emptive rights: (a) not more than three percent (3%) set aside for employee stock incentive plans such as an Executive Stock Option Plan and a Stock Purchase Plan for Employees and Officers of BPI and its Subsidiaries, and (b) Four Hundred Six Million One Hundred Seventy-Nine Thousand Two Hundred Seventy-Six (406,179,276) treasury shares which shall be disposed in accordance with Republic Act No. 8791, otherwise known as the General Banking Law of 2000, including any amendment or revisions thereof; and - Preferred Stock consisting of Sixty Million (60,000,000) Preferred “A” shares with a par value of Ten Pesos (P10.00) per share. Xxx

4. Merger Between BPI and Robinsons Bank Corporation

The proposed merger between BPI and Robinsons Bank Corporation (RBC) is a statutory merger pursuant to Title IX of the Revised Corporation Code and Section 40(C)(2) of the National Internal Revenue Code, i.e., merger with the issuance of primary shares. Upon the effectivity of the proposed merger after receipt of all necessary corporate and regulatory approvals, BPI will absorb the net assets of RBC and, in exchange, shall issue to the shareholders of RBC such number of primary BPI common shares as would result to the RBC shareholders collectively holding approximately 6% of the resulting outstanding common stock of BPI, subject to adjustments.

The Board of Directors of BPI, in its meeting held on 30 September 2022, approved the proposed merger between RBC and BPI, with BPI as the surviving bank, subject to shareholders’ and regulatory approvals.

5. Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions from the stockholders and will take up items included on the agenda that was received from stockholders in accordance with existing

laws, rules and regulations of the Securities and Exchange Commission¹.

6. Adjournment

Upon determination that there are no other matters to be considered, the Chairman, upon motion made and duly seconded by a stockholder, shall declare the meeting adjourned.

¹SEC Memorandum Circular No. 14, series of 2020 or “Shareholders’ Right to Put items on the Agenda for Regular/Special Stockholders’ Meetings”

BANK OF THE PHILIPPINE ISLANDS

Special Stockholders Meeting

January 17, 2023

PROXY

The undersigned stockholder of **The Bank of the Philippine Islands** (the "Company") hereby appoints the Chairman of the meeting, as *attorney* and *proxy*, with power of substitution, to present and vote all shares registered in his/her/its name as proxy of the undersigned stockholder, at the Special Meeting of Stockholders of the Company on January 17, 2023, and at any of the adjournments thereof for the purpose of acting on the following matters:

1. Amendment of the Bank's Articles of Incorporation

☐ Yes ☐ No ☐ Abstain

2. Merger Between BPI and Robinsons Bank Corporation

☐ Yes ☐ No ☐ Abstain

3. At their discretion, the proxies named above are authorized to vote upon such other matters as may properly come before the meeting.

☐ Yes ☐ No ☐ Abstain

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER /
AUTHORIZED SIGNATORY

DATE

THIS PROXY SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE **JANUARY 6, 2023**, THE DEADLINE FOR SUBMISSION OF PROXIES.

THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE THIS PROXY WILL BE VOTED FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

A STOCKHOLDER GIVING A PROXY HAS THE POWER TO REVOKE IT AT ANY TIME BEFORE THE RIGHT GRANTED IS EXERCISED UPON NOTICE TO THE CORPORATE SECRETARY.

ANNEX A

2023 SPECIAL STOCKHOLDERS' MEETING OF BANK OF THE PHILIPPINE ISLANDS (THE "MEETING")

REQUIREMENTS AND PROCEDURE FOR ELECTRONIC VOTING IN ABSENTIA AND PARTICIPATION BY REMOTE COMMUNICATION

Electronic voting *in absentia* and participation by remote communication shall be allowed only through complete registration and successful validation in the Voting *in Absentia* & Shareholder (VIASH) System.

I. ELECTRONIC VOTING IN ABSENTIA

1. Stockholders as of December 01, 2022 ("Stockholders") have the option of casting their votes on the matters in the Agenda via electronic voting *in absentia*, after complete registration and successful validation in the VIASH System. Stockholders with email addresses on record shall be sent an e-mail with a link to the VIASH System. To register in the VIASH System, Stockholders shall simply follow the instructions sent to their e-mail. The registration for the VIASH System will be open from December 20, 2022 until January 06, 2023.
2. Stockholders who have successfully registered themselves on the VIASH System for the 2022 ASM need not register again for the 2023 Special Stockholders' Meeting and may use their existing credentials (username and password) to log-in to the system.
3. Stockholders may access the link <http://www.ayalagroupshareholders.com/> to create an account and register in the VIASH System. Stockholders should complete the online registration form and submit for validation together with the requirements provided in Item 4 below.
4. All registered accounts shall be subject to the validation process set forth. The deadline for registration to vote *in absentia* or via an absentee ballot is from December 20, 2022 until January 06, 2023.
5. The following are needed for registration:

5.1. For individual Stockholders –

- 5.1.1. Recent photo of the Stockholder, with the face fully visible (in JPG or PNG format). The file size should be no larger than 5MB;
- 5.1.2. Scanned copy of the Stockholder's valid government-issued ID showing photo and personal details, preferably with residential address (in JPG or PDF format). The file size should be no larger than 5MB;
- 5.1.3. Valid and active e-mail address;
- 5.1.4. Valid and active contact number;

5.2. For Stockholders with joint accounts –

Scanned copy of an authorization letter signed by all Stockholders, identifying who among them is authorized to cast the vote for the account (in JPG or PDF format). The file size should be no larger than 5MB;

5.3. For Stockholders under Broker accounts –

- 5.3.1. Broker's certification on the Stockholder's number of shareholdings (in JPG or PDF format). The file size should be no larger than 5MB;
- 5.3.2. Recent photo of the stockholder, with the face fully visible (in JPG or PNG format). The file size should be no larger than 5MB;
- 5.3.3. Scanned copy of the Stockholder's valid government-issued ID showing photo and personal details, preferably with residential address (in JPG or PDF format). The file size should be no larger than 5MB;
- 5.3.4. Valid and active e-mail address;
- 5.3.5. Valid and active contact number;

5.4. For corporate Stockholders –

- 5.4.1. Secretary's certificate attesting to the authority of the representative to vote for, and on behalf of the Corporation (in JPG or PDF format). The file size should be no larger than 5MB;
- 5.4.2. Recent photo of the Stockholder's representative, with the face fully visible (in JPG or PNG format). The file size should be no larger than 5MB;
- 5.4.3. Scanned copy of the valid government-issued ID of the Stockholder's representative showing photo and personal details, preferably with residential address (in JPG or PDF format). The file size should be no larger than 5MB;
- 5.4.4. Valid and active e-mail address of the Stockholder's representative;
- 5.4.5. Valid and active contact number of the Stockholder's representative.

Important Notes:

- Considering the prevailing extraordinary circumstances in relation to COVID-19, the Company shall allow electronic signature for the required documents, as applicable. Notarization requirement shall also be dispensed with at this time. However, the Company reserves the right to request additional information, and original signed and notarized copies of these documents at a later time.
 - Incomplete or inconsistent information may result in an unsuccessful registration. As a result, Stockholders will not be allowed access to vote electronically *in absentia*, but may still vote through the Chairman of the Meeting as proxy, by submitting a duly accomplished proxy form on or before January 06, 2023
6. The validation process in the VIASH System will be concluded by the Corporation no later than three (3) business days from the date of the Stockholder completes the registration. The Stockholder's dashboard in the VIASH System will indicate the status of his/her registration.
- Once validated, the Stockholder will receive an e-mail confirmation of the successful registration. Registered Stockholders have until the end of the Meeting to cast their votes *in absentia*.
7. All agenda items indicated in the Notice of the Meeting will be set out in the digital absentee ballot in the VIASH System and the registered Stockholder may vote as follows:
- 7.1. The registered Stockholder has the option to vote: For, Against, or Abstain. The vote is considered cast for all the registered Stockholder's shares.
 - 7.2. Once voting on the agenda items is finished, the registered Stockholder can proceed to submit the accomplished ballot by clicking the 'Submit' button.
 - 7.3. The VIASH System will prompt the Stockholder to confirm the submission of the ballot. The votes cast *in absentia* will have equal effect as votes cast by proxy.

After the ballot has been submitted, Stockholders may no longer change their votes except by submitting a duly accomplished proxy form within the set deadline.

8. The Office of the Corporate Secretary will tabulate all votes cast *in absentia* together with the votes cast by proxy, and a firm selected for this purpose will validate the results.

II. PARTICIPATION BY REMOTE COMMUNICATION

1. Stockholders as of December 01, 2022 ("Stockholders") are required to register in the VIASH System to participate in the Special Stockholders' Meeting on January 17, 2023 by remote communication. A Meeting livestreaming access button will be available in the Stockholder's dashboard in the VIASH System on the date set for the Meeting as indicated in the Corporation's Notice of the Meeting.
2. The procedure and requirements for registration in the VIASH System are found in the Electronic Voting *in Absentia* section in this Annex. The deadline for registration to participate by remote communication is on or before January 06, 2023.
3. In addition to their registration in the VIASH System, Stockholders are requested to notify the Company by email to bpi-sm@bpi.com.ph by January 06, 2023 of their intention to participate in the Meeting by remote communication.
4. Only the Stockholders who have notified the Company of their intention to participate in the Meeting by remote communication, together with the Stockholders who voted *in absentia* and by proxy, will be included in the determination of quorum at the Meeting.
5. Stockholders participating by remote communication may vote anytime until the end of the Meeting using the digital ballot in the VIASH System.
6. Stockholders may send their questions and/or remarks prior to or during the Meeting by e-mail to bpi-sm@bpi.com.ph.
7. A link to the recorded webcast of the Meeting will be posted on the Company's website after the Meeting. Stockholders shall have two weeks from posting to raise to the Company any issues, clarifications and concerns on the Meeting conducted by e-mail to bpi-sm@bpi.com.ph.

For any clarifications, please contact our Stock Transfer Office through bpi-sm@bpi.com.ph.

PLAN OF MERGER

This Plan of Merger (the “**Plan**”) is executed this [●], at Makati City, to be implemented by and between:

BANK OF THE PHILIPPINE ISLANDS, a universal banking corporation duly organized and validly existing by virtue of the laws of the Republic of the Philippines, with principal office address at Ayala North Exchange Tower 1, Ayala Avenue cor. Salcedo St., Legaspi Village, Makati City, Metro Manila 1229, represented herein by its President & CEO, Jose Teodoro K. Limcaoco (hereinafter “**BPI**”)

and

ROBINSONS BANK CORPORATION, a commercial banking corporation duly organized and validly existing by virtue of the laws of the Republic of the Philippines, with principal office address at 17th Floor, Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City, represented herein by its President & CEO, Elfren Antonio S. Sarte (hereinafter “**RBC**”)

(The above parties are hereinafter referred to singly as a “**Party**” and collectively as the “**Parties**”).

WITNESSETH: That –

WHEREAS, the Parties deemed it prudent and in the best interests of each bank to merge pursuant to Sections 75 to 79 of Republic Act (R.A.) No. 11232, otherwise known as the Revised Corporation Code of the Philippines, in order to advance their long-term strategic business interests;

WHEREAS, the respective boards of directors of the Parties have determined that the business combination of BPI and RBC shall be effected through a merger, which merger (the “**Merger**”) is in furtherance of and consistent with their respective business strategies and is in the best interests of their respective stockholders;

NOW, THEREFORE, for and in consideration of the foregoing premises, the Parties have mutually agreed and hereby agree to accomplish the Merger as follows:

TERMS OF THE MERGER

I. Acquisition of Assets

All the rights, privileges, immunities, powers, business, assets and properties of RBC including but not limited to all real and personal, tangible or intangible, and all receivables due on whatever account, including subscription to shares and choses in action, and all and every interest belonging to RBC as of [30 September 2022], up to Effective Date shall be deemed transferred to BPI without further deed or act.

II. Assumption of Liabilities

All liabilities and obligations of RBC as of [30 September 2022] up to the Effective Date shall be assumed by and become the liabilities and obligations of BPI in the same manner as if BPI has itself incurred such liabilities and obligations, and any such claim or action or proceeding against RBC shall be prosecuted by or against BPI; Provided however, that BPI may avail of all the defenses, rights, privileges, setoffs and counterclaims, which RBC may have under the premises.

It is expressly understood that the assets and liabilities referred to in the preceding paragraph that may not have been reflected in the Audited Financial Statements as of [30 September 2022], up to the Effective Date, or may have been omitted therefrom for any reason whatsoever, shall be deemed included in the transfer.

III. Issuance of Shares

1. In exchange for the assets and liabilities of RBC as of 30 September 2022, such number of fully paid common shares shall be issued by BPI to the shareholders of RBC based on the formula provided in this Article III, Section 2 below and subject to adjustment as provided in Section 3 hereof, to be taken from the increase of capital stock of BPI. The excess net assets transferred shall be recorded in the books of BPI as additional paid-in capital.

It is understood, however, that the valuation and exchange of shares shall be subject to whatever adjustments the Securities and Exchange Commission (“SEC”) may make in order that it will approve the Merger. Should this happen, the Parties shall execute such documents and do all acts as may be necessary to implement such adjustment.

2. The procedure for determining the number of BPI common shares that will be issued pursuant to the Merger shall be as follows:
 - a. The number of BPI common shares that will be issued pursuant to the Merger shall be equivalent to [6.0001%] of the issued and outstanding common shares of BPI as of the Effective Date excluding the portion of the issued and outstanding common shares of BPI resulting from subscriptions to BPI’s employee stock incentive program (e.g., Executive Stock Purchase Plan, Executive Stock Option Plan) after the date of this [Plan of Merger].
 - b. Any fractional shares resulting from the application of the formula provided in Article III, Section 2(a) above shall be disregarded and rounded down to the nearest whole number of BPI common shares.
3. The stockholders of BPI and RBC approved to delegate to the management of BPI and RBC, respectively, the determination of the adjustment that may be made to the Exchange Ratio, at any time prior to the Effective Date, under the following conditions:

- a. Any findings of material liabilities (including liabilities for tax) as a result of BPI's due diligence, review and investigation on RBC or otherwise discovered by other means prior to the Effective Date, which material liabilities were not considered in determining the valuation. For purposes of determining materiality which shall subject the Exchange Ratio to adjustment, it shall be understood that all findings of liabilities (including contingent liabilities) that will, individually or in the aggregate, amount to at least Php1,000,000,000.00 are material; or
- b. Prior to the Effective Date, there is a material change in the preliminary assumptions which were used as the basis in determining the Exchange Ratio, the aggregate amount of which results to a reduction in the net asset value of RBC of at least Php1,000,000,000.00.

IV. Effective Date

The Merger shall become effective on the first day of the calendar quarter following the issuance by the SEC of a Certificate of Merger, subject to the approval of the Bangko Sentral ng Pilipinas (“BSP”), the Philippine Competition Commission (“PCC”) and the SEC (the “Effective Date”).

On the Effective Date, the separate existence of RBC shall cease, and its legal personality terminated; while BPI shall continue to exist.

UNDERTAKINGS AND ADDITIONAL AGREEMENTS

V. The Parties hereby undertake to:

1. Secure the conformity and approval of this Plan by their respective stockholders representing at least two-thirds (2/3) of their respective outstanding capital stock at their respective stockholders' meetings called for such purpose;
2. Obtain any and all required consents, approvals, or waivers of other parties, including their respective creditors, to the Plan;
3. Secure the approval of the Merger and its related transactions from the government authorities as provided for in Article IV;
4. Execute and deliver, or cause to be executed and delivered, all deeds and other instruments and shall take, or cause to be taken, all such other and further acts desirable in order to fully carry out the intent and purposes of this Plan.

VI. Regulatory Matters

1. BPI shall cause the amendment of its amended articles of incorporation and file an application for increase of authorized capital stock, simultaneous with the filing of the application for Merger, to implement the Merger and its purpose.

2. Prior to the Effective Date, the Parties shall conduct their respective businesses in substantially the same manner as previously conducted and shall continue to preserve said businesses as a going concern. However, each of BPI and RBC shall give each other immediate notice of any claim, event or transaction which could or does materially and adversely affect their respective businesses, properties or financial condition.
3. The amended articles of incorporation and amended by-laws of BPI approved as of the Effective Date shall continue to be the articles of incorporation and by-laws of BPI until thereafter changed or amended in accordance with law.
4. The directors and officers of BPI as of the Effective Date shall continue to hold office in accordance with the amended articles of incorporation and amended by-laws of BPI and applicable law, and until their respective successors are duly elected and qualified.

The Parties recognize that the approval of this Merger by the BSP and the SEC are based solely on the documents submitted by the Parties. Therefore, the Parties hereby undertake to indemnify, and hold free and harmless the BSP and the SEC and/or any of their officers, employees or representatives for any and all claims, demands, damages and reasonable expenses of any nature whatsoever, that may arise from or in connection with the approval of the Merger.

VII. Confidentiality

Unless otherwise required by law or regulation or as may be agreed upon by the Parties, each of the Parties shall keep confidential any information obtained from the other Party, and in the event the Merger is abandoned or not consummated, BPI and RBC shall return all documents and other written information and materials obtained in connection herewith, and all copies thereof.

VIII. Fees and Expenses

All fees, costs and expenses relating to the Merger shall be borne equally by BPI and RBC, unless otherwise agreed to be exclusively borne by a Party.

SPECIAL PROVISIONS

1. This Plan has been substantially approved by the respective boards of directors of the Parties and shall be submitted to their respective stockholders for approval in accordance with law and the respective by-laws of BPI and RBC; provided, that the approval of this Plan by the stockholders of both Parties shall constitute an authorization to their respective boards of directors by majority vote to amend, modify or supplement this Plan to correct typographical errors or clerical omissions in the Plan for the sole purpose of accurately reflecting the terms and conditions of the Plan as actually approved by the said stockholders; provided further, that such amendment,

modification or supplement shall not substantially change the terms of the Merger.

Any amendment to the Plan that will substantially change the terms of the Merger may be made, provided that such amendment is approved by the majority of the respective board of directors of BPI and RBC and ratified by the affirmative vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock.

2. As soon as practicable after the Effective Date, BPI shall take such steps or measures as it may deem necessary or advisable to substitute itself in all suits and proceedings where RBC is a party and to substitute its name for RBC in all titles and registers.
3. As soon as practicable after the approval of this Plan by the required votes of stockholders of BPI and RBC during their respective stockholders' meetings called for the purpose, BPI shall apply for and avail itself of the merger incentives or other similar incentives granted by the BSP and other government agencies, as may be applicable or allowed under existing law, rules and regulations.
4. Upon approval of this Plan by the required number of stockholders from both Parties during their respective stockholders' meetings called for the purpose, the attached Articles of Merger marked as Annex "A" hereof and made as an integral part of this Plan shall be executed by BPI and RBC, to be signed by the President and certified by the Corporate Secretary of each of BPI and RBC setting forth this Plan, the number of shares outstanding of BPI and RBC, and the number of shares voting for and against this Plan, respectively.
5. In the event that the Merger is not consummated for whatsoever reason, each of BPI and RBC, their respective stockholders, directors and agents, successors and assigns shall hold each other free and harmless from any and all liabilities and damages arising from or incurred by reason of the non-consummation of the Merger.

[The remainder of this page is left intentionally blank.]

IN WITNESS WHEREOF, the duly authorized representatives of BPI and RBC have executed the foregoing Articles of Merger this _____ at Makati City.

BANK OF THE PHILIPPINE ISLANDS

ROBINSONS BANK CORPORATION

By:

By:

JOSE TEODORO K. LIMCAOCO
President & CEO

ELFREN ANTONIO S. SARTE
President & CEO

Certified Correct by:

BANK OF THE PHILIPPINE ISLANDS

ROBINSONS BANK CORPORATION

By:

By:

MA. LOURDES P. GATMAYTAN
Corporate Secretary

ROEL S. COSTUNA
Corporate Secretary

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) S.S.

BEFORE ME, a Notary Public for and in the City of Makati City, this ____ day of _____
2022, personally appeared:

Affiant	Competent Evidence of Identity		
		Type of ID	ID Number and Expiry Date (if applicable)
BANK OF THE PHILIPPINE ISLANDS	1		
	2		
By Jose Teodoro K. Limcaoco	1		
	2		
ROBINSONS BANK CORPORATION	1		
	2		
By Elfren Antonio S. Sarte	1		
	2		
Ma. Lourdes P. Gatmaytan	1		
	2		
Roel S. Costuna	1		
	2		

who represented to me that they executed the foregoing Plan of Merger for the purposes stated therein and acknowledged to me that the same is their free and voluntary act and deed and of the corporations they represent.

WITNESS MY HAND AND SEAL on the date and place first herein above stated.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 2022.

NOTARY PUBLIC

ANNEX A
Articles of Merger

ARTICLES OF MERGER

Pursuant to Section 77 of Republic Act (R.A.) No. 11232, otherwise known as the Revised Corporation Code of the Philippines (the “**Revised Corporation Code**”), this Articles of Merger is executed and entered into this [●], at Makati City, by and between:

BANK OF THE PHILIPPINE ISLANDS, a universal banking corporation duly organized and validly existing by virtue of the laws of the Republic of the Philippines, with principal office address at BPI Building, Ayala North Exchange Tower 1, Ayala Avenue cor. Salcedo St., Legaspi Village, Makati City, Metro Manila 1229, represented herein by its President & CEO, Jose Teodoro K. Limcaoco (hereinafter “**BPI**”)

and

ROBINSONS BANK CORPORATION a commercial banking corporation duly organized and validly existing by virtue of the laws of the Republic of the Philippines, with principal office address at 17th Floor, Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City, represented herein by its President & CEO, Elfren Antonio S. Sarte (hereinafter “**RBC**”)

(BPI and RBC are hereinafter referred to as the “**Constituent Banks**”).

NOW THEREFORE, the Constituent Banks have mutually agreed to the following Articles of Merger:

I. Plan of Merger

The Plan of Merger of BPI and RBC, with BPI as the surviving bank, which is attached hereto as Annex “**A**”, dated [●], was substantially approved by the majority of each of the boards of directors of BPI and RBC at the separate special meetings duly called for the purpose both held on 30 September 2022. The copies of the respective Directors’ Certificates of BPI and RBC are attached hereto as Annexes “**B-1**” and “**B-2**”.

II. Number of Outstanding Shares

As of the date of the meeting approving the Articles of Merger, the respective authorized capital stock, number of shares subscribed, amount paid, and number of treasury shares, if any, are as follows:

BPI

	Number of Shares	Par Value in Philippine Pesos (Php)	Amount in Philippine Pesos (Php)
Authorized Capital Stock	Common Shares: 5,000,000,000	10.00	50,000,000,000.00
	Preferred A: 60,000,000	10.00	600,000,000.00

	Number of Shares	Par Value in Philippine Pesos (Php)	Amount in Philippine Pesos (Php)
Subscribed Capital Stock	Common Shares: [•]	10.00	[•]
Paid-Up Capital	Common Shares: [•]	10.00	[•]
Treasury Shares (if any)	406,179,276	10.00	4,061,792,760.00

RBC

	Number of Shares	Par Value in Philippine Pesos (Php)	Amount in Philippine Pesos (Php)
Authorized Capital Stock	Common Shares: 2,700,000,000	10.00	27,000,000,000.00
Subscribed Capital Stock	Common Shares: 1,500,000,000	10.00	15,000,000,000.00
Paid-Up Capital	Common Shares: 1,500,000,000	10.00	15,000,000,000.00
Treasury Shares (if any)	N/A	N/A	N/A

III. Number of Votes

- At the separate special meeting of the stockholders of BPI held on [•] [at Makati City/via teleconferencing/through remote communication], at which quorum was present and acting throughout, the Plan of Merger was approved by the affirmative vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock of BPI. The copies of the Minutes of the Special Stockholders' Meeting and Secretary's Certificate are attached hereto as Annexes "C-1" and "C-2". The class and number of shares present, absent, voting for and against the approval of the Plan of Merger are as follows:

BPI

	Class	Number of Shares
Present	[•]	[•]
Absent	[•]	[•]
In favor of the Approval of the Plan of Merger	[•]	[•]
Against the Approval of the Plan of Merger	[•]	[•]

- At the separate special meeting of the stockholders of RBC held on [•] [at Makati City/via teleconferencing/through remote communication], at which quorum was present and acting throughout, the Plan of Merger was approved by the stockholders representing at least two-thirds (2/3) of the outstanding capital stock

of RBC. The copies of the Minutes of the Special Stockholders' Meeting and Secretary's Certificate are attached hereto as Annexes "D-1" and "D-2". The class and number of shares present, absent, voting for and against the approval of the Plan of Merger are as follows:

RBC

	Class	Number of Shares
Present	[•]	[•]
Absent	[•]	[•]
In favor of the Approval of the Plan of Merger	[•]	[•]
Against the Approval of the Plan of Merger	[•]	[•]

IV. Financial Information

1. The carrying amounts and fair values of the assets and liabilities of BPI and RBC as of [•] is attached herein as Annex "E".
2. The accounting method to be used in the merger of accounts of BPI and RBC is the acquisition method.
3. The pro forma values of BPI and RBC as merged using the acquisition method is attached herein as Annex "F".

V. Authorized Representatives

The respective stockholders of BPI and RBC, at their separate special stockholders' meeting as stated above, have authorized their respective presidents to sign, execute and deliver this Articles of Merger and the Plan of Merger. They likewise authorized their respective corporate secretaries to certify this Articles of Merger.

[The remainder of this page is left intentionally blank.]

IN WITNESS WHEREOF, the duly authorized representatives of BPI and RBC have executed the foregoing Articles of Merger this [●] at Makati City.

BANK OF THE PHILIPPINE ISLANDS ROBINSONS BANK CORPORATION

By:

By:

JOSE TEODORO K. LIMCAOCO
President & CEO

ELFREN ANTONIO S. SARTE
President & CEO

Certified Correct by:

BANK OF THE PHILIPPINE ISLANDS ROBINSONS BANK CORPORATION

By:

By:

MA. LOURDES P. GATMAYTAN
Corporate Secretary

ROEL S. COSTUNA
Corporate Secretary

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) S.S.

BEFORE ME, a Notary Public for and in the City of Makati City, this ____ day of _____
2022, personally appeared:

Affiant	Competent Evidence of Identity		
		Type of ID	ID Number and Expiry Date (if applicable)
BANK OF THE PHILIPPINE ISLANDS	1		
	2		
By Jose Teodoro K. Limcaoco	1		
	2		
ROBINSONS BANK CORPORATION	1		
	2		
By Elfren Antonio S. Sarte	1		
	2		
Ma. Lourdes P. Gatmaytan	1		
	2		
Roel S. Costuna	1		
	2		

who represented to me that they executed the foregoing Articles of Merger for the purposes stated therein and acknowledged to me that the same is their free and voluntary act and deed and of the corporations they represent.

WITNESS MY HAND AND SEAL on the date and place first herein above stated.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 2022.

NOTARY PUBLIC

ANNEXES

- A Plan of Merger**
- B-1 Directors' Certificate for BPI**
- B-2 Directors' Certificate for RBC**
- C-1 Minutes of the Special Stockholders' Meeting for BPI**
- C-2 Secretary's Certificate on the BPI Board of Directors and
Stockholders' Approval of the Merger**
- D-1 Minutes of the Special Stockholders' Meeting for RBC**
- D-2 Secretary's Certificate on the RBC Board of Directors and
Stockholders' Approval of the Merger**
- E Carrying Amounts and Fair Values of the Assets and
Liabilities of BPI and RBC as of [●]**
- F Provisional or Pro Forma values of BPI and RBC, as merged,
using the Acquisition Method**

ANNEX A
Plan of Merger

ANNEX B-1
Directors' Certificate for BPI

[To be attached after the Stockholders' Meeting.]

ANNEX B-2
Directors' Certificate for RBC

[To be attached after the Stockholders' Meeting.]

ANNEX C-1
Minutes of the Special Stockholders' Meeting for BPI

[To be attached after the Stockholders' Meeting.]

ANNEX C-2

**Secretary's Certificate on the BPI Board of Directors and Stockholders'
Approval of the Merger**

[To be attached after the Stockholders' Meeting.]

ANNEX D-1

Minutes of the Special Stockholders' Meeting for RBC

[To be attached after the Stockholders' Meeting.]

ANNEX D-2

**Secretary's Certificate on the RBC Board of Directors and Stockholders'
Approval of the Merger**

[To be attached after the Stockholders' Meeting.]

ANNEX E
Carrying Amounts and Fair Values of the Assets and Liabilities
of BPI and RBC as of [●]¹

In Millions of Pesos

	BPI		RBC	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Assets				
Liabilities				

¹ Note: This will be updated once the Audited Financial Statements of BPI and RBC are approved and released.

ANNEX F
**Provisional or Pro Forma values of BPI and RBC, as merged,
using the Acquisition Method²**

BANK OF THE PHILIPPINE ISLANDS STATEMENTS OF CONDITION (In Millions of Pesos) As of [●]	BPI Solo (Pre-Merger)	Merger Entries Total	Combined BPI/RBC (Post-Merger)
<u>ASSETS</u>			
CASH AND OTHER CASH ITEMS			
DUE FROM BANGKO SENTRAL NG PILIPINAS			
DUE FROM OTHER BANKS			
INTERBANK LOANS RECEIVABLE AND SECURITIES			
PURCHASED UNDER AGREEMENTS TO RESELL			
FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS			
FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER			
COMPREHENSIVE INCOME			
INVESTMENT SECURITIES AT AMORTIZED COST, net			
LOANS AND ADVANCES, net			
ASSETS HELD FOR SALE, net			
BANK PREMISES, FURNITURE, FIXTURES AND EQUIPMENT, net			
INVESTMENTS IN SUBSIDIARIES AND ASSOCIATES, net			
ASSETS ATTRIBUTABLE TO INSURANCE OPERATIONS			
DEFERRED INCOME TAX ASSETS, net			
OTHER ASSETS, net			
Total assets			
<u>LIABILITIES AND CAPITAL FUNDS</u>			
DEPOSIT LIABILITIES			
DERIVATIVE FINANCIAL LIABILITIES			
BILLS PAYABLE AND OTHER BORROWED FUNDS			
DUE TO BANGKO SENTRAL NG PILIPINAS AND OTHER BANKS			
MANAGER'S CHECKS AND DEMAND DRAFTS OUTSTANDING			
ACCRUED TAXES, INTEREST AND OTHER EXPENSES			
LIABILITIES ATTRIBUTABLE TO INSURANCE OPERATIONS			
DEFERRED CREDITS AND OTHER LIABILITIES			
Total liabilities			
CAPITAL FUNDS ATTRIBUTABLE TO THE EQUITY HOLDERS OF BPI			
Share capital			
Share premium			
Treasury Shares, at Cost			
Reserves			
Accumulated other comprehensive loss			
Surplus			
Total capital funds			
Total liabilities and capital funds			

² Note: This will be updated once the Audited Financial Statements of BPI and RBC are approved and released.

Accounting Treatment of the Transaction in BPI's Books

- A. If the consideration¹ transferred exceeds the fair value of the net identifiable assets acquired from RBC
Dr. Assets acquired from RBC at fair value²
Dr. Identifiable intangible assets³
Dr. Goodwill⁴
Cr. Liabilities assumed from RBC at fair value²
Cr. Capital stock - common at par value
Cr. Additional paid-in capital⁵
- B. If the consideration¹ transferred is equal to the fair value of the net identifiable assets acquired from RBC
Dr. Assets acquired from RBC at fair value²
Dr. Identifiable intangible assets³
Cr. Liabilities assumed from RBC at fair value²
Cr. Capital stock - common at par value
Cr. Additional paid-in capital⁵
- C. If the consideration¹ transferred is lower than the fair value of the net identifiable assets acquired from RBC
Dr. Assets acquired from RBC at fair value²
Dr. Identifiable intangible assets³
Cr. Liabilities assumed from RBC at fair value²
Cr. Gain on Acquisition⁶
Cr. Capital stock - common at par value
Cr. Additional paid-in capital⁵

Notes:

1. The allocation of total purchase price or total consideration should be indicated in the purchase agreement.
2. Identifiable assets acquired and liabilities assumed from RBC shall be measured at acquisition-date fair values.
3. Identifiable intangible assets acquired in a business combination may be recognized separately from goodwill when it meets either the separability criterion or the contractual-legal criterion.
4. The excess of the fair value of/total consideration transferred over the fair value of the net identifiable assets acquired from RBC is recognized as goodwill.
5. The excess of the fair value of/total consideration transferred over the par value of BPI shares multiplied by the number of shares to be issued. Price consideration and number of shares are yet to be determined.
6. The excess of the fair value of the net identifiable assets acquired from RBC over the fair value of/total consideration transferred is recognized as gain on acquisition (gain from bargain purchase, per PFRS 3).

ANNEX D

BANK OF THE PHILIPPINE ISLANDS **Information required by Part I, paragraphs (A), (B), and (C) of “Annex C”, as amended, SRC Rule 12**

PART I - BUSINESS AND GENERAL INFORMATION

A. Description of business

As the first bank in the Philippines and in Southeast Asia, Bank of the Philippine Islands has established a history of client trust, financial strength, and innovation. Since 1851, the Bank's business, products, and services have created sustainable value and played a significant role in every Filipino's daily life, as well as in the country's growing economy.

A fully diversified universal bank and a recognized leader in the banking industry, BPI offers a diverse range of products and services in consumer and corporate banking as well as in asset management, payments, insurance, investment banking, foreign exchange, leasing, and securities distribution. BPI is focused on leveraging digital technology to provide its clients across all segments - corporate, consumer, and small, medium and micro-entrepreneurs - outstanding customer journeys anchored on trust and best digital offerings.

As of September 30, 2022, the Bank has 18,340 employees serve over 9.10 million customers through its digital platforms and the 1,178 branches of BPI and BPI Direct Banko.

Principal Subsidiaries

BPI's principal subsidiaries are:

1. BPI Capital Corp. (“BPI Cap”) is an investment house that offers a full suite of services covering a comprehensive program: from corporate finance and capital markets advisory, project finance and loan syndication, to debt and equity underwriting and securities distribution. It began operations in December 1994. BPI Cap wholly owns BPI Securities Corp., a stock brokerage.
2. BPI Direct Banko, Inc., A Savings Bank (“Banko”), serves microfinance customers through branch, digital, and partnership channels. Founded in July 2009 as BPI Globe Banko, it is now wholly owned, following a September 2016 purchase of stakes owned by Ayala Corp. (20%) and Globe Telecom, Inc. (40%) and a December 2016 merger with BPI Direct Savings Bank, Inc.;
3. BPI International Finance Limited (“BPI IFL”), originally established in August 1974, is a deposit-taking company authorised and regulated by the Hong Kong Monetary Authority. It is also licensed by the Securities and Futures Commission of Hong Kong to undertake Type 1 (Dealing in Securities), Type 4 (Advising on Securities) and Type 9 (Asset Management) regulated activities. Its principal business activities are: 1) providing banking services mainly in relation to term deposits and loans; 2) providing securities brokerage services in relation to dealing and advising on securities; and 3) providing asset management services;
4. BPI Remittance Centre Hong Kong Ltd. (“BERC HK”) is a licensed money service operator in Hong Kong servicing the remittance services to beneficiaries residing throughout the Philippines. On November 21, 2018, BPI IFL distributed its shares in BERC HK as a property dividend to the Parent Bank. BERC HK became an immediate subsidiary of the Parent Bank following this;
5. BPI (Europe) Plc (“BPI Europe”) is a UK-licensed bank authorised by the PRA, jointly regulated by the PRA and the Financial Conduct Authority (FCA). It has been in operation since 2007, and started off with a paid-up capital of £20 million, subsequently increased to £100 million after equity infusions in 2020 and 2021. The bank offers simple retail deposit products, and engages in the proprietary trading of fixed income securities, foreign exchange and syndicated loans;

6. BPI/MS Insurance Corp. (“BPI MS”) is a non-life insurance company. It is a joint venture with Mitsui Sumitomo Insurance Co. (who owns a 49% stake), and is the result of a merger of FGU Insurance Co. and FEB Mitsui Marine Insurance Co., which was acquired as a subsidiary of Far East Bank in 2000;

7. BPI Asset Management and Trust Corporation (“BPI AMTC”) is a Stand Alone Trust Corporation (SATC) serving both individual and institutional investors with a full suite of local and global investment solutions. BPI AMTC commenced operations on February 1, 2017;

8. BPI Investment Management Inc. (“BIMI”) is a wholly owned subsidiary of the Bank and serves as the Bank’s fund manager, investment advisor and principal distributor of the ALFM & PAMI Mutual Funds – open-end investment companies registered with, and regulated by, the Securities and Exchange Commission (SEC).

1. Principal Products & Services

The Bank offers a wide range of corporate and retail banking products. The Bank has two major categories for products and services. The first category covers its core financial intermediation business, which includes, deposit taking, lending, and securities investments. As of September 30, 2022, revenue from this category is collectively termed as net interest income and accounts for 70% of net revenues. The second category covers services ancillary to the Bank’s financial intermediation business, and from which it derives transaction-based commissions, service charges and other fees. These include investment banking and corporate finance fees, asset management and trust fees, stock brokerage fees, credit card-related fees, rental of bank assets, income from insurance subsidiaries and service charges or commissions earned on international trade transactions, drafts, fund transfers, various deposit-related services, and revenues from transactions on the digital channels. Commissions, service charges, and other fees, when combined with trading gains and losses arising from the Bank’s fixed income and foreign exchange operations, constitute non-interest income, which accounts for the remaining 30% of net revenues.

2. Percentage of Revenues and Net Income Contributed by Foreign sales for each of the last 3 full years

	2019	2020	2021
Share in Total Revenue (%)	0.47	0.42	0.68
Hong Kong	0.31	0.27	0.49
USA	(0.00)	0.00	0.00
Europe	0.16	0.15	0.18
Share in Total Net Income (%)	(0.28)	(0.05)	0.66
Hong Kong	(0.32)	(0.14)	0.54
USA	(0.06)	0.00	0.00
Europe	0.09	0.10	0.12

3. Distribution Network

BPI has 869 branch licenses as of September 30, 2022. With the decline in over-the-counter transactions and the shift to digital, the Bank has also begun branch network optimization by co-locating 109 branches and consolidating 7 branches for cost efficiency and higher productivity, resulting in 753 physical locations nationwide. Additionally, there are 309 BPI Direct Banko branches and Branch-Lite Units (BLUs) set up in strategic locations in the country. Overseas, BPI has three branch licenses, while total physical locations is two, composed of 2 London branches co-located and one Hong Kong office (BPI IFL).

BPI maintains a specialized network of overseas offices to service Filipinos working abroad. To date, BPI has three Remittance Centers located in Hong Kong and two representative offices located in UAE and Japan. BPI also maintains remittance tie-up arrangements with various foreign entities in several countries to widen its network in serving the needs of Filipinos overseas.

BPI’s ATM network has a total of 2,077 terminals as of September 30, 2022, of which 1,741 are ATMs and 336 are Cash Accept Machines (CAMs).

4. Status of Publicly-Announce New Products or Services

The Bank announced the launch of the sixth installment of its seven customer engagement platforms last October 2022. The current platforms include:

- BPI Mobile and BPI Online for retail clients
- BPI Trade for investors in the stock market
- TODO Savings, a BanKo app, for self-employed micro-entrepreneurs
- BizLink for corporate clients
- VYBE, BPI's e-wallet, for broad market

The Bank have 6 platforms available and expect to soft launch its 7th platform designed for High Net Worth clients in December, with a full launch early next year. The Bank also expects to launch the BPI Trade App.

5. Competition

With 45 universal and commercial banks operating in the Philippines as of 30 September 2022, the banking industry in the Philippines is characterized by high levels of regulation and highly competitive pricing and service offerings. BPI competes against domestic and foreign banks that offer similar products and services as BPI. Since the further liberalization of the Philippine banking industry in 2014, foreign banks have expanded from their traditional focus on Metro Manila and large-scale corporations to building their own networks to increase market share, primarily through acquisitions of small domestic savings banks. Foreign banks tend to benefit from the support of their parent companies or established regional operations, but they are limited by local regulations to a maximum of six Philippine branches in order to protect the growth and participation of local banks.

In addition, the prevalence of smartphones and other connectivity devices and mobile data applications has increased the number of platforms providing online payment solutions, electronic money and wallets, and other similar services and products. The emergence of such web- and app-based products and services has significantly increased competition with those traditionally provided by banks, such as BPI. The quarantine and other movement restrictions imposed in connection with the COVID-19 pandemic also serve to increase demand for such digital and online solutions. Banks compete with expanding financial technology (fintech) solutions covering (i) mobile payment or e-wallet applications such as but not limited to GCash and PayMaya and (ii) peer-to-peer lending platforms, among others. Moreover, to date, the BSP has granted six (6) digital bank licenses in addition to banks offering no-branch banking services through their respective mobile apps which provide all-online retail banking services despite having existing commercial and universal banking licenses.

According to data available from the Bangko Sentral ng Pilipinas, the Bank is the third largest universal bank in the country in terms of total assets which stood at ₱2.53 trillion as of 30 September 2022. The Bank also holds a significant market share in the deposit, lending, and asset management markets. According to industry data on Philippine publicly listed banks, the Bank is the Philippines' second largest in terms of gross customer loans and assets under management with market shares of 14.6% and 18.0%, respectively, and third largest in terms of deposits at 12.2% as of 30 September 2022. The Bank also enjoys a significant presence in the finance and operating lease business, government securities dealership, securities distribution and foreign exchange business. It is also a market leader in electronic banking where it has been a first mover and innovator in the use of automated teller machines (ATMs), cash acceptance machines (CAMs), point-of-sale debit systems, kiosk banking, phone banking, internet banking and mobile banking.

6. Sources and availability of raw materials and the names of principal suppliers.

Not applicable.

7. Dependence on One or a Few Major Customers and Identification of Such

The Bank monitors its large exposures to individual borrowers and borrower groups as the BSP generally prohibits any bank from maintaining a financial exposure to any single person or group of connected persons in excess of

25% of its net worth. The Bank is committed to ensure strict compliance with laws, regulations and reporting requirements relating to single borrower limits.

8. Related Parties

In the ordinary course of business, BPI has entered into various transactions with its Directors, Officers, Stockholders and their Related Interest ("DOSRI"), including loan transactions. BPI and all its subsidiaries have always been in compliance with the General Banking Act, BSP Circulars and regulations on DOSRI loans and transactions. As of December 31, 2021, DOSRI loans amounted to 1.0% of loans and advances as per Note 25, 31, and 32 of the 2021 audited consolidated financial statement.

9. Patents, Trademarks, Licenses, Franchises, etc.

BPI sells its products and services through the BPI trademark and/or trade name. All its major financial subsidiaries carry the BPI name prefix and so do its major product and service lines.

Following are some of BPI's trademarks for its products and services:

- a) BPI Express Assist ("BEA"), for its branch queuing facility
- b) BPI Debit and BPI Debit Cards, for its debit cards
- c) BPI Credit and BPI Credit Cards, for its credit cards
- d) Express Cash, My ePrepaid, and BPI ePay, for its prepaid cards
- e) BPI Phone Banking, for its contact center facility
- f) BPI Online, for its internet-based transaction platform for retail customers
- g) BPI Mobile, for its mobile banking facility
- h) Bizlink, for its internet banking platform for business and corporate clients, including the BizLink mobile app
- i) Express Collect, for its bills collection agreements

All BPI's trademark registrations are valid for 10 years with years of expiration varying from year 2021 to 2030. Trademarks intended to be used or maintained by BPI are so maintained and renewed in accordance with applicable Intellectual Property laws and regulations. BPI closely monitors the expiry and renewal dates of its trademarks to protect BPI's brand equity.

In terms of business licenses, BPI has an expanded commercial banking license while BanKo have savings bank license. BPI Capital has an Investment House license engaged in dealing Government Securities and as Mutual Fund Distributor. BPI AMTC has a trust license, securities custodian license and is a PERA-accredited administrator while BIMi has an investment company adviser license, mutual fund distributor license, and is a registered transfer agent. BPI MS was granted by the Insurance Commission a Certificate of Authority to transact and sell non-life insurance products.

For foreign business licenses, BPI (Europe) Plc is a UK-licensed bank authorized by the Prudential Regulation Authority ("PRA") and regulated by the PRA and the Financial Conduct Authority ("FCA"). Meanwhile, BPI IFL is a deposit-taking company authorized and regulated by the Hong Kong Monetary Authority. It is also licensed by the Securities and Futures Commission of Hong Kong to undertake Type 1 (Dealing in Securities), Type 4 (Advising on Securities) and Type 9 (Asset Management) regulated activities.

10. Need for any Government Approval of Principal Products or Services

The Bank is a domestic commercial bank with an expanded banking license and was registered with the Securities and Exchange Commission (SEC) on January 4, 1943. The Parent Bank's license was extended for another 50 years on January 4, 1993.

11. Effect of Existing or Probable Governmental Regulations on the Business

Under the General Banking Act, the Monetary Board of the BSP is responsible for regulating and supervising financial intermediaries like BPI. The implementation and enforcement of the BSP regulations is primarily the responsibility of the supervision and examination sector of the BSP.

BPI, as a publicly listed company ("PLC"), is also governed by SEC memorandum circulars and BIR revenue regulations.

12. Research and Development Activites (3 years)

BPI spent the following for the last three years on Personnel Training and on Systems/Application Software:

	In Million Pesos	% of Revenues
2019 (as restated)	1,018.8	1.1
2020	1,303.0	1.3
2021	1,870.7	1.9

13. Costs and effects of compliance with environmental laws

Not applicable

14. Employees

Below is a breakdown of the manpower complement of BPI in 2020, 2021, and September 25, 2022:

	December 31, 2020 Actual			December 31, 2021 Actual			September 25, 2022 Actual		
	Officers	Staff	Total	Officers	Staff	Total	Officers	Staff	Total
Unibank	6,825	12,562	19,387	6,646	11,967	18,613	6,743	11,058	17,801
Consumer	4,553	11,093	15,646	3,820	9,353	13,173	3,816	8,597	12,413
Corporate	906	816	1,722	895	582	1,477	931	541	1,472
Investment	393	193	586	377	142	519	417	137	554
Support	973	460	1,433	1,554	1,890	3,444	1,579	1,783	3,362
Insurance Companies	123	442	565	123	445	568	119	420	539
TOTAL	6,948	13,004	19,952	6,769	12,412	19,181	6,862	11,478	18,340

Majority or 75% of the staff in the Unibank are members of various unions and are subject to Collective Bargaining Agreements (CBAs). The current CBA of the parent company was concluded / signed last July 22, 2021, which covers the period of April 1, 2021 to March 31, 2024.

CBA for BPI Family Savings Bank was concluded/ signed last December 2, 2020. The BFSB CBA covers the period November 1, 2020 to October 31, 2023.

15. Enterprise Risk Management

The Bank manages risk exposures according to three major classifications: credit, market and liquidity, and operational and IT risks. The Bank is exposed to these financial risks primarily through lending activities, trading and investment in securities, currencies, financial derivatives and structured investment products, and engaging in operating activities, infrastructure and technology to support the Bank's day-to-day business. The risks

associated with these activities are closely monitored through the various key risk indicators (KRIs) and metrics, risk appetite and limits, and management triggers defined and set by the Board through its Risk Management Committee (RMCom). The Chief Risk Officer of the BPI Group leads the Bank's Risk Management Office to support the RMCom in identifying, measuring, controlling, monitoring, and reporting the Bank's financial and non-financial risks exposures. The Bank has established risk management policies and standards ensuring that controls are generally in place and working effectively. These allow the Bank and its key subsidiaries to manage credit, market and liquidity, operational and information technology (IT) risks, as well as emerging risks such as environmental and social risks, within the RMCom-approved risk appetite (BPI subsidiary Board-level RMComs in the case of key BPI subsidiaries). Dedicated and skilled risk managers, including business risk and subsidiary risk officers, fully support the Bank's three lines-of-defense (3LoD) risk organization.

The heightened uncertainties continued to be observed in the global and local financial markets have resulted in more active risk management strategies in the Bank. Sensitivity analyses, forward-looking simulations and stress testing, regular risk monitoring and escalation procedures, risk MIS reporting and in-depth discussions involving business units, Senior Management, and the Board of Directors, are measures to strengthen the effectiveness of the Bank's enterprise risk management (ERM) framework. The Bank continues to implement a formal integrated risk and capital stress testing framework, with forward-looking assessment of risks to facilitate development of contingency plans and risk strategies, under given stressed scenarios crafted by the Bank's experts. Under the baseline projections, incorporating forward-looking macroeconomic assumptions and scenarios on the lingering impact of COVID-19, rising interest and inflation rates, Peso depreciation, and geopolitical events, the Bank's capital position on both consolidated and solo bases will remain strong and well within the regulatory minimum CAR and CET1 ratios. The levels of risk limits and exposures are regularly reviewed to reflect the Board's overall risk appetite and strategy.

The Bank is able to manage overall credit risks and maintain asset quality for the period, evidenced by generally acceptable NPL ratios relative to the Bank's total loan portfolio, diversified portfolio across key industries, adequate loan loss provisioning, and general compliance to BSP guidelines and regulatory ceilings on credit risk (including single borrower's limit and related party transactions). The Bank's NPL ratio was at 1.94% as of September 2022. Review of credit portfolios, products and programs, internal and regulatory credit stress tests, and risk reporting to Senior Management and the RMCom are regularly conducted to ensure that the Bank practices sound credit risk management. Since January 2018, the Bank adopted the accounting standards on classification and measurement under PFRS 9 guidelines. The Bank began recognizing credit losses upon initial recognition of its assets through the Expected Credit Loss (ECL) models. The Bank also complies with BSP's requirement of maintaining 1% general loan loss provisions for Stage 1 loans as prescribed by BSP 1011. In view of the lingering COVID-19 pandemic and recent economic developments, the Bank regularly updates its macroeconomic forecasts and uses these forecasts to update the forward-looking, point-in-time probability of default and loss rate models used in ECL calculation. Industry risk assessments, proactive collection and loan restructuring measures, and disciplined loan loss provisioning are being strictly observed to mitigate the effects of the COVID-19 pandemic, credit vulnerabilities due to recent economic developments, and industry risks on the Bank's borrowing accounts.

The Bank closely monitors the risk exposures of both trading and non-trading portfolios. Assets in both on- and off-balance sheet trading portfolios are marked-to-market and the resulting gains and losses are recognized through profit or loss. Market risk exposures are measured using the historical simulation Value-at-Risk (VaR) model complemented by several risk metrics such as Stop Loss and DV01. For the third quarter of 2022, the Philippine Government Securities (GS)/PHP BVAL rates and US treasury rates continued to increase with levels up by an average of around 222 bps and 275 bps across the curve year-to-date, driven by persistently high levels of inflation, aggressive hikes and hawkish expectations in foreign and domestic policy rates, and the continued heightened geopolitical tensions and confrontations which have an adverse impact on the Bank's trading and securities/investment portfolios. Given the uncertainties, the Bank prudently manages its trading positions and ensures that its activities are within its set risk appetite, with its trading VaR levels well within the RMCom-approved limits as of end of the third quarter of 2022.

The Bank also conducts regular price stress tests that measure the potential impact of adverse movements in interest rates and other risk factors on the Bank's trading and banking books, and the corresponding impact to the Bank's CAR and CET1 ratios. The stress-testing activities are useful to help better assess how extreme yet plausible conditions and external events may potentially affect the Bank's resilience and financial condition. The results of the third quarter 2022 price stress test on both the trading and banking books showed that the Bank's post-shock CAR and CET1 levels are expected to be well above the minimum regulatory requirement given adverse movements in risk factors.

Interest rate risk exposures arising from core banking activities are measured through (a) Earnings-at-Risk (EaR), or the potential deterioration in net interest income over the short- to medium- term horizon (i.e., those occurring in the next one to three years) due to adverse movements in interest rates, and (b) Balance Sheet Value-at-Risk (BSVaR), or the impact on the economic value of the future cash flows in the banking book due to changes in interest rates. As of the third quarter of 2022, BPI Group's BSVaR and EaR levels are well within the RMCom-approved limits.

The Bank's liquidity profile is measured and monitored through its internal metric, the Minimum Cumulative Liquidity Gap (MCLG) supplemented by liquidity risk monitoring tools, as well as through regulatory metrics, Liquidity Coverage Ratio (LCR) and Net Stable Funding Ratio (NSFR). MCLG measures the smallest net cumulative cash inflow (if positively gapped) or the largest net cumulative cash outflow (if negatively gapped) over the next three months. LCR promotes the short-term resilience of the Bank's liquidity risk profile and requires the Bank to hold an adequate level of high-quality liquid assets (HQLA) to cover net cash outflows in the next 30 days. NSFR, on the other hand, requires the Bank to maintain a stable funding profile so as to cover its assets over a horizon of one year. Both LCR and NSFR are designed to strengthen the resilience of the Bank against liquidity shocks. As of the third quarter of 2022, BPI Group's MCLG is well above the RMCom-approved minimum while actual LCR and NSFR figures exceed the prescribed minimum requirement set by the BSP.

The Bank regularly reviews its risk models and assumptions to assess performance, accuracy and/or effectiveness, from which recalibration or update is conducted, as necessary. Model validation is performed by a team independent of development, guided by an established framework and standards. Independent validation reports are presented to the Bank's RMCom and action items are subject to monitoring and review. Enterprise risk systems are continuously enhanced and/or upgraded in light of increasing regulatory expectations and the Bank's risk data aggregation initiatives towards the completeness, accuracy, timeliness and quality of risk data, dashboards, and reporting.

On the Bank's management of operational and IT risks, for the third quarter of 2022, the Bank has maintained estimated operational and IT losses related to the Bank's operating activities to less than 1% of gross income. Such minimal losses are well within the Senior Management and Board/RMCom's conservative and prudent risk appetite and are generally attributed to inherent risks in executing the Bank's day-to-day business operations. The Bank is conscientiously aware of new and emerging industry-wide risks, and duly considers these in regular risk assessments and in updating the Bank's risk strategies.

With the increased vulnerability to cyber-attacks as a result of the increasing amount of employees working remotely and evolving threat landscape, investments in technology-based defenses remain to be a core cyber security strategy of the Bank. The 24/7 Cyber Security Operations Center enables the Bank to detect and respond to attacks when these happen. The Bank continues to deploy new technical tools to protect against email- and network-based attacks as well as expanding the coverage and depth of threat intelligence, with specific focus on combating phishing attacks.

The Bank continues to also put premium on building and maintaining a cyber-aware organization and has invested accordingly in an Information Security Awareness Program to ensure that employees are aware of the importance of protecting information. Awareness campaigns are also conducted for clients to combat fraud, which has risen with the increased adoption of online services by the public, and these have been intensified with sustained engagement in social media, BPI websites, press releases, e-mail bulletins and media outings.

For personnel safety and welfare given the COVID-19 pandemic, the Bank continues to fully comply with health and medical guidelines from the DOH and DOLE. Vaccines and booster shots are continuously provided to its employees and dependents, and lesser density in the corporate offices is maintained complying with the social distancing rules through work from home arrangement and split operations using the BCP sites, newly established alternate work sites, and/or mobility areas.

Considering the Bank's operational-related risk losses, both actual and hypothetical losses from the scenario analysis exercise, the Bank is sufficiently capitalized to cover both the expected and unexpected operational related losses.

B. Description of Property

The Bank does not have any material pending legal proceedings to which the registrant or any of its subsidiaries or affiliates is a party or of which any of their property is the subject.

In view of the planned re-development of the BPI Head Office building located at 6768 Ayala Avenue, Makati City, BPI's executive office and select business and support units have relocated to the Ayala North Exchange Tower 1, Ayala Avenue corner Salcedo St., Legaspi Village, Makati City and BPI Buendia Center, located at Sen. Gil J. Puyat Avenue, Makati City. The remaining business and support units have also relocated to various other sites in Makati, San Juan, Quezon City, and Muntinlupa.

The rest of the business and support units have also temporarily relocated to BPI Buendia Center and various other sites in Makati, San Juan, Quezon City, and Muntinlupa. As of September 30, 2022, of the Bank's 869 branch licenses excluding BanKo (753 physical branches, excluding BanKo), 459 operate in Metro Manila/Greater Metro Manila Area and 410 in the provincial area. BPI owns 32% of these physical branch locations and leases the 68%. On January 1, 2019, the Bank adopted PFRS 16: Leases which requires recognition of both right-of-use assets and lease liability arising from long-term leases. As of December 31, 2021, right-of-use assets and lease liabilities amounted to ₱6,631 million and ₱7,326 million, respectively.

These offices and branches are maintained in good condition for the benefit of both the employees and the transacting public. The Bank enforces standards for branch facade, layout, number and types of equipment and upkeep of the premises. As it adjusts to the needs of its customers, the Bank also continuously reconfigures the mix of its traditional branches, kiosk branches, and branch-lite units, while complemented by its digital channels.

BPI (as lessee) has various lease agreements which mainly pertain to branch premises and equipment that are renewable under certain terms and conditions. Rental contracts are typically made for fixed periods of 4 to 6 years. Further details pertaining to leases under PFRS 16 are reflected in Note 20 of the 2021 Audited Financial Statements.

C. Legal Proceedings

The Bank does not have any material pending legal proceedings to which the registrant or any of its subsidiaries or affiliates is a party or of which any of their property is the subject.

ANNEX D-1

Information required by Part I, paragraphs (A), (B), and (C) of “Annex C”, as amended, SRC Rule 12

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PART I - BUSINESS AND GENERAL INFORMATION

Business

(a) Form and Year of Organization

Robinsons Bank Corporation (“Bank”), as it is today, is the surviving entity of the merger on May 25, 2011 of “Robinsons Savings Bank Corp.”, a savings bank organized on October 8, 1997 and “Robinsons Bank Corporation”, formerly The Royal Bank of Scotland (Philippines), Inc., a commercial bank which was originally established on April 28, 1966.

(b) Bankruptcy, receivership and similar proceedings

The Bank is not subject to any bankruptcy, receivership or similar proceedings.

(c) Material reclassification, Merger, Consolidation, or Purchase or Sale of Assets

Robinsons Savings Bank, a bank which was 100% owned by JG Summit Capital Services Corporation (JGSCSC), opened its doors to business in November 1997. It has grown from a small savings bank with a single branch which soon increased to four (4) and by end of 2019 to a 161 branches-strong (148 of which belongs to the Bank and 13 to its subsidiary, Legazpi Savings Bank (“LSB”) and 17 branch-lites (3 for the Bank and 14 for LSB) commercial bank through organic expansion, strategic acquisitions and merger.

The Bank started to grow its branches by bidding and winning from PDIC eight (8) branches of the former Prime Savings Bank. Then in 2002, Robinsons Savings Bank acquired nineteen (20) branches of ABN Amro Savings Bank (Philippines), its licenses to operate branches and its bank deposits. This acquisition made Robinsons Savings Bank the country’s seventh largest thrift bank during the same year.

On April 28, 2010, the *Bangko Sentral ng Pilipinas* (BSP) approved the acquisition of The Royal Bank of Scotland (Philippines), Inc., a commercial bank, by JGSCSC and Robinsons Holdings, Inc. (RHI) on a 60:40 ratio.

On August 26, 2010, The Royal Bank of Scotland (Philippines), Plc. was renamed as “Robinsons Bank Corporation”. And on December 17, 2010, the *Bangko Sentral ng Pilipinas* (BSP) endorsed to the Securities and Exchange Commission (SEC) the merger between Robinsons Bank Corporation, the commercial bank, and Robinsons Savings Bank, the savings bank, with Robinsons Bank Corporation as the surviving entity. On May 25, 2011, the SEC approved the merger of Robinsons Bank Corporation and Robinsons Savings Bank, with the former as the surviving entity. With this merger, the Bank became the 14th largest amongst commercial banks and the 31st largest bank in the Philippine banking system by the end of 2010.

In December 2012, Robinsons Bank Corporation acquired Legazpi Savings Bank, Inc. With the acquisition, Legazpi Savings Bank (LSB) became a wholly-owned subsidiary of Robinsons Bank Corporation (hereinafter collectively referred to as the “Group”). The acquisition of LSB opened up business lines and helped grew the target market for

Robinsons Bank in the Bicol region. Moreover, this has allowed the Bank to operate its countryside banking through LSB's branches and branch-lite units.

On June 27, 2018, the Bank's Board of Directors approved the increase of the Bank's Authorized Capital Stock from Php 15.00 billion to Php 27.00 billion divided into 2,700,000,000 common shares at Php10.00 par value per share, or a net increase of Php12.00 billion divided into 1,200,000,000 common shares at Php10.00 par value per share. This was approved on August 23, 2018 by the Bank's stockholders and later endorsed by the BSP to the SEC on December 12, 2018 and was subsequently approved by SEC on March 18, 2019.

On February 11, 2021, the Bank subscribed to 85,667 common shares worth Php8,566,700.00 of Unicon Insurance Brokers Corporation ("Unicon") which is equivalent to 40% ownership in Unicon. Likewise, on August 24, 2021, the BSP approved the Bank's Php250 million equity investment in GoTyme Bank Corporation ("GoTyme") which is equivalent to 20% ownership in GoTyme, a digital bank.

Based on the BSP's website, as of June 30, 2022, of the forty-five (45) universal and commercial banks operating in the Philippines, the Bank ranked 16th in terms of Total Assets at Php173 Billion; 17th in terms of Total Deposits at Php135.8 Billion; 15th in terms of Total Loans (net) at Php100.6 Billion; 15th in terms of Return on Equity (ROE) at 9.79%; and 15th in terms of Total Stockholder's Equity at Php19.665 Billion.

(d) Business of Issuer – Description of the Business and its Significant Subsidiaries

The Bank is the financial services arm of Gokongwei Group of companies. The Bank is 60.0% owned by JG Summit Capital Services Corp. (JGSCSC) and 40.0% owned by Robinsons Retail Holdings, Inc. (RRHI). It is a full-service commercial bank and has for its cornerstone a business portfolio of market leaders, a solid financial position and a formidable management team which serve the banking requirements of its customers, business partners and the general banking public through its wide array of products and services.

The Group, offers a full suite of deposit, lending (commercial and consumer), treasury, and trust products and services to corporate, commercial, and retail customers.

i. Principal Products and Services

Robinsons Bank offers a wide array of products and services that cater to a diverse range of clients – from large corporations, to SMEs, and consumer and retail markets:

A. DEPOSITS

1. Savings Account

Philippine Peso

- Passbook Savings Account
- ATM Savings Account
- Tykecoon Savings Account
- Special Savings Account
- Simple Savings Account
- IPONsurance Account
- RRewards Savings Account

Foreign Currency

- US Dollar Savings Account

- Third Currency Account (EUR, JPY)

2. Checking Account

- Regular Checking Account
- Corporate Checking Account

3. Time Deposit

- Peso Time Deposit
- US Dollar Time Deposit
- Third Currency Time Deposit (EUR, JPY)

B. LOANS

1. Corporate and SME Loans

- Short Term Revolving Facilities
 - Revolving Promissory Note Line (RPNL)
 - Trade Check Discounting Line
 - Packing Credit Line
 - Domestic Bills Purchasing Line
- Short-Term and Long-Term Loans
- SME Loans
 - GO! mSME Loan
 - GO! Small Biz Loan Growing Opportunities
- Trade Facilities
 - Import/Domestic Trade Facilities
 - Letter of Credit Line
 - Trust Receipt (TR) Line
 - Shipping Guarantee
 - Export Financing
 - Export Bills Purchase Line
 - Others
 - Standby LC Facility
 - Bank Guarantee

2. Consumer Loans

- GO! Housing Loan
- GO! Auto Loan
- GO! Personal Loan
- GO! Motorsiklo Loan
- Vehicle Fleet Financing
- InstaBalé

C. CREDIT CARDS

1. UNO® Mastercard
2. UNO® Platinum Mastercard
3. DOS® Mastercard
4. DOS® Platinum Mastercard
5. Robinsons Cashback Card
6. Card Acquiring Services
7. PRU Life UK Mastercard

D. TREASURY AND GLOBAL MARKETS

1. Foreign Exchange
 - FX Spot
 - FX Forwards
2. Fixed Income
 - Peso Denominated Government Securities and Other Debt Instruments
 - Peso Sovereign Bonds (Treasury Bills, FXTNs, RTBs)
 - Peso Corporate Bonds
 - Foreign Currency Denominated Bonds
 - US\$ Sovereign Bonds (ROPs and other Sovereign Bonds)
 - US\$ Corporate Bonds
3. Investments
 - Peso, US\$, EUR Time Deposit

E. CASH MANAGEMENT

1. Disbursement Facilities
 - Payroll Services
 - Electronic Crediting
 - eGov
 - Outsourced Manager's Check Printing
 - Outsourced Corporate Check Printing
 - SME Builder Check Pro
 - SME Builder HRIS
2. Collection Facilities
 - Bills Payment (Over-the-Counter, ATM, Online Banking)
 - Post Dated Check Warehousing
 - Reference Account Collection
 - Corporate Auto Debit Arrangement
3. Remittance
 - Western Union Remittance Facility
4. Liquidity and Account Management

F. PAYMENTS

1. Direct2Bank PesoNet
2. Direct2Bank InstaPay
3. Real-Time Gross Settlement (RTGS)
4. Philippine Domestic Dollar Transfer System (PDDTS)
5. SWIFT
6. QuickR

G. TRUST SERVICES

1. Unit Investment Trust Fund
2. Personal Management Fund
3. Personal & Corporate Investment Management
4. Escrows
5. Retirement Fund Management
6. Mortgage Trust Indentures
7. Safekeeping
8. Trust Products:
 - a. Payday Money Market Fund
 - b. Equity Index Feeder Fund

c. Equity Opportunity Feeder Fund

H. ELECTRONIC BANKING CHANNELS

1. ATM
2. RBank Digital
 - a. Website
 - b. Mobile Banking App
3. RBank Sign Up – Online Account Opening App
4. Corporate e2Banking
5. RBankMo Malapit Sayo – Agency Banking
6. RBank Remit

I. BANCASSURANCE

1. PRU Personal Accident
2. PRU Wellness
3. PRU Shield
4. PRU Life Care Series
5. PRU Term 15
6. Mortgage Redemption Insurance (MRI)

J. ANCILLIARY SERVICES

1. Manager's Check
2. Cash Acceptance Machine (Day & Night Depository)
3. Deposit Pick-Up and Delivery
4. Foreign Currency Conversion
5. Safety Deposit Box

ii. **Subsidiaries and Investments**

Legazpi Savings Bank, Inc.

LSB, a wholly owned subsidiary of the Bank, is a thrift bank primarily engaged in deposit-taking and lending activities. LSB was acquired in 2012 by the Bank under the BSP strengthening program for thrift and rural banks. LSB implemented various key expansion initiatives. In its nearly five decades of operating in the Bicol region, LSB took the opportunity to span its countryside reach in two of the fastest growing regions in the country – CALABARZON and the Central Luzon. This move made LSB's total network consisting of 14 branches and 5 Branch-Lite Units.

In 2021, LSB continues to focus on ramping up its high-yielding loan portfolio by aggressively growing the: Department of Education's Automatic Payroll Deduction System (DepEd APDS), Microfinance, and Consumer Loans. It can be recalled that LSB acquired accreditation for providing teacher's salary loans under the DepEd APDS in 2018.

Also, 2021, LSB felt the impact of the COVID-19 pandemic, particularly in its loan production and income generation. Moreover, the Bank's compliance with the "Bayanihan to Heal as One Act" and the "Bayanihan to Recover As One Act", affected its bottom line as it registered a net loss during the year, dragging down the parent bank's core income by Php51,034,028.00 whereas in 2019, it contributed Php125,666,513.00. Despite the effects of the pandemic, LSB continued its expansion by adding 1 Full Branch in Rizal and 1 Branch-Lite Unit in Bulacan in its aim to widen its reach and better serve its DepEd APDS and Microfinance clients, bringing the total branch/branch-lite network to 19. LSB also now has 19 ATMs as of December 31, 2021.

Unicon Insurance Brokers Corporation

On February 11, 2021, the Bank invested in Unicon Brokers Insurance Corporation (“Unicon”) the amount Php8,566,700.00 covering 85,667 common shares which is equivalent to 40% ownership in Unicon. The remaining 60% is owned by JG Summit Holdings, Inc. Unicon is an insurance brokerage whose primary target market is to cater the insurance brokerage services needs of the Gokongwei Group.

GoTyme Bank Corporation

On August 24, 2021, the BSP approved the Bank’s Php250 million equity investment in GoTyme Bank Corporation (“GoTyme”) which is equivalent to 20% ownership in GoTyme. GoTyme is a digital bank which offers financial products and services that are processed end-to-end through a digital platform and/or electronic channels with no physical branch/sub-branch or branch-lite unit offering financial products and services. As such, GoTyme plans to leverage on the Gokongwei Group’s business ecosystem. Its other stockholders are Robinsons Land Corporation – 20%; Robinsons Retail Holdings, Inc. – 20%; and Tyme Global Limited – 40%. The SEC approved GoTyme’s incorporation last December 28, 2021.

iii. Percentage of Sales and Revenues

The income from the Bank’s products and services are categorized into two, namely: First, interest income from the Bank’s lending, investing, and trading activities which accounts for **90%** of the Bank’s revenues; and Second, other income from commissions, fees, service charges, income from sale of assets, among others which account for the remaining **10%** of the Bank’s revenues.

iv. Distribution Methods of Products and Services

The Group’s products and services are made available to its corporate, commercial and retail clients through multiple channels: 190 branch networks in 2021 (of which 154 belongs to the Bank; 14 are LSB branches); 22 Branch-lite units (8 Bank, 14 LSB); 393 ATMs; online banking (<https://www.robinsonsbank.com.ph>); and mobile banking which are made available to and can be accessed by Android and iOS users. (include agency banking partners, i.e. Premiumbikes, GrowSari, and GoRewards)

Robinsons Bank’s Branches and Branch-Lite Units Directory:

Metro Manila Branches as of September 30, 2022:

1. A. ARNAIZ AVENUE* - Unit 7A Commercial Space, The Beacon Makati, A. Arnaiz Avenue corner Chino Roces Ave, Makati City
2. ACACIA LANE - SHAW BOULEVARD* - G/F Padilla Bldg. 333 Shaw Boulevard, Brgy. Bagong Silang, Mandaluyong City
3. ADRIATICO* - G/F Robinsons Place Manila, Adriatico Street, Ermita, Manila City
4. ALABANG* - G/F Unit 4, El Molito Commercial Complex, Madrigal Avenue cor Alabang-Zapote Road, Alabang, Muntinlupa City
5. AMORSOLO* - G/F Don Pablo Building, 114 Amorsolo Street, Legaspi Village, Makati City
6. ASUNCION - BINONDO* - G/F Don Norberto & Doña Salustiana Ty Building, #403 Asuncion Street corner San Nicolas Street, Binondo, Manila
7. AYALA - RUFINO* - G/F Keyland Building, 6797 Ayala Avenue corner V.A. Rufino St., Makati City

8. BANAWÉ* - Store No. 2, LI Commercial Building, Lot 5 Block 240, Banawe Street, Brgy. Tatalon, Quezon City
9. BETTER LIVING* - G/F Triple M Commercial Building, Doña Soledad Avenue corner Australia Street, Better Living Subd, Parañaque City
10. BGC - BURGOS CIRCLE* - G/F Unit B, The Crescent Park Residences, 30th Street corner 2nd Avenue, Bonifacio Global City, Taguig City
11. BGC - RIZAL DRIVE* - G/F UDENNA tower, Rizal Drive corner 4th Avenue, Bonifacio South District, Bonifacio Global City, Taguig City
12. BGC 32ND STREET* - One World Place, 32nd Street, Bonifacio Global City, Taguig City
13. BGC 34TH STREET* - Shop 1 Panorama Tower, 34th Street corner Lane A, Bonifacio Global City, Taguig City
14. BINONDO* - GF01 MZ01 Pacific Centre Building, 460 Quintin Paredes corner Sabino Padilla Street, Binondo, Manila
15. BONIFACIO GLOBAL CITY* - Ground Level, Market Market Mall, Bonifacio Global City, Taguig City
16. BRIDGETOWNE - C5* - G/F Tera Tower, Ortigas Avenue Extension corner C5, Quezon City
17. CALOOCAN* - G/F Dona Lolita Bldg., 363 Rizal Avenue Extension, Caloocan City
18. CHINO ROCES AVENUE EXTENSION* - G/F 2308 Natividad Building, Chino Roces Avenue Extension, Makati City
19. CUBAO-P. TUAZON* - G/F & Mezzanine, Genato Building, 250 P. Tuazon Cor. 15th Avenue, Cubao, Quezon City
20. D. GUEVARA MANDALUYONG* - G/F RL Building, 50 D. Guevara Street, Mandaluyong City
21. DEL MONTE* - G/F EWELL Square Bldg., Del Monte Ave corner Biak-na-Bato, Quezon City
22. DOMESTIC ROAD* - G/F Cebu Pacific Airline Operations Center Building, Domestic Road, Pasay City
23. E. RODRIGUEZ SR. AVE* - G/F JCA Building, No. 1166 E. Rodriguez Sr. Avenue, New Manila, Quezon City
24. EASTWOOD CITY** - G/F IBM Plaza Building, Eastwood City, E. Rodriguez Jr. Avenue, Bagumbayan, Quezon City
25. EDSA CALOOCAN* - G/F Insular Life Building, 462 EDSA near corner Boni Serrano Street, Caloocan City.
26. ERMITA* - Level 1 Padre Faura Wing, Robinsons Place Ermita, Ermita, Manila
27. FILINVEST-ALABANG* - Unit 104, Civic Place Condominium, 2301 Civic Drive, Filinvest Corporate City, Alabang, Muntinlupa City
28. JP RIZAL ST. - MAKATI* - Shop 1 & 2, MRJ Corporate Center, # 954 J.P. Rizal corner P. Gomez Street, Poblacion, Makati
29. KATIPUNAN* - G/F Torres Building, 321 Katipunan Avenue, Loyola Heights, Quezon City
30. LAS PIÑAS* - G86-G87 Robinsons Place Las Piñas, 345 Alabang-Zapote Road, Barangay Talon, Las Piñas City
31. LAS PIÑAS - DAANG HARI* - Southbend Building, Versailles Subdivision, Daang Hari, Brgy. Almanza Dos, Las Piñas City
32. LAS PIÑAS - PAMPLONA* - G/F South Park Highs, 262 Alabang-Zapote Road, Pamplona, Las Piñas City
33. LEGAZPI STREET, MAKATI* - G/F, Office 1, Man Tower Legazpi Building, 153 Legazpi Street, Legazpi Village, Makati City
34. MAGINHAWA ST.** - Stalls A & B #143 Maginhawa Street, Barangay Teachers Village, Quezon City
35. MAGNOLIA TOWN CENTER* - LGF - LG026 Robinsons Magnolia Town Center, Aurora Blvd. cor Dona Hemady and N. Domingo Streets, New Manila, Quezon City

36. MAIN OFFICE BRANCH*** - G/F Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City
37. MAKATI - EVANGELISTA* - G/F #1861 Evangelista Street, Brgy. Pio Del Pilar, Makati City
38. MALABON* - Level 1 – 01127, Robinsons Town Mall Malabon, #5 Governor Pascual Avenue corner Crispin Street, Tinajeros, Malabon City
39. MARIKINA* - VC Chan Bldg. No. 8 Bayan-Bayanan Avenue, Concepcion Uno, Marikina City
40. MCKINLEY WEST* - Lower G/F Cyber Sigma, Lawton Avenue, Bonifacio South, Taguig City
41. MERALCO AVENUE* - G01 & G02, Robins Design Center, 31 Meralco Avenue, Ortigas, Pasig City
42. MOA COMPLEX* - Unit 101, Tower 1 Oceanaire Residences, Sunshine Drive corner Road 23, Coral Way, MOA Complex, Pasay City
43. MUNTINLUPA BAYAN* - G/F Joval 1 Bldg. #52 National Highway Putatan, Muntinlupa City
44. N.S. AMORANTO SR. AVENUE* - G/F Unit 102 "R" Place Building, #255 N.S. Amoranto Sr. Avenue, Quezon City
45. NINOY AQUINO AVENUE* - G/F, Rooms 2 & 3, Sky Freight Building, Sky Freight Center, Ninoy Aquino Avenue, Parañaque City
46. NOVALICHES** - Level 1 - ERS1-016, Robinsons Novaliches, Barangay Pasong Putik, Quirino Highway, Novaliches, Quezon City
47. ORTIGAS GREENHILLS* - G/F Limketkai Building, Ortigas Avenue corner Roosevelt Street, Brgy. Greenhills, San Juan City
48. PASAY - LIBERTAD* - G/F Cementina Corporation Building, 160 A. Arnaiz Avenue corner Cuenca Street, Pasay City
49. PASIG** - L/G Robinsons Metro East, Marcos Highway, Barangay De la Paz, Pasig City
50. PASO DE BLAS* - 491 ESA Building, Paso De Blas Road, Brgy. Paso De Blas, Valenzuela City
51. PIONEER CYBERGATE* - Upper G/F, Robinsons Pioneer Cybergate Center 1, Pioneer Street, Mandaluyong City
52. QUEZON AVENUE* - G/F Q.C Avenue Mall, Quezon Avenue cor. Scout Borromeo St., South Triangle, Quezon City
53. REGALADO* - RS137-05 Robinsons Townville Regalado Fairview, Quezon City
54. ROOSEVELT AVENUE* - G/F MCCM Bldg. 311 Roosevelt Avenue, Quezon City
55. SAMSON ROAD* - G/F Units 3, 4 & 5 Samson Square Bldg, Samson Road corner Dagohoy Street, Caloocan City
56. SAN MIGUEL* - G/F Octagon Building, San Miguel Avenue, Ortigas Center, Pasig City
57. SANTOLAN - PASIG* - G/F AD Center Square, Amang Rodriguez corner Evangelista Street, Santolan, Pasig City
58. SEDEÑO SALCEDO VILLAGE* - G/F, Unit G-104, 88 Corporate Center, #141 Sedeño corner Valero Street, Salcedo Village, Makati City
59. SEN. GIL PUYAT AVE.* - G/F New Solid Realty Inc. Building, 357 Sen. Gil Puyat Avenue, Makati City
60. SHAW BOULEVARD* - G/F Pelbel Building I, #2019 Shaw Boulevard, Pasig City
61. SOLER* - G/F Filamco Building, #1220-1222, Soler corner Masangkay Streets, Binondo, Manila
62. SUCAT* - Units B13 & B17, JAKA Plaza Mall, Dr. A. Santos Avenue, Parañaque City
63. TOMAS MORATO* - JSB Building, Tomas Morato Avenue corner Scout Delgado Street, Quezon City
64. VALENZUELA* - Unit A South Supermarket, McArthur Highway, Karuhatan, Valenzuela City
65. VISAYAS AVENUE* - G/F M & L Building, Visayas Avenue corner Road 1, Quezon City

66. WEST AVENUE* - G/F Prosperity West Center Building, 92 A West Avenue, Quezon City
67. WHITE PLAINS* - Francisco Santos Building, 138 Katipunan Avenue, Barangay Saint Ignatius, Quezon City
68. WILSON ST. - GREENHILLS* - G/F, Wilson Corporate Center, Wilson Street, Greenhills, San Juan City

Provincial Branches as of September 30, 2022:

1. ANGELES* - LEVEL 1 ROBINSONS PLACE ANGELES, MCARTHUR HIGHWAY, BALIBAGO, ANGELES CITY, PAMPANGA
2. ANTIPOLLO* - BASEMENT 002, ROBINSONS PLACE ANTIPOLLO, SUMULONG HIGHWAY/CIRCUMFERENCE AVENUE, BRGY. DELA PAZ, ANTIPOLLO CITY
3. ANTIQUE* - LEVEL 1-116, 117 & 118 ROBINSONS PLACE ANTIQUE, BRGY. MAYBATO, SAN JOSE DE BUENAVISTA, ANTIQUE
4. BACOLOD* - LEVEL 1 C2002, THE CENTRAL CITYWALK, ROBINSONS PLACE BACOLOD, LACSON STREET, MANDALAGAN, BACOLOD CITY, NEGROS OCCIDENTAL
5. BACOLOD - CAPITOL SHOPPING CENTER** - R. PERFORMANCE BUILDING A 62-64 NARRA AVENUE, CAPITOL SHOPPING CENTER, BACOLOD CITY
6. BACOR* - UNITS 1 & 2, APOLLO MART BUILDING, #369 GEN. AGUINALDO HIGHWAY, TALABA 4, BACOR, CAVITE
7. BACOR - MOLINO BLVD.* - G/F MAIN SQUARE BACOR, MOLINO BOULEVARD, BACOR CITY, CAVITE
8. BAGUIO* - G/F, ECCO/EDGARDOMCO REALTY CORP. BLDG., #43 ASSUMPTION ROAD, BAGUIO CITY
9. BAIS* - CORNER QUEZON AND BURGOS STREETS, BAIS CITY, NEGROS ORIENTAL
10. BALAGTAS* - G/F 103-1 BALAGTAS TOWN CENTER, MCARTHUR HIGHWAY, BOROL 1ST, BALAGTAS, BULACAN
11. BALANGA* - G/F, R & R BUILDING, DON MANUEL BANZON AVENUE, DOÑA FRANCISCA, BALANGA CITY, BATAAN
12. BALAYAN* - G/F STALLS NUMBERS 2, 3 & 4 BALAYAN PUBLIC MARKET, PLAZA MABINI STREET, BALAYAN BATANGAS
13. BATANGAS CITY* - G/F ODESTE BUILDING, P. BURGOS ST., BRGY. 15, BATANGAS CITY
14. BAYAWAN** - SHOP 3, BOLLOS STREET CORNER NATIONAL HIGHWAY, BRGY. POBLACION, BAYAWAN CITY, NEGROS ORIENTAL
15. BUTUAN** - LEVEL 1 - 01160, ROBINSONS PLACE BUTUAN, KM. 3 J.C AQUINO AVENUE, BRGY LIBERTAD, BUTUAN CITY, AGUSAN DEL NORTE
16. CABANATUAN* - G/F FRANKLIN DE GUZMAN BUILDING, KM. 114 MAHARLIKA HIGHWAY, BARANGAY ZULUETA, CABANATUAN CITY, NUEVA ECIJA
17. CAGAYAN DE ORO* - LEVEL 1 ROBINSONS SUPERCENTER, ROSARIO STREET, LIM KET KAI DRIVE, LAPASAN, CAGAYAN DE ORO CITY
18. CAINTA* - G/F GUSALI 888 BUILDING, ORTIGAS AVENUE EXTENSION, CAINTA, RIZAL
19. CALAMBA** - G/F FP PEREZ BUILDING, NATIONAL HIGHWAY, PARIAN, CALAMBA CITY, LAGUNA
20. CALAPAN* - G/F NEO CALAPAN MALL, LS 008, ROXAS DRIVE, BARANGAY STO. NIÑO, CALAPAN, ORIENTAL MINDORO
21. CALASIAO* - LEVEL 1 - 01134, ROBINSONS PLACE PANGASINAN, MAC ARTHUR HIGHWAY, BRGY. SAN MIGUEL, CALASIAO, PANGASINAN
22. CDO-DIVISORIA* - G/F PELAEZ COMMERCIAL ARCADE 1 CORNER TIANO BROS. AND CRUZ TAAL STREETS, DIVISORIA, CAGAYAN DE ORO CITY, MISAMIS ORIENTAL

23. CEBU - BANILAD* - SOUTH ARCADE 102, BANILAD TOWN CENTRE, GOV. M. CUENCO AVENUE, BANILAD, CEBU CITY
24. CEBU BUSINESS PARK* - RETAILS 1, 2 AND 3 GROUND FLOOR, LATITUDE CORPORATE CENTER, MINDANAO AVENUE, CEBU BUSINESS PARK, CEBU CITY
25. CEBU IT PARK* - G/F PARK CENTRALE TOWER, JOSE MARIA DEL MAR STREET, CEBU IT PARK, APAS LAHUG, CEBU CITY
26. CEBU MANDAUE* - G/F COTIAOKING BLDG, NORTH ROAD, TABOK, MANDAUE CITY, CEBU
27. CEBU OSMENA* - 2ND LEVEL ROBINSONS PLACE CEBU, FUENTE OSMEÑA AVENUE, CEBU CITY
28. CEBU, GARCIA - LLORENTE* - G/F ROBINSONS CYBERGATE, DON GIL GARCIA CORNER J. LLORENTE STREET, CAPITOL SITE, CEBU CITY
29. CEBU-GALLERIA* - B101 ROBINSONS GALLERIA CEBU, MAXILOM-OSMEÑA BOULEVARD, 13TH AVENUE & BENEDICTO STREET, NORTH RECLAMATION AREA, CEBU CITY
30. CLARK GLOBAL CITY* - TWO WEST AEROPARK, GATWICK GATEWAY, CLARK GLOBAL CITY, CLARK FREEPORT ZONE, MABALACAT, PAMPANGA
31. DAGUPAN* - GUANZON BUILDING, PEREZ BLVD, DAGUPAN CITY, PANGASINAN
32. DASMARIÑAS* - LEVEL 1 01302 ROBINSONS PLACE DASMARIÑAS, E. AGUINALDO HI-WAY CORNER GOVERNOR'S DRIVE, PALA-PALA, DASMARIÑAS, CAVITE
33. DAVAO* - DOOR 1 & 2, EDWARD V. A. LIM BUILDING, STA. ANA AVENUE, DAVAO CITY
34. DAVAO - BUHANGIN** - G/F GAISANO GRAND CITY GATE DAVAO, TIGATTO ROAD CORNER CABANTIAN ROAD, BRGY. BUHANGIN, DAVAO CITY
35. DAVAO CYBERGATE* - LEVEL 1, UNIT 109, ROBINSONS CYBERGATE DAVAO, J.P LAUREL AVE, DAVAO CITY
36. DAVAO-MONTEVERDE* - HAW BUILDING, T. MONTEVERDE AVENUE, DAVAO CITY
37. DOLORES - SFDO* - FRANDA BUILDING, MCARTHUR HIGHWAY, BARRIO DOLORES, CITY OF SAN FERNANDO, PAMPANGA
38. DUMAGUETE* - STALL AF 25-27 ROBINSONS DUMAGUETE, DUMAGUETE SOUTH ROAD CORNER PERDICES STREET, DUMAGUETE CITY, NEGROS ORIENTAL
39. GALLERIA SOUTH** - L2, ROBINSONS GALLERIA SOUTH, MANILA SOUTH ROAD, NUEVA, SAN PEDRO, LAGUNA
40. GENERAL SANTOS* - ROBINSONS PLACE GENERAL SANTOS, COR. J. CATOLICO AVE. AND BULA-LAGAO RD., GENERAL SANTOS CITY
41. GENERAL TRIAS* - LEVEL 1 - 155 & 156 ROBINSONS PLACE GENERAL TRIAS MALL, ANTERO SORIANO, EPZA-BACAO DIVERSION ROAD, BRGY. TEJERO, GENERAL TRIAS, CAVITE
42. ILIGAN* - LEVEL 1 L1 136 & 137 ROBINSONS PLACE ILIGAN, BARANGAY TUBOD, ILIGAN CITY, LANA DEL NORTE
43. ILOCOS NORTE* - LEVEL 2, ROBINSONS PLACE SAN NICOLAS, BARANGAY 1, SAN NICOLAS, ILOCOS NORTE
44. ILOILO* - UNIT 189-190, G/F ROBINSONS PLACE ILOILO, CORNER MABINI-DEL LEON STREETS, ILOILO CITY, ILOILO
45. IMUS* - G/F ROBINSONS PLACE IMUS, EMILIO AGUINALDO HIGHWAY, IMUS, CAVITE CITY
46. JARO* - LEVEL 1 – UNIT G-17 B, ROBINSONS PLACE JARO, E. LOPEZ STREET, BRGY. SAN VICENTE, JARO, ILOILO
47. KABANKALAN* - G/F NZ BUSINESS CENTER (NZBC) BUILDING, JY PEREZ HIGHWAY, KABANKALAN CITY, NEGROS OCCIDENTAL
48. LA CARLOTA CITY* - YUNQUE CORNER VALOIS STREET, BARANGAY II, LA CARLOTA CITY, NEGROS OCCIDENTAL

49. LA UNION** - LEVEL 2, ROBINSONS PLACE LA UNION, NATIONAL HIGHWAY, BRGY. SEVILLA, SAN FERNANDO, LA UNION
50. LEGAZPI CITY* - G/F, YUZON COMMERCIAL BUILDING, QUEZON AVENUE, LEGAZPI CITY, ALBAY
51. LIPA** - G/F ROBINSONS PLACE LIPA, EXPANSION WING, J.P. LAUREL HIGHWAY, MATAAS NA LUPA, LIPA CITY, BATANGAS
52. LOS BAÑOS* - G/F LBDHMC MEDICAL ARTS III BUILDING, LOPEZ AVENUE, BATONG MALAKE, LOS BAÑOS, LAGUNA
53. LUCENA* - G/F AZDEMARK BUILDING, 11 QUEZON AVENUE, LUCENA CITY
54. LUISITA TARLAC* - UNIT 102 ROBINSONS LUISITA, MCARTHUR HIGHWAY, SAN MIGUEL, TARLAC CITY
55. MALOLOS* - LEVEL 1 – 01123 ROBINSONS PLACE MALOLOS, MC ARTHUR HIGHWAY, BARANGAY MABOLO, MALOLOS, BULACAN
56. MEYCAUAYAN* - G/F STERLING SQUARE, STERLING INDUSTRIAL PARK, BRGY. IBA, MEYCAUAYAN CITY, BULACAN
57. NAGA* - G/F CROWN HOTEL BUILDING, PEÑA FRANCIA AVENUE, NAGA CITY
58. OLONGAPO* - G/F 1370 RIZAL AVENUE EXTENSION, EAST TAPINAC, OLONGAPO CITY, ZAMBALES
59. ORMOC** - ROBINSONS PLACE ORMOC, PALO CARIGARA, ORMOC CITY ROAD, BRGY. COGON, ORMOC CITY, LEYTE
60. PALAWAN* - UNIT 220-222, 2/F, ROBINSONS PLACE PALAWAN MALL, PUERTO PRINCESA CITY, PALAWAN
61. PASSI** - UNITS G5-G6, GROUND FLOOR, GAISANO CAPITAL - PASSI, SIMEON AGUILAR STREET, PASSI CITY, ILOILO
62. PAVIA* - G/F ROBINSONS PLACE PAVIA, VICE PRESIDENT FERNANDO LOPEZ AVE., PAVIA, ILOILO CITY
63. ROBINSONS NORTH TACLOBAN* - G/F ROBINSONS NORTH TACLOBAN, BRGY. ABUCAY, TACLOBAN CITY
64. ROBINSONS PLACE NAGA* - LEVEL 1 UNIT 101 ROBINSONS PLACE NAGA, ROXAS AVENUE CORNER ALMEDA HIGHWAY, BRGY. TRIANGULO, NAGA CITY, CAMARINES SUR
65. ROBINSONS PLACE TUGUEGARAO** - G/F ROBINSONS PLACE TUGUEGARAO, BRGY. TANZA, TUGUEGARAO CITY, CAGAYAN
66. ROXAS* - LEVEL 1-1133B, ROBINSONS PLACE ROXAS, PUEBLO DE PANAY, BARANGAY LAWAN, ROXAS CITY, CAPIZ
67. SAN FERNANDO* - LEVEL I ROBINSONS STARMILLS, CANDABA GATE, OLONGAPO-GAPAN ROAD, SAN JOSE, SAN FERNANDO CITY, PAMPANGA
68. SAN JOSE CITY* - BELENA BUILDING, SAN JOSE-CARMEN ROAD (ROMANO ST. CORNER BONIFACIO ST.), BRGY. RAFAEL RUEDA, SAN JOSE CITY, NUEVA ECIJA
69. SAN JOSE DEL MONTE* - QUIRINO HIGHWAY, TUNGKONG MANGGA, SAN JOSE DEL MONTE CITY, BULACAN
70. SAN PABLO* - G/F ESTRELLADO BUILDING, PAULINO STREET, SAN PABLO CITY, LAGUNA
71. SAN PEDRO* - G/F SPACE 102, ETG BUSINESS CENTER, A. MABINI STREET, BARANGAY POBLACION, SAN PEDRO CITY, LAGUNA
72. SANTIAGO* - LEVEL 1-01103, ROBINSONS PLACE SANTIAGO, BARANGAY MABINI, SANTIAGO CITY, ISABELA
73. STA ROSA** - LEVEL 1 ROBINSONS STA. ROSA MARKET, OLD NATIONAL HIGHWAY, BO. TAGAPO, STA. ROSA CITY, LAGUNA
74. STA. ROSA ESTATES 2* - STA. ROSA-TAGAYTAY ROAD, STA. ROSA CITY, LAGUNA
75. STO. TOMAS* - GF UNIT 3, SIERRA MAKILING COMMERCIAL COMPLEX, MAHARLIKA HIGHWAY, BRGY. SAN ANTONIO, STO. TOMAS, BATANGAS

76. SUMULONG - ANTIPOLLO* - G/F XENTRO MALL ANTIPOLLO, MAMBUGAN, ANTIPOLLO CITY
77. TACLOBAN** - ROBINSONS PLACE TACLOBAN, LEVEL 1-00103, NATIONAL HIGHWAY, TABUAN, MARASBARAS, TACLOBAN CITY
78. TAGAYTAY* - SPACE 2-00210, ROBINSONS TAGAYTAY, NATIONAL ROAD, BARRIO MAHARLIKA, TAGAYTAY CITY
79. TAGBILARAN* - G/F CASTELCELO BUILDING 1, C. GALLARES STREET CORNER J. S. TORRALBA STREET, POBLACION II, TAGBILARAN CITY, BOHOL
80. TAGUM* - LEVEL 1 – UNIT 167 ROBINSONS PLACE TAGUM, NATIONAL HIGHWAY, BRGY. VISAYAN VILLAGE, TAGUM, DAVAO DEL NORTE
81. TAYTAY* - RED RIBBON UPTOWN BUILDING, MANILA EAST ROAD, BARANGAY SAN JUAN, TAYTAY, RIZAL
82. TUGUEGARAO* - G/F, LUI BUILDING, BONIFACIO STREET, CENTRO 04, TUGUEGARAO CITY, CAGAYAN VALLEY
83. URDANETA* - G/F S-PLAZA BUILDING, MCARTHUR HIGHWAY, URDANETA, PANGASINAN
84. VALENCIA CITY** - G/F ROBINSONS PLACE VALENCIA, VALENCIA CITY, BUKIDNON
85. VIGAN** - LS1-08-2, XENTRO MALL VIGAN, QUEZON AVENUE, BRGY. III, VIGAN CITY, ILOCOS SUR
86. ZAMBOANGA CITY* - G/F THE GRAND ASTORIA HOTEL, MAYOR JALDON STREET, ZAMBOANGA CITY

Robinsons Bank Branch-lite Units as of September 30, 2022:

1. ANNAPOLIS* - THE MERIDIEN CONDOMINIUM, 29 ANNAPOLIS STREET, GREENHILLS, SAN JUAN CITY
2. BF HOMES PARAÑAQUE* - 180 J. ELIZALDE CORNER CONCHA CRUZ DRIVE, BF HOMES EXECUTIVE VILLAGE, PARAÑAQUE CITY
3. CEBU NUSTAR FOREX KIOSK - LEVEL 1, CASINO GAMING FLOOR, NUSTAR RESORT AND CASINO, SOUTH ROAD PROPERTIES, CEBU CITY, CEBU
4. GALLERIA** - BASEMENT 1, ROBINSONS GALLERIA, EDSA CORNER ORTIGAS AVENUE, QUEZON CITY
5. GAMMA* - G/F CYBERSCAPE GAMMA, RUBY STREET, ORTIGAS CENTER, BRGY. SAN ANTONIO, PASIG CITY
6. LIPA - J.P. LAUREL* - G/F MHIKAI BUILDING 1, J.P. LAUREL HIGHWAY, MARAWOY, LIPA CITY BATANGAS
7. N. DOMINGO* - #135 N. DOMINGO ST., BARANGAY BALONG-BATO, SAN JUAN CITY
8. PASIG - C. RAYMUNDO* - G/F MARIUS ARCADIA BUILDING, C. RAYMUNDO AVENUE CORNER PAG-ASA STREET, PASIG CITY

LSB Branches as of September 30, 2022:

1. ALBAY* - 738 bldg. Rizal St., Old Albay District, Legazpi City
2. CAINTA* - ECCOI Corporate Center, Ortigas Extension, St. Anthony Subdivision, Cainta, Rizal
3. DAET* - Subia Building, J. Lukban St., Brgy. 3, Daet, Camarines Norte
4. DARAGA* - Perete Bldg. Sta. Maria St. Brgy. San Roque Daraga, Albay
5. GUINOBATAN** - LSB Building, T. Paulate Street, Guinobatan, Albay
6. LEGAZPI CITY* - Corner Rizal and Mabini Streets, Dinagaan, Legazpi City
7. LUCENA CITY* - A. M. Lubi Bldg. M. L. Tagarao corner Elias St., Brgy. 5, Lucena City, Quezon
8. MASBATE CITY* - Unit 8 & 9 S & T Bldg., Cagba St., Brgy. Tugbo, Masbate City
9. NAGA CITY* - NEA Bldg., Central Business District 2, Triangulo, Naga City

10. POLANGUI* - National Road, Basud, Polangui, Albay
11. SAN FERNANDO CITY* - 4 AND 2 Bldg. Mc Arthur Highway Sindalan, City of San Fernando Pampanga
12. SORSOGON CITY* - CBA Building, Jamoralin Street, Burabod, Sorsogon
13. TABACO* - Ground Floor, NN Building A.A. Berces, Basud, Tabaco City, Albay
14. VIRAC* - G/F D&L Building, Cor. Surtida & Rizal Streets, San Jose, Virac, Catanduanes

LSB Branch-lite Units as of September 30, 2022:

1. CALAUAG* - Rizal St. Brgy. Sta. Maria Calauag Quezon
2. DASMARIÑAS CITY* - G/F Wincorp Bldg., Molino - Paliparan Road, Salawag, Dasmariñas, Cavite
3. GOA* – Unit 1 J. Quinzon Bldg., Bagumbayan Pequeno, Rizal Street, Goa Cam. Sur
4. IRIGA* - DLS Building, 121-Zone 6, Hi-Way 1, San Isidro, Iriga City
5. MALOLOS – Unit 8, MKTJ Building M2, Fausta Subdivision, Mabolo, Malolos Bulacan
6. STO.TOMAS - Kath's Place, A. Bonifacio Street, Poblacion 2, Sto. Tomas, Batangas.
7. PUERTO PRICESA - DRCM Riviera Complex, Unit 5, Brgy. San Manuel, Puerto Princesa City, Palawan
8. SAN JOSE NE - ARJ Bldg., San Roque corner Cardenas St., Brgy. Abar 1st., San Jose City, Nueva Ecija
9. KABANKALAN - Hernando Chua Bldg., Solar St., Kabankalan City, Negros Occidental
10. BINMALEY - D & M Realty Bld., Purok 6, Naguilan Highway, Binmaley, Pangasinan
11. SANTIAGO - Guevarra St., No. 1229, Perez St., Calao West, Santiago City, Isabela
12. JARO - EL 98 St., Jaro Iloilo City
13. CALAPAN - RR Paras Bldg., Leuterio St., San Vicente South, Calapan City, Oriental Mindoro
14. LIPA - RDL Bldg., 004 Pres. JP Laurel St., National Road, Marawoy, Lipa City

*One (1) ATM

**Two (2) ATMs

***Three (3) ATMs

Robinsons Bank – Off-site ATM Directory

Metro Manila Off-site ATMs as of September 30, 2022:

1. RET BRIDGEWAY - G/F Robinsons Equitable tower Ortigas, Pasig City
2. RETAIL 2 - Building 1, Robinsons Retail Group, 110 E. Rodriguez, Jr. Ave., Libis, Quezon City
3. RDS GALLERIA - Robinsons Dept. Store, 2F East Wing Entrance, Robinsons Galleria Edsa cor. Ortigas Ave Quezon City
4. RSC BF HOMES - Robinsons Supermarket, Gil Puyat St. cor. Elsie Gatches St., Bgy. BF Homes, BF Homes Subdivision, Sucat, Parañaque
5. RSC TANDANG SORA - 105 RMR Square Mall, Tandang Sora Ave., Brgy. Pasong Tamo, Quezon City
6. RSC MERVILLE - Robinsons Supermarket, Edison Ave. cor. West Service Rd, Brgy. Merville, Parañaque City
7. URC 2 - E. Rodriguez Ave. cor Pasig Blvd., Bagong Ilog, Pasig City
8. RSC GRACELAND - Robinsons Supermarket Graceland, JP Rizal St., Brgy. Malanday, Marikina City
9. DOMESTIC 2 - Basement 1 Cebu Pacific Air Head Office Domestic Airport Road, Pasay City
10. MS ESCRIVA - B2 L1 Escriva Drive cor. Lukban St., San Antonio, Pasig City
11. RSC MERCEDES - Robinsons Supermarket Mercedes, Mercedes Ave. Pasig City

12. RSC KARANGALAN - Robinsons Supermarket Karangalan, Magsaysay St. cor. Felix Ave., Manggahan, Pasig City
13. ST. FRANCIS - G/F St Francis Square Building, Bank Drive cor. Julia Vargas Ave., Mandaluyong City
14. RSC OTIS - 1536 Paz M. Guanzon St., 831 Zone 90, Paco, Manila
15. RETAIL 3 - Building 3, Robinsons Retail Group, 110 E. Rodriguez, Jr. Ave., Libis, Quezon City
16. RDS ANTIPOLLO - G/F, Robinsons Dept. Store, Robinsons Place Antipolo, Circumference Ave., Sumulong Highway, Brgy. Dela Paz, Antipolo City
17. CYBER ALPHA - G/F, Cyberscape Alpha Bldg., Topaz and Ruby Roads, Ortigas Center, Pasig City
18. RSC FEDERAL BAY - Ground Floor of Royal Palm Tower, Macapagal Ave., Pasay City
19. MS GOLDEN GATE - Topland Ave, Las Pinas, Metro Manila
20. MS MALAYAN PLAZA - G/F Malayan Plaza Hotel Topaz rd., Ortigas Center Pasig City
21. RSC VALENZUELA - B.Hive Plaza, 108 Gen. T De Leon, Valenzuela, 1442 Metro Manila
22. EM LAGRO - G/F Sunset Bldg., Lagro Subd., Fairview, 1118
23. MS MERVILLE - KM12 Merville access rd. Brngy., 2014 Pasay City
24. MS GLORIA DIAZ - Gloria Diaz Ave. Coronelia St., BF Resort Las Piñas City
25. MS SIGNAL VILLAGE - Visayas cor. Ballester St., FTI Taguig
26. MS SUGARTOWNE - Sugartowne Homes, Filinvest 2 Rd, Quezon City
27. CEBPAC ASD OFFICE - Andrews Ave. NAIA Terminal 3, pasay city
28. CROWNE PLAZA - Ortigas Ave, Corner Asian Development Bank Ave, Quezon City
29. RSC ACACIA ESCALADES - Acacia Escalades Calle Industria Cor. Amang Rodriguez Ave., Pasig City
30. RE LOYOLA - 88 Rosa Alvero St., Loyola Heights., Quezon City
31. MS DIAN - Dian St. cor. Ampere St. Barangay Palanan, Makati City
32. URC BAGUMBAYAN (site under constrction) - 12 Calle Industria, Bagumbayan, Quezon City
33. MS SUN VALLEY - Sun Valley Dr. cor State Ave. Sun Valley Subdivison Parañaque City
34. MS TRES PALMAS - Commercial complex Levi Mariano ave. Brgy. Ususan Taguig City
35. GCF PASIG - Cor. Garnet Road, Ruby Rd, San Antonio, Pasig, 1605 Kalakhang Maynila
36. RSC DOÑA CARMEN - Shopking Commercial Center Cor. Doña Carmen Commonwealth Avenue, Quezon City
37. MS G SQUARE - G/F, G Square Arcade Barangka Drive, Plainview Mandaluyong
38. MS CUASAY - Blk 24 lot, MRT AVE., Brgy. Pinagsamahan Western Bicutan, Taguig City
39. MS LITTLE MARKET - Quirino Ave. Brgy., Daniel Fajardo Las Piñas City
40. MS VERGONVILLE - Naga road cor. Lotus St., Pulang Lupa Dos Las Piñas City
41. MS POBLACION - G/F SJG Center Bldg. Kalayaan Ave. cor. Don Pedro St. Makati City
42. RE ROOSEVELT - 192 Savers Appliance Depot, Roosevelt Ave. cor. Pitimini, Del Monte Q.C.
43. MS VICTORIA STATION - Victoria Station GMA drive cor. EDSA , Quezon City
44. MS MRT AVENUE - 5 MRT Ave., Purok 1, New Lower Bicutan, Taguig City, 1632, Metro Manila
45. MS GILMORE - G/F Gilmore Ave. Valencia, Quezon City
46. MS PTT MARIKINA - PTT Gas station Marikina B.G. Molina cor., Balagtas St., Parang, Marikina City
47. RE PEMBO - Block 26 Lot 12-14, #1218 Sampaguita St, Makati, Metro Manila

48. RSC BIGNAY - Ibaba St. Brgy Bignay Valenzuela City
49. RSC BLUEWAVE MARIKINA - Bluewave 2 Sumulong Highway Cor.Fernando Ave. Brgy. Sto. Niño Marikina City
50. RSC GALLERIA - Level 1 Robinsons Galleria, EDSA cor. Ortigas Ave., Quezon City
51. RETAIL H. O. - Building 1, Robinsons Retail Group, 110 E. Rodriguez, Jr. Ave., Libis, Quezon City
52. MS GALLERIA - Robinsons Galleria, Level 1, EDSA, Bo. Ugong Norte, Quezon City
53. RSC ERMITA - G/F Robinsons Supermarket Robinsons Place Ermita Manila
54. RDS MANILA - G/F Robinsons Dept Store Robinsons Place Ermita Manila
55. RDS METROEAST - G/F Robinsons Dept Store Robinsons MetroEast Pasig
56. ROCKWELL - 8th flr., Tower II, Rockwell Business Center, Ortigas, Pasig
57. RSC TUTUBAN - Robinsons Supermarket G/F Cluster bldg. Tutuban Center Manila
58. RDS MAGNOLIA - 3/F, Robinsons Dept. Store, Robinsons Magnolia Town Center, Aurora Blvd., New Manila, Quezon City
59. TERA TOWER - G/F, Tera Tower, Bridgetowne – C5 corner Ortigas Avenue Extension, Quezon City
60. CYBER SIGMA - The Northwest lobby Cyber Sigma, Lawton Ave., Bonifacio South, Taguig City

Provincial Off-site ATMs as of September 30, 2022:

1. RSC PULILAN - Robinsons Mall, Doña Remedios Trinidad Hi-way, Pulilan Junction, Bgy. Cutcot, Pulilan, Bulacan
2. RSC NUVALI - Robinsons Supermarket Nuvali, Tagaytay Rd. Sta. Rosa, Laguna
3. RSC MALOLOS - Robinsons Supermarket, Bulacan State University grounds, McArthur Highway, Guinhawa, Malolos, Bulacan
4. RSC PACITA - Robinsons Supermarket, Block 6 lot 3-A Pacita Ave. cor. 2nd St. Pacita Complex, San Pedro, Laguna
5. RSC MEYCAUAYAN - Robinsons Supermarket Meycauayan, EMA Town Center, El Camino Rd., Meycauayan, Bulacan
6. RSC CABUYAO - Robinsons Supermarket, Cabuyao Centro Mall, National Highway, Brgy. Pulo, Cabuyao City, Laguna
7. RSC MOLINO - 102 Molino Boulevard, Bacoar, Cavite
8. RSC SOUTHWOODS - G/F Southwoods Mall, Brgy. San Francisco,, Biñan, Laguna
9. RSC PACITA 2 - Robinsons Supermarket, Block 6 Lot 3-A Pacita Ave. cor. 2nd St. Pacita Complex, San Pedro, Laguna
10. MS RUBLOU - Bonifacio Ave. cor Buenmar St. Greenland Subdivision Cainta, Rizal
11. URC CALAMBA - National Hi-way Calamba Laguna
12. IQDI BOOMTOWN - Lot 1 Phase 1 Boomtown Industrial Estate, Tambobong, Bocaue Bulacan
13. RE ALIMA BACOR - Alima Bay Residences and Commercial Complex in Gen. Evangelista St. Brgy. Alima Bacoar, Cavite
14. URC CANLUBANG - Km 50 Brgy., San Cristobal Canlubang Laguna
15. MS BANLIC - 216 Mamatid Rd. Brgy. Banlic Cabuyao Laguna
16. MS VALLEY GOLF - Valley Golf, Ortigas Ave. Ext, Cainta Rizal
17. MS SOUTH CITY - Sto. Tomas road Brgy. Calaboso South City Homes Biñan, Laguna
18. MS ADDAS - Molino Blvd. cor. Addas Greenfields Subd. Brgy. Mambog Bacoar Cavite
19. URC MAMPLASAN - LIIP, Barangay Mamplasan, Binan City, Laguna
20. MS GREENWOODS - Greenwood Clubhouse, Tulip St. Phase 2, Greenwood Executive Village Brgy. San Andres, Cainta, Rizal

21. URC SAN PEDRO - Maharlika Dr, United San Pedro Subdivision, Brgy. San Antonio San Pedro, Laguna
22. GREENWOODS CLUBHOUSE - Greenwoods Clubhouse, Tulip St. Phase 2, Greenwoods Executive Village Brgy. San Andres, Cainta, Rizal
23. MS SAN ISIDRO - San Isidro Rd., Brgy., San Isidro Cabuyao Laguna
24. MS PACITA - #58 Pacita Ave., cor. Macaria Ave., Pacita complex San Pedro Laguna
25. VENARE - Calamba - Tagaytay Road, Calamba, 4027 Laguna
26. MS BROOKSIDE - G/F Rublou Marketplace Brook Side Ortigas EXT. cor. Sunset Dr. Brookside Subd. San Juan, Cainta
27. MS MALITLIT - Blk. 12 Lot 41, Phase 1 San Lorenzo Rd., San Lorenzo Subd., Brgy., Malitlit Sta. Rosa Laguna
28. MS UNITED BAYANIHAN - Stop Light Commercial Bldg., Lot 7, Blk 7 Genesis United Bayanihan San Pedro Laguna
29. MS MARIA AURORA - Mabini St. cor. Aurora Heights ave, San Anthonio San Pedro, Laguna
30. STA ELENA - Sta. Elena Golf Club, Inc. Bo. Malitlit, Sta. Rosa Laguna
31. TREVEIA - Main Clubhouse, Treveia Nuvali Subdivision, Brgy. Canlubang, Calamba, Laguna
32. RE ANTIPOLLO - Robinsons Easymart Antipollo Rodriguez road Barangay Sitio Parugan, San Jose, Antipollo City
33. MS KAPAYAPAAN - Sea Oil Gasoline station, Kapayapaan Road, Kapayapaan Village, Canlubang, Calamba Laguna
34. SHOPWISE ANTIPOLLO - M. L. Quezon Ave, Antipollo, 1870 Rizal
35. RDS IMUS - 2nd Level Robinsons Dept Store, Robinsons Place Imus E.Aguinaldo Hiway, Imus Cavite
36. RSC DASMARIÑAS - Robinsons Supermarket Dasmariñas, E.Aguinaldo Highway cor. Governor's Drive, Pala-Pala, Dasmariñas, Cavite
37. URC CAVITE - First Cavite Industrial Estate, Langkaan, Dasmarinas, Cavite
38. RSC THE DISTRICT - Robinsons Supermarket, The District Dasmariñas, Molino-Paliparan Road, Dasmariñas, Cavite
39. RSC BUHAY NA TUBIG - Robinsons Supermarket, Palico Road, Barangay Buhay na Tubig, Imus City, Cavite
40. EM MALAGASANG - Phase 3 Greengate Subd., Brgy., Malagasang 2A, Imus, 4103 Cavite
41. RSC SILANG - Premier Plaza, Emilio Aguinaldo Highway, Brgy., Lucsuhin, Silang, 4118 Cavite
42. SSD GENERAL TRIAS - Governors Drive cor. CM Delos Reyes Ave., Mangahan Central Trias, Cavite
43. RE TANZA - San Agustin St. Poblacion II, Tanza, Cavite
44. RSC TWIN LAKES - Twin Lakes Shopping Village, Barangay Dayap-Itaas, Tagaytay-Nasugbu Highway, Laurel Batangas
45. MS FCIE - FCIE Compound, Governor's Dr, Langkaan 1, Dasmariñas, 4114 Cavite
46. RSC BUCANDALA - King Home Shopping Mall 137, Imus, 4103 Cavite
47. RPLACE ANTIPOLLO - ATM Center, Unit 169-A, Robinsons Place Antipollo, Circumference Ave., Sumulong Highway, Brgy. Dela Paz, Antipollo City
48. RDS BACOLOD - Level 1 Robinsons Dept Store Robinsons Place Bacolod, Lacson St. Bacolod City
49. BACOLOD TELE - G/F Luxor Plaza IT Magsaysay Ave. cor Lacson St. Bacolod City
50. RSC MANSILINGAN - Alijis Road, Carmenville Subd., Brgy. Mansilingan,, Bacolod, 6100 Negros Occidental
51. RSC VILLAMONTE - East 3 Center, Narra Extension, Burgos Ave, Villamonte, Bacolod City

52. URC LA CARLOTA - Azucarera de La Carlota Brgy RSB, La Carlota City Negros Occidental
53. ILOILO (USA) - Robinsons Place Iloilo, Mabini cor. De Leon St., Iloilo City
54. RDS ILOILO - G/F Robinsons Dep Store, Robinsons Place Iloilo, Mabini St., Iloilo City
55. ILOILO-JB LACSON - John B Lacson Maritime University Sto Nino Sur Arevalo Iloilo City
56. JBL MOLO - JB Lacson Foundation Maritime University, San Juan St., Molo, Iloilo City
57. RSC MOLO - M. H. Del Pilar St., Molo, Iloilo City
58. RSC BASELINE - Base Line Centrale, Juana Osmeña St, Brgy, Cebu City, 6000 Cebu
59. JGC TACLOBAN - JGC Financing Company Building, Corner M. H. Del Pilar and P. Gomez Sts., Tacloban City, Leyte
60. RDS DUMAGUETE - G/F Robinsons Dept. Store Dumaguete, Dumaguete South Road cor. Perdices St., Dumaguete City
61. RSC PERDICES - Lower G/F, Mart One, Gov. Perdices St., Dumaguete City, Negros Oriental
62. URC PASSI - Imbang Pequeño, San Enrique, Iloilo 5036
63. PACCEMCO - Seaoil Gas Station, F Palmares Sr. Street Passi City Iloilo, 5037
64. CAISPA - Osmeña St. Pob. Centro, Calinog, Iloilo City
65. URSUMCO - URSUMCO cmpd., National Highway, Brgy. Alangilanan, Manjuyod, Negros Oriental
66. URC SONEDCO - San Juan, Barangay Camuga, Kabankalan
67. RSC CITY MALL ROXAS - Arnaldo Boulevard, Roxas City, Capiz
68. PUNTA DULOG - Punta Dulog Pueblo De Panay Roxas City, Capiz
69. BQ MALL - North 6300, Carlos P. Garcia East Avenue, Dakabayan sa Tagbilaran, 6300 Lalawigan ng Bohol
70. RSC ANTIQUE - G/F Robinsons Place Antique, Brgy. San Angel, San Jose De Buenavista, Antique
71. CEBU GALLERIA 2 - Level 1 ATM 3 Robinsons Galleria Cebu Maxilom-Osmena Blvd., 13th Ave., & Benedicto St., North Reclamation Area Cebu City
72. RSC CEBU TALAMBAN - Robinsons Supermarket Talamban, Cebu City
73. DUSIT MACTAN - Punta Engaño Road, Mactan Island, Lapu-lapu City, Cebu
74. RSC MACTAN - Robinsons Supermarket, Pueblo Verde, Mactan Economic Zone II, Patalinghug Hi-way, Barangay Basak, Lapu-lapu, Cebu City
75. NUSTAR 2 - The Mall at NuStar, Kawit Road, South Road Properties, Cebu City
76. NUSTAR 3 - The Mall at NuStar, Kawit Road, South Road Properties, Cebu City
77. NUSTAR BOH - L/G Back of house, The Mall at NuStar, Kawit Road, South Road Properties, Cebu City
78. RDS NORTH TACLOBAN - Level1 Robinsons North Tacloban, Brgy., Abucay, Tacloban City, Leyte
79. PEZA BAGUIO - Baguio Economic Zone, Loakan Rd., Baguio City
80. RSC SAN CARLOS - G/F San Carlos Town Center, Rizal Ave., corner Zamora St., San Carlos City, Pangasinan
81. RSC DAGUPAN - G/F Nepo Mall Arellano Street Brgy. Pantal, Dagupan City
82. RSC GUAGUA - Guagua Town Center Jose Abad Santos Ave, Brgy. San Matias Guagua, Pampanga
83. JG PETROCHEM - Barangay Simlong , Batangas City
84. RSC LEMERY - Xentro Mall, Ilustre Ave., Lemery,, Batangas,
85. URC BALAYAN - Barangay Caloocan, Balayan, Batangas
86. RSC LIPA - Level 1 Robinsons Supermarket., Robinsons Place JP Laurel Highway, Lipa City Batangas

87. RSC LIPA TOWN CENTER - Lipa Town Center, President Jose P. Laurel Hwy. Lipa City, Batangas
88. RSC LIMA EXCHAGE - Lima Technology Center, Barangay Santiago, Malvar, Batangas
89. MS LIPA - Robinsons Place, Lipa Mataas na lupa Lipa City Batangas
90. URC PAMPANGA - Universal Robina Corporation, Brgy. Del Rosario, City of San Fernando, Pampanga
91. RSC MABALACAT - Jomafer Bldg. Lot 1 Blk 65 Severa Subd. Brgy. Tabun, Mabalacat City, Pampanga
92. SSD ANGELES - South Star Drug Angeles - Fields Avenue Corner Teodoro Street Balibago, Angeles City, Pampanga.
93. MS FIELDS AVENUE - Fields ave. Narciso St. cor., Fields ave., Balibago, Angeles City
94. CLARK INTL AIRPORT 1 - Departure, Clark International Airport Andres Bonifacio Avenue, Zone, Clark Freeport, Mabalacat, 2023 Pampanga
95. CLARK INTL AIRPORT 2 - Arrival, Clark International Airport Andres Bonifacio Avenue, Zone, Clark Freeport, Mabalacat, 2023 Pampanga
96. RE FRIENDSHIP - 23 & 24 Volga Street Fil AM Friendship High Way Barangay Anunas Angeles City
97. MS PHILEXCEL - PhilExcel Comp. Ma. Roxas Hi-Way Clark Freeport Zone, Clarkefield, Pampanga
98. RSC TAGAYTAY - Robinsons Supermarket, Summit Ridge, Tagaytay City, Cavite
99. RDS CABANATUAN - 2nd Flr. Robinsons Dept. Store, km 111 Maharlika Hi way Cabanatuan Nueva Ecija
100. SSD CABANATUAN - Burgos St. cor Sanciango St. Cabanatuan City Nueva Ecija
101. RSC TARLAC - Robinsons Supermarket - Robinsons Luisita Mc Arthur Hi way San Miguel Tarlac City
102. EM SAN SEBASTIAN - San Sebastian Village Brgy. San Sebastian, Tarlac City
103. EM CONCEPCION - Cor. La Purisima St. San Nicolas, Poblacion, Concepcion, Tarlac
104. RSC METROTOWN - Mc Arthur Hiway Brgy. Sto Cristo, Tarlac City
105. RSC F TANEDO - F.Tanedo St. Brgy. Poblacion, Tarlac City
106. RSC BALAGTAS - Robinsons Supermarket, Balagtas Town Center, McArthur Highway, Borol 1st, Balagtas, Bulacan
107. RDS PALAWAN - G/F Robinsons Department Store, Robinsons Place Palawan Mall, Puerto Princesa, Palawan
108. RSC CALAPAN - Neo Calapan Mall, Roxas Drive, Brgy. Sto. Nino, Calapan City, Oriental Mindoro
109. RSC SANTIAGO - G/F Robinsons Place Santiago Mabini highway Santiago City
110. RDS SANTIAGO - 1st and 2nd level, Robinsons Place Santiago, Maharlika Highway, Brgy. Mabini, Santiago City, Isabela
111. RSC GENERAL TRIAS - Robinsons Supermarket, Robinsons Place General Trias Mall Brgy Tejero, General Trias, Cavite
112. RSC DOLORES - Mc Arthur Highway, Brgy., Dolores, San Fernando, 2000 Pampanga
113. EM STO TOMAS - La Corona san Matias Sto Tomas, Pampanga
114. RP NAGA OFF-SITE - L1 Unit 101 Robininsons Place Roxas Avenue cor. Almeda Highway Brgy., Triangulo, Naga City, Camarines Sur
115. RDS TUGUEGARAO - 2nd floor Robinsopns Department Store Robinsons Place Tuguegarao, Brgy. Tanza, Tuguegarao City, Cagayan
116. MS GALLERIA SOUTH - Km.31 National Highway Brgy. Nueva City of San Pedro, Laguna
117. RSC CDO - G/F Big R,Supercenter, Cagayan de Oro City

118. RSC GUSA - Robinsons Supermarket, Phase 2, Villa Ernesto Subd., National Highway, Cagayan de Oro City
119. RSC LIMKETKAI - Robinsons Supermarket, 1st Level, South Concourse, Limketkai Mall, Cagayan De Oro City
120. URC ESMO - Tambaling 2, Pedro Sa. Baculio, El Salvador City, Misamis Oriental
121. GRAND IMPERIAL OPOL - National Highway (Butuan-Cagayan de Oro-Iligan Road), Taboc, Opol, Misamis Oriental (Beside Petron)
122. GRAND IMPERIAL OPOL 2 - National Highway (Butuan-Cagayan de Oro-Iligan Road), Taboc, Opol, Misamis Oriental (Beside Petron)
123. RDS DAVAO - 2nd Flr Robinsons Department Store, Abreeza Mall, J.P. Laurel Ave., Davao City
124. SMPC BUHANGIN - Silangan Multi-Purpose Cooperative SPMC Bldg 2 KM.8 Carlos P. Garcia Highway Buhangin, Davao City
125. GRAND IMPERIAL 1 - Arradaza St, Lungsod ng General Santos, Soccksargen
126. GRAND IMPERIAL 2 - Arradaza St, Lungsod ng General Santos, Soccksargen
127. RSC GENSAN - Robinsons Supermarket General Santos, Corner J.Catolico Ave and Bula-lagao Rd Gen Santos City
128. RDS BUTUAN - G/F, Robinsons Department Store, Robinsons Place Butuan, J. C. Aquino St., Brgy. Libertad, Butuan City
129. RP ILIGAN - L1 Robinsons Place Iligan Brgy. Tubod, Iligan City, Lanao Del Norte
130. RDS ILIGAN - L1 136 & 137 Robinsons Place Iligan Brgy. Tubod, Iligan City, Lanao Del Norte
131. RSC ILIGAN - Robinsons Place Iligan Supermarket Tubod, Iligan City, Lanao del Norte 9200

Legend:

MS – Ministop

RDS – Robinsons Department Store

RE – Robinsons Easymart

RSC – Robinsons Supermarket Corporation

RP – Robinsons Place

URC – Universal Robina Corporation

(e) Status of Publicly Announced New Products and Services

Robinsons Bank introduced several products and services in 2021:

PRODUCTS AND SERVICES	DATE LAUNCHED
<i>RBank Sign Up</i>	April 24, 2020
<i>QuickR</i>	May 29, 2020
<i>Sprout Solutions Partnership</i>	July 10, 2020
<i>SignUp Payroll</i>	July 23, 2020
<i>RRewards Savings Account</i>	September 3, 2020
<i>RBank Digital</i>	September 25, 2020
<i>Corporate ADA</i>	November 11, 2020
<i>Payday Money Market Fund</i>	2021
<i>Equity Index Feeder Fund</i>	2021
<i>Equity Opportunity Feeder Fund</i>	2021

<i>InstaBale</i>	2021
<i>PRU Life UK Mastercard</i>	2021

(f) Competition

The Philippine banking industry is a mature market that has, in recent years, been subject to consolidation and liberalization, including liberalization of foreign ownership restrictions. As of December 31, 2021, there are 46 universal and commercial (local and foreign) banks in the Philippines, according to the BSP. The Bank faces significant levels of competition amid a number of these Philippine banks and the presence of branches of international banks. These include, but not limited to, banks with greater financial and capital resources, bigger market share, and larger brand recognition than the Bank.

Increased competition may arise from:

- other large Philippine banking and financial institutions with significant presence in Metro Manila and large country-wide branch networks;
- foreign banks, due to, among other things, relaxed foreign bank ownership standards permitting large foreign banks to expand their branch network through acquiring domestic banks;
- ability of the Bank's competitors to establish new branches in Metro Manila due to the removal of the existing new branch license restriction scheme in 2014;
- domestic banks entering into strategic alliances with foreign banks with significant financial and management resources;
- continued consolidation in the banking sector involving domestic and foreign banks, driven in part by the gradual removal of foreign ownership restrictions;
- the impact of financial technologies in developing and transforming banking products and services; and
- the entry of fintech companies offering financial services.

The Bank faces the challenges of such increased competition. In 2019, the Bank increased its equity by Php 3.0 billion in order to sustain the increasing size of its loan portfolio.

Per BSP data for the period 2015 to 2021, the ranking of the Bank in the last five years shows the competitive strength of Robinsons Bank against its peers.

The table below summarizes the Bank's ranking in the last five years in terms of total assets and total loans (net):

Year	Total Assets	Ranking	Total Loans (Net)	Ranking
2016	75.9 billion	20 th	37.8 billion	21 st
2017	105.1 billion	19 th	58.6 billion	19 th
2018	121.4 billion	18 th	67.7 billion	17 th
2019	128.1 billion	18 th	79.7 billion	16 th
2020	148.9 billion	18 th	87.7 billion	15 th
2021	176.9 billion	17 th	109.7 billion	15 th

(g) Transactions with and/or Dependence on Related Parties

Except those which were entered into in the ordinary course of business such as DOSRI loans and related party transactions (RPT), the Bank has no transactions with and/or dependence on its related parties.

(h) Trademarks, License, Franchises, etc.

Except for software license agreements which it entered into in the ordinary course of business with some information technology companies, the Bank's business and operations are not dependent upon any patents, trademarks, copyrights, licenses, franchises, and royalty agreements.

In 2018 and 2019, the SEC approved the following business names and styles of the Bank, namely: RBank, RBC, Robinsons Bank, RobinsonsBank, Robinsons Bank Corp., RBank Corp., RBank Corporation, RobinsonsBankCorp., and Robinsons Commercial Bank.

The Bank was also able to cause the registration of the trade names of its products before the Intellectual Property Office (IPO), namely:

No.	Trade Name	Brief Description	STATUS	Date of Registration	Terms
1.	DOS (figurative w/ word mark)	Unleash the power of 2-Gives! With Robinsons Bank DOS® Mastercard, all your purchases are automatically converted to a 2-month installment, with no added interest and no minimum amount required.	Registered	November 30, 2017	Ten years (until November 30, 2027)
2.	UNO (figurative w/ word mark)	Robinsons Bank Uno Mastercard offers the convenience of a regular credit card.	Registered	November 30, 2017	Ten years (until November 30, 2027)
3.	DIRECT2BANK (word mark)	A facility for retail and corporate interbank funds transfer via Instapay and Pesonet.	Registered	September 28, 2018	Ten years (until September 28, 2028)
4.	SIMPLE SAVINGS (word mark)	Open a savings account in the fastest and simplest way with only one (1) ID and P100. No minimum ADB required. Maximum of P45,000.	Registered	November 22, 2018	Ten years (until November 22, 2028)

5.	IPONsurance (word mark)	May savings ka na, may insurance ka pa! For a minimum deposit of Php 20,000, enjoy a FREE Life ins9urance that's up to 4x you Average Daily Balance.	Registered	April 28, 2019	Ten years (until April 28, 2029)
6.	KNOWLEDGE BANK (word mark)	A blog site featuring various articles on financial literacy, loans, and money management located in the corporate website of Robinsons Bank	Registered	December 29, 2019	Ten years (until December 29, 2029)
7.	my Wealth (word mark)	Website application of the Trust Group to provide real time updates on investments to select clients	Registered	October 18, 2020	Ten years (until October 18, 2030)
8.	RBank instaBalé (word mark)	Instant cash loan to eligible clients using the online banking app	Registered	June 13, 2022	Ten years (until June 13 2032)
9.	RBiz Digital (word mark)	Digital 24x7x365 banking channel that enables retail banking customers to inquire balances, transfer money, pay bills, remit via Cebuana and many more!	Registered	August 18, 2022	Ten years (until August 18, 2032)
10.	QuickR (figurative w/ word mark)	Receive money in a flash without having to send your account number. Sender scans your QR internet banking facilities and funds are sent in real-time to your account.	Registered	April 18, 2021	Ten years (until April 18, 2031)
11.	QuickR Way to Pay (figurative w/ word mark)	Receive money in a flash without having to send your account number. Sender scans your QR internet banking facilities and funds are sent in real-time to your account.	Registered	April 18, 2021	Ten years (until April 18, 2031)
12.	my Wealth (figurative w/ word mark)	Website application of the Trust Group to provide real time updates on investments to select clients	Registered	April 18, 2021	Ten years (until April 18, 2031)

13.	IPONsurance (figurative w/ word mark)	May savings ka na, may insurance ka pa! For a minimum deposit of Php 20,000, enjoy a FREE Life insurance that's up to 4x you Average Daily Balance.	Registered	April 18, 2021	Ten years (until April 18, 2031)
14.	Rbank Digital (figurative w/ word mark)	Digital 24x7x365 banking channel that enables retail banking customers to inquire balances, transfer money, pay bills, remit via Cebuana and many more!	Registered	July 02, 2021	Ten years (until July 02, 2031)
15.	Rbank Sign Up (figurative w/ word mark)	Online account opening for retail banking customers that is accessible anytime, anywhere. Accounts are opened within minutes of completing required information.	Registered	July 23, 2021	Ten years (until July 23, 2031)
16.	Rbank Remit (figurative w/ word mark)	RBank Remit is a remittance facility within RDX that allows its users to send money via our remittance partners online.	Registered	July 23, 2021	Ten years (until July 23, 2031)
17.	RBank Simple Pay (word mark)	Not in use	Registered	August 06, 2021	Ten years (until August 06, 2031)
18.	Simple Pay by Robinsons Bank (word mark)	Not in use	Registered	August 06, 2021	Ten years (until August 06, 2031)
19.	BusinessLinker (word mark)	BusinessLinker is an online facility enabling participating clients to create, upload and electronically send invoices, and have easy- to-access payment options, dispute management and reports.	Registered	November 18, 2021	Ten years (until November 18, 2031)
20.	Rwallet (word mark)	A facility that allows employers to credit non-cash allowances/benefits (such as rice, medicine, etc.) to a cash card where acceptance is only through Robinsons	Registered	November 22, 2021	Ten years (until November 22, 2031)

		Retail Stores. Withdrawals are not allowed. This will be migrated to GoTyme.			
21.	Rbank e-Ayuda (word mark)	Karangalan ng Robinson Bank na maatasan ng DSWD na maging tagapaghatid ng SAP (RBank e-Ayuda) sa ating kababayan para makatulong sa pagsubok na ating nararanasan ngayon. Upang hindi maabala ang regular banking services, may mga ATM at teller na nakalaan para sa pagbibigay ng SAP payout.	Registered	November 27, 2021	Ten years (until November 27, 2031)
22.	RRewards Savings (figurative w/ word mark)	RRewards Savings is a collaboration between RBank and Robinsons GoRewards where customers can Earn GoRewards Points while Saving!	Registered	December 27, 2021	Ten years (until December 27, 2031)
23.	Simple Savings (figurative w/ word mark)	Open a savings account in the fastest and simplest way with only one (1) ID and P100. No minimum ADB required. Maximum of P45,000.	Registered	January 10, 2022	Ten years (until January 10, 2032)
24.	RBank Mo (figurative w/ word mark)	RBank's touchpoint beyond branches (agency banking) that allows most banking transactions such as cash in, cash out and bills payment, outside the premises of the Branch.	Registered	February 07, 2022	Ten years (until February 07, 2032)
25.	Rkansya (word mark)	Product that offers savings goals in the RBank Digital banking app	Registered	September 10, 2022	Ten years (until September 10, 2032)

(i) Sources and Availability of Raw Materials and the Names of Principal Suppliers

Not applicable.

(j) Disclosures on how Dependent the Issuer's Business is upon a Single Customer or a Few Customers

Not applicable. The Bank's business is not dependent upon a single or few customers.

(k) Need for any Government Approval of Principal Products or Services

The Bank is governed by the rules and regulations issued by the BSP and other government regulators. The Bank faithfully observes and complies with all government laws, rules and regulations that exist prior to the launch of any of its products or services.

(l) Effect of Existing or Probable Governmental Regulations on the Business

As a domestic commercial bank, the Bank is governed by the rules and regulations of the BSP and other government regulators. As such, the Bank ensures that its business operations comply with all applicable government laws, rules and regulations such as BSP mandate on financial inclusions, limits, circulars, Capital Adequacy Ratio, reserves, liquidity, AMLA, and other reportorial requirements.

(m) Amount Spent on Research and Development Activities

In 2021, the Bank had spent Php0.17 million on research and development activities.

(n) Cost and Effect of Compliance with Environmental Laws

Not applicable.

(o) Total Number of Employees

As of **September 30, 2022**, the Bank had **1,927** employees composed of **1063 officers** and **864 staff**, with **1,798 regular employees** and **129 probationary employees**.

The Bank projects an employee headcount of 2,178 in the next 12 months or by end of 2023.

The Bank has no existing employees' union. It has also no collective bargaining agreement.

In addition to salary, the Bank gives its employees fringe benefits, consisting of 13th month pay, mid-year bonus, Christmas bonus, promotion and merit increases, group life insurance, group hospitalization, personal accident insurance, car plan, motorcycle plan, hazard pay, tellers allowance, communication allowance, gas/transportation allowance, out-of-station allowance, relocation allowance, salary loans, housing loan, vehicle loan, and various leaves (sick, vacation, maternity, paternity, solo parent, among others).

(p) Risk Management

Robinsons Bank aims to be one of the top banks in the Philippines, offering innovative and competitive financial products and services to its clients. The Bank's strategic risk management is guided by the Bank's Vision, Mission, Core Values, and planned objectives in the formulation of its business plans.

The Bank's Risk Management is headed by the Chief Risk Officer (CRO) and is responsible for oversight of enterprise risk management, risk governance and control, framework, policies and practices. The CRO is supported by a dedicated team of risk management professionals organized to oversee risks arising from each of the Bank's risk categories.

The Bank takes a comprehensive approach to Risk Management with a defined framework and an articulated Risk Appetite Statement, which are approved by the Risk Oversight Committee (ROC) and the Board of Directors (Board).

i. Market and Liquidity Risk

Market Risk is defined by the Bank as the risk to earnings or capital arising from changes in the value of traded portfolios of financial instruments. It is the exposure to the uncertain market value of a portfolio due to price fluctuations. The value of investments fluctuates over a given time period because of general market conditions, economic changes or the events that impact large portion of the market such as political events, natural calamities, and others. This risk arises from market-making, dealing, and position-trading and non-trading activities.

In managing Market Risk, the Bank considers the following factors in setting up the market limits: business prospects, present market conditions, expected returns and budget for the year, among others. It is the responsibility of the risk-taking personnel to request or renew market risk limits. The limits are approved by the Board through the Risk Oversight Committee.

The Board approves a set of risk control limits that are intended to prevent over-trading, excessive concentration, and limit financial loss arising from the Bank's exposure to market risk.

Liquidity Risk, on the other hand, is defined by the Bank as the current and prospective risks to earnings or capital arising from the Bank's inability to meet its obligations when they become due without incurring unacceptable losses. It includes the inability to manage unplanned decreases or changes in funding sources. It also arises from the failure to recognize or address changes in market conditions that affect the ability to liquidate assets quickly and with minimal loss in value.

The Bank's appetite for liquidity risk is measured through the limits set for each book/fund vehicle and for each liquidity target.

The Bank uses two approaches to liquidity measurement. The flow approach uses the maximum cumulative outflow (MCO) as a tool to measure liquidity gaps of maturing assets and liabilities. The stock approach is more traditional – it focuses on ratios, and generally stems from the assumption that past experience enables institutions to determine a ratio that would provide future liquidity.

The liquidity gap and balance sheet ratios are regularly measured, monitored and compared against their respective limits. These liquidity risk measures and other information on the liquidity position of the Bank are monitored weekly and reported to the ROC monthly and to the ALCO at least once a month.

ii. Credit Risk

Credit Risk is a probability of loss attributed to a counterparty's failure to meet the terms of any contract with the Bank or to perform otherwise as agreed. It arises once the funds of the Bank are extended, committed, invested, or otherwise exposed through actual or

implied contractual agreements, whether reflected on – or off – balance sheet. Note that credit risk is not limited to loan portfolio but also covers investment portfolio.

The Bank's credit risk policies intend to maximize the return on the risk-adjusted capital by maintaining a credit risk exposure within defined parameters for asset quality and portfolio mix. To determine the (credit) risk weights, the Bank uses the Standardized Approach under Circular No. 538.

Credit Risk-Weighted Asset (CRWA) is an important risk measure of the Bank, as it is used primarily to determine the Bank's minimum capital requirement. The Bank's minimum capital requirement for credit risk is defined as 10% of the CRWA.

Pursuant to the Bank's policy, the credit ratings given by foreign and accredited local rating agencies were used to determine the credit risk weights of On-balance sheet, Off-balance sheet and counter party exposures.

For all rated credit exposures, regardless of currency, the Bank used the ratings of Standard & Poor's (S&P); Moody's, and Fitch Ratings. On the other hand, the credit rating given by Philippine Rating Services Corporation was used for Unquoted Debt Securities, certain Corporate Bonds, Peso-denominated exposures and loans to rated domestic private entities.

Given the implementation of a new accounting standard, the IFRS 9 - Financial Instruments, the Bank has developed its Expected Credit Loss (ECL) models. This is to allow the determination of loan loss provisioning based on a forward-looking approach. Corporate and Commercial loans, and Motorcycle loans, which cover a significant portion of the total loan portfolio, use sophisticated ECL models. The remaining portfolios, on the other hand, use simplified ECL models.

The Bank neither uses credit derivatives as credit risk mitigants, nor provides credit protection through credit derivatives. The Bank has no outstanding exposure to securitization structures and other types of structured products issued or purchased by the Bank.

iii. Operational and IT Risk

The Bank adopts the definition of BSP Circular 900 or Guidelines on Operational Risk Management, to wit; "Operational risk refers to the risk of loss resulting from inadequate or failed internal processes, people and systems; or from external events. This includes legal risk, but excludes strategic and reputational risks."

The Bank further acknowledges that "operational risk is inherent in all activities, products, and services, and cuts across multiple activities and business lines within the financial institution and across the different entities in a banking group or conglomerate where the financial institution belongs."

The Bank has put in place different levels of control measures to address the operational risks on different phases. These controls are classified based on function as follows: directive, preventive, detective, and corrective. Identified controls are being assessed based on its effectiveness to mitigate a risk. Control effectiveness shall be evaluated based on two (2) factors:

- Control Design – Considers how well the control is designed or should work in theory if applied as intended.
- Control Performance – Considers the way in which the control is implemented or operated in practice.

The Bank adopts the Three Lines of Defense framework in managing operational risk. The framework is enumerated below:

First Line of Defense: Business and Service Units take ownership of the risk by identifying, assessing and managing the risks from the new activities, processes, products and systems they do and use.

Second Line of Defense: Operational and Information Technology Risk Management (OITRM) under Enterprise Risk Management Group, provides the tools and the consistency in risk management language such as results of internal/external audit and supervisory issues raised in the BSP Report of Examination (ROE), Risk & Control Self-Assessment (RCSA), Key Risk Indicators (KRI), Loss Events Database (LED) and Analysis, Business Impact Analysis (BIA) and Information Asset Inventory.

Guided by the Bank's policies and procedures, rules and regulations and with the aid of Technology and Systems as well as promotion of Risk awareness and establishment of culture and ethics, ORM and ITRM assist business units in defining the target risk exposure and reporting adequate risk-related information throughout the organization.

Third Line of Defense: Internal Audit provides comprehensive assurance based on the highest level of independence and objectivity within the organization. Risk Management liaises with Internal Audit, through latter's reports, to perform validation, and development of accurate assessment and analysis of events, incidents and indicators.

IT Risk is defined as any potential adverse outcome, damage, loss, violation, failure, or disruption associated with the use of or reliance on computer hardware, software, devices, systems, applications and networks.

IT Risk Management System enables the identification, measurement, monitoring and controlling IT-related risks covering at least the following areas:

1. Information Security
2. Project Management/Development and Acquisition
3. Change Management
4. IT Operations
5. IT Outsourcing/Vendor Management
6. Electronic Products and Services

The goal of IT Risk Management is to help the Bank accomplish its business objectives by better securing the information and information systems that store, process, or transmit Bank information.

With the emergence of new and breakthrough technologies, there are pressing needs to address the increasing risk of Cyber threats and/or Cyber-attacks. A Cybersecurity Framework and Roadmap were developed to protect the Bank's critical infrastructure against these risks, as well as to promote awareness, research, and provision of technical security measures. The framework is composed of the following cycles:

- Identify – Develop the organizational understanding to manage risk to systems, assets, data, and capabilities;
- Protect – Develop and implement the appropriate safeguards to ensure delivery of critical infrastructure services;
- Detect – Develop and implement the appropriate activities to identify the occurrence of an event;
- Respond – Develop and implement the appropriate activities to take action regarding a detected event; and
- Recover – Develop and implement the appropriate activities to maintain plans for resilience and to restore any capabilities or services that were impaired due to event.

(q) Additional Requirements as to Certain Issues or Issuers

i. Debt Issues

The Bank's net worth exceeds P25 million has been in business for more than three years. As previously stated, on June 16, 2017, the Bank issued exempt securities in the form of Long-Term Negotiable Certificates of Deposits (LTNCDs) amounting to Php4,182,320,000. The following year, on July 16, 2018, the Bank issued another tranche of LTNCDs in the aggregate amount of Php1,781,750,000. On August 13, 2019, the Bank also issued a 5.125% Peso-denominated Fixed Rate Bonds due was due and settled in 2021 for the principal amount of P5,000,000,000. Later, on November 14, 2019, the Bank again issued a 4.300% Peso-denominated Fixed Rate Bonds which was due and settled in 2021 covering the principal amount of P5,000,000,000. All issues (LTNCDs and bonds) were listed with Philippine Dealing & Exchange Corp. (PDEX). The LTNCDs and bonds issued by the Bank were exempt securities pursuant to Section 9 (e) of the SRC.

ii. Investment Company Securities

Not applicable.

Properties

(a) Principal Properties Owned

i. Bank-owned Properties – Metro Manila

As of September 30, 2022, the Bank owns the following properties:

- A commercial condominium unit located at 17th Floor, Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City; and

There are no mortgages, liens, encumbrances or any limitations on the Bank's ownership of the foregoing properties.

ii. Leased Properties (Offices, Facilities, and Branches) - Metro Manila & Provincial

As of September 30, 2022, the Bank leases the following properties:

a. Offices

OFFICE	LOCATION	TERM	MONTHLY RENTAL (in Php)	EXPIRY DATE
Robinsons Bank Corp. Basement 1	Robinsons Galleria, EDSA Corner Ortigas Avenue, Quezon City	5 years	197,430.28	31-Oct-26
Robinsons Bank Corp. 27 th -30 th	Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 years	1,645,271.04	31-Aug-25
Robinsons Bank Corp. 26 th	Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 years	648,735.70	31-Aug-25
Robinsons Bank Corp. 16 th	Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 years	139,186.66	31-Aug-25
Robinsons Bank Corp. 24 th R.E.T. office	Robinsons Equitable Tower, ADB Ave. cor. P. Poveda Road, Ortigas Center, Pasig, 1605 Metro Manila	5 years	1,462,964.78	15-Dec-23
Robinsons Bank Corp. – 6F GCC	6F Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 years	261,802.32	15-Oct-23
Robinsons Bank Corp. – 5F GCC	Unit 501 Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 years	125,308.64	30-Jun-24
Robinsons Bank - Mailing Center	Robinsons Galleria, EDSA Corner Ortigas Avenue, Quezon City	3 years	27,600.25	31-Jan-23
Robinsons Bank Corp. 34 th R.E.T.	Robinsons Equitable Tower, ADB Ave. cor. P. Poveda Road, Ortigas Center, Pasig, 1605 Metro Manila	1 yr. & 5 mos.	312,598.68	31-Jul-23

b. Facilities

Facilities	LOCATION	TERM	MONTHLY RENTAL (in Php)	EXPIRY DATE
Warehouse – Pasig City	No. 5 Mahogany St., Octagon Village, Brgy. Dela Paz, Pasig City	3 years	388,806.21	15-Jun-23
Parking Space – Basement 4 Cyberscape Beta	Cyberscape Beta, No. 10 Ruby Road, Ortigas Center, Pasig City	3 years	135,081.41	15-Mar-24
Parking Space – Podium 3, slot 23	Podium 3 Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig City	3 years	7,147.18	31-May-25
Parking Space – Podium 5, slot 35	Podium 6 Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig City	3 years	7,147.18	31-May-25
Signage – GCC Roofdeck	31F Galleria Corporate Center EDSA corner Ortigas Avenue, Quezon City	5 years	204,205.05	01-Nov-22
Signage – GCC Drop-off	Level 1 Galleria Corporate Center EDSA corner Ortigas Avenue, Quezon City	5 years	11,200.00	30-Jun-23
Warehouse – Balagtas	First Balagtas Industrial Complex, Barangay PulongGubat, Balagtas, Bulacan	3 years	140,000.00	15-Jun-25
Warehouse – Calamba	Barangay Parian, Calamba, Laguna	5 years	93,457.95	14-Jan-23
TIM DR – Data Center	Carmona City, Cavite	2 years	713,440.00	30-Apr-23
Warehouse – San Fernando	Barangay Panipuan, City of San Fernando Pampanga	3 years	133,740.97	26-Oct-22

Warehouse – Passi, Iloilo	Simeon Aguilar St., Passi City, Iloilo	1 year	5,000.00	15-Jul-23
Parking Space – Basement 2, slot 20, & Podium 5, slot 23	Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig City	3 years	14,294.36	4-Sep-25

c. Branches

BRANCH NAME	ADDRESS	TERM	MONTHLY RENTAL (in Php, VAT Inc.)	EXPIRY DATE
Acacia Lane - Shaw Boulevard	G/F Padilla Bldg. 333 Shaw Boulevard, Brgy. Bagong Silang, Mandaluyong City	5 Years	232,552.32	28-Feb-25
Adriatico	G/F Robinsons Place Manila, Adriatico Street, Ermita, Manila City	5 Years	542,734.17	30-Nov-23
Alabang	G/F Unit 4, El Molito Commercial Complex, Madrigal Avenue cor Alabang-Zapote Road, Alabang, Muntinlupa City	3 Years	200,923.76	28-Jun-25
Amorsolo	G/F Don Pablo Building, 114 Amorsolo Street, Legaspi Village, Makati City	5 Years	240,786.00	16-Apr-25
Angeles	Level 1 Robinsons Place Angeles, McArthur Highway, Balibago, Angeles City, Pampanga	5 Years	133,946.40	31-Mar-25
Antipolo	Unit 169-A, Robinsons Place Antipolo, Sumulong Highway/Circumference Avenue, Dela Paz, Antipolo City	5 Years	58,240.00	30-Apr-27
Antique	Level 1-116, 117 & 118 Robinsons Place Antique, Brgy. Maybato, San Jose de Buenavista, Antique	5 Years	116,424.56	31-Jul-25
Asuncion – Binondo	G/F Don Norberto & Doña Salustiana Ty Building, #403 Asuncion Street corner San Nicolas Street, Binondo, Manila	5 Years	115,832.51	31-May-24
Ayala	6780 G/F JAKA 1 Building, Ayala Avenue, Makati City	1 Year	322,091.11	30-Jun-23
Ayala - Rufino	G/F Keyland Building, 6797 Ayala Avenue corner V. A. Rufino St., Makati City	5 Years	291,371.67	30-Jun-26
Bacolod	Level 1 C2002, The Central Citywalk, Robinsons Place Bacolod, Lacson Street, Mandalagan, Bacolod City, Negros Occidental	5 Years	192,817.86	30-Jun-24
Bacolod - Capitol Shopping Center	R. PERFORMANCE Building A 62-64 Narra Avenue, Capitol Shopping Center, Bacolod City	5 Years	97,240.50	13-Sep-23
Bacoar	Units 1 & 2, Apollo Mart Building, #369 Gen. Aguinaldo Highway, Talaba 4, Bacoar, Cavite	5 Years	77,792.40	31-Dec-26
Bacoar - Molino Blvd.	G/F Main Square Bacoar, Molino Boulevard, Bacoar City, Cavite	5 Years	92,985.55	31-Jul-24
Baguio ¹	G/F, ECCO/EDGARDOMCO REALTY CORP. Bldg., #43 Assumption Road, Baguio City	10 Years	231,665.01	30-Jun-22
Bais	Corner Quezon and Burgos Streets, Bais City, Negros Oriental	5 Years	51,861.60	14-Aug-23

¹ Negotiation on renewal is still on-going due to planned relocation.

Balagtas	G/F 103-1 Balagtas Town Center, McArthur Highway, Borol 1st, Balagtas, Bulacan	5 Years	110,624.64	31-Jul-25
Balanga	G/F, R & R Building, Don Manuel Banzon Avenue, Doña Francisca, Balanga City, Bataan	5 Years	103,146.09	30-Apr-27
Balayan	G/F Stalls Numbers 2, 3 & 4 Balayan Public Market, Plaza Mabini Street, Balayan Batangas	10 Years	84,672.00	15-Apr-27
Banawe	Store No. 2, LI Commercial Building, Lot 5 Block 240, Banawe Street, Brgy. Tatalon, Quezon City	5 Years	225,136.07	15-Mar-25
Batangas City ²	G/F Odeste Building, P. Burgos St., Brgy. 15, Batangas City	5 Years	81,349.63*	15-Oct-21
Bayawan	Shop 3, Bollos Street corner National Highway, Brgy. Poblacion, Bayawan City, Negros Oriental	5 Years	102,201.75	30-Sep-26
Better Living	G/F Triple M Commercial Building, Doña Soledad Avenue corner Australia Street, Better Living Subd, Parañaque City	5 Years	140,736.49	31-May-23
BGC - Burgos Circle	G/F Unit B, The Crescent Park Residences, 30th Street corner 2nd Avenue, Bonifacio Global City, Taguig City	5 Years	222,644.80	31-Dec-25
BGC - Rizal Drive	G/F UDENNA tower, Rizal Drive corner 4th Avenue, Bonifacio South District, Bonifacio Global City, Taguig City	5 Years	326,151.84	31-Jul-24
BGC 32nd Street	One World Place, 32nd Street, Bonifacio Global City, Taguig City	5 Years	428,064.00	15-Sep-25
BGC 34th Street	Shop 1 Panorama Tower, 34th Street corner Lane A, Bonifacio Global City, Taguig City	5 Years	456,335.74	30-Jun-25
Binondo	GF01 MZ01 Pacific Centre Building, 460 Quintin Paredes corner Sabino Padilla Street, Binondo, Manila	5 Years	289,293.86	31-Jan-24
Bonifacio Global City	Ground Level, Market Market Mall, Bonifacio Global City, Taguig City	1 Year	281,563.80	31-Dec-22
Bridgetowne - C5	G/F Tera Tower, Ortigas Avenue Extension corner C5, Quezon City	5 Years	211,474.79	30-Jun-25
Butuan	Level 1 - 01160, Robinsons Place Butuan, Km. 3 J.C Aquino Avenue, Brgy Libertad, Butuan City, Agusan del Norte	5 Years	142,819.71	31-Jan-24
Cabanatuan	G/F Franklin de Guzman Building, Km. 114 Maharlika Highway, Barangay Zulueta, Cabanatuan City, Nueva Ecija	5 Years	105,840.00	30-Apr-26
Cagayan De Oro	Level 1 Robinsons Supercenter, Rosario Street, Lim Ket Kai Drive, Lapasan, Cagayan De Oro City	5 Years	182,866.94	31-Jul-25
Cainta	G/F Gusali 888 Building, Ortigas Avenue Extension, Cainta, Rizal	5 Years	108,008.11	15-Apr-24
Calamba	G/F FP Perez Building, National Highway, Parian, Calamba City, Laguna	5 Years	134,400.00	31-Dec-26
Calapan	G/F Neo Calapan Mall, LS 008, Roxas Drive, Barangay Sto. Niño, Calapan, Oriental Mindoro	5 Years	125,145.76	31-Jan-23
Calasiao	Level 1 - 01134, Robinsons Place Pangasinan, Mac Arthur Highway,	5 Years	135,794.23	28-Feb-24

² Negotiation is still on-going due to lack of documentation provided by owner's representative due to different owners for branch and parking lots.

	Brgy. San Miguel, Calasiao, Pangasinan			
Caloocan	G/F Dona Lolita Bldg., 363 Rizal Avenue Extension, Caloocan City	5 Years	169,860.66	28-Feb-23
CDO-Divisoria	G/F Pelaez Commercial Arcade 1 corner Tiano Bros. and Cruz Taal Streets, Divisoria, Cagayan De Oro City, Misamis Oriental	5 Years	123,340.91	14-Nov-26
Cebu - Banilad	South Arcade 102, Banilad Town Centre, Gov. M. Cuenco Avenue, Banilad, Cebu City	5 Years	87,537.87	31-Jan-23
Cebu Business Park	Retails 1, 2 and 3 Ground Floor, Latitude Corporate Center, Mindanao Avenue, Cebu Business Park, Cebu City	5 Years	505,686.72	15-Mar-26
Cebu IT Park	G/F Park Centrale Tower, Jose Maria Del Mar Street, Cebu IT Park, Apas Lahug, Cebu City	5 Years	146,115.20	15-Mar-26
Cebu Mandaue	G/F Cotiaoking Bldg, North Road, Tabok, Mandaue City, Cebu	5 Years	54,191.91	31-Jan-24
Cebu Osmena ³	2nd Level Robinsons Place Cebu, Fuente Osmeña Avenue, Cebu City	5 Years	120,036.87	30-Jun-22
Cebu, Garcia - Llorente	G/F Robinsons Cybergate, Don Gil Garcia corner J. Llorente Street, Capitol Site, Cebu City	5 Years	95,997.72	29-Feb-24
Cebu-Galleria	B101 Robinsons Galleria Cebu, Maxilom-Osmeña Boulevard, 13th Avenue & Benedicto Street, North Reclamation Area, Cebu City	5 Years	170,065.10	31-Mar-26
Chino Roces Avenue Extension	G/F 2308 Natividad Building, Chino Roces Avenue Extension, Makati City	5 Years	153,446.19	31-Jul-23
Clark Global City	Two West Aeropark, Gatwick Gateway, Clark Global City, Clark Freeport Zone, Mabalacat, Pampanga	5 Years	71,709.75*	14-Feb-25
Cubao-P. Tuazon	G/F & Mezzanine, Genato Building, 250 P. Tuazon Cor. 15th Avenue, Cubao, Quezon City	5 Years	179,200.00	14-Sep-25
D. Guevara Mandaluyong	G/F RL Building, 50 D. Guevara Street, Mandaluyong City	5 Years	116,907.68*	31-May-23
Dagupan ⁴	Guanzon Building, Perez Blvd, Dagupan City, Pangasinan	2 Years	121,125.80	31-Dec-22
Dasmariñas	Level 1 01302 Robinsons Place Dasmariñas, E. Aguinaldo Hi-way corner Governor's Drive, Pala-Pala, Dasmariñas, Cavite	5 Years	174,230.43	30-Nov-26
Davao	Door 1 & 2, Edward V. A. Lim Building, Sta. Ana Avenue, Davao City	5 Years	123,656.09	30-Nov-25
Davao - Buhangin	G/F Gaisano Grand City Gate Davao, Tigatto Road corner Cabantian Road, Brgy. Buhangin, Davao City	5 Years	88,905.60	30-Nov-23
Davao Cybergate	Level 1, Unit 109, Robinsons Cybergate Davao, J.P Laurel Ave, Davao City	5 Years	144,086.34	7-May-26
Davao-Monte Verde	HAW Building, T. Monteverde Avenue, Davao City	5 Years	178,679.42	30-Nov-26
Del Monte	G/F EWELL Square Bldg., Del Monte Ave corner Biak-na-Bato, Quezon City	5 Years	198,570.01	30-Sep-26

³ Renewal on hold due to pending request to RLC to waive the security deposit.

⁴ On-going negotiation: subject for relocation.

Dolores - SFDO	Franda Building, McArthur Highway, Barrio Dolores, City of San Fernando, Pampanga	5 Years	195,638.63	20-Jun-26
Domestic Road	G/F Cebu Pacific Airline Operations Center Building, Domestic Road, Pasay City	3 Years	93,108.55	31-Jul-25
Dumaguete	Stall AF 25-27 Robinsons Dumaguete, Dumaguete South Road corner Perdices Street, Dumaguete City, Negros Oriental	2 Years	148,539.08	31-May-23
E. Rodriguez Sr. Ave	G/F JCA Building, No. 1166 E. Rodriguez Sr. Avenue, New Manila, Quezon City	5 Years	200,822.05	15-Jun-23
Eastwood City	G/F IBM Plaza Building, Eastwood City, E. Rodriguez Jr. Avenue, Bagumbayan, Quezon City	5 Years	498,037.12	31-Jan-26
EDSA Caloocan	G/F Insular Life Building, 462 EDSA near corner Boni Serrano Street, Caloocan City.	5 Years	95,629.50	16-Apr-27
Ermita	Level 1 Padre Faura Wing, Robinsons Place Ermita, Ermita, Manila	5 Years	195,981.71	31-May-24
Filinvest-Alabang	Unit 104, Civic Place Condominium, 2301 Civic Drive, Filinvest Corporate City, Alabang, Muntinlupa City	5 Years	60,292.11	30-Nov-26
Galleria South	L2, Robinsons Galleria South, Manila South Road, Nueva, San Pedro, Laguna	5 Years	208,813.92	31-Jul-24
General Santos	Robinsons Place General Santos, cor. J. Catolico Ave. and Bula-Lagao Rd., General Santos City	3 Years	86,233.49	31-Dec-24
General Trias	Level 1 - 155 & 156 Robinsons Place General Trias Mall, Antero Soriano, EPZA-Bacao Diversion Road, Brgy. Tejero, General Trias, Cavite	5 Years	195,872.19	31-Mar-26
Iligan ⁵	Level 1 L1 136 & 137 Robinsons Place Iligan, Barangay Tubod, Iligan City, Lanao Del Norte	5 Years	91,392.00	31-Jul-22
Ilocos Norte	Level 2, Robinsons Place San Nicolas, Barangay 1, San Nicolas, Ilocos Norte	5 Years	187,068.52	28-Feb-26
Iloilo	Unit 189-190, G/F Robinsons Place Iloilo, Corner Mabini-Del Leon Streets, Iloilo City, Iloilo	5 Years	196,421.57	31-Mar-24
Imus	G/F Robinsons Place Imus, Emilio Aguinaldo Highway, Imus, Cavite City	5 Years	260,900.64	31-Dec-23
Jaro	Level 1 – Unit G-17 B, Robinsons Place Jaro, E. Lopez Street, Brgy. San Vicente, Jaro, Iloilo	5 Years	149,965.70	30-Sep-26
JP Rizal St. - Makati	Shop 1 & 2, MRJ Corporate Center, # 954 J.P. Rizal corner P. Gomez Street, Poblacion, Makati	5 Years	205,094.40	30-Sep-25
Kabankalan	G/F NZ Business Center (NZBC) Building, JY Perez Highway, Kabankalan City, Negros Occidental	5 Years	48,617.80	30-Aug-23
Katipunan	G/F Torres Building, 321 Katipunan Avenue, Loyola Heights, Quezon City	5 Years	174,254.08	30-Sep-26
La Carlota City	Yunque corner Valois Street, Barangay II, La Carlota City, Negros Occidental	5 Years	61,739.01	14-Jun-26

⁵ Renewal is on hold due to pending request to RLC for a rental reduction.

La Union	Level 2, Robinsons Place La Union, National Highway, Brgy. Sevilla, San Fernando, La Union	5 Years	92,936.48	30-Apr-26
Las Piñas	G86-G87 Robinsons Place Las Piñas, 345 Alabang-Zapote Road, Barangay Talon, Las Piñas City	5 Years	145,483.40	31-Mar-25
Las Piñas - Daang Hari	Southbend Building, Versailles Subdivision, Daang Hari, Brgy. Almanza Dos, Las Piñas City	5 Years	125,883.67	14-Mar-24
Las Piñas - Pamplona	G/F South Park Highs, 262 Alabang-Zapote Road, Pamplona, Las Piñas City	5 Years	147,231.84	31-Dec-25
Legazpi City	G/F, Yuzon Commercial Building, Quezon Avenue, Legazpi City, Albay	5 Years	138,936.17	30-Sep-25
Legazpi Street, Makati	G/F, Office 1, Man Tower Legazpi Building, 153 Legazpi Street, Legazpi Village, Makati City	5 Years	199,667.16	28-Oct-23
Lipa	G/F Robinsons Place Lipa, Expansion Wing, J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas	5 Years	197,635.33	31-Jan-25
Los Baños	G/F LBDHMC Medical Arts III Building, Lopez Avenue, Batong Malake, Los Baños, Laguna	5 Years	123,631.57	31-Jul-23
Lucena ⁶	G/F AZDEMARK Building, 11 Quezon Avenue, Lucena City	2 Years	97,149.17	30-Sep-22
Luisita Tarlac	Unit 102 Robinsons Luisita, McArthur Highway, San Miguel, Tarlac City	5 Years	70,812.60	31-Oct-23
Maginhawa St.	Stalls A & B #143 Maginhawa Street, Barangay Teachers Village, Quezon City	5 Years	134,503.06	31-Oct-26
Magnolia Town Center	LGF - LG026 Robinsons Magnolia Town Center, Aurora Blvd. cor Dona Hemady and N. Domingo Streets, New Manila, Quezon City	5 Years	246,693.89	31-Aug-24
Main Office Branch	G/F Galleria Corporate Center, EDSA corner Ortigas Avenue, Quezon City	5 Years	501,630.55	31-Dec-23
Makati - Evangelista	G/F #1861 Evangelista Street, Brgy. Pio Del Pilar, Makati City	5 Years	80,752.00	
Malabon	Level 1 – 01127, Robinsons Town Mall Malabon, #5 Governor Pascual Avenue corner Crispin Street, Tinajeros, Malabon City	5 Years	186,160.80	31-Jan-24
Malolos	Level 1 – 01123 Robinsons Place Malolos, Mc Arthur Highway, Barangay Mabolo, Malolos, Bulacan	5 Years	221,785.54	31-Jan-24
Marikina ⁷	VC Chan Bldg. No. 8 Bayan-Bayanan Avenue, Concepcion Uno, Marikina City	5 Years	113,701.37	31-Oct-21
McKinley West	Lower G/F Cyber Sigma, Lawton Avenue, Bonifacio South, Taguig City	5 Years	161,154.01	1-Jul-27
Meralco Avenue ⁸	G01 & G02, Robins Design Center, 31 Meralco Avenue, Ortigas, Pasig City	2 Years	268,654.41	15-Jun-22
Meycauayan	G/F Sterling Square, Sterling Industrial Park, Brgy. Iba, Meycauayan City, Bulacan	10 Years	87,494.40	30-Sep-29

⁶ On-going negotiation for lease extension: slated for relocation to/consolidation with LSB Lucena.

⁷ Negotiation is still on-going due to sudden death of owner due to covid. Lease renewal offer is not yet issued by the heirs.

⁸ Negotiation on renewal is still on-going due to planned relocation.

MOA Complex	Unit 101, Tower 1 Oceanaire Residences, Sunshine Drive corner Road 23, Coral Way, MOA Complex, Pasay City	2 Years	197,285.76	31-May-24
Muntinlupa Bayan	G/F Joval 1 Bldg. #52 National Highway Putatan, Muntinlupa City	5 Years	106,921.76	16-May-27
N.S. Amoranto Sr. Avenue	G/F Unit 102 "R" Place Building, #255 N.S. Amoranto Sr. Avenue, Quezon City	5 Years	84,707.41	31-Mar-23
Naga	G/F Crown Hotel Building, Peña Francia Avenue, Naga City	5 Years	153,395.63	30-Nov-25
Ninoy Aquino Avenue	G/F, Rooms 2 & 3, Sky Freight Building, Sky Freight Center, Ninoy Aquino Avenue, Parañaque City	5 Years	273,033.78	15-May-24
Novaliches	Level 1 - ERS1-016, Robinsons Novaliches, Barangay Pasong Putik, Quirino Highway, Novaliches, Quezon City	5 Years	181,854.62	31-Aug-26
Olongapo	G/F 1370 Rizal Avenue Extension, East Tapinac, Olongapo City, Zambales	2 Years	116,254.50*	14-Nov-24
Ormoc	Robinsons Place Ormoc, Palo Carigara, Ormoc City Road, Brgy. Cogon, Ormoc City, Leyte	5 Years	89,372.64	30-Apr-23
Ortigas Greenhills	G/F Limketkai Building, Ortigas Avenue corner Roosevelt Street, Brgy. Greenhills, San Juan City	5 Years	157,137.12	14-Mar-25
Palawan	Unit 220-222, 2/F, Robinsons Place Palawan Mall, Puerto Princesa City, Palawan	5 Years	203,825.66	31-May-24
Pasay - Libertad	G/F Cementina Corporation Building, 160 A. Arnaiz Avenue corner Cuenca Street, Pasay City	5 Years	122,523.03	15-Jun-25
Pasig	L/G Robinsons Metro East, Marcos Highway, Barangay De la Paz, Pasig City	4 Years	302,602.61	30-Jan-24
Paso De Blas	491 ESA Building, Paso De Blas Road, Brgy. Paso De Blas, Valenzuela City	5 Years	106,186.63	15-Mar-23
Passi	Units G5-G6, Ground Floor, Gaisano Capital - Passi, Simeon Aguilar Street, Passi City, Iloilo	5 Years	64,113.30	17-Dec-26
Pavia	G/F Robinsons Place Pavia, Vice President Fernando Lopez Ave., Pavia, Iloilo City	5 Years	74,614.18	30-Jun-23
Pioneer Cybergate	Upper G/F, Robinsons Pioneer Cybergate Center 1, Pioneer Street, Mandaluyong City	3 Years	169,596.50	30-Jun-24
Quezon Avenue ⁹	G/F Q.C Avenue Mall, Quezon Avenue cor. Scout Borromeo St., South Triangle, Quezon City	5 Years	138,859.44	27-Dec-22
Regalado	RS137-05 Robinsons Townville Regalado Fairview, Quezon City	5 Years	142,942.80	28-Feb-26
Robinsons North Tacloban ¹⁰	G/F Robinsons North Tacloban, Brgy. Abucay, Tacloban City	5 Years	92,054.59	31-Dec-22
Robinsons Place Naga	Level 1 Unit 101 Robinsons Place Naga, Roxas Avenue corner Almeda Highway, Brgy. Triangulo, Naga City, Camarines Sur	5 Years	94,342.08	31-Aug-27
Robinsons Place Tuguegarao	G/F Robinsons Place Tuguegarao, Brgy. Tanza, Tuguegarao City, Cagayan	5 Years	110,582.30	25-Jul-23

⁹ Awaiting renewal terms and conditions from the lessor.

¹⁰ Awaiting renewal terms and conditions from RLC.

Roosevelt Avenue	G/F MCCM Bldg. 311 Roosevelt Avenue, Quezon City	5 Years	150,090.72	28-Feb-23
Roxas	Level 1-1133B, Robinsons Place Roxas, Pueblo de Panay, Barangay Lawa-an, Roxas City, Capiz	5 Years	183,846.77	29-Feb-24
Samson Road	G/F Units 3, 4 & 5 Samson Square Bldg, Samson Road corner Dagohoy Street, Caloocan City	5 Years	121,200.55	30-Nov-26
San Fernando	Level I Robinsons Starmills, Candaba Gate, Olongapo-Gapan Road, San Jose, San Fernando City, Pampanga	5 Years	132,740.72	31-Jan-23
San Jose City	Belena Building, San Jose-Carmen Road (Romano St. corner Bonifacio St.), Brgy. Rafael Rueda, San Jose City, Nueva Ecija	5 Years	93,350.88	1-Apr-23
San Jose Del Monte	Quirino Highway, Tungkong Mangga, San Jose Del Monte City, Bulacan	5 Years	120,344.00	22-Apr-23
San Miguel	G/F Octagon Building, San Miguel Avenue, Ortigas Center, Pasig City	7 Years	373,503.76	31-Aug-25
San Pablo	G/F Estrellado Building, Paulino Street, San Pablo City, Laguna	5 Years	126,076.20	31-Oct-24
San Pedro	G/F Space 102, ETG Business Center, A. Mabini Street, Barangay Poblacion, San Pedro City, Laguna	10 Years	70,560.00	15-Nov-26
Santiago	Level 1-01103, Robinsons Place Santiago, Barangay Mabini, Santiago City, Isabela	5 Years	165,016.05	29-Feb-24
Santolan - Pasig	G/F AD Center Square, Amang Rodriguez corner Evangelista Street, Santolan, Pasig City	5 Years	136,814.73	15-Mar-24
Sedeño Salcedo Village	G/F, Unit G-104, 88 Corporate Center, #141 Sedeño corner Valero Street, Salcedo Village, Makati City	5 Years	374,776.58	15-Aug-23
Sen. Gil Puyat Ave.	G/F New Solid Realty Inc. Building, 357 Sen. Gil Puyat Avenue, Makati City	5 Years	226,220.90	14-Aug-26
Shaw Boulevard	G/F Pelbel Building I, #2019 Shaw Boulevard, Pasig City	5 Years	152,947.87	31-Jul-23
Soler	G/F Filamco Building, #1220-1222, Soler corner Masangkay Streets, Binondo, Manila	2 Years	233,871.34	30-Nov-23
Sta Rosa	Level 1 Robinsons Sta. Rosa Market, Old National Highway, Bo. Tagapo, Sta. Rosa City, Laguna	5 Years	167,960.24	30-Apr-25
Sta. Rosa Estates 2 ¹¹	Sta. Rosa-Tagaytay Road, Sta. Rosa City, Laguna	8 Years	204,873.82	1-Oct-22
Sto. Tomas ¹²	GF Unit 3, Sierra Makiling Commercial Complex, Maharlika Highway, Brgy. San Antonio, Sto. Tomas, Batangas	1 Year	90,757.80	14-Nov-22
Sucut	Units B13 & B17, JAKA Plaza Mall, Dr. A. Santos Avenue, Parañaque City	5 Years	181,592.25	14-Dec-23
Sumulong - Antipolo	G/F Xentro Mall Antipolo, Mambungan, Antipolo City	5 Years	84,646.72	31-Jan-26
Tacloban	Robinsons Place Tacloban, Level 1-00103, National Highway, Tabuan, Marasbaras, Tacloban City	5 Years	162,449.28	31-May-26
Tagaytay	Space 2-00210, Robinsons Tagaytay, National Road, Barrio Maharlika, Tagaytay City	5 Years	100,245.60	31-Jul-25

¹¹ On-going negotiation.

¹² Awaiting renewal terms and conditions from the lessor.

Tagbilaran	G/F Castelcelo Building 1, C. Gallares Street corner J. S. Torralba Street, Poblacion II, Tagbilaran City, Bohol	5 Years	135,575.24	30-Sep-24
Tagum	Level 1 – Unit 167 Robinsons Place Tagum, National Highway, Brgy. Visayan Village, Tagum, Davao del Norte	5 Years	110,194.78	30-Apr-26
Taytay	Red Ribbon Uptown Building, Manila East Road, Barangay San Juan, Taytay, Rizal	4 Years	116,169.98	15-Jun-23
Tomas Morato	JSB Building, Tomas Morato Avenue corner Scout Delgado Street, Quezon City	10 Years	251,140.36	31-May-23
Tuguegarao	G/F, Lui Building, Bonifacio Street, Centro 04, Tuguegarao City, Cagayan Valley	5 Years	173,954.26	28-Feb-25
Urdaneta	G/F S-Plaza Building, McArthur Highway, Urdaneta, Pangasinan	5 Years	123,420.28	14-Sep-26
Valencia City	G/F Robinsons Place Valencia, Valencia City, Bukidnon	5 Years	128,840.77	31-Dec-23
Valenzuela ¹³	Unit A South Supermarket, McArthur Highway, Karuhatan, Valenzuela City	2 Years	110,185.07	14-Nov-22
Vigan ¹⁴	LS1-08-2, Xentro Mall Vigan, Quezon Avenue, Brgy. III, Vigan City, Ilocos Sur	5 Years	140,493.08	28-Nov-22
Visayas Avenue	G/F M & L Building, Visayas Avenue corner Road 1, Quezon City	5 Years	215,117.50	31-Jan-24
West Avenue	G/F Prosperity West Center Building, 92 A West Avenue, Quezon City	5 Years	152,473.10	28-Feb-23
White Plains	Francisco Santos Building, 138 Katipunan Avenue, Barangay Saint Ignatius, Quezon City	5 Years	154,379.02	1-May-25
Wilson St. - Greenhills	G/F, Wilson Corporate Center, Wilson Street, Greenhills, San Juan City	5 Years	284,004.00	31-May-25
Zamboanga City	G/F The Grand Astoria Hotel, Mayor Jaldon Street, Zamboanga City	5 Years	128,940.91	30-Nov-23

All lease contracts have renewal options upon their termination under terms and conditions mutually acceptable to the Bank and the lessors. All monthly rentals are inclusive of VAT except for those with asterisk (*Baguio, Batangas City, Clark Global City, D. Guevara Mandaluyong and Olongapo Branches*).

d. Robinsons Bank Branch-Lite Units

BRANCH NAME	ADDRESS	TERM	MONTHLY RENTAL (in Php, VAT Inc.)	EXPIRY DATE
Annapolis	The Meridien Condominium, 29 Annapolis Street, Greenhills, San Juan City	5 Years	162,993.60	31-Oct-24
BF Homes Parañaque	180 J. Elizalde corner Concha Cruz Drive, BF Homes Executive Village, Parañaque City	5 Years	111,132.00	14-Apr-25
Cebu Nustar Forex Kiosk	Level 1, Casino gaming floor, NuStar Resort and Casino, South Road Properties, Cebu City, Cebu	9 Months	56,000.00	31-Jan-23

¹³ On-going negotiation: subject for relocation.

¹⁴ Awaiting renewal terms and conditions from XRC.

Galleria	Basement 1, Robinsons Galleria, EDSA corner Ortigas Avenue, Quezon City	5 Years	113,317.68	31-Oct-26
Gamma	G/F Cyberscape Gamma, Ruby Street, Ortigas Center, Brgy. San Antonio, Pasig City	5 Years	216,511.80	14-Mar-24
Lipa - J.P. Laurel	G/F Mhikai Building 1, J.P. Laurel Highway, Marawoy, Lipa City Batangas	5 Years	54,454.68	31-May-23
N. Domingo	#135 N. Domingo St., Barangay Balong-Bato, San Juan City	5 Years	111,720.00	30-Sep-25
Pasig - C. Raymundo ¹⁵	G/F Marius Arcadia Building, C. Raymundo Avenue corner Pag-Asa Street, Pasig City	5 Years	118,041.95	31-Dec-22

iii. LSB-owned Properties - Provincial Branches

As of September 30, 2022, the following properties are LSB-owned:

a. Legazpi Branch

Corner, Rizal and Mabini Sts., Dinagaan, Legazpi City 100 and 72

b. Guinobatan Branch

Paulate St., Pobalcion, Guinobatan Albay 294

iv. LSB Leased Properties (Head Office & Branches) - Provincial

As of September 30, 2022, LS leases the following properties:

a. Head Office

OFFICE	LOCATION	TERM	MONTHLY RENTAL (in Php)	EXPIRY DATE
Head Office & Main Branch	738 Bldg. Rizal St. Old Albay District Legazpi (City/Capital) Albay	10 years	303,390.36	01-Sept-2027
Office Space	Galleria Corporate Center Condominium	5 years	87,750.00	14-Apr-2023

b. Facilities

FACILITIES	LOCATION	TERM	MONTHLY RENTAL (in Php)	EXPIRY DATE
Parking Space – Podium 2 Cyberscape Beta	Cyberscape Beta, No. 10 Ruby Road, Ortigas Center, Pasig City	3 years	6,921.60	29 – Feb-2024
Cable Riser - GCC	21F Galleria Corporate Center EDSA corner Ortigas Avenue, Quezon City	3 years	10,080.00	16-Apr-2025

¹⁵ Awaiting renewal terms and conditions from the lessor.

Warehouse - Legazpi	318 Peñaranda Ext, Bonot, Legazpi City, Albay	5 years	20,000.00	30-Jan-2024
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c. Branches

NAME OF BRANCH	LOCATION	TERM	MONTHLY RENTAL (in Php)	EXPIRY DATE
Daraga Branch	Sta. Maria St. Brgy. San Roque Daraga Albay	10 years	78,761.77	1-Mar-2029
Cainta Branch	ECCOI Corporate Center, Ortigas Extension, St. Anthony Subd. Cainta, Rizal	7 years	105,000.00	28-Feb-2027
Tabaco Branch	NN Bldg. A.A. Berces Basud Tabaco City Albay	10 years	44,434.74	30-Jun-2022
Polangui Branch	National Road Basud Polangui Albay	3 years	90,750.01	20-Dec-2022
Sorsogon Branch	Cba Building Jamoralin Street Burabod Sorsogon (City/Capital)	10 years	53,482.28	27-Oct-2027
Daet Branch	Subia Bldg. J. Lukban St. Brgy. 3, Daet (Capital) Camarines Norte	15 years	46,394.83	30-Apr-2027
Virac Branch	G/F D & L Bldg. Corner Surtida & Rizal St. San Jose Virac (Capital)	5 years	73,684.21	31-Dec-2026
Masbate Branch	Unit 8 & 9 S & T Bldg. Cagba St. Brgy. Tugbo Masbate (City/Capital)	6 years	96,559.74	14-Jul-2027
Naga Branch	NEA Bulding Cbc Terminal Triangulo Naga City, Camarines Sur	5 years	114,354.83	15-Apr-2024
Lucena Branch	A.M. Lubi Bldg. Corner Tagarao & Elias Streets Barangay 5 Lucena (City/Capital) Quezon	10 years	73,889.99	15-Oct-2026
Pampanga Branch	4 & 2 Bldg. Mc Arthur Highway Sindalan San Fernando Pampanga	10 years	72,930.38	5-Dec-2022

d. Branch-Lite Units

NAME OF BRANCH	LOCATION	TERM	MONTHLY RENT (in Php)	EXPIRY DATE
Goa Branchlite	Unit 1 J. Quinzon Bldg. Riza St. Bagumbayan Pequeño Goa Camarines Sur	5 years	52,631.58	31-Aug-2026
Calauag Branchlite	Rizal St. Brgy. Sta. Maria Calauag Quezon	5 years	47,187.66	23-Aug-2026
Dasmariñas Branch	G/F Wincorp Bldg. Molino Paliparan Road Salawag Dasmariñas City Cavite	5 years	50,892.22	01-May-2023
Iriga Branch	DIs Building 121 Zone 6 Highway 1 San Isidro	5 years	35,000.00	15-Aug-2023

	Iriga (City) Camarines Sur			
Malolos Branch	Unit 8, MTKJ Building M2, Fausta subdivision, Mabolo Street, Malolos City	5 years	14,560.00	30-Sept-2025
Sto. Tomas BLU	Kath's Place, A. Bonifacio Street, Poblacion 2, Sto. Tomas, Batangas	5 years	14,000.00	14-Oct-25
Puerto Princesa BLU	DRCM Riviera Complex, Unit 5, Brgy. San Manuel, Puerto Princesa City, Palawan	5 years	16,800.00	30-Nov-25
San Jose BLU	ARJ Bldg., San Roque corner Cardenas St., Brgy. Abar 1st., San Jose City, Nueva Ecija	3 years	15,000.00	14-Jan-24
Kabankalan BLU	Hernando Chua Bldg., Solar St., Kabankalan City, Negros Occidental	5 years	13,384.21	31-Jan-26
Binmaley BLU	D & M Realty Bld., Purok 6, Naguilan Highway, Binmaley, Pangasinan	5 years	13,384.21	04-Jan-26
Santiago BLU	Guevarra St., No. 1229, Perez St., Calao West, Santiago City, Isabela	5 years	28,000.00	28-Feb-26
Jaro BLU	EL 98 St., Jaro Iloilo City	5 years	35,000.00	28-Feb-26
Calapan BLU	RR Paras Bldg., Leuterio St., San Vicente South, Calapan City, Oriental Mindoro	5 years	29,842.10	31-Mar-26
Lipa BLU	RDL Bldg., 004 Pres. JP Laurel St., National Road, Marawoy, Lipa City	3 years	36,842.10	14-Jun-24

All lease contracts have renewal options upon their termination under terms and conditions mutually acceptable to LSB and its lessors.

(b) Limitations on Properties

There are no mortgages, liens, encumbrances or any limitations on the Bank's ownership of the foregoing properties.

(c) Description of Property the Bank Intends to Acquire in the Next 12 Months

The Bank has future plans to acquire properties but no details as of yet as to the description, nature, and location of the properties as of this time.

Legal Proceedings

Except for cases or proceedings which are incidental to its business such as suits for sums of money, foreclosures, writs of possession, employee relations, and other cases arising from loan transactions and operations, the Group has no material pending legal proceedings to which the Bank or any of its subsidiaries or affiliates is a party or which any of its property is the subject.

ANNEX E**BANK OF THE PHILIPPINE ISLANDS****Information required by Part II, paragraph (A) of “Annex C”, market price of and dividends on the registrants' common equity and related stockholder matters****Market for Issuer’s Common Equity and Related Stockholders Matters****Market Information**

The common shares of BPI has been listed on the Philippine Stock Exchange (PSE) since 1971. The table below shows the high and low prices of BPI shares transacted at the PSE for each quarter within the last two (2) fiscal years and first three (3) quarters of 2022.

Period	In Pesos	
	High	Low
Year Ended December 31, 2020		
1 st Quarter	89.00	51.40
2 nd Quarter	78.00	57.00
3 rd Quarter	75.00	61.00
4 th Quarter	88.60	64.50
Year Ended December 31, 2021		
1 st Quarter	89.00	79.45
2 nd Quarter	89.00	80.00
3 rd Quarter	89.95	80.30
4 th Quarter	95.80	80.50
Nine Months ended September 30, 2022		
1 st Quarter	102.00	91.00
2 nd Quarter	100.00	84.80
3 rd Quarter	98.25	86.00

The high and low prices of BPI at the PSE on November 22, 2022 were P98.40 and P97.30, respectively, with a closing price of P97.80.

2. Holders of Common Equity

There were approximately 11,912 common shareholders of BPI as of September 30, 2022.

Please refer to Exhibit A for the top twenty (20) shareholders with their corresponding shares and percentage ownership of BPI.

Please see Exhibit B for a Statistical Report by Sharelots as of September 30, 2022.

3. Dividends

The Bank's practice is to declare cash dividends to its common stockholders on a regular basis as may be determined by the Board of Directors. As its dividend payout history shows, the Bank has consistently paid at least P1.80 per share in annual dividends. At the regular meeting of BPI's Board of Directors held on 18 May 2022, the Board approved dividend policy based on a dividend payout ratio of 35% to 50% of previous year's earnings. For the first semester of 2022, the Bank declared and paid 1.06 dividend per share, for total of Php 4.8 billion.

The Bank evaluates its dividend payments from time to time in accordance with business and regulatory requirements and cannot make explicit warranties about the quantum of future dividend payments.

Cash dividends declared and paid during the years ending December 31, 2020, 2021, and in the first semester of 2022 are as follows:

Date Declared	Date of Payment	Amount of Dividends	
		Per Share	Total (in Million Pesos)
May 15, 2019	June 19, 2019	0.90	4,056
November 20, 2019	December 27, 2019	0.90	4,057
May 20, 2020	June 26, 2020	0.90	4,062
October 21, 2020	November 26, 2020	0.90	4,062
May 19, 2021	June 23, 2021	0.90	4,062
November 17, 2021	December 24, 2021	0.90	4,062
May 18, 2022	June 22, 2022	1.06	4,784

There are no known restrictions or impediments to the Bank's ability to pay dividends on common equity, whether current or future.

Dividend declaration is ultimately the responsibility of BPI and the BPI Board of Directors which has the authority to declare dividends as it may deem appropriate. Banks that meet the prequalification criteria including capital adequacy requirements and applicable laws and regulations of the BSP can declare and pay dividends without prior BSP verification.

4. Recent Sales of Unregistered or Exempt Securities

Details on shares issued to/subscribed by the Bank's executives as a result of the Executive Stock Option Plan ("ESOP") and the Executive Stock Purchase Plan ("ESPP") are reflected in Note 18 of the 2021 Audited Financial Statements.

**BPI STOCK TRANSFER OFFICE
BANK OF THE PHILIPPINE ISLANDS
TOP 20 STOCKHOLDERS
AS OF SEPTEMBER 30, 2022**

EXHIBIT A

RANK	STOCKHOLDER NAME	OUTSTANDING SHARES	PERCENTAGE	TOTAL
1	AYALA CORPORATION	1,390,531,096	30.8108%	1,390,531,096
2	LIONTIDE HOLDINGS INC.	904,194,682	20.0348%	904,194,682
3	PCD NOMINEE CORPORATION (NON-FILIPINO)	868,481,502	19.2434%	868,481,502
4	PCD NOMINEE CORPORATION (FILIPINO)	799,328,313	17.7112%	799,328,313
5	ROMAN CATHOLIC ARCHBISHOP OF MANILA	327,904,251	7.2656%	327,904,251
6	MICHIGAN HOLDINGS, INC.	92,684,989	2.0537%	92,684,989
7	MERCURY GRP. OF COMPANIES, INC	7,653,853	0.1696%	7,653,853
8	ESTATE OF VICENTE M. WARNS	7,550,868	0.1673%	7,550,868
9	BPI - ESPP 2019	5,591,260	0.1239%	5,591,260
10	SOCIAL SECURITY SYSTEM	4,180,200	0.0926%	4,180,200
11	BPI GROUP OF COMPANIES RETIREMENT FUND	4,174,243	0.0925%	4,174,243
12	XAVIER P. LOINAZ AND/OR MA. TERESA J. LOINAZ	3,938,203	0.0873%	3,938,203
13	BPI - ESPP 2018	3,817,820	0.0846%	3,817,820
14	BPI - ESPP 2017	2,965,550	0.0657%	2,965,550
15	HERMANN BARRETTO WARNS	2,920,000	0.0647%	2,920,000
16	BLOOMINGDALE ENTERPRISES INC	2,685,225	0.0595%	2,685,225
17	SOCIAL SECURITY SYSTEM ASSIGNED TO EMPLOYEES COMPENSATION FUND	2,666,900	0.0591%	2,666,900
18	SAHARA MGT. & DEV. CORP.	2,535,146	0.0562%	2,535,146
19	LA FILIPINA UY GONGCO CORPORATION	2,299,790	0.0510%	2,299,790
20	FORESIGHT REALTY & DEVELOPMENT CORPORATION	1,958,595	0.0434%	1,958,595
GRAND TOTAL				4,438,062,486



BANK OF THE PHILIPPINE ISLANDS



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STATISTICAL REPORT BY SHARELOTS
 BANK OF THE PHILIPPINE ISLANDS
 As of September 30, 2022

SHARE LOTS	NUMBER OF STOCKHOLDERS	
1 - 100	1,576	57,540
101 - 500	4,058	1,056,879
501 - 1,000	1,970	1,433,614
1,001 - 5,000	2,871	6,216,266
5,001 - 10,000	558	3,837,479
10,001 - 50,000	607	13,059,821
50,001 - 100,000	106	7,167,121
100,001 - 500,000	129	26,388,582
500,001 - 1,000,000	12	8,470,163
1,000,001 - 5,000,000	16	41,519,976
5,000,001 - 10,000,000	3	20,795,981
10,000,001 - 50,000,000	0	0
50,000,001 - UP	6	4,383,124,833
GRAND TOTAL	11,912	4,513,128,255

ANNEX E-1

Information required by Part II, paragraph (A) of “Annex C”, as amended, SRC Rule 12 (Market price of and dividends on the registrants’ common equity and related stockholder matters)

Market for Issuer's Common Equity and Related Stockholder Matters

(a) Market Information

i. Principal market where the equity is traded

Not applicable. The Bank’s equity is not listed or traded in any Exchange.

ii. Market Value

Not applicable. The Bank’s equity is not listed or traded in any Exchange.

(b) Holders

The following are the stockholders of record as of September 30, 2022:

Name of Stockholder	Common Shareholdings	Total Par Value	% To Total Issued Capital Stock
JG Summit Capital Services Corp.	899,986,468	10	60%
Robinsons Retail Holdings, Inc.	599,988,780	10	40%
Ignacio Mamaril, Jr.	19,887	10	0%
Vicente Pang	4,854	10	0%
Lance Y. Gokongwei	1	10	0%
Frederick D. Go	1	10	0%
Elfren Antonio S. Sarte	1	10	0%
Robina Y. Gokongwei-Pe	1	10	0%
Patrick Henry C. Go	1	10	0%
Omar Byron T. Mier	1	10	0%
Catalino S. Abacan	1	10	0%
Teodoro M. Panganiban	1	10	0%
David C. Mercado	1	10	0%
Hermogenes S. Roxas	1	10	0%
Ernesto C. Santiago	1	10	0%
TOTAL	1,500,000,000		100%

Effect of Proposed Merger on the Amount and Percentage of Ownership of Current Shareholders of Robinsons Bank Corporation (RBC)

Under the proposed statutory merger between BPI and RBC, the number of BPI common shares that will be issued to RBC shareholders shall be one (1) BPI common share for every 5.2070 shares of RBC subject to adjustment as provided in the plan of merger.

Once the statutory merger becomes effective, the current controlling shareholders of RBC, namely, JG Summit Capital Services Corp. and Robinsons Retail Holdings, Inc., will become minority shareholders of BPI and their combined potential shareholdings of only 6% in BPI will not be able to elect one (1) board seat.

Also, the directors and nominees of RBC who are holding one (1) common share will not be able to receive a BPI common share under the statutory merger.

Likewise, RBC has not made any commitment to its directors and officers as a group with respect to issuance of any BPI shares to them.

The total amount of BPI common shares to be issued in accordance with proposed statutory merger shall, more or less, be equivalent to 6.0001% of the resulting outstanding common shares of BPI.

(c) Dividends

The Bank has not declared any dividends in the last two (2) years.

Further, future subscribers and common stockholder of the newly issued common shares are entitled to receive dividends. The Board, however, may only declare dividends out of its surplus profits or unrestricted retained earnings and after making due provisions for the necessary reserves (losses and bad debts) and compliance with relevant provisions of the Revised Corporation Code, Securities Regulation Code, General Banking Law, Manual of Regulations for Banks, and all regulations and circulars issued by the regulatory bodies (SEC & BSP).

Apart from the above, there are no more restrictions that limit the Bank's ability to declare and pay dividends on the common shares.

(d) Recent Sales of Unregistered or Exempt Securities, Including Recent Issuance of Securities Constituting an Exempt Transaction

There were no unregistered securities sold by the Bank in the past three (3) years.

However, on March 2019, the Bank issued additional common shares to the controlling stockholders as a result of the approval by SEC of the increase in authorized capital stock from Php15 Billion to Php27 Billion. The Bank being the issuer, the additional common shares were exempt securities under Section 9 (e) of the Securities Regulation Code.

Also, on June 16, 2017, the Bank issued exempt securities in the form of Long-Term Negotiable Certificates of Deposits (LTNCDs) amounting to Php4,182,320,000. The following year, on July 16, 2018, the Bank issued another tranche of LTNCDs in the aggregate amount of Php1,781,750,000.

Likewise, on August 13, 2019, the Bank also issued a 5.125% Peso-denominated Fixed Rate Bonds which became due and were redeemed on 2021 for the principal amount of ₱5,000,000,000. Later, on November 14, 2019, the Bank again issued a 4.300% Peso-denominated Fixed Rate Bonds which became due and were redeemed on 2021 covering the principal amount of ₱5,000,000,000.

All the Bank's LTNCs and corporate bond issues were listed with Philippine Dealing & Exchange Corp. (PDEX). As a banking institution, the Bank's LTCNDs and corporate bonds issues are exempt securities under Section 9 (e) of the Securities Regulation Code.

(e) Free Float Level

Not applicable. The Bank's equity is not listed or traded in any Exchange.