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SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C

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

- 1. February 15, 2013

 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number 17514 3. BIR TIN 320-000-599-760
- 4. RIZAL COMMERCIAL BANKING CORPORATION

 Exact name of registrant as specified in its charter
- 5. Philippines 6. CSec Use only)
 Province, country or other
 jurisdiction of incorporation Industry Classification Code
- 7. <u>6819 Ayala cor. Gil J. Puyat Ave., Makati City</u> <u>0727</u> Address of principal office Postal Code
- 8. 894-9000
 Registrant's telephone number, including area code
- 9. <u>Not Applicable</u> Former name or former address, if changed since last report
- 10. Securities registered pursuant to Sections 4 and 8 of the RSA

Number of Shares of Common Stock
Title of Each Class
Outstanding and Amt. of Debt O/S

Common Stock, P10.00 par value 1,140,857,133 (as of 15 Feb 2013)

11. Indicate the item numbers reported herein: Item 9

Item 9. Other Events.

Rizal Commercial Banking Corporation ("RCBC") and IFC Capitalization (Equity) Fund, L.P. (the "Equity Fund") signed a subscription agreement today wherein the Equity Fund agreed to initially subscribe to common shares equal to the lesser of (i) 45,152,710 shares or (ii) the Peso equivalent of US\$100 million worth of shares, at a price of P58.00 per share. RCBC also granted the Equity Fund a 4-month option to subscribe and purchase from RCBC, additional common shares valued at US\$100 million less the initial subscription amount. Should the Equity Fund exercise such option, the additional shares will also be purchased at P58.00 per share. This was approved by the Bank's Board last January 4, 2013.

Closing of the transaction remains subject to BSP approval.

4 - February IFC Equity Fund Subscription Agreement Page * 2 *

SIGNATURES

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RIZAL COMMERCIAL BANKING CORP.

Registrant

Date: 15 February 2013

Mr. Christina P. alwary MA. CHRISTINA P. ALVAREZ

Corporate Information Officer