

COVER SHEET

1 7 5 1 4
S.E.C. Registration Number

R I Z A L C O M M E R C I A L B A N K I N G
C O R P O R A T I O N

(Company's Full Name)

6 8 1 9 A Y A L A A V E N U E C O R N E R G I L
P U Y A T A V E N U E M A K A T I C I T Y
(Business Address: No. Street City/ Town/ Province)

MA. CHRISTINA P. ALVAREZ
Contact Person

894-94-57
Company Telephone Number

SEC FORM 17-C

1 2 3 1
Month Day
Fiscal Year

FORM TYPE

0 6
Month Day
Annual Meeting

GSED

Secondary License Type, If Applicable

C F D
Dept. Requiring this Doc.

Amended Articles Number/Section

884
Total No. Of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks= pls. Use black ink for scanning purposes

**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. March 31, 2014
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. (Sec Use only)
Province, country or other Industry Classification Code
jurisdiction of incorporation
7. 6819 Ayala cor. Gil J. Puyat Ave., Makati City 0727
Address of principal office Postal Code
8. 894-9000
Registrant's telephone number, including area code
9. Not Applicable
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amt. of Debt O/S</u>
Common Stock, P10.00 par value	1,275,658,638 (as of 31 Mar 2014)
11. Indicate the item numbers reported herein: Item 9

Item 9. Other Events.

The Board of Directors, in its regular meeting held on 31 March 2014, approved the following:

- a. **Declaration and payment of cash dividends** amounting to P1.00 per share, or a total of approximately P1.276 Billion payable to holders of Common Class shares and Preferred Class shares, subject to the **final approval** of the Bangko Sentral ng Pilipinas. Computation is shown below:

Shares Entitled to Dividend	No. of Shares Outstanding as of March 8, 2014	Dividends per share (PhP)	Amount of Dividends (PhP)
Common Shares	1,275,658,638	P1.00	P1,275,658,638
Preferred Shares	342,082	P1.00	P342,082
Total	1,276,000,720	P1.00	P1,276,000,720

- b. Audited Financial Statements of **Rizal Commercial Banking Corporation** and **RCBC-Trust and Investments Group** as of year ended December 31, 2013, as prepared by Punongbayan & Araullo, subject to the final approval of the stockholders;
- c. In connection with the capital call of Luisita Industrial Park Corporation (LIPCO), infusion of additional equity investment in LIPCO amounting to P3.5 Million which comprises 35,000 new common shares to maintain RCBC's 35% stake in the corporation; and
- d. Plan to issue Philippine Peso-denominated Basel III-compliant Tier 2 Notes (the "Tier 2 Notes" or the "Notes") subject to prevailing market conditions and Bangko Sentral ng Pilipinas ("BSP") approval. The Notes will have a minimum tenor of 10 years, with a call option by the Bank to redeem the Notes on the fifth year.

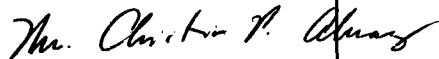
The Tier 2 Notes issuance is part of the Bank's thrust to strengthen its capital adequacy ratio in accordance with Basel III capital guidelines of the BSP and to support the Bank's continued growth.

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 : 31 March 2014


MA. CHRISTINA P. ALVAREZ
Corporate Information Officer