

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. Date of Report (Date of earliest event reported)
Sep 30, 2022
2. SEC Identification Number
A200201756
3. BIR Tax Identification No.
216-203-212-000
4. Exact name of issuer as specified in its charter
Robinsons Retail Holdings, Inc.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
43rd Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Street, Ortigas
Center, Pasig City
Postal Code
1600
8. Issuer's telephone number, including area code
8635-0751
9. Former name or former address, if changed since last report
N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common	1,480,457,540
11. Indicate the item numbers reported herein
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The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Robinsons Retail Holdings, Inc.

RRHI

PSE Disclosure Form 4-30 - Material Information/Transactions

References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

APPROVAL TO ENTER INTO AN AGREEMENT FOR THE MERGER OF BPI AND ROBINSONS BANK

Background/Description of the Disclosure

In relation to the ownership interest of Robinsons Retail Holdings, Inc. ("RRHI") in Robinsons Bank Corporation ("Robinsons Bank") equivalent to forty percent, the Board of Directors of RRHI at its meeting today, 30 September 2022, approved the execution of an agreement among the Bank of the Philippine Islands ("BPI"), RRHI and JG Summit Capital Services Corporation ("JG Capital" and, together with RRHI, the "Robinsons Bank Shareholders") for the merger of BPI and Robinsons Bank, with BPI emerging as the surviving entity (the "Merger"), subject to shareholders and regulatory approvals.

Upon the effectivity of the Merger after receipt of all necessary corporate and regulatory approvals including the approvals of the Philippine Competition Commission, the Bangko Sentral ng Pilipinas, the Philippine Deposit Insurance Corporation, and the Securities and Exchange Commission, the Robinsons Bank Shareholders will collectively hold approximately 6% of the resulting outstanding capital stock of BPI.

The Merger, which the parties hope to complete before the end of 2023, will unlock various synergies across several products and service platforms, expand the customer and deposit base of both banks through the merged entity, and, at the same time, by capitalizing on BPI's expertise and network, enhance the overall banking experience of Robinsons Bank customers. The products and services of Robinsons Bank cater to its corporate, commercial, and retail clients through its 189 branches and branch-lite units (including 14 branches and 14 branch-lite units of its subsidiary, Legazpi Savings Bank), 354 ATMs, and online and mobile banking channels. As of 30 June 2022, Robinsons Bank has total assets of Php175.9 billion, including net loans and receivables of Php102.4 billion, and total liabilities of Php156.0 billion, including deposits of Php139.0 billion.

Robinsons Retail President and CEO, Robina Gokongwei-Pe, said, "Retailing has always had a close relationship with banking in many markets around the world, and especially here in the Philippines. This is because of the breadth of services it offers to its customers, coupled with its broad and rich eco-system of suppliers and business partners, that need banking services to grow and thrive. This is what we believe this merger between BPI and Robinsons Bank will bring -- the coming together of the innovativeness of Robinsons Bank, the scale and breadth of BPI, and the retail and commercial eco-system of both the Gokongwei Group and the Ayala Group."

Other Relevant Information

Further disclosures will be made as appropriate.

Please find attached SEC Form 17-C dated September 30, 2022 on the approval by the Board of Directors of RRHI to enter into the agreement for the merger of BPI and Robinsons Bank.

Filed on behalf by:

Name	Rosalinda Rivera
Designation	Corporate Secretary