

SECURITIES AND EXCHANGE COMMISSION

SEC Form 17-C

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

1. **June 23, 2026**
(Date of Report)
2. SEC Identification No. **93269-A**
3. BIR TIN: **000-361-376-000**
4. **Robinsons Land Corporation**
(Exact name of issuer as specified in its charter)
5. **Metro Manila, Philippines**
(Province, country or other jurisdiction of incorporation)
6. (SEC Use Only)
Industry Classification Code:
7. **Mall Admin Office, Lower West Lane, Robinsons Galleria
EDSA corner Ortigas Avenue, Ugong Norte, Quezon City**
(Address of principal office)
- 1110
(Postal Code)
8. **(02)8397-1888**
(Issuer's Tel. No., including area code)
9. **N/A**
(Former name or former address, if changed since last report)
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA:

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	4,805,105,288
Registered Bonds	24,000,000,000

11. Item 9 - Other Events



June 23, 2026

Philippine Stock Exchange, Inc.
Atty. Johanne Daniel M. Negre
Officer-in-Charge, Disclosure Department
6th Floor, PSE Tower, 28th St. cor. 5th Ave.
Bonifacio Global City, Taguig City

Philippine Dealing and Exchange Corporation
Atty. Suzie Claire R. Selleza
Head, Issuer and Disclosures Department
29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City

Securities and Exchange Commission
Atty. Oliver O. Leonardo
Director, Markets and Securities Regulations Department
17th Floor, SEC Headquarters, 7907 Makati Ave.
Brgy. Bel-Air, Makati City

Gentlemen:

Please see attached PSE Disclosure Form 4-1 Acquisition or Disposition of Assets filed by Robinsons Land Corporation ("RLC") with Philippine Stock Exchange on June 23, 2026 with regard to the disposition of six (6) commercial assets to RL Commercial REIT, Inc. ("RCR").

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

June 23, 2026
(Date)

ROBINSONS LAND CORPORATION

A handwritten signature in black ink, appearing to read 'Juan Antonio M. Evangelista', is written over the printed name.

Atty. Juan Antonio M. Evangelista
Corporate Secretary
(Signature and Title)

PSE Disclosure Form 4-1 - Acquisition or Disposition of Assets

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

Subject of the Disclosure

Disposition of six (6) commercial assets to RL Commercial REIT, Inc. (“RCR”) in exchange for 1,287,562,302 primary common shares of RCR.

Background/Description of the Disclosure

On June 23, 2026, Robinsons Land Corporation (“RLC”) entered into a fifth property-for-share swap transaction with RCR through the execution of a Deed of Assignment for the infusion of six (6) commercial assets totaling to approximately 160,269 square meters (“sqm.”) of Gross Leasable Area (“GLA”) with a total appraised value of Ten Billion Six Hundred Twenty Two Million Three Hundred Eighty Nine Thousand Pesos (Php10,622,389,000.00) in exchange for 1,287,562,302 primary common shares of RCR at a price of Php8.25 per share (“the Transaction”).

Date of Approval by Board of Directors

June 23, 2026

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The disposition of the six (6) commercial assets is part of RLC’s commitment, as RCR’s sponsor, to support RCR’s growth plans. Furthermore, RLC as shareholder shall be entitled to additional dividends derived from the higher distributable income generated by RCR as a result of the transaction.

Details of the acquisition or disposition

Date

June 23, 2026

Description of the Transaction

Disposition of six (6) commercial assets in exchange for 1,287,562,302 primary common shares of RCR.

Manner

Property-for-share swap.

Description of the assets involved

The assets for disposition comprise of six (6) commercial assets, namely:

1. Robinsons Dumaguete – 24,442 sqm of GLA located at Dumaguete City, Negros Oriental;

2. Robinsons Tagaytay – 5,459 sqm of GLA located at Tagaytay City, Cavite;
3. Robinsons Iligan – 31,439 sqm of GLA located at Iligan City, Lanao del Norte;
4. Robinsons Galleria South – 47,748 sqm of GLA located at City of San Pedro, Laguna;
5. Robinsons La Union – 19,219 sqm of GLA located at San Fernando City, La Union;
6. Robinsons Naga – 31,962 sqm of GLA located at Naga City, Camarines Sur.

Hereinafter called “the Properties”.

Terms and conditions of the transaction

Nature and amount of consideration given or received

The total transaction value of the Properties at Php10,622,389,000.00 is based on the independent property appraisal reports of Leechiu Property Consultants, Inc. (“**LPC**”) and supported by a third-party fairness opinion made by FTI Consulting Philippines, Inc. (“**FTI**”). It will be exchanged for the 1,287,562,302 common shares of RCR (the “Shares”) at an exchange price of Php8.25 per share which is set at a premium over RCR’s 30-day Volume Weighted Average Price (“**VWAP**”) as of June 22, 2026. The appraised value and the exchange price are within the values indicated in the fairness opinion issued by FTI.

Principle followed in determining the amount of consideration

The Discounted Cashflows (“**DCF**”) Method was used by LPC and FTI as the primary method to estimate the fair value of the Properties. Under the DCF Method, the discount rate used is the weighted average cost capital (“**WACC**”) using industry average and market risks as of valuation date. The Cost Approach was used by LPC as a secondary method to cross-check the values.

FTI, on the other hand, valued the Properties using the DCF Method and Direct Capitalization Method and valued RCR using the DCF Method with the VWAP Method and Comparable Public Companies Method as secondary methods to cross-check the values.

The Transaction will qualify as a tax-free exchange under Section 40(C)(2) of the Tax Code.

Terms of payment

The Properties are to be infused to RCR via property-for-share swap, subject to the approval of pertinent regulatory bodies. The Properties were valued at Php10,622,389,000.00 (subject to the confirmation of regulatory bodies of the transaction price), in exchange for 1,287,562,302 primary common shares of RCR.

Conditions precedent to closing of the transaction, if any

The Transaction will be subject to the approval of the Securities and Exchange (“**SEC**”). Securing of the Certificate Authorizing Registration (“**CAR**”) from the Bureau of Internal Revenue (“**BIR**”) will confirm that the transfer of the Properties and the issuance of the Shares is a tax-free exchange. The Transaction will close upon the listing of the Shares with Philippine Stock Exchange (“**PSE**”).

Note that there is no increase in the Authorized Capital Stock of RCR and that the Shares will come from unissued shares.

Any other salient terms

The Transaction will qualify as a tax-free exchange under Section 40(C)(2) of the Tax Code.

RCR will lease the land where the Properties are located.

Identity of the person(s) from whom the assets were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
RL Commercial REIT, Inc.	Subsidiary; RLC owns 55.67% of RCR prior to the infusion of the Properties. After the infusion it shall own 58.41% of the enlarged total shares of RCR.

Effect(s) on the business, financial condition and operations of the Issuer, if any

RLC will receive additional 1,287,562,302 primary common shares of RCR from the disposition of the Properties which will increase its ownership from 55.67% to 58.41%.

Other Relevant Information

The property appraisal was conducted by LPC accredited by both the SEC and PSE to perform property valuation. The fairness opinion was issued by FTI accredited by both the SEC and PSE to render a fairness opinion on the Transaction

If the transaction being reported is an acquisition, kindly submit the following additional information:**Source(s) of funds**

N/A

If any asset so acquired by the issuer or its subsidiaries constituted plant, equipment or other physical property, state the nature of the business in which the assets were used by the persons from whom acquired and whether the issuer intends to continue such use or intends to devote the assets to other purposes, indicating such other purposes

N/A

Filed on behalf by:

Name	Juan Antonio Evangelista
Designation	Corporate Secretary

CERTIFICATION

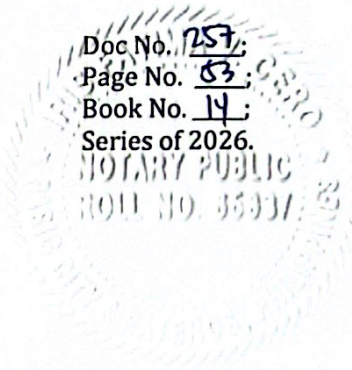
I, Atty. Juan Antonio M. Evangelista, Corporate Secretary of Robinsons Land Corporation (the "Corporation") with SEC registration number 93269-A and with principal office address at Mall Admin Office, Lower West Lane, Robinsons Galleria, EDSA corner Ortigas Avenue, Ugong Norte, Quezon City, hereby state under oath that:


1. On behalf of the Corporation, I have caused the following to be prepared:
SEC Form 17-C – Acquisition or Disposition of Assets
2. I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
3. The Corporation will comply with the requirements set forth in SEC Notice dated June 24, 2020 for the complete and official submission of reports and/or documents through electronic mail; and
4. I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

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


ATTY. JUAN ANTONIO M. EVANGELISTA
Corporate Secretary

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




ATTY. IRIS FATIMA V. CERO
Notary Public for Pasig and Pateros
Appointment No. 116 (2026-2027) until Dec 31, 2027
17F Cyberscape Alpha, Sapphire & Garnet Roads,
Ortigas Center, Pasig City
Roll of Attorneys No. 65837; June 21, 2016
PTR No. 3963293; January 06, 2026; Pasig City
IBP No. 566644; December 16, 2025; RSM Chapter
MCLE Compliance No. VIII-0031484; April 14, 2028