

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF THE
SECURITIES REGULATION CODE AND SRC RULE 17(b)(3) THEREUNDER

1. Date of reporting **July 15, 2022**
2. Commission identification number **24221**
3. BIR Tax Identification No **000 440 440**
4. Exact name of issuer as specified in its charter **BANK OF COMMERCE**
5. Province, country or other jurisdiction of incorporation or organization **PHILIPPINES**
6. Industry Classification Code: (SEC Use Only)
SAN MIGUEL PROPERTIES CENTRE, NO. 7 ST FRANCIS STREET, MANDALUYONG CITY 1550, PH
7. Address of issuer's principal office Postal Code
8. Issuer's telephone number, including area code **+63-2-8982 6000**
9. Former name, former address and former fiscal year, if changed since last report **N/A**
10. 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 and Amount of Debt Outstanding
Common Stocks	1,403,013,920

11. Indicate the item numbers reported herein:

Item No. 9. Other Events

For the second quarter of 2022, the balance of the proceeds from the initial public offering (IPO) of the Bank amounted to P1.4 billion as of June 30, 2022:

Use of Proceeds	Amount (in Php Millions)
Total Proceeds	3,367.23
Less: IPO related expenses	142.28
Net Proceeds	3,224.95
Less: Lending Activities	1,800.00
Balance of 30 June 2022	1,424.95

Attached are the letter of the Chief Financial Officer and the Certification of R.G. Manabat & Co., the Bank's External Auditor.

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.

Bank of Commerce



By: **EVP ANTONIO S. LAQUINDANUM**
Chief Financial Officer

Date: July 15, 2022



July 15, 2022

The Philippine Stock Exchange

PSE Tower 5th Avenue Corner 28th St.
Bonifacio Global City
Taguig City, 1634

Attention: **France Alexandra D. Tom Wong**
Officer in Charge – Disclosure Department

Re: **Quarterly Progress Report on the Disbursement of Proceeds from the Initial Public Offering (IPO)**

Dear Ms. Tom Wong,

We submit herewith the quarterly report on the disbursement of proceeds from the initial public offering of 280.6 million common shares of Bank of Commerce (BankCom) that were listed on March 31, 2022.

In compliance with the disclosure requirements of the Exchange, please be informed that part of the proceeds was used for lending activities amounting to P1.8 billion for the second quarter of 2022. Hence, the remaining balance of the IPO proceeds stood at P1.4 billion, as of June 30, 2022.

Use of Proceeds	Amount (in Php Millions)
Total Proceeds	3,367.23
Less: IPO related expenses	142.28
Net Proceeds	3,224.95
Less: Lending Activities	1,800.00
Balance of 30 June 2022	1,424.95

Enclosed herewith is the certification of the external auditor on the application of proceeds from the offering.

Thank you.

Very truly yours,

EVP ANTONIO S. LAQUINDANUM
Chief Financial Officer

BANK OF COMMERCE

**AGREED-UPON PROCEDURES REPORT ON PROGRESS REPORT
ON THE APPLICATION OF THE PROCEEDS FROM THE INITIAL
PUBLIC OFFERING OF SHARES OF THE BANK OF COMMERCE
(THE "BANK")**



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REPORT OF FACTUAL FINDINGS

The Board of Directors and the Stockholders
Bank of Commerce
San Miguel Properties Centre
No. 7, St. Francis Street
Mandaluyong City

Purpose of this Agreed-Upon Procedures Report

This agreed-upon procedures report ("AUP Report") is intended solely for the information and use of management in connection with the Bank's submission to the Philippine Stock Exchange (PSE) of the Quarterly Progress Report on the use of proceeds from the initial public offering (IPO) on March 31, 2022, for the quarter ended June 30, 2022 ("Subject Matter") and is not intended to be and may not be suitable for another purpose.

Responsibilities of the Bank

The Bank has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement.

The Bank is responsible for the Subject Matter on which the agreed-upon procedures are performed.

Responsibilities of the Practitioner

We have conducted the agreed-upon procedures engagement in accordance with the Philippine Standard on Related Services (PSRS) 4400 (Revised), *Agreed-Upon Procedures Engagements*. An agreed-upon procedures engagement involves our performing the procedures that have been agreed with the Bank, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness or the sufficiency of the agreed-upon procedures described below either for the purpose for which this AUP Report has been requested or for any other purpose.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.



Our Independence and Quality Control

In performing the Agreed-Upon Procedures engagement, we complied with the ethical requirements in the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics). We are not required to be independent for the purpose of this engagement.

Our firm applies Philippine Standard on Quality Control (PSQC) 1, *Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements*, and accordingly, maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Procedures and Findings

The agreed-upon procedures and the results thereof are summarized as follows:

1. Obtain the copy of the Planned Use of Proceeds from the Bank's IPO and Quarterly Progress Report for the quarter ended June 30, 2022 and perform the following:
 - Recompute to check the mathematical accuracy of the Quarterly Progress Report.
 - Compare if the nature of offer expenses in the Progress Report is aligned with the expenditures reflected in the Use of Proceeds section in the Final Prospectus.
2. Compare the details of the actual offer expenses included in the Quarterly Progress Report against the supporting documents such as the official receipts, invoices, billing statements and statements of accounts issued by the counterparties.
3. Compare the list of all the disbursements in the Quarterly Progress Report with the schedule of planned application of proceeds from the IPO.
4. Inspect the supporting documents for the disbursements indicated in the detailed schedule of the Quarterly Progress Report.

We report our findings below:

1. With respect to items 1 and 2, we obtained Planned Use of Proceeds from the Bank's IPO and the Quarterly Progress Report for the quarter ended June 30, 2022 and checked the mathematical accuracy of the progress report of the detailed schedule and compare the subtotals and totals in such schedule with the amounts in the Quarterly Progress Report. We found the 2022 June Progress Report to be mathematically correct.

We also compared the nature of the offer expenses as indicated in the 2022 June Progress Report to the nature of offer expenses provided in the schedule of planned use of proceeds from the IPO of the Bank's shares disclosed in the Use of Proceeds section in the Final Prospectus as submitted to the PSE. We found out that the nature of the offer expenses made as appearing in the 2022 June Progress Report is consistent with the planned use of the proceeds.

The offer expenses related to the IPO were identified as follows:

	In millions
Gross IPO Proceeds (280,602,800 shares at P12.00 per share)	P3,367.23
Less: Expenses related to the IPO	142.28
Net IPO Proceeds	P3,224.95



2. With respect to items 3 and 4, we compared the nature of disbursements as indicated in the schedule of planned application of proceeds from the IPO to the actual disbursements made from the net proceeds. Per Quarterly Progress Report, the Bank applied P1.80 billion for lending activities which we found to be consistent with the schedule of planned application of proceeds per Final Prospectus.

The Bank allocated proceeds above were applied to the release of loans, which we have vouched to the loan and security agreement. We also vouched the release of proceeds through wire transfer to the cable copy of the single customer credit transfer report. We were able to match that the beneficiary of the remittance matches the name of the borrower indicated in the loan agreement.

As of the quarter ended June 30, 2022, the balance of unused IPO proceeds reported by the Bank in the 2022 June Progress Report amounting to P1,424.95 is found to be mathematically accurate.

The Bank is responsible for the source documents that are described in the specified procedures and related findings section. We were not engaged to perform, and we have not performed any procedures other than those previously listed. We have not performed procedures to test the accuracy or completeness of the information provided to us except as indicated in our procedures. Furthermore, we have not performed any procedures with respect to the preparation or verification of any of the source documents. We have no responsibility for the verification of any underlying information upon which we relied in forming our findings.

We undertake no responsibility to update this AUP Report for events and circumstances occurring after the AUP Report is issued.

R.G. MANABAT & CO.

SHEILA RICCA G. DIOSO

Partner

CPA License No. 0115382

SEC Accreditation No. 115382-SEC, Group A, valid for five (5) years
covering the audit of 2019 to 2023 financial statements

Tax Identification No. 229-233-163

BIR Accreditation No. 08-001987-047-2019

Issued December 26, 2019; valid until December 25, 2022

PTR No. MKT 8854064

Issued January 3, 2022 at Makati City

July 15, 2022

Makati City, Metro Manila