

Notice of Annual Stockholders' Meeting

Notice is hereby given that the Annual Stockholders' Meeting (ASM or Meeting) of Metropolitan Bank & Trust Co. will be conducted virtually via the Cisco Webex Platform on Wednesday, April 26, 2023 at 2:00 P.M. The following items will be taken up:

AGENDA

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Meeting Held on April 27, 2022
4. President's Report to the Stockholders
5. Ratification of All Acts and Resolutions of the Board of Directors, Management and All Committees from April 27, 2022 to April 25, 2023
6. Election of Directors for 2023-2024
7. Appointment of External Auditors for 2023-2024
8. Other Matters
9. Adjournment

Record Date. Stockholders of record as of March 10, 2023 shall be entitled to attend and vote at the Meeting.

Stockholders may attend the Meeting either through remote communication or by proxy. The Meeting will be recorded. All of the votes cast shall be validated by SGV & Co.

Registration, Joining and Voting Procedures for the ASM.

Pre-Registration. Stockholders who will participate by remote communication should pre-register by sending an e-mail to ASMregistration@metrobank.com.ph on or before April 19, 2023 together with the following requirements:

For Certified Stockholders:

- (a) Individual Stockholders
 - i. A scanned copy of the Stockholder's valid government-issued ID showing photo, signature and personal details, preferably with residential address (in JPG format). The file size should be no larger than 2MB;
 - ii. A valid and active e-mail address and contact number.
 - iii. Electronically-signed documents are accepted pursuant to relevant laws
- (b) Corporate Stockholders
 - i. A Secretary's Certificate attesting to the authority of the representative to participate by remote communication for, and on behalf of the Corporation (in JPG format). The file size should be no larger than 2MB;
 - ii. A scanned copy of the valid government-issued ID of the Stockholder's representative showing photo, signature and personal details, preferably with residential address (in JPG format). The file size should be no larger than 2MB;
 - iii. A valid and active e-mail address and contact number of the Stockholder's representative.
 - iv. All documentary requirements must be notarized
- (c) Stockholders under Joint Accounts

In addition to the above requirements, a scanned copy of an authorization letter signed by all Stockholders jointly owning the shares designating who among them is authorized to cast the vote for the account, has to be submitted. The authorization letter must also be in a digital, JPG format with a file size no larger than 2MB.

For Stockholders under PCD Participant/Broker account or "Scripless Shares"

- i. A broker certification on the Stockholder's number of shareholdings (in JPG format). The file size should be no larger than 2MB;
- ii. A scanned copy of the Stockholder's valid government-issued ID showing photo, signature and personal details, preferably with residential address (in JPG format). The file size should be no larger than 2MB;
- iii. A valid and active e-mail address and contact number.

Important Note: The Company shall continue to accept documents executed by individual stockholders via electronic signature, pursuant to relevant laws. However, documents required to be submitted by corporations (such as the Secretary's Certificate and Broker's Certification) must be notarized. The Company reserves the right to request additional information, including submission of original signed and notarized copies of these documents at a later time. Incomplete or inconsistent information may result in an unsuccessful event registration. As a result, such Stockholders who are unable to provide the foregoing may not be allowed to participate in the virtual ASM.

Successful registrants will receive email event information from the following addresses:

Email address	Information/Instructions to be received
ASMregistration@metrobank.com.ph	An electronic invitation with complete guide on how to join the Meeting. (you will be asked to click a link which will lead you to the WEBEX registration page. As in any streaming platform, only your name and email address will be asked. You are not required to give any other personal information)
messenger@webex.com	Official WEBEX event link

For registration concerns and questions related to the meeting and about Metrobank, please get in touch with us through ASMregistration@metrobank.com.ph.

Proxy. Stockholders who are unable to join the virtual Meeting may appoint an authorized representative on their behalf, download, fill-up and sign the sample Proxy Form found on <https://metrobank.com.ph/annual-stockholders-meeting-2023> and send a copy to ASMregistration@metrobank.com.ph on or before Friday, April 21, 2023.

The submitted proxies are subject to the joint validation of the Company's Stock and Transfer Agent and SGV and Co.

Questions About the Meeting and the Company.

You may send your questions regarding the conduct of the Meeting and the Company to investor.relations@metrobank.com.ph.

Electronic Copies of Relevant Documents. Pursuant to SEC Notice dated February 16, 2022, copies of the Notice of Meeting, Definitive Information Statement and other related documents in connection with the Meeting may be accessed through the Company's website <https://metrobank.com.ph/annual-stockholders-meeting-2023> and through the PSE Edge Portal <https://edge.pse.com.ph>.


REGIS V. PUNO
Corporate Secretary