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SEC Registration Number

M	E	T	R	O	P	O	L	I	T	A	N	B	A	N	K	&	T	R	U	S	T	C	O	M	P	A	N	Y

(Company's Full Name)

M	e	t	r	o	b	a	n	k	P	l	a	z	a	,	S	e	n	.	G	i	l	J.	P	u	y	a	t
A	v	e	n	u	e	,	U	r	d	a	n	e	t	a	V	i	l	l	a	g	e	,	1	2	0	0	
M	a	k	a	t	i	C	i	t	y																		

(Business Address: No. Street City/Town/Province)

JANELLA MARIE R. PANLILIO-AMORANTO
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(Contact Person)

8-8579723
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(Company Telephone Number)

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Month      Day  
(Fiscal Year)

17-C
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(Form Type)

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Month      Day  
(Annual Meeting)

NONE
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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

Total Amount of Borrowings

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To be accomplished by SEC Personnel concerned

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File Number

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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. April 28, 2023  
Date of Report
2. SEC Identification Number 20573
3. BIR Tax Identification No. 000-477-863-000
4. METROPOLITAN BANK & TRUST COMPANY  
Exact name of issuer as specified in its charter
5. Manila  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. Metrobank Plaza, Sen. Gil Puyat Ave., Urdaneta Village, Makati City 1200  
Address of principal office Postal Code
8. (02) 898-8000  
Issuer's telephone number, 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
Common Shares	4,497,415,555

11. Indicate the item numbers reported herein:

Item No. 9 – Other Events

April 28, 2023

**Philippine Stock Exchange, Inc.**  
PSE Tower 1, Bonifacio Highstreet  
28<sup>th</sup> Street corner 5<sup>th</sup> Avenue  
Bonifacio Global City  
Taguig City 1634

Attention: **Ms. Janet A. Encarnacion**  
*Head, Disclosure Department*

**Philippine Dealing & Exchange Corporation**  
37<sup>th</sup> Floor, Tower 1, The Enterprise Center  
6766 Ayala Avenue, corner Paseo de Roxas  
Makati City

Attention: **Atty. Marie Rose M. Magallen-Lirio**  
*Head - Issuer Compliance and Disclosure Department (ICDD)*

Dear All:

Please be advised of the results of the Annual Stockholders' Meeting ("Meeting") of Metropolitan Bank & Trust Company ("Metrobank") held on April 26, 2023. There was no physical meeting, and it was instead held electronically, through video conference:

- I. ATTENDANCE AT THE MEETING.** Present virtually or by proxy were 3,005,427,296 common shares or 66.83% of the outstanding capital stock of 4,497,415,555 as of the Meeting Record Date.

There was 100% attendance by the following members of the Board of Directors nominated and elected to their respective positions.

- |                              |                             |
|------------------------------|-----------------------------|
| 1. Arthur Ty                 | - Chairman                  |
| 2. Francisco C. Sebastian    | - Vice Chairman             |
| 3. Fabian S. Dee             | - President                 |
| 4. Alfred V. Ty              | - Director                  |
| 5. Vicente R. Cuna, Jr.      | - Director                  |
| 6. Solomon S. Cua            | - Director                  |
| 7. Jose Vicente L. Alde      | - Director                  |
| 8. Edgar O. Chua             | - Independent Director      |
| 9. Angelica H. Lavares       | - Independent Director      |
| 10. Philip G. Soliven        | - Lead Independent Director |
| 11. Marcelo C. Fernando, Jr. | - Independent Director      |
| 12. Juan Miguel L. Escaler   | - Independent Director      |

## II. RESOLUTIONS APPROVED:

1. Approval of the Minutes of the Annual Stockholders' Meeting held on April 27, 2022:

*100% of shareholders virtually present and represented voted in favor of the proposal.*

### **RESOLUTION NO. 079- MBTC-SH-2023**

**RESOLVED**, that the Minutes of the Annual Stockholders' Meeting held on April 27, 2022 be, as they are hereby approved.

2. Ratification of All Acts and Resolutions of Management, Board and Management Committees, including among others, the approval of loans, investments, new Bank products and services and related party transactions, from April 27, 2022 to April 25, 2023.

*99.89% of shareholders virtually present and represented voted in favor, 0.01% voted against while 0.10 % abstained.*

### **RESOLUTION NO. 080 - MBTC-SH-2023**

**RESOLVED**, that all acts, transactions and resolutions of Management, Board and Management Committees, and the Board of Directors, including among others, the approval of loans, investments, new Bank products and services and related party transactions, from April 28, 2021 to April 26, 2022, are hereby ratified and confirmed.

3. Election of Twelve (12) Directors for the year 2023 - 2024

*Each Director received at least 96.3% votes from shareholders virtually present and represented.*

### **RESOLUTION NO. 081 - MBTC-SH-2023**

**RESOLVED**, that the following are hereby elected as directors of Metrobank effective immediately and until the successors are elected and qualified:

1. Arthur Ty
2. Francisco C. Sebastian
3. Fabian S. Dee
4. Alfred V. Ty
5. Vicente R. Cuna, Jr.
6. Solomon S. Cua

7. Jose Vicente L. Alde
8. Edgar O. Chua (Independent Director)
9. Angelica H. Lavares (Independent Director)
10. Philip G. Soliven (Lead Independent Director)
11. Marcelo C. Fernando, Jr. (Independent Director)
12. Juan Miguel L. Escaler (Independent Director)

4. Appointment of External Auditor

*97.57% of shareholders virtually present and represented voted in favor, 2.43% voted against while none abstained.*

**RESOLUTION NO. 082- MBTC-SH-2023**

**RESOLVED**, that, as recommended by the Audit Committee and approved by the Board of Directors, SGV & Co. is hereby appointed as the External Auditors of Metrobank for the year 2023.

The proxies, attendance and votes cast at the Meeting were tabulated by the Bank's Stock Transfer Agent (the Metrobank -Trust Banking Group), and validated by SGV & Co. in its capacity as third-party validator.

**III. QUESTIONS AND COMMENTS FROM THE STOCKHOLDERS**

During the Meeting, the Host-Moderator Minda A. Olonan selected questions received via email and/or sent via the Q&A panel at [ASMregistration@metrobank.com.ph](mailto:ASMregistration@metrobank.com.ph)

1. From *Leah Sabrina Lopez*:

*Given the high inflation and interest rates that we are currently seeing, what are the factors that will drive the growth of the Bank this year?*

President Dee replied that despite rising inflation which is really affecting the lowest tier of our population, the increased emergence of the middle market retail customers have been offsetting the same. This segment is represented by a widespread onboarding of classes of multiple children who are coming of age, earning money on their own, taking care of their parents, and having income that are substantially more than what their parents used to earn. He opined that the undercurrent and baseload spending of consumers will be driving the bank's economic growth this year and the next 5 years forward. He added further that as consumption increases, it will also benefit commercial segments of the market which will hopefully generate more revenues and will help encourage more businesses to invest more on CAPEX. Additionally, he also noted that the government is also spending on infrastructure to make business logistics more efficient thereby providing better infrastructure to support the economic growth. These includes projects in power, roads, bridges, and airports to facilitate smooth movement. Underlying all of this is the bank's role, providing and allocating capital to needed areas of the economy.

President Dee also stated that consumer spending will be strong, credit card growth will be good and auto and mortgage loans are expected to pick up as well. And since the bank has been selective in its commercial account customer portfolio, these accounts will be market leaders who will be able to take advantage of opportunities when the economy continues to grow.

Finally, even if the economy slows down a bit due to inflation's impact, President Dee believes that the bank's Commercial and CASA growth will still hold its ground as its customer portfolio are the leaders in the industries as alluded to earlier.

2. From Johann Jayme:

*How does the bank intend to implement its digitization plan?*

President Dee replied that the bank has taken care of designing its digital strategy around its customers, foremost of which is trying to understand what they need so it can come up with solutions to address them. This he says is the primary north star that Metrobank centers on whenever it strategizes for the digital thrust for customers, whether retail or commercial. He also added that the bank leverages on these digital strategies to enable straight-through services where there are fewer manual interventions, less mistakes and more efficiency and convenience for its customers. Around all of that, President Dee likewise placed emphasis on ensuring that cyber-security framework covering all transactions with customers are robust and dynamic in terms of addressing emerging threats.

There being no further questions or comments from the shareholders, the meeting adjourned at 3:00 P.M.

Thank you.

Very truly yours,



**REGIS V. PUNO**  
Corporate Secretary