

COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

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

JANELLA MARIE R. PANLILIO-AMORANTO

(Contact Person)

8-857-9723

(Company Telephone Number)

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| 1 | 2 |
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|---|---|
| 3 | 1 |
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Month Day
(Fiscal Year)

17-C

(Form Type)

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Month Day
(Annual Meeting)

| |
|------|
| NONE |
|------|

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

11/11/2011

Total No. of Stockholders

| | |
|--|---------------|
| | Total Finance |
| | |

Domestic

of Borrowings

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

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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, 2025
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. GT Tower International, 6813 Ayala Avenue cor H.V. Dela Costa St., Brgy. Bel Air,
Makati City 1227
Address of principal office Postal Code
8. (02) 898-8000
Issuer's telephone number, including area code
9. Metrobank Plaza, Sen. Gil Puyat Ave., Urdaneta Village, Makati City 1200
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, 2025

Philippine Stock Exchange, Inc.

6F PSE Tower 1, Bonifacio Highstreet
28th Street corner 5th Avenue
Bonifacio Global City
Taguig City 1634

Attention: **Atty. Johanne Daniel M. Negre**
Officer-in-Charge, Disclosure Department

Philippine Dealing & Exchange Corporation

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas
1226 Makati City, Philippines

Attention: **Atty. Suzy Claire R. Selleza**
Head - Issuer Compliance and Disclosure Department (ICDD)

Please be advised of the results of the Annual Stockholders' Meeting ("Meeting") of Metropolitan Bank & Trust Company ("Metrobank") held on April 23, 2025. The meeting was held electronically, through video conference:

- I. ATTENDANCE AT THE MEETING.** Present in person or by proxy were 3,167,892,392 common shares or 70.44% 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 |

N

II. RESOLUTIONS APPROVED:

1. Approval of the Minutes of the Annual Stockholders' Meeting held on April 24, 2024:

99.96% of shareholders virtually present and represented voted in favor of the proposal, none against and 0.04% abstained.

RESOLUTION NO. 001- MBTC-SH-2025

RESOLVED, that the Minutes of the Annual Stockholders' Meeting held on April 24, 2024 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 24, 2024 to April 22, 2025.

99.80% of shareholders virtually present and represented voted in favor, 0.10% voted against while 0.10 % abstained.

RESOLUTION NO. 002 - MBTC-SH-2025

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 24, 2024 to April 23, 2024, are hereby ratified and confirmed.

3. Election of Twelve (12) Directors for the year 2025 - 2026

Each Director received at least 96.18% votes from shareholders virtually present and represented.

RESOLUTION NO. 003 - MBTC-SH-2025

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% of shareholders virtually present and represented voted in favor, 3% voted against while none abstained.

RESOLUTION NO. 004- MBTC-SH-2025

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 2025.

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

1. From *Bea Olba, proxy for Ma. Soledad S. De Leon*

With impressive lending growth in 2024 outpacing the industry, what is your outlook moving forward and what can be the possible drivers of loan growth this year?

President Dee replied that Metrobank has been growing its portfolio at 1.5 to 2 times real GDP (9 to 12%), which is its base forecast for this year. He opined that potential upsides could come from the power sector, telecoms and the housing industry, particularly in the countryside, as critical components in driving growth for this year.

2. From *Micah Alvarez proxy for Atty. Rizalino C. Vineza:*

What is Metrobank's strategy and will it open more branches?

President Dee discussed that branch expansion is part of the Bank's strategy to sustain business growth, primarily in servicing the needs of its commercial customers and high net worth clients. With the opening of 14 branches this year and the consolidation of 3 which were not in optimal areas, the net increase in branches totaled 11. He added that


management is also investing highly on Information Technology, focusing predominantly on self-served and digital platforms to complement its corporate and retail customers' need for convenience coming off a traditional branch.

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

Thank you.

Very truly yours,



RÉGIS V. PUNO 
Corporate Secretary