

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 22, 2026
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
Address of principal office 1227
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

This amended disclosure is being filed to include the exact voting results and full resolutions approved during the meeting. Please be informed that at the Annual Stockholders' Meeting of Metropolitan bank and Trust Company held on April 22, 2026, conducted virtually via Cisco Webex, at which a quorum was present and acting throughout, the following matters were approved:

April 27, 2026

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 22, 2026. The meeting was held electronically, through video conference:

I. ATTENDANCE AT THE MEETING. Present in person or by proxy were **2,997,024,688** common shares or **66.64%** 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. Anthony Paul C. Yap | - 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 23, 2025:

99.76% of shareholders virtually present and represented voted in favor of the proposal, none against and 0.24% abstained.

RESOLUTION NO. 001- MBTC-SH-2026

RESOLVED, that the Minutes of the Annual Stockholders' Meeting held on April 23, 2025 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 23, 2025 to April 21, 2026.

99.57% of shareholders virtually present and represented voted in favor, 0.13% voted against while 0.30 % abstained.

RESOLUTION NO. 002 - MBTC-SH-2026

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 23, 2025 to April 21, 2026, be, as they are hereby, ratified and confirmed.

3. Election of Twelve (12) Directors for the year 2026 - 2027

Each Director received at least 95.84% votes from shareholders virtually present and represented.

RESOLUTION NO. 003 - MBTC-SH-2026

RESOLVED, that the following individuals be, as they are hereby, elected as directors of Metrobank effective immediately, to serve as such for the corporate year 2026-2027 and until their successors are duly 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. Anthony Paul C. Yap
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

96.76% of shareholders virtually present and represented voted in favor, **3.00%** voted against while **0.24%** abstained.

RESOLUTION NO. 004- MBTC-SH-2026

RESOLVED, that, as recommended by the Audit Committee and approved by the Board of Directors, SGV & Co. be, as it is hereby, appointed as the external auditor of Metrobank for the year 2026.

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 *Wai-Shin Chan*:

"The Philippine economy and many Metrobank clients are affected as the Middle East crisis creates energy price shocks as well as supply risks for industries and consumers. Developing Southeast Asian economies have been hit hard as they viewed gas as transition fuel have scaled up gas, and have hesitated to scale up renewables. Solar and wind, with battery and grid investments are now usually cheaper, more secure, and cleaner.

First question:

How is Metrobank accelerating efforts to create retail lending products that will allow rapid household investments, such as rooftop solar and even home batteries, that can arbitrage inter-day pricing peaks?

Second question:

Can you articulate how Metrobank, on the wholesale side, is positioned to support the country through the short-term energy shocks and long-term renewables build-up.

President Dee addressed the inquiry by detailing the Banks' two-pronged approach. On the corporate financing side, he reported that the Bank has approved a total of 100 Billion for renewable energy projects, primarily focused on solar and hydroelectric power. He noted that 35 Billion of this facility has been availed, leaving

an unavailed balance of 65 Billion. To further support these endeavors, the President highlighted the Bank's recent issuance of sustainable bonds totaling 35 Billion. Shifting to the commercial and retail sectors, President Dee highlighted that the Bank's subsidiary, Orix, is actively providing operating leases for electric vehicles, catering primarily to commercial delivery fleets. On the retail side, he explained that the Bank is also entertaining retail financing requests for electric vehicle car loans as well as home improvement loans geared toward the installation of residential solar panels. President Dee clarified, however, that these retail requests are processed under the Bank's existing Metro Home loan facilities and current demand remains somewhat limited.

2. From Stephen Toh Chan:

"What is the overall impact of the Middle East crisis on the country and on Metrobank?"

President Dee addressed the inquiry by stating that the bank is not seeing any immediate impact from the crisis. On the credit side. He confirmed that the Bank has no direct exposure to any Middle Eastern entity at this time. In terms of Asset Quality and deliberate credit strategy he emphasized the Bank's strong position, noting provisions amounting to 141% and Common Equity Tier 1 (CET1) capital ratio of 16.1%. To illustrate the portfolio's resilience, President Dee referenced the Covid-19 pandemic as a major stress test; during its worst period, the Bank's Non-Performing Loans (NPLs) increases to only around 2.4% while the wider banking industry exceeded 4%. He concluded that this proven capital strength, high-quality balance sheet, and solid provisioning prepare the Bank exceptionally well to support its customers through any challenges that may lie ahead.

The Host-moderator, Minda A. Olonan, manifested that President Dee's response concurrently addressed a related question submitted by Micah Alvarez, proxy for stockholder Elena Tan, who inquired whether the bank has seen any deterioration in asset quality due to the ongoing Middle East crisis.

Ms. Olonan then confirmed that, that was the last questions received.

There being no further questions or other business to transact, the meeting was formally adjourned at 3:00 P.M.

Thank you.

Very truly yours,



REGIS V. PUNO
Corporate Secretary