



METRO BANK PLC

*(A public limited company incorporated in England and Wales
on 6 November 2007 with registration number 6419578)*

NOTICE OF SPECIAL RESOLUTIONS TO BE FILED WITH COMPANIES HOUSE

At the General Meeting of the Company held on 3 June 2019 at 3.00pm at One Southampton Row, London, WC1B 5HA, the following special resolution was passed.

SPECIAL RESOLUTIONS

Authority to disapply pre-emption rights in connection with the Placing

Resolution 3 - THAT, following the passing of Resolutions 1 and 2, and in addition to all existing powers, the board of directors be given power pursuant to section 571 of the Companies Act 2006 to allot equity securities (as defined in section 560(1) of the Companies Act 2006) for cash pursuant to the authority conferred by Resolution 2, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, such power to be limited to the allotment of equity securities pursuant to the authority granted by Resolution 2 up to an aggregate nominal amount of £75, such power to apply until the conclusion of the annual general meeting of the Company to be held in 2020, but so that the Company may, before such expiry, make offers and enter into agreements which would, or might, require equity securities to be allotted after the power given by this resolution has expired.

Signed

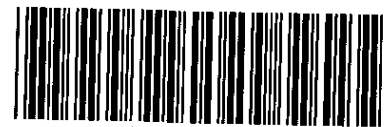
A handwritten signature in black ink, appearing to read 'Melissa Conway'.

Melissa Conway

Deputy Company Secretary

Date: 3 June 2019

FRIDAY



A06 *A87L2Y74* #141
14/06/2019
COMPANIES HOUSE