

Disclosure pursuant to Section 430(2B) of the Companies Act 2006

As announced on 4 December 2019, Craig Donaldson stepped down from the Board of Metro Bank (the “**Company**”) and the role of Chief Executive Officer on 31 December 2019. The information required to be made available pursuant to Section 430(2B) of the Companies Act in respect of his employment and remuneration is set out below.

In accordance with the terms of his service agreement, Craig’s notice period will run until 31 December 2020 (the “**Notice Period**”). During this time he will remain available to the Board as an advisor.

In accordance with his service agreement and the Company’s approved Directors’ Remuneration Policy, during the Notice Period Craig will receive monthly payments of £62,500 by way of salary, and £6,250 in respect of his pension allowance, in each case less deductions required by law. He will also continue to receive other non-cash benefits (being private medical insurance, life assurance and income protection) for the duration of the Notice Period. Craig will receive his reasonable legal fees in relation to his termination arrangements.

Craig elected not to receive any variable reward for the 2018 financial year nor will he receive any variable reward for the 2019 or 2020 financial years. Craig’s unvested options and awards relating to performance periods prior to 2018 are currently frozen as disclosed in the Company’s last annual report and will be considered by the Remuneration Committee in due course.

Further details of all payments made to and receivable by Craig will be disclosed in the Directors’ Remuneration Report within the Company’s Annual Report and Accounts for the year ending 31 December 2019 and subsequent years, as appropriate.

Disclosure for the purposes of section 430(2B) of the Companies Act 2006
Payments to past non- executive directors

On 23 December 2019, Metro Bank PLC (the Company) announced that Alastair ‘Ben’ Gunn would be retiring from the Board of Directors on 31 December 2019.

The information required to be made available in accordance with section 430(2B) of the Companies Act 2006 is set out below.

Following his departure, on the Company's next payroll date being the 21 January 2020, Ben Gunn will receive the balance of the fees that were due to him up to the cessation of his directorship. The money received will relate solely to services provided up to and including the date on which he stepped down from the Board.

Ben Gunn has the following outstanding legacy share options under the Company's Long Term Reward Plan (the “Plan”):

Share options

| Year | 2013 | 2014 | 2015 |
|-------------------|--------|--------|--------|
| Number of options | 5,000 | 15,000 | 7,500 |
| Award price | £12.00 | £13.50 | £16.00 |
| Vested | 5,000 | 15,000 | 6,000 |
| Unvested | n/a | n/a | 1,500 |

The Board has exercised its discretion under the Plan to treat Ben Gunn as a “good leaver” and for his unvested options to vest immediately on his cessation. Therefore, the outstanding options listed above will continue in accordance with the terms of Plan. Ben Gunn did not receive any other remuneration payment or any payment for loss of office of the type specified in section 430(2B) of the Companies Act 2006.

Details of the above payments will, where applicable, be disclosed in the Directors' Remuneration Report for the year ending 31 December 2019.