

METROPOLITAN BANK HOLDING CORP.
CORPORATE GOVERNANCE AND NOMINATING COMMITTEE CHARTER

I. Purpose

The purpose of the Corporate Governance and Nominating Committee (the “Committee”) of the Board of Directors (the “Board”) of Metropolitan Bank Holding Corp. (the “Company”) is to provide oversight on the broad range of issues surrounding the composition and effective operation of the Board, including (a) identifying qualified individuals to become Board members, consistent with criteria approved by the Board, (b) recommending the size and composition of the Board and its committees, to the Board, (c) assessing Board effectiveness, (d) reviewing and updating the Company’s corporate governance guidelines, and (e) overseeing the evaluation of the Board, its committees and management.

II. Organization and Membership

The Committee shall consist of a minimum of three directors, each of whom shall be independent under the standards of the New York Stock Exchange (the “NYSE”).

The members of the Committee shall be elected by the Board and shall serve until their successors are duly elected and qualified. Unless a Chair of the Committee is elected by the Board, the members of the Committee may designate a Chair by majority vote of the full Committee membership.

The Board shall appoint a new member or members in the event that there is a vacancy on the Committee that reduces the number of members below three, or in the event that the Board determines that the number of members on the Committee should be increased.

Any individual Committee member may be removed without cause by the affirmative vote of a majority of the Board. Any Committee member may resign effective upon giving written notice to the Chair of the Board, the Corporate Secretary or the Board. The Board may elect a successor to take office when a resignation becomes effective.

The Committee shall have the authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate in its sole discretion.

The Committee shall have the authority to retain and terminate any search firm engaged to assist in identifying director candidates, to retain outside counsel, and to engage any other advisors as the committee may deem appropriate in its sole discretion. The Committee shall have sole authority to approve related fees and retention terms and the Company shall provide for the funding, as determined by the Committee, for the payment of reasonable compensation for such search firm or other advisors.

III. Meetings

The Committee shall hold at least two meetings per year and may hold additional meetings as needed or appropriate. The Committee may ask members of management or others, including

legal counsel, to attend meetings or to provide relevant information. A majority of Committee members shall constitute a quorum, and a majority of the members present at any meeting where quorum is present shall decide any questions brought before the Committee. The Chair of the Committee is authorized to call regular and special meetings.

Notice of Committee meetings shall be given to each member at least twenty-four (24) hours prior to such meeting if notice is given in person or by telephone, facsimile or other electronic transmission (*e.g.*, by email) and at least five (5) days prior to such meeting if notice is given in writing and delivered by courier or by postage prepaid mail. Such notice need not specify the business to be transacted at, nor the purpose of, the meeting. Any director may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

The Committee may meet by conference telephone, video conference, or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. The Committee may take action by unanimous written consent.

Minutes of each meeting should be prepared in sufficient detail to convey the substance of discussions held. These minutes should be included with the agenda for the next scheduled Committee meeting and copies will be provided to the Company's Board.

IV. Duties and Responsibilities

The Committee will:

1. Lead the search to identify individuals qualified to become members of the Board and recommend to the Board the director nominees to be presented for shareholder approval at the annual meeting who shall have the highest personal and professional integrity, who shall have demonstrated exceptional ability and judgment and who the Committee anticipates shall be most effective, in conjunction with the other members of the Board, in collectively serving the long-term interests of the shareholders. The Committee shall conduct all necessary and appropriate inquiries into the backgrounds, qualifications, skills and other expertise of possible candidates;
2. The Committee shall adopt procedures for the submission of recommendations for director nominees by shareholders and consider any nominations validly made by shareholders in accordance with applicable laws, rules and regulations and the provisions of the Company's certificate of incorporation and Bylaws.
3. Make recommendations to the Board regarding the size and composition of the Board and develop and recommend to the Board criteria (such as independence, integrity, experience relevant to the needs of the Company, leadership qualities, diversity of backgrounds, experience and skills, and stock ownership) for the

selection of individuals to be considered for appointment, election or re-election to the Board;

4. Review the Board committee structure and recommend to the Board for its approval directors to serve as members of each committee. The Committee shall review and recommend committee slates annually and shall recommend additional committee members to fill vacancies as needed;
5. Develop and recommend to the Board for its approval a set of corporate governance guidelines. The Committee shall review the guidelines on an annual basis, or more frequently if appropriate, and recommend changes as necessary;
6. Develop and recommend to the Board for its approval an annual self-evaluation process of the Board and its committees. The Committee shall oversee such annual self-evaluations;
7. Assist in setting the Company's general strategy with respect to environmental performance, health and safety, corporate social responsibility, corporate governance, sustainability, and other public policy matters relevant to the Company and consider, recommend and review policies, practices, systems and disclosures that conform with the strategy.
8. Evaluate, in consultation with the Compensation Committee to the extent necessary, the Company's human capital resources to determine whether such resources are material to an understanding of the Company's business. If material, review and approve disclosure for inclusion in the Annual Report on Form 10-K of any material human capital measures or objectives that management focuses on in managing the business;
9. Review and approve all related-party transactions in accordance with, and as required by, the NYSE corporate governance listing standards;
10. Review at, least annually, the adequacy of this Charter and recommend any proposed changes to the Board for approval;
11. Review its own performance not less often than annually; and
12. Report, as appropriate, its actions and recommendations fully and promptly to the Board and if necessary, obtain ratification or approval by the Board.

The foregoing list of duties and responsibilities is not exhaustive, and the Committee may, in addition, perform such other functions as may be necessary or appropriate for the performance of its duties or as delegated by the Board.

Approved on: February 25, 2025