

METROPOLITAN BANK HOLDING CORP. CORPORATE GOVERNANCE GUIDELINES

The following Corporate Governance Guidelines (the “Guidelines”) have been approved by the Board of Directors (the “Board”) of Metropolitan Bank Holding Corp. (the “Company”) upon the recommendation of the Board’s Corporate Governance and Nominating Committee. The Guidelines are intended to promote the effective operation of the Board and to provide a framework for the conduct of business by the Company in accordance with the highest ethical standards and in a manner intended to enhance the long-term value of the Company. The Guidelines shall be maintained in addition to other policies and procedures of the Company and Metropolitan Commercial Bank, the Company’s wholly-owned subsidiary (the “Bank”), and should be interpreted in the context of all applicable laws, regulations, New York Stock Exchange (“NYSE”) listing standards, the Company’s charter and bylaws, the Board’s committee charters and other policies with which the directors must comply, including the Company’s Code of Ethics.

A. Director Responsibilities

The basic responsibility of the members of the Board is to exercise their business judgment to act in what they reasonably believe to be the best interests of the Company and its stockholders and in a manner that they reasonably believe will comply with applicable federal and state laws. A director shall perform their duties as a director, including their duties as a member of any committee of the Board upon which he or she may serve, in good faith and with that degree of care which an ordinarily prudent person in a like position would use under similar circumstances. In performing their duties, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by the Company’s officers, employees, counsel, public accountants, other outside advisors, or the committees of the Board that such director does not serve on. Although ultimate authority resides in the Board, the Board delegates authority to management to pursue the Company’s mission. Management, not the Board, is responsible for managing the day-to-day operations of the Company.

In fulfilling its responsibilities, the Board, or a committee duly delegated, performs the following principal functions:

- Establishing policies designed to help promote legal and ethical conduct;
- Selecting, evaluating and compensating the Chief Executive Officer (the “CEO”);
- Evaluating and recommending to the Board the compensation of the other members of executive management;
- Approving corporate strategy;
- Reviewing and approving significant policies related to the operation of the Company, including policies covering compliance with applicable laws and regulations;

- Providing general oversight of the business of the Company and regularly reviewing financial performance;
- Overseeing the development and operation of reasonable information and reporting systems or controls designed to inform the Board and management of material risks;
- Monitoring Board-established risk limits and the overall risk profile of the Company;
- Evaluating Board and committee composition, processes and performance;
- Nominating or appointing directors; and
- Compensating directors.

B. Operations of the Board

(a) Board of Directors

Board Leadership. The Chairperson of the Board will be selected from among the members of the Board. The Board may also select a Vice Chair of the Board from among the members of the Board. If the CEO, or any other director that is not independent, is chosen as chair, the independent members of the Board shall elect a lead independent director, who may or may not also serve as the Vice Chair of the Board. If the Board has selected a Vice Chair who is an independent director, then, in the event of an absence of the Chairperson, the Vice Chair shall be responsible for performing the duties of the Chairperson outlined in the Guidelines, to the extent applicable. The position of lead independent director should rotate among the independent directors at least every five years. The lead independent director, if one is selected, shall preside over executive sessions and other areas where the independent directors have responsibility. If the Chairperson of the Board is not an independent director, and the Board has not selected a lead independent director, then the independent directors shall rotate in presiding over such executive sessions and related areas. The Chairperson or lead independent director shall: preside at all meetings of the Board in accordance with the Company's bylaws; ensure the proper flow of information to the Board; review the adequacy and timing of documents in support of agenda items; ensure adequate lead time for effective study and discussion of business under consideration; and carry out other duties as requested by the Board as a whole. Either the Chairperson or the CEO will preside at meetings of the Company's stockholders.

Board Composition. The Board shall have no fewer members than is required by state and federal regulations as in effect at any given time. A majority of the members of the Board shall be independent directors in accordance with applicable NYSE listing standards. No person shall serve as a director who does not satisfy the director qualification requirements set forth in the Company's bylaws or in any other Company policies. The Board will affirmatively determine annually, and at other times as may be required by the NYSE listing standards, that each director designated as

independent has no material relationships to the Company that may interfere with the exercise of their independence from management and the Company.

Term Limits and Retirement. The Board does not believe it should establish term limits for directors. Term limits have the disadvantage of losing the contribution of directors who have been able to develop, over a period of time, deep insight into the Company and its operations. As an alternative to term limits, in recognition of the importance of an appropriate balance of experience and fresh viewpoints, each director will be re-evaluated at the end of their then-current term, prior to their re-nomination to the Board, in order to assess the appropriateness of such director's continued service in light of the needs of the Company. In addition, the Company's bylaws provide that, with the exception of directors that have served on the Board since the time of the Company's initial public offering, an individual cannot be elected or appointed to the Board if they have attained the age of seventy-five (75) years on or prior to the date of election or appointment. The Board's Corporate Governance and Nominating Committee may recommend, and the Board may approve, the nomination for re-election of a director who would be age seventy-five (75) years on or prior to the date of re-election, if, after considering the criteria for selecting director nominees, the capacity of such person to continue to make meaningful contributions to the Board, and the needs of the Company, the Board determines, on the recommendation of its Corporate Governance and Nominating Committee, that such nomination is in the best interest of the Company.

Board Interlocks and Overboarding. The Company values the experience directors bring from other boards on which they serve but recognizes that such service may also entail significant time commitments, conflicts or legal issues. Directors should advise the Chairperson of the Board in advance of accepting an invitation to serve on the board another company or making any other significant commitment to any business or governmental body beyond the primary occupations in which they were engaged at the time of their most recent election to the Board. Moreover, no director may serve on the board of another financial institution or its holding company, or any public company's board, unless such service is approved by the Board's Corporate Governance and Nominating Committee, on consultation with the Company's General Counsel, and does not violate applicable banking laws and regulations. The Chair of the Board's Corporate Governance and Nominating Committee shall consult with the Chairperson of the Board, the CEO, and the Company's General Counsel prior to its determination. Because of the increased time commitment involved in serving on boards of public companies, the Board believes that membership on the board of more than three other public companies would be inappropriate for a director of the Company, and requires that directors receive approval from the Board's Corporate Governance and Nominating Committee before accepting a nomination for election as a director of more than three other public companies.

Board Selection. The Corporate Governance and Nominating Committee shall be responsible for establishing and maintaining Board criteria and the appropriate processes for the selection of nominees for the Board. The criteria for the selection of nominees should take into consideration any restrictions set forth in the Company's bylaws and the nominee's ability to contribute to the diversity of talent, expertise, skills, background, and experience appropriate for service on the Board. The Board's Corporate Governance and Nominating Committee shall consider the relevant financial, regulatory and business skills of each candidate, their personal and professional integrity, dedication to the ethical and diligent pursuit of stockholders' best interests, independence, and ability to devote the necessary time and effort to the position. The Corporate

Governance and Nominating Committee will periodically evaluate the composition of the Board as a whole as well as the composition of each of the Board's committees to support the Board's overall succession planning efforts, ensure each committee includes directors with the requisite expertise and experience to fulfill its duties and responsibilities, and ensure the Company's ongoing compliance with applicable laws, regulations and independence and other standards set by the NYSE listing standards, and may make recommendations to the Board, as appropriate.

Stockholders may also nominate directors for election at the Company's annual meeting of stockholders by following the requirements of applicable law, including the regulations of the Securities and Exchange Commission and the Company's bylaws. The Corporate Governance and Nominating Committee will consider the qualifications of any such stockholder nominee.

Board Meetings. Directors are expected to attend either in person, via telephone, or via other electronic means, and actively participate in Board meetings and meetings of committees on which they serve. Directors are expected to spend the time needed and meet as frequently as necessary to properly discharge their responsibilities. The Board expects that information and data distributed in writing to members before meetings will be reviewed in advance of the meeting.

The Chairperson and the CEO, with input from the lead independent director, if any, will set the annual schedule of Board meetings. The Chairperson (with input from the lead independent director, if any) and the CEO will establish the agenda for each Board meeting. Each Board member is free to suggest, in a timely manner, the inclusion of items on the agenda.

The independent directors will meet in regularly scheduled executive sessions without any members of the Company's management present at least two times every year.

The Board will review the Company's long-term strategic plans during at least one Board meeting each year. At this meeting, the Board will meet with the Company's executive management team to review the Company's business plans and discuss corporate strategy. More frequent meetings and discussions as deemed necessary or appropriate may be had with respect to strategic planning and related matters.

Risk Oversight. The Board is responsible for overseeing the Company's risk management framework and program, which may be discharged through one or more committees of the Board. The role of the Board or duly delegated Board committee in the Company's risk oversight process should include receiving regular reports from members of senior management on areas of material risk to the Company, including operational, compliance, information security, third-party governance, human resources/ human capital management, strategic (including new business activity), credit, and financial (which includes market, interest rate, liquidity and capital risk). The Board will help ensure that management is properly focused on risk by, among other things, reviewing and discussing these reports with the appropriate "risk owner(s)" within management as well as the Company's risk identification, risk management and risk mitigation strategies.

(b) Board Committees

Standing Committees. The Board will at all times have an Audit Committee, a Compensation Committee, a Corporate Governance and Nominating Committee and a Risk

Committee. All of the members of the Audit Committee, the Compensation Committee and the Corporate Governance and Nominating Committee shall be independent in accordance with applicable NYSE listing standards and applicable Securities and Exchange Commission regulations. Each committee shall consist of no less than three members. The Board may, from time to time, establish or maintain additional committees as deemed necessary or appropriate. The chair of each committee shall preside at each committee meeting and shall regularly report to the Board as to the committee's activities and recommendations. In consultation with the appropriate members of the committee and management, the committee chair will develop each committee's agenda. The committees shall regularly report to the Board on their actions and shall prepare written minutes of each committee meeting, which minutes shall be provided to the Board.

Committee Composition. At least annually, the Corporate Governance and Nominating Committee, in consultation with the Chairperson and the CEO, shall review the composition of each committee, including committee chair assignments, and recommend to the Board the members of each committee.

Committee Rotation. While recognizing the value of diversity of experience and views, the Board does not have a firm policy mandating rotation of committee assignments since special knowledge or experience may mitigate in favor of a particular director serving for an extended period on a given committee.

Committee Charters. Each standing committee will have a written charter. The committee charters adopted by the Board will set forth the purposes, goals and responsibilities of the committees, membership and record-keeping requirements and related aspects of the committees' organization and functioning. Committee meetings will be scheduled by each committee as appropriate in order to meet its responsibilities.

(c) Director Stock Ownership Guidelines

Each director is encouraged to own shares of common stock of the Company at a level that demonstrates a meaningful commitment to the Company and the Bank, and to better align the director's interests with the Company's stockholders. All directors should acquire (and thereafter maintain ownership of) a minimum of 3,500 shares of the Company's common stock (which shall be measured annually in connection with the preparation of the Company's annual meeting proxy statement). Shares of common stock that are beneficially owned (including shares held by a director's immediate family members or held in trust), including shares held in retirement accounts or deferred compensation plans and shares held indirectly through partnerships, trusts or other entities to the extent the individual has an economic interest in such shares will be counted towards meeting this goal. Restricted shares and restricted stock units that remain subject to achievement of performance goals and shares underlying outstanding stock options or otherwise subject to a right to acquire will not be included in calculating ownership under these guidelines. All new directors are expected to meet the ownership standards within three years of their first day as a director.

(d) Personal Securities Trading

Insider Trading. The Company has policies and procedures in place that it believes are reasonably designed to promote compliance with applicable insider trading laws, rules and regulations, and the NYSE listing standards. The Company prohibits any director, executive officer or employee who is aware of material nonpublic information relating to the Company from, directly, indirectly, or through family members or other persons or entities, (i) buying or selling securities of the Company (other than pursuant to a pre-approved trading plan that complies with Securities and Exchange Commission Rule 10b5-1), or engaging in any other action to take personal advantage of that information or (ii) passing that information on to others outside the Company, including family and friends. These policies and procedures also prohibit, among other things, (i) trading in securities of other companies with material nonpublic information about such company acquired in the course of working for the Company, (ii) short-term trading of the Company's securities (purchases (sales) of Company securities in the open market followed by a sale (purchase) of any Company securities during the six months following such purchase (sale)), (iii) short sales of the Company's securities, (iv) holding Company securities in a margin account and pledging (subject to exceptions as may be approved by the Board), and (v) hedging and other derivative transactions (as described below).

Blackout Period. As a part of the foregoing policies, directors, senior officers and certain designated employees are prohibited from engaging in any transaction involving a purchase or sale of the Company's securities during any period commencing with the 20th day of the third month of each calendar quarter (March 20, June 20, September 20 and December 20) and ending at the opening of the market on the second business day following the date of public disclosure of financial information for that quarter. In accordance with the Company's policies and procedures, the Company may also implement a "special" blackout period when a developing material event, or potential material event, has not been made public.

Anti-Hedging. Directors, officers, and employees are prohibited from engaging in speculative transactions in derivatives of the Company's securities, such as puts, calls, options (other than those granted under the Company's benefit plans) or other derivatives, even when otherwise permitted by law. These transactions could result in a misalignment with the objectives of the Company and its other stockholders, and are therefore prohibited. Prohibited hedging transactions include prepaid variable forward contracts, equity swaps, collars, exchange funds and other similar transactions.

(e) Director Conduct

Representing the Company. The Board believes that it is appropriate that management speak and act on behalf of the Company. Individual directors should not speak or act on behalf of the Company, absent the prior written approval of the Board or of the CEO. In this regard, all communications received by individual directors from stockholders and other persons not related to the Company should be referred to the General Counsel and/ or Corporate Secretary. Depending on the subject matter, the General Counsel and/ or Corporate Secretary will: (i) forward the communication to the proper director, officer or employee to respond; (ii) attempt to handle the inquiry directly (for example, where it is a request for information about the Company or it is a stock-related matter); or (iii) if the communication is primarily commercial in nature, relates to an improper or irrelevant topic, or is unduly hostile, threatening, illegal or otherwise inappropriate, take appropriate action in consultation with the CEO, Chairperson and/ or Company counsel. As

appropriate, the Corporate Secretary shall present a summary at each Board meeting of all such communication addressed to and referred by a director and make those communications available to the directors on request.

Conflicts of Interest. Directors are expected to avoid, insofar as possible, any action, position or interest that conflicts with an interest of the Company, or gives the appearance of a conflict. The Company will annually solicit information from directors in order to monitor potential conflicts of interest and directors are expected to be mindful of their fiduciary obligations to the Company. If an actual or potential conflict of interest develops involving a director, such director shall report the matter immediately to the CEO, Chairperson, General Counsel and/ or Corporate Secretary for consideration. Appropriate action in the circumstances may include escalation to the Corporate Governance and Nominating Committee for review.

Corporate Opportunities. Directors are prohibited from (a) taking for themselves personally opportunities that are discovered through the use of Company property, information or position; (b) using Company property, information, or position for personal gain; and (c) competing with the Company. Directors shall comply with the Code of Ethics and the Company's Policy Regarding Related Person Transactions for Company transactions in which a director or related party is or may be involved.

Director Access to Officers and Employees. Directors have complete and open access to officers and employees of the Company. Any meetings or contacts that a director wishes to initiate outside of routine or ordinary course matters should be coordinated through the CEO, unless it is inappropriate in the circumstances to do so, in which case the director may contact the General Counsel, Chief Internal Auditor or Corporate Secretary, as appropriate.

Confidentiality. It is essential that all directors maintain absolute confidentiality regarding Board and committee discussions and decisions. Violations of this confidentiality obligation may constitute grounds for the removal of a Board member for cause.

(f) Director Compensation

At least annually, the Board's Compensation Committee will, in consultation with any independent consultant or advisor deemed appropriate by the Compensation Committee, review and consider the appropriateness of the form and amount of director compensation with a view toward attracting and retaining highly qualified directors. The review will take into consideration the extent to which the Company's common stock should be a component of director compensation.

(g) Director Orientation and Continuing Education

All new directors should be provided the opportunity to participate in a director orientation program, which should be conducted as soon as practicable after the meeting at which a new director is elected. This orientation program will include presentations by senior management, and if considered appropriate, Company counsel, to familiarize a new director with the Company's strategic plans, its significant financial, accounting and risk management issues, its compliance programs, its Code of Ethics, the reporting obligations of the Company and the director and other

applicable policies and procedures. All other directors are also invited to attend the director orientation program.

In addition to routine in-boardroom education and development sessions included on the Board and committee agendas, directors are encouraged to participate in continuing education programs, such as programs addressing legal, financial, regulatory and industry-specific topics, throughout the year, including programs that are sponsored by nationally recognized educational organizations not affiliated with the Company. The Board's Corporate Governance and Nominating Committee will consider and review the schedule of education and development presentations and sessions for inclusion on the Board and committee agendas on an annual basis, or more frequently as necessary, to ensure directors are receiving appropriate and timely education opportunities.

(h) CEO Evaluation, Executive Compensation and Management Succession

Formal Evaluation of the CEO. For purposes of reporting to the Board, the Board's Compensation Committee will conduct an annual review of the CEO's performance, as set forth in its charter, and establish the compensation of the CEO in terms of salary, bonus and other benefits. The Board will review the Compensation Committee's analysis and conclusions in order to ensure that the CEO is properly incentivized to provide the best leadership for the Company in the long- and short-term and that CEO compensation is appropriate and does not create an excessive level of risk. The evaluation should be based on objective criteria, including the financial performance of the Company and the qualitative performance of the CEO.

Evaluation and Compensation of Executive Management. At the beginning of each year, the CEO shall review with the Compensation Committee the performance goals of the other members of executive management, and upon conclusion of each year, the CEO shall review with the Compensation Committee the extent to which these officers have accomplished their previously determined goals. In consultation with the CEO, the Compensation Committee shall review the CEO's evaluation of the performance of the other members of executive management and shall review and approve the recommendations to the Board of appropriate levels of compensation for such other management in terms of salary, bonus and other benefits.

Succession Planning and Management Development. The Board shall maintain and review, on at least an annual basis, a succession plan for the CEO, which shall be contained within the Company's strategic plan. The succession plan may include, in coordination with the CEO, the designation of an emergency successor who could assume the CEO position if the CEO becomes unexpectedly unavailable for service. The Board should also oversee a formalized process governing long-term management development. To assist the Board with its review, the CEO should report to the Board on at least an annual basis about the development of senior management personnel and succession planning.

Incentive Compensation Recoupment Policy. In accordance with applicable laws, regulations and NYSE listing standards, the Company adopted an Incentive Compensation Recoupment Policy, which applies to incentive-based compensation received by an executive officer during the three prior fiscal years immediately preceding the year in which the Company is required to issue an accounting restatement. In the event of such an accounting restatement, the

Company will seek to recover from applicable executive officers any incentive-based compensation that would not have been awarded had such compensation been calculated based on the restated financial statements.

(i) Annual Performance Evaluation

The Board and each of its committees will conduct an annual self-evaluation to determine whether it and its committees are functioning effectively in a manner consistent with the NYSE listing standards and other applicable rules and regulations. The Board's Corporate Governance and Nominating Committee, in consultation with the Chairperson or lead director, if any, will determine the process, scope and content of the Board's annual self-evaluation. The assessment of the Board's and each committee's performance will be discussed annually by the Board. Among other areas of focus, the assessment should specifically address opportunities for enhancement in Board and/ or committee structure and proposed actions to address such findings. The Board and management may work together to enhance Board and committee effectiveness in light of the results of the self-evaluations.

(j) Codes of Ethics

The Company will at all times maintain a Code of Ethics for its directors, officers and employees as required under applicable laws and regulations and the NYSE listing standards, and the Board shall work with the Company's management to review the Company's processes and controls for compliance of the Company's directors, officers and employees with such code. The Board's Audit Committee will periodically review the Code of Ethics, and the Audit Committee will maintain a procedure for handling complaints and for addressing violations of the Code of Ethics, in accordance with applicable laws and regulations. The Code of Ethics, and all amendments to and waivers, shall be approved by the Board, or, subject to applicable law, by a committee thereof pursuant to authority delegated in such committee's charter. As appropriate, any existing Code of Ethics, conflicts of interest policy or similar policy of the Bank may satisfy all or part of this requirement.

(k) Corporate Secretary

Minutes of each Board meeting and committee meeting will be compiled by the Company's Corporate Secretary who shall act as secretary to the Board and each committee, or in the absence of the Corporate Secretary, by any other person designated by the Chairperson, or by the chairperson of a committee, as the case may be.

C. Review and Changes to the Corporate Governance Guidelines

The Board's Corporate Governance and Nominating Committee shall be responsible for reviewing the Guidelines not less than every year and recommending any proposed changes to the full Board for approval.

Approved: December 18, 2025