

metris

COMPANIES

0426

Legal Department
Metris Companies Inc.
10900 Wayzata Boulevard
Minnetonka, MN 55305

Phone 952 525-4986
Fax 952 525-5098

August 9, 2002

VIA FACSIMILE and OVERNIGHT MAIL

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

RECEIVED
OFFICE OF THE SECRETARY
AUG 9 2002

Re: Metris Companies Inc.

Dear Mr. Katz:

Enclosed please find the following executed originals:

- ♦ Statement Under Oath of Principal Executive Officer signed by Ronald N. Zebeck, Chief Executive Officer
- ♦ Statement Under Oath of Principal Financial Officer signed by David D. Wesselink, Vice Chairman

Please feel free to call me at 952/359-4339, if you have any questions.

Sincerely,

Richard G. Evans

RICHARD G. EVANS
Executive Vice President
and General Counsel

0426

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, David D. Wesselink, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Metris Companies Inc. and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a Report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a Report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with Metris Companies Inc.'s audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - 2001 Annual Report on Form 10-K of Metris Companies Inc.;
 - all Reports on Form 10-Q, all Reports on Form 8-K and all definitive proxy materials of Metris Companies Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

David D. Wesselink
DAVID D. WESSELINK

August 9, 2002

Subscribed and sworn to before me
this 9th day of August 2002.

Richard G. Evans
Notary Public

My Commission Expires:

January 31, 2005

RECEIVED
OFFICE OF THE SECRETARY

AUG 9 2002

