

## The Governor and Company of the Bank of Ireland

### Resolutions Passed at the Annual General Court

All of the resolutions proposed at the Annual General Court of the Bank held on 24 April 2012 were duly passed.

The Results of the voting on each resolution are as follows:

#### Resolution 1

To receive the Report and Accounts.

RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES WITHHELD	VOTES TOTAL
1	19,460,247,324	99.98	3,673,714	0.02	1,180,044	19,463,921,038

#### Resolution 2

To receive the Report on Directors' Remuneration.

RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES WITHHELD	VOTES TOTAL
2	19,454,654,068	99.96	8,545,053	0.04	1,892,092	19,463,199,121

#### Resolution 3

- (i) To elect the following Directors, by separate resolutions:-
- (a) Kent Atkinson
  - (b) Patrick Butler
  - (c) Patrick Haren
  - (d) Andrew Keating
  - (e) Patrick Mulvihill

RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES WITHHELD	VOTES TOTAL
3(i)(a)	22,416,667,029	99.92	18,975,815	0.08	4,538,992	22,435,642,844
3(i)(b)	22,417,450,398	99.92	18,506,181	0.08	4,215,675	22,435,956,579
3(i)(c)	22,416,490,161	99.91	19,460,418	0.09	4,232,057	22,435,950,579
3(i)(d)	22,411,686,627	99.90	22,719,839	0.10	5,741,751	22,434,406,466
3(i)(e)	22,416,809,956	99.92	19,056,555	0.08	4,272,007	22,435,866,511

- (ii) To re-elect the following Directors, by separate resolutions:-
- (a) Pat Molloy
  - (b) Richie Boucher
  - (c) Patrick Kennedy
  - (d) Patrick O'Sullivan

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
3(ii)(a)	22,415,100,911	99.90	21,579,759	0.10	3,522,755	22,436,680,670
3(ii)(b)	22,408,195,339	99.88	26,407,220	0.12	5,602,315	22,434,602,559
3(ii)(c )	22,415,887,468	99.91	20,405,620	0.09	3,849,540	22,436,293,088
3(ii)(d)	22,416,387,739	99.91	19,507,259	0.09	4,184,550	22,435,894,998

#### **Resolution 4**

To authorise the Directors to determine the remuneration of the auditors.

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
4	19,458,079,116	99.97	5,591,380	0.03	1,285,397	19,463,670,496

#### **Resolution 5**

To determine the re-issue price range for treasury stock.

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
5	19,453,941,804	99.95	8,958,233	0.05	2,188,631	19,462,900,037

#### **Resolution 6**

To renew the Directors' authority to issue Ordinary Stock on a non-pre-emptive basis for cash.

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
6	19,343,999,252	99.39	117,902,694	0.61	3,219,557	19,461,901,946

#### **Resolution 7**

To renew the Directors' authority to issue Ordinary Stock on a non-pre-emptive basis other than for cash.

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
7	16,661,764,218	85.62	2,799,396,857	14.38	3,987,905	19,461,161,075

### **Resolution 8**

To maintain the existing authority to convene an EGC by 14 days' notice.

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
8	18,795,402,181	96.57	668,356,546	3.43	1,391,253	19,463,758,727

### **Resolution 9**

To delete Bye-Law 76(a) (concerning residency restrictions for Directors).

<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>VOTES TOTAL</b>
9	19,453,412,507	99.95	9,555,129	0.05	2,117,756	19,462,967,636

The "Vote Withheld" option is provided to enable abstention on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes "For" and "Against" a resolution.

The full text of each resolution was set out in the Governor's Letter to holders of Ordinary Stock and Notice of the Annual General Court which was posted to stockholders on 15 March 2012.

Copies of these resolutions have been forwarded to the Irish Stock Exchange and available for inspection at the following location:

Company Announcements Office,  
Irish Stock Exchange,  
28 Anglesea Street,  
Dublin 2,  
Ireland.  
Tel: + 353 (1) 6174200

and on the following website:

<http://www.hemscott.com/nsm.do>

Mr Kent Atkinson has been appointed Chairman of the Group Audit Committee.

24 April 2012

**For further information contact:**

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