

Bank of Ireland Group 

Computershare

All Correspondence to:
The Trustees of the Staff Scheme
c/o Computershare Investor Services (Ireland) Limited
PO Box 954
Heron House
Corrig Road
Sandyford Industrial Estate
Dublin 18

Form of Direction - Stock Incentive Plan (UK) Extraordinary General Court ('EGC') to be held on 11 July 2011



To cast your vote online 24 hours a day...**It's fast, easy and secure!**
www.eproxyappointment.com

You will be asked to enter the Control Number, the Stockholder Reference Number (SRN) and PIN and agree to certain terms and conditions.

Control Number: 910899

SRN:

PIN:

To view the Circular containing the Notice of Extraordinary General Court and the Governor's Letter to Stockholders online log on to www.bankofireland.com/investor

To be effective, all votes must be lodged with the Company's Registrar at:

Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18 or through the voting website, see above, by Wednesday, 6 July 2011 at 11.00 a.m.

Explanatory Notes:

1. To be effective, this Form of Direction must be lodged at the office of the Company's Registrars by 11.00 a.m. on Wednesday, 6 July 2011.
2. Copies of the Circular containing the Notice of Meeting and the Governor's Letter to Stockholders have been sent to your Branch/Department, and are also available to download from 'Insite', the Group Intranet.
3. Any alterations made to this form should be initialled.

Please see overleaf for Form of Direction

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Bank and Computershare Investor Services (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders:



Stockholder Reference Number



Form of Direction

Please use a **black** pen, Mark with an **X** inside the box as shown in this example.



I would like the Trustees of the Bank of Ireland Stock Incentive Plan (UK) to exercise the voting rights attached to the Ordinary Stock held for me in respect of the resolutions relating to the Extraordinary General Court to be held in the **O'Reilly Hall, UCD, Dublin 4** on 11 July 2011 at 11.00 a.m. and any adjournment thereof.

Resolutions

NOTE: All the resolutions are interconditional, which means that none will be deemed to be passed unless all of the resolutions are passed.

	For	Against	Vote Withheld
1. To approve the Government Transaction as a related party transaction pursuant to the Listing Rules.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Renominalisation of the Ordinary Stock and the Deferred Stock.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To increase the Bank's authorised Capital Stock.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To issue Ordinary Stock and disapply pre-emption rights to effect the Proposals.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To issue the Allotment Instrument in respect of Allotment Instruments Stock necessary to effect the Debt for Equity Offers.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To issue Ordinary Stock under the State Placing and Debt for Equity Offers at a discount of more than 10%.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

FOLD
HERE

FOLD
HERE

(Please Sign and Date in the space provided)

Signature

Date

DD / MM / YY



BOIB

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