

## The Governor and Company of the Bank of Ireland (the "Bank")

### Results of the 2019 Annual General Court ("AGC")

14 May 2019

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All of the resolutions proposed at the AGC of the Bank held on 14 May 2019 were duly passed.

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

#### **Resolution 1**

To consider the Report of the Directors, the Auditors' Report and the Accounts for the year ended 31 December 2018.

Resolution	Votes For	%	Votes Against	%	Votes Withheld	Votes Total
1	32,363,275,074	100	0	0	0	32,363,275,074

#### **Resolution 2 (a)**

To elect the following Directors as members of the Court, by separate resolutions:

- (i) Evelyne Bourke;
- (ii) Ian Buchanan;
- (iii) Steve Pateman

#### **Resolution 2 (b)**

To re-elect the following Directors as members of the Court, by separate resolutions:

- (i) Richard Goulding;
- (ii) Patrick Haren;
- (iii) Andrew Keating;
- (iv) Patrick Kennedy;
- (v) Francesca McDonagh;
- (vi) Fiona Muldoon; and
- (vii) Patrick Mulvihill.

Resolution	Votes For	%	Votes Against	%	Votes Withheld	Votes Total
2 (a)(i)	32,363,275,074	100	0	0	0	32,363,275,074
2 (a)(ii)	32,363,275,074	100	0	0	0	32,363,275,074
2 (a)(iii)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(i)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(ii)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(iii)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(iv)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(v)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(vi)	32,363,275,074	100	0	0	0	32,363,275,074
2 (b)(vii)	32,363,275,074	100	0	0	0	32,363,275,074

### **Resolution 3**

To authorise the Directors to fix 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>
3	32,363,275,074	100	0	0	0	32,363,275,074

### **Resolution 4**

To authorise the Directors to issue stock.

<b>Resolution</b>	<b>Votes For</b>	<b>%</b>	<b>Votes Against</b>	<b>%</b>	<b>Votes Withheld</b>	<b>Votes Total</b>
4	32,363,275,074	100	0	0	0	32,363,275,074

### **Resolution 5**

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>
5	32,363,275,074	100	0	0	0	32,363,275,074

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 and Notice of the Annual General Court which was sent to the holder of the Ordinary Stock and posted to the holders of the Sterling Preference Stock and Euro Preference Stock on 15 April 2019.

In accordance with Irish Listing Rule 6.6.2 and UK Listing Rule 9.6.2, copies of the resolutions will be submitted to the Irish Stock Exchange and the UK's National Storage Mechanism and will shortly be available for inspection at the following locations:

Company Announcements Office  
The Irish Stock Exchange t/a Euronext Dublin  
28 Anglesea Street  
Dublin 2

and at

<http://www.morningstar.co.uk/uk/NSM>

14 May 2019

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