

# Standard Form TR-1

## Standard form for notification of major holdings

**NOTIFICATION OF MAJOR HOLDINGS** (to be sent to the relevant issuer and to the Central Bank of Ireland)

**1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:**

Bank of Ireland Group plc

**2. Reason for the notification** (please tick the appropriate box or boxes):

- An acquisition or disposal of voting rights  
 An acquisition or disposal of financial instruments  
 An event changing the breakdown of voting rights  
 Other (please specify):

**3. Details of person subject to the notification obligation :**

Name: TIAA-CREF Investment Management, LLC, Teachers Advisors, LLC and NWQ Investment Management Company, LLC on behalf of the accounts listed in Exhibit B, Exhibit C, and Exhibit D.

City and country of registered office (if applicable):

TIAA-CREF Investment Management, LLC – New York, USA

Teachers Advisors, LLC – New York, USA

NWQ Investment Management Company, LLC – Los Angeles, USA

**4. Full name of shareholder(s)** (if different from 3.): Same as 3

**5. Date on which the threshold was crossed or reached:** 6 April 2020

**6. Date on which issuer notified:** 7 April 2020

**7. Threshold(s) that is/are crossed or reached:** 3%

**8. Total positions of person(s) subject to the notification obligation:**

|  | % of voting rights attached to shares (total of 9.A) | % of voting rights through financial instruments (total of 9.B.1 + 9.B.2) | Total of both in % (9.A + 9.B) | Total number of voting rights of issuer |
|--|--|---|--------------------------------|---|
|  |  |   |                                |   |

|   |       |       |       |               |
|---|-------|-------|-------|---------------|
| Resulting situation on the date on which threshold was crossed or reached | 3.00% | 0.00% | 3.00% | 1,078,822,872 |
| Position of previous notification (if applicable)                         | n/a   | n/a   | n/a   |               |

**9. Notified details of the resulting situation on the date on which the threshold was crossed or reached:**

**A: Voting rights attached to shares**

| Class/type of shares<br>ISIN code (if possible) | Number of voting rights |            | % of voting rights |          |
|---|-------------------------|------------|--------------------|----------|
|   | Direct                  | Indirect   | Direct             | Indirect |
| IE00BD1RP616                                    |                         | 32,359,360 |                    | 3.00%    |
|   |                         |            |                    |          |
|   |                         |            |                    |          |
| <b>SUBTOTAL A</b>                               |                         | 32,359,360 |                    | 3.00%    |

**B 1: Financial Instruments according to Regulation 17(1)(a) of the Regulations**

| Type of financial instrument | Expiration date | Exercise/<br>Conversion Period | Number of voting rights that may be acquired if the instrument is exercised/converted. | % of voting rights |
|------------------------------|-----------------|--------------------------------|--|--------------------|
| N/A                          | N/A             | N/A                            | N/A  | N/A                |
|                              |                 |                                |  |                    |
|                              |                 |                                |  |                    |
|                              |                 | <b>SUBTOTAL B.1</b>            | N/A  | N/A                |

**B 2: Financial Instruments with similar economic effect according to Regulation 17(1)(b) of the Regulations**

| Type of financial instrument | Expiration date | Exercise/ Conversion Period | Physical or cash settlement | Number of voting rights | % of voting rights |
|------------------------------|-----------------|-----------------------------|-----------------------------|-------------------------|--------------------|
|                              |                 |                             |                             |                         |                    |
|                              |                 |                             |                             |                         |                    |
|                              |                 |                             |                             |                         |                    |
|                              |                 |                             | <b>SUBTOTAL B.2</b>         |                         |                    |

**10. Information in relation to the person subject to the notification obligation (please tick the applicable box):**

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer.

Full chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held starting with the ultimate controlling natural person or legal entity

The College Retirement Equities Fund (“CREF”) hereby informs you as of April 6, 2020 CREF owned 27,388,489 shares of Bank of Ireland Group plc equivalent to a voting share ownership percentage of 2.539%. It is our understanding the total voting shares outstanding of Bank of Ireland Group plc is 1,078,822,872.

Additionally, a fund managed by an affiliate of CREF, Teachers Advisors, LLC (“TAL”), purchased 54,598 voting shares of Bank of Ireland Group plc on April 6, 2020. This transaction brings TAL’s ownership to 978,090 voting shares equivalent to a 0.091% voting share ownership percentage of Bank of Ireland Group plc.

Additionally, NWQ Investment Management Company, LLC (“NWQ”), an affiliate of CREF, owned 3,992,781 voting shares of Bank of Ireland Group plc as of April 6, 2020 equivalent to a voting share ownership percentage of 0.370% held through the separate accounts that it advises.

For your information, CREF is a U.S. based investment company, which is registered with the Securities and Exchange Commission (“SEC”). CREF has multiple investment accounts, each with separate investment objectives and policies. All assets in the accounts are beneficially owned by CREF, and all the accounts are managed by TIAA-CREF Investment Management, LLC (“TCIM”), an SEC registered investment adviser.

A total of 32,359,360 voting shares or 3.000% of the outstanding voting shares of Bank of Ireland Group plc are owned, in aggregate, by CREF and these affiliated funds and accounts.

Please see Exhibit A

| Advisors Name                          | % of voting rights if it equals or is higher than the notifiable threshold | % of voting rights through financial instruments if it equals or is higher than the notifiable threshold | Total of both if it equals or is higher than the notifiable threshold |
|--|--|--|---|
| TIAA-CREF Investment Management, LLC   | 2.539%   | 0.00%  | 2.539%  |
| Teachers Advisors, LLC                 | 0.091%   | 0.00%  | 0.091%  |
| NWQ Investment Management Company, LLC | 0.370%   | 0.00%  | 0.370%  |
|  |  |  |   |
|  |  |  |   |
|  |  |  |   |

**11. In case of proxy voting: [name of the proxy holder] will cease to hold [% and number] voting rights as of [date] TIAA-CREF Investment Management, LLC, Teachers Advisors, LLC and NWQ Investment Management Company, LLC will separately and independently vote all proxies for shares held in Bank of Ireland Group plc.**

**12. Additional information: N/A**

Done at Dublin on 8 April 2020  
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