

Bank of Ireland Group PLC (the “Company”)

Results of the 2021 Annual General Meeting (“AGM”)

25 May 2021

The Company announces that at its AGM, held on 25 May 2021, all of the resolutions proposed were duly passed on a poll.

Resolutions 1 to 6 (inclusive) and Resolutions 8 and 11 were passed as ordinary resolutions and resolutions 7, 9, 10 and 12 were passed as special resolutions. The full text of each resolution was set out in the Chairman’s Letter to holders of Ordinary Shares and Notice of the AGM which was posted to shareholders on 21 April 2021 and is available on the Company website at <https://investorrelations.bankofireland.com>.

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

Resolution 1

To receive and consider the Company’s Financial Statements for the year ended 31 December 2020, together with the Report of the Directors and the Auditor’s Report.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
1	423,994,447	99.99	38,546	0.01	424,032,993	20,271,044

Resolution 2

To elect the following Director to the Board, by separate resolution:

- (a) Giles Andrews.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
2 (a)	423,581,176	99.90	422,989	0.10	424,004,165	20,300,709

To re-elect the following Directors, by separate resolutions:

- (b) Evelyn Bourke;
(c) Ian Buchanan;
(d) Eileen Fitzpatrick;
(e) Richard Goulding;
(f) Michele Greene;
(g) Patrick Kennedy;
(h) Francesca McDonagh;
(i) Fiona Muldoon;
(j) Myles O’Grady; and
(k) Steve Pateman.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
2 (b)	423,197,858	99.81	821,608	0.19	424,019,466	20,285,405
2 (c)	423,120,616	99.80	859,871	0.20	423,980,487	20,324,384
2 (d)	419,450,724	98.92	4,567,303	1.08	424,018,027	20,285,157
2 (e)	419,433,941	98.93	4,551,748	1.07	423,985,689	20,319,182
2 (f)	423,194,920	99.81	823,858	0.19	424,018,778	20,286,093
2 (g)	417,231,649	98.40	6,789,081	1.60	424,020,730	20,283,562
2 (h)	423,204,122	99.81	826,816	0.19	424,030,938	20,272,229
2 (i)	419,475,826	98.93	4,546,275	1.07	424,022,101	20,282,770
2 (j)	417,792,949	98.54	6,197,641	1.46	423,990,590	20,314,281
2 (k)	423,149,637	99.80	834,656	0.20	423,984,293	20,320,578

Resolution 3

To consider the continuation in office of KPMG as Auditor of the Company.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
3	423,606,225	99.90	425,233	0.10	424,031,458	20,273,586

Resolution 4

To authorise the Directors to fix the remuneration of the Auditor for the 2021 financial year.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
4	423,202,882	99.81	797,913	0.19	424,000,795	20,304,249

Resolution 5

To approve the convening of an Extraordinary General Meeting on 14 days' notice for the passing of an ordinary resolution.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
5	412,824,139	97.36	11,209,144	2.64	424,033,283	20,271,761

Resolution 6

To receive and consider the Directors' Remuneration Report for the year ended 31 December 2020.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
6	423,467,492	99.88	504,392	0.12	423,971,884	20,328,540

Resolution 7

To authorise purchases of Ordinary Shares by the Company or subsidiaries.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
7	422,212,018	99.67	1,397,794	0.33	423,609,812	20,695,232

Resolution 8

To authorise the Directors to issue Ordinary Shares.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
8	422,107,052	99.50	2,111,182	0.50	424,218,234	20,086,300

Resolution 9

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

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
9	423,811,237	99.91	399,220	0.09	424,210,457	20,094,311

Resolution 10

To approve the Directors' additional authority to issue Ordinary Shares on a non-pre-emptive basis for cash in the case of an acquisition or specified capital investment.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
10	422,526,287	99.60	1,678,461	0.40	424,204,748	20,100,296

Resolution 11

To authorise the Directors to issue contingent equity conversion notes, and Ordinary Shares on the conversion of such notes.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
11	423,224,578	99.77	977,691	0.23	424,202,269	20,102,775

Resolution 12

To authorise the Directors to issue for cash on a non-pre-emptive basis, contingent equity conversion notes, and Ordinary Shares on the conversion of such notes.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
12	422,514,688	99.60	1,680,394	0.40	424,195,082	20,109,925

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.

In accordance with Listing Rule 6.1.60 of Euronext Dublin and Listing Rule 9.6.2 of the Financial Conduct Authority, copies of all resolutions, other than those concerning ordinary business, will be submitted to the Euronext Dublin and the UK's National Storage Mechanism and will shortly be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

25 May 2021

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