

Bank of Ireland Group PLC (the “Company”)

Results of the 2022 Annual General Meeting (“AGM”)

26 May 2022

The Company announces that at its AGM, held on 26 May 2022, all of the resolutions proposed were duly passed on a poll.

Resolutions 1 to 7 (inclusive) and Resolutions 9 and 12 were passed as ordinary resolutions and resolutions 8, 10, 11 and 13 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 25 April 2022 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 2021, together with the Report of the Directors and the Auditor’s Report.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
1	741,540,596	100.00	12,276	0.00	741,552,872	656,292

Resolution 2

To declare a Dividend.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
2 (a)	742,157,796	100.00	11,663	0.00	742,169,459	40,272

Resolution3

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

(a) Mark Spain

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
3(a)	729,493,678	98.29	12,660,618	1.71	742,154,296	54,721

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

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

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
3 (b)	737,777,644	99.41	4,363,830	0.59	742,141,474	67,543
3 (c)	696,409,662	93.84	45,735,674	6.16	742,145,336	63,681
3 (d)	737,773,818	99.41	4,363,097	0.59	742,136,915	72,676
3 (e)	731,825,371	98.61	10,321,904	1.39	742,147,275	62,316
3 (f)	731,803,328	98.61	10,341,997	1.39	742,145,325	64,266
3 (g)	736,670,813	99.26	5,467,695	0.74	742,138,508	70,936

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
3 (h)	710,615,350	95.82	31,034,165	4.18	741,649,515	559,068
3 (i)	736,640,687	99.26	5,465,658	0.74	742,106,345	103,078
3 (j)	731,805,440	98.61	10,341,553	1.39	742,146,993	62,513
3 (k)	737,781,704	99.41	4,355,350	0.59	742,137,054	72,537

Resolution 4

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

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
4	735,618,860	99.93	506,203	0.07	736,125,063	6,094,085

Resolution 5

To authorise the Directors to fix the remuneration of the Auditor for the 2022 financial year.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
5	741,762,019	99.95	366,680	0.05	742,128,699	91,290

Resolution 6

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
6	696,417,990	93.89	45,307,922	6.11	741,725,912	493,917

Resolution 7

To receive and consider the Directors' Remuneration Report for the year ended 31 December 2021.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
7	740,924,738	99.83	1,239,564	0.17	742,164,302	55,687

Resolution 8

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

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
8	735,676,986	99.18	6,089,039	0.82	741,766,025	453,751

Resolution 9

To authorise the Directors to issue Ordinary Shares.

Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
9	704,425,965	94.91	37,787,904	5.09	742,213,869	6,120

Resolution 10

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
10	742,068,401	99.98	127,678	0.02	742,196,079	23,910

Resolution 11

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
11	687,637,313	92.65	54,548,887	7.35	742,186,200	33,789

Resolution 12

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
12	741,465,782	99.90	706,204	0.10	742,171,986	48,003

Resolution 13

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
13	736,024,084	99.17	6,149,746	0.83	742,173,830	46,159

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>.

26 May 2022

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