Bank of Ireland Group PLC (the "Company")

Launch of Odd-lot Offer and Finalisation of Offer Price

11 September 2026

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The Company announces that it has today launched an Odd-lot Offer pursuant to which eligible Shareholders holding 30 or fewer ordinary shares of €1.00 each ("**Shares**") in the Company (the "**Odd-lot Holders**") will have the opportunity to have their Shares purchased by the Company at a 5% premium to the market volume-weighted average price of the Shares traded on Euronext Dublin over the five consecutive trading days up to and including 10 September 2026 as calculated on 10 September 2026.

Overview

At the Annual General Meeting of the Company held on 21 May 2026 Shareholders approved the making by the Company of an Odd-lot Offer at any time within 18 months of the date of that meeting. The circular containing the notice of the Annual General Meeting dated 16 April 2026, which was issued to Shareholders in advance of the Annual General Meeting (the "**Circular**"), and the Odd-lot Purchase Contract, which was available for inspection by Shareholders, set out the terms and conditions applying to an Odd-lot Offer.

The Directors have decided to proceed with the launch of an Odd-lot Offer. The Odd-lot Offer opens today, 11 September 2026, and will close on 16 October 2026.

Shareholders with a registered address in Ireland or the UK who were Odd-lot Holders on the First Record Date (being 16 April 2026) and who remain Odd-lot Holders on the Second Record Date (being 16 October 2026) ("**Eligible Odd-lot Holders**") will be offered the opportunity to have their Shares purchased by the Company. The price per Share to be paid to Eligible Odd-lot Holders whose Shares are purchased by the Company (the "**Offer Price**") will be €20.93, being a 5% premium to the market volume-weighted average price of Shares traded on Euronext Dublin over the five consecutive trading days up to and including 10 September 2026 as calculated on 10 September 2026.

Background to and reasons for the Odd-lot Offer

The Company has a share register with an unusually large number of Shareholders with small holdings. Of the approximately 75,500 registered holders of Ordinary Shares, around 26,000 (approximately 35%) hold 30 or fewer Ordinary Shares, representing, in aggregate, approximately 0.03% of the Company's issued share capital.

The rationale for the Odd-lot Offer is three-fold:

- the ability of such small Shareholders to deal their shares (and to cash their dividend cheques) is constrained by disproportionate dealing costs and charges;

- based on the Company's experience with mailing annual reports and dividend cheques, it also believes a small number of these small Shareholders are inactive; they (or their estates) may not realise that they have a small holding in the Company or may not attribute any value to that small holding; and
- the recurring administration costs resulting from the relatively large number of Shareholders are disproportionate to the size of the small shareholders and affect Shareholders as a whole.

By carrying out an Odd-lot Offer, the Directors will facilitate the disposal by Eligible Odd-lot Holders of their Ordinary Shares at a 5% premium to the volume weighted average price of Ordinary Shares traded on Euronext Dublin over the five trading days prior to the date on which the Offer Price is finalised without the dealing costs that would typically render such disposal uneconomic, whilst providing Shareholders with the ability to opt-out of such a disposal if they so choose.

The Directors believe that the Odd-lot Offer would be to the benefit of shareholders as a whole as it will lower the Company's cost base and will facilitate a reduction in the number of shareholders in the Company in an equitable manner.

Financial effects and effects on share capital

The maximum number of Shares eligible to participate in the Odd-lot Offer is approximately 300,000 (0.03% of the issued share capital of the Company) as determined on 16 April 2026 (being the First Record Date). Therefore, if all Eligible Odd-lot Holders have their holdings acquired in the Odd-lot Offer, the maximum cash consideration payable to such Odd-lot Holders would be approximately €6.28 million. Therefore, it is anticipated that any buyback of Ordinary Shares by the Company pursuant to the Odd-lot Offer will not have a significant effect on the earnings, earnings per Ordinary Share, net asset value, regulatory capital position or tangible net asset value per Ordinary Share of the Company. Any purchase of Shares pursuant to an Odd-lot Offer will be funded by available cash resources.

Details of the Odd-lot Offer

The Circular and the Odd-lot Purchase Contract set out the terms and conditions that apply to the Odd-lot Offer.

Eligible Shareholders with a registered address in Ireland or the UK who were Odd-lot Holders on the First Record Date (being 16 April 2026) and who remain Odd-lot Holders on the Second Record Date (being 16 October 2026) will have the opportunity to have their Shares acquired by the Company. Shareholders who became Odd-lot Holders between the First Record Date and the Second Record Date will not be entitled to participate in this Odd-lot Offer.

Holdings under the same name with different designations (for example, the shares are held under different capacities or under different account references) will be treated as separate holdings of Shareholders for these purposes.

As holders of interests in Ordinary Shares through Euroclear Bank ("**Euroclear Participants**") and/or CREST depositary interests ("**CDI Holders**") have means of trading their Ordinary Shares through intermediaries, the Odd-lot Offer will not be open to Euroclear Participants or CDI Holders. For securities law reasons, only those Shareholders with registered addresses in Ireland or the UK will be eligible to participate in an Odd-lot Offer.

Shareholders who wish to retain their Shares can do so by completing and returning the Opt-Out Form to the address stipulated on that form.

Holdings of Eligible Odd-lot Holders who do not opt out of the Odd-lot Offer by returning the Opt-Out Form will be acquired by the Company at the Offer Price.

No Odd-lot Holder shall be entitled to make a partial election in respect of the Odd-lot Offer. To the extent that an Odd-lot Holder attempts to make a partial election in respect of the Odd-lot Offer, such Odd-lot Holder shall be deemed to have elected to participate in the Odd-lot Offer in respect of their entire shareholding without anything further being required.

Note regarding ongoing buyback programme

On 3 March 2026, the Company announced it had launched a share buyback programme to repurchase ordinary shares up to a maximum consideration of €530 million, which is ongoing and is due to end no later than 31 December 2026 (the "**Buyback Programme**"). As part of the Buyback Programme, the Company entered into non-discretionary agreements with J&E Davy Unlimited Company and UBS AG London Branch to conduct the Buyback Programme. The Buyback Programme was subject to, among other things, the ongoing capital requirements of the Company. As a consequence of the Odd-lot Offer, the maximum consideration under the Buyback Programme will be reduced by €6 million, to €524 million.

Further information

Shareholders should note that the mechanism to permit this Odd-lot Offer was approved at the Annual General Meeting of the Company held on 21 May 2026.

The Offer Price is set in euro.

Shareholders with a registered address in Ireland will be paid by cheque in euro. Shareholders with a registered address in the United Kingdom will be paid by cheque in sterling converted from the euro offer price at an exchange rate determined by the Company by reference to the exchange rate prevailing on the day on which the Company converts the relevant amount of euro into sterling. Fluctuations in the euro/sterling exchange rate are outside of the control of the Company and are at the risk of shareholders tendering their shareholdings.

All unclaimed proceeds from the sale of Odd-lots will be retained by the Company until claimed. Each Odd-lot Holder shall be recorded as a creditor in the Company's accounts. No trust shall be created in respect of the unclaimed proceeds, no interest shall be payable in respect of same and the Company shall not be required to account for any money earned on the unclaimed proceeds. Any such proceeds unclaimed for a period of 12 (twelve) years from the date of sale of the Odd-lots may be declared by the Directors to be forfeited for the benefit of one or more charitable institutions nominated by the Directors at their discretion.

The Directors of the Company, in their absolute discretion, reserve the right to withdraw the Odd-lot Offer at any time.

Taxation

Shareholders should take into account the tax implications for them of participating in the Odd-lot Offer. In order to assist shareholders, a general description of the Irish and UK tax treatment of participating in the Odd-lot Offer for certain classes of shareholder will be made available on the Company's website at https://investorrelations.bankofireland.com/. Shareholders who are in any doubt as to their own tax position should consult their own professional adviser.

Key dates and times

The key dates and times are as follows:

First Record Date	Thursday, 16th April 2026 (close of business)
Odd-lot Offer opens	Friday, 11th September 2026
Odd-lot Offer closes	Friday, 16th October 2026 (12.00 noon)
Record date to determine those Odd-lot Holders entitled to participate in the Odd-lot Offer (the "Second Record Date" referred to in the Circular)	Friday, 16th October 2026 (close of business)
Purchase of Odd-lots from Eligible Odd-lot Holders	Friday, 16th October 2026
Dispatch of cheques for the proceeds of the Odd-Lot Offer	Friday, 30th October 2026

Notes:

1. The above dates and times are subject to change. Any changes will be released via a Regulatory Information Service announcement.

2. All references to time are to Irish time.

3. To be eligible to participate in an Odd-lot Offer in respect of their holding of Odd-lots, a Shareholder must be an Odd-lot Holder on the First Record Date and must remain an Odd-lot Holder on the Second Record Date and must be entered on the Register with an address in Ireland or the UK.

Capitalised terms in this announcement, unless otherwise defined, have the same meaning given to them in the Circular.

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