

**Bank of Ireland Group**  
**(The Governor and Company of the Bank of Ireland)**

**Total Voting Rights**

In conformity with Regulation 20 of the Transparency (Directive 2004/109/EC) Regulations 2007, the Governor and Company of the Bank of Ireland (“**Bank of Ireland**”) announces that, as at 9 March 2011:

1. Bank of Ireland has in issue 5,299,413,620 units of Ordinary Stock, of nominal value €0.10 each, with voting rights (the ‘**Ordinary Stock**’). Bank of Ireland holds 22,008,690 units of Ordinary Stock in treasury which do not carry voting rights; and
2. Bank of Ireland has in issue 1,837,041,304 units of preference stock of €0.01 each (the “**2009 Preference Stock**”) which carry voting rights in limited circumstances. Specifically, where the holder of the 2009 Preference Stock holds less than 25% of the total voting rights in Bank of Ireland pursuant to its holding of Ordinary Stock, the 2009 Preference Stock entitles such a holder to increase its voting rights to 25% of the total number of votes capable of being cast for the following resolutions at a general court of Bank of Ireland:
  - 2.1 a resolution for the appointment, re-election or removal of directors; or
  - 2.2 a resolution relating to certain matters pertaining to a proposed change of control of Bank of Ireland.

**The Ordinary Stock in issue figure of 5,299,413,620 should, therefore, be used by stockholders as the denominator for the calculations** by which they will determine if they are required to notify their interest in, or a change in their interest in, Bank of Ireland, under the Transparency (Directive 2004/109/EC) Regulations 2007 and the Interim Transparency Rules of the Financial Regulator.

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