

Computershare

All Correspondence to: The Trustees of the Staff Scheme c/o Computershare Investor Services (Ireland) Limited P.O. Box 13030 3100 Lake Drive Citywest Business Campus Dublin 24 D24 AK82 Ireland

Shareholder Reference Number

Form of Direction - Bank of Ireland Stock Incentive Plan (UK) Annual General Meeting ("AGM") to be held on 19 May 2020



To cast your vote online...It's fast, easy and secure! Control Number: 916454 www.eproxyappointment.com

SRN:

PIN:



You will be asked to enter the Control Number, the Shareholder Reference Number (SRN) and PIN and agree to certain terms and conditions.

To view the Annual Report and Accounts, the Chairman's Letter and Notice of the AGM online, log on to www.bankofireland.com/investor

To be effective, votes must be lodged with the Company's Registrar at:

Computershare Investor Services (Ireland) Limited, P.O. Box 13030, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland or through the voting website, see above, by Friday 15 May 2020 at 11.00 a.m.

Explanatory Notes:

- 1. To be effective, this Form of Direction must be lodged at the office of the Company's Registrar or through the voting website by 11.00 a.m. on Friday 15 May 2020.
- 2. The Annual Report and Accounts, the Chairman's Letter and Notice of the AGM are available to download at www.bankofireland.com/investor.
- 3. The "Vote Withheld" option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
- 4. Any alterations made to this form should be initialled.

Please see overleaf for Form of Direction

Kindly Note: This form is issued only to the addressee(s) and is specific to the
unique designated account printed hereon. This personalised form is not transferable
between different (i) account holders; or (ii) uniquely designated accounts. Bank of
Ireland Group plc and Computershare Investor Services (Ireland) Limited accept no
liability for any instruction that does not comply with these conditions.

All Named Holders:		

Form of Direction

Please use a ${\bf black}$ pen, Mark with an ${\bf X}$ inside the box as shown in this example.



I would like the Trustees of the Bank of Ireland Stock Incentive Plan (UK) to exercise the voting rights attached to the Ordinary Shares held for me in respect of the Resolutions relating to the AGM of Bank of Ireland Group PLC (the "Company") to be held in **Baggot Plaza 27-33 Upper Baggot Street, Dublin 4, D04 VX58** on 19 May 2020 at 11.00 a.m. and any adjournment thereof.

1. To receive and consider the Company's Financial Statements, the Report of the Directors and the Auditor's Report for the year ended 31 December 2019. 2. (a) - (a) and (d) - (l) To elect the following Directors, by separate resolutions: (a) Elleen Fitzpatrick (b) Michele Greene (c) Myles O'Grady To re-elect the following Directors, by separate resolutions: (d) Evelyn Bourke (e) Ian Buchanan (f) Richard Goulding (g) Patrick Haren (h) Patrick Kennedy (i) Finanessea McDonagh (ii) Finanessea McDonagh (ii) Finanessea McDonagh (iii) Finanessea McDonagh (iv) Found Finanessea McDonagh (iii) Found Finanessea (iii) Found Finaness	Resolutions		For	Against	Vote Withheld
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