

BANK OF IRELAND ANNOUNCES INCREASE OF MAXIMUM NOTIONAL AMOUNT IN RELATION TO USD TENDER OFFERS NOT FOR DISTRIBUTION TO ANY PERSON RESIDENT AND/OR LOCATED IN THE REPUBLIC OF ITALY

For information only:

On May 19, 2009, BOI Capital Holdings Limited (the "**Purchaser**") invited all holders of the USD securities listed below (the "**Securities**") to offer to sell for cash their Securities in accordance with a modified Dutch auction procedure for each series of Securities (the "**Tender Offers**").

Capital Funding (No. 2) Securities : \$800,000,000 Fixed/Floating Rate Guaranteed Non-voting Non-Cumulative Perpetual Preferred Securities issued by BOI Capital Funding (No. 2) LP (USG12255AA64 (RegS) / US055967AA11 (144A)) / Acceptable Bid Price range \$400 - \$450 per \$1,000 / Maximum Notional Amount \$350,000,000 (the "**Capital Funding (No. 2) Securities** ")

Capital Funding (No. 3) Securities : \$400,000,000 Fixed/Floating Rate Guaranteed Non-voting Non-Cumulative Perpetual Preferred Securities issued by BOI Capital Funding (No. 3) LP (USG12250AA77 (RegS) / US05568AAA88 (144A)) / Acceptable Bid Price range \$400 - \$450 per USD1,000 / Maximum Notional Amount \$175,000,000 (the "**Capital Funding (No. 3) Securities** ")

The terms of the Tender Offers are set forth in the Offer to Purchase dated May 19, 2009 (the "**Offer to Purchase** "), a copy of which is available to eligible persons only, upon request, from the Information Agent. The Purchaser today announces that it has exercised its right to increase the "Maximum Notional Amount" (as defined in the Offer to Purchase) as follows:

- In relation to the Tender Offer for the Capital Funding (No. 2) Securities: from \$350 million to \$ 400 million; and
- In relation to the Tender Offer for the Capital Funding (No. 3) Securities: from \$175 million to \$ 200 million.

The Expiration Date is expected to be 5pm (NYT) on June 16, 2009, unless extended or earlier terminated. Announcement, in respect of each series of Securities, of the relevant Clearing Price, the pro-ration factor, if any, and the aggregate notional amount of Securities to be repurchased will be made at or around 9 a.m. (NYT) on June 17, 2009. Settlement is expected to occur on June 19, 2009.

All other terms and conditions of the Tender Offers remain as set forth in the Offer to Purchase.

Dealer Managers:

Citigroup Global Markets Limited, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom. Tel: +44 20 7986 8969/+1 212 723 6106 (collect) / +1 800 558 3475 (toll free).

UBS Securities LLC, 677 Washington Boulevard, Stamford, CT 06901-3707. Tel: +1 203 719 4210 (collect), +1 888 719 4210 (toll free).

Information Agent

Global Bondholder Services Corporation, 65 Broadway - Suite 723, New York, New York 10006. Tel: Banks and Brokers call: +1 212 430 3774 / +1 866 470 4300 (toll free).

None of the Dealer Managers, the Depositary or the Information Agent assumes any responsibility for the accuracy or completeness of the information concerning BOI Capital Holdings Limited or the Tender Offers contained in this Offer to Purchase or related documents or for any failure by us to disclose events that may have occurred and may affect the significance or accuracy of such information. None of the Dealer Managers, the Depositary or the Information Agent and their respective directors, employees or affiliates makes any representation or recommendation whatsoever regarding this Offer to Purchaser, or any recommendation as to whether holders should tender their Securities in the Tender Offers.

The Tender Offers are not being made directly or indirectly into the Republic of Italy. The Tender Offers are not being made to holders of Securities in any jurisdiction where the Tender Offers would not comply with the laws of such jurisdiction.