

Bank of Ireland Group plc (“BOIG plc”)

Tier 2 capital transaction

12 September 2017

BOIG plc is pleased to announce that it has raised GBP300 million and USD500 million of Tier 2 capital with a maturity of 10 years (callable after 5 years). The capital instruments carry a yield of 3.235% and 4.242% respectively.

The issuance was well received by investors with the GBP order book more than 4.5 times oversubscribed and the USD order book more than 9.5 times oversubscribed.

This inaugural issuance from our recently established holding company, BOIG plc, further enhances the Group’s total capital position and the issued securities will be eligible for the minimum requirement for own funds and eligible liabilities (MREL).

Ends

For further information please contact:

Bank of Ireland

Brian Kealy	Head of Capital Management	+353 (0)766 23 4719
Alan McNamara	Head of Capital Structuring	+353 (0)766 24 8725
Alan Hartley	Director of Group Investor Relations	+353 (0)766 23 4850
Pat Farrell	Head of Group Communications	+353 (0)766 23 4770

Neither this announcement nor any copy of it may be taken, transmitted or distributed, directly or indirectly, into the United States or to any U.S. person or in any other jurisdictions where to do so would constitute a violation of the relevant laws of such jurisdiction. This announcement does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities. Any offer of the securities referred to herein in certain jurisdictions may be restricted by law and persons into whose possession any document or other information referred to herein comes should inform themselves about, and observe, any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. No action has been taken or will be taken in any jurisdiction that is intended to permit a public offering or sale of the securities referred to herein or possession or distribution of this announcement or any offering or publicity material relating to such securities.

This announcement is not an offer of securities for sale in the United States and the securities referred to herein may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act of 1933 as amended (the “Securities Act”)) absent an exemption from registration under the Securities Act. No public offering of the securities will be made in the United States.

The securities referred to herein may not be offered or sold in the United Kingdom except to certain institutional and professional investors who are “investment professionals” for the purposes of Article 19 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 or otherwise to persons to whom they may lawfully be offered or sold.

Prohibition of sales to EEA retail investors: The securities referred to herein, from 1 January 2018, are not intended to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“EEA”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (“MiFID II”); (ii) a customer within the meaning of Directive 2002/92/EC (as amended), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC, as amended (the “Prospectus Directive”). Consequently no key information document required by Regulation (EU) No 1286/2014 (the “PRIIPs Regulation”) for offering or selling the securities referred to herein or otherwise making them available to retail investors in the EEA has been prepared and offering or selling such securities or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

This announcement is not a prospectus. Investors should not purchase or subscribe for any transferable securities referred to in this announcement except on the basis of information contained in the approved base prospectus relating to such securities as completed by the relevant final terms document.