Form of Proxy for 2016 Annual General Meeting

EXT0415

Allied Irish Banks, p.l.c.

Registered Office: Bankcentre, Ballsbridge, Dublin 4.
Registered in Ireland No. 24173.

Internet Voting: You may submit your vote via the internet (see overleaf). To do so, you will need the Control Number, your Shareholder Reference Number (SRN) and PIN, all shown below.

CONTROL NUMBER	913612
SRN	
PIN	

I/We, the undersigned member(s) of Allied Irish Banks, p.l.c. ("the Company"), hereby appoint the Chairman of the Meeting or [see Note (e) over]

	or failing him/her	

as my/our Proxy to attend, speak and vote for me/us and on my/our behalf in the manner indicated below at the Annual General Meeting of the Company to be held on 24 May 2016 and at any adjournment thereof. My/Our Proxy shall decide on how to vote on my/our behalf in respect of any other business of the Meeting and any procedural resolutions moved at the Meeting.

PLEASE INDICATE WITH AN "X" IN THE BOXES BELOW HOW YOU WISH YOUR VOTES TO BE CAST (see notes overleaf).
A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" the resolution.

	For	Against	Withhold
1. To receive the financial statements, and the Directors' and Auditors' Reports	☐	☐	☐
2. To receive the Report on Directors' remuneration and interests	☐	☐	☐
3(i) To appoint Ms. Helen Normoyle a Director	☐	☐	☐

3(ii) To re-appoint the following Directors, by separate resolutions:	For	Against	Withhold
(a) Mr. Simon Ball	☐	☐	☐
(b) Mr. Mark Bourke	☐	☐	☐
(c) Mr. Bernard Byrne	☐	☐	☐
(d) Mr. Thomas Foley	☐	☐	☐
(e) Mr. Peter Hagan	☐	☐	☐
(f) Mr. Jim O'Hara	☐	☐	☐
(g) Mr. Richard Pym	☐	☐	☐
(h) Ms. Catherine Woods	☐	☐	☐

4. To authorise the Directors to determine the remuneration of the Auditor	For	Against	Withhold
	☐	☐	☐

Signature _____ Dated _____ 2016

Please Detach

Attendance Card for 2016 Annual General Meeting

Attendance Card for the Annual General Meeting to be held on Tuesday, 24 May 2016 in the R.D.S. Concert Hall, Ballsbridge, Dublin 4, commencing at 10.00 a.m.

Allied Irish Banks, p.l.c.

Do not post this Attendance Card - on arrival at the Meeting, present it at the Shareholders' Registration Desk. Complete the Poll Card on the reverse when a Poll is called at the Meeting.

Parking will be available in the RDS – enter via the Merrion Road gate.

2016 Annual General Meeting

Allied Irish Banks, p.l.c.

NOTES ON COMPLETING THE FORM OVERLEAF

(a) To be valid, the Form overleaf and, if applicable, any power of attorney or other authority under which it is signed, or a notarially certified copy of such power of attorney or other authority, must be received by the Company's Registrar, Computershare Investor Services (Ireland) Limited, Heron House, P.O. Box 954, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland, not less than forty-eight hours before the time appointed for the holding of the Meeting or any adjournment of the Meeting.

(b) This Form must (i) in the case of an individual member be signed by the member or his/her duly authorised attorney; or (ii) in the case of a corporate member be given either under its common seal or be signed on its behalf by a duly authorised officer or attorney of the corporate member.

(c) Completion and return of this Form will not prevent a member from attending and voting in person at the meeting.

(d) In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.

(e) You are entitled to appoint a proxy of your choice. If you wish to appoint a proxy other than the Chairman of the Meeting, please insert the proxy's name and address and delete the words *"the Chairman of the Meeting or"*. If you wish to appoint an alternate proxy, please insert the alternate's name and address in the box provided.

(f) If this Form is signed and returned without any indication as to how the person appointed is to vote, the Proxy will exercise discretion as to how to vote or whether to abstain from voting.

(g) 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. The Company and Computershare Investor Services (Ireland) Limited accept no liability for failure to carry out any instruction that does not comply with these conditions.

(h) Internet Voting: If, as an alternative to submitting this Form, you wish to submit your proxy appointment and/or vote electronically, you may do so by accessing the Registrar's website at www.eproxyappointment.com. You can access this site from any internet enabled computer. To log in you will require your unique PIN (which will expire at the end of the voting period), your Shareholder Reference Number (SRN) and your Control Number, all of which are shown at the top of the Form overleaf. CREST members who wish to appoint a proxy via the CREST electronic proxy appointment service should refer to Note 7 of the Notice of Annual General Meeting for instructions on how to do so.

(i) The "Withhold" option is provided to enable you to abstain from voting on the resolutions. 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 votes for and against the resolutions.

	For	Against	Withhold
1. To receive the financial statements, and the Directors' and Auditors' Report	☐	☐	☐
2. To receive the Report on Directors' remuneration and interests	☐	☐	☐
3(i) To appoint Ms. Helen Normoyle a Director	☐	☐	☐

3(ii) To re-appoint the following Directors, by separate resolutions:	For	Against	Withhold
(a) Mr. Simon Ball	☐	☐	☐
(b) Mr. Mark Bourke	☐	☐	☐
(c) Mr. Bernard Byrne	☐	☐	☐
(d) Mr. Thomas Foley	☐	☐	☐
(e) Mr. Peter Hagan	☐	☐	☐
(f) Mr. Jim O'Hara	☐	☐	☐
(g) Mr. Richard Pym	☐	☐	☐
(h) Ms. Catherine Woods	☐	☐	☐

	For	Against	Withhold
4. To authorise the Directors to determine the remuneration of the Auditor	☐	☐	☐

Poll Card - to be completed at the Meeting when a Poll is called.

Signature _____