



24 April 2019

AIB GROUP PLC (the “Company”)

RESULTS OF ANNUAL GENERAL MEETING 2019

The Company announces that at its Annual General Meeting (“AGM”), held today at the Ballsbridge Hotel, Ballsbridge, Dublin 4, all of the resolutions proposed were duly passed on a poll.

Resolutions 1 to 8 (inclusive) were passed as ordinary resolutions and resolutions 9 to 14 (inclusive) were passed as special resolutions.

The full text of each resolution, together with explanatory notes, are set out in the Notice of AGM which was circulated to shareholders on 25 March 2019 and made available on the Company’s website at www.aib.ie/investorrelations

The results of the voting on the resolutions are as follows:

Resolution		Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
1	To receive and consider the financial statements for the year, together with the reports of the Directors and Auditor thereon.	2,494,954,584	100	386	0.00	2,494,954,970	820,393
2	To declare a final dividend.	2,495,775,022	100	269	0.00	2,495,775,291	72
3	To authorise the Directors to fix the remuneration of the Auditor.	2,485,473,592	99.59	10,181,307	0.41	2,495,654,899	120,464
4	To consider the continuation in office of Deloitte as Auditor.	2,487,226,579	99.68	7,891,370	0.32	2,495,117,949	657,414
5(a)	To re-appoint Mr Thomas (Tom) Foley.	2,491,912,916	99.85	3,859,415	0.15	2,495,772,331	3,032
5(b)	To re-appoint Mr Peter Hagan.	2,491,439,569	99.83	4,332,714	0.17	2,495,772,283	3,080
5(c)	To re-appoint Dr Colin Hunt.	2,495,771,055	100.00	1,271	0.00	2,495,772,326	3,037
5(d)	To re-appoint Ms Sandy Kinney Pritchard.	2,495,770,929	100.00	1,359	0.00	2,495,772,288	3,075
5(e)	To re-appoint Ms Carolan Lennon.	2,495,246,349	99.98	528,221	0.02	2,495,774,570	793
5(f)	To re-appoint Mr Brendan McDonagh.	2,491,243,508	99.82	4,528,840	0.18	2,495,772,348	3,015
5(g)	To re-appoint Ms Helen Normoyle.	2,495,719,274	100.00	55,259	0.00	2,495,774,533	830

Resolution		Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
5(h)	To re-appoint Mr James (Jim) O'Hara.	2,490,450,831	99.79	5,321,475	0.21	2,495,772,306	3,057
5(i)	To re-appoint Mr Tomás O'Midheach.	2,495,593,096	99.99	179,161	0.01	2,495,772,257	3,105
5(j)	To re-appoint Mr Richard Pym.	2,486,109,045	99.61	9,663,252	0.39	2,495,772,297	3,062
5(k)	To re-appoint Ms Catherine Woods.	2,490,236,110	99.78	5,538,512	0.22	2,495,774,622	741
6	To consider the Directors' Remuneration Report.	2,490,883,109	99.80	4,891,852	0.20	2,495,774,961	359
7	To consider the Remuneration Policy.	2,470,152,901	98.97	25,618,735	1.03	2,495,771,636	3,684
8	To authorise the Directors to allot relevant securities.	2,486,719,464	99.64	9,053,313	0.36	2,495,772,777	2,543
9(a)	To empower the Directors to disapply pre-emption rights.	2,487,824,508	99.68	7,947,006	0.32	2,495,771,514	3,848
9(b)	Additional authority to empower Directors to disapply pre-emption rights for an acquisition or other specified capital investment.	2,480,609,832	99.39	15,161,650	0.61	2,495,771,482	3,880
10	To authorise purchase by the Company of its own shares.	2,491,792,180	99.84	3,933,115	0.16	2,495,725,295	50,068
11	To determine the price range at which treasury shares may be reissued off market.	2,495,762,892	100.00	12,090	0.00	2,495,774,982	381
12	To authorise the Directors to call certain general meetings on 14 days' notice.	2,468,470,653	98.91	27,304,566	1.09	2,495,775,219	144
13	To approve the cancellation of the subscriber shares from the authorised share capital.	2,495,758,177	100.00	10,246	0.00	2,495,768,423	6,938
14	To approve the amendment of the Articles of Association.	2,495,764,797	100.00	7,987	0.00	2,495,772,784	2,577

In accordance with Listing Rule 6.2.2E of Euronext Dublin and Listing Rule 9.2.2E of the Financial Conduct Authority, resolutions 5(a), (b), (d), (e), (f), (g), (h), (j) and (k), relating to the re-election of the independent non-executive Directors, were passed by majority of each of:

- the shareholders of the Company, and
- the independent shareholders of the Company (that is, the shareholders of the Company entitled to vote on the election of Directors who are not controlling shareholders¹).

Votes cast by shareholders excluding the controlling shareholder are shown below.

	Resolution	Votes For	%	Votes Against	%	Total Votes Cast	Votes Withheld
5(a)	To re-appoint Mr Thomas (Tom) Foley.	561,476,373	99.32	3,859,415	0.68	565,335,788	3,032
5(b)	To re-appoint Mr Peter Hagan.	561,003,026	99.23	4,332,714	0.77	565,335,740	3,080
5(d)	To re-appoint Ms Sandy Kinney Pritchard.	565,334,386	100.00	1,359	0.00	565,335,745	3,075
5(e)	To re-appoint Ms Carolan Lennon.	564,809,806	99.91	528,221	0.09	565,338,027	793
5(f)	To re-appoint Mr Brendan McDonagh.	560,806,965	99.20	4,528,840	0.80	565,335,805	3,015
5(g)	To re-appoint Ms Helen Normoyle.	565,282,731	99.99	55,259	0.01	565,337,990	830
5(h)	To re-appoint Mr James (Jim) O'Hara.	560,014,288	99.06	5,321,475	0.94	565,335,763	3,057
5(j)	To re-appoint Mr Richard Pym.	555,672,502	98.29	9,663,252	1.71	565,335,754	3,062
5(k)	To re-appoint Ms Catherine Woods.	559,799,567	99.02	5,538,512	0.98	565,338,079	741

Notes:

1. A "Vote Withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
2. The total number of ordinary shares in issue as at Monday, 22 April 2019 was 2,714,381,237.
3. The total number of ordinary shares held by shareholders excluding the controlling shareholder on Monday, 22 April 2019 was 783,944,694.

In accordance with Listing Rule 6.6.2 of Euronext Dublin and Listing Rule 9.6.2 of the Financial Conduct Authority, copies of all resolutions, other than those concerning ordinary business, passed at the AGM today have been submitted to Euronext Dublin and the UK National Storage Mechanism and will be shortly available for inspection at www.morningstar.co.uk/uk/NSM.

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¹ Controlling shareholder: shareholder(s) that exercise or control more than 30% of the voting rights of the Company.