

# Form of Proxy for 2009 Annual General Meeting



E675



## 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 your PIN and Shareholder Reference Number (SRN), shown below.

PIN	SRN
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I/We, the undersigned member(s) of Allied Irish Banks, p.l.c., hereby appoint the Chairman of the Meeting or [see Note (e) over] \_\_\_\_\_ as my/our Proxy to 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 13th May 2009 and at any and every adjournment thereof. My/Our Proxy shall decide on how to vote on my/our behalf in respect of any other ordinary 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.

### The Directors recommend that you vote FOR these Resolutions:

	FOR	Against	Withhold		FOR	Against	Withhold		FOR	Against	Withhold
1. To receive the Annual Financial Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(e) Mr. Stephen L. Kingon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(l) Mr. Dick Spring	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint the following Directors:				(f) Ms. Anne Maher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(m) Mr. Robert G. Wilmers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(a) Mr. Declan Collier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(g) Mr. Daniel O'Connor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(n) Ms. Jennifer Winter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Mr. Kieran Crowley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(h) Mr. John O'Donnell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3. To authorise the Directors to determine the remuneration of the Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Mr. Colm Doherty	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(i) Mr. Sean O'Driscoll	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4. To renew the determination of the price for the off-market re-issue of treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Mr. Dermot Gleeson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(j) Mr. David Pritchard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
				(k) Mr. Eugene J. Sheehy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

### Resolution which may be proposed by a shareholder - The Directors recommend that you vote AGAINST this Resolution:

5. To appoint Mr. Niall Murphy a Director For  AGAINST  Withhold

Signature

Dated

2009

## Attendance Card for 2009 Annual General Meeting

Please Detach



Signature of Shareholder



Allied Irish Banks, p.l.c.

Signature of Proxy (if applicable)

Attendance Card for the Annual General Meeting to be held on Wednesday, 13th May 2009 at Bankcentre, Ballsbridge, Dublin 4, commencing at 2.00 p.m. (or one and a half hours after the conclusion of the Extraordinary General Meeting of the Company to be convened for 10.00 a.m. on the same day and at the same place, whichever is later).

**Do not post this Attendance Card - complete it prior to arrival at the Annual General Meeting, and present it at the Shareholders' Registration Desk.**

A limited number of car parking spaces will be available at Bankcentre at the front and side of the building.



## FORM FOR SUBMITTING YOUR QUESTION IN ADVANCE OF THE ANNUAL GENERAL MEETING

Questions (and the identity of the questioner) may be disclosed to the AGM. Questions on similar or related topics may be grouped together for answer. To submit a question by e-mail, send your question to [agmoregm.question@aib.ie](mailto:agmoregm.question@aib.ie). You must quote your name and SRN (shown overleaf).

Question \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Name \_\_\_\_\_

I will attend the AGM  *or* I will not attend the AGM  (Please tick as appropriate)

## NOTES ON COMPLETING THE FORM OVERLEAF

- (a) To be valid, the Form overleaf and, if applicable, any power of attorney or resolution under which it is signed, or a notarially certified copy of such power of attorney or resolution, must be received by the Company's Registrar, Computershare Investor Services (Ireland) Limited, Heron House, 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 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 of the corporate member.
- (c) Completion and return of this Form will not prevent a member from attending and voting in person; such attendance will have the effect of cancelling the appointment of the proxy.
- (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".
- (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, which is personalised, may only be used in respect of the share account of which details are shown overleaf. Any alteration to such details, or any attempt to use the Form in respect of any other share account, may render the Form invalid.
- (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.computershare.com/ie/voting/aib](http://www.computershare.com/ie/voting/aib). 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), and your Shareholder Reference Number (SRN), both of which are shown at the top of the Form overleaf. CREST members who wish to appoint a proxy or proxies via the CREST electronic proxy appointment service should refer to Note 4 of the Notice of Annual General Meeting for instructions on how to do so.

**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. 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.

### Poll card to be completed at the AGM. The Directors recommend that you vote FOR these Resolutions:

	FOR	Against	Withhold		FOR	Against	Withhold		FOR	Against	Withhold
1. To receive the Annual Financial Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(e) Mr. Stephen L. Kingon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(l) Mr. Dick Spring	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint the following Directors:				(f) Ms. Anne Maher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(m) Mr. Robert G. Wilmers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(a) Mr. Declan Collier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(g) Mr. Daniel O'Connor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(n) Ms. Jennifer Winter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Mr. Kieran Crowley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(h) Mr. John O'Donnell	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3. To authorise the Directors to determine the remuneration of the Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Mr. Colm Doherty	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(i) Mr. Sean O'Driscoll	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4. To renew the determination of the price for the off-market re-issue of treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Mr. Dermot Gleeson	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	(j) Mr. David Pritchard	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
				(k) Mr. Eugene J. Sheehy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

### Resolution which may be proposed by a shareholder - The Directors recommend that you vote AGAINST this Resolution:

5. To appoint Mr. Niall Murphy a Director  For  AGAINST  Withhold

Signature \_\_\_\_\_