

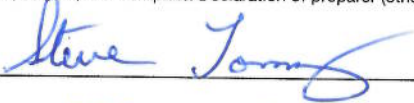
Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ See attached

18 Can any resulting loss be recognized? ▶ See attached

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ See attached

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶  Date ▶ 01/12/2018

Print your name ▶ STEVEN TOMNEY Title ▶ TAX DIRECTOR

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

ATTACHMENT TO FORM 8937 REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the "Code"), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the Scheme (as defined below) on the tax basis of shares of Allied Irish Banks plc ("AIB Bank" and such shares, "AIB Bank Shares") and the tax basis of shares of AIB Group plc ("AIB Group" and such shares, "AIB Group Shares") following the Scheme, in each case, for U.S. federal income tax purposes. The information contained herein does not constitute tax advice and does not purport to cover all aspects of U.S. federal income tax that may be relevant to particular categories of shareholders.

Each registered shareholder of AIB Bank should consult their own tax advisor to determine the effect of the Scheme to them, including the applicability and effect of all U.S. federal, state and local tax laws and non-U.S. tax laws. The information reported in this information return is not binding on the Internal Revenue Service or the U.S. courts, and no assurance can be provided that the conclusions reached within this summary will not be challenged in whole or in part by the Internal Revenue Service or will be sustained by a U.S. court if so challenged.

Please read the Scheme Circular, dated October 10, 2017, noting especially the discussion therein under the section "Certain U.S. Federal Income Tax Considerations." You may access the Scheme Circular at <https://aib.ie/content/dam/aib/investorrelations/docs/holdco/aib-hoidco-scheme-circular.PDF>.

Part II – Organizational Action

Line 14. Describe the organizational action and, if applicable, the date of the action or the date against which the stockholders' ownership is measured from the action.

Holding Company Reorganization: Creation of holding company. On December 8, 2017, AIB Bank undertook a holding company reorganization, pursuant to which AIB Bank became a wholly-owned subsidiary of AIB Group. In the reorganization, ordinary shares of AIB Group were issued to registered shareholders of ordinary shares of AIB Bank in exchange for the cancellation or transfer of their ordinary shares of AIB Bank. Specifically, under the terms of the scheme of arrangement, each registered shareholder of AIB Bank received one (1) share of AIB Group common stock in exchange for each ordinary share of AIB Bank cancelled or transferred (the "Scheme"). No other cash or property was received by the registered shareholders of AIB Bank.

Line 15. Describe the quantitative effect of the organization action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

AIB Group believes that the Scheme should be treated as a deemed exchange by each registered shareholder of AIB Bank of its ordinary shares in AIB Bank for ordinary shares in AIB Group for U.S. federal income tax purposes. AIB Group believes that the deemed exchange of ordinary shares in AIB Bank for ordinary shares in AIB Group may qualify as a tax-deferred exchange within the meaning of Section 351 of the Code. If the Scheme qualifies as an exchange under Section 351 of the Code, each registered shareholder of AIB Bank generally should have an aggregate tax basis in the ordinary shares of AIB Group

ALLIED IRISH BANKS PLC

ATTACHMENT TO FORM 8937 REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

received pursuant to the Scheme equal to such registered shareholder's aggregate tax basis in the ordinary shares of AIB Bank cancelled or transferred.

Line 16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market value of securities and the valuation date.

If the Scheme qualifies as an exchange to which Section 351 of the Code applies, the Scheme should be a carryover basis transaction for U.S. federal income tax purposes.

Line 17. List the applicable Internal Revenue Code section(s) and subsection(s) on which the tax treatment is based.

AIB Group believes that its acquisition of AIB Bank pursuant to the Scheme may qualify as a tax-deferred exchange within the meaning of Section 351 of the Code, in which case the U.S. federal income tax consequences of the Scheme to registered shareholders of AIB Bank generally would be determined under Sections 351(a) and 358 of the Code.

Line 18. Can any resulting loss be recognized?

If the Scheme qualified as an exchange within the meaning of Section 351 of the Code, then, in general, each registered shareholder of AIB Bank that received ordinary shares of AIB Group pursuant to the Scheme should not recognize any loss.

Line 19. Provide any other information necessary to implement the adjustment, such as the reportable tax year.

In general, any gain recognized should be reported by registered shareholders for the tax year which includes December 8, 2017 (e.g., a calendar year registered shareholder would report the transaction on his or her federal income tax return filed for the 2017 calendar year).