



3 May 2024

AIB Group plc

Off market purchase of 198,233,951 Ordinary Shares from the Minister for Finance (“Minister”)

AIB Group plc (“**AIB**” or the “**Company**”) has agreed with the Minister to make an off-market purchase for a total consideration of €998,999,996 of 198,233,951 ordinary shares of €0.625 each in the capital of AIB (“**Ordinary Shares**”) owned by the Minister at a price of €5.0395 per Ordinary Share (“**Off-Market Purchase**”).

The purchased Ordinary Shares represent approximately 7.6 per cent of the Company’s issued share capital. The Off-Market Purchase is expected to settle on 8 May 2024.

A share purchase deed (“**Buyback Contract**”) between AIB and the Minister was approved by the shareholders of AIB at the extraordinary general meeting held on 2 May 2024 and signed on the same day. The Off-Market Purchase has been approved (i) by the European Central Bank and (ii) as a related party transaction by shareholders of AIB pursuant to Chapter 11 of the Irish Listing Rules and Chapter 11 of the UK Listing Rules and otherwise in accordance with the requirements of the Irish Companies Act 2014.

AIB intends to cancel the 198,233,951 purchased Ordinary Shares.

Following completion of the Off-Market Purchase:

- AIB will have in issue 2,420,519,704 Ordinary Shares. AIB has no shares held in treasury;
- the Minister will own approximately 32.6 per cent of AIB’s issued share capital; and
- the Minister will hold 271,166,685 warrants to subscribe for Ordinary Shares, representing, if exercised, 11.2% of the Company’s issued share capital.

The Off-Market Purchase will help contribute to AIB’s return to full private ownership through the use of AIB’s excess capital and will not impact the ability of the Company to make further off-market purchases under the authorities granted to the Company to repurchase Ordinary Shares at the Company’s 2024 annual general meeting.

Colin Hunt, Chief Executive Officer, commented: *“We are very pleased to return c. €1 billion to the State after reaching agreement with the Minister for Finance to buy back a further tranche of AIB shares, reducing the State’s shareholding to 32.6%. This transaction is another important milestone in the process of repaying the taxpayer for their support, enhancing liquidity in AIB shares and normalising the share register. Having reported a very strong first quarter performance, we are well-positioned to generate sustainable profits, deliver attractive shareholder returns and support our 3.3 million customers and the wider economy.”*

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Forward Looking Statements

This document contains certain forward looking statements with respect to the financial condition, results of operations and business of AIB and certain of the plans and objectives of the AIB Group. These forward looking statements can be identified by the fact that they do not relate only to historical or current facts. Forward looking statements sometimes use words such as 'aim', 'anticipate', 'target', 'expect', 'estimate', 'intend', 'plan', 'goal', 'believe', 'may', 'could', 'will', 'seek', 'continue', 'should', 'assume', or other words of similar meaning. Examples of forward looking statements include, among others, statements regarding the AIB Group's future financial position, capital structure, Government shareholding in the AIB Group, income growth, loan losses, business strategy, projected costs, capital ratios, estimates of capital expenditures, and plans and objectives for future operations. Because such statements are inherently subject to risks and uncertainties, actual results may differ materially from those expressed or implied by such forward looking information. By their nature, forward looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There are a number of factors that could cause actual results and developments to differ materially from those expressed or implied by these forward looking statements. These are set out in the principal risks on pages 27 to 30 in the 2023 Annual Financial Report. In addition to matters relating to the AIB Group's business, future performance will be impacted by the AIB Group's ability along with governments and other stakeholders to measure, manage and mitigate the impacts of climate change effectively, the impact of higher inflation on customer sentiment and by Irish, UK and wider European and global economic and financial market considerations. Future performance will further be impacted by the direct and indirect consequences of the Russia-Ukraine War on European and global macroeconomic conditions. Any forward looking statements made by or on behalf of the AIB Group speak only as of the date they are made. The AIB Group cautions that the list of important factors on pages 27 to 30 of the 2023 Annual Financial Report is not exhaustive. Investors and others should carefully consider the foregoing factors and other uncertainties and events when making an investment decision based on any forward looking statement.