

**Bank of Ireland (UK) plc**  
**Board Diversity Policy**

**1. Purpose**

1.1 The Board is committed to identifying the people best qualified and available to serve on the Board of Bank of Ireland (UK) plc (the “Company” or “BOIUK”). The Board Diversity Policy (the “Policy”) sets out the approach to diversity on the Board of Bank of Ireland (UK) plc (the “Board”).

**2. Scope of Application**

2.1 The Policy applies to the Board. It does not apply to diversity in relation to employees of the Company.

**3. Policy Statement**

3.1 The Company recognises the benefits of having a diverse Board and sees increasing diversity at Board level as an important element in maintaining a competitive advantage. A diverse Board includes and makes good use of differences in the skills (in particular those skills identified as relevant to the business of the Company, including financial services (incorporating retail, corporate and insurance sector experience), strategy development, finance, risk management, business experience, economics, corporate finance, human resources, customer relations, credit and IT skills), regional and industry experience, background, nationality, gender, age and other qualities of directors. These differences are considered in determining the optimum composition of the Board and when possible should be balanced appropriately. All Board appointments are made on merit, in the context of the skills and experience the Board as a whole requires to be effective.

3.2 The Nomination Committee of the Company (‘the Committee’) reviews and assesses Board composition on behalf of the Board and recommends the appointment of new Directors. The Committee also oversees the conduct of the annual review of Board effectiveness.

3.3 In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, in order to maintain an appropriate range and balance of skills, experience and background on the Board.

3.4 In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board. The Board’s target is to achieve and maintain a minimum of 33% female representation on the Board by the end of 2022. The Company is committed to having a diverse board, to achieving the targets set in this regard and to ensuring an open and fair recruitment process.

3.5 As part of the annual performance evaluation of the effectiveness of the Board, Board Committees and individual Directors, the Committee will consider the balance of skills, experience, independence and knowledge of the Company on the Board and the diversity representation of the Board.

3.6 At any given time, the Board may seek to improve one or more aspects of its diversity and measure progress accordingly.

**4. Review of the Policy**

4.1 The Committee will review the Policy annually, which will include an assessment of the effectiveness of the Policy. The Committee will discuss any revisions that may be required and recommend any such revisions to the Board for approval.

**Approved by the Nomination Committee on 8 May 2019 and the Board on the 9 May 2019**