

**Certification of Acquirors of Receipts Upon Deposit of Shares
Pursuant to Section 2.02 of the Deposit Agreement***

We refer to the Deposit Agreement, dated as of November 28, 1995, as amended and restated as of September 6, 1996, as further amended and restated as of July 19, 1999 (the "Deposit Agreement"), among THE GOVERNOR AND COMPANY OF THE BANK OF IRELAND (the "Issuer"), THE BANK OF NEW YORK MELLON (formerly known as The Bank of New York), as Depositary, and holders from time to time of American Depositary Receipts (the "Receipts") issued thereunder. Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement.

1. This certification is furnished in connection with the deposit of Shares and issuance of American Depositary Shares to be evidenced by one or more Receipts pursuant to Section 2.02 of the Deposit Agreement.
2. We certify that either:
 - A. We are, or at the time the Shares are deposited and at the time the Receipts are issued will be, the beneficial owner of the Shares and of the American Depositary Shares evidenced by such Receipt or Receipts, and (i) we are not an affiliate of the Issuer or a person acting on behalf of such an affiliate and (ii) we did not acquire the securities to be deposited from the Issuer or any affiliate thereof, including, without limitation, in the distribution and placement by the Issuer, or the sale by the National Pensions Reserve Fund Commission (the "NPRFC"), of Shares or Allotment Instruments (or Shares delivered in exchange for such Allotment Instruments) of the Issuer in the period commencing on or about July 14, 2011,

-OR-

- B. We are a broker-dealer acting on behalf of our customer; our customer has confirmed to us that it is, or at the time the Shares are deposited and at the time the Receipt or Receipts are issued will be, the beneficial owner of the Shares and of the American Depositary Shares evidenced by such Receipt or Receipts, and (i) it is not an affiliate of the Issuer or a person acting on behalf of such an affiliate and (ii) it did not acquire the securities to be deposited from the Issuer or any affiliate thereof, including, without limitation, in the distribution and placement by the Issuer, or the sale by the NPRFC, of Shares or Allotment Instruments (or Shares delivered in exchange for such Allotment Instruments) of the Issuer in the period commencing on or about July 14, 2011.

Very truly yours,

[NAME OF CERTIFYING ENTITY]

By: _____
Name:
Title:
Dated:

* Certification to begin immediately and be used until October 17, 2012, unless advised otherwise by the Issuer.