

**PROXY VOTING ON RESOLUTIONS
FOR THE ANNUAL GENERAL MEETING HELD ON 14 MAY 2015**

Details of votes lodged by proxy on each resolution proposed at an Annual General Meeting held on 14 May 2015, as disclosed to the meeting under the provisions of the Combined Code on Corporate Governance:

	Number of shares for which proxy appointments were validly made	Number in favour	Number against	Votes withheld*
Resolution 1: Approval of financial statements for year ended 31 December 2014	35,949,955	35,948,099 (99.99%)	1,856 (0.01%)	32,968
Resolution 2: Declaration of final dividend	35,949,255	35,948,240 (99.99%)	1,015 (0.01%)	33,668
Resolution 3: Remuneration Committee Report	30,417,273	29,257,525 (96.18%)	1,159,748 (3.82%)	5,565,650
Resolution 4(a): Election of Andy McCue	35,949,861	35,836,989 (99.68%)	112,872 (0.32%)	33,062
Resolution 4(b): Election of Gary McGann	35,949,861	35,914,448 (99.90%)	35,413 (0.10%)	33,062
Resolution 5(a): Re-election of Nigel Northridge	35,941,077	35,606,874 (99.07%)	334,203 (0.93%)	41,846
Resolution 5(b): Re-election of Cormac McCarthy	35,949,061	35,835,489 (99.68%)	113,572 (0.32%)	33,862
Resolution 5(c): Re-election of Tom Grace	35,949,861	35,763,081 (99.48%)	186,780 (0.52%)	33,062
Resolution 5(d): Re-election of Michael Cawley	35,949,061	35,912,148 (99.89%)	36,913 (0.11%)	33,862
Resolution 5(e): Re-election of Danuta Gray	35,949,861	35,883,420 (99.81%)	66,441 (0.19%)	33,062
Resolution 5(f): Re-election of Ulric Jerome	35,949,861	35,908,534 (99.88%)	41,327 (0.12%)	33,062
Resolution 5(g): Re-election of Stewart Kenny	35,948,361	34,738,000 (96.63%)	1,210,361 (3.37%)	34,562
Resolution 5(h): Re-election of Pádraig Ó Ríordáin	35,947,794	34,706,661 (96.54%)	1,241,133 (3.46%)	35,129
Resolution 6: Remuneration of Auditors	35,948,458	35,864,047 (99.76%)	84,411 (0.24%)	34,465
Resolution 7: Notice Period for Extraordinary General Meeting	35,948,458	35,173,945 (97.84%)	774,513 (2.16%)	34,465
Resolution 8: Directors' authority to allot shares	35,947,755	35,928,719 (99.94%)	19,036 (0.06%)	35,168
Resolution 9: Dis-application of Pre-emption rights	35,946,558	35,928,319 (99.94%)	18,239 (0.06%)	36,365
Resolution 10: Authority to purchase own shares	35,947,755	34,301,474 (95.42%)	1,646,281 (4.58%)	35,168
Resolution 11: Authority to re-issue treasury shares	35,947,755	35,944,149 (99.98%)	3,606 (0.02%)	35,168
Resolution 12(a): Amend Memorandum of Association, Clause 2	35,948,455	35,947,346 (99.99%)	1,109 (0.01%)	34,468
Resolution 12(b): Amend Memorandum of Association, Clause 3(f)	35,948,455	35,947,440 (99.99%)	1,015 (0.01%)	34,468
Resolution 12(c): Amend Memorandum of Association, Clause 3(v)	35,948,455	35,947,440 (99.99%)	1,015 (0.01%)	34,468
Resolution 13(a): Amend Articles of Association re Companies Act 2014	35,948,455	35,947,440 (99.99%)	1,015 (0.01%)	34,468
Resolution 13(b): Amend Articles of Association re aggregate directors' remuneration	35,949,203	35,945,344 (99.98%)	3,859 (0.02%)	33,720
Resolution 14: Amend Articles of Association re B Shares & Deferred Shares	35,920,715	35,918,421 (99.99%)	2,294 (0.01%)	62,208
Resolution 15: Sub-division Ordinary Shares into Intermediate Ordinary Shares & B Shares	35,921,515	35,918,421 (99.99%)	3,094 (0.01%)	61,408
Resolution 16: Consolidation of Share Capital	35,920,715	35,918,421 (99.99%)	2,294 (0.01%)	62,208
Resolution 17: Purchase Deferred Shares for nil consideration	35,948,455	35,945,305 (99.99%)	3,150 (0.01%)	34,468
Resolution 18: Reduction of share premium to create distributable reserves	35,948,455	35,945,305 (99.99%)	3,150 (0.01%)	34,468
Resolution 19: Amend share incentive schemes due to capital reorganisation	35,949,255	35,945,971 (99.99%)	3,284 (0.01%)	33,668

All resolutions were passed on a show of hands.

* As "Votes Withheld" are not votes in law, they are not taken into account in the calculation of the proportion of the votes For and Against or in the Total Votes shown