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# Attendance Card

Please bring this card with you to the meeting and present it at shareholder registration/accreditation.

The 2021 Annual General Meeting of Irish Residential Properties REIT plc (the "Company") will be held at the Company's registered office at **South Dock House, Hanover Quay, Dublin 2, D02 XW94, Ireland** on Tuesday, 11 May 2021 at 10:00 a.m.

Shareholder Reference Number

## Form of Proxy - Annual General Meeting ("AGM") to be held on 11 May 2021



Cast your Proxy online 24 hours a day  
...It's fast, easy and secure!  
**www.eproxyappointment.com**

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 917086

SRN:

PIN:



To view the Notice of AGM and Annual Report online log on to <https://investorrelations.iresreit.ie/>

To be effective, all proxy appointments must be lodged with the Company's Registrar at:

Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82 or through the voting website, ([www.eproxyappointment.com](http://www.eproxyappointment.com)), in each case by 10:00 am on 9 May 2021.

### Explanatory Notes:

- The Company plans to conduct the AGM in accordance with the Irish Government's public health measures and public health advice in respect of the Coronavirus (COVID-19) and applicable law. Therefore, shareholders should expect the AGM to take place under constrained circumstances. The Company will ensure that all legal requirements of the meeting, in accordance with its Articles of Association, are satisfied with the minimum necessary quorum of two shareholders (which will be facilitated by the Company) and physical distancing measures will be in place. Shareholders are requested to refrain from attending the AGM in person due to COVID-19 restrictions but are strongly encouraged to vote by proxy on the resolutions set out in the Notice of AGM. Due to the developing situation around COVID-19, shareholders are strongly encouraged to regularly check the Company's website for any further updates regarding the AGM. Shareholders are also strongly encouraged to submit proxy appointments and instructions for the AGM as soon as possible to ensure their votes count at the AGM using any of the methods set out below, and to appoint "the Chairman of the Meeting" as their sole proxy. If any other person is appointed as proxy, he or she may not, in the light of the COVID-19 circumstances, be permitted to attend, or vote at, the AGM in person. Shareholders will be able to listen to the proceedings and ask questions remotely via the procedures described in the Notice of AGM.
- Every shareholder has the right to appoint some other person(s) of his/her choice, who need not be a shareholder, as his/her proxy to exercise all or any of his/her rights to attend, speak, ask questions and vote on his/her behalf at the AGM. In order to retain flexibility given the current situation around COVID-19, it is recommended to appoint the Chairman of the meeting as your proxy. If you wish to appoint a person other than the Chairman of the meeting, please insert the name of your chosen proxy holder in the space provided (see reverse).
- A shareholder may appoint more than one proxy to attend, speak, ask questions and vote at the AGM provided each proxy is appointed to exercise rights attached to different shares held by that shareholder. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on +353 1 4475511 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which he/she is authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). All forms must be signed and should be returned together in the same envelope. Where a poll is taken at the AGM, a shareholder, present in person or proxy, holding more than one share is not required to cast all his/her votes in the same way.
- To be effective, the completed Form of Proxy together with any power of attorney or other authority under which it is executed, or a notarially certified copy thereof, must be deposited with the Registrar of the Company before 10:00 am on 9 May 2021. A shareholder wishing to appoint a proxy by electronic means may do so by accessing [www.eproxyappointment.com](http://www.eproxyappointment.com). To submit a proxy online shareholders will need their Control Number, SRN and PIN which are set out in the box above. A shareholder who wishes to appoint more than one proxy by electronic means must contact the Registrar by sending an email to [clientservices@computershare.ie](mailto:clientservices@computershare.ie).
- Please indicate how you wish your proxy to vote by placing an "x" in the appropriate box overleaf. The "Vote Withheld" option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
- Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6:00pm on 7 May 2021 (or in the case of an adjournment as at 6:00pm on the day which is four days before the date of the adjourned meeting). Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- Persons who hold interests in the Company's shares through the Euroclear Bank system or as CREST depository interests through the CREST system, wishing to appoint a proxy or submit voting instructions, should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines of the respective systems. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank, please contact your custodian.
- Your address as printed above is how your address appears on the Register of Members. If this information is incorrect please call the Registrar's helpline on +353 1 4475511 to request a change of address form or go to [www.investorcentre.com/ie](http://www.investorcentre.com/ie) to do so via the Registrar's online Investor Centre service.
- Any alterations made to this form should be initialed.
- The appointment of a proxy will not preclude a member from attending the meeting, speaking, asking questions and voting in person. However, shareholders are requested to refrain from attending the AGM due to COVID-19 restrictions. The Company reserves the right to refuse entry to the meeting where reasonably necessary to comply with COVID-19 related public health measures and advice.
- In the case of joint holders, the signature of the first named shareholder will suffice.
- All references to time in this document are references to Dublin time unless otherwise stated.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

### All Holders

# Poll Card

To be completed **only** if a Poll is called.

Resolutions	Vote				Vote		
	For	Against	Withheld		For	Against	Withheld
1. To receive and consider the financial statements for the year ended 31 December 2020 and the reports of the Directors and Auditor thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect each of the following persons as Directors:							
(a) Phillip Burns	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Joan Garahy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Tom Kavanagh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Mark Kenney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(e) Declan Moylan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(f) Aidan O'Hogan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(g) Margaret Sweeney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Authority to call a general meeting on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To consider the continuation in office of KPMG as Auditor of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Authority to fix the remuneration of the Auditor in respect of the period expiring at the next Annual General Meeting of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To receive and consider the Report of the Remuneration Committee on Directors' Remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Authority to allot relevant securities up to specified limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8a. Authority to disapply pre-emption rights in specified circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8b. Additional authority to disapply pre-emption rights for an acquisition or other specified capital investment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Authority to allot relevant securities for the purpose of the LTIP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Authority to disapply statutory pre-emption rights for the purpose of the LTIP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Authority to make market purchases of the Company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Authority to re-allot treasury shares at a specific price range	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature

## Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



You can also instruct your proxy not to vote on a resolution by inserting an "X" in the vote withheld box.

I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak, ask questions and vote in respect of my/our full voting entitlement\* on my/our behalf on any matter at the AGM of **Irish Residential Properties REIT plc** to be held at its registered office at **South Dock House, Hanover Quay, Dublin 2, D02 WX94 Ireland** at 10:00 am on 11 May 2021 and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an X in the appropriate box.

\* For the appointment of more than one proxy, please refer to Explanatory Note 3 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Resolutions	Vote				Vote		
	For	Against	Withheld		For	Against	Withheld
1. To receive and consider the financial statements for the year ended 31 December 2020 and the reports of the Directors and Auditor thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect each of the following persons as Directors:							
(a) Phillip Burns	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Joan Garahy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Tom Kavanagh	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Mark Kenney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(e) Declan Moylan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(f) Aidan O'Hogan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(g) Margaret Sweeney	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Authority to call a general meeting on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To consider the continuation in office of KPMG as Auditor of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Authority to fix the remuneration of the Auditor in respect of the period expiring at the next Annual General Meeting of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To receive and consider the Report of the Remuneration Committee on Directors' Remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Authority to allot relevant securities up to specified limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8a. Authority to disapply pre-emption rights in specified circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8b. Additional authority to disapply pre-emption rights for an acquisition or other specified capital investment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Authority to allot relevant securities for the purpose of the LTIP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Authority to disapply statutory pre-emption rights for the purpose of the LTIP	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Authority to make market purchases of the Company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Authority to re-allot treasury shares at a specific price range	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/we direct my/our proxy to vote on the resolutions proposed at the AGM as indicated on this form. Where no instruction appears above as to how the proxy should vote the proxy may vote as he or she sees fit or abstain in relation to any business of the AGM. I agree to be bound by the terms of this form of proxy and accompanying explanatory notes.

Signature

Date

DD / MM / YY

In the case of (i) a body corporate, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating his/her capacity (e.g. director, secretary) or (ii) an individual member, this proxy must be signed by the member or his/her attorney.

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