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# Attendance Card

This card is for the purposes of registration and accreditation when attending the Extraordinary General Meeting. However, due to restrictions in connection with the Coronavirus pandemic (Covid-19), shareholders are requested not to attend the Extraordinary General Meeting in person and instead appoint the Chairman of the EGM as proxy using the Form of Proxy included below.

The Extraordinary 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 Friday 29 January 2021 at 3:00 p.m.

Shareholder Reference Number

## Form of Proxy - Extraordinary General Meeting ("EGM") to be held on 29 January 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: 916892

SRN:

PIN:



To access the Notice of EGM, Shareholder Circular, a redline of the Articles of Association showing the proposed changes to give effect to the Migration and other documents placed on display in connection with the EGM, visit <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), in each case by 3:00 pm on 27 January 2021.**

### Explanatory Notes:

- The Company plans to conduct the EGM in accordance with the Irish Government's COVID-19 related public health measures and public health guidance. Therefore, shareholders should expect the EGM to take place under constrained circumstances. The Company will ensure that all legal requirements of the meeting, in accordance with its Articles of Association and the Migration of Participating Securities Act 2019, are satisfied with the minimum necessary quorum of three shareholders (which will be facilitated by the Company) and physical distancing measures will be in place. Shareholders are requested not to attend the EGM in person but are strongly encouraged to vote by proxy on the resolutions set out in the Notice of EGM. The Company will continue to closely monitor the developing situation around COVID-19 as well as any further advice from the Irish Government. We encourage shareholders to regularly check our website for any further updates regarding the EGM. If it becomes necessary to amend the arrangements for the EGM, as much notice as possible will be given to shareholders via Regulatory Information Service and within the Shareholder Meetings section of our website at <https://investorrelations.iresreit.ie/>.
- 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 EGM. 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 EGM 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 1 447 5511 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 EGM, 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 notorially certified copy thereof, must be deposited with the Registrar of the Company before 3:00pm on 27 January 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 27 January 2021 (or in the case of an adjournment as at 6:00pm on the day which is two 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.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 3:00pm on 27 January 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5) (a) of the Companies Act, 1990 (Uncertificated Securities) Regulations 1996, (as amended).
- 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 1 447 5511 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 initialled.
- The appointment of a proxy will not preclude a member from attending the meeting, speaking, asking questions and voting in person. However, as noted above, shareholders are requested not to attend in person, having regard to COVID-19 related public health measures and public health guidance.
- In the case of joint holders, the signature of the first named shareholder will suffice.

**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

Blank area for all holders to provide details.

# Poll Card

To be completed **only** at the EGM if a Poll is called.

## Resolutions

1. To approve the Company giving its consent to the Migration of the Migrating Shares to Euroclear Bank's central securities depository.
2. To amend and adopt the Articles of Association of the Company.
3. To authorise the Company to take all actions to implement the Migration and to appoint any persons as attorney or agent for the holders of the Migrating Shares.

|    | For                      | Against                  | Vote Withheld            |
|----|--------------------------|--------------------------|--------------------------|
| 1. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | <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 EGM of **Irish Residential Properties REIT plc** to be held at its registered office at **South Dock House, Hanover Quay, Dublin 2, D02 XW94, Ireland** at 3:00 pm on 29 January 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 2 (see front).

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

## Resolutions

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2. To amend and adopt the Articles of Association of the Company.
3. To authorise the Company to take all actions to implement the Migration and to appoint any persons as attorney or agent for the holders of the Migrating Shares.

|    | For                      | Against                  | Vote Withheld            |
|----|--------------------------|--------------------------|--------------------------|
| 1. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

I/we direct my/our proxy to vote on the resolutions proposed at the EGM 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 EGM. I agree to be bound by the terms of this form of proxy and accompanying 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.