



better living made simple

Attendance Card

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

Irish Residential Properties REIT plc invites you to attend the Annual General Meeting ("AGM") of the Company to be held at the **The Shelbourne Hotel, 27 St. Stephen's Green, Dublin 2, Ireland** on Tuesday 29 May 2018 at 10:00 a.m.

Shareholder Reference Number

Form of Proxy - Annual General Meeting ("AGM") to be held on 29 May 2018



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: 915052

SRN:

PIN:



To view the AGM Notice online log on to **www.iresreit.ie**

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

Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18 or through the voting website, (www.eproxyappointment.com), in each case by 10:00 am on 27 May 2018.

Explanatory Notes:

- 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. 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 4475566 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 27 May 2018. A shareholder wishing to appoint a proxy by electronic means may do so by accessing 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.
- 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 May 2018 (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 10:00 am on 27 May 2018. 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.
- 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 4475566 to request a change of address form or go to 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.
- 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

Poll Card

To be completed **only** at the AGM 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 2017 and the reports of the Directors and Auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	4. Authority to fix the remuneration of the Auditors in respect of the period expiring at the next Annual General Meeting of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. (a) To elect Tom Kavanagh as a Director with effect from 1 June 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5. To approve the appointment of KPMG as auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. (b) To re-elect each of the following persons as Directors:				6. Authority to allot relevant securities up to specified limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(i) Phillip Burns	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	7a. Authority to disapply pre-emption rights in specified circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(ii) David Ehrlich	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	7b. Additional authority to disapply pre-emption rights for an acquisition or other specified capital investment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(iii) Joan Garahy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8. Authority to make market purchases of the Company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(iv) Declan Moylan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. Authority to re-issue treasury shares at a specified price range	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(v) Aidan O'Hogan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
(vi) Margaret Sweeney	<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"/>				

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 the **The Shelbourne Hotel, 27 St. Stephen's Green, Dublin 2, Ireland** at 10:00 am on 29 May 2018 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	Vote				Vote		
	For	Against	Withheld		For	Against	Withheld
1. To receive and consider the financial statements for the year ended 31 December 2017 and the reports of the Directors and Auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	4. Authority to fix the remuneration of the Auditors in respect of the period expiring at the next Annual General Meeting of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. (a) To elect Tom Kavanagh as a Director with effect from 1 June 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	5. To approve the appointment of KPMG as auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. (b) To re-elect each of the following persons as Directors:				6. Authority to allot relevant securities up to specified limits	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(i) Phillip Burns	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	7a. Authority to disapply pre-emption rights in specified circumstances	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(ii) David Ehrlich	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	7b. Additional authority to disapply pre-emption rights for an acquisition or other specified capital investment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(iii) Joan Garahy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8. Authority to make market purchases of the Company's own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(iv) Declan Moylan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. Authority to re-issue treasury shares at a specified price range	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(v) Aidan O'Hogan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
(vi) Margaret Sweeney	<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"/>				

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 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.