

**APPOINTMENT OF PROXY FOR THE ANNUAL GENERAL MEETING
OF
THE IRISH INSTITUTE OF PENSIONS MANAGEMENT
(Company No: 147743)
(the “Company”)**

I,, a member of the Company, hereby appoint, or in his absence, to act as my proxy at the general meeting of the Institute to be held on **Thursday 27 April 2023 at 3.30 p.m.** and at any adjournment thereof.

The proxy is to vote as follows and unless otherwise indicated the proxy will vote as he or she thinks fit:

Voting Instructions to Proxy (choice to be marked with an ‘X’)			
Description of Resolution	In Favour	Abstain	Against
1. To adopt the minutes of the preceding annual general meeting and of any general meeting held since the preceding general meeting.			
2. To receive and consider the statutory financial statements of the Company for the financial year ended 31 December 2022 and the reports of the directors and of the auditors therein.			
3. To review and consider the Company’s affairs for the financial year ended 31 December 2022.			
4. Statutory Auditors			
4.1. To note that the Company’s statutory auditors, Broderick Kelly Ring & Co., would continue in office in accordance with section 383(2) of the Companies Act 2014 (the “ 2014 Act ”).			
4.2. To authorise the directors to approve the remuneration of Company’s statutory auditors, Broderick Kelly Ring & Co., for the financial year ending 31 December 2023.			
5. Election / Re-election of Directors			

5.1.	To re-elect Frank O'Reilly, who retires by rotation in accordance with article 47 of the Company's articles of association and, being eligible, offers himself for re-election as director of the Company with immediate effect.			
5.2.	To re-elect Derry Moran, who retires by rotation in accordance with article 47 of the Company's articles of association and, being eligible, offers himself for re-election as director of the Company with immediate effect.			
5.3.	To re-elect Marian Conway, who retires by rotation in accordance with article 47 of the Company's articles of association and, being eligible, offers herself for re-election as director of the Company with immediate effect.			
5.4.	To note that Harry McGeehan does not offer himself for re-election as director of the Company and accordingly resigns as director of the Company with immediate effect.			
5.5.	To elect new directors, who have been recommended for election by the Council, to the Company to fill the office vacated by Harry McGeehan.			
5.6.	To re-elect Tanya Grimes, who was appointed during the year and who in accordance with article 53 is required to retire at the next AGM following her appointed and, being eligible, offers herself for re-election as director of the Company with immediate effect.			
5.7.	To re-elect Ellen Beatrice Bailey, who was appointed during the year and who in accordance with article 53 is required to retire at the next AGM following her appointed and, being eligible, offers herself for re-election as director of the Company with immediate effect.			
6.	To approve the remuneration of the directors of the Company for the financial year ending 31 December 2023.			
As special resolutions:				
6.1.	THAT , pursuant to sections 32(1) and 1186 of the 2014 Act, the amount referred to section 1176(2)(e) of the 2014 Act be and is hereby amended from IR£100 to €126.9738 and clause 7 of the memorandum of association of the Company be and is hereby updated accordingly.			
6.2.	THAT , pursuant to section 1184(1) of the 2014 Act, the altered memorandum of association in the form presented to the members of the Company be and is			

<p>hereby approved and adopted as the memorandum of association of the Company in substitution for and to the exclusion of the existing memorandum of association of the Company.</p>			
<p>6.3. THAT, pursuant to section 1187 of the 2014 Act, the altered articles of association in the form presented to the members of the Company be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.</p>			

As witness my hand this 2023.

Signature:

Name:

NOTES

- NOTE 1:** A member may appoint a proxy of his or her own choice. If such an appointment is made insert the name of the person appointed proxy in the space provided.
- NOTE 2:** Please indicate with an "X" in the appropriate boxes how you wish your votes to be cast. If the form is returned without any indication as to how the person appointed proxy shall vote, he or she will exercise his or her discretion as to how to vote or whether he or she abstains from voting.
- NOTE 3:** If the appointer is a corporation, this form must be under its common seal or under the hand of some officer or attorney duly authorised on its behalf.
- NOTE 4:** In the case of the joint holders, the signature of any one holder will be sufficient but the names of all the joint holders must be stated.
- NOTE 5:** To be valid, this form must be completed and deposited at IIPM, Suite 2, Slane House, 25 Lower Mount Street, D02 V029 for the attention of Frank O'Reilly, Company Secretary or communicated by electronic means to Frank O'Reilly at info@iipm.ie at least 48 hours before the time for holding the annual general meeting or adjourned meeting.