

Form of Proxy

I, _____ of _____ being a member of the Institute hereby appoint the Chairperson of the Meeting OR¹ _____ as my proxy to vote for me and on my behalf at the Annual General Meeting of the Institute to be held at the Clayton Hotel, Cardiff Lane, Sir John Rogerson's Quay, Dublin Docklands, Dublin 2, D02 YT21, on Tuesday, 26th May 2026 at 18:00 hours and at any adjournment thereof.

I have indicated with an "X" in the space below how I wish my votes to be cast in respect of each Resolution. (If no specific direction as to voting is given the proxy may vote as he/she thinks fit or abstain from voting at his/her discretion.)

Resolution	For	Against	Withheld
1. That the minutes of the annual general meeting held on 27th May 2025 be approved.			
2. That the report of the Council and the Financial Statements for the year ended 31st December 2025 and Auditors' Report thereon be received.			
3. Following consideration of the report of the Council, the Financial Statements and the Auditors Report, to confirm satisfaction with the performance and management of the affairs of the Council.			
4. That Board members who have been appointed since the last AGM of the company, be elected as Directors/Council members of the company.			
5. That the other existing Board/Council Members be re-elected as Directors/Council Members of the Company.			
6. That the auditors, BDO, be re-appointed as statutory auditors of the Company.			
7. That the directors / Council Members be authorised to fix the remuneration of the statutory auditors.			

Signed: _____

Dated: _____ *Insert date/Insert month 2026*

¹ If you do not wish to appoint the Chairperson of the Meeting as your proxy, please delete "Chair of the Meeting" and write in the name of the proxy you wish to appoint. A proxy must be a current member of the Institute. A member eligible to vote is entitled to appoint a proxy to vote on his/her behalf. To be effective, a proxy form must be deposited at Institute of Directors Ireland, Indigo Building, Whitaker Square, Sir John Rogerson's Quay, Dublin 2, D02 P2X8, the registered office of the Institute of Directors Ireland, no later than 48 hours before the time appointed for the holding of the meeting.